SHERVANI INDUSTRIAL SYNDICATE LIMITED

Corporate Identification Number (CIN): L45202UP1948PLC001891

Registered Office: Shervani Nagar, Sulem Sarai, Harwara, Prayagraj (Allahabad)- 211015

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Company Secretary and Compliance Officer: Mr. Shrawan K Shukla

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF SHERVANI INDUSTRIAL SYNDICATE LIMITED (THE "COMPANY") FOR THE BUYBACK OF EQUITY SHARES ON PROPORTIONATE BASIS THROUGH "TENDER OFFER" ROUTE USING THE STOCK EXCHANGE MECHANISM UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This Public Announcement ("**PA**") is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force and includes any statutory modification(s), amendment(s) or re-enactments from time to time (the "**Buyback Regulations**") and contains the disclosures as specified in Schedule II to the Buyback Regulations read with Schedule I of the Buyback Regulations.

OFFER FOR BUYBACK OF UPTO 1,34,000 (ONE LAKH THIRTY FOUR THOUSAND ONLY) FULLY PAID UP EQUITY SHARES OF THE COMPANY OF FACE VALUE OF ₹ 10/- (RUPEES TEN ONLY) EACH AT A PRICE OF ₹ 510/- (RUPEES FIVE HUNDRED AND TEN ONLY) PER FULLY PAID UP EQUITY SHARE ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM FOR AN AGGREGATE CONSIDERATION OF UPTO ₹ 6,83,40,000/- (RUPEES SIX CRORES EIGHTY THREE LAKHS FORTY THOUSAND ONLY). Certain figures contained in this Public Announcement, including financial information, have been subject to rounding- off adjustments. Numbers have been rounded off to 2 (two) decimals point. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

1. **DETAILS OF THE BUYBACK OFFER AND OFFER PRICE**

1.1 The Board of Directors of the Company ("**Board**") which expression shall include any committee constituted / to be constituted by the Board to exercise its powers, including the powers conferred by the resolution at its adjourned meeting held on Friday, February 23, 2024 ("**Adjourned Board Meeting**") has, pursuant to the provisions of Article 61 of the Articles of Association of the Company and the provisions of Section 68, 69 and 70 and all other applicable provisions if any of the Companies Act, 2013, as amended (the Act), the Companies (Share Capital and Debenture) Rules, 2014 to the extent applicable, as amended and in compliance with the Buyback Regulations, including any amendments, statutory modifications or re-enactments for the time being in force and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions and sanctions, where in the Board has, approved the buyback of the fully paid up equity shares of face value of ₹10/- each ("**Equity Shares**"), upto 1,34,000 equity shares, representing up to 4.96% of the total paid up equity share capital of the Company, at a maximum buyback price of ₹ 510/- (Rupees Five Hundred and Ten only) per Equity share ("**Buyback Offer Price**") from the members of the Company, for an aggregate consideration of upto ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only) ("**Buyback Offer size**") excluding Transaction Costs (as defined below), and is sourced out of the free reserves (retained earnings) and / or such other source as may be permitted by the Buyback Regulations or the Act, from all the existing shareholders of the Company who hold equity shares, as on Record date (as defined below), on a proportionate basis, through the tender offer route through stock exchange mechanism as prescribed under the Buyback Regulations ("**buyback**").

1.2 The Buyback size constitutes 9.94% and 7.71% of the fully paid up equity share capital and free reserves as per the latest audited Standalone and Consolidated financial statements of the Company as on March 31, 2023, respectively, which is within the prescribed limit of 10% (Ten percent) of the aggregate fully paid up equity share capital and free reserves of the Company based on the latest audited Standalone and Consolidated financial statements as on March 31, 2023.

1.3 In terms of Regulation 5(vi)(a) of the Buyback Regulations, the Board may till 1 (one) working day prior to the Record date, increase the Buyback Offer Price and decrease the number of equity shares proposed to be bought back, such that there is no change in the Buyback size.

1.4 Since the Offer Size for the Buyback is less than 10% (Ten Percent) of the total paid-up Equity Share capital and free reserves of the Company based on the latest audited Standalone and Consolidated financial statements as on March 31, 2023, the approval of the shareholders is not required for the buyback in terms of the Buyback Regulations and the Companies Act.

1.5 The Buyback size does not include any brokerage, applicable taxes such as Buyback Tax (as defined below), securities transaction tax, goods and service tax, stamp duty, expenses incurred or to be incurred for the Buyback like filing fees payable to Securities and Exchange Board of India (SEBI), advisors/legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses etc. ("Transaction Costs").

1.6 The equity shares are listed on BSE Limited (the "**BSE**") only.

1.7 In addition to the regulations/statues referred to in paragraph 1.1 above, the Buyback is also in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

1.8 The Buyback from Eligible shareholders (as defined below) who are persons resident outside India, including foreign portfolio investors, erstwhile overseas corporate bodies and non-resident Indian etc., shall be subject to such approvals, if and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("**RBI**") under the Foreign Exchange Management Act, 1999, as amended ("**FEMA**") and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such person resident outside India.

1.9 The participation in the buyback by Eligible Shareholders will trigger tax on distributed income to such shareholders ("**Buyback Tax**") in India and such tax is to be discharged by the Company as per the applicable law. This may trigger capital gains taxation in the hands of shareholders in their country of residence, if outside India. The transaction of buyback would also be chargeable to securities transaction tax in India. In due course, the eligible shareholder will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the eligible shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

1.10 A Copy of the Public Announcement is available on the website of the Company at **www.shervaniind.com**, website of the Manager to the Buyback at **www.sumedhfiscal.com** and will be available on the website of SEBI **www.sebi.gov.in** and on the website of the Stock Exchanges **www.bseindia.com**.

2. **NECESSITY FOR THE BUYBACK**

2.1 Share Buyback is the acquisition by a Company of its own shares. The objective is to return surplus cash to the shareholders of the Company. The Board at its adjourned meeting held on February 23, 2024, considered the free reserves as well as the cash liquidity reflected in the Audited Standalone & Consolidated Financial Statements as on March 31, 2023 and decided to allocate a sum of ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only) excluding Company's transaction costs such as brokerage, securities transaction tax, goods and service tax, stamp duty, filling fees, advisors' fees, etc. for distributing to the shareholders holding equity shares of the Company through the Buyback.

2.2 After considering several factors and benefits, the Board decided to recommend Buyback of equity shares from the shareholders of the Company, inter-alia, for the following reasons:

i) The Buyback will help the Company to return surplus cash to its shareholders holding equity shares broadly in proportion to their shareholding, thereby, enhancing the overall return to shareholders;

ii) The Buyback would help in improving return on equity by reduction in the share capital base and increasing shareholder value in the longer term;

iii) The Buyback gives an option to the shareholders holding equity shares of the Company, who can choose to participate and get cash in lieu of equity shares to be accepted under the Buyback offer or they may choose not to participate and be benefitted of a resultant increase in their percentage shareholding post the Buyback offer, without additional investment;

iv) The Buyback which is being implemented through tender offer route as prescribed under the Buyback regulations, would involve a reservation of upto 15% of the Equity shares, which the company proposes to Buyback, for small shareholder or the actual number of equity shares entitled as per the shareholding of email shareholders on the Record date , whichever is higher. The Company believes that this reservation for small shareholders would benefit a significant number of the Company's public shareholders, who would be classified as "Small Shareholder";

v) Optimizes the capital structure.

vi) Mitigating the short term market volatility.

