

### KAYCEE INDUSTRIES LTD.

Regd. Off.: Old Kamani Chambers, 32, Ramjibhai Kamani Road, Ballard Estate, Mumbai-400 001. Tel.: +91-22-2261 3521 / 22 / 23 • Fax: +91-22-2261 6106 • E-mail: sales@kayceeindustries.com Web: www.kayceeindustries.com • CIN No.: L70102MH1942PLC006482

August 3, 2023

To,
THE CORPORATE RELATIONSHIP DEPT
M/s. BSE Limited,
I Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort, Mumbai - 400 001.
SCRIP CODE: 504084

Sub: Newspaper Advertisement regarding extract of the financial results for the Quarter ended June 30, 2023.

Dear Sir/ Madam,

With reference to the above subject, we are forwarding herewith the Copy of the financial results to the Shareholders released in "'The Financial Express" an English daily and "Navshakti" a Marathi daily, both dated August 03, 2023, under Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

MUMBAI

You are requested to take the same in your records.

For Kaycee Industries Limited

Mohit Premchand Dubey

Company Secretary & Compliance Officer

**FINANCIAL EXPRESS** 

LYKA LABS LIMITED CIN: L24230GJ1976PLC008738 • Website: www.lykalabs.com STATEMENT OF STANDALONE AND CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2023 (₹ in lakhs except per Share data) **Particulars** Quarter Quarter Quarter Quarter Quarte Quartei ended ended ended ended ended ended ended ended 30th June, 31st March 30th June, 31st March 30th June, 31st March 30th June. 31st March 2023 2023 2022 2023 2023 2023 2022 2023 (Audited) (Unaudited) (Audited) (Unaudited) (Audited) Unaudited) (Unaudited) (Audited) 2,123.70 1,945.5 2,187.84 8,059.26 2,287.70 2,223.86 2,749.20 9,307.28 Total Income from Operations 2 Net Profit / (Loss) for the period (279.05)38.97 (603.43)(179.85)(258.88)52.65 (577.67) (before Tax, Exceptional and/or Extraordinary items) (168.28)Net Profit / (Loss) for the period before tax (292.98)38.89 (1,320.84)(179.85)(300.02)76.08 (1,317.11 (after Exceptional and/or Extraordinary items) (168.28)Net Profit / (Loss) for the period after tax (171.99)(300.53)32.83 (1,328.66)(184.67 (300.74)59.53 (1,321.18 (after Exceptional and/or Extraordinary items) 5 Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)] (173.56)(297.29)29.65 (1,334.94)(186.24)(298.56)56.35 (1,324.81 Equity Share Capital 3,309.00 3,069.00 2,869.00 3,069.00 3,309.00 3,069.00 2,869.00 3,069.00 Reserves (excluding Revaluation Reserve) as shown in the 4,573.63 1,574.85 4,573.63 4,573.63 1,475.06 1,475.06 (1,535.15) 1,475.06 Audited Balance Sheet of the previous year Earnings Per Share (of ₹ 10/- each) (for continuing and discontinued operations) (4.65)(0.54)(1.05)0.11 (0.57)(1.05)0.20 (4.63)Diluted: (0.54)(1.05)0.11 (4.65)(0.57)(1.05)0.20 (4.63)

. The standalone and consolidated unaudited financial results of the Company for the quarter ended 30th June, 2023 were reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 2nd August, 2023. The Statutory Auditors of the Company have reviewed above results for the quarter ended 30th June, 2023. The above is extract of the detailed format of quarter ended financial results for 30th June, 2023 filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Othe Disclosure Requirements) Regulation, 2015. The complete format of the quarterly financial results are available on the Stock Exchanges websites, www.nseindia.com www.bseindia.com and on Company's website, www.lykalabs.com.

For & on behalf of the Board of Directors Kunal.N.Gandhi (DIN No: 01516156)

**Managing Director and CEO** 

\rvind SMARTSPACES

Place: Mumbai

Date: 2nd August, 2023

**ARVIND SMARTSPACES LIMITED** [CIN - L45201GJ2008PLC055771]

Regd. Office: 24, Government Servant's Society, Near Municipal Market, Off. C.G. Road, Navrangpura, Ahmedabad-380009. Contact: 079 6826 7000 Website: www.arvindsmartspaces.com Email: investor@arvindinfra.com

EXTERACT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED ON 30<sup>TH</sup> JUNE, 2023 [₹ in Lakhs except per share data]

Sr.	Particulars		Quarter ended o	n	Year ended on
No.		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations	6683.61	9268.29	6026.18	25591.68
2	Net Profit / (Loss) for the period (before Tax, Exceptional and/or Extraordinary items)	1309.11	1478.48	1033.77	3957.71
3	Net Profit / (Loss) for the period before tax (after Exceptional and/or Extraordinary items)	1309.11	1478.48	1033.77	3 <del>9</del> 57.71
4	Net Profit / (Loss) for the period after tax (after Exceptional and/or Extraordinary items)	910.04	1048.10	739.31	2782.71
5	Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	905.79	1030.23	739.59	2765.70
6	Equity Share Capital (Face Value ₹ 10/- per share)	4531.20	4531.20	4246.20	4531.20
7	Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet of the previous year	-	-		42109.97
8	Earnings Per Share (of ₹ 10/- each) Basic : (₹)	1.77	2.05	1.71	5.83
	Diluted: (₹)	1.76	2.04	1.66	5.63

and joint ventures for the quarter ended 30<sup>th</sup> June, 2023 have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their meeting held on 2<sup>nd</sup> August, 2023. The consolidated financial results are prepared in accordance with the Indian Accounting Standard (Ind AS) as prescribed under Section 133 of the Companies Act, 2013. (2) The Group's business falls within single business segment of developing of commercial and residential units. Hence, disclosures under Ind AS 108- Operating Segments are not reported separately. (3) Previous period figures have been regrouped, rearranged and reclassified where necessary to conform to current period's classification.

