



**Lotus Chocolate Company Ltd**  
(An ISO 22000:2005 Certified Company )

Sumedha Estates(Puzzolana Towers),  
Avenue - 4, Street No.1, Road No.10,  
Banjara Hills, Hyderabad - 500034, T.S., India.  
Tel : 91-40-2335 2607/ 08 / 09  
Fax : 91-402335 2610  
E-mail : info@lotuschocolate.com  
Web : www.lotuschocolate.com  
CIN No : L15200TG1988PLC009111

**28.02.2024/LCCL/SEC/23-24**

**To,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**Scrip Code: 523475**

**Sub.: Newspaper clippings of notice published on February 28, 2024 – Postal  
Ballot Notice**

The Company had published a notice in the following newspapers:

- (i) "Financial Express", all India Editions, in English language; and
- (ii) "Nava Telangana", in Telugu language.

The clippings of the two newspapers (Hyderabad) listed above are attached for your information and records.

Thanking you

Yours faithfully,  
**For Lotus Chocolate Company Limited**

**Utsav Saini**  
**Company Secretary and Compliance Officer**

Encl.: As above



(Continued from previous page...)

d. The Acquirers shall complete all procedures relating to payment of consideration under this Offer within 10 working days from the date of expiry of the tendering period to those Equity Shareholders whose share certificates and/or other documents are found valid and in order and are accepted for acquisition by the Acquirers.

e. Where any statutory or other approval extends to some but not all of the Public Shareholders, the Acquirers shall have the option to make payment to such Public Shareholders in respect of whom no statutory or other approvals are required in order to complete this Open Offer.

f. In case of delay in receipt of any statutory approval, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any willful default or failure of the Acquirers or the failure of the Acquirers to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirers agreeing to pay interest to the shareholders as directed by the SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations, 2011. Further, if delay occurs on account of willful default by the Acquirers in obtaining the requisite approvals, Regulation 17(9) of the SEBI (SAST) Regulations, 2011 will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.

g. In terms of Regulation 23 of the SEBI (SAST) Regulations, 2011, in the event that, for reasons outside the reasonable control of the Acquirers, the approvals specified in this DPS as set out in this part or those which become applicable prior to completion of the Open Offer are not received or refused, then the Acquirers shall have the right to withdraw the Open Offer. In the event of such a withdrawal of the Open Offer, the Acquirers, through the Manager to the Open Offer, shall, within 2 (two) Working Days of such withdrawal, make an announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations, 2011

**VII. TENTATIVE SCHEDULE OF ACTIVITIES:**

Activity	Day and Date
Public Announcement (PA)	Thursday, February 22, 2024
Publication of DPS in the newspapers	Wednesday, February 28, 2024
Last date for filing of Draft Letter of Offer with SEBI	Wednesday, March 06, 2024
Last date for a Competitive Bid	Thursday, March 21, 2024
Last date for SEBI observations on Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager to the Offer)	Monday, April 01, 2024
Identified Date*	Wednesday, April 03, 2024
Letter of Offer to be dispatched to shareholders	Friday, April 12, 2024
Last date for revising the Offer Price/ Number of Shares	Thursday, April 18, 2024
Last Date by which the committee of the independent directors of the Target Company shall give its recommendation	Thursday, April 18, 2024
Date of publication of Offer Opening Public Announcement	Friday, April 19, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Monday, April 22, 2024
Date of Expiry of Tendering Period (Offer Closing Date)	Monday, May 06, 2024
Last Date for completion of all requirements including payment of consideration	Monday, May 20, 2024

\* The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the equity shareholders of the Target Company (registered or unregistered) of the equity shares of the Target Company (except the Acquirers) are eligible to participate in this Offer at any time prior to the closure of this Offer.

