

SOLID CONTAINERS LIMITED

Registered Office: Top 14th Floor, Times Tower, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013

Tel.: 022-2492 0212

Website : www.solidcontainers.net

Grams : LAMIBOARD

CIN:L28100MH1964PLC013064

Email Id: Compliance.scl@ashokgoeltrust.com

Date: January 21, 2023

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai- 400001

Maharashtra, India

Scrip Code: 502460

Dear Sir/Madam,

Subject: Voluntary delisting of equity shares of face value ₹ 10 each ("Equity Shares") of Solid Containers Limited ("Target Company") from BSE Limited in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended from time to time ("SEBI Delisting Regulations").

We refer to our letters dated January 25, 2022, January 28, 2022, February 01, 2022, February 10, 2022, March 05, 2022, March 16, 2022, April 16, 2022, July 21, 2022 and October 22, 2022 on the captioned subject.

In this regard, we are hereby submitting the copy of exit offer advertisement dated January 20, 2023 ("**Exit Offer Advertisement**") for the quarter ended December 2022, in relation to the Exit Offer, published today i.e. January 21, 2023 by the Acquirer in the following newspapers in terms of the SEBI Delisting Regulations:

Newspaper	Language	Editions
Business Standard	English	All
Business Standard	Hindi	All
Mumbai Lakshadeep	Marathi	Mumbai

Also, the Exit Offer Advertisement has been published today i.e. January 21, 2023 in the following newspaper:

Newspaper	Language	Editions
Loksatta	Marathi	Mumbai

This is for your information and records.

Yours faithfully,

For Solid Containers Limited



Francis Miranda
Chief Financial Officer

Place: Mumbai



Encl: a/a

Date: January 21, 2023

Solid Containers Limited

Board of Directors

Top 14th Floor, Times Tower, Kamala Mills Compound,
Senapati Bapat Marg, Oasis Complex Compound,
Lower Parel, Mumbai 400013, Maharashtra, India

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Yours faithfully,

For and on behalf of **Vyoman India Private Limited**
(Formerly known as *Vyoman Tradelink India Private Limited*)



Ramesh Chander Gupta

Authorised Signatory

Place: Mumbai



Encl: a/a



**EXIT OFFER ADVERTISEMENT FOR THE ATTENTION OF THE RESIDUAL SHAREHOLDERS OF
SOLID CONTAINERS LIMITED**

Registered Office: Top 14th Floor, Times Tower, Kamala Mills Compound, Senapati Bapat Marg, Oasis Complex Compound, Lower Parel, Mumbai 400013, Maharashtra, India;

Corporate Identity Number: U28100MH1964PLC013064;

Company Secretary and Compliance Officer: M. S. Gayatri;

Tel No.: +91 22 2492 0212; **Fax:** +91 22 2492 0554; **Email:** compliance.scl@ashokgoeltrust.com; **Website:** www.solidcontainers.net.

(Exit offer public Announcement for the attention of the residual shareholders)

This advertisement dated January 20, 2023 ("Exit Offer Advertisement") is being issued by Emkay Global Financial Services Limited ("Manager" or "Manager to the Delisting Offer") for and on behalf of one of the members of promoter and promoter group of Solid Containers Limited, viz., Vyoman India Private Limited (formerly known as Vyoman Tradelink India Private Limited) ("Acquirer") to the Residual Shareholders of Solid Containers Limited (the "Target Company"), pursuant to Regulation 27 (1) (a) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("SEBI Delisting Regulations") and in accordance with the terms and conditions set out in the exit offer public announcement dated March 04, 2022 ("Exit Offer PA") and exit letter of offer dated March 04, 2022 ("Exit Letter of Offer").

This Exit Offer Advertisement is in continuation of and should be read in conjunction with the Exit Offer PA and Exit Letter of Offer. Capitalized terms used in this Exit Offer Advertisement and not defined herein shall have the same meaning as ascribed to it in the Exit Offer PA and Exit Letter of Offer.

1. DATE OF DELISTING

1.1 Pursuant to notice number 20220304-5 dated March 04, 2022 from BSE Limited ("BSE Final Delisting Approval"), the trading of Equity Shares of the Target Company (Scrip Code: 502460) is discontinued with effect from March 11, 2022 ("BSE Date of Discontinuation of Trading") and the above referred scrip is delisted from BSE Limited with effect from March 21, 2022 ("BSE Date of Delisting").

