

Date: May 10, 2024

To, The Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 530457

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Receipt of pre-offer advertisement from Vivro Financial Services Private Limited.

Dear Sir/Madam,

In terms of Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the pre-offer advertisement made pursuant to provisions of Regulation 18(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as received by the Company from Vivro Financial Services Private Limited.

This is for your information and records.

Thanking You.

Yours faithfully,

For Cinerad Communications Limited

Ebrahim Nimuchwala Company Secretary & Compliance Officer









#### **Vivro Financial Services Private Limited**

Regd. Office:

Vivro House, 11, Shashi Colony, Opp. Suvidha Shopping Center, Paldi, Ahmedabad, Gujarat, India - 380 007

Tel.: + 91 (79) 4040 4242 www.vivro.net

Date: May 10, 2024

To,

The Board of Directors,

**Cinerad Communications Limited** 

80, Burtolla Street, Kolkata - 700007, West Bengal, India

Sub: Submission of Pre-offer Advertisement pursuant to the provisions of Regulation 18(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")

Ref.: Open Offer for the acquisition of up to 49,82,098 Equity Shares of Cinerad Communications Limited ("Target Company") by Pankaj Ramesh Samani ("Acquirer No. 1"), Kaushal Uttam Shah ("Acquirer No. 2") UGPatwardhan Services Private Limited ("Acquirer No. 3"), Ganesh Natarajan ("Acquirer No. 4"), Uma Ganesh Natarajan ("Acquirer No. 5"), Manoj Manohar Panvelkar ("Acquirer No. 6"), Nitin Neminath Patll ("Acquirer No. 7") and Basanta Kumar Swain ("Acquirer No. 8").

Dear Sir/Madam,

With reference to the captioned subject, the Pre-Offer Advertisement is published today i.e., on May 10, 2024, pursuant to Regulation 18(7) of SEBI SAST Regulations, in the following newspaper:

S. No.	Newspaper	Language	Edition
1,,	Financial Express	English	All
2.	Jansatta	Hindi	All
3.	Navshakti	Marathi	Mumbai
4.	Fk Din	Bengali	Kolkata

Please find enclosed a copy of the Pre-offer Advertisement published in Financial Express (English) for your reference and records. Request you to disseminate the said information on your website.

Thanking you,

Yours Faithfully,

For, Vivro Financial Services Private Limited

Jayesh Vithlani

**SVP - Capital Markets** 

PRE-OFFER AADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTAINTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

#### UNICATIONS LIM CINERAD COMI

Corporate Identification Number: L92100WB1986PLC218825

Registered Office: 80. Burtolla Street. Kolkata – 700007. West Bengal. India | Phone: +91-77199 13351 | E-mail ID: cinerad@gttsolutions.in | Website: www.cineradcommunications.com

OPEN OFFER FOR ACQUISITION OF UP TO 49,82,098 (FORTY NINE LAKHS EIGHTY TWO THOUSAND NINETY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- (INDIAN RUPEES TEN) EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX) PERCENT OF THE EMERGING VOTING CAPITAL OF THE TARGET COMPANY FROM THE PUBLIC SHAREHOLDERS OF CINERAD COMMUNICATIONS LIMITED, BY PANKAJ RAMESH SAMANI ("ACQUIRER NO. 1"), KAUSHAL UTTAM SHAH ("ACQUIRER NO. 2") UGPATWARDHAN SERVICES PRIVATE LIMITED ("ACQUIRER NO. 3"), GANESH NATARAJAN ("ACQUIRER NO. 4"), UMA GANESH NATARAJAN ("ACQUIRER NO. 5"), MANOJ MANOHAR PANVELKAR ("ACQUIRER NO. 6"), NITIN NEMINATH PATIL ("ACQUIRER NO. 7") AND BASANTA KUMAR SWAIN ("ACQUIRER NO. 8") (HEREINAFTER, COLLECTIVELY REFERRED TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE SEBI (SAST) REGULATIONS (THE "OPEN OFFER" OR "OFFER").

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

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated January 22, 2024 ("PA"); (b) the Detailed Public Statement dated January 29, 2024, that was published in Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Ek Din (Bengali) ("Newspapers") on January 30, 2024 ("DPS"); (c) the Draft Letter of Offer dated February 6. 2024 ("DLOF") and (e) the Letter of Offer dated May 4, 2024 ("LOF"); e) Recommendation of Committee of independent directors of the Target Company which were approved on May 7, 2024 and published in Newspapers on May 8, 2024 ("IDC Recommendation") (the PA, DPS, DLOF, LOF and IDC Recommendation are herein collectively referred to as "Offer Document") issued by the manager on behalf of the Acquirers. This Pre-Offer Advertisement is being published in all the Newspapers in which the DPS was published.

The Public Shareholders of the Target Company are requested to make a note of the following details relevant to the Offer

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

- Offer Price: The Open Offer is made at a price of ₹10/- (Indian Rupees Ten only) per Offer Shares determined in accordance with Regulation 8(1) and Regulation 8(2) of the SEBI (SAST) Regulations. Assuming full acceptance, the total consideration payable by the Acquirers under the Open Offer will be ₹ 4,98,20,980/- (Indian Rupees Four Crore Ninety-Eight Lakhs Twenty Thousand Nine Hundred Eighty only).
- Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on May 7, 2024 and published in Newspapers on May 8, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations
- Other details of the Offer.
- This Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST)
- The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e. April 26, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email and speed post on May 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer, Sellers and Promoters of the Target Company).
- A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the 3.3 procedure mentioned in the LOF.
- 3.4 Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Niche Technologies Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
- In case of non-receipt/non-availability of the LOF / Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholders), stating name, address, number of shares held, client ID number, DP name, DP ID number, number of Equity Shares being tendered, and other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Offer. The procedure for tendering the Equity Shares in the Offer is as below:
- For Holding Equity Shares in The Physical Form:

6.2

6.3

Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents in the manner as set out in paragraph 8.3 on page 42 of the LOF.

4.2 For Holding Equity Shares in The Dematerialized Form:

Date of closure of Tendering Period (Offer Closing Date)

Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.2 on page 41 of the LOF. In accordance with Regulations 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on February 6, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/15797/1 dated May 2, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). SEBI's observations have been incorporated in

- Material Changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
  - Clause 3.2 of Paragraph II (Background of the offer) of the DPS shall be read as follows:
- Below is the table summarizing the details of sale and acquisition of equity shares of GTT and equity shares proposed to be issued by the

Company to the shareholders of GTT: Sr. No. Selling Shareholders of GTT No. of equity shares of GTT No. of equity shares of Company to be

		to be sold/ transferred	issued under swap arrangement
1	Ganesh Natarajan	3,02,123	49,85,030
2	Uma Ganesh Natarajan	75,890	12,52,185
	Total	3,78,013	62,37,215
The Sched	ule of activities as mentioned in the def	inition of Tendering Period on page no. 11	and at clause 7.1.6. on page no. 36 of the LOF

is updated as follows: Date of commencement of Tendering Period (Offer Opening Date) Monday, May 13, 2024

Clause 1.2 of the DPS has been modified in the LOF and appears at clause 4.1.2 on page no. 20 of the LOF which is as follows:	
Acquirer-1 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition	
of 9.00.000 Equity Shares pursuant to consummation of SPAs. Acquirer-1 has not acquired any Equity Shares of the Target Company	

Monday, May 27, 2024

- between the date of PA i.e., January 22, 2024, and the date of this LOF. Clause 1.4 of the DPS has been modified in the LOF and appears at clause 4.1.4 on page no. 20 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-1 is the Managing Director of the Target Company. Clause 1.5 of the DPS has been modified in the LOF and appears at clause 4.1.5 on page no. 20 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-1 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer Further, Acquirer-1 is also interested to the extent of his shareholding in the Target Company and remuneration payable to him for being on the Board of Directors of the Target
- Clause 2.2 of the DPS has been modified in the LOF and appears at clause 4.2.2 on page no. 21 of the LOF which is as follows: Acquirer-2 holds 5,59,771 Equity Shares representing 2.92% of the Emerging Voting Capital of the Target Company. Except for acquisition of 5,59,771 Equity Shares pursuant to consummation of SPAs, Acquirer-2 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 2.4 of the DPS has been modified in the LOF and appears at clause 4.2.4 on page no. 21 of the LOF which is as follows: As of the date of this LOF, Acquirer-2 is a Non-Executive Director of the Target Company.
- Clause 2.5 of the DPS has been modified in the LOF and appears at clause 4.2.5 on page no. 21 of the LOF which is as follows: As of the date of this LOF, Acquirer-2 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-2 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company. The following paragraph has been incorporated at clause 4.3.3 on page no. 22 of the LOF which is as follows:
- Acquirer-3 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition of 9,00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-3 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.10 Clause 3.5 of the DPS has been modified in the LOF and appears at clause 4.3.6 on page no. 22 of the LOF which is as follows: As of the date of this LOF, Acquirer-3 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-3 is also interested to the extent of its shareholding in the Target Company. 6.11 Clause 4.2 of the DPS has been modified in the LOF and appears at clause 4.4.2 on page no. 24 of the LOF which is as follows:
- Acquirer-4 holds 49,85,130 Equity Shares representing 26.02% of the Emerging Voting Capital of the Target Company. Except for acquisition of 49,85,130 Equity Shares pursuant to consummation of SPAs, Acquirer-4 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.12 Clause 4.4 of the DPS has been modified in the LOF and appears at clause 4.4.4 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 is a Non-Executive Director of the Target Company.
- 6.13 Clause 4.5 of the DPS has been modified in the LOF and appears at clause 4.4.5 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-4 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.14 Clause 5.2 of the DPS has been modified in the LOF and appears at clause 4.5.2 on page no. 25 of the LOF which is as follows: Acquirer-5 holds 12,52,285 Equity Shares representing 6.54% of the Emerging Voting Capital of the Target Company. Except for acquisition of 12,52,285 Equity Shares pursuant to consummation of SPAs, Acquirer-5 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.15 Clause 5.5 of the DPS has been modified in the LOF and appears at clause 4.5.5 on page no. 25 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-5 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-5 is also interested to the extent of her shareholding in the Target Company. 6.16 Clause 6.2 of the DPS has been modified in the LOF and appears at clause 4.6.2 on page no. 26 of the LOF which is as follows:
- Acquirer-6 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company. Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-6 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF 6.17 Clause 6.5 of the DPS has been modified in the LOF and appears at clause 4.6.5 on page no. 26 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-6 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-6 is also interested to the extent of his shareholding in the Target Company 6.18 Clause 7.2 of the DPS has been modified in the LOF and appears at clause 4.7.2 on page no. 26 of the LOF which is as follows:

- Acquirer-7 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company. Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-T has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.19 Clause 7.4 of the DPS has been modified in the LOF and appears at clause 4.7.4 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 is a Non-Executive Director of the Target Company
- 6.20 Clause 7.5 of the DPS has been modified in the LOF and appears at clause 4.7.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-7 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company
- Clause 8.2 of the DPS has been modified in the LOF and appears at clause 4.8.2 on page no. 27 of the LOF which is as follows Acquirer-8 holds 14,77,510 Equity Shares representing 7.71% of the Emerging Voting Capital of the Target Company. Except for acquisition of 14,77,510 Equity Shares pursuant to consummation of SPAs, Acquirer-8 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.22 Clause 8.5 of the DPS has been modified in the LOF and appears at clause 4.8.5 on page no. 27 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-8 does not have any relationship with or interest in the Target Company except for the Underlying Transaction, as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-8 is also interested to the extent of his shareholding in the Target Company. 6.23 Clause 10.2 of the DPS has been modified in the LOF and appears at clause 5.2 on page no. 28 of the LOF which is as follows: The registered office of the Target Company is situated at 80, Burtolla Street, Kolkata – 700007, West Bengal India. Tel. No.: +91-77199
- 13351, Email id: cinerad@gttsolutions.in, website: cineradcommunications.com. There has been change in the registered office of the Target Company from Subol Dutt Building 13, Brabourne Road, Mezzanine Floor, Kolkata- 700001, West Bengal, India to 80, Burtolla Street, Kolkata – 700007, West Bengal, India vide board meeting dated April 22, 2024 6.24 Clause 10.5 of the DPS has been modified in the LOF and appears at clause 5.5 on page no. 29 of the LOF which is as follows: The authorized share capital of the Target Company is ₹ 20,00,00,000 (Rupees Twenty Crores Only) comprising of 2,00,00,000 (Two Crore)
- Equity Shares of the face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 19,16,19,150/- (Rupees Nineteen Crore Sixteen Lakhs Nineteen Thousand One Hundred Fifty Only) comprising 1,91,61,915 Equity Shares of face value of ₹ 10/- each 6.25 Clause 2 of Part V (Financial Arrangements) of the DPS has been modified in the LOF and appears at clause 6.12.2 on page no. 35 of the LOF which is as follows:
  - In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer have opened an escrow account under the name and style of "Cinerad Communications Ltd. - Open Offer Escrow Account" ("Escrow Account") with "Kotak Mahindra Bank Limited", ("Escrow Banker" pursuant to an escrow agreement dated January 23, 2024 ("Escrow Agreement"). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 5,00,00,000 (Rupees Five Crore Only) in the Escrow Account, which is more than 100% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated January 29, 2024 and March 05, 2024.