ı	The sta	ndalone financial results for the quarter ended 30 <sup>th</sup> June, 2023 are summarised below	:			[₹ in Lacs]
ı	Sr.	Particulars Quarter ended on			Year ended on	
ı	No.		30.06.2023	31.03.2023	30.06.2022	31.03.2023
ı			Unaudited	Audited	Unaudited	Audited
ı	1	Revenue from operations	3233.53	3149.96	2770.20	11727.81
ı	2	Profit before tax	1479.32	651.71	1469.31	4734.41
ı	3	Profit after tax	1221.03	496.28	1189.13	3827.31

The above is an extract of the detailed format of Unaudited Financial Results for the quarter ended on 30th June, 2023, filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the standalone and consolidated financial results are available on the Stock Exchange websites at www.bseindia.com and www.nseindia.com and on the company's website www.arvindsmartspaces.com.

Place: Ahmedabad Date: 2<sup>nd</sup> August, 2023

For, Arvind SmartSpaces Limited Kamal Singal **Managing Director and CEO** 

This is only an advertisement for information purposes and is not a prospectus announcement.



# ON DOOR CONCEPTS LIMITED

Corporate Identification Number: U52100MP2014PLC033570

Our Company was originally incorporated as a private limited company under the Companies Act, 2013 pursuant to a certificate of incorporation issued by the Registrar of Companies, Gwalior dated December 15, 2014 with the name 'On Door Concepts Private Limited'. Our Company was converted into to a public limited company and the name of our Company was changed to 'On Door Concepts Limited' by a fresh Certificate of Incorporation consequent upon conversion to public limited was issued on May 01, 2023 by the Registrar of Companies, Gwalior, For further details of our Company, see "General Information" and "History and Certain Other Corporate Matters' on pages 49 and 105. respectively in the Draft Prospectus.

Registered Office: Phoenix Corporate Park, First Floor, Opp. Vrindawan Garden, Hoshangabad Road Bhopal, Madhya Pradesh, India, 462026; Tel: +91 755 3511480; Website: www.ondoor.com; E-mail: cs@ondoor.com; Contact Person: Ms. Vaishali Bakliwal, Company Secretary and Compliance Officer

PROMOTERS OF THE COMPANY: NSB BPO SOLUTIONS PRIVATE LIMITED, MR. NARENDRA SINGH BAPNA.

MR. PRAMOD RAMDAS INGLE, MRS. SWATI BAPNA AND MRS. VAISHALI INGLE

### THE ISSUE

PUBLIC ISSUE OF 17,84,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH OF ON DOOR CONCEPTS LIMITED ("OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹ 259.00 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 249.00 PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹ 4,620.56 LAKHS ("THE ISSUE"). OF THE ISSUE, 78,000 EQUITY SHARES AGGREGATING TO ₹ 202.02 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY PROMOTERS ("PROMOTER CONTRIBUTION") AND 86,000 EQUITY SHARES AGGREGATING TO ₹ 222.74 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 16,20,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH AT AN ISSUE PRICE OF ₹ 259.00 PER EQUITY SHARE AGGREGATING TO ₹ 4.195.80 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.37% AND 25.04%. RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" ON PAGE 187 OF THE DRAFT PROSPECTUS. ATTENTION INVESTORS

Pursuant to the proposed Offer, our Company has filed the Draft Prospectus dated June 22, 2023 ("DRHP") with the

National Stock Exchange of India Limited ("NSE") in relation to which have made an application with NSE on June 22, 2023 to obtain their in-principle approval.

We hereby intimate you that the Company, in consultation with the Lead Manager, and pursuant to approval by our Board at its meeting held on June 29, 2023 and by our Shareholders at its Extra-Ordinary General Meeting dated July 04, 2023, has undertaken a Pre-IPO placement by way of a private placement of 2,85,200 Equity Shares for cash at a price of Rs. 259.00 per Equity Share (including premium of Rs. 249.00 per Equity Share) aggregating to Rs738.67 Lakhs (Rupees Seven Crore Thirty-Eight Lakhs Sixty Six Thousand Eight Hundred Only) ("Pre-IPO Placement") in the manner set out below:

Date of Allotment	July 11, 2023	
Number of Equity Shares allotted 2,85,200 (Two Lakh Eighty-Five Thousand Two Hundred) Equity Shares		
Price per Equity Share	Rs. 259.00 per Equity Share (including a premium of R	s. 249.00 per Equity Share)
Name of selling shareholder(s)	On Door Concepts Limited	
Name of the Allottee's/ Acquirer	Mr. Vallabh Roopchand Bhanshali	Mrs. Swati Bapna *
No. of Shares Allotted	2,07,200	78,000
Amount (Rs. In Lakhs)	5,36,64,800	2,02,02,000
Holding as a Percentage of Pre-Issue Equity Share Capital before Pre-IPO Placement (%)		6.37%
Holding as a Percentage of Pre-Issue Equity Share Capital after Pre-IPO Placement (%)	4.99%	7.82%
Holding as a Percentage of Post-Issue Equity Share Capital (%)	3.67%	5.74%

\* Mrs. Swati Bapna holding in our company as on the date of Draft Prospectus is 2,46,322 Equity Shares aggregating to 6.37% of Pre-Issue Equity Share Capital.

Except for Mrs. Swati Bapna being the Promoter of the Company, none of the other Allottee's are in any manner connected with our Company, the Subsidiaries, the Promoters or Promoter Group, Directors, KMPs, and the Directors and KMPs of Group Companies/ Subsidiaries and members of Promoter Group. Accordingly, the size of the Fresh Issue as set out in the Draft Prospectus has been reduced by Rs. 738.67 pursuant to the Pre-IPO Placement. The revised Fresh Issue size is up to Rs. 3881.89 Lakhs.

The disclosures regarding the Pre-IPO placement and secondary transfers shall be updated in the Prospectus, as applicable.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Draft Prospectus dated June 22, 2023.

This Public Announcement is being made in relation to the directive dated July 04, 2023 issued through e-mail from SEBI pursuant to which we are required to send intimation to the Stock Exchanges and make the public announcement. In the event our Company has undertaken pre-IPO placement and transfer of shares aggregating up to 1% or more of the paid up equity share capital of our Company by our Promoters.