**VIII. ELIGIBILITY TO PARTICIPATE IN THE OFFER AND PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER:**

a. All the Public Shareholders, holding the shares in dematerialized form or physical form are eligible to participate in this Open Offer at any time during the period from Offer Opening Date and Offer Closing Date ("Tendering Period") for this Open Offer.

b. Persons who have acquired Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date i.e., the date falling on the 10th (tenth) Working Day prior to the commencement of the Tendering Period, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the LOF, may also participate in this Offer. Accidental omission to send the LOF to any person to whom the Offer is made or the non-receipt or delayed receipt of the LOF by any such person will not invalidate the Offer in any way.

c. The LOF shall be sent through electronic means to those Public Shareholder(s) who have registered their email ids with the depositories and also will be dispatched through physical mode by registered post / speed post / courier to those Public Shareholder(s) who have not registered their email ids and to those Public Shareholder(s) who hold Equity Shares in physical form. Further, on receipt of request from any Public Shareholder to receive a copy of LOF in physical format, the same shall be provided.

d. In accordance with the circular issued by SEBI bearing reference number SEBI/HQ/CFD/ CMD1/CIR/P/ 2020/144 dated July 31, 2020, shareholders holding securities in physical form are allowed to tender shares in an open offer and such tendering shall be as per the provisions of the SEBI (SAST) Regulations, 2011. Accordingly, Shareholders who wish to offer their physical Equity Shares in the Offer are requested to send their original documents as will be mentioned in the LOF to the Registrar to the Offer so as to reach them no later than the Offer Closing Date. It is advisable to first email scanned copies of the original documents as will be mentioned in the LOF to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as will be provided in the LOF. The process for tendering the Offer Shares by the Public Shareholders holding physical Equity Shares will be separately enumerated in the LOF.

e. The Public Shareholders may also download the Letter of Offer from the SEBI's website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares and their folio number, DP identity, Client identity, current address and contact details.

f. The Open Offer will be implemented by the Acquirers through Stock Exchange Mechanism made available by BSE Limited ("BSE") in the form of separate window ("Acquisition Window") as provided under the SEBI (SAST) Regulations, 2011 and Chapter 4 of SEBI's Master Circular dated SEBI/HQ/CFD/PoD-1/P/ CIR/2023/31 dated February 16, 2023 ("SEBI Master Circular").

g. BSE shall be the Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.

h. The Acquirers have appointed Nikunj Stock Brokers Limited ("Buying Broker") for the Open Offer through whom the purchases and the settlement of the Offer Shares tendered in the Open Offer during the tendering period shall be made. The contact details of the Buying Broker are as mentioned below:

**Name:** Nikunj Stock Brokers Limited  
**Address:** A-92, Ground Floor, Left Portion, Kamla Nagar, New Delhi-110 007;  
**Contact Person:** Mr. Anupam Suman  
**Telephone:** + 91 11 47030017-18; **Mobile No.:** + 91 9999492292  
**E-mail ID:** complianceofficer@nikunjonline.com | **Website:** www.nikunjonline.com  
**Investor Grievance Email ID:** ig.nikunj@nikunjonline.com  
**SEBI Registration No:** INZ000169335

i. All Public Shareholders who desire to tender their Equity Shares under the Offer would have to intimate their respective stockbrokers ("Selling Brokers") within the normal trading hours of the secondary market, during the Tendering Period. The Selling Broker can enter orders for dematerialized as well as physical Equity Shares.

j. All the shareholders who desire to tender their Equity Shares under the Open Offer would be required to make available their shares for bidding to their respective stock broker ("Selling Broker"). The shareholders have to intimate their Selling Broker to place the bid during the normal trading hours of the secondary market during the Tendering Period. Upon placing the bid, the Selling Broker(s) shall provide the Transaction Registration Slip ("TRS") generated by the exchange bidding system to the shareholder. TRS will contain details of order submitted like Bid ID No., DP ID, Client ID, No. of equity shares tendered, etc.

k. A separate Acquisition Window will be provided by BSE to facilitate the placing of orders. The Selling Broker would be required to place an order / bid on behalf of the Public Shareholders who wish to tender Equity Shares in the Open Offer using the Acquisition Window of BSE. Before placing the order / bid, the Selling Broker will be required to mark lien on the tendered Equity Shares. Details of such Equity Shares marked as lien in the demat account of the Public Shareholders shall be provided by the depository to the BSE and Indian Clearing Corporation Limited ("Clearing Corporation").