2.3 After considering several factors and benefits to the Shareholders, the Board of Directors approved the Buyback of up to 1,34,000 (One Lakh Thirty Four Thousand only) Equity shares of ₹10/- each (representing 4.96% of the total number of equity shares in the total paid up equity share capital of the Company as at March 31, 2023) at the Buyback Price i.e. ₹ 510/- (Rupees Five Hundred and Ten Only) per equity share aggregating to ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only).

2.4 The funds for the implementation of the Buyback will be sourced out of the free reserves of the Company and/or such other sources as may be permitted by the Buyback Regulations or the Companies Act.

2.5 The Company shall transfer from its free reserves, a sum equal to the nominal value of the equity shares so bought back to the Capital Redemption Reserve Account, details of such transfer shall be disclosed in the Consolidated and Standalone Financial Statements. The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback.

3. **MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID UP EQUITY CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD BE FINANCED**

Pursuant to Section 68 (2) (c) of the Companies Act, 2013 and Regulation 5 (i) of Buyback Regulations, a Company can Buyback 10% or less of the aggregate paid up equity share capital and free reserves based on the Standalone or Consolidated financial statements as per the last audited financials. The proposed Buyback of ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only) represents 9.94% and 7.71% of the fully paid-up equity share capital and free reserves as per the Standalone and Consolidated Audited Financials of the Company for the financial year ended March 31, 2023 respectively (which is within the limit of 10% of the fully paid-up equity share capital and free reserves as per the Standalone as well as Consolidated Audited Financials of the Company for the financial year ended March 31, 2023). The Buyback would be financed out of free reserves of the Company. The Company shall transfer from its free reserves a sum equal to the nominal value of the equity shares bought back through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited Balance Sheet.

4. **BUYBACK OFFER PRICE AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE**

4.1 The equity shares of the Company are proposed to be bought back at a price of ₹ 510/- (Rupees Five Hundred and Ten Only) per equity share (the "**Buyback Offer Price**").

4.2 The buyback offer price has been arrived at after considering various factors including, but not limited to trends in the volume weighted average prices and closing prices of the equity shares on the stock exchanges where the equity shares of the Company are listed, impact on net worth, price earnings ratio, earnings per share and other financial parameters.

4.3 The Buyback offer price represents a (i) premium of 0.71% over the volume weighted average market price of the equity shares on the BSE Limited, for the 30 (thirty) trading days preceding the date of intimation to the stock exchanges of the Board Meeting to consider the proposal of the Buyback, i.e., Tuesday, February 6th, 2024 ("**Intimation Date**"), and (ii) discount of 6.34% over the closing price of the equity shares on the BSE Limited as on February 5th, 2024, which is a trading day preceding the Intimation date. The Closing market price of the Equity shares as on the trading date prior to the Intimation Date, was ₹ 544.55 on the BSE.

4.4 The Buyback price is at a premium of 100.42% and 50.34% of the book value per equity share of the Company, which as of March 31, 2023 was ₹ 254.46 and 328.30 per equity share, on a Standalone and Consolidated basis, respectively.

5. **MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK**

The Company proposes to buy-back upto 1,34,000 (One Lakh Thirty Four Thousand) Equity shares of face value of ₹10/- each of the Company.

6. **METHOD TO BE ADOPTED FOR BUYBACK**

6.1 The Buyback is open to all eligible shareholders/beneficial owners of the Company holding equity shares either in physical and/or dematerialized form as on Record date.

6.2 The Buyback is being undertaken on a proportionate basis from the equity shareholders of the Company, including the promoter and promoter group of the Company who hold equity shares or persons in control who hold equity shares as on Record date (the "**Eligible shareholders**") through the tender offer route prescribed under Regulation 4(iv)(a) of the Buyback Regulations. Accordingly, the buyback shall be, subject to applicable laws, implemented by tendering of Equity shares by Eligible shareholders and settlement of the same through the Stock exchange mechanism as specified by the SEBI in its circular bearing reference number:

(i) CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015

(ii) CFD/DCR2/CIR/P/2016/131 dated December 09, 2016

(iii) SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and

(iv) SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, as amended from time to time (collectively the "**SEBI Circulars**")

In this regard, the Company will request the BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the designated stock exchange.

7. **DETAILS OF PROMOTERS SHAREHOLDING AND INTENTION TO PARTICIPATE IN THE BUYBACK**

7.1 The aggregate shareholding of the Promoters and Promoter Group of the Company and the persons who are in control of the Company, as on the date of the adjourned Board Meeting i.e., February 23, 2024 are as follows:

(i) Aggregate shareholding of the Promoter and Promoter Group and persons who are in control of the Company

Sl. No	Name	No. of Equity shares held	% of the total equity share capital
1	Saleem Iqbal Shervani	4,83,639	17.91
2	Saeed Mustafa Shervani	1,31,386	4.86
3	Azher Nisar Shervani	1,01,687	3.76
4	Tahir Hasan	13,615	0.50
5	Salma Hasan	61,728	2.28
6	Rubina Shervani	66,655	2.47
7	Saad Mustafa Shervani	96,130	3.56
8	Mustafa Rashid Shervani	76,575	2.84
9	Ursala Fatima Shervani	87,835	3.25
10	Zeba Hasan	90,089	3.34
11	Zehra Shervani	12,718	0.47
12	Aisra Amrah Fatima Shervani	14,580	0.54
13	Shamsiya Fatima Shervani	11,790	0.44
14	Mohd. Aadil Mustafa Shervani	6,925	0.26
15	Azhar Family Trust	48,633	1.80
16	Saeed Family Trust	49,308	1.83
17	Salama Zeba Family Trust	54,645	2.02
18	Saleem Family Trust	60,985	2.26
19	Aslam Family Trust	-	0.00
20	Waqf Haji Bhikkan	7,840	0.29
21	Shervani Enterprises Pvt. Ltd.	1450	0.05
22	Lebensraum Infra Private Limited	1,99,221	7.38
	TOTAL	**16,77,434**	**62.10**

7.2 The aggregate shareholding of the directors/Trustees/Members of Companies/Trust/HUF which are part of Promoter and Promoter Group mentioned in point 7.1 above as on the date of the Board Meeting i.e. February 23, 2023 is given below:

Sl. No	Name of Director/Trustee/Member	No. of Equity shares held	% of the total equity share capital
	Shervani Enterprises Private Limited		
1	Zehra Shervani	12,718	0.47
2	Mohd. Aadil Mustafa Shervani	6,925	0.26
3	Azher Nisar Shervani	1,01,687	3.76
	Azhar Family Trust		
4.	Saleem Iqbal Shervani (life time trustee)	4,83,639	17.91
	Saeed Family Trust		
5.	Saleem Iqbal Shervani (life time trustee)	4,83,639	17.91
	Salama Zeba Family Trust		
6.	Saleem Iqbal Shervani (life time trustee)	4,83,639	17.91
	Saleem Family Trust		
7.	Saleem Iqbal Shervani (life time trustee)	4,83,639	17.91
	Aslam Family Trust		
8.	Saleem Iqbal Shervani (life time trustee)	4,83,639	17.91