For On Door Concepts Limited On behalf of the Board of Directors

Place: Bhopal Date: August 02, 2023

financialexp.epapr.in

Narendra Singh Bapna

**Managing Director** 

On Door Concepts Limited subject to market conditions, public issue of its Equity Shares and has filed the Draft Prospectus with the National Stock Exchange and the same is available on the respective websites NSE i.e. www.nseindia.com; Lead Manager at www.focl.in and the Issuer Company at www.ondoor.com. Investors should note that investment in Equity Shares involves a high degree of risk. The Equity Shares have not been and will not be registered under the US Securities Act (the "Securities Act") or any state securities law in United States and may not be Issued or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in the Regulations under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to the registration requirements of the Securities Act of 1933.

ANSHUNI COMMERCIALS LIMITED CIN NO: L90000MH1984PLC034879

Regd. office: Unit No. 609, 6th Floor, C-Wing One BKC, Bandra Kurla Complex, Bandra Bandra (East) Bandra, Mumbai - 400051, Maharashtra Ph. No.: 9997426815 \* E-mail: cslegal07@gmail.com Branch/Corporate office: 2A Ganesh Chandra Avenue Room No 09, 4th Floor, Kolkata-700013. West Bengal; Ph. No.: 9830655803 \* E-mail: anshunicommercialstd@gmail.com

Notice is hereby given that pursuant to

Regulation 29 read with Regulation 47 of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that a meeting of the Board of Directors of the Company is scheduled to be held on Saturday, the 12th day of August, 2023 at the Registered Office of the Company at Unit No. 609, 6th Floor, C-Wing One BKC, Bandra Kurla Complex, Bandra Bandra (East) Bandra, Mumbai - 400051, Maharashtra, to take on record the Unaudited quarterly financial result of the Company for the quarter ended 30th June, 2023 and any other matter with the permission of the chair The information contained in the notice is also available at the company's website www.anshuni.com and website of the stock

exchange at www.bseindia.com. For Anshuni Commercials Limited Priyesh Garg

Place: Mumbai. Director Date: 02.08.2023 DIN: 07636054

Date

Name of the TC

KAYCEE INDUSTRIES LIMITED CIN NO: L70102MH1942PLC006482

Read. Off.: Old kamani chambers, 32-Ramjibhai kamani mara, Ballard Estate, Mumbai-400001 Website: www.kayceeindustries.com Email id: cs@kayceeindustries.com Tel No.: 022 22613521 Fax No.: 22613521 **EXTRACT OF UNAUDITED STANDALONE FINANCIAL RESULTS** FOR THE QUARTER ENDED JUNE 30,2023 (₹ in Lakhs

Sr.		T .	Quarter Ended			
	Particulars	30.06.2023	31.03.2023	30.06.2022	<del>31.03.2023</del>	
No		Unaudited	Audited	<b>Unaudited</b>	Audited	
1	Total Income from Operations	1,146.43	1,139.18	1,022.90	4,234.18	
2	Net Profit / (Loss) for the period	1		·		
	(before Tax, Exceptional and/or Extraordinary items)	125.90	122.74	113.85	477.54	
3	Net Profit / (Loss) for the period before tax		-		-	
	(after Exceptional and/or Extraordinary items)	125.90	122.74	113.85	479.05	
4	Net Profit / (Loss) for the period after tax	-			-	
	(after Exceptional and/or Extraordinary items)	86.91	89.12	85.90	349.44	
5	Total Comprehensive Income for the period	+	-		-	
	[Comprising Profit / (Loss) for the period (after tax)					
	and Other Comprehensive Income (after tax)]	-	2.55	-	2.55	
6	Equity Share Capital	63.47	63.47	63.47	63.47	
7	Reserves (excluding Revaluation Reserve)as shown in the	1	-		1	
	Balance Sheet of the previous year	2,001.03	1,914.12	1,679.77	1,914.12	
8	Earnings Per Share (of Rs. 100 /- each)	1	-		-	
	(for continuing and discontinued operations) -					
	1. Basic:	136.93	140.41	135.34	550.56	
	2. Diluted:	136.93	140.41	135.34	550.56	
Not	es:					
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1. The above statement of standalone financial results were reviewed and recommended by the Audit Committee of the Board on 2nd August, 2023 and subsequently approved by the Board of Directors at their meeting held on 2nd August 2023.

2. The above is an extract of the detailed format of Quarterly Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Quarterly/ Annual Financial Results are available on the websites of the Stock Exchange(s) and the listed entity. (www.bseindig.com) FOR KAYCEE INDUSTRIES LIMITED

Place: Mumbai JITENDRA VAKHARIA Date: August 2, 2023 **DIRECTOR - DIN NO.0004777** 



**CIN:** L99999DL1997PLC090978

Registered Office: 119, New Manglapuri, W House, Mandi Road, Sultanpur, Mehrauli, New Delhi-110030 Corporate Office: 119 & 127, W House, Neelgagan Tower, Mandi Road, Sultanpur, Mehrauli, New Delhi-110030 Tel.: 011-42193193; Email: investors@tcnsclothing.com; Website: www.wforwoman.com

Recommendations of the Committee of Independent Directors ("IDC") of TCNS Clothing Co. Limited ("Target Company" or "TC") under Regulation 26(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations") on the Open Offer (as defined below) made by Aditya Birla Fashion and Retail Limited ("Acquirer") to the public shareholders of the Target Company.