Clause 1 of Part VI (Statutory and other Approvals) of the DPS has been modified in the LOF and appears at clause 7.3.1. on page no. 39 of

- the LOF which is as follows: As on the date of this LOF, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction. Further, BSE vide letter dated February 29, 2024 issued its inprinciple approval for issue of 28,00,000 Equity Shares to non-promoters on preferential basis for cash consideration and 1,11,61,915 equity shares to promoters on preferential
  - basis pursuant to share swap. Further, shareholders by way of extra-ordinary general meeting had approved the Underlying Transaction on February 16, 2024. If, any other statutory or other approval becomes applicable prior to completion of such acquisitions, the Underlying Transaction contemplated under the SPAs and the Open Offer would be subject to receipt of such statutory approvals and consent of shareholders. The following paragraph has been inserted at clause 3.1.12 on page 17 of the LOF which is as follows:
- 6.27 The Board of Directors of the Target Company, at its meeting held on March 13, 2024, inter-alia approved the following:

a) Appointment and resignation of Directors & KMP:

Sr. No.	Name	Designation	DIN	Reason
1	Pankaj Ramesh Samani	Managing Director	06799990	Appointment
2	Kaushal Uttam Shah	Non-Executive Director	02175130	Appointment
3	Ganesh Natarajan	Non-Executive Director	00176393	Appointment
4	Nitin Neminath Patel	Non-Executive Director	07686672	Appointment
5	Satyam Jaiswal	Independent Director	09282921	Resignation
6	Santosh Choradia	Non-Executive Director	08471379	Resignation
7	Pritika Choraria	Independent Director	08752495	Resignation
8	Nitesh Singh	Independent Director	08751700	Resignation
9	Pradeep Kumar Daga	Non-Executive Director	00080515	Resignation
10	Vinita Daga	Executive Director – CEO-MD	00080647	Resignation
11	Sudhir Kabra	Non-Executive Director	00307213	Resignation
12	Dilip Kumar Hela	Chief Financial Officer	N.A.	Resignation
13	Chirag Samani	Chief Financial Officer	N.A.	Appointment
14	Ebrahim Nimuchwala	Company Secretary	N.A.	Appointment
15	Priti Jain	Company Secretary	N.A.	Resignation

- b) Allotment of Equity Shares to the Acquirers, pursuant to consummation of SPAs. c) Allotment of Equity Shares on Preferential basis to public shareholders as detailed in the notes to clause no. 5.19 of this LOF.
- 6.28 Clause 11.17 of the DPS has been modified in the LOF and appears at clause 3.2.12 on page no. 19 of the LOF which is as follows
- In terms of Regulation 22(2) the Acquirers has deposited 100% of escrow amount as required under Regulation 17 in the escrow account and taken control of the Target Company after expiry of 21 (Twenty-One) working days from the date of this Detailed Public Statement. Accordingly, the Acquirers have been classified as promoters of the Target Company pursuant to consummation of the Underlying
- There are no outstanding convertible instruments (Warrants/FCDs/PCDs) of the Target Company, and the same has been updated at clause 5.16 on page no. 30 of the LOF
- Details regarding the status of the statutory and other approvals:

Activity

To the best of the knowledge and belief of the Acquirers, as on the date of this Pre-Offer Advertisement, there are no other statutory or other approvals required to implement the Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals. Please also refer to paragraphs 3 (Details of the Open Offer) and paragraph 7 (Terms and Conditions of the Open Offer) of the LOF for further details

Original

Schedule of activities.

	Day and Date	Day and Date
Issue of Public Announcement	Monday, January 22, 2024	Monday, January 22, 2024
Publication of DPS in newspapers	Tuesday, January 30, 2024	Tuesday, January 30, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Tuesday, February 6, 2024	Tuesday, February 6, 2024
Last date for Public Announcement for competing offer	Wednesday, February 21, 2024	Wednesday, February 21, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Wednesday, February 28, 2024	Thursday, May 02, 2024
Identified Date	Friday, March 01, 2024	Friday, April 26, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Monday, March 11, 2024	Monday, May 13, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Wednesday, March 13, 2024	Wednesday, May 08, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Thursday, March 14, 2024	Friday, May 10, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Friday, March 15, 2024	Friday, May 10, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Monday, March 18, 2024	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Tuesday, April 02, 2024	Monday, May 27, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, April 19, 2024	Monday, June 10, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, April 26, 2024	Tuesday, June 18, 2024
Last Date of Filing the Final report to SEBI	Friday, April 26, 2024	Tuesday, June 18, 2024
The Acquirers and their directors accept full responsibility for the in	formation contained in this Pre-O	ffer Advertisement (other than such

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

Issued by Manager to the Offer on Behalf of the Acquirers	Registrar to the Offer
VIVRO	
Vivro Financial Services Private Limited	Niche Technologies Private Limited
Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping	3A Auckland Place, 7 th Floor, Room No. 7A & 7B, Kolkata- 700 017
Centre, Paldi, Ahmedabad - 380007. Gujarat. India.	Tel. No.: +91 33 2280 6616 / 17 / 18
Tel No.: 079-4040 4242   SEBI Reg. No.: MB/INM000010122,	SEBI Reg. No.: INR000003290   Website: www.nichetechpl.com
Email: investors@vivro.net   Website: www.vivro.net	Email: nichetechpl@nichetechpl.com
Contact Person: Shivam Patel   CIN: U67120GJ1996PTC029182	Contact Person: Ashok Sen

For and on behalf of the Acquirers

Revised

Pankai Ramesh Samani Acquirer-1

Place: Mumbai Date: May 9, 2024

### CENTRAL RAILWAY

MUMBAI DIVISION PROCUREMENT OF MATERIAL

Tender Notice No.

CWE/MTN/85245755/2024 Tender No.:- 85245755, Item Description: 2 type of TPU ring for 6mm as per RDSO drawing no. CG-20049 One set consist of 32 nos as per drgno. CG-20049 (16 nos of item 1 & item no: 2 each), Quantity: 1640 Sets, Due date for opening - 03-JUN-24, Tender Values: 35685088/-, Complete details of tender is available at Central Railway official website www.ireps.gov.in the complete documents can be

SUN 86 Dy. Chief Material Managers खतरनाक व विस्फोटक सामान के साथ यात्रा करना दंडनीय अपराध है

downloaded from the website.

### CENTRAL RAILWAY

MUMBAI DIVISION

Electric work at Kalyan **OPEN E-TENDER NOTICE** 

The Senior Divisional Electrical Engineer (Traction Rolling Stocks), Electric Loco Shed, Kalyan: 421 301 for and on behalf of President of India invites open E-tender through website www.ireps.gov.in for following works/ services from reputed contractors. Name of Work - Improvement of signage board system at Electric Loco Shed Kalyan, Tender No. ELSKYNWKS23-20-Signage, Approximate Cost of the Work - Rs. 24,96,845,40/- (Incl. GST). EMD/Bid Security - Rs. 49,900/-, Cost of Tender Form - Nil, Completion / Period - 06 Months Instruction: 1. Tender closing date & time of aforesaid tenders: Upto 11.00 hours of 28.05.2024 & will be opened same day after 11.00 hrs and validity of offer is 60 days. 2. Complete details of tenders are available at the website www.ireps.gov.in

SUN 87 Sr. DEE/TRS/Kalyan खतरनाक व विस्फोटक सामान के साथ यात्रा करना दंडनीय अपराध है

and also available in the office of the Sr.

DEE (TRS) Office, Kalyan.

#### CENTRAL RAILWAY **BHUSAWAL DIVISION**

Notice Inviting E-Tenders

E-Tender Notice No. BSL/ACI/Tender/56245229A

STORES/BHUSAWAL/ACL/CENTRAL

RLY, acting for & on behalf of The President of India invites E-Tenders against Tender No. 56245229A Closing Date/Time 10-June-2024 at 11:30 Hrs. Bidders will be able to submit their original/revised bids up to closing date and time only, Manual offers are not allowed against this tender and any such manual offer received shall be ignored. 1) NIT HEADER :- Tender No. 56245229A, Tender Type - Adv. Open Tender, Bidding System - Single Window System, Inspection Agency TPI AGENCY, Publishing Date/Time 08/05/2024, 12:23:38, Estimated Value -5312513.4/-, Closing Date: 10-June-2024, 11:30 hrs., Validity of Offer - 90 Days, Quantity - 93 Number, 2] ITEM **DESCRIPTION: - BEARING BRACKET** (PE) FOR HITACHITR. MOTOR AS PER Drawing - DRG. NO. 10Q-750-245 Alt-O. 3) All detail particular of above Tender are available on website: http://www.ireps.gov.in Dy. Chief Materials Manager

खतरनाक व विस्फोटक सामान के साथ यात्रा करना दंडनीय अपराध है

(ACL) Bhusawal

## **WESTERN RAILWAY**

**ELECTRICAL WORK** Deputy Chief Signal & Telecom Engineer (Construction), II" Floor Annex Bldg, DRM Office, Pratapnagar, Western Railway Vadodara - 390004 invites Tender Notice No.: S&T/C/ BRC/131/2024-25. dated 06.05.2024. Name of the work with its location: Design, Supply, Installation Programming, Testing and Commissioning of Electronic Interlocking (El) System In door & Out-door signalling works at Kundela, TKWA, MORY, & IBS GDSWR in connection with B.G line between Pratapnagar- Ekta Nagar section of Vadodara Division Western Railway, Approx. cost of the work: Rs. 18,79,28,682.19. EMD Rs: 10,89,700/-. Date & time for submission of e-tender and opening of e-tender: Up to 15:00 hrs. on date 27.05.2024 and Opening on date 27.05.2024 at 15:30 hrs. Web side particulars and notice for location where complete details can be seen etc.: https://www.ireps.gov.in As above mentioned office address

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For

TENDER PAGES

Contact JITENDRA PATIL

Mobile No.:

9029012015

Landline No.:

67440215

PRE-OFFER AADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTAINTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011. AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

## CINERAD COMMUNICATIONS LIMITED

Registered Office: 80, Burtolla Street, Kolkata – 700007, West Bengal, India | Phone: +91-77199 13351 | E-mail ID: cinerad@gttsolutions.in | Website: www.cineradcommunications.com

OPEN OFFER FOR ACQUISITION OF UP TO 49,82,098 (FORTY NINE LAKHS EIGHTY TWO THOUSAND NINETY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- (INDIAN RUPEES TEN) EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX) PERCENT OF THE EMERGING VOTING CAPITAL OF THE TARGET COMPANY FROM THE PUBLIC SHAREHOLDERS OF CINERAD COMMUNICATIONS LIMITED, BY PANKAJ RAMESH SAMANI ("ACQUIRER NO. 1"), KAUSHAL UTTAM SHAH ("ACQUIRER NO. 2") UGPATWARDHAN SERVICES PRIVATE LIMITED ("ACQUIRER NO. 3"), GANESH NATARAJAN ("ACQUIRER NO. 4"), UMA GANESH NATARAJAN ("ACQUIRER NO. 5"), MANOJ MANOHAR PANVELKAR ("ACQUIRER NO. 6"), NITIN NEMINATH PATIL ("ACQUIRER NO. 7") AND BASANTA KUMAR SWAIN ("ACQUIRER NO. 8") (HEREINAFTER, COLLECTIVELY REFERRED TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE SEBI (SAST) REGULATIONS (THE "OPEN OFFER" OR "OFFER").

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

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated January 22, 2024 ("PA"); (b) the Detailed Public Statement dated January 29, 2024, that was published in Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Ek Din (Bengali) ("Newspapers") on January 30, 2024 ("DPS"); (c) the Draft Letter of Offer dated February 6, 2024 ("DLOF") and (e) the Letter of Offer dated May 4, 2024 ("LOF"); e) Recommendation of Committee of independent directors of the Target Company which were approved on May 7, 2024 and published in Newspapers on May 8, 2024 ("IDC Recommendation") (the PA, DPS, DLOF, LOF and IDC Recommendation are herein collectively referred to as "Offer Document") issued by the manager on behalf of the Acquirers.

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

The Public Shareholders of the Target Company are requested to make a note of the following details relevant to the Offer. Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF.

- Offer Price: The Open Offer is made at a price of ₹10/- (Indian Rupees Ten only) per Offer Shares determined in accordance with Regulation 8(1) and Regulation 8(2) of the SEBI (SAST) Regulations. Assuming full acceptance, the total consideration payable by the Acquirers under the Open Offer will be ₹ 4,98,20,980/- (Indian Rupees Four Crore Ninety-Eight Lakhs Twenty Thousand Nine Hundred Eighty only).
- Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on May 7, 2024 and published in Newspapers on May 8, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations.
  - Other details of the Offer.
- This Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST)
- The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e. April 26, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email and speed post on May 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer, Sellers and Promoters of the Target Company)
- A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
- Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Niche Technologies Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
- In case of non-receipt/non-availability of the LOF / Form of Acceptance-cum-Acknowledgement. Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholders), stating name, address, number of shares held, client ID number, DP name, DP ID number, number of Equity Shares being tendered, and other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Offer.
  - The procedure for tendering the Equity Shares in the Offer is as below:
- For Holding Equity Shares in The Physical Form:

Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents in the manner as set out in paragraph 8.3 on page 42 of the LOF.