7.3 The aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on date of the Board Meeting i.e., February 23, 2024:

DIN / PAN	Name	Designation (Company team to check & Confirm)	No. of Equity shares held	% of the total equity share capital
00023909	Saleem Iqbal Shervani	Chairman, Whole time Director	4,83,639	17.91
00148434	Gopal Swarup Chaturvedi	Non-Executive - Independent Director	800	0.02
06852348	Mohd. Aslam Sayeed	Non-Executive - Independent Director	—	—
08778574	Aradhika Chopra	Independent Director	—	—
02379954	Mustafa Rashid Shervani	Managing Director	76,575	2.84
01086812	Raju Verghese	Non-Executive - Non Independent Director	540	0.01
AIPH5011P	Tahir Hasan	Chief Financial Officer	13,615	0.50
05354321	Dr. Ashutosh Pratap Singh	Non-Executive - Independent Director	500	0.01
02125236	Sadiq Husain Siddiqui	Whole time Director	—	—
BNDPS7535K	Shrawan Kumar Shukla & Compliance Officer	Company Secretary	—	—

7.4 Aggregate shares purchased or sold by the Promoter and Promoter Group and persons in control, Directors/Trustees/Members of Companies/Trust/HUF which are part of the Promoter and promoter group during a period of 6 (six) months preceding the date of Board Meeting at which the Buyback was approved i.e., February 23, 2024 and from that date till the date of this Public Announcement:

a. Aggregate of equity shares purchased or sold by the Promoter and Promoter Group and persons who are

Name	Date	Aggregate no. of shares purchased or sold	Nature of Transaction	Maximum Price (₹)	Date of Maximum price	Minimum Price (₹)	Date of Minimum price
Aslam Family Trust	12-12-2023	43,945	Sale	525.00	12-12-2023	490.50	12-12-2023
Saleem Iqbal Shervani	12-12-2023	98,659	Purchase	525.00	12-12-2023	490.50	12-12-2023

8. **INTENTION OF THE PROMOTERS AND PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO TENDER EQUITY SHARES IN THE BUYBACK**

8.1 In terms of the Buyback Regulations, under the Tender Offer the Promoter and Promoter Group, being in control of the Company, have an option to participate in the Buyback. In this regard, all Promoters have expressed their intention vide their letters dated February 23, 2024 to participate in the Buyback and tender an aggregate of 16,77,434 (Sixteen Lakhs Seventy Seven Thousand Four Hundred and Thirty Four) Equity Shares or any such lower number of equity shares as required in compliance with the Buyback Regulations. Please see below the maximum number of equity shares to be tendered by each of the Promoter and Promoter Group as well as persons in control of the Company:

The details of the date and price of acquisition/sale of Equity Shares that Promoters / Promoter's Group intent to tender are set-out below :

i. **Saleem Iqbal Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	3,18,880	-	Opening Balance
18.04.2017	1,08,900	1,93,21,880	Open Market Purchase
15.03.2019	(42,600)	2,13,00,000	Buyback of Shares
12.12.2023	98,659	4,88,30,583	Open Market Purchase
Total	**4,83,639**	**-**	**Holding as on 23.02.2024**

ii. **Saeed Mustafa Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	1,30,310	-	Opening Balance
18.04.2017	53,100	94,25,249	Open Market Purchase
15.03.2019	(52,024)	2,60,12,000	Buyback of Shares
Total	**1,31,386**	**-**	**Holding as on 23.02.2024**

iii. **Azher Nisar Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	94,855	-	Opening Balance
23.03.2017	54,800	9417491	Open Market Purchase
15.03.2019	(47,968)	2,39,84,000	Buyback of Shares
Total	**1,01,687**	**-**	**Holding as on 23.02.2024**

iv. **Tahir Hasan**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	15,415	-	Opening Balance
15.03.2019	(1,800)	9,00,000	Buyback of Shares
Total	**13,615**	**-**	**Holding as on 23.02.2024**

v. **Salma Hasan**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	57,743	-	Opening Balance
23.03.2017	53,200	9149462	Open Market Purchase
15.03.2019	(49,215)	2,46,07,500	Buyback of Shares
Total	**61,728**	**-**	**Holding as on 23.02.2024**

vi. **Rubina Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	66,655	-	Opening Balance
Total	**66,655**	**-**	**Holding as on 23.02.2024**

vii. **Saad Mustafa Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	93,130	-	Opening Balance
15.10.2015	3,000	1,50,000	Off Market Purchase
Total	**96,130**	**-**	**Holding as on 23.02.2024**

viii. **Mustafa Rashid Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	76,575	-	Opening Balance
Total	**76,575**	**-**	**Holding as on 23.02.2024**

ix. **Ursala Fatima Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	87,835	-	Opening Balance
Total	**87,835**	**-**	**Holding as on 23.02.2024**

x. **Zeba Hasan**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	87,902	-	Opening Balance
23.03.2017	53,700	92,22,975	Open Market Purchase
15.03.2019	(51,513)	2,57,56,500	Buyback of Shares
Total	**90,089**	**-**	**Holding as on 23.02.2024**

xi. **Zehra Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	14,400	-	Opening Balance
15.03.2019	(1,682)	8,41,000	Buyback of Shares
Total	**12,718**	**-**	**Holding as on 23.02.2024**

xii. **Aisra Amrah Fatima Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	14,580	-	Opening Balance
Total	**14,580**	**-**	**Holding as on 23.02.2024**

xiii. **Shamsiya Fatima Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	11,790	-	Opening Balance
Total	**11,790**	**-**	**Holding as on 23.02.2024**

xiv. **Mohd. Aadil Mustafa Shervani**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	7,840	-	Opening Balance
15.03.2019	(915)	4,57,500	Buyback of Shares
Total	**6,925**	**-**	**Holding as on 23.02.2024**

xv. **Azhar Family Trust**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	55,065	-	Opening Balance
15.03.2019	(6,432)	32,16,000	Buyback of Shares
Total	**48,633**	**-**	**Holding as on 23.02.2024**

xvi. **Saeed Family Trust**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	55,830	-	Opening Balance
15.03.2019	(6522)	32,61,000	Buyback of Shares
Total	**49,308**	**-**	**Holding as on 23.02.2024**

xvii. **Salama Zeba Family Trust**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	61,870	-	Opening Balance
15.03.2019	(7,225)	36,12,5000	Buyback of Shares
Total	**54,645**	**-**	**Holding as on 23.02.2024**

xviii. **Saleem Family Trust**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	60,985	-	Opening Balance
Total	**60,985**	**-**	**Holding as on 23.02.2024**