2<sup>nd</sup> August, 2023

TCNS Clothing Co. Limited

3	Details of the Offer pertaining	Open offer for the acquisition of up to 1,87,12,577 (One Crore Eighty- Seven Lakhs Twelve Thousand
	to the TC	Five Hundred And Seventy Seven) fully paid-up equity shares of the Target Company having a face value of INR 2 (Indian Rupees Two Only) each (" <b>Equity Shares</b> ") representing 29% of the total voting equity share capital of the Target Company on a fully diluted basis (as of the 10 <sup>th</sup> working day from the closure of the tendering period of the Open Offer) of the Target Company at a price of Rs. 503 (Indian Rupees Five Hundred Three only) per Equity Share (" <b>Offer Price</b> ") from the public shareholders of the Target Company conditional upon a minimum level of acceptance of atleast 1,30,27,826 (One Crore Thirty Lakhs Twenty Seven Thousand Eight Hundred And Twenty Six) Equity Shares
		representing 20.19% (twenty point one nine percent) of the Expanded Share Capital (" <b>Open Offer</b> ").  The public announcement dated May 5, 2023 (" <b>PA</b> "), the detailed public statement published on May
		12, 2023 (" <b>DPS</b> "), the draft letter of offer dated May 18, 2023 (" <b>DLOF</b> ") and the letter of offer dated 26 <sup>th</sup> July, 2023 (" <b>LOF</b> ") have been issued by Axis Capital Limited on behalf of the Acquirer.
4	Name(s) of the Acquirer	Aditya Birla Fashion and Retail Limited (Acquirer)
	and PAC with the Acquirer	There are no persons acting in concert (PACs) with the Acquirer for the purposes of the Open Offer.
5	Name of the Manager to the Open Offer	Axis Capital Limited  1st Floor, Axis House, C-2 Wadia International Centre, P. B. Marg, Worli, Mumbai - 400 025, Maharashtra, India Tel: +91 22 4325 2183; Fax: +91 22 4325 3000  E-mail: tccl.openoffer@axiscap.in Contact Person: Mr. Pavan Naik SEBI Registration No.: INM000012029
6	Members of the Committee of	Ms. Neeru Abrol, Chairperson
	Independent Directors "IDC"	Mr. Bhaskar Pramanik, Member
		Ms. Sangeeta Talwar, Member  Mr. Suresh Jayaraman, Member
7	IDC Member's relationship with	All the members of the IDC are serving as Non- Executive Independent Directors on the Board of
	the TC (Director, equity shares	the Target Company.
	owned, any other contract/ relationship), if any	None of the members of the IDC hold any equity shares or any other securities of the Target Company.
	• • • • • • • • • • • • • • • • • • • •	None of the members of the IDC have any contractual or any other relationship with the Target Company.
8.	Trading in the equity shares/	None of the members of the IDC have traded in any of the equity shares/securities of the Target
	other securities of the TC by IDC Members	Company during the (a) 12 months period preceding the date of the PA i.e. May 5, 2023; and (b) the
9.	IDC Member's relationship with	period from the date of the PA till the date of this recommendation.  None of the members of the IDC:
0.	the Acquirer (Director, equity	a. are directors on the board of the Acquirer;
	shares, owned, any other contract/ relationship), if any	b. hold any equity shares or other securities of the Acquirer; or
	contract relationship), if any	c. have any contractual or any other relationship with the Acquirer.
10	Trading in the equity shares/ other securities of the Acquirer by IDC Members	None of the members of the IDC have traded in any of the equity shares/securities of the Acquirer during the (a) 12 months period preceding the date of the PA i.e. May 5, 2023; and (b) the period from the date of the PA till the date of this recommendation.
11.	Recommendation on the Open Offer, as to whether the offer is	The IDC has reviewed the PA, the DPS, and the LOF issued by the Manager to the Offer on behalf of the Acquirer, in connection with the Open Offer.
	fair and reasonable	Ghosh Khanna & Co. LLP, Independent Chartered Accountants appointed by the IDC to provide external opinion with respect to the Offer Price, has
		a. opined that the Offer Price offered by the Acquirer (being the highest price prescribed) is in accordance with the Regulation 8(2) of the SEBI (SAST) Regulations; and
		b. opined that the Offer Price is fair and reasonable.
		Based on the above, the IDC is of the opinion that the price of Rs. 503 (Indian Rupees Five Hundred and Three only) per Equity Share being the Offer Price offered by the Acquirer is in compliance with the Regulation 8(2) of SEBI (SAST) Regulations and the Offer Price is fair and reasonable.
12.	Summary of reasons for recommendations	The IDC has reviewed the PA, the DPS, and the LOF issued by the Manager to the Offer on behalf of the Acquirer, in connection with the Open Offer.
		Ghosh Khanna & Co. LLP, Independent Chartered Accountants appointed by the IDC to provide external opinion with respect to the Offer Price, has:
		a. opined that the Offer Price offered by the Acquirer (being the highest price prescribed) is in accordance with the Regulation 8(2) of the SEBI (SAST) Regulations; and
		b. opined that the Offer Price is fair and reasonable.
		Based on the above the IDC is of the opinion that the Offer Price of Rs. 503 (Indian Rupees Five Hundred and Three only) per Equity Share is in accordance with the Regulation 8(2) of SEBI (SAST) Regulations and is in compliance with the SEBI (SAST) Regulations and the Offer Price is fair and reasonable.
		The shareholders are advised to independently evaluate the open offer and take an informed decision, whether or not to tender their equity shares in the open offer.
		Recommendation of IDC as submitted to stock exchanges may be accessed at website of the Company.
13.	Disclosure of voting pattern of the IDC	The recommendations were unanimously approved by the members of the IDC present at the meeting held on 2 <sup>nd</sup> August 2023.
14.	Details of Independent Advisors, if any	Ghosh Khanna & Co. LLP, Independent Chartered Accountants.
15	Any other matter to be highlighted	IDC would like to draw attention of the shareholders that post the Public Announcement dated May 5, 2023, the market price of the equity shares of the Target Company has decreased and the current market price of the equity shares of the Target Company is less than the Offer Price.

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the SEBI (SAST) Regulations.

For and on behalf of the Committee of Independent Directors of

**TCNS Clothing Co. Limited** 

Name: Ms. Neeru Abrol DIN: 01279485

Place: Delhi Date: 2<sup>nd</sup> August 2023

current market price of the equity shares of the Target Company is less than the Offer Price.

**Designation: Chairperson, Committee of Independent Directors (IDC)** 

#### Making growth fashionable

Registered Office: Kewal Kiran Estate 460/7, I.B. Patel Road, Goregaon (E), Mumbai – 400 063. Corporate Identification Number: L18101MH1992PLC065136

Email ID: contact@kewalkiran.com, Website: kewalkiran.com, Phone: 022 - 26814400, Fax: 022- 26814420

EXTRACTS OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS
FOR THE QUARTER ENDED 30TH JUNE 2023