- 4.2 For Holding Equity Shares in The Dematerialized Form: Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker
- and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.2 on page 41 of the LOF. In accordance with Regulations 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on February 6, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/15797/1 dated May 2, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). SEBI's observations have been incorporated in the LOF.
- Material Changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
- Clause 3.2 of Paragraph II (Background of the offer) of the DPS shall be read as follows: Below is the table summarizing the details of sale and acquisition of equity shares of GTT and equity shares proposed to be issued by the Company to the shareholders of GTT:

No. of equity shares of Company to be Selling Shareholders of GTT No. of equity shares of GTT to be sold/ transferred issued under swap arrangement 3,02,123 49,85.030 Ganesh Natarajan Uma Ganesh Natarajan 75,890 12,52,185 Total 3,78,013 62,37,215

6.2 The Schedule of activities as mentioned in the definition of Tendering Period on page no. 11 and at clause 7.1.6. on page no. 36 of the LOF

	Date of commencement of Tendering Period (Offer Opening Date)	Monday, May 13, 2024
	Date of closure of Tendering Period (Offer Closing Date)	Monday, May 27, 2024
5	Clause 1.3 of the DDC has been modified in the LOE and appears at clause 4.1.2 on page to	20 of the LOE which is an follower

- Clause 1.2 of the DPS has been modified in the LOF and appears at clause 4.1.2 on page no. 20 of the LOF which is as follows: Acquirer-1 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition of 9,00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 1.4 of the DPS has been modified in the LOF and appears at clause 4.1.4 on page no. 20 of the LOF which is as follows: As of the date of this LOF, Acquirer-1 is the Managing Director of the Target Company.
- Clause 1.5 of the DPS has been modified in the LOF and appears at clause 4.1.5 on page no. 20 of the LOF which is as follows: As of the date of this LOF, Acquirer-1 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-1 is also interested to the extent of his shareholding in the Target Company and remuneration payable to him for being on the Board of Directors of the Target Company.
- Clause 2.2 of the DPS has been modified in the LOF and appears at clause 4.2.2 on page no. 21 of the LOF which is as follows: Acquirer-2 holds 5,59,771 Equity Shares representing 2.92% of the Emerging Voting Capital of the Target Company. Except for acquisition of 5,59,771 Equity Shares pursuant to consummation of SPAs, Acquirer-2 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 2.4 of the DPS has been modified in the LOF and appears at clause 4.2.4 on page no. 21 of the LOF which is as follows: As of the date of this LOF, Acquirer-2 is a Non-Executive Director of the Target Company.
- Clause 2.5 of the DPS has been modified in the LOF and appears at clause 4.2.5 on page no. 21 of the LOF which is as follows: As of the date of this LOF, Acquirer-2 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-2 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- The following paragraph has been incorporated at clause 4.3.3 on page no. 22 of the LOF which is as follows: Acquirer-3 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition of 9,00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-3 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.10 Clause 3.5 of the DPS has been modified in the LOF and appears at clause 4.3.6 on page no. 22 of the LOF which is as follows: As of the date of this LOF, Acquirer-3 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-3 is also interested to the extent of its shareholding in the Target Company.
- 6.11 Clause 4.2 of the DPS has been modified in the LOF and appears at clause 4.4.2 on page no. 24 of the LOF which is as follows: Acquirer-4 holds 49,85,130 Equity Shares representing 26.02% of the Emerging Voting Capital of the Target Company. Except for acquisition of 49,85,130 Equity Shares pursuant to consummation of SPAs, Acquirer-4 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.12 Clause 4.4 of the DPS has been modified in the LOF and appears at clause 4.4.4 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 is a Non-Executive Director of the Target Company.
- 6.13 Clause 4.5 of the DPS has been modified in the LOF and appears at clause 4.4.5 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-4 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.14 Clause 5.2 of the DPS has been modified in the LOF and appears at clause 4.5.2 on page no. 25 of the LOF which is as follows: Acquirer-5 holds 12,52,285 Equity Shares representing 6.54% of the Emerging Voting Capital of the Target Company. Except for acquisition of 12,52,285 Equity Shares pursuant to consummation of SPAs, Acquirer-5 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.15 Clause 5.5 of the DPS has been modified in the LOF and appears at clause 4.5.5 on page no. 25 of the LOF which is as follows: As of the date of this LOF, Acquirer-5 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-5 is also interested to the extent of her shareholding in the Target Company. 6.16 Clause 6.2 of the DPS has been modified in the LOF and appears at clause 4.6.2 on page no. 26 of the LOF which is as follows:
- of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-6 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.17 Clause 6.5 of the DPS has been modified in the LOF and appears at clause 4.6.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-6 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-6 is also interested to the

Acquirer-6 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company, Except for acquisition

extent of his shareholding in the Target Company. 6.18 Clause 7.2 of the DPS has been modified in the LOF and appears at clause 4.7.2 on page no. 26 of the LOF which is as follows:

- Acquirer-7 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company. Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-7 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.19 Clause 7.4 of the DPS has been modified in the LOF and appears at clause 4.7.4 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 is a Non-Executive Director of the Target Company.
- 6.20 Clause 7.5 of the DPS has been modified in the LOF and appears at clause 4.7.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-7 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.21 Clause 8.2 of the DPS has been modified in the LOF and appears at clause 4.8.2 on page no. 27 of the LOF which is as follows: Acquirer-8 holds 14,77,510 Equity Shares representing 7.71% of the Emerging Voting Capital of the Target Company. Except for acquisition of 14,77,510 Equity Shares pursuant to consummation of SPAs, Acquirer-8 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.22 Clause 8.5 of the DPS has been modified in the LOF and appears at clause 4.8.5 on page no. 27 of the LOF which is as follows: As of the date of this LOF, Acquirer-8 does not have any relationship with or interest in the Target Company except for the Underlying Transaction, as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-8 is also interested to the extent of his shareholding in the Target Company.

The registered office of the Target Company is situated at 80, Burtolla Street, Kolkata – 700007, West Bengal India. Tel. No.: +91-77199

13351, Email id: cinerad@gttsolutions.in, website: cineradcommunications.com. There has been change in the registered office of the

6.23 Clause 10.2 of the DPS has been modified in the LOF and appears at clause 5.2 on page no. 28 of the LOF which is as follows:

- Target Company from Subol Dutt Building 13, Brabourne Road, Mezzanine Floor, Kolkata- 700001, West Bengal, India to 80, Burtolla Street, Kolkata - 700007, West Bengal, India vide board meeting dated April 22, 2024. 6.24 Clause 10.5 of the DPS has been modified in the LOF and appears at clause 5.5 on page no. 29 of the LOF which is as follows: The authorized share capital of the Target Company is ₹ 20,00,00,000 (Rupees Twenty Crores Only) comprising of 2,00,00,000 (Two Crore) Equity Shares of the face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is
- ₹ 19,16,19,150/- (Rupees Nineteen Crore Sixteen Lakhs Nineteen Thousand One Hundred Fifty Only) comprising 1,91,61,915 Equity Shares of face value of ₹ 10/- each. 6.25 Clause 2 of Part V (Financial Arrangements) of the DPS has been modified in the LOF and appears at clause 6.12.2 on page no. 35 of the
  - In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer have opened an escrow account under the name and style of "Cinerad Communications Ltd. - Open Offer Escrow Account" ("Escrow Account") with "Kotak Mahindra Bank Limited", ("Escrow Banker") pursuant to an escrow agreement dated January 23, 2024 ("Escrow Agreement"). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 5,00,00,000 (Rupees Five Crore Only) in the Escrow Account. which is more than 100% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated January 29, 2024 and March 05, 2024.
- 6.26 Clause 1 of Part VI (Statutory and other Approvals) of the DPS has been modified in the LOF and appears at clause 7.3.1, on page no. 39 of the LOF which is as follows:

As on the date of this LOF, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction. Further, BSE vide letter dated February 29, 2024 issued its inprinciple approval for issue of 28,00,000 Equity Shares to non-promoters on preferential basis for cash consideration and 1.11,61,915 equity shares to promoters on preferential basis pursuant to share swap. Further, shareholders by way of extra-ordinary general meeting had approved the Underlying Transaction on February 16, 2024. If, any other statutory or other approval becomes applicable prior to completion of such acquisitions, the Underlying Transaction contemplated under the SPAs and the Open Offer would be subject to receipt of such statutory approvals and consent of

6.27 The following paragraph has been inserted at clause 3.1.12 on page 17 of the LOF which is as follows: The Board of Directors of the Target Company, at its meeting held on March 13, 2024, inter-alia approved the following: a) Appointment and resignation of Directors & KMP

Sr. No.	Name	Designation	DIN	Reason
1	Pankaj Ramesh Samani	Managing Director	06799990	Appointment
2	Kaushal Uttam Shah	Non-Executive Director	02175130	Appointment
3	Ganesh Natarajan	Non-Executive Director	00176393	Appointment
4	Nitin Neminath Patel	Non-Executive Director	07686672	Appointment
5	Satyam Jaiswal	Independent Director	09282921	Resignation
6	Santosh Choradia	Non-Executive Director	08471379	Resignation
7	Pritika Choraria	Independent Director	08752495	Resignation
8	Nitesh Singh	Independent Director	08751700	Resignation
9	Pradeep Kumar Daga	Non-Executive Director	00080515	Resignation
10	Vinita Daga	Executive Director - CEO-MD	00080647	Resignation
11	Sudhir Kabra	Non-Executive Director	00307213	Resignation
12	Dilip Kumar Hela	Chief Financial Officer	N.A.	Resignation
13	Chirag Samani	Chief Financial Officer	N.A.	Appointment
14	Ebrahim Nimuchwala	Company Secretary	N.A.	Appointment
15	Priti Jain	Company Secretary	N.A.	Resignation

- Allotment of Equity Shares to the Acquirers, pursuant to consummation of SPAs.
- c) Allotment of Equity Shares on Preferential basis to public shareholders as detailed in the notes to clause no. 5.19 of this LOF. 6.28 Clause 11.17 of the DPS has been modified in the LOF and appears at clause 3.2.12 on page no. 19 of the LOF which is as follows:
- In terms of Regulation 22(2) the Acquirers has deposited 100% of escrow amount as required under Regulation 17 in the escrow account and taken control of the Target Company after expiry of 21 (Twenty-One) working days from the date of this Detailed Public Statement. Accordingly, the Acquirers have been classified as promoters of the Target Company pursuant to consummation of the Underlying
- 6.29 There are no outstanding convertible instruments (Warrants/FCDs/PCDs) of the Target Company, and the same has been updated at clause 5.16 on page no. 30 of the LOF.
- Details regarding the status of the statutory and other approvals:

Activity

To the best of the knowledge and belief of the Acquirers, as on the date of this Pre-Offer Advertisement, there are no other statutory or other approvals required to implement the Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals. Please also refer to paragraphs 3 (Details of the Open Offer) and paragraph 7 (Terms and Conditions of the Open Offer) of the LOF for further details.

Original

Schedule of activities.

A CONTRACTOR	Day and Date	Day and Date
Issue of Public Announcement	Monday, January 22, 2024	Monday, January 22, 2024
Publication of DPS in newspapers	Tuesday, January 30, 2024	Tuesday, January 30, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Tuesday, February 6, 2024	Tuesday, February 6, 2024
Last date for Public Announcement for competing offer	Wednesday, February 21, 2024	Wednesday, February 21, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Wednesday, February 28, 2024	Thursday, May 02, 2024
Identified Date	Friday, March 01, 2024	Friday, April 26, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Monday, March 11, 2024	Monday, May 13, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Wednesday, March 13, 2024	Wednesday, May 08, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Thursday, March 14, 2024	Friday, May 10, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Friday, March 15, 2024	Friday, May 10, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Monday, March 18, 2024	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Tuesday, April 02, 2024	Monday, May 27, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, April 19, 2024	Monday, June 10, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, April 26, 2024	Tuesday, June 18, 2024
Last Date of Filing the Final report to SEBI	Friday, April 26, 2024	Tuesday, June 18, 2024

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

Place: Mumbai

Date: May 9, 2024

Vivro Financial Services Private Limited

Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007, Gujarat, India. Tel No.: 079-4040 4242 | SEBI Reg. No.: MB/INM000010122, Email: investors@vivro.net | Website: www.vivro.net Contact Person: Shivam Patel | CIN: U67120GJ1996PTC029182

Issued by Manager to the Offer on Behalf of the Acquirers

Registrar to the Offer

Niche Technologies Private Limited

Contact Person: Ashok Sen

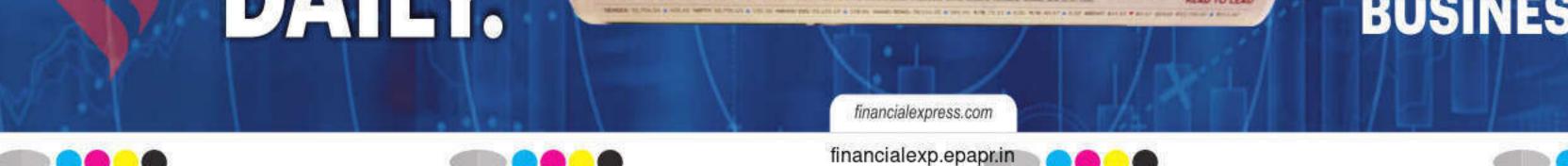
3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700 017 Tel. No.: +91 33 2280 6616 / 17 / 18 SEBI Reg. No.: INR000003290 | Website: www.nichetechpl.com Email: nichetechpi@nichetechpl.com

For and on behalf of the Acquirers

Pankaj Ramesh Samani Acquirer-1

Revised





## 'प्रज्वल के खिलाफ कोई पीड़िता शिकायत दर्ज कराने नहीं पहुंची'

जनसत्ता ब्यूरो नई दिल्ली. 9 मई।

कर्नाटक के सांसद प्रज्वल रेवन्ना के खिलाफ राष्ट्रीय महिला आयोग (एनसीडब्ल्) में शिकायत दर्ज कराने के लिए कोई भी पीडिता आगे नहीं आई और इसके पास पहंची एक महिला शिकायतकर्ता ने आरोप लगाया कि उसे जनता दल (सेक्) नेता के खिलाफ फर्जी शिकायत दर्ज करने के लिए मजबूर किया गया था। आयोग ने गुरुवार को यह जानकारी दी।