*Details prior to April 01, 2009 not available

xix. **Aslam Family Trust**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009*	46,445	-	Opening Balance
15.03.2019	(2,500)	12,50,000	Buyback of Shares
12.12.2023	(43,945)	2,17,64,562.25	Sold in Open Market
Total	**NIL**	**NA**	**Holding as on 23.02.2024**

xx. **Waqf Haji Bhikkan**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009	7,840	91,711	Opening Balance
Total	**7,840**	**91,711**	**Holding as on 23.02.2024**

xxi. **Shervani Enterprises Pvt. Ltd.**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009	1,450	10,025	Opening Balance
Total	**1,450**	**10,025**	**Holding as on 23.02.2024**

xxii. **Lebensraum Infra Private Limited**

Date of Acquisition / (Sale)	Number of Equity shares Acquired / (Sold)	Cost of Acquisition / (Sale) (₹)	Remarks
Holding as on 01.04.2009	2,69,145	1,42,66,252.80	Opening Balance
15.03.2019	(68,924)	3,44,62,000	Buyback of Shares
16.06.2023	(1,000)	4,93,300	Sold in Open Market
Total	**1,99,221**	**1,42,66,252.80**	**Holding as on 23.02.2024**

*Details of date of acquisition/sale and cost of acquisition/sale prior to April 01, 2009 are not available

8.2 The Buyback will not result in any benefit to the Promoter and promoter Group or persons in control or any director of the Company except to the extent of the cash consideration received by them from the company pursuant to their respective participation in the Buyback in their capacity as equity shareholders of the company and the change in their shareholding as per the response received in the Buyback, as a result of the extinguishment of equity shares which will lead to reduction in the equity share capital of the Company post buyback.

9. **Confirmations from the Company as per the provisions of the Buyback Regulations and the Companies Act**

9.1 All the equity shares of the Company are fully paid up;

9.2 The Company confirms that there are no defaults subsisting repayment of deposits & interest payable thereon, redemption of debentures & interest payable thereon, redemption of preference shares due to any shareholder or repayment of any loans and interest payable thereon to any financial institution or banking company;

9.3 The company shall in accordance with the provisions of Regulation 24(i)(b), 24(i)(f) of the buyback Regulations and Section 68(6) of the Companies Act shall not issue any shares or other specified securities (including by way of bonus) till the date of expiry of Buyback period for the buyback made under the Buyback Regulations;

9.4 The company shall in accordance with the provisions of Regulation 24(i)(b), 24(i)(f) of the buyback Regulations and Section 68(6) of the Companies Act shall not raise further capital for a period of one year from the expiry of buyback period, except in discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into equity shares, as may be applicable ;

9.5 The Company shall not withdraw the Buyback Offer after the Public Announcement of the Buyback offer is made;

9.6 The company shall pay the consideration only by way of cash;

9.7 The company shall not issue any equity shares so as to delist its shares from the Stock Exchange;

9.8 The Company shall not buyback locked-in shares or other specified securities, non- transferable equity shares or other specified securities till the pendency of the lock-in or till such equity shares or other specified securities become tradeable;

9.9 The company shall transfer from its free reserves a sum equal to the nominal value of the equity shares purchased through the buyback to the Capital Redemption Reserve Account and the details of such transfers shall be disclosed in its subsequent audited financial statements;

9.10 The Company shall not buyback its Equity shares from any person through a negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

9.11 The Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;

9.12 The aggregate amount of the Buyback size i.e., upto ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only) does not exceed 10% (being 9.94% and 7.71% of the aggregate of the paid up capital and free reserves of the Company as per the latest audited standalone and consolidated financial statements as at March 31, 2023 respectively available as on the date of the Board meeting approving the proposal of the Buyback;

9.13 The maximum number of equity shares proposed to be purchased under the buyback, i.e., up to 1,34,000 equity shares, does not exceed 25% of the total number of equity shares in the paid up equity share capital as per the last audited standalone financial statements as at March 31, 2023;

9.14 The Company shall not make any offer of Buyback within a period of one year reckoned from the date of expiry of the Buyback period;

9.15 There is no pendency of any scheme of amalgamation compromise or arrangement pursuant to the provisions of the Act, as on date ;

9.16 The Company shall not directly or indirectly purchase its equity shares through any subsidiary company including its own subsidiary companies or through any investment company or group of investment companies;

9.17 The Company will ensure consequent reduction of its share capital post Buyback and the equity shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the Buyback Regulations and the Act within the specified timelines;

9.18 The ratio of the aggregate of secured and unsecured debts owed by the company shall not be more than twice the paid up equity share capital and free reserves after the Buyback based on both standalone and consolidated financial statements of the Company as on March 31, 2023, whichever sets out a lower amount;

9.19 The Company has outstanding facilities with lenders in accordance with the Regulation 5(1)(c) and Schedule I clause (xii) of the Buyback Regulations, it is confirmed that there is no breach of any covenants of the loans taken from all the lenders;

10. **BOARD AND STATUTORY AUDITOR CONFIRMATION**

10.1 The Board of Directors have confirmed on the date of the Adjourned Board Meeting (i.e. February 23, 2024) that they have made a full enquiry into the affairs and prospects of the Company and that they have formed the opinion:

i) That immediately following the date of the adjourned Board Meeting held on Friday, February 23, 2024, approving the Buyback, there will be no grounds on which the Company can be found unable to pay its debts;

ii) That as regards the Company's prospects for the year immediately following the date of the board meeting, approving the Buyback and having regards to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the board meeting approving the Buyback as well as the year within a period of one year from the date on which the results of the Postal Ballot will be declared.

iii) In forming the opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or Insolvency and Bankruptcy Code, 2016, as applicable.

10.2 Report addressed to the Board of Directors by the Company's Statutory Auditors on the permissible capital payment towards the proposed buyback of equity shares pursuant to the Buyback Regulations and the Companies Act, 2013 and the rules made thereunder, in relation to the Company's Buyback of Equity Shares of the Company:

The text of the Report dated February 23, 2024 received from M/s. P. L. Tandon & Co. (FRN: 000186C) the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

--"QUOTE"-

The Board of Directors
Shervani Industrial Syndicate Limited
Shervani Nagar, Sulem Sarai, Harwara,
Prayagraj (Allahabad)- 211015

Sub: Proposed Buyback Offer of Equity Shares of M/s. Shervani Industrial Syndicate Limited (the "Company") pursuant to the requirement of the Schedule I of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as, amended (the Buyback Regulations") and Section 68 and 70 of the Company Act, 2013 ("the Act")

Dear Sirs,

At the request of the Company, vide their letter dated February 16, 2024, we being the Statutory Auditors of the Company, are providing the certificate on the proposed Buyback of Equity Shares of the Company. The Certificate is required for the purpose of inclusion of the same a) in the Public Announcement and Letter of Offer for buyback of its share by the Company and for submission to the Securities and Exchange Board of India (SEBI) and other Regulatory Authorities.

1) We have been informed that the board of directors of the Company in their meeting held on February 23, 2024 have decided to Buyback 1,34,000 (One Lakh Thirty Four Thousand) equity shares under Section 68, 70(1) of the Companies Act, 2013, as amended from time to time (the "Act") at a price of ₹ 510/- (Rupees Five Hundred and Ten Only) per share aggregating ₹ 6,83,40,000/- (Rupees Six Crores Eighty Three Lakhs Forty Thousand Only). In terms of the requirements of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buyback of Securities), Regulations, 2018 (hereinafter called the "Buyback Regulations") we confirm as under:

a) We have enquired into the state of affairs of the Company in relation to its audited accounts for the year ended March 31, 2023;

b) The amount of permissible capital payment towards Buyback of Equity Shares (including Premium) if any, as ascertained below in our view has been properly determined in accordance with Section 68(2) of the Compan

NPCL NOIDA POWER COMPANY LIMITED

CIN: U31200UP1992PLC014506

Notice Inviting Bids for Procurement of Power on Short Term basis

Bids are invited by **"Noida Power Company Limited having its registered office at Electric Sub-station, Knowledge Park-IV, Greater Noida – 201310 (U.P.)"** for procurement of up to 150 MW power during 01.04.2024 to 30.09.2024 as per the Guidelines of Ministry of Power, GoI dated 30.03.2016. Bid Document is available on www.mstcecommerce.com.