l. In the event the Selling Broker of a shareholder is not registered with any of BSE, then the Public Shareholders can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Public Shareholders are unable to register using UCC facility through any other BSE registered broker, Public Shareholders may approach Buying Broker i.e., Nikunj Stock Brokers Limited for guidance to place their Bids. The requirement of documents and procedures may vary from broker to broker.

m. The cumulative quantity tendered shall be displayed on Designated Stock Exchange's website (www.bseindia.com) throughout the trading session at specific intervals by Designated Stock Exchange during the Tendering Period.

n. In terms of the SEBI Master Circular, a lien shall be marked against the Equity Shares tendered in the Offer. Upon finalization of the entitlement, only the accepted quantity of Equity Shares will be debited from the demat account of the concerned Public Shareholder.

o. In the event that the number of Equity Shares validly tendered by the Public Shareholders under this Open Offer is more than Offer Shares, the Acquirers shall accept those Equity Shares validly tendered by such Public Shareholders on a proportionate basis in consultation with the Manager to the Open Offer

p. The Equity Shareholders will have to ensure that they keep a Demat Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Open Offer.

q. Equity Shares once tendered in the Offer cannot be withdrawn by the Shareholders.

r. Equity Shares should not be submitted / tendered to the Manager, the Acquirers or the Target Company.

**IX. The detailed procedure for tendering the Equity Shares in this Open Offer will be available in the Letter of Offer, which shall also be made available on the website of SEBI (www.sebi.gov.in).**

**X. OTHER INFORMATION**

a. The Acquirers accept full responsibility for the information contained in this DPS and the PA and shall be jointly and severally responsible for the fulfillment of the obligations of the Acquirers laid down in the SEBI (SAST) Regulations, 2011 in respect of this Open Offer.

b. The Acquirers have appointed Purva Sharegistry (India) Private Limited, as Registrar to the Offer. The details of the Registrar are as under:



**Purva Sharegistry (India) Private Limited,**  
CIN: U67120MH1993PTC074079  
Unit No. 9, Ground Floor, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel East, Mumbai-400011, Maharashtra, India | **Tel No.:** + 91-22-3199 8810/4961 4132;  
**E-mail ID:** support@purvashare.com | **Website:** www.purvashare.com;  
**Investor Grievance Email ID:** support@purvashare.com;  
**SEBI Registration Number:** INR00001112 | **Validity:** Permanent  
**Contact Person:** Ms. Deepali Dhuri

c. All the information pertaining to the Target Company contained in the PA and this DPS or the Letter of Offer or any other advertisement/publications made in connection with the Open Offer has been compiled from information published or provided by the Target Company, Acquirers or publicly available sources. The Manager to the Open Offer have not been independently verified such information and do not accept any responsibility with respect to information provided in the PA and this DPS or the Letter of Offer pertaining to the Target Company.

d. There was a delay of 293 days by Acquirer 2 and a delay of 12 days by Acquirer 1 in making the Open Offer under the SEBI (SAST) Regulations, 2011. However, the Acquirers intend to fulfill their obligations under the SEBI (SAST) Regulations 2011, by giving a Public Announcement, at an offer price, inclusive of an interest at 10% per annum from the First Triggering Event (i.e., from May 05, 2023) upto June 30, 2024.

e. In this DPS, all references to "Rupees" or "INR" or "₹" are references to the Indian Rupee(s)

f. In this DPS, any discrepancy in figures as a result of multiplication or totaling is due to rounding off. Any discrepancy in any table between the total and sums of the amount listed is due to rounding off and/or regrouping.

g. Unless otherwise stated, the information set out in this DPS reflects the position as of the date of this DPS.

h. The Public Announcement is available and this DPS is expected to be available on SEBI website: www.sebi.gov.in.

**ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRERS  
MANAGER TO THE OPEN OFFER:**



\*\*\*\*\* energising ideas

**Saffron Capital Advisors Private Limited**  
**Company Identification Number:** U67120MH2007PTC166711  
605, Sixth Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai-400 059, Maharashtra, India | **Tel No.:** +91 22-4973 0394  
**E-mail ID:** openoffers@saffronadvisors.com | **Website:** www.saffronadvisors.com  
**Investor Grievance Email ID:** investor@grievance@saffronadvisors.com  
**SEBI Registration Number:** INM000011211 | **Validity:** Permanent.  
**Contact Person:** Narendra Kumar Gamini / Saurabh Gaikwad

ACQUIRER 1	ACQUIRER 2
Sd/-	Sd/-
Nilesh Malshi Savla	Meena Nilesh Savla

**Place:** Mumbai  
**Date:** February 27, 2024

AdBaaz

**नगर परिषद परली वैजनाथ जि. बीड**


जा.क्र. ६४९९/२०२३-२४ दि. ०८.०२.२०२४

**ई-निविदा क्र. (२३)/बांधकाम विभाग/२०२३-२४**

मुख्याधिकारी नगर परिषद परली वैजनाथ यांनी ई-निविदा प्रणालीव्दारे निविदा सुचना दिनांक ०९.०२.२०२४ रोजी वेळ ०२.०० वाजता पुढील सांकेतिक स्थळावर प्रसिध्द केली आहे. [www.mahatenders.gov.in](http://www.mahatenders.gov.in) या वेबसाईटवर निविदा नमुना पहावा. निविदा बाबत सुचना सदर सांकेतिक स्थळावर प्रसिध्द केल्या आहेत. तेव्हा इच्छुक निविदा धारकांनी दि. २९.०२.२०२४ रोजी वेळ ०४.०० वाजेपर्यंत निविदा भरावी.

स्वाक्षरीत

मुख्याधिकारी तथा प्रशासक  
नगर परिषद परली वैजनाथ



**LOTUS CHOCOLATE COMPANY LIMITED**  
Registered Office: 8-2/596, 1<sup>st</sup> Floor, 1B, Sumedha Estates, Avenue - 4, Puzzolana Towers, Street No.1, Road No.10, Banjara Hills, Hyderabad, Telangana-500 034  
Tel No.: +91 40-2335 2607 / 08 / 09; Fax No.: +91 40 2335 2610  
email: info@lotuschocolate.com, website: www.lotuschocolate.com  
CIN: L15200TG1988PLC009111

**NOTICE FOR THE ATTENTION OF MEMBERS OF THE COMPANY**

Members of the Company are hereby informed that a Postal Ballot Notice, seeking their approval to the resolutions set out in the said Notice has been sent electronically, pursuant to the circulars issued by the Ministry of Corporate Affairs, to the members whose e-mail address is registered with the Company/CIL Securities Limited, Company's Registrar and Share Transfer Agent/Depository Participant(s) Depositories, as on Friday, February 23, 2024, i.e. the Cut-Off Date. The Company has completed electronic dispatch of the Postal Ballot Notice on Tuesday, February 27, 2024.

The Postal Ballot Notice is available on the Company's website at [www.lotuschocolate.com](http://www.lotuschocolate.com) and on the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of Central Depository Services (India) Limited ("CDSL") at [www.evotingindia.com](http://www.evotingindia.com). Members who do not receive the Postal Ballot Notice may download it from the above-mentioned websites.

The documents referred to in the Postal Ballot Notice, if any, are available for inspection electronically and members seeking to inspect such documents can send an e-mail to [cs@lotuschocolate.com](mailto:cs@lotuschocolate.com).

**Instructions for e-voting:**

The Company is providing to its members the facility to exercise their right to vote on the resolutions proposed in the said Postal Ballot Notice only by electronic means ("e-voting"). The communication of the assent or dissent of the members would take place through remote e-voting process only. The Company has engaged the services of CDSL as the agency to provide e-voting facility. Members can cast their votes during the period mentioned herein below:

Commencement of e-voting:	9:00 a.m. (IST) on Thursday, February 29, 2024
End of e-voting:	5:00 p.m. (IST) on Friday, March 29, 2024

E-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

Manner of e-voting by members holding shares in dematerialised mode, physical mode and members who have not registered their e-mail address has been provided in the Postal Ballot Notice. The manner in which persons, who have forgotten the User ID and Password, can obtain/generate the same, has also been provided in the said Notice.