	FOR THE QUARTER ENDED SUTH JUNE 2025						
						(R:	s. in Lakhs)
		Quarter	Year	Quarter	Quarter	Year	Quarter
		Ended	Ended	Ended	Ended	Ended	Ended
	Particulars	30-Jun-23	31-Mar-23	30-Jun-22	30-Jun-23	31-Mar-23	30-Jun-22
		:	Standalone	2	C	onsolidate	d
		Audited	Audited	Audited	Audited	Audited	Audited
1	Total income from operations	17,840	77,945	15,454	17,840	77,945	15,454
2	Net Profit/Loss for the period (before tax,						
Ш	Exceptional and/or Extraordinary items)	4,144	15,708	2,624	4,130	15,688	2,621
3	Net Profit/Loss for the period before tax						
	(after Exceptional and/or Extraordinary items)	4,144	15,708	2,624	4,130	15,688	2,621
4	Net Profit/Loss for the period after tax						
	(after Exceptional and/or Extraordinary items)	3,384	11,929	2,159	3,370	11,903	2,156
5	Total Comprehensive income for the period						
	[ Comprising profit/(loss) for the period (after tax)						
	and Other Comprehensive income (after tax)]	3,306	11,853	2,043	3,292	11,827	2,040
6	Paid up Equity Capital (Face Value of Rs. 10/- each)	6,163	6,163	6,163	6,163	6,163	6,163
7	Reserves excluding revaluation reserves	-	48,579	-	-	48,538	-
8	Earnings Per Share (EPS) in Rs. (Not Annualized)						
Ш	a. Basic & Diluted EPS before extra ordinary items	5.49	19.36	3.50	5.47	19.31	3.50
Ш	b. Basic & Diluted EPS after extra ordinary items	5.49	19.36	3.50	5.47	19.31	3.50
N	Notes:						

- 1 The above is an extract of the detailed format of quarterly audited financial results filed with the Stock Exchange under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the audited financial results are available on the Stock Exchange websites viz. www.bseindia.com and www.nseindia.com and also on the Company's website at www.kewalkiran.com
- The above audited results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 2nd August, 2023.
- The above results have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 [Ind AS] prescribed under section 133 of the Companies Act, 2013.

For and on behalf of the Board of Directors

Place : Mumbai Date: 2nd August, 2023

**Kewalchand P Jair Chairman & Managing Director** Din No: 00029730

## LAWMAN Pg<sup>3</sup> Ointegriti KILLER > C easies

RDESIBELLE K-LOUNGE ADDICTIONS

This is only an advertisement for information purposes only and it is not for publication, distribution or release directly or indirectly outside India. This is not an announcement for an offer document. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated June 30, 2023 (the "Letter of Offer" or "LOF") filed with the BSE Limited ("BSE" / "Stock Exchange") and the Securities and Exchange Board of India ("SEBI").





#### CONSTRUCTING VALUE SHRADDHA PRIME PROJECTS LIMITED (FORMERLY KNOWN AS TOWA SOKKI LIMITED)

Our Company was originally incorporated on March 10, 1993 as a public limited company with the name "Towa Sokki Limited" under the erstwhile Companies Act, 1956, and were granted the certificate of incorporation by the Registrar of Companies, Gujarat, Dadra & Nagar Haveli. Subsequently, the equity shares of our Company were listed on the BSE Limited on June 3, 1996. In year 2021, pursuant to the acquisition of control under the Share Purchase Agreement dated February 17, 2021 and the open offer under the SEBI Takeover Regulations, Mr. Sudhir Balu Mehta, belonging to Shraddha Group, acquired the control of our Company. Subsequently, on July 19, 2021 the name of our Company was changed to 'Shraddha Prime Projects Limited' and our Company by way of special resolution dated August 25, 2021 shifted our registered office from the state of Gujarat to state of Maharashtra and the same was approved by an order of Regional Director, RoC Mumbai. For further information, please refer the

chapter "General Information" on page 44 of the Letter of Offer ("LOF").

Registered Office: A-309, Kanara Business Centre Premises CS Limited, Link Road, Laxmi Nagar, Ghatkopar (East), Mumbai – 400 075.

Contact Person: Mrs. Neha Bharat Chhatbar, Company Secretary & Compliance Officer; Tel: 022 21646000; E-mail: shraddhaprimeprojects@gmail.com; Website: www.shraddhaprimeprojects.in; Corporate Identification Number: L70100MH1993PLC394793

### **OUR PROMOTER: MR. SUDHIR BALU MEHTA**

RIGHTS ISSUE OF UP TO 16,625,020 EQUITY SHARES WITH A FACE VALUE OF ₹10/- EACH ("RIGHTS EQUITY SHARES") FOR CASH AT A PRICE OF ₹30 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹20 PER RIGHTS EQUITY SHARE) FOR AN AMOUNT AGGREGATING UPTO ₹4,987.50 LAKHS ON RIGHTS BASIS IN THE RATIO OF 365 RIGHTS EQUITY SHARES FOR EVERY 100 FULLY PAID-UP EQUITY SHARES HELD BY THE EQUITY SHAREHOLDERS ON THE RECORD DATE, I.E. MONDAY, JULY 3, 2023 VIA OFFER LETTER DATED JUNE 30, 2023 (INCLUDING CORRIGENDUM DATED JULY 17, 2023); THE ISSUE PRICE IS THREE TIMES OF THE FACE VALUE OF THE RIGHTS EQUITY SHARES.

### **BASIS OF ALLOTMENT**

The Board of Directors of Shraddha Prime Projects Limited wishes to thank all its shareholders and investors for their response to the Rights Issue which opened for subscription on Monday, July 10, 2023 and closed on Monday, July 24, 2023 with the last date for on-market renunciation of Rights Entitlements on Wednesday, July 19, 2023. Out of the total 552 Applications for 1,59,35,317 Rights Equity Shares 312 Applications for 2,89,617 Rights Equity Shares were rejected due to technical reasons as disclosed in the Letter of Offer. The total number of valid Applications received were 240 Applications for 1,56,45,700 Rights Equity Shares, which was 94.11 % of the number of Rights Equity Shares Allotted under the Issue. The Basis of Allotment was finalised on July 28, 2023 by the Company, in consultation with the Registrar to the Issue and BSE, the Designated Stock Exchange for the Issue.

The Rights Issue Committee of the Board of Directors of the Company, at its meeting held on July 28, 2023, took on record the Basis of Allotment so approved, and approved the allotment of 1,56,45,700 Equity Shares to successful Applicants.

All valid Applications have been considered for Allotment.