The Company reserves the right to reject all or any of the Bids or cancel the bidding process at any stage without assigning any reasons whatsoever and without any liability.

For any clarification, contact at e-mail id powertrading@noidapower.com or mobile no. 9718804966.

Head (Power Purchase)

TATA

TATA POWER

THE TATA POWER COMPANY LIMITED

Corporate Identity No. (CIN): L28920MH1919PLC000567

Regd. Office: Bombay House, 24, Homi Mody Street, Mumbai 400 001.

Tel: +91 22 6665 8282 e-mail: tatapower@tatapower.com Website: www.tatapower.com

POSTAL BALLOT NOTICE AND REMOTE E-VOTING INFORMATION TO MEMBERS

NOTICE is hereby given that The Tata Power Company Limited (Company) is seeking approval of its Members on the following resolutions through postal ballot by voting only through electronic means (remote e-voting):

Sl. No.	Description of the Resolutions	Type of Resolution
1.	Re-appointment of Mr. Ashok Sinha (DIN: 00070477) as an Independent Director for a second term	Special
2.	Material Related Party Transaction(s) with PT Kaltim Prima Coal	Ordinary
3.	Material Related Party Transaction(s) with Tata Projects Limited	Ordinary
4.	Material Related Party Transaction(s) with Tata Steel Limited	Ordinary
5.	Material Related Party Transaction(s) with Tata Power Renewable Energy Limited	Ordinary
6.	Material Related Party Transaction(s) between Tata Power Trading Company Limited and Mathron Power Limited	Ordinary
7.	Material Related Party Transaction(s) between Tata Power Delhi Distribution Limited and Tata Power Trading Company Limited	Ordinary
8.	Material Related Party Transaction(s) between Tata Power Solar Systems Limited and TP Vardhaman Surya Limited	Ordinary
9	Material Related Party Transaction(s) between Tata Power Renewable Energy Limited and TP Vardhaman Surya Limited	Ordinary

The Postal Ballot Notice ("Notice") is available on the website of the Company at **https://www.tatapower.com/investor-relations/postal-ballot.aspx**, and on the website of National Securities Depositories Limited ("NSDL") at **www.evoting.nsdl.com**. Additionally, the Notice will also be available and may be accessed from the relevant section of the 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.

Pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ("Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide various MCA Circulars, the Company is providing remote e-voting facility to all its Members to enable them to cast their votes electronically on all the resolutions set forth in the Notice instead of submitting the physical Postal Ballot form. The Company has, on Monday, February 26, 2024, completed dispatch of the Notice dated February 15, 2024 seeking approval of the Members of the Company by e-mail only to the Members whose names appear in the Register of Members / List of Beneficial Owners as received from NSDL, Central Depository Services (India) Limited ("CDSL") and Link Intime India Private Limited, the Company's Registrar and Transfer Agent (RTA) and whose e-mail addresses are available with the Company as on Friday, February 9, 2024 ("Cut-off date"). The voting rights shall also be reckoned on the paid-up value of shares registered in the name(s) of the Members as on the Cut-off date. Accordingly, a physical copy of the Notice along with Postal Ballot form and prepaid business reply envelope, have not been sent to the Members for this postal ballot.

The Company has engaged the services of NSDL for providing remote e-voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner. The remote e-voting will commence on Wednesday, February 28, 2024 at 9:00 a.m. (IST) and shall end on Thursday, March 28, 2024 at 5:00 p.m. (IST). The remote e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time. Members are requested to record their Assent (FOR) or Dissent (AGAINST) through the remote e-voting process not later than 5:00 p.m. (IST) on Thursday, March 28, 2024. During this period, Members of the Company holding shares either in physical or electronic form as on the Cut-off date shall cast their vote electronically. The voting rights of the Members shall be in proportion to their share of the paid-up Equity Share capital of the Company as on the Cut-Off Date. Once the vote on the Resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

To facilitate Members to receive this Notice electronically, the Company has made special arrangement with the RTA, for registration of email addresses in terms of the MCA Circulars. Eligible Members who have not registered their email address with the Company may register the same with the RTA on or before 5:00 p.m. (IST) on Sunday, March 24, 2024 basis which NSDL will provide the Member with a copy of the Notice. The procedure to register email address with the RTA and the procedure of remote e-voting is provided in the 'Notes' section of the Notice.

The Board of Directors has appointed Mr. P N. Parikh (Membership No. FCS 327, CP No. 1228) or failing him, Ms. Jigyasa N. Ved (Membership No. FCS 8468, CP No. 6018) or failing her, Mr. Mitesh Dhabliwala (Membership No. FCS 8331, CP No. 9511) of M/s. Parikh & Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.

The Results of the e-voting conducted through Postal Ballot (through the remote e-voting process) along with the Scrutinizer's Report will be announced on or before Monday, April 1, 2024. The same will be displayed on the website of the Company: www.tatapower.com, the website of NSDL, **www.evoting.nsdl.com** and shall also be communicated to BSE Limited and National Stock Exchange of India Limited, where the Company's Equity Shares are listed. The Results shall also be displayed on the notice board at the Registered Office of the Company.

In case of any queries, you may refer the Frequently Asked Questions ('FAQs') for Shareholders and e-voting user manual for Shareholders available at the download section of **www.evoting.nsdl.com** or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager – NSDL or Mr. Amit Vishal, Deputy Vice-President – NSDL at **evoting@nsdl.co.in**.

Members are requested to carefully read all the notes set out in the Notice and in particular, the manner of casting vote through remote e-voting.

By order of the Board of Directors

For The Tata Power Company Limited

Visji S. Patel
Company Secretary
FCS No. 7021

Date: February 27, 2024
Place: Mumbai

Nippon india Mutual Fund

Wealth sets you free

MUTUAL FUNDS Sahi Hai

Nippon Life India Asset Management Limited

(CIN - L65910MH1995PLC220793)

Registered Office: 4th Floor, Tower A, Peninsula Business Park, Ganapatrao Kadam Marg, Lower Parel (W), Mumbai - 400 013. Tel No. +91 022 6808 7000
Fax No. +91 022 6808 7097 • mf.nipponindiaim.com

NOTICE NO. 85

Record Date February 29, 2024#

Notice is hereby given that the Trustee of Nippon India Mutual Fund ("NIMF") has approved the following Distribution on the face value of Rs. 10/- per unit under Income Distribution cum capital withdrawal (IDCW) option of the undernoted schemes of NIMF, with February 29, 2024 as the record date:

Name of the Scheme(s)	Amount of Distribution (₹ per unit)*	NAV as on February 23, 2024 (₹ per unit)
Nippon India Small Cap Fund - IDCW Option	8.0000	90.9539
Nippon India Small Cap Fund - Direct Plan - IDCW Option		103.1579
Nippon India Focused Equity Fund - IDCW Option	2.7500	35.0469
Nippon India Focused Equity Fund - Direct Plan - IDCW Option		46.6270
Nippon India Growth Fund - IDCW Option	10.0000	114.0573
Nippon India Growth Fund - Direct Plan - IDCW Option		171.4028
Nippon India Growth Fund - Institutional Plan - IDCW Option		1149.2298

*Income distribution will be done, net of tax deducted at source, as applicable.
#or the immediately following Business Day if that day is a non-business day

Pursuant to payment of dividend/IDCW, the NAV of the Scheme will fall to the extent of payout, and statutory levy, if any. The IDCW payout will be to the extent of above mentioned Distribution amount per unit or to the extent of available distributable surplus, as on the Record Date mentioned above, whichever is lower.