**Only a person, whose name is recorded in the Register of Members/Registrar of Beneficial Owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat the Postal Ballot Notice for information purpose only.**

**Manner of registering / updating e-mail address:**

a) Members holding shares in physical mode, who have not registered/ updated their email address with the Company, are requested to register/ update their email address by submitting Form ISR-1 (available on the website of the Company at [www.lotuschocolate.com](http://www.lotuschocolate.com)) duly filled and signed along with requisite supporting documents to CIL Securities Limited at 214, Raghavaratna Towers, Chiragalli Lane, Abids Hyderabad - 500001.

b) Members holding shares in dematerialized mode, who have not registered/ updated their email address with their Depository Participant(s), are requested to register/ update the same with the Depository Participant(s) where they maintain their demat accounts.

The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Friday, March 29, 2024. The results of e-voting will be announced on or before Tuesday, April 02, 2024 and will be displayed on the Company's website at [www.lotuschocolate.com](http://www.lotuschocolate.com) and the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com). The results will be simultaneously be communicated to the Stock Exchange i.e. BSE Limited and will also be displayed at the registered office of the Company.


In case of any query on e-voting, members may refer to tab "Help" on CDSL's website and download therefrom FAQs / User Manual(s) for e-voting at [www.evotingindia.com](http://www.evotingindia.com). Contact details for addressing e-voting related queries/grievances, if any:

Shri Rakesh Dandi, Sr. Manager, CDSL, A Wing, 25<sup>th</sup> Floor, Marathon Futrex, Mafatal Mill Complex, N M Joshi Marg, Lower Parel (East), Mumbai - 400013, Email: [helpdesk.evoting@cdsindia.com](mailto:helpdesk.evoting@cdsindia.com), Toll-free no. 1800 22 55 33.

By the order of the Board of Directors

Sd/-  
Utsav Saini  
Company Secretary & Compliance Officer

Place: Mumbai  
Date: February 28, 2024



**PHF LEASING LIMITED**  
Regd. Off : 87, Radio Colony, Jalandhar - 144001, Punjab  
E-Mail id : [phf\\_leasingltd@yahoo.co.in](mailto:phf_leasingltd@yahoo.co.in) Website : [www.phfleasing.com](http://www.phfleasing.com)  
CIN : L65110PB1992PLC012488 Ph : +91 91151-00401

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-ordinary General Meeting (EGM) of the members of the Company will be convened through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") in compliance with applicable provisions of the Companies Act 2013 and the rules notified thereunder, read with Circulars issued by Ministry of Corporate Affairs Securities & Exchange of Board of India ("Circulars"), to transact the special business set forth in the Notice of EGM to be held on March 21, 2024.

The Company has appointed Ms. Sakritha Jayee (M No. A61678), Practicing Company Secretary as the Scrutinizer for conducting the e-voting process in accordance with the law in a fair and transparent manner.

In compliance with the Circulars, EGM Notice along with the Explanatory Statement, has been sent via email to those Shareholders who have registered their email IDs with the Company/ Depository Participant/Registrar on or before Friday, February 16, 2024.

The Notice of the EGM will also be available on the Company's website at [www.phfleasing.com](http://www.phfleasing.com), on the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of Stock Exchange i.e. Metropolitan Stock Exchange of India at [www.mseil.in](http://www.mseil.in).

**Manner of registering/updating e-mail address**

Further, Shareholders holding shares in dematerialized mode, are requested to register their email addresses and mobile numbers with their relevant depositories through their depository participants. However, for temporary registration for the purpose of obtaining this notice, shareholders may register their email ids with the Company by writing to Ms. Shikha Kapoor, Company Secretary & Compliance Officer at the email ID [compliance@phfleasing.com](mailto:compliance@phfleasing.com) by providing DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy), AADHAR (self attested scanned copy).