1. The break-up of valid Ap	. The break-up of valid Applications received through ASBA (after technical rejections) is given below:						
Category	No. of valid CAFs (including ASBA applications) received	No. of Equity Shares accepted and allotted against Entitlement (A)	No. of Equity Shares allotted against additional Equity Shares applied for (B)	Total Equity Shares accepted and allotted (A+B)			
	Number	Number	Number	Number			
Non Renouncees	68	1,23,03,769	8,27,199	1,31,30,968			
Renouncees	484	23,73,527	4,30,822	28,04,349			
Total	552	1.46.77.296	12.58.021	1.59.35.317			

2. Information regarding total Applications received (including ASRA applications received):

Category	Application	ns received	Equity Shares applied for			Equity Shares Allotted		
	Number	%	Number	Value (₹)	%	Number	Value (۲)	%
Non Renouncees	68	12.32	1,31,30,968	39,39,29,040	82.40	1,29,78,334	38,93,50,020	82.95
Renouncees	484	87.68	28,04,349	8,41,30,470	17.60	26,67,366	8,00,20,980	17.05
Total	552	100.00	1,59,35,317	47,80,59,510	100.00	1,56,45,700	46,93,71,000	100.00

Intimations for Allotment / refund / rejection cases: The dispatch of allotment advice-cum-refund intimation and intimation for rejection, as applicable, to the Investors has been completed on August 02, 2023. The instructions to SCSBs for unblocking of funds in case of ASBA Applications were given on July 28, 2023.

The listing application was filed with BSE on July 30, 2023 and subsequently the listing approvals were received on August 01, 2023 from BSE. The credit of Rights Equity Shares in dematerialized form to respective demat accounts of Allottees was completed on August 02, 2023, Pursuant to the listing and trading approvals granted by BSE, the Rights Equity Shares Allotted in the Issue are expected to commence trading on BSE with effect from August 03, 2023 and shall be traded under the same ISIN - INE311M01018 as the existing Equity Shares. In accordance with the SEBI circular dated June 21, 2023, the request for extinguishment of rights entitlement has been sent to NSDL & CDSL on August 02, 2023 and August 01, 2023 respectively.

INVESTORS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALISED FORM. DISCLAIMER CLAUSE OF SEBI: Submission of the LOF to SEBI should not in any way be deemed or construed that SEBI has cleared or approved the LOF. Investors are advised to refer to the full text of the "Disclaimer Clause of SEBI" beginning on page 151 of the LOF.

DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" beginning on page 151 of the LOF.

REGISTRAR TO THE ISSUE	
<b>RCMC</b>	

RCMC Share Registry Pvt. Ltd B-25/1, First Floor, Okhla Industrial Area, Phase II. New Delhi-110020. Tel No.: 011 35020465/66; Mobile No.: 8527695125 Website: www.rcmcdelhi.com: E-mail ID: investor.services@rcmcdelhi.com;

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mrs. Neha Bharat Chhatbar siness Centre Premises CS Limited, Link Road, Laxmi Nagar, Ghatkopar (East), Mumbai – 400 075. E-mail: shraddhaprimeprojects@gmail.com; Tel. No.: 022 21646000

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer for any pre-Issue or post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar tue, with a copy to the SCSB, giving full details such as name, address of the Applicant, contact number(s), e-mail address of the sole/ first holder, folio number or demat account, number of Rights Equity Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the Application Forms, or the plain paper application, as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip. For details on the ASBA process, see "Terms of the Issue" beginning on page 166 of the

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE RIGHTS EQUITY SHARES OR THE BUSINESS PROSPECTS OF THE COMPANY. For SHRADDHA PRIME PROJECTS LIMITED

On behalf of the Board of Directors

Place: Mumbai Date: August 02. 2023

Contact Person: Ravinder Dua. SEBI Registration No: INR000000429

> Neha Bharat Chhatbar Company Secretary and Compliance Officer

The LOF is available on the website of SEBI at www.sebi.gov.in, the websites of the Stock Exchange at www.bseindia.com, the Company's website at www.shraddhaprimeprojects.in and the website of the Registrar at www.rcmcdelhi.com. Potential investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the LOF, including the section titled "Risk Factors", beginning on Page 25 of the LOF, for details of the same.

This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer or sale of securities in any jurisdiction, including the United States, and any securities described in this announcement may not be offered or sold in the United States absent registration under the U.S. Securities Act, or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. However, no public offering of securities is being made in the United States.

#### केसी इंडस्ट्रीज लिमिटेड

सीआयएन क्र.: एल७०१०२एमएच१९४२पीएलसी००६४८२ नों. का.: ओल्ड कमानी चेंबर्स, ३२-रामजीभाई कमानी मार्ग, बॅलार्ड इस्टेट, मुंबई-४००००१, वेबसाईट: www.kaycee र्डमेल आयडी: cs@kavceeindustries.com द. क. : ०२२ २२६१३५२१. फॅक्स क.: २२६१३५२१. ३० जून, २०२३ रोजी संपलेली तिमाहीकरिता लेखापरिक्षित

	आलप्त वित्ताय ।नः	ष्कषाचा उताः	.1		(र लाखात)
эт.	तपशील		संपलेली तिमाही		संपलेले वर्ष
蛃.		30.08.7073	३१.०३.२०२३	३०.०६.२०२२	38.03.7073
		लेखापरिक्षित	अलेखापरिक्षित	लेखापरिक्षित	लेखापरिक्षित
٤	प्रवर्तनातून एकूण उत्पन्न	१,१४६.४३	१,१३९.१८	१,०२२.९०	४,२३४.१८
२	कालावधीसाठी निव्वळ नफा/(तोटा) (कर,				
	अपवादात्मक आणि/किंवा अनन्यसाधारण बार्बीपूर्वी)	१२५.९०	१२२.७४	११३.८५	४७७.५४
400	कालावधीसाठी करपूर्व निञ्वळ नफा/(तोटा) (अपवादात्मक				
	आणि/किंवा अनन्यसाधारण बार्बीनंतर)	१२५.९०	१२२.७४	११३.८५	४७९.०५
У	कालावधीसाठी करोत्तर निव्वळ नफा/(तोटा) (अपवादात्मक				
	आणि/किंवा अनन्यसाधारण बार्बीनंतर)	८६.९१	८९.१२	८५.९०	३४९.४४
ų	कालावधीसाठी एकूण सर्वसमावेशक उत्पन्न (कालावधीसाठी नफा/				
	(तोटा) (करोत्तर) आणि इतर सर्वसमावेशक उत्पन्न (करोत्तर) धस्न)	-	ર.५५	-	२.५५
ε	समभाग भांडवल	६३.४७	६३.४७	६३.४७	६३.४७
Ŋ	मागील वर्षाच्या लेखापरिक्षित ताळेबंदात दाखवल्याप्रमाणे राखीव				
	(पुनर्मूल्यांकित राखीव वगळून)	२,००१.०३	१,९१४.१२	१,६७९.७७	१,९१४.१२
٥	प्रति समभाग प्राप्ती (प्रत्येकी रु. १००/- चे)				
	(अखंडित आणि खंडित कामकाजासाठी)				
	१. मूलभूतः	१३६.९३	१४०.४१	१३५.३४	५५०.५६
	२. सौम्यिकृतः	१३६.९३	१४०.४१	१३५.३४	५५०.५६
टीप	Τ:	•		•	