2. INVITATION TO RESIDUAL SHAREHOLDERS TO AVAIL THE EXIT OFFER

2.1 A separate exit letter of offer along with exit application form ("Exit Letter of Offer") containing the terms and conditions for participation of the Residual Shareholders during the period of one year from the BSE Date of Delisting to March 20, 2023 ("Exit Window"), has been dispatched by the Acquirer to the Residual Shareholders on March 15, 2022, whose name appears in the register of members of the Target Company as on March 11, 2022. The Residual Shareholders are requested to avail the Exit Offer by tendering their Equity Shares at ₹ 45 per Equity Share ("Exit Price") during the Exit Window, by submitting the required documents to the Registrar to the Delisting Offer, as set out in the Exit Letter of Offer.

2.2 If the Residual Shareholders do not receive or misplace the Exit Letter of Offer, they may obtain a copy of the Exit Letter of Offer by writing to the Registrar to the Delisting Offer, Bigshare Services Private Limited, No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India clearly marking the envelope "SOLID CONTAINERS LIMITED DELISTING – EXIT OFFER". The Residual Shareholder may also download the soft copy of the Exit Letter of Offer from the website of the Target Company (<http://www.solidcontainers.net>).

2.3 For the quarter ended December 2022, follow-up physical communication to the Residual Shareholders

has been sent on January 18, 2023 and email was sent on January 20, 2023 in terms of Regulation 27(1)(b) of the SEBI Delisting Regulations and the Manager to the Delisting Offer, in coordination with the Acquirer, has filed a quarterly progress report with BSE Limited on January 19, 2023 in terms of Regulation 27(1)(c) of the SEBI Delisting Regulations.

3. PAYMENT OF CONSIDERATION TO THE RESIDUAL SHAREHOLDERS

3.1 Subject to the fulfilment of the terms and conditions mentioned in the Exit Letter of Offer, the Acquirer shall make payment on a monthly basis, within 10 (ten) working days from the end of relevant calendar month in which the Exit Application Form has been received by the Acquirer ("Monthly Payment Cycle"). Payment will be made only to those Residual Shareholders who have validly tendered their Equity Shares by following the instructions set out in the Exit Letter of Offer and receipt of demat Equity Shares in the Special Depository Account (as defined in the Exit Letter of Offer) / receipt of physical share certificates (along with duly filled in transfer deeds and exit application form) by the Registrar to the Delisting Offer. It should be noted that the Acquirer reserves the right to make the payment earlier.

If any Residual Shareholders have any query with regard to the Exit Offer, they should consult the Registrar to the Delisting Offer or the Manager to the Delisting Offer.

The Acquirer accepts full responsibility for the information contained in this Exit Offer Advertisement and confirms that such information is true, fair and adequate in all material aspects.

Registrar to the Delisting Offer

BIGSHARE SERVICES PRIVATE LIMITED

CIN: U99999MH1994PTC076534

SEBI Regn. No.: INR000001385

Validity period: Permanent

Address: No S6-2, 6th Floor, Pinnacle

Business Park, Next to Ahura Centre,

Mahakali Caves Road, Andheri (East)

Mumbai – 400093, Maharashtra, India

Contact Person: Jibu John

Tel.: +91-022-62638200

Fax: +91-022-62638280

Email: openoffer@bigshareonline.com

Website: www.bigshareonline.com

Issued by the Manager to the Delisting Offer

EMKAY GLOBAL FINANCIAL SERVICES LIMITED

CIN: L67120MH1995PLC084899

SEBI Regn. No.: INM000011229

Validity Period: Permanent

Regd. Off.: The Ruby, 7th Floor,

Senapati Bapat Marg, Dadar-West,

Mumbai - 400028, Maharashtra

Contact Person: Deepak Yadav / Pranav Nagar

Tel. No.: +91 22 66121212

Fax No.: +91 22 66121355

Email id: scl.project@emkayglobal.com

Website: www.emkayglobal.com

For and on behalf of the Board of Directors of

Vyoman India Private Limited

(formerly known as Vyoman Tradelink India Private Limited)

(the Acquirer)