Shareholders holding shares in physical mode are requested to register their email ids with the Company by writing to Ms. Shikha Kapoor, Company Secretary & Compliance Officer at the email ID [compliance@phfleasing.com](mailto:compliance@phfleasing.com) by quoting your Folio No., Name, scanned copy of the share certificate (front and back), PAN (self attested scanned copy), AADHAR (self attested scanned copy).

**Remote e-voting and voting during EGM**

The Company is also providing facility to its members to cast their vote remotely on the business as set forth in the Notice of the EGM through electronic voting system. The manner of e-voting is defined as below:

1. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Thursday, March 14, 2024, shall only be entitled to avail the facility of remote e-voting.

2. The remote e-voting period commences on Monday, March 18, 2024 (9:00 a.m. IST) and ends on Wednesday, March 20, 2024 (5:00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

3. Any person who acquires shares of the Company and becomes the member of the Company after sending of this Notice and holding shares as on the cut-off date, may obtain the log in id and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [admin@skylintert.com](mailto:admin@skylintert.com). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing user id and password.

4. The procedure for e-voting on the day of the EGM is same as the instructions mentioned for Remote e-voting in the notice.

5. Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the EGM.

6. Shareholders who have voted through Remote e-voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

For detailed instructions relating to attending the meeting through VC or OAVM, please refer to the Notice.


If you have any queries or issues regarding attending EGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at toll free no.: 022-4886 7000 and 022-2499 7000.

For PHF Leasing Limited  
Sd/-  
Vijay Kumar Sareen  
Whole Time Director, DIN: 07978240

Place: Jalandhar  
Date: February 28, 2024

**"IMPORTANT"**

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**Zydus Lifesciences Limited**  
CIN: L24230GJ1995PLC025878  
Registered Office: Zydus Corporate Park, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Sarkhej - Gandhinagar Highway, Near Vaishnodevi Circle, Ahmedabad- 382 481, Gujarat, India  
Contact Person: Mr. Dhaval N. Soni, Company Secretary & Compliance Officer  
Tel. No.: +91 79 48040338; E-mail: [dhavalsoni@zyduslife.com](mailto:dhavalsoni@zyduslife.com); Website: [www.zyduslife.com](http://www.zyduslife.com)

**NOTICE TO ELIGIBLE SHAREHOLDERS IN REGARD TO BUYBACK OF EQUITY SHARES**

1. This advertisement ("Advertisement") is being issued by Zydus Lifesciences Limited ("Company"), to the Eligible Shareholders holding Equity Shares as on the Record Date (i.e., February 23, 2024), in regard to the buyback of not exceeding 59,70,149 (fifty nine lakh seventy thousand one hundred and forty nine) fully paid-up equity shares having face value of INR 1/- (Indian Rupee one only) each ("Equity Shares"), on a proportionate basis, through the "tender offer" route in accordance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") using Stock Exchange Mechanism at a price of INR 1,005/- (Indian Rupees one thousand and five only) per Equity Share, payable in cash, for an aggregate amount not exceeding INR 600,00,00,000/- (Indian Rupees six hundred crore only) excluding Transaction Costs ("Buyback"). The Public Announcement dated February 12, 2024 was published on February 13, 2024.

2. The Company has also sent the Letter of Offer dated February 27, 2024 along with the Tender Form electronically to all Equity Shareholders/ Beneficial Owners of Equity Shares as on the Record Date who have registered their e-mail ID's with the Company or the Depositories, in accordance with the Buyback Regulations and such other circulars or notifications, as may be applicable. Further, in terms of Regulation 9(ii) of the Buyback Regulations, if the Company receives a request from any Eligible Shareholder for a physical copy of the Letter of Offer, the same shall be provided. Please refer to paragraph 20.27 of the Letter of Offer for further details.