०२ ऑगस्ट. २०२३ रोजी मंडळाच्या लेखापरीक्षण समितीने अलिम वित्तीय निष्कर्षांचे वरील विवरण पनर्विलोकित करून शिफारस केली आणि

त्यानंतर ०२ ऑगस्ट, २०२३ रोजी झालेल्या बैठकीत संचालक मंडळाने त्यास मंजुरी दिली. वरील माहिती म्हणजे सेबी (लिस्टिंग अँड अदर डिस्क्लोजर रिवायसमेंट्स) रेयुवेशनस्, २०१५ च्या रेयुलेशन ३३ अंतर्गत स्टॉक एक्सचेंजेसकडे दाखल केलेल्या तिमाही वितीय निष्कर्यांच्या तपशिलवार विवरणाचा एक उतारा आहे. तिमाही/वार्षिक वितीय निष्कर्यांच्या तपशिलवार विवरणाचा एक उतारा आहे. तिमाही/वार्षिक वितीय निष्कर्यांच्या तपशिलवार विवरणाचा एक उतारा आहे.

एक्सचेंजेस आणि सूचिबध्द मंडळाची (www.bseindia.com) वेबसाईटस वर उपलब्ध आहे. केसी इंडस्ट्रीज लिमिटेड साठी

जितेंद्र वखारिय

2<sup>nd</sup> August, 2023

दिनांक: ०२ ऑगस्ट. २०२३ संचालक - डीआयएन क्र. ०००४७७७

सार्वजनिक न्यास नोंदणी कार्याल पहिला मजला, धर्मादाय आयुक्त भवन, संसिमिरा बिल्डींग ससिमिरा रोड, वरळी, मुंबई ४०००३

चौकशीची जाहीर सुचना सार्वजनिक न्यासाचे नाव : सिध्दकला भुवन टुस्ट, जोगेश्वरी (पूर्व)

सार्वजनिक न्यासाचे नोंदणी क्रमांक : अं/ ३१५८ (मुंबई) महाराष्ट्र सार्वजनिक विश्वस्त व्यवस्था अधिनियम १९५० चे कलम ५० (अ) (१) अन्वये अर्ज क्रमांक ACC/IX/४९/२०२३

अर्जदार

श्री. सुभाष देऊ धुरी (विश्वस्त) श्री. मंगेश शंकर वाडकर (विश्वस्त) . श्री. गजेंद्र हेमंत सावंत (विश्वस्त)

श्री, चंद्रशेखर महादेव मोडक (विश्वस्त . श्री.विनेश शाहू दुखंडे (विश्वस्त) . श्री.संजय गोपीनाथ तावडे (विश्वस्त)

. श्री. स्वप्नील शामसंदर चव्हाण (विश्वस्त)

. श्री. प्रसाद सुधीर पैंडणकर (विश्वस्त) . सौ. सोनल अजिंक्य मेहेर (विश्वस्त)

#### कुणी नाही.

. तदर जाहीर सुचने द्वारे सर्व संबंधित लोकांना कळविण्यात येते की, माननिय सहायक धर्मादाय आयुक्त (IX) बृहन्मुंबई विभाग, मुंबई हे वर नमुद केलेल्या न्यासाच्या योजना अर्ज संबंधी महाराष्ट्र सार्वजनिक विश्वस्त व्यवस्थ अधिनियम १९५० च्या कलम ५० ( अ ) ( १ ) अन्वये खालील मुद्यावर चौकशी करणार आहेत: . उपरोक्त अर्जासोबत अर्जदार यांनी सादर केलेली योजना सदर न्यासास हितवाह कशी ?

. सदरच्या चौकशीच्या प्रकरणांमध्ये कोणास काही हरकत घ्यावयाची असेल, तर त्यांनी त्यांची लेखी कैफियत ही सूचना प्रसिध्द झाल्याच्या तारखेपासून ३० दिवसांच्या आत वरील पत्त्यावर मिळेल अशा पध्दतीने पाठवावी. तदनतं गलेल्या कैफियतीचा विचार केला जाणार नाही. तसेच वरील मुदतीत कैफियत न आल्यास कोणास काही सांगावया नाही, असे समजून चौकशी पूर्ण केली जाईल व अर्जाचे निकालाबाबत योग्य ते आदेश दिले जातील सदर नोटीस माझे सहिनिशी व माननिय धर्मादाय सह. आयुक्त, बृहन्मुंबई विभाग, मुंबई यांच्या शिक्क्यानिशी दिनांव १/०८/२०२३ रोजी दिली.



