

**February 03, 2020**

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

**SCRIP Code: 540205**

**Sub:- Submission of the public announcement for the buyback of equity shares of Aditya Vision Limited ("Company")**

Dear Sir(s)

With reference to the above captioned subject and pursuant to compliance of Regulation 7 of the SEBI (Buy-Back of Securities) Regulations, 2018, we enclosed herewith a copy of public announcement containing the disclosures as specified in Schedule II of the Buyback Regulations, 2018 in the following Newspaper on 03<sup>rd</sup> February, 2020.

Newspaper	Language	Editions
Business Standard	English	All Editions
Business Standard	Hindi	All Editions

This is for your information and record.

Thanking you

Yours faithfully

**For Aditya Vision Limited**

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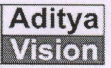
*Akanksha Arya*  
Company Secretary

**Akanksha Arya  
Company Secretary**

**Encl : as above**







Building relationships through trust

Corporate Identity Number (CIN): L32109B1999PLC008783
Registered Office: M-20, Aditya House, 1st, 2nd & 3rd Floor, Road No. 26, S. K. Nagar, Patna - 800001, Bihar, India | Tel: +91 612-252084-54 | Email: cs@adityavision.in | Website: www.adityavision.in
Contact Person: Ms. Akanksha Arya, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF ADITYA VISION LIMITED ("COMPANY") FOR BUYBACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This Public Announcement ("Public Announcement") is being made pursuant to the provisions of Regulation 70 of the Securities and Exchange Board of India (SEBI) (Buyback of Securities) Regulations, 2018, as amended ("Buyback Regulations") and other applicable provisions of law for the purpose of buyback of equity shares of the Company...

1. DETAILS OF THE BUYBACK OFFER AND OFFER PRICE
1.1. The Board of Directors ("Board"), which comprises an independent director, has approved the buyback of equity shares of the Company, as amended, under the Buyback Regulations, 2018, as amended, for a maximum aggregate amount of up to ₹ 1,70,00,000 (Rupees Six Crores and Seventy Lakhs Only) ("Buyback Size")...

1.2. The Buyback is in accordance with the provisions contained in Article 171 of the Articles of Association of the Company, Section 68 of the Companies Act, 2013, and the Buyback Regulations, 2018, as amended, and the Buyback Regulations, 2018, as amended, including any statutory modifications or re-enactments that may be introduced...

1.3. The Buyback shall be on a proportionate basis from all the Equity Shareholders of the Company as of the Record Date through the "Tender Offer" mode, as prescribed under Regulation 40 of the Buyback Regulations, 2018, as amended, and the Buyback Regulations, 2018, as amended, including any statutory modifications or re-enactments that may be introduced...

1.4. Terms of Buyback regulation: The tender offer process, members of the promoter and promoter group have the option to participate in the Buyback. In this regard, the promoters and members of promoter group of the Company have informed the Company, vide their letter dated December 17, 2019 regarding their intention to not to participate in the Buyback...

2. NECESSITY OF THE BUYBACK AND ITS BENEFITS
2.1. Buyback will be beneficial to the Company and its Equity Shareholders, inter-alia, for the following reasons:
a) The Buyback will be beneficial to the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholdings in the Company...

3. MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUY BACK
The Board of Directors of the Company proposes to buy back up to 26,40,000 (Twenty Six Crores and Forty Lakhs Only) Equity Shares of ₹ 10 each (representing 26.40% of the total number of Equity Shares of the Company as on September 30, 2019) at the Buyback Price of ₹ 20/- (Rupees Twenty Only) per Equity Share aggregating to ₹ 5,28,00,00,000 (Rupees Five Crores and Twenty Eight Lakhs Only) ("Buyback Size")...

4. BUYBACK PRICE AND BASIS OF DETERMINING THE PRICE OF THE BUYBACK
The Equity Shares of the Company are proposed to be bought back at a price of ₹ 20/- (Rupees Twenty Only) per Equity Share ("Buyback Price"). The Buyback Price of ₹ 20/- (Rupees Twenty Only) per Equity Share has been arrived at after considering various factors...

5. MAXIMUM AMOUNT FINANCED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES AND SOURCE OF FUNDS FROM WHICH BUYBACK WOULD BE FINANCED
5.1. The maximum amount required for Buyback will not exceed ₹ 7,00,00,00,000 (Rupees Seven Crores and Seventy Lakhs Only) (including an expenses incurred in connection with the Buyback) but not less than the amount required for the public announcement publication expenses, printing and dispatch expenses, transaction costs and brokerage, applicable taxes such as securities transaction tax, GST, stamp duty, other incidental and related expenses, etc. etc. The maximum amount mentioned above is subject to the approval of the Board of Directors of the Company...

6. DETAILS OF SHAREHOLDING AND TRANSACTION IN THE EQUITY SHARES OF THE COMPANY
6.1. The aggregate shareholding of the Promoter and promoter group of the Company ("Promoter and Promoter Group") and deposit in control, (ii) Key Managerial Personnel of the Company as on the date of the board meeting and Post Paid Notes, (iii) Aggregate Equity Shares purchased by the Company and the shareholdings of the persons/entities specified in clause 6.1) and 6.1) below, during a period of six months preceding the date of the Board meeting at which the Buyback was approved i.e. December 17, 2019 and the date of Postal Ballot Notice, are as follows:

Table with 5 columns: Sr. No., Name, No. of Equity Shares held, Percentage (% of Issued Equity Share Capital), and Date of Acquisition. Includes data for Yashwanth Sinha, Sunila Sinha, Mihant Prabhakar, Yashwanth Sinha, Rashmi Varshani, and Yashwanth Sinha HUF.

7. INTENTION OF THE PROMOTERS / REGIONS IN CONTINUING TO HOLD THE COMPANY TO TENDER EQUITY SHARES FOR BUYBACK INDICATING THE NUMBER OF SHARES, DETAILS OF ACQUISITION WITH DATES AND PRICE.
7.1. In terms of the Buyback Regulations, under the Tender Offer, the Promoters and members of Promoter Group of the Company have an option to participate in the Buyback. In this regard, the Promoters and members of Promoter Group have expressed their intention to not to participate in the Buyback...

8. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT:
8.1. All the Equity Shares of the Company are fully paid-up.
8.2. The Company shall not suffer further capital for a period of one year from the date of expiry of the Buyback period, except in discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares into equity shares...