Date: January 20, 2023
Place: Mumbai

Sd/-
Ashok Kumar Goel
Managing Director

Sd/-
Ramesh Chander Gupta
Director

Sd/-
Ayushi Singhal
Company Secretary



HUL shares dip 4% after decision to hike royalty

Experts cut earnings amid pressure on margins but see stock performing in long run

RAM PRASAD SAHU & DEEPAK KORGANKAR Mumbai, 20 January

Though Hindustan Unilever Limited (HUL) delivered better than expected operating performance in the December quarter for the 2022-23 financial year (Q4FY23), cuts in earnings estimates — on account of a hike in royalty payments — hit investor sentiment.

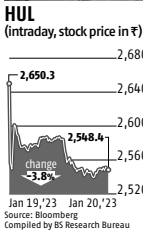
The royalty hike led to a 2.3 per cent downward revision in earnings by brokerages, which weighed on the investor's mind and resulted in a 3.84 per cent fall in HUL's stock on Friday. In the past two trading days, the stock of India's largest listed fast moving consumer goods company has dipped 5.15 per cent.

HUL has approved an 80 basis points (bps) increase in royalty payments to its parent company — Unilever — over the next three years. Royalty will increase over a staggered manner, from 2.65 per cent of turnover in FY22 to 3.45 per cent in FY25. This will start with a 45 bps increase for the February-December 2023 period.

"Royalty would be front ended, which adds to margin pressure in near term. Royalty increase will impact earnings per share (EPS) by 2-2.8 per cent for FY24 and FY25," says Anish Aggarwal, head of research, Prabhudas Lilladher.

In addition to the hike in royalty, the termination of distribution contract for GlaxoSmithKline Consumer's over the counter products was also responsible for the earnings cut.

Says analysts led by Jaykumar Doshi of Kotak Institutional Equities, "The



DIVIDED OPINION

Table with columns: Brokerage, Rating, Target price (₹), Upside (%). Lists various brokerages like AvenueSpark, Nomura, Motilal Oswal Securities, etc.

Increase in royalty by 80 bps to 3.45 per cent in the next 2-3 years and termination of GSK Consumer OTC products distribution contract drive a 2.3 per cent EPS cut."

A few brokerages are sceptical on the operational front as well. Analysts, led by Richard Liu of JM Financial Research, say, "Management alluded to rural slowdown likely bottoming out but didn't sound too convincing about growth acceleration being around the corner. A lot of the hopes are still pinned more on government actions and macros rather than on factors that HUL would drive on its own."

While the company is one of its preferred staples, the stock is likely to take a short-term beating, given the negative sentiments around the royalty hike, believes the broker.

Some brokerages have, however, kept faith in the ability of the company to offset the increase in costs. Say analysts at Antique Stock Broking.

"Increase in royalty payment by 80 bps over the next three years would be more than offset by operating leverage and premiumisation."

Over the medium to long term, the brokerage is confident that the company will deliver volume-led growth, backed by strong and sustained growth momentum in core categories, scale-up of nutrition and discretionary business (by market development and innovation) and margin improvement on premiumisation and cost-saving initiatives.

HDFC Securities says that with raw material costs softening, the royalty increase will not pinch much but will limit the margin expansion. The brokerage expects demand to pick up gradually while margin

recovery will be faster. The brokerage has made a 1-2 per cent increase to its target of ₹224.25. Going ahead, lower input costs (crude oil and benign palm oil prices) will help the company to boost volume growth. ICICI Securities expects the company to take further price cuts and grant margin credit to pass on the benefits, which would help the firm recoup volume growth in the coming quarters.

Avoid NCDs rated below AA despite mouthwatering returns

SARBAJEET K SEN

Non-convertible debentures (NCDs) from a number of companies — IIFL Finance, Muthoot Fincorp, Edelweiss Financials, arvi, Indrabulls Commercial Credit and InCred Financial Services — have hit the markets in recent times.

While the State Bank of India is offering 6.25 per cent on its five-year fixed deposit (FD), NCDs could offer you as much as 7.5-10.03 per cent over the same period.

"After the continuous repo rate hikes by the Reserve Bank of India (RBI) in the last five policy meets, investors should take advantage of the higher spreads in credit papers. Once institutional demand for NCDs perks up, spreads could shrink. Investors may get an opportunity to encash their gains or stay invested at elevated yields," says Ajay Mangliunia, managing director and head of investment grade group, JM Financial.