For units in demat form : IDCW will be paid to those Unitholders/Beneficial Owners whose names appear in the statement of beneficial owners maintained by the Depositories under the IDCW Plan/Option of the Schemes as on record date.

All unit holders under the IDCW Plan/Option of the above mentioned schemes, whose names appear on the register of unit holders on the aforesaid record date, will be entitled to receive the IDCW.

For Nippon Life India Asset Management Limited
(Asset Management Company for Nippon India Mutual Fund)
Sd/-
Authorised Signatory

Mumbai
February 26, 2024

Good gets better

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

Indiabulls HOUSING FINANCE

INDIABULLS HOUSING FINANCE LIMITED

Registered Office: 5th Floor, Building No. 27, KG Marg, Connaught Place, New Delhi – 110001
CIN: L65922DL2005PLC136029
Email: homeloans@indiabulls.com., Tel: 011-43532969 , Fax: 011-43532947,
Website: http://www.indiabullshomeloans.com

NOTICE

For attention of the Equity shareholders of the Company

Sub.: TRANSFER OF EQUITY SHARES OF THE COMPANY TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

This notice is given pursuant to Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2016 ('the Rules') as amended from time to time read with the various Notifications issued by the Ministry of Corporate Affairs, Govt. of India, from time to time.

The Rules and Section 124(6) of the Companies Act, 2013 ('the Act'), contain provisions for transfer of all shares, in respect of which dividend has not been paid or claimed for seven consecutive years or more, in the name of the Investor Education and Protection Fund (IEPF) Authority. Adhering to various requirements set out in the Rules, the Company has communicated individually to the concerned shareholders whose shares are liable to be transferred to IEPF suspense account to claim their unpaid/unclaimed dividend amount(s) on or before May 22, 2024.

Year-wise details of all unpaid/unclaimed dividends and full particulars of shareholders, including their folio number or DP ID - Client ID whose shares are liable to be transferred to the IEPF have been made available on the website of the Company: www.indiabullshomeloans.com.

Shareholders may note that the shares held both in physical as well as in dematerialized form are liable to be transferred to the IEPF. However, such shares along with any accrued benefits on these shares, if any, can be claimed back from the IEPF following the procedure mentioned in the Rules.

Shareholders may note that following the provisions of the Rules, the Company will be issuing duplicate share certificates in lieu of the original share certificates for the purpose of transferring them to the IEPF, upon which the original share certificates will stand automatically cancelled.

In case no communication is received from the concerned shareholders whether holding shares in physical or in dematerialized form by May 22, 2024, the Company shall initiate such steps as may be necessary to transfer those shares and dividend to the IEPF following the method prescribed in the Rules.

Shareholders having query in this regard are requested to contact the Registrar and Share Transfer Agent of the Company, KFin Technologies Limited, Ms. C Shobha Anand at Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500 032,Toll Free:1800-309-4001, e-mail: einward.ris@kfintech.com.

For **INDIABULLS HOUSING FINANCE LIMITED**
Sd/-
Amit Jain
Company Secretary & Compliance Officer

Place : New Delhi
Date : 26.02.2024

...Continued from Previous Page

5) Compliance with the provisions of the Companies Act and Rules is the responsibility of the Company's management. Our responsibility is to verify the factual accuracy based on our review procedures. This report is intended solely for your information and for the purpose of inclusion in the Public Announcement and Letter of Offer for buyback of its share by the Company which will be filed with the Registrar of Companies , Securities and Exchange Board of India, BSE Limited, the National Securities Depository Limited and Central Depository Services (India) Limited for the purpose of extinguishment of equity shares, Authorized Dealer Bank as authorized by the Board of Directors, for the purpose of capital payment; and for providing to the Manager to the Buyback appointed by the Company and is not to be used, referred or distributed for any other purpose without our written consent. Nothing contained in this report should be construed to be representation as to the future. We do not accept or assume any liability or duty of care for any other purpose, save where expressly agreed by our prior consent in writing.

For P. L. Tandon & Co
Chartered Accountants
Firm Registration No. 000186C
Sd/-
P. P. Singh
Membership No. 072754
Partner

Date: 23.02.2024
Place: Kanpur

--"UNQUOTE"-

11. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT

11.1 As required under 9(i) of the Buyback Regulations, the Company has announced Thursday, March 07, 2024 as the Record Date (**"Record Date"**) for the purpose of determining the entitlement and the names of the shareholders who will be eligible to participate in the Buyback.

11.2 As required under the Buyback Regulations, the dispatch of the letter of offer, shall be through electronic mode in accordance with the provisions of the Act and the Buyback Regulations, within 2 (two) working days from the record Date and that is the date of receipt of a letter of offer any Eligible shareholder to receive a copy of the letter of offer in physical form, the same shall be provided.

11.3 The equity shares to be bought back as part of the Buyback Regulation as divided into two categories:
(i) Reserved Category for Small Shareholders (as defined herein below)
(ii) General Category for all shareholders

11.4 As defined in Regulation 2(i)(n) of the Buyback Regulations, a small shareholder is a shareholder who holds equity shares having market value, on the basis of closing prices of equity shares on the stock exchange having highest trading volume as on the Record Date, of not more than ₹ 2,00,000/- (Rupees Two Lakhs only).

11.5 In accordance with Regulation 6 of the Buyback Regulations, 15% (Fifteen percent) of the number of Equity Shares, which the Company proposes to Buyback or such number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

11.6 On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. The entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs.

11.7 In accordance with Regulation 9(ix) of the Buyback Regulations, in order to ensure that the same shareholders with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Company will club together the Equity Shares held by such shareholders with a common Permanent Account Number (the "PAN") for determining the category (Small Shareholder or General) and entitlements under the Buyback. In case of joint shareholding, the Company will club together the equity shares held in cases where the sequence of the PANs of the joint shareholders is identical. In case of physical shareholders, where the sequence of PANs is identical, the Company will club together the equity shares held in such cases. Similarly, in case of physical shareholders where PAN is not available, the Company will check the sequence of names of the joint holders and club together the equity shares held in such cases where the sequence of name of joint shareholders is identical. The shareholding of Institutional Investors like mutual funds/pension funds/trusts, insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these equity shares are held for different schemes and have different demat account nomenclature based on information provided by the registrar and transfer agent (the "**Registrar**") as per the shareholder records received from the depositories.