आयोग ने कहा कि संबंधित अधिकारियों द्वारा समय पर कार्रवाई रपट प्रस्तृत करने से कई महत्त्वपूर्ण निष्कर्ष सामने आते हैं। मामले की गहन जांच के लिए एक विशेष जांच दल

(एसआइटी) समिति का गठन किया गया है। डाला गया। आयोग ने कहा कि महिला ने आयोग के अनुसार एटीआर से पीड़ितों द्वारा यौन शोषण की शिकायतों के आधार पर दो मामलों के पंजीकरण का संकेत मिलता है।

इसके साथ ही एक रिश्तेदार द्वारा अपहरण के लिए दायर एक अतिरिक्त शिकायत भी दर्ज की गई। आयोग ने कहा कि इस मामले में हालांकि कोई भी पीडिता आयोग में शिकायत दर्ज कराने के लिए आगे नहीं आई है। आयोग ने दावा किया कि एक महिला शिकायतकर्ता तीन व्यक्तियों के खिलाफ शिकायत दर्ज कराने के लिए आयोग में आई थी। इस महिला ने खुद को कर्नाटक पुलिस अधिकारी के रूप में कथित तौर पर पेश किया और उन पर इस मामले में झुठी शिकायत देने के लिए दबाव

बताया कि उसे कई फोन नंबरों से काल कर शिकायत करने की धमकी दी जा रही है।

पीडिता ने स्थिति की गंभीरता को रेखांकित करते हुए अपने परिवार के लिए सुरक्षा की मांग की है। एक अन्य घटनाक्रम में आयोग ने कहा कि आनलाइन शिकायत दर्ज करने वाली 700 महिलाएं एक सामाजिक कार्यकर्ता समृह से जुड़ी हैं और मामले में मुख्य शिकायतकर्ता के साथ उनका कोई प्रत्यक्ष जुड़ाव या संबंध नहीं है। आयोग ने एक पोस्ट में कहा कि राष्ट्रीय महिला आयोग बताना चाहेगा कि प्रज्वल रेवन्ना मामले में 700 महिलाओं ने कोई शिकायत नहीं दी है। कुछ मीडिया चैनल इस संबंध में गलत खबर चला रहे हैं।

# विदेशी प्रतिनिधियों ने भारत की चुनाव प्रक्रिया को सराहा

जनसत्ता ब्यूरो नई दिल्ली, 9 मई।

लोकसभा चुनाव-2024 के बीच भारत पहुंचे 23 देशों के 75 चनाव प्रतिनिधियों की यात्रा गरुवार को समाप्त हो गई। इस दौरान इन्होंने छह राज्यों में प्रत्यक्ष रूप से जाकर चुनाव प्रक्रिया का विस्तार से जायजा लिया। वैश्विक चनाव प्रबंधन निकायों से जड़े सभी प्रतिनिधियों के बीच इस बात को लेकर एक राय बनी कि भारत की चुनाव प्रक्रिया शांतिपूर्ण, समावेशी और समान पूरे भारत में जारी है।

निर्वाचन आयोग ने एक बयान जारी कर बताया

के दौरान मतदान प्रक्रिया का साक्षात अवलोकन करने का अवसर मिला। कुछ सदस्यों ने भारतीय लोकतंत्र के सबसे बड़े पर्व चुनाव में पारदर्शिता की तारीफ की। जबिक कुछ ने चुनाव आयोग द्वारा चुनाव के सफल संचालन के लिए उठाए गए कुछ अहम कदमों की प्रशंसा की। इसमें हरित मतदान केंद्र, इलेक्टानिक वोटिंग मशीन और वीवीपैट के वितरण को लेकर प्रयोग की गई तकनीक की भी विदेशी चुनाव प्रतिनिधियों ने सराहना की है।

लोकतांत्रिक आदर्श को मजबूत बनाने को लेकर भारतीय मतदाताओं की प्रतिबद्धता को भी विदेशी चुनाव प्रतिनिधियों ने अपनी यात्रा के दौरान देखा। अंतरराष्ट्रीय चुनाव प्रतिनिधियों की भारत यात्रा की शुरुआत बीते चार मई को हुई थी। नौ मई को इसका समापन हो गया। आयोग ने 23 देशों के अंतरराष्ट्रीय चुनाव प्रबंधन निकायों से 75 आगंतुकों को आमंत्रित किया था।

30 के अनपालन में 1 के परिवर्तन के लिये समाचार पत्र में प्रकाशन के लिए केन्द्र सरकार, क्षेत्रीय निदेशक (उत्तरी क्षेत्र) दिल्ली कम्पनी अधिनियम, 2013, कम्पनी अधिनियम, 2013 की

धारा 13 (4) तथा कंपनी (निगमन) नियमावली, 2014 के नियम 30 के उप-नियम (5) के क्लॉज (ए) के मामले में

फाउण्डेशन (CIN U80904DL2017NPL315073) जिसका पंजीकत कार्यालय सी-114, एफ∕एफ कार्यालय, फतेहनगर पश्चिम दिल्ली, नई दिल्ली, दिल्ली, भारत-110018 मे है. के मामले में

एतदुद्वारा आम जनता को सूचित किया जाता है कि ''रा.रा क्षेत्र दिल्ली'' से "हरियाणा राज्य" में उसके पंजीकृत कार्यालय को परिवर्तित करने के लिए कंपनी को सक्षम बना के लिए 29 अप्रैल, 2024 को आयोजित असाधारण आमस में पारित विशेष प्रस्ताव के अनुसार कंपनी के मेमोरैंडम ऑफ एसोसिएशन के परिवर्तन की पृष्टि के लिए कंपनी अधिनियम 2013 की धारा 13(4) के अंतर्गत यह कंपनी केन्द्र सरका शक्ति क्षेत्रीय निदेशक को प्राप्त के पास आवेदन करने क प्रस्ताव करती है।

कंपनी के पंजीकृत कार्यालय के इस प्रस्तावित परिवर्तन र यदि किसी व्यक्ति का हित प्रभावित होता हो, वे एमसीए-2 पोर्टल (www.mca.gov.in) पर निवेशक शिकायत प्रपत्र दाखिल करें अथवा उसके ऊपर वर्णित पंजीकृत इस सचना के प्रकाशन की तिथि से चौदह दिनों के भीतर अपने हित की प्रकृति तथा आपत्ति के कारणों का उल्लेख करते हुए एक शपथ पत्र द्वारा समर्थित अपनी आपत्ति क्षेत्रीय निदेशक, कार्पोरेट कार्य मंत्रालय के पतेः पं. दीनदयाल अन्त्योदय भवन. सीजीओ कॉम्प्लैक्स, नई दिल्ली-110003 में जमा करें या जमा कराएं या पंजीकृत डाक से भेजें: कृते एवं के लिये, मै. पडुप फाउण्डेशन

(DIN:00217435) स्थानः सी-114. एफ/एफ कार्यालय. फतेह नगर.

पश्चिम दिल्ली, दिल्ली-110018, भारत

प्रपत्र सं. आइएनसी-26 कंपनी (निगमन) नियम, 2014 के नियम 30 के अनुसरण में

एक सञ्ज्ञ से इसरे राज्य में कंपनी के पंतीकत करवेलिय के परिवर्तन के लिए शमाबार पत्र में प्रकाष्टित के लिए विशापन केंद्र सरकार, (क्षेत्रीय निदेशक), उत्तरी क्षेत्र, दिल्ली के समक्ष कंपनी अधिनियम, 2013 की धारा 13 की उप-धारा (4) और कंपनी (नियमन) निवम, 2014 के निवम 30 के उपनियम (5) के खंड (ए) के मामले में

केनेजी इंडस्ट्रीज प्राइवेट लिमिटेड (जिसे पहले के केमिकल्स प्राप्तंतर विकिटेश के नाम से जाना जाता था। (CIN U24239HR2004PTC096171) इसका पंजीकृत कार्यालय जीएफ-24ए, अगस्त प्वाइंट, सेक्टर-53, गुरूग्राम, हरियाणा-122002 है के मानले में सरकार क्षेत्रीय निदेशक 'उत्तरी क्षेत्र डिल्ली) के समक्ष कंपर्न मीर्रिनियम 2013 की धारा 13 के अधीन आवेदन करने व प्रस्ताव करती है. जिसमें कंपनी अपने परिवृत्त कार्यालय क "हरियाणा राज्य" से "राजस्थान राज्य" में बदतने व सक्षम बनाने के लिए 26 मार्च, 2024 को कंपनी के कॉर्पोरेट कार्वालय ४०१, युडीबी टावर, एसबी-59, बापु नगर, टॉक रोड, पारित विशेष प्रस्ताव के अनुसार कंपनी के मेमोरेंडम ऑक एसोसिशन के परिवर्तन की पृष्टि करने की मान की गई है। कंपनी के पंजीकृत कार्यालय के इस प्रस्तावित परिवर्तन से गरि किसी व्यक्ति का हित प्रभावित होने की संभावना है, तो वह या तो निवेशक शिकायत प्ररूप काइल कर **एमसीए-21 पोर्टल** (www.mca.gov.in) पर शिकायत वर्ज कर सकता । या एक शपथ पत्र जिसमें उनके हिंत का प्रकार और उत्तव विरोध का कारण उल्लिखित हो, एक हलपानामें के साथ अपनी आपति क्षेत्रीय निदेशक, उत्तरी क्षेत्र, बी-2 विंग, दूसरी मंजिल, पर्यावरण भवन, सीजीओ कॉम्पलैक्स, नई दिल्ली- 110003 को इस संबना के प्रकारन की तारीर से 21 दिनों के मीतर पंजीकत डाक द्वारा मेजें और इसकी प्रति आवेदक कंपनी को कपर उल्लिसियत पते पर उसके

लिए और उनकी ओर से केनेर्जी इंडरटीज प्राहवेट लिमिटेड दिनांक: 06.05.2024 डीआईएन: 00253924

पंजीकत कार्यालय में एक प्रति मेजें।



## सूचना

श्रीमती अलका दुग्गल पताः एच-58 कीर्ति नगर नई दिल्ली-110015 द्वारा कोटक महिन्द्रा बैंक की 85/1 ब्लॉक नंबर 2 डब्ल्युएचएस कीर्ति नगर, नई दिल्ली - 110015 स्थित शाखा में किराये पर लिया गया लॉकर पिछले 17 वर्ष 9 माह से निष्क्रिय है और पिछले 5 वर्षों से उसका किराया भी बकाया है।

श्रीमती अलका दग्गल को इससे पहले भेजे गए सभी 3 पत्र जिनमें उनसे लॉकर को संचालित करने का निवेदन किया गया था, वापस लौट आए हैं और उपरोक्त

व्यक्ति से सम्पर्क नहीं किया जा सकता।

अतः इस माध्यम से सुचित किया जाता है कि अगर इस सुचना के बावजूद इस सूचना को जारी किए जाने की तिथि के 90 दिनों के भीतर श्रीमती अलका दग्गल द्वारा उक्त लॉकर का संचालन नहीं किया जाता है तो बैंक की मौजुदा प्रक्रिया के अनुसार उक्त लॉकर [दिनांक] 10 अगस्त 2024 को 12 बजे के आस-पास तोड कर खोल दिया जाएगा।

सिविल प्रक्रिया संहिता. 1908 के आदेश V नियम 20 के साथ पढ़ित एनसीएलटी नियम, 2016 के नियम 38 के तहत प्रतिस्थापित सेवा

के माध्यम से नोटिस राष्ट्रीय कंपनी विधि अधिकरण, नई दिल्ली पीठ –॥ में युनियन बैं क ऑफ इंडिया

सश्री इति अग्रवाल

सीपी (आईबी) नंबर -122 / एनडी / 2023

सुश्री इति अग्रवाल डब्ल्य –39 ग्रेटर कैलाश– 2, दिल्ली–110048 जबकि, श्री राजीव मलिक को युनियन बैंक ऑफ इंडिया बनाम सुश्री इति अग्रवाल (सीपी (आईबी संख्या-122 / एनडी / 2023) के मामले म दिवाला और शोधन अक्षमता संहिता, 2016 की घारा 97(5) के तहत 01.02.2024 को प्राप्त आदेश दिनांक 18.01.2024 के माध्यम से समाधान प्रोफेशनल नियक्त किया गया है। दिवाला और शोधन अक्षमता संहिता 2016 के प्रावधानों और उसके तहत बनाए गए नियमों और विनियमों के अनुसार, व्यक्तिगत गारंटर के अंतिम ज्ञात पर्ते पर सभी इति अग्रवाल, व्यक्तिगत गारंटर की नोटिस भेजे गए थे। यक्तिगत गारंटर को भेजे गए नोटिस

जबकि, राष्ट्रीय कंपनी विधि अधिकरण, नई दिल्ली पीठ —॥ ने आपको दिनांक २२ ०४ २०२४ के आदेश के माध्यम से प्रेषिती को नोटिस जारी किया और अधोहस्ताक्षरी को प्रतिस्थापित सेवा के माध्यम से आपको प्रेषिती की सेवा करने की अनुमति दी है।

खिलीवर नहीं हो पाए **।** 

ध्यान दें कि उपरोक्त मामला अब <u>13.05.2024</u> को माननीय राष्ट्रीय कंपनी विधि अधिकरण, नई दिल्ली पीठ- ॥, नई दिल्ली के समक्ष सूचीबद्ध किया जाएगा। आप या तो व्यक्तिगत रूप से या अपने अधिकृत प्रतिनिधि के माध्यम से उपस्थित हो सकते हैं।