3. The brief schedule of activities in relation to the Buyback are set out below:

Activity	Date	Day
Buyback Opening Date	February 29, 2024	Thursday
Buyback Closing Date	March 6, 2024	Wednesday
Last date of receipt of completed Tender Form and other specified documents by the Registrar to the Buyback	March 6, 2024	Wednesday

For a detailed schedule of activities, please refer to page 4 of the Letter of Offer.

4. The details of the Buyback Entitlement are as follows:

Category	Indicative Entitlement Ratio of Buyback*
Reserved Category (for Small Shareholders)	6 Equity Shares out of every 67 Equity Shares held on the Record Date
General Category (for other Eligible Shareholders)	2 Equity Shares out of every 395 Equity Shares held on the Record Date

\*The above Ratio of Buyback is approximate and provides an indicative Buyback Entitlement. Any computation of entitled Equity Shares using the above Ratio of Buyback may provide a slightly different number due to rounding-off. The actual Buyback Entitlement for Reserved Category for Small Shareholders is 8.95678938% and General Category for all other Eligible Shareholders is 0.50634566%.

5. For further information on the ratio of Buyback as per the Buyback Entitlement in each category, please refer paragraph 19.6 on page no. 51 of the Letter of Offer.

6. Eligible Shareholders can also check their Entitlement on the website of the Registrar to the Buyback by following the steps given below:

a) Click on <https://web.linkintime.co.in/Offer/Default.aspx>

b) Select the name of the Company - Zydus Lifesciences Limited

c) Select holding type - "Physical" or "NSDL" or "CDSL" or "PAN"

d) Based on the option selected above, enter your "Folio Number" or "NSDL DPID/Client ID" or "CDSL DPID/Client ID" or "PAN"

e) Enter the security code and click on submit



f) Then click on 'View' button

g) The entitlement will be provided in the pre-filled 'FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT'.

7. A copy of the Letter of Offer (along with the Tender Form) is available on the websites of the Company ([www.zyduslife.com](http://www.zyduslife.com)), Manager to the Buyback ([www.icicisecurities.com](http://www.icicisecurities.com)), Registrar to the Buyback ([www.linkintime.co.in](http://www.linkintime.co.in)) and is expected to be available on the websites of SEBI ([www.sebi.gov.in](http://www.sebi.gov.in)), NSE ([www.nseindia.com](http://www.nseindia.com)) and BSE ([www.bseindia.com](http://www.bseindia.com)).

8. In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board accepts full and final responsibility for all the information contained in this Advertisement and confirms that this Advertisement contains true, factual and material information and does not contain any misleading information.

9. Capitalised terms used but not defined in this Advertisement shall have the meaning ascribed to such terms in the Letter of Offer.

MANAGER TO THE BUYBACK	REGISTRAR TO THE BUYBACK
 <p><b>ICICI Securities Limited</b> Address: ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025, Maharashtra, India Tel. no.: +91 22 6807 7100; Fax no.: +91 22 6807 7801 Contact person: Abhijit Diwan / Sumit Singh Email: <a href="mailto:abhijit.diwan@icicisecurities.com">abhijit.diwan@icicisecurities.com</a>; <a href="mailto:sumitkumar.singh@icicisecurities.com">sumitkumar.singh@icicisecurities.com</a> Website: <a href="http://www.icicisecurities.com">www.icicisecurities.com</a> SEBI registration no.: INM000011179 Validity period: Permanent</p>	 <p><b>Link Intime India Private Limited</b> Address: C 101, 1st Floor, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400083, Maharashtra, India Tel. no.: +91 22 4918 6200; Fax no.: +91 22 4918 6195 Contact person: Shanti Gopalkrishnan Email: <a href="mailto:zyduslife.buyback2024@linkintime.co.in">zyduslife.buyback2024@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> SEBI registration no.: INR000004058 Validity period: Permanent</p>

For and on behalf of the Board of Directors of  
**Zydus Lifesciences Limited**

Sd/-  
Dhaval N. Soni  
Company Secretary & Compliance Officer  
Membership No.: F7063

Date : February 27, 2024  
Place: Ahmedabad