सार्वजनिक न्यास नोंदणी कार्यालय, बृहन्मुंबई विभाग, मुंबई ४०००३०

अधिक्षव



### **TCNS Clothing Co. Limited**

Registered Office: 119, New Manglapuri, W House, Mandi Road, Sultanpur, Mehrauli, New Delhi-110030 Corporate Office: 119 & 127, W House, Neelgagan Tower, Mandi Road, Sultanpur, Mehrauli, New Delhi-110030 Tel.: 011-42193193; Email: investors@tcnsclothing.com; Website: www.wforwoman.com

Recommendations of the Committee of Independent Directors ("IDC") of TCNS Clothing Co. Limited ("Target Company" or "TC") under Regulation 26(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations") on the Open Offer (as defined below) made by Aditya Birla Fashion and Retail Limited ("Acquirer") to the public shareholders of the Target Company

'	Date	Z <sup></sup> August, 2023
2	Name of the TC	TCNS Clothing Co. Limited
3	Details of the Offer pertaining to the TC	Open offer for the acquisition of up to 1,87,12,577 (One Crore Eighty-Seven Lakhs Twelve Thousand Five Hundred And Seventy Seven) fully paid-up equity shares of the Target Company having a face value of INR 2 (Indian Rupees Two Only) each ("Equity Shares") representing 29% of the total voting equity share capital of the Target Company on a fully diluted basis (as of the 10th working day from the closure of the tendering period of the Open Offer) of the Target Company at a price of Rs. 503 (Indian Rupees Five Hundred Three only) per Equity Share ("Offer Price") from the public shareholders of the Target Company conditional upon a minimum level of acceptance of atleast 1,30,27,826 (One Crore Thirty Lakhs Twenty Seven Thousand Eight Hundred And Twenty Six) Equity Shares representing 20.19% (twenty point one nine percent) of the Expanded Share Capital ("Open Offer"). The public announcement dated May 5, 2023 ("PA"), the detailed public statement published on May 12, 2023 ("DPS"), the draft letter of offer dated May 18, 2023 ("DLOF") and the letter of offer dated 26th July, 2023 ("LOF") have been issued by Axis Capital Limited on behalf of the Acquirer.
4	Name(s) of the Acquirer	Aditya Birla Fashion and Retail Limited (Acquirer)
	and PAC with the Acquirer	There are no persons acting in concert (PACs) with the Acquirer for the purposes of the Open Offer.
5	Name of the Manager to the Open Offer	Axis Capital Limited  1st Floor, Axis House, C-2 Wadia International Centre, P. B. Marg, Worli, Mumbai - 400 025, Maharashtra, India  Tel: +91 22 4325 2183; Fax: +91 22 4325 3000  E-mail: tccl.openoffer@axiscap.in  Contact Person: Mr. Pavan Naik  SEBI Registration No.: INM000012029
6	Members of the Committee of Independent Directors "IDC"	Ms. Neeru Abrol, Chairperson
	independent Directors IDC	Mr. Bhaskar Pramanik, Member
		Ms. Sangeeta Talwar, Member Mr. Suresh Jayaraman, Member
7	IDC Member's relationship with	All the members of the IDC are serving as Non- Executive Independent Directors on the Board of
	the TC (Director, equity shares owned, any other contract/	the Target Company.
	relationship), if any	None of the members of the IDC hold any equity shares or any other securities of the Target Company.  None of the members of the IDC have any contractual or any other relationship with the Target
		Company.
8.	Trading in the equity shares/ other securities of the TC by IDC Members	None of the members of the IDC have traded in any of the equity shares/securities of the Target Company during the (a) 12 months period preceding the date of the PA i.e. May 5, 2023; and (b) the period from the date of the PA till the date of this recommendation.
9.	IDC Member's relationship with	None of the members of the IDC:
	the Acquirer (Director, equity shares, owned, any other contract/ relationship), if any	a. are directors on the board of the Acquirer;
		b. hold any equity shares or other securities of the Acquirer; or     c. have any contractual or any other relationship with the Acquirer.
10	Trading in the equity shares/	None of the members of the IDC have traded in any of the equity shares/securities of the Acquirer
	other securities of the Acquirer by IDC Members	during the (a) 12 months period preceding the date of the PA i.e. May 5, 2023; and (b) the period from the date of the PA till the date of this recommendation.
11.	Recommendation on the Open Offer, as to whether the offer is	The IDC has reviewed the PA, the DPS, and the LOF issued by the Manager to the Offer on behalf of the Acquirer, in connection with the Open Offer.
	fair and reasonable	Ghosh Khanna & Co. LLP, Independent Chartered Accountants appointed by the IDC to provide external opinion with respect to the Offer Price, has
		a. opined that the Offer Price offered by the Acquirer (being the highest price prescribed) is in accordance with the Regulation 8(2) of the SEBI (SAST) Regulations; and
		b. opined that the Offer Price is fair and reasonable.  Based on the above, the IDC is of the opinion that the price of Rs. 503 (Indian Rupees Five Hundred
		and Three only) per Equity Share being the Offer Price offered by the Acquirer is in compliance with the Regulation 8(2) of SEBI (SAST) Regulations and the Offer Price is fair and reasonable.
12.	Summary of reasons for recommendations	The IDC has reviewed the PA, the DPS, and the LOF issued by the Manager to the Offer on behalf of the Acquirer, in connection with the Open Offer.
		Ghosh Khanna & Co. LLP, Independent Chartered Accountants appointed by the IDC to provide external opinion with respect to the Offer Price, has:
		a. opined that the Offer Price offered by the Acquirer (being the highest price prescribed) is in accordance with the Regulation 8(2) of the SEBI (SAST) Regulations; and
		b. opined that the Offer Price is fair and reasonable.
		Based on the above the IDC is of the opinion that the Offer Price of Rs. 503 (Indian Rupees Five Hundred and Three only) per Equity Share is in accordance with the Regulation 8(2) of SEBI (SAST) Regulations and is in compliance with the SEBI (SAST) Regulations and the Offer Price is fair and reasonable.
		The shareholders are advised to independently evaluate the open offer and take an informed decision, whether or not to tender their equity shares in the open offer.
40		Recommendation of IDC as submitted to stock exchanges may be accessed at website of the Company.
13.	Disclosure of voting pattern of the IDC	The recommendations were unanimously approved by the members of the IDC present at the meeting held on 2 <sup>nd</sup> August 2023.
14.	Details of Independent Advisors, if any	Ghosh Khanna & Co. LLP, Independent Chartered Accountants.
15	Any other matter to be highlighted	IDC would like to draw attention of the shareholders that post the Public Announcement dated May 5, 2023, the market price of the equity shares of the Target Company has decreased and the current market price of the equity shares of the Target Company is less than the Offer Price.

To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the SEBI (SAST) Regulations.

> For and on behalf of the Committee of Independent Directors of TCNS Clothing Co. Limited

Name: Ms. Neeru Abrol DIN: 01279485

Date: 2nd August 2023 Designation: Chairperson, Committee of Independent Directors (IDC)

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