11.8 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible shareholder who have tendered over and above their entitlement in the other category.

11.9 The participation of Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholders may also tender a part of their entitlement. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participation in the shortfall created due to non-participation of some other Eligible Shareholders, if any. If the Buyback entitlement for any shareholder is not a multiple of one equity share, then the fractional entitlement shall be ignored for computation of entitlement to tender Equity Shares in the Buyback.

11.10 The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.

11.11 The Equity Shares tendered as per the entitlement by the Eligible Shareholder as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified under the SEBI Circulars.

11.12 Participation in the Buyback by shareholders will trigger the Buyback Tax in India and such tax is to be discharged by the Company. Any income received by Eligible Shareholders pursuant to the Buyback of shares will not be included in the total taxable income of such shareholders. The Buyback will also be chargeable to securities transaction tax in India. The shareholders are advised to consult their own legal, financial, and tax advisors prior to participating in the buyback. Eligible shareholders will receive a letter of offer along with a tender form indicating their respective entitlement for participating the buyback.

11.13 Detailed instructions for participation in the Buyback (tender of Equity Shares in the buyback) as well as the relevant timetable will be included in the letter of offer to be sent in due course to the eligible shareholders.

12. PROCESS AND METHODOLOGY FOR BUYBACK

12.1 The Buyback Offer will be implemented by the Company through the Stock Exchange mechanism, as provided under the Buyback Regulations read with the SEBI Circulars and the procedure prescribed in the Companies Act and Buyback Regulations and as may be determined by the Board of directors (including the committee of directors) and on such terms and conditions as may be permitted by law from time to time.

12.2 For the implementation of the Buyback Offer, the Company has appointed **Emkay Global Financial Services Limited** as the registered broker (**"Company's Broker"**) through whom the purchases and settlements on account of the Buyback Offer would be made by the Company. The contact details of the Company's Broker are as follows:
Name: **Emkay Global Financial Services Limited**
Address: 7th Floor, The Ruby, Senapati Bapat Marg, Dadar - West, Mumbai - 400028
Tel No. 022-66299299; Fax No. 022-66299195; Email Id: compliance@emkayglobal.com
Contact Person: Mr. Devang Desai / Anil Jagtap
SEBI Registration No.: INZ000203933
CIN: L67120MH1996PLC084809
Buying Broker Code (BSE): 185

12.3 The Company will request BSE to provide a separate acquisition window (**"Acquisition window"**) to facilitate placing of sale orders by Eligible Shareholders who wish to tender their Equity shares in the Buyback. The details of the platform will be as specified by BSE from time to time. In case, the Eligible Shareholders' registered stock broker is not registered with the BSE, the Eligible Shareholders may approach the Company's Broker to place the bid.

12.4 During the tendering period, the order for selling the equity shares will be placed by the Eligible Shareholders through their respective stock brokers (**"Stock Broker"**) during normal trading hours of the secondary market. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders. The Company's Broker as well as the Broker of Eligible Shareholder can enter orders for demat as well as physical shares.

12.5 In the event the Stock Brokers of any Eligible Shareholder is not registered with BSE as a trading member/ stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code (the **"UCC"**) facility through the registered stock broker after submitting all details as may be required by such registered stock broker in compliance with applicable laws). In case the Eligible Shareholders are unable to register using UCC facility through any other registered broker, Eligible Shareholders may approach Company's Broker to place their bids.

12.6 The Buyback Regulations do not restrict Eligible Shareholders from placing multiple bids and modifying bids, therefore, modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the tendering period of the Buyback. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of acceptance. Eligible Shareholders are requested to consult their respective Stock Brokers regarding the same.

12.7 The cumulative quantity tendered shall be made available on the website of the BSE throughout the trading sessions and will be updated at specific intervals during the tendering period.

12.8 Further, the Company will not accept Equity Shares tendered in Buyback which are under restraint order of the court/any other competent authority for transfer/sale and/or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.

12.9 The Buyback from the Eligible Shareholders who are residents outside India including foreign corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, non-resident Indians, members of foreign nationality, if any, shall be subject to the FEMA and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provisions by such eligible shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to , approvals from the RBI under the FEMA and the rules and regulations framed thereunder, if any.

12.10 The reporting requirements for non-resident shareholders under the FEMA and any other rules, regulations, guidelines , for remittance of funds , shall be made by the eligible shareholders and/or the Stock broker through which the Eligible shareholder places the bid.

12.11 **Procedure to be followed by Eligible Shareholders holding Equity shares in the dematerialized form:**

a) Eligible Shareholders who desire to tender their Equity shares in the electronic/dematerialized form under the Buyback would have to do so through their respective Seller Member by giving the details of Equity shares they intend to tender under the Buyback.

b) The Seller Member would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity shares in the Buyback using the Acquisition Window of the BSE.

c) The lien shall be marked by the Stock Broker in the demat account of the Eligible Shareholder for the shares tendered in tender offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the depositories to the Indian Clearing Corporation (the "Clearing Corporation). In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the tendering period. Inter depository tender offer (the "IDT") instructions shall be initialled by the shareholders at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.

d) For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order/bid by custodian. The custodian shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all uncontirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

e) Upon placing the bid, the Stock Broker shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of the order submitted like bid ID number, application number, DP ID, client ID, number of Equity Shares tendered, etc. In case of non-receipt of the completed tender form and other documents, but receipt of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the Exchange Bidding System, the bid by such Eligible Shareholder shall be deemed to have been accepted.

f) It is clarified that in case of dematerialized Equity Shares, submission of the tender form and TRS to the Registrar is not required. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the tender form shall be deemed to have been accepted for Eligible Shareholders holding Equity Shares in demat form.

g) Eligible Shareholders will have to ensure that they keep the depository participant (the "DP") account active and operational. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any equity shares are tendered to Clearing Corporation, excess dematerialized equity shares or unaccepted dematerialized equity shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.

h) Eligible Shareholders shall also provide all relevant documents, which are necessary to ensure transferability of the demat shares in respect of the tender form to be sent. Such documents may include (but not limited to): (a) duly attested power of attorney in favour of the Eligible Shareholders if any has signed the tender form; and (b) in case of companies, the necessary certified corporate authorizations (including board and/or general meeting resolution).

12.12 Procedure to be followed by Eligible Shareholders holding Equity shares in the Physical form:

While shareholders holding Equity Shares in physical form are eligible to participate in the Buyback, they are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions in a hassle free manner.

The procedure to be followed by Equity Shareholders holding Equity Shares in the physical form is as below:

(i) Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Stock Broker along with the complete set of documents for verification procedure on the tender offer including (i) original share certificate(s), (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e., by all registered shareholders in same order and as per the specimen signature(s) recorded with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), shareholder broker agreement etc. If the share transfer form(s) lodged for transfer of a shares from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to lodge a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

(ii) Based on these documents, the Stock Broker shall place the bid on behalf of the Eligible Shareholder holding Equity Shares in physical form who wishes to tender Equity Shares in the Buyback using the Acquisition Window of the BSE. Upon placing the bid, the Stock Broker shall provide a TRS generated by the BSE's bidding system to the Eligible Shareholder. The TRS will contain the details of the order submitted like folio number, certificate number, distinctive number, number of Equity Shares tendered, etc.