ध्यान दें कि, ऊपर उल्लिखित दिन पर आपकी उपस्थिति के डिफॉल्ट में, आवेदन को आपकी अनुपरिधति में सुना और निर्धारित किया जाएगा । दिनांक: 29.04.2024 स्थान : नई दिल्ली राजीव मलिक

सश्री इति अग्रवाल-पीजी, पीजी से सीडी के समाधान प्रोफेशनल पंजीकरण सं: IBBI/IPA-002/IP-N00391 2018-2019/12115 पताः बी-7 / 18, मियावाली नगर, दिल्ली-110 087 ईमेलः ipmalik2009@gmail.com

फोन:+919810234731

पहुंच में जारी एक प्रक्रिया है जोिक एक पर्व के

कि अंतरराष्ट्रीय चुनाव प्रतिनिधियों ने भारत की निर्वाचन प्रक्रिया की सराहना करते हुए इस बात को लेकर प्रसन्नता जाहिर की कि उन्हें लोकसभा चुनाव

PRE-OFFER AADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTAINTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

CINERAD COMMUNICATIONS LIMITED

Registered Office: 80, Burtolla Street, Kolkata - 700007, West Bengal, India | Phone: +91-77199 13351 | E-mail ID: cinerad@gttsolutions.in | Website: www.cineradcommunications.com

OPEN OFFER FOR ACQUISITION OF UP TO 49,82,098 (FORTY NINE LAKHS EIGHTY TWO THOUSAND NINETY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- (INDIAN RUPEES TEN) EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX) PERCENT OF THE EMERGING VOTING CAPITAL OF THE TARGET COMPANY FROM THE PUBLIC SHAREHOLDERS OF CINERAD COMMUNICATIONS LIMITED, BY PANKAJ RAMESH SAMANI ("ACQUIRER NO. 1"), KAUSHAL UTTAM SHAH ("ACQUIRER NO. 2") UGPATWARDHAN SERVICES PRIVATE LIMITED ("ACQUIRER NO. 3"), GANESH NATARAJAN ("ACQUIRER NO. 4"), UMA GANESH NATARAJAN ("ACQUIRER NO. 5"), MANOJ MANOHAR PANYELKAR ("ACQUIRER NO. 6"), NITIN NEMINATH PATIL ("ACQUIRER NO. 7") AND BASANTA KUMAR SWAIN ("ACQUIRER NO. 8") (HEREINAFTER, COLLECTIVELY REFERRED TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE SEBI (SAST)

REGULATIONS (THE "OPEN OFFER" OR "OFFER"). This pre-offer advertisement cum Corrigendum to the Detailed Public Statement ("Pre-Offer Advertisement") is being issued by Vivro Financial Services Limited, the Manager to the offer ("Manager to the Offer"), for and on behalf of the Acquirers, in compliance with Regulation 18(7) and other applicable provisions of the SEBI (SAST) Regulations.

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated January 22, 2024 ("PA"); (b) the Detailed Public Statement dated January 29, 2024, that was published in Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Ek Din (Bengali) ("Newspapers") on January 30, 2024 ("DPS"); (c) the Draft Letter of Offer dated February 6, 2024 ("DLOF") and (e) the Letter of Offer dated May 4, 2024 ("LOF"); e) Recommendation of Committee of Independent directors of the Target Company which were approved on May 7, 2024 and published in Newspapers on May 8, 2024 ("IDC Recommendation") (the PA, DPS, DLOF, LOF and IDC Recommendation are herein collectively referred to as "Offer Document") issued by the manager on behalf of the Acquirers.

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

The Public Shareholders of the Target Company are requested to make a note of the following details relevant to the Offer.

- Capitalized terms used but not defined in this Pre-Offer Advertisement shall have the meanings assigned to such terms in the LOF Offer Price: The Open Offer is made at a price of ₹10/- (Indian Rupees Ten only) per Offer Shares determined in accordance with Regulation 8(1) and Regulation 8(2) of the SEBI (SAST) Regulations. Assuming full acceptance, the total consideration payable by the Acquirers under
- the Open Offer will be ₹ 4,98,20,980/- (Indian Rupees Four Crore Ninety-Eight Lakhs Twenty Thousand Nine Hundred Eighty only). Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on May 7, 2024 and published in Newspapers on May 8, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is
- Other details of the Offer.
- This Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- The dispatch of the LOF to the Public Shareholders as on the Identified Date i.e. April 26, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email and speed post on May 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LOF are eligible to participate in the Offer (except the Acquirer, Sellers and Promoters of the Target Company).
- A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF.
- Public Shareholders of the Target Company may download the LOF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com) Manager to the Offer (www.vivro.net) or obtain a copy of the same from Niche Technologies Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
- In case of non-receipt/non-availability of the LOF / Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the Offer by providing their application in plain paper in writing signed by all shareholders), stating name, address, number of shares held, client ID number, DP name, DP ID number, number of Equity Shares being tendered, and other relevant documents as mentioned in the LDF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Offer.
- The procedure for tendering the Equity Shares in the Offer is as below:

fair and reasonable in terms of the SEBI (SAST) Regulations.

For Holding Equity Shares in The Physical Form: Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents in the manner as set out in paragraph 8.3 on page 42 of the LOF.

- For Holding Equity Shares in The Dematerialized Form:
- Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.2 on page 41 of the LOF. In accordance with Regulations 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on February 6, 2024. SEBI vide its letter bearing reference number no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/15797/1 dated May 2, 2024, issued its observations on the DLOF in terms of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). SEBI's observations have been incorporated in
- Material Changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
- Clause 3.2 of Paragraph II (Background of the offer) of the DPS shall be read as follows:

Below is the table summarizing the details of sale and acquisition of equity shares of GTT and equity shares proposed to be issued by the Company to the shareholders of GTT:

Sr. No.	Selling Shareholders of GTT	No. of equity shares of GTT to be sold/ transferred	No. of equity shares of Company to be issued under swap arrangement
1	Ganesh Natarajan	3,02,123	49,85,030
2	Uma Ganesh Natarajan	75,890	12,52,185
	Total	3,78,013	62,37,215

6.2 The Schedule of activities as mentioned in the definition of Tendering Period on page no. 11 and at clause 7.1.6. on page no. 36 of the LOF

is updated as follows:	
Date of commencement of Tendering Period (Offer Opening Date)	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Monday, May 27, 2024

- Clause 1.2 of the DPS has been modified in the LOF and appears at clause 4.1.2 on page no. 20 of the LOF which is as follows: Acquirer-1 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company, Except for acquisition of 9,00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 1.4 of the DPS has been modified in the LOF and appears at clause 4.1.4 on page no. 20 of the LOF which is as follows: As of the date of this LOF, Acquirer-1 is the Managing Director of the Target Company.
- Clause 1.5 of the DPS has been modified in the LOF and appears at clause 4.1.5 on page no. 20 of the LOF which is as follows: As of the date of this LOF, Acquirer-1 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-1 is also interested to the extent of his shareholding in the Target Company and remuneration payable to him for being on the Board of Directors of the Target Company
- Clause 2.2 of the DPS has been modified in the LOF and appears at clause 4.2.2 on page no. 21 of the LOF which is as follows: Acquirer-2 holds 5,59,771 Equity Shares representing 2.92% of the Emerging Voting Capital of the Target Company. Except for acquisition of 5,59,771 Equity Shares pursuant to consummation of SPAs, Acquirer-2 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 2.4 of the DPS has been modified in the LOF and appears at clause 4.2.4 on page no. 21 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-2 is a Non-Executive Director of the Target Company. Clause 2.5 of the DPS has been modified in the LOF and appears at clause 4.2.5 on page no. 21 of the LOF which is as follows: As of the date of this LOF. Acquirer-2 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-2 is also interested to the
- extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company. 6.9 The following paragraph has been incorporated at clause 4.3.3 on page no. 22 of the LOF which is as follows: Acquirer-3 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition of 9.00.000 Equity Shares pursuant to consummation of SPAs, Acquirer-3 has not acquired any Equity Shares of the Target Company
- 6.10 Clause 3.5 of the DPS has been modified in the LOF and appears at clause 4.3.6 on page no. 22 of the LOF which is as follows: As of the date of this LOF, Acquirer-3 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-3 is also interested to the extent of its shareholding in the Target Company.
- 6.11 Clause 4.2 of the DPS has been modified in the LOF and appears at clause 4.4.2 on page no. 24 of the LOF which is as follows: Acquirer-4 holds 49,85,130 Equity Shares representing 26.02% of the Emerging Voting Capital of the Target Company. Except for acquisition of 49,85,130 Equity Shares pursuant to consummation of SPAs, Acquirer-4 has not acquired any Equity Shares of the Target Company
- between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.12 Clause 4.4 of the DPS has been modified in the LOF and appears at clause 4.4.4 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 is a Non-Executive Director of the Target Company.

between the date of PA i.e., January 22, 2024, and the date of this LOF.

- 6.13 Clause 4.5 of the DPS has been modified in the LOF and appears at clause 4.4.5 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-4 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.14 Clause 5.2 of the DPS has been modified in the LOF and appears at clause 4.5.2 on page no. 25 of the LOF which is as follows: Acquirer-5 holds 12,52,285 Equity Shares representing 6.54% of the Emerging Voting Capital of the Target Company. Except for acquisition of 12,52,285 Equity Shares pursuant to consummation of SPAs. Acquirer-5 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.15 Clause 5.5 of the DPS has been modified in the LOF and appears at clause 4.5.5 on page no. 25 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-5 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-5 is also interested to the extent of her shareholding in the Target Company. 6.16 Clause 6.2 of the DPS has been modified in the LOF and appears at clause 4.6.2 on page no. 26 of the LOF which is as follows: Acquirer-6 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company, Except for acquisition
- of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-6 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.17 Clause 6.5 of the DPS has been modified in the LOF and appears at clause 4.6.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-6 does not have any relationship with or interest in the Target Company except for the Underlying
- Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-6 is also interested to the extent of his shareholding in the Target Company. 6.18 Clause 7.2 of the DPS has been modified in the LOF and appears at clause 4.7.2 on page no. 26 of the LOF which is as follows:

- Acquirer-7 holds 17,23,745 Equity Shares representing 9.00% of the Emerging Voting Capital of the Target Company, Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-7 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF. 6.19 Clause 7.4 of the DPS has been modified in the LOF and appears at clause 4.7.4 on page no. 26 of the LOF which is as follows:
- As of the date of this LOF, Acquirer-7 is a Non-Executive Director of the Target Company.
- 6.20 Clause 7.5 of the DPS has been modified in the LOF and appears at clause 4.7.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-7 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- Clause 8.2 of the DPS has been modified in the LOF and appears at clause 4.8.2 on page no. 27 of the LOF which is as follows: Acquirer-8 holds 14,77,510 Equity Shares representing 7.71% of the Emerging Voting Capital of the Target Company. Except for acquisition of 14,77,510 Equity Shares pursuant to consummation of SPAs, Acquirer-8 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.22 Clause 8.5 of the DPS has been modified in the LOF and appears at clause 4.8.5 on page no. 27 of the LOF which is as follows: As of the date of this LOF, Acquirer-8 does not have any relationship with or interest in the Target Company except for the Underlying Transaction, as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer Further, Acquirer-8 is also interested to the extent of his shareholding in the Target Company. 6.23 Clause 10.2 of the DPS has been modified in the LOF and appears at clause 5.2 on page no. 28 of the LOF which is as follows:
- The registered office of the Target Company is situated at 80, Burtolla Street, Kolkata 700007, West Bengal India. Tel. No.: +91-77199 13351, Email id: cinerad@gttsolutions.in, website: cineradcommunications.com. There has been change in the registered office of the Target Company from Subol Dutt Building 13, Brabourne Road, Mezzanine Floor, Kolkata- 700001, West Bengal, India to 80, Burtolla Street, Kolkata – 700007, West Bengal, India vide board meeting dated April 22, 2024. 6.24 Clause 10.5 of the DPS has been modified in the LOF and appears at clause 5.5 on page no. 29 of the LOF which is as follows:
- The authorized share capital of the Target Company is ₹ 20,00,00,000 (Rupees Twenty Crores Only) comprising of 2,00,00,000 (Two Crore) Equity Shares of the face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 19,16,19,150/- (Rupees Nineteen Crore Sixteen Lakhs Nineteen Thousand One Hundred Fifty Only) comprising 1,91,61,915 Equity Shares of face value of ₹ 10/- each. 6.25 Clause 2 of Part V (Financial Arrangements) of the DPS has been modified in the LOF and appears at clause 6.12.2 on page no. 35 of the
- LOF which is as follows: In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer have opened an escrow account under the name and style of "Cinerad Communications Ltd. - Open Offer Escrow Account" ("Escrow Account") with "Kotak Mahindra Bank Limited", ("Escrow Banker" pursuant to an escrow agreement dated January 23, 2024 ("Escrow Agreement"). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 5,00,00,000 (Rupees Five Crore Only) in the Escrow Account, which is more than 100% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations.
- The cash deposit has been confirmed by the Escrow Banker by way of a confirmation letter dated January 29, 2024 and March 05, 2024. 6.26 Clause 1 of Part VI (Statutory and other Approvals) of the DPS has been modified in the LOF and appears at clause 7.3.1. on page no. 39 of the LOF which is as follows:
  - As on the date of this LOF, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction. Further, BSE vide letter dated February 29, 2024 issued its inprinciple approval for issue of 28,00,000 Equity Shares to non-promoters on preferential basis for cash consideration and 1,11,61,915 equity shares to promoters on preferential basis pursuant to share swap. Further, shareholders by way of extra-ordinary general meeting had approved the Underlying Transaction on February 16, 2024. If, any other statutory or other approval becomes applicable prior to completion of such acquisitions, the Underlying Transaction contemplated under the SPAs and the Open Offer would be subject to receipt of such statutory approvals and consent of
- 6.27 The following paragraph has been inserted at clause 3.1.12 on page 17 of the LOF which is as follows:

The Board of Directors of the Target Company, at its meeting held on March 13, 2024, inter-alia approved the following:

Sr. No.	Name	Designation	DIN	Reason
1	Pankaj Ramesh Samani	Managing Director	06799990	Appointment
2	Kaushal Uttam Shah	Non-Executive Director	02175130	Appointment
3	Ganesh Natarajan	Non-Executive Director	00176393	Appointment
4	Nitin Neminath Patel	Non-Executive Director	07686672	Appointment
5	Satyam Jaiswal	Independent Director	09282921	Resignation
6	Santosh Choradia	Non-Executive Director	08471379	Resignation
7	Pritika Choraria	Independent Director	08752495	Resignation
8	Nitesh Singh	Independent Director	08751700	Resignation
9	Pradeep Kumar Daga	Non-Executive Director	00080515	Resignation
10	Vinita Daga	Executive Director – CEO-MD	00080647	Resignation
11	Sudhir Kabra	Non-Executive Director	00307213	Resignation
12	Dilip Kumar Hela	Chief Financial Officer	N.A.	Resignation
13	Chirag Samani	Chief Financial Officer	N.A.	Appointment
14	Ebrahim Nimuchwala	Company Secretary	N.A.	Appointment
	THE PERSON NAMED IN		100000000	

N.A.