While NCDs offer higher returns, investors need to also assess their risks.

Credit risk is the possibility of default or late payment of interest and principal. An NCD's credit rating will tell you whether this possibility is high or low. Instruments rated below AA are regarded as high-risk.

While most banks and housing finance companies (HFCs) FDs come with AAA rating, many NCDs have lower ratings.

"Credit quality, as gauged by credit rating, is paramount. Apart from credit rating, the issuer's goodwill, the track record of its past issues, and years of existence of the company should be taken into account while deciding," says Joydeep Sen, author and corporate trader (debt).

While NCDs offer higher interest rates for longer tenures, stick to short-term or medium-term papers only if

higher returns, but only if they have done adequate due diligence.

Watch out for reinvestment risk

Reinvestment risk refers to the inability of the investor to reinvest the money received at maturity in another instrument offering a similarly high rate. This risk arises if interest rates within the economy have come down since the last investment. This is a risk that investors could face if they invest currently for the medium term.

NCDs are also subject to interest-rate risk — as risk of prices falling due to increase in interest rates. Currently, we are approaching the end of the rate hike cycle, so investors may not be exposed to interest-rate risk if they have a medium-term horizon. Rather, they may see bond prices appreciate over the next couple of years if rates fall.

Consider liquidity needs

Bank and corporate FDs allow premature withdrawal after paying a penalty. To exit an NCD, investors need to sell them on the stock exchanges where they are listed. As liquidity tends to be low, finding a buyer at fair value within a short period may prove difficult.

"Liquidity is an issue, especially in lower-rated bonds. It can take a few days to liquidate them. AAA-rated NCDs are generally more liquid," says Vikram Dalal, managing director, Synergee Capital Services.

Spread your risks

One step you can take to reduce credit risk is to build a diversified portfolio of issuers belonging to a cross section of industries. Don't allocate more than 10 per cent of your capital to one issuer.

Besides credit rating, study the company's financial statements and avoid over-leveraged players.

To circumvent reinvestment risk, ladder your investments. To deal with liquidity risk, match your investment horizon with the NCD's tenure.

While NCDs offer higher interest rates for longer tenures, stick to short-term or medium-term papers only if



STRIKE A BALANCE BETWEEN RISK AND REWARD

■ A 5-10-year fixed deposit from State Bank of India is currently offering 6.25% as rate of interest

■ A five-year NCD (rated AA or AA-) is currently offering 8.5-10.3%

■ Higher returns are usually accompanied by higher risk

■ Most NCDs launched recently have a credit rating of AA or AA-

■ It is safer to not invest in a paper below AA rating

■ Invest in lower-rated papers only if you have done your research and are confident the company won't default

■ Even in that case, take limited exposure

Investing for a longer tenure means you run a greater risk of suffering due to deterioration in the company's finances.

Keep in mind post-tax yield

The interest paid by NCDs is added to income and taxed at slab rate. Investors in higher tax brackets need to consider the post-tax returns of these instruments.

High-income investors may be better off in debt mutual funds where they would get indexation benefits after three years. "They should opt for target maturity funds with residual maturity of three-four years where the post-tax yield will be around 6.65 per cent," says Dalal.

TATA POWER DELHI DISTRIBUTION LIMITED. NOTICE INVITING TENDERS. Tender Enquiry No., Work Description, Estimated Cost (₹), Availability of Bid Document, Last Date & Time of Bid Submission.

Reliance Institutional Limited. NOTICE. Table with columns: Sr. No., Folio No., Name / Joint Names, Shares, Certificate Nos., Distinctive Nos.

EXIT OFFER ADVERTISEMENT FOR THE ATTENTION OF THE RESIDUAL SHAREHOLDERS OF SOLID CONTAINERS LIMITED. Registered Office: Top 14th Floor, Times Tower Marg, Oasis Complex Compound, Lower Panel, Mumbai 400013.

NSE National Stock Exchange of India Ltd. NOTICE. Notice is hereby given that the following trading member of the National Stock Exchange of India Ltd. (Exchange) has requested for the surrender of its trading membership of the Exchange.