(iii) The Stock Broker has to deliver the original share certificate(s) and documents as mentioned in paragraph 12.12(i) along with the TRS either by registered post or courier or hand delivery to the Registrar at the address mentioned at paragraph 15 below of the Registrar details of which will be indicated in the Letter of Offer) within 2 (two) days of bidding by the Stock Broker. The envelope should be super scribed as **"Shervani Industrial Syndicate Limited Buyback Offer 2024"**. One copy of the TRS will be retained by the Registrar and it will provide acknowledgement of the same to the Stock Broker/Eligible Shareholder.

(iv) An Eligible Shareholder holding physical Equity Shares would note that physical Equity Shares will not be accepted unless the complete set of documents are submitted. Acceptance of the physical Equity Shares for the Buyback shall be subject to verification as per the Buyback Regulations and any further directives issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time the BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'confirmed bids'.

(v) All documents as mentioned above, shall be enclosed with the valid Tender Form, otherwise the Equity Shares tendered will be liable for rejection. The Equity Shares shall be liable for rejection on the following grounds, amongst others: (i) if there is any other company's equity share certificate(s) enclosed with the Tender Form instead of the Equity Share certificate(s) of the Company; (ii) if the transmission of Equity Shares is not completed, and the Equity Shares are not in the name of the Eligible Shareholders; (iii) if the Eligible Shareholder tenders Equity Shares but the Registrar to the Buyback does not receive the Equity Share certificate(s) or other relevant documents; or (iv) in case the signature on the Tender Form and Form SH-4 does not match as per the specimen signature recorded with Company/Registrar of the Company.

(vi) SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, mandated all listed companies to issue the securities in dematerialized form only while processing the service request of issue, inter alia, relating to the sub-division or splitting of share certificate. In view of the same the Company shall issue a letter of confirmation ("**LOC**") in lieu of any excess physical Equity Shares pursuant to proportionate acceptance/rejection and the LOC shall be dispatched to the Contact address registered with the Registrar. The Registrar shall retain the original share certificate and deface the E-mail: (certificate with a stamp "Letter of Confirmation Issued" on the face / reverse of the certificate to the extent of SEBI Re the excess physical shares. The LOC shall be valid for a period of 120 days from the date of its issuance, within which the Equity Shareholder shall be required to make a request to his/her depository participant for dematerializing the physical Equity Shares returned. In case the Equity Shareholder fails to submit the demat request within the aforesaid period, the Registrar shall credit the Equity Shares to a separate demat account of the Company opened for the said purpose.

(vii) In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Equity Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before Buyback closes.

(viii) In case the Equity Shares are held on repatriation basis, the Eligible Shareholder, being a Non-Resident Indian shareholder, should obtain and enclose a letter from its authorised dealer / bank confirming that at the time of acquiring such Equity Shares, payment for the same was made by such Eligible Shareholder from the appropriate account as specified by RBI in its approval. In case the Eligible Shareholder being a Non- Resident Indian Shareholder, is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis, and in that case, the Eligible Shareholder shall submit a consent letter addressed to the Company, allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity Shares accepted under the Buyback.

(ix) If any of the above stated documents (as applicable) are not enclosed along with the tender form, the equity shares tendered by eligible shareholders, being non resident shareholders/Non-resident Indian shareholders, as applicable, under the Buyback are liable to be rejected.

12.13 METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per Buyback Regulations:

a. The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

b. The Company will pay the consideration to the Company's Broker who will transfer the consideration pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. For equity shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If any Eligible Shareholder's bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or reason/ bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Members' for onward transfer to such Eligible Shareholder.

c. For the eligible shareholders holding equity shares in physical form, the funds pay out would be given to their respective stock Broker's settlement accounts for releasing the same to the respective Eligible shareholder's account.

d. In cases of certain client types, i.e., NRI, foreign clients, etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.

e. Details in respect of shareholder's entitlement for tender offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

f. In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Target depository will not be able to release the lien initialed a release of Inter Depository Tender Offer ("IDT") message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source Depository will cancel/release excess or unaccepted block shares in the demat account of the shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation's demat account in the target Depository on settlement date.

g. Eligible shareholders should ensure that their depository account is maintained till the lien, if any, marked against unaccepted equity shares is released on completion of formalities pertaining to the Buyback.

h. The company's broker would also issue a contract note to the Company for the equity shares accepted under the Buyback.

i. The equity shares bought back in dematerialized form would be transferred directly to the Demat escrow account of the Company opened for the Buyback ("**Company Demat Account**") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Escrow Account on receipt of the equity shares from the clearing and settlement mechanism of BSE.

j. Eligible Shareholders who intend to participate in the Buyback should consult their respective Stock Broker for any cost, applicable taxes, charges and expenses (including brokerage), stamp duty etc., that may be levied / charged by the Stock Broker upon the Eligible Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the Eligible Shareholders in respect of accepted Equity Shares could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage and/or stamp duty) incurred solely by the Eligible Shareholders The Stock Broker(s) would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback.

k. The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13. COMPLIANCE OFFICER

Shrawan K Shukla,
Company Secretary & Compliance Officer
Shervani Nagar, Nasirabad, Allahabad, Prayagraj (Allahabad) - 211015
Tel no: 91-7311126115; Fax: 91-532 2436920
Email: shervanilnd@rediffmail.com; Website: www.shervanilnd.com
Investor may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e. 10.30 a.m. to 5.00 p.m. on all working days except Sunday and public holidays.

14. INVESTOR SERVICE CENTRE & REGISTRAR TO THE OFFER

In case of any clarifications or to address grievance, the Eligible shareholders may contact the Registrar on all working days from Monday to Friday between 10.30 a.m. and 5.00 p.m. at the following address:

LINK INTIME (INDIA) PRIVATE LIMITED
CIN: U67190MH1999PTC118368
Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai-400 083
Tel.: +91-22-49186200; Fax: +91-22-49186060
Contact Person: Mr. Dnyanesh Gharote
Email: Dnyanesh.gharote@linkintime.co.in
Website: www.linkintime.co.in
SEBI REG. NO. INR000004058

15. MANAGER TO THE BUYBACK

SUMEDHA
adding values to value

SUMEDHA FISCAL SERVICES LIMITED
Address: **6A Geetanjali, 6th Floor, 8B Middleton Street, Kolkata - 700071**
CIN: **L70101WB1993PLC057465**
Telephone: **(033) 2229 8936 / 6813 5900**
Email: **buybackisl_mb@sumedhafiscal.com**
Contact Person: **Mr. Ajay K Laddha**
Website: **www.sumedhafiscal.com**
SEBI Registration No.: INM000008753

16. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accept responsibility for all the information contained in this Public Announcement or any other information, advertisement, circular, brochure, publicity material which may be issued and confirm that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of
SHERVANI INDUSTRIAL SYNDICATE LIMITED

Sd/-	Sd/-	Sd/-
Mr. Saleem Iqbal Shervani	Mr. Mustafa Rashid Shervani	Mr. Shrawan K Shukla
Chairman & Whole Time Director	Managing Director	Company Secretary and
DIN: 00023909	DIN: 02379954	Compliance Officer