Resignation

Priti Jain Company Secretary

- Allotment of Equity Shares to the Acquirers, pursuant to consummation of SPAs. Allotment of Equity Shares on Preferential basis to public shareholders as detailed in the notes to clause no. 5.19 of this LOF.
- 6.28 Clause 11.17 of the DPS has been modified in the LOF and appears at clause 3.2.12 on page no. 19 of the LOF which is as follows: In terms of Regulation 22(2) the Acquirers has deposited 100% of escrow amount as required under Regulation 17 in the escrow account and taken control of the Target Company after expiry of 21 (Twenty-One) working days from the date of this Detailed Public Statement. Accordingly, the Acquirers have been classified as promoters of the Target Company pursuant to consummation of the Underlying
- 6.29 There are no outstanding convertible instruments (Warrants/FCDs/PCDs) of the Target Company, and the same has been updated at clause 5.16 on page no. 30 of the LOF.
- Details regarding the status of the statutory and other approvals:
- To the best of the knowledge and belief of the Acquirers, as on the date of this Pre-Offer Advertisement, there are no other statutory or other approvals required to implement the Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals. Please also refer to paragraphs 3 (Details of the Open Offer) and paragraph 7 (Terms and Conditions of the Open Offer) of the LOF for further details.

Schedule of activities.

Activity	Original Day and Date	Revised Day and Date
Issue of Public Announcement	Monday, January 22, 2024	Monday, January 22, 2024
Publication of DPS in newspapers	Tuesday, January 30, 2024	Tuesday, January 30, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Tuesday, February 6, 2024	Tuesday, February 6, 2024
Last date for Public Announcement for competing offer	Wednesday, February 21, 2024	Wednesday, February 21, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Wednesday, February 28, 2024	Thursday, May 02, 2024
Identified Date	Friday, March 01, 2024	Friday, April 26, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Monday, March 11, 2024	Monday, May 13, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Wednesday, March 13, 2024	Wednesday, May 08, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Thursday, March 14, 2024	Friday, May 10, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published	Friday, March 15, 2024	Friday, May 10, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Monday, March 18, 2024	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Tuesday, April 02, 2024	Monday, May 27, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, April 19, 2024	Monday, June 10, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, April 26, 2024	Tuesday, June 18, 2024
Last Date of Filing the Final report to SEBI	Friday, April 26, 2024	Tuesday, June 18, 2024

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

# Issued by Manager to the Offer on Behalf of the Acquirers

Contact Person: Shivam Patel | CIN: U67120GJ1996PTC029182 | Contact Person: Ashok Sen

Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paldi, Ahmedabad - 380007, Guiarat, India. Tel No.: 079-4040 4242 | SEBI Reg. No.: MB/INM000010122,

Email: investors@vivro.net | Website: www.vivro.net

Place: Mumbai

Date: May 9, 2024

www.readwhere.com

Niche Technologies Private Limited

3A Auckland Place, 7 th Floor, Room No. 7A & 7B, Kolkata-700 017 Tel. No.: +91 33 2280 6616 / 17 / 18 SEBI Reg. No.: INR000003290 | Website: www.nichetechpl.com Email: nichetechpl@nichetechpl.com

Registrar to the Offer

For and on behalf of the Acquirers

Pankaj Ramesh Samani Acquirer-1

AdBa

नई दिल्ली

it is to bring to your natice that S. R. Scheme of slum plot bearing CTS Nos. 1136, 1137 (pt.), 1138 (pt.) of Vitage Kandivali, Tuluka-Borivali, at Ramij Lallu Compound, Kala Hanuman Temple, M. G. Road, Kandivall (W), Mumbai-400 067 for "Shreeji SRA CHS (Prop)" in R/S Ward as per Reg. 33 10) of DCPR - 2034 is approved by CEO (SRA) and LOI was granted on dtd. 30/04/2024 for development to M/s, URVI Construction, having its Registered address at: Shop No. 2, Ramji Lallu Compound, Kala Hanuman Temple, M.G. Road, Kandivali (W), Mumbai-400067, and M/s. NAVKARMIK HOMES LLP. having its registered address at A/414, 4th Floor, Cello Express Zone, off. Western Express Highway, opposite to Oberoi Mall, Goregaon (E), Mumbai-400 063, through their L.S. antosh Zirmute. LOI available at site office for information

Date 10.05.2024 56-Place: Mumbal For: Mis. URVI Construction For: M/s. NAVKARMIK Homes LLP

#### PUBLIC NOTICE

Rollice is hereby assort to the general Public that McAron Sharma, the owner of Industrial Livin Mo.131 in the building of Mys. Hermá Industrial Estate Prismises Co-Operative Society Ltd. CTS No.150, Wilson Majos. Servidaya Ragar. Pint No.A-4, Rajimata Jiljabal Road. Jogesthwan (East). Murmhai 400, 060 and the bornelled member of the said society holding five fully paid up shares of Rs.501- each bearing distinctive Shares No.435 to 440 asset of Ms.501- each bearing distinctive to the said indistinal Unit No.131 has applied to the said indistinal Unit No.131 has applied to the said indistinal Unit No.131 has applied to that No.131. The said McArun Sharma had notomed that his antigland agreement dated 29.12.1998 between him and Mys.Aathroad Builders for the purchase of the above said unit No.131 has been legt/misplassed-untraceable and No.131 has been legt/misplassed-untraceable and No. 131 has been lost/mil espite diligent efforts the tarns could not b

The hald member has produced before the socially a police complaint in respect of the loss of the above said Original Agreement dated 29.12.1988 bearing Lost Report No.43095-2024 dated 69.04.2624 lodged with Fowai Police

ation. nerefine, the undersigned, being so authoriz Therefore, the undersigned, being so authorized by the -managing converties of the said seciety hereby gives a public notice and invites claims or objections from anyone/snybody, having subprations for issuance of 8000 for the said of said industrial that No. 131 or writing along with proof thereof for their objection within 15 days from the date of this public notice to the undersigned on any working day between 10.00 am to 5.00 pm. If no claim or objection is provised within this o claim or objection is received within this escribed period. The society will presume that ere is no objection from anyone/anybody for is issuance of NOC for the sale of said industrial Unit No. 131 and the society shall be tree to issue NGC for the sale of sald industrial Unit NO. 131. Objection/Claim if any received shall be dealt with in the manner as provided in the trye-laws of the Mr. Melvin Dsouza

The Hon, Secretary M/s.Hema Industrial Estate Premises Co-Operative Society Ltd. CTS No.180, Village Majas Sarvodaya Nagar, Plot No.A-4 Rajmata Jijabai Road, Jogeshwari (East) Adv.S.Xavier Fernando

98/7, Model Town, Off.Mahakali Caves Raod Andheri (E), Mumbai 400 093 Mobile:9323986794,

Email:sxavier22@gmail.com

#### APPENDIX-16 MR. NAVINCHANDRA

CHHAGANLAL DESAI, a member of Santacruz Ganesh Kripa C.H.S. Ltd., having address at Plot No.6D. Dattatray Road, Santacruz (West), Mumbai- 400 054 and holding Flat No. B-503 in the 'B' Wing on the 5th floor in the building of the Society, expired on 15th September 2023. The Society hereby invites claims or objections from the heir or heirs or other claimants/objector or objectors to the transfer of the right, title and interest of the deceased member in the shares and interest of the deceased member in the capital/property of the Society within a period of 15 (Fifteen) days from the publication of this notice, with copies of such documents and other proofs in support of his/her/their claims/objections for transfer of shares and interest of the deceased member in the capital/property of the Society in such manner as is provided under the bye-laws of the Society. The claims/objections, if any, received by the Society for transfer of shares and interest of the deceased member in the capital/property of the Society shall be dealt with in the manner provided under the byelaws of the Society. A copy of the registered bye-laws of the Society is available for inspection by the claimants/objectors, in the office of the Society / with the Treasurer of the Society between 10.00 A.M. to 6.00 P.M. from the date of publication of the notice till the date of expiry of its period.

Place: Mumbai. For Santacruz Ganesh Kripa C.H.S. Ltd

Date: - 10/05/2024

(Hon. Secretary)

### PUBLIC NOTICE

Mr. Michael Mathias, residing Jeanne Cottage, 56 St. Paul's Road, Bandra West, Mumbai 400050, has represented to my clients that the originals of the documents more particularly described in the Schedule hereunder pertaining to Plot No.56 bearing C.T.S. No. C/400 admeasuring 865.04 square yards with 'Jeanne Cottage' standing thereon situate at St. Paul's Road Bandra (West), Mumbai 40 050 have been misplaced & are missing from his custody & not traceable in spite of a diligent search. An online complaint bearing No. ld.: 36234/2024 dated 4.5.2024 has been ladged by him to that effect. Any person having any information pertaining the said missing documents should contact the undersigned within 14 days of the

publication hereof. Schedule of Documents:

(1) Indenture of Lease dated 10.7.1930 between The Salsette Catholic Co-operative Housing Society Ltd. & Basil Piedade Mathias;

(2) Deed of Assignment dated 30.12.1940 from Basil Piedade Mathias to Jane Mathias & Flavian John Mathias registered under Sr. No.62 dated 18.01.1941:

(3) Deed of Assignment dated 16.10.1957 registered under No.1589 dated 17.10.1957 from Flavian John Mathias Jane Mathias

(4) Deed of Release dated 19.1.1980 from Anthony Leslie Mathias to Michael Mathias & Nina Mathias registered under No.BOMB107 dated 19.1.1980 Dated this 9" day of May, 2024.

Denzil D'Mello Advocate 51, Eternity, 6 Rebello Road Bandra (West), Mumbai 400 050.

In order to impart an insight on mutual fund, to educate and create awareness among the investors about the financial market, Mirae Asset Mutual Fund undertakes numerous events and activities at various places across the country and in number of ways such as conducting Investor Awareness Programs (IAPs) / seminars, contents on investor awareness in print media (newspapers, magazines etc.) and programs on Mutual Funds in electronic media (TVs. radios etc.).

In this regard, please see below schedule of upcoming IAP:

Date Time		Address	
May 11, 2024	12:00 P.M.	Club Aquaria, Zaika Oyster Banquet, Devidas Lane, Borivali West, Mumbai - 400 092.	

MIRAE ASSET MUTUAL FUND (Investment Manager: Mirae Asset Investment Managers (India) Private Limited, CIN - U65990MH2019PTC324625)

Registered & Corporate Office: 606, 6th Floor, Windsor Building, Off CST Road, Kaline, Santacruz (E), Mumbai - 400098, 🕿 1800 2090 777 (Toll free), ≤ customercare@miraeasset.com 😩 www.miraeassetmf.co.in

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

#### जाहीर सूचना

तन्तेस याहारे सबरदार करण्यात वेते की, आग्हाला उत्सात असलेला कोणीतरी, "श्रीहरी" खोटा वापर करीत आहे आणि "ब्रीहरी क्षेत्रस्त जेंग्ड स्टॉक ब्रोकर्स एलएलपी" वे प्रतिनिधित्व करीत प्रसल्याचे भासकून भोळवा व्यक्तींना काही योजना/उत्पादनोमान्ये जुंतवणूक करण्यास प्रवृत्त करीत अहे. या व्यक्ती बनावट आणि फसवा ईमेल "inlogishreeharis.com" वा वापर करीत आहेत नो आमचा ईमेल नाही. ते लोकांना फर्सविण्याकरिता "कॅपिटल ॲप्रिसिएशन टीम" या व्हॅट्सॲ हुएवा वापर करीत अहंत. ही फरानपूर्क करणाऱ्या व्यक्तीपिकी नीरन भारद्वान, अपिता क्यां आणि टीना हे आहेत. ते "जीएमईएस-ईकॉम प्रा. लि." फेसरल बॅंक, चेनई आणि केशारी बंदन, इंडसइंड बँक, एमएनीओबी" मध्ये पैसे हस्तांतरित/भरण्याची विनंती करीत आहेत.

जनतेस कहारे सूचना देण्यात बेते की, वरील नावाच्या कोणारी व्यवतीस आमचे प्रतिनिधिः प्रण्याचे अधिकार जारीत किंवा कोणत्यारी मार्जे आमध्याशी संत्रण्य किंवा संबंधित जारीत. तसे उपरोल्लेखित ईमेल into@shreeharis.com, किय जीएपईएस-ईकॉम प्रा. ति. किया केशर्र दिन एन्टरपाईजेस या नावाचे बैंक खाते आमन्याशी संबंधित नातीत.

अनहीं वाआपीव सावबर गुन्हें आणि आर्थिक गुन्हें विंग तसेव एनएसई कहें वटील तीतवांगिटीसंबंध गेलीस तकार दाखल केली आहे. बीहरी शेजर्स ऑग्ड स्टॉक ब्रोकर्स एलएलपीच्या वतीने कोणाई होबत त्यवहार करण्यापूर्वी, कृपया जाव, ईमोल तपारहुत पहा किंवा "बीहरी" व्या जावे कोणतीर्ह घोळनेचा प्रस्ताव अल्यास जाम्सला भेट देउन परतालगी करा. जनतेस यहारे सल्ला देण्या येतो की, बरील उल्लेखित व्यक्ती तसेच अन्य कोणाकसून्सी "बीहरी" या जाने कोणात्यारी योजना उत्पादनांगच्ये सहभागी किंवा सदस्यत्व प्रेऊ नका कारण आगरी कोणतीरी योजन/उत्पादने स्तावित करीत नाही किंवा कोणास्त्रह कोणत्याही उत्पादन किंवा योजनेमार्थ सहभागी होण्यार किंवा सदस्यत्व पेण्यास संगत नाही. "बीहरी रोजर्स जेंण्ड स्टॉक ब्रोकर्स एलएलपी" वे प्रतिनिधित्व करित असल्याचा दावा करणार

हील किंवा अन्य कोणत्यक्षी व्यवलीली कोणीही व्यवहार करीत असल्यास त्यांनी तसे त्यांच नोखीम आणि परिणामांवर करावे आणि त्याकरिता ते संपूर्णपणे स्वतःच नबबदार किंवा बांधील प्राम्बील.

मुंबई, दिनांक १० में, २०२४

श्रीहरी शेअर्स ॲन्ड स्टॉक ब्रोकर्स, एलएलप बी-६६, मित्तल टॉवर, परिगम पॉईंट, गुंबई - ४०००२

#### **PUBLIC NOTICE**

Notice is bereby given to the public at large that on behalf of my client, I am investigating the title of Mulratria Co-operative Housing Society Limited in respect of the property more particularly described in the Schedule bereunder written ("the said Property").

Any entity / person including but not limited to any bank or financial institution and all other ersons having any claim, right, title, benefit, interest of whatsoever nature against or in espect of the said Property or any part/s thereof by way of sale, exchange, lease, leave and license, tenancy, assignment, lien, charge, inheritance, succession, mortgage, gill, trust, encumbrances, construction rights, development right, decree or order or judgement of any Court of Law or quasi-judicial authority, tribunal, protherwise howsoever are hereb required to foothly the same in writing alongwith the supporting documentary evidence to the office of undersigned et 3rd floor, Nirlon House, Opposite Sasmire College, Dr. Annie Besant Rood, Worli, Mumbai – 400030 within 15 days from the publication hereof futing which such right, interest or claim, if any, shall be considered as waived and/or abandoned and not binding on my clients and I will presume that no claim exists.

#### SCHEDULE (Description of the said Property)

All that piece and parcel of leasehold land admeasuring \$73.58 square meters or thereabouts bearing Plot No.576-B of Dadar Matunga Estate, Cadastral Survey No.711B/10 of Matunga Division in the City and Island and Sub-Registration District of Mumbai together with building standing thereon known as 'Mulratha Co-operative Housing Society Limited" comprising of ground plus four upper floors situated at Jame Jamshed Road, Matunga (East), Mumbai – 400019 and bounded as follows: On or lowerds North East | by C. S. No.711/10

On or towards North West : by Jame Jamahedji Road On or towards South East : by C. S. No. 7168/10

On or towards South West : by C.S. No. 710A/10 Dated this 10th day of May, 2024.

Rahul S. Smgh

#### PRE-OFFER ADDVERTISEMENT IN ACCORDANCE WITH REGULATION 18(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTAINTIAL ACQUISITION OF SHARES AND TAXEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

## CINERAD COMMUNICATIONS LIMITED

Registered Office: 80, Burtolia Street, Kolkuta -- 700007, West Bengal, India | Phone: +91-77199 13351 | E-mail ID: cinerad@gttsolutions.in | Website: www.cineradcommunications.com

OPEN OFFER FOR ACQUISITION OF UP TO 49.82.998 (FORTY NINE LAKHS EIGHTY TWO THOUSAND NINETY EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10/- (INDIAN RUPEES TEN) EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX) PERCENT OF THE EMERGING VOTING CAPITAL OF THE TARGET COMPANY FROM THE PUBLIC SHAREHOLDERS OF CINERAD COMMUNICATIONS LIMITED, BY PANKAJ RAMESH SAMANI ("ACQUIRER NO. 1"), KAUSHAL UTTAM SHAH ("ACQUIRER NO. 2") UGPATWARDHAN SERVICES PRIVATE LIMITEO ("ACQUIRER NO. 3"), GANESH NATARAJAN ("ACQUIRER NO. 4"), UMA GANESH NATARAJAN ("ACQUIRER NO. 5"), MANOJ MANDHAR PANYELKAR ("ACQUIRER NO. 6"), NITIN NEMINATH PATIL ("ACQUIRER NO. 7") AND BASANTA KUMAR SWAIN ("ACQUIRER NO. 8") (HEREINAFTER, COLLECTIVELY REFERRED TO AS "ACQUIRERS") PURSUANT TO AND IN COMPLIANCE WITH THE SEBI (SAST) REGULATIONS (THE "OPEN OFFER" OR "OFFER").

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

This Pre-Offer Advertisement should be read in continuation of and in conjunction with (a) the Public Announcement dated January 22, 2024 "PA"); (b) the Detailed Public Statement dated January 29, 2024, that was published in Financial Express (English), Jansatta (Hindi), Navshakti (Marathi) and Ek Din (Bengali) ("Newspapers") on January 30, 2024 ("DPS"); (c) the Draft Letter of Offer dated February 6, 2024 ("DLOF") and (e) the Letter of Offer dated May 4, 2024 ("LOF"); e) Recommendation of Committee of Independent directors of the Target Company which were approved on May 7, 2024 and published in Newspapers on May 8, 2024 ("IDC Recommendation") (the PA, DPS, DLDF, LDF and IDC Recommendation are herein collectively referred to as "Offer Document") issued by the marager on behalf of the Acquirers

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

The Public Shareholders of the Target Company are requested to make a note of the following details relevant to the Offer. Capitalized terms used but not defined in this Pre-Otter Advertisement shall have the meanings assigned to such terms in the LOF

- Offer Price: The Open Offer is made at a price of \$10/- (Indian Rupees Ten only) per Offer Shares determined in accordance with Regulation 8(1) and Regulation 8(2) of the SEBI (SAST) Regulations, Assuming full acceptance, the total consideration payable by the Acquirers under the Open Offer will be ₹ 4.98,20,980/- (Indian Rupees Four Crore Ninety-Eight Lakhs Twenty Thousand Nine Hundred Eighty only).
- Recommendations of the Committee of Independent Directors ("IDC"): The IDC Recommendation was approved on May 7, 2024 and published in Newspapers on May 8, 2024. The IDC is of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable in terms of the SEBI (SAST) Regulations.
- Other details of the Offer.
- This Open Offer is a mandatory offer being made by the Acquirers in compliance with Regulations 3(1) and 4 of SEBI (SAST) Regulations. The Offer Price will be payable in cash by the Acquirers in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- The dispatch of the LDF to the Public Shareholders as on the Identified Date Le. April 26, 2024, in accordance with Regulation 18(2) of the SEBI (SAST) Regulations has been completed through email and speed post on May 07, 2024. It is clarified that all the Public Shareholders whose names do not appear in the register of members of the Target Company as on the Identified Date (even if they acquire Equity Shares or if they become shareholders of the Target Company after the Identified Date) or those who have not received the LDF are eligible to participate
- in the Offer (except the Acquirer, Sellers and Promoters of the Target Company). A Public Shareholder may participate in the Offer by approaching their Selling Broker and tender the Equity Shares in the Offer as per the procedure mentioned in the LOF
- Public Shareholders of the Target Company may download the LDF from the website of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), Manager to the Offer (www.vivro.net) or obtain a copy of the same from Niche Technologies Private Limited ("Registrar to the Offer") on providing suitable documentary evidence of holding of the Equity Shares of the Target Company.
- In case of non-receipt/non-availability of the LOF / Form of Acceptance-cum-Acknowledgement, Public Shareholder may participate in the 3.5 Offer by providing their application in plain paper in writing signed by all shareholders), stating name, address, number of shares held, client ID number, DP name, DP ID number, number of Equity Shares being tendered, and other relevant documents as mentioned in the LOF. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by BSE before the closure of the Office
- The procedure for tendering the Equity Shares in the Offer is as below:
- For Holding Equity Shares in The Physical Form: Public Shareholders holding Equity Shares in physical form may participate in the Offer by approaching their respective Selling Broker along with complete set of relevant documents in the manner as set out in paragraph 8.3 on page 42 of the LOF
- 4.2 For Holding Equity Shares in The Dematerialized Form:
- Public Shareholders holding Equity Shares in dematerialised form may participate in the Offer by approaching their respective Selling Broker and providing the details of Equity Shares they intend to tender in the Offer in the manner as set out in paragraph 8.2 on page 41 of the LOF. In accordance with Regulations 16(1) of the SEBI (SAST) Regulations, the DLOF was submitted to SEBI on February 6, 2024, SEBI vide its letter bearing reference number no. SEBVHO/CFD/CFD-RAC-DCR1/P/OW/2024/15797/1 dated May 2, 2024, issued its observations on the DLOF in turns of Regulation 16(4) of SEBI (SAST) Regulations ("SEBI Observation Letter"). SEBI a observations have been incorporated in
- Material Changes: The comments specified in the SEBI Observation Letter and certain changes (occurring after the date of the PA and/or DPS) which may be material have been incorporated in the LOF and are more particularly disclosed below:
- Clause 3.2 of Paragraph II (Background of the offer) of the DPS shall be read as follows:
- Below is the table summarizing the details of sale and acquisition of equity shares of GTT and equity shares proposed to be issued by the Company to the shareholders of GTT

Sr. No.	Selling Shareholders of GTT	No. of equity shares of GTT to be sold/ transferred	No. of equity shares of Company to be issued under swap arrangement
1	Ganesh Natarajan	3,02,123	49,85,030
2	Urna Ganesh Natarajan	75.890	12,52,185
	Total	3,78,013	62,37,215

6.2 of activities as mentioned in the definition of Tendering Period on page no. 11 and at clause 7,1,6, on page no. 36 of the LOI is updated as follows:

Date of commencement of Tendering Period (Offer Opening Date)	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Monday, May 27, 2024
 Clause 4.3 of the DOC has been to differ in the LOE and appears at along 6.4.3	

- Dause 1.2 of the DPS has been modified in the LOF and appears at clause 4.1.2 on page no. 20 of the LOF which is as follows: Acquirer-1 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Voting Capital of the Target Company. Except for acquisition of 9,00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- Clause 1.4 of the DPS has been modified in the LOF and appears at clause 4.1.4 on page no. 20 of the LOF which is as follows: As of the date of this LOF, Acquirer-1 is the Managing Director of the Target Company
- Clause 1.5 of the DPS has been modified in the LOF and appears at clause 4.1.5 on page no. 20 of the LOF which is as follows: As of the date of this LDF, Acquirer-1 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer Further, Acquirer-1 is also interested to the extent of his shareholding in the Target Company and remuneration payable to him for being on the Board of Directors of the Target
- 6.6 Clause 2.2 of the DPS has been modified in the LOF and appears at clause 4.2.2 on page no. 21 of the LOF which is as follows: Acquires-2 holds 5,59,771 Equity Shares representing 2.92% of the Emerging Voting Capital of the Target Company, Except for acquisition of 5.59.771 Equity Shares pursuant to consummation of SPAs, Acquirer2 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF
- Clause 2.4 of the DPS has been modified in the LBF and appears at clause 4.2.4 on page no. 21 of the LBF which is as follows: As of the date of this LOF, Acquirer-2 is a Non-Executive Director of the Target Company.
- 6.8 Clause 2.5 of the DPS has been modified in the LOF and appears at clause 4.2.5 on page no. 21 of the LOF which is as follows: As of the date of this LOF, Acquirer-2 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer. Further, Acquirer-2 is also interested to the estent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- The following paragraph has been incorporated at clause 4.3.3 on page no. 22 of the LOF which is as follows: Acquirer-3 holds 9,00,000 Equity Shares representing 4.70% of the Emerging Violing Capital of the Target Company, Except for acquisition of 9.00,000 Equity Shares pursuant to consummation of SPAs, Acquirer-3 has not acquired any Equity Shares of the Turget Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 5.10 Clause 3.5 of the DPS has been modified in the LOF and appears at clause 4.3.6 on page no. 22 of the LOF which is as follows: As of the date of this LDF, Acquirer-3 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has Inggered this Open Offer. Further, Acquirer-3 is also interested to the extent of its shareholding in the Target Company.
- Clause 4.2 of the DPS has been modified in the LOF and appears at clause 4.4.2 on page no. 24 of the LOF which is as follows: Acquirer-4 holds 49,85, 130 Equity Shares representing 26,02% of the Emerging Voling Capital of the Target Company, Except for acquisition of 49,85,130 Equity Shares pursuant to consummation of SPAs, Acquirer 4 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.12 Clause 4.4 of the DPS has been modified in the LOF and appears at clause 4.4.4 on page no. 24 of the LOF which is as follows: As of the date of this LOF, Acquirer-4 is a Non-Executive Director of the Target Company
- 6.13 Clause 4.5 of the DPS has been modified in the LDF and appears at clause 4.4.5 on page no. 24 of the LDF which is as follows: As of the date of this LDF, Acquirer-4 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer Further, Acquirer-4 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.14 Clause 5.2 of the DPS has been modified in the LDF and appears at clause 4.5.2 on page no. 25 of the LDF which is as follows: Acquirer-5 holds 12,52,285 Equity Shares representing 6.54% of the Emerging Voting Capital of the Target Company. Except for acquisition of 12,52,285 Equity Shares pursuant to consummation of SPAs, Acquirer-5 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF 8.15 Clause 5.5 of the DPS has been modified in the LOF and appears at clause 4.5.5 on page no. 25 of the LOF which is as follows;
- fransaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer Forther, Acquirer-5 is also interested to the extent of her shareholding in the Target Company. 5.16 Clause 6.2 of the DPS has been modified in the LOF and appears at clause 4.6.2 on page no. 26 of the LOF which is as follows: Acquirer-6 holds 17,23,745 Equity Shares representing 9,00% of the Emerging Volting Capital of the Target Company, Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-6 has not acquired any Equity Shares of the Target Company

As at the date of this LOF, Acquirer-5 does not have any relationship with or interest in the Target Company except for the Underlying

- between the date of PAILE. January 22, 2024, and the date of this LOF 6.17 Clause 6.5 of the DPS has been modified in the LOF and appears at clause 4.6.5 on page no. 26 of the LOF which is as follows: As at the date of this LOF, Acquirer-6 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-6 is also interested to the extent of his shareholding in the Target Company.
- 6.18 Clause 7.2 of the DPS has been modified in the LDF and appears at clause 4.7.2 on page no. 26 of the LDF which is as follows:

Acquirer-7 holds 17,23,745 Equity Shares representing 9.00% of the Einerging Voting Capital of the Target Company. Except for acquisition of 17,23,745 Equity Shares pursuant to consummation of SPAs, Acquirer-1 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.

- 5.19 Clause 7.4 of the DPS has been modified in the LOF and appears at clause 4.7.4 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 is a Non-Executive Director of the Target Company.
- 6.20 Clause 7.5 of the DPS has been modified in the LOF and appears at clause 4.7.5 on page no. 26 of the LOF which is as follows: As of the date of this LOF, Acquirer-7 does not have any relationship with or interest in the Target Company except for the Underlying Transaction as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-7 is also interested to the extent of his shareholding in the Target Company and fees payable to him for being on the Board of Directors of the Target Company.
- 6.21 Clause 8.2 of the DPS has been modified in the LOF and appears at clause 4.8.2 on page no. 27 of the LOF which is as follows: Acquirer-8 holds 14,77,510 Equity Shares representing 7.71% of the Emerging Voting Capital of the Target Company, Except for acquisition of 14 77 510 Equity Shares pursuant to consummation of SPAs. Acquirer-8 has not acquired any Equity Shares of the Target Company between the date of PA i.e., January 22, 2024, and the date of this LOF.
- 6.22. Clause 8.5 of the DPS has been modified in the LDF and appears at clause 4.8.5 on page no. 27 of the LDF which is as follows: As of the date of this LOF, Acquirer-8 does not have any relationship with or interest in the Target Company except for the Underlying Transaction, as detailed in para 3.1 (Background to the Offer), that has triggered this Open Offer, Further, Acquirer-8 is also interested to the extent of his shareholding in the Target Company.
- 6.23 Clause 10.2 of the DPS has been modified in the LOF and appears at clause 5.2 on page no. 28 of the LOF which is as follows: The registered office of the Target Company is situated at 80, Burtolla Street, Kolkata - 700007, West Bengal India. Tel. No.: +91-77199 13351, Emili id: cineradi@gttsolutions.in, website: cineradcommunications.com. There has been change in the registered office of the Target Company from Subol Dutt Building 13, Brabourne Road, Mezzanine Floor, Kolkata- 700001, West Bengal, India to 80, Burtolla Street, Kolkata - 700007, West Bengal, India vide board meeting dated April 22, 2024.
- 6.24 Clause 10.5 of the DPS has been modified in the LOF and appears at clause 5.5 on page no. 29 of the LOF which is as follows: The authorized stare capital of the Target Company is ₹ 20,00,000 (Rupees Twenty Crores Only) comprising of 2,00,00,000 (Two Crore) Equity Shares of the face value of ₹ 10/- each. The issued, subscribed, paid up and voting equity share capital of the Target Company is ₹ 19,16,19,150/- (Rupees Nineteen Crore Sixteen Lakhs Nineteen Thousand One Hundred Fifty Only) comprising 1,91,61,915 Equity Shares of face value of ₹ 10/- each.
- 6.25 Clause 2 of Part V (Financial Arrangements) of the DPS has been modified in the LOF and appears at clause 6.12.2 on page no. 35 of the LOF which is as follows: In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer have opened an escrow account under the name and style of
  - "Cinerad Communications Ltd. Open Offer Escrow Account" ("Escrow Account") with "Kotak Mahindra Bank Limited", ("Escrow Banker") pursuant to an escrow agreement dated January 23, 2024 ("Escrow Agreement"). In accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, the Acquirers have made therein a cash deposit of ₹ 5,00,00,000 (Rupees Five Crore Only) in the Escrow Account, which is more than 100% of the total consideration payable in the Offer, assuming full acceptance. In terms of the Escrow Agreement, the Manager to the Offer has been authorized by the Acquirers to operate the Escrow Account in accordance with the SEBI (SAST) Regulations. The cash deposit has been continued by the Escrow Banker by way of a confirmation letter dated January 29, 2024 and March 05, 2024.
- 6.26 Clause 1 of Part VI (Statutory and other Approvals) of the DPS has been modified in the LDF and appears at clause 7.3.1. on page no. 39 of the LOF which is as follows:
  - As on the date of this LOF, to the best of the knowledge of the Acquirers, there are no statutory approvals required by the Acquirers to complete the Underlying Transaction. Further, BSE vide letter dated February 29, 2024 issued its inprinciple approval for issue of 28,00,000 Equity Shares to non-promoters on preferential basis for cash consideration and 1,11,61,915 equity shares to promoters on preferential basis pursuent to share swap. Further, shareholders by way of extra-ordinary general meeting had approved the Underlying Transaction on February 16, 2024. If, any other statutory or other approval becomes applicable prior to completion of such acquisitions, the Underlying Transaction contemplated under the SPAs and the Open Offer would be subject to receipt of such statutory approvals and consent of shareholders
- 6.27 The following paragraph has been inserted at clause 3.1.12 on page 17 of the LDF which is as follows:

The Board of Directors of the Target Company, at its meeting held on March 13, 2024, inter-alia approved the following:

Sr. No.	Name	Designation	DIN	Reason
1	Pankaj Ramesh Samani	Managing Director	06799990	Appointment
2	Kaushal Uttam Shah	Non-Executive Director	02175130	Appointment
3	Ganesh Natarajan	Non-Executive Director	00176393	Appointment
4	Nitin Neminath Patel	Non-Executive Director	07686672	Appointment
- 5	Satyam Jaiswai	Independent Director	09282921	Resignation
6	Santosh Choradia	Non-Executive Director	08471370	Rusignation
7	Pritika Choraria	Independent Director	08752495	Resignation
- 6	Nitesh Singh	Independent Director	08751700	Resignation
9	Pradeep Kumur Daga	Non-Executive Director	00080515	Resignation
10	Vinita Daga	Executive Director - CEO-MD	00080647	Resignation
11	Sudhir Kabra	Non-Executive Director	00307213	Resignation
12	Dilip Kumar Hela	Chief Financial Officer	N,A	Resignation
13	Chirag Samani	Chief Financial Officer	N.A.	Appointment
14	Ebrahim Nimuchwala	Company Secretary	N.A.	Appointment
15	Priti Jain	Company Secretary	N.A.	Resignation

- b) Allotment of Equity Shares to the Acquirers, pursuant to consummation of SPAs.
- c) Allotment of Equity Shares on Preferential basis to public shareholders as detailed in the notes to clause no. 5.19 of this LOF. 6.28 Clause 11.17 of the DPS has been modified in the LDF and appears at clause 3.2.12 on page no. 19 of the LDF which is as follows: In terms of Remutation 20/2) the Acquirers has deposited 100% of excrew amount as required under Regulation 17 in the excrew account and taken control of the Target Company after expiry of 21 (Twenty-One) working days from the date of this Detailed Public Statement. Accordingly, the Acquirers have been classified as promoters of the Target Company pursuant to consummation of the Underlying
- 6.29 There are no outstanding convertible instruments (Warrants/FCDs/PCDs) of the Target Company, and the same has been updated at clause
- 5.16 on page no. 30 of the LOF Details regarding the status of the statutory and other approvals:

To the best of the knowledge and belief of the Acquirers, as on the date of this Pre-Offer Advertisement, there are no other statutory or other approvals required to implement the Offer. If any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to the receipt of such statutory approvals. Please also refer to paragraphs 3 (Details of the Open Offer) and paragraph 7 (Terms and Conditions of the Open Offer) of the LOF for further details.

Schedule of activities.

Activity	Original Day and Date	Revised Day and Date
Issue of Public Announcement	Monday, January 22, 2024	Monday, January 22, 2024
Publication of DPS in newspapers	Tuesday, January 30, 2024	Tuesday, January 30, 2024
Last Date of filing of Draft Letter of Offer with SEBI	Tuesday, February 6, 2024	Tuesday, February 6, 2024
Last date for Public Announcement for competing offer	Wednesday, February 21, 2024	Wednesday, February 21, 2024
Last date for receipt of comments from SEBI on the draft letter of offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Wednesday, February 28, 2024	Thursday, May 02, 2024
dentified Date	Friday, March 01, 2024	Friday, April 26, 2024
Last date for dispatch of the Letter of Offer to the Public Shareholders	Monday, March 11, 2024	Monday, May 13, 2024
Last date by which a committee of independent directors of the Target Company is required to give its recommendation to the Public Shareholders of the Target Company for this Offer	Wednesday, March 13, 2024	Wednesday, May 06, 2024
Last date for upward revision of the Offer Price and/or the offer Size	Thursday, March 14, 2024	Friday, May 10, 2024
Date of publication of opening of Open Offer public announcement in the newspaper in which DPS has been published.	Friday, March 15, 2024	Friday, May 10, 2024
Date of commencement of Tendering Period (Offer Opening Date)	Monday, March 18, 2024	Monday, May 13, 2024
Date of closure of Tendering Period (Offer Closing Date)	Tuesday, April 02, 2024	Monday, May 27, 2024
Last date of communicating of rejection/acceptance and completion of payment of consideration for accepted tenders or return of unaccepted shares	Friday, April 19, 2024	Monday, June 10, 2024
Last date for publication of post Open Offer public announcement in the newspaper in which DPS has been published	Friday, April 26, 2024	Tuesday, June 18, 2024
Last Date of Elino the Final connect to SERI	Eriday April 28, 2024	Tipeday June 18 2024

- Last Date of Filing the Final report to SEBI Friday, April 26, 2024 The Acquirers and their directors accept full responsibility for the information contained in this Pre-Offer Advertisement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company) and undertake
- that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations in respect of this offer The Pre-Offer Advertisement would also be available on the SEBI website at www.sebi.gov.in and on the website of the Manager to the Offer at www.vivro.net.

Issued by Manager to the Offer on Behalf of the Acquirers

Vivro Financial Services Private Limited Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Centre, Paidi, Ahmedabad - 380007, Gujarat, India.

Tel No.: 079-4040 4242 | SEBI Reg. No.: MB/INM000010122,

Contact Person: Stivam Patel | CIN: U67120GJ1996PTC029182

Email: investors@vivro.net | Website: www.vivro.net

Place: Mumbai

Date: May 9, 2024

Niche Technologies Private Limited 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700 017

Contact Person: Ashok Sen

Tel. No.: +91 33 2280 6616 / 17 / 18 SEBI Reg. No.: INR000003290 | Website: www.nichetechpl.com Email: nichetechpi@nichetechpl.com

Registrar to the Offer

Sd/ Pankaj Ramesh Samani

For and on behalf of the Acquirers

Acquirer-1

## শ্রীরামপুরে দ্রুতগতিতে আসা লরির চাকায় পিস্ট টোটোর ৪



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ইতিকান কিলে প্ৰতিয়ে বাছ টোটোটি কিছু কুকে নাজ আন্তেই টোটোক অনুষ্ঠা কিলে বাছ চালচানত কৰিব কুলা চাকে চুটা আন্তৰ্ভ কৰিব কাৰ্য্য চাকেটি,

আন্তেই কা কোন নালানী কোনে সঠোন কৰাৰত মানুগা যাকৰ নতি কা ৰয়োৰতি নতি ভাৰতুৰ ভানতে সভেন কতি। পতিস্থিতি উপতা নচে লটো মিটা আৰু ক্ষাৰণ্ড বটে। স্থানীয় বসিপালের অভিযোগ, কছে। ক্ষার ক্ষেত্রে স্টানিস্থলে স্বাধিকানের ক্ষানিস্থানির ক্ষেত্র

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