

PNB FINANCE AND INDUSTRIES LIMITED

To,
The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata, West Bengal- 700001

November 06, 2025

Sub: Intimation Regarding Advertisement Issued to Shareholders for Special Window – Re-lodgement of Transfer Requests for Physical Shares

Reference: SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025

Dear Sir/Madam,

Pursuant to the above-referred SEBI Circular, we wish to inform you that PNB Finance & Industries Limited has issued a public notice through newspaper advertisements to inform its shareholders about the opening of a special window for re-lodgement of transfer requests for physical shares.

In compliance with Regulation 47 and Regulation 30 read with Schedule III, Part A, Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith copies of the advertisement published on November 05, 2025 in the following newspapers:

- Financial Express (All Editions – English)
- Pioneer (Delhi Edition – Hindi)

You are kindly requested to take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For PNB Finance and Industries Limited


Shweta Saxena
Company Secretary
M. No. A18585


Regd. Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

Phone: +91-7303495375

CIN: L65929DL1947PLC001240 email: pnbfinanceindustries@gmail.com

Website: www.pnbfinanceandindustries.com



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YEARS OF EXCELLENCE

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SHEELA FOAM LIMITED

Regd. Office: 1002 to 1006, The Avenue International Airport Road, Opp Hotel Leela Sahar, Andheri East, Mumbai, Maharashtra - 400059. CIN: L74899MH1971PLC427835. Tel:91 (0)-22-28265686 /88/89, Email:contactus@sheelafoam.com, Websites:www.sheelafoam.com

UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF- YEAR ENDED SEPTEMBER 30, 2025

The Board of Directors of Sheela Foam Limited ("the company") at its meeting held on November 04, 2025 has approved the Un-Audited standalone and consolidated financial results for the quarter and half -year ended September 30, 2025, in terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The aforementioned financial results along with the Limited Review of the Statutory Auditors have been posted on the company's website at <https://www.sheelafoam.com/financial-reporting> and can be accessed by scanning the QR code.

Date: November 04, 2025

Place: Noida



For Sheela Foam Limited

Sd/-

(Rahul Gautam)

Executive Chairman

HIM TEKNOFORGE LIMITED

CIN: L29130HP1971PLC000904

Regd. Office: Village Billanwali, Baddi, District Solan, Himachal Pradesh – 173205

Tel: +91 01795-654026/ 0172-4183065

E-mail: Teknoforge@himgroup.net/Cs@gagl.net Website: www.himteknoforge.com

NOTICE

Special Window for Re-lodgment of Transfer Requests of Physical Shares

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/CI/R/2025/97 dated July 02, 2025, the Company is pleased to offer a one-time special window for physical shareholders to submit re-lodgment requests for the transfer of shares. This special window is open from July 07, 2025 to January 06, 2026, and is especially applicable to cases which were lodged prior to deadline of April 01, 2019 and the original share transfer were rejected/returned/not attended due to deficiencies in documentation, or were not processed due to any other reason. The shares re-lodged for transfer will be processed only in dematerialized form during this window.

Eligible shareholders may submit their transfer request along with the requisite documents to the Company's Registrar and Share Transfer Agent (RTA) at, MCS share transfer Agent Limited At 1st Floor, Neelam Apartment, 88, Sampatrao Colony, Above Chappan bhog Sweet, Alkapuri, Vadodra, Gujarat,390007 (Tel: 0265 - 2314757/2350490) within stipulated period.

Note: All the shareholders are requested to update their E-mail id(s) with Company/RTA/Depostitory Participants.

FOR HIM TEKNOFORGE LIMITED

Sd/-

Himanshu kalra

Company Secretary & Compliance Officer

Place: Chandigarh

Date: 04.11.2025

PNB FINANCE AND INDUSTRIES LIMITED

Corporate Identity Number : L65929DL1947PLC001240

Regd. Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110 002

Phone - 7303495375, E-Mail- pnbfinanceindustries@gmail.com, Website - www.pnbfinanceindustries.com

PUBLIC NOTICE

Subject: Special Window for Re-lodgement of Transfer Requests for Physical Shares

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/CI/R/2025/97 dated July 02, 2025, and in continuation to the notice published by the Company on July 05, 2025 and September 02, 2025, please note that the Company has offered a one-time Special Window for shareholders to submit re-lodgement requests for the transfer of physical shares.

This Special Window has been opened from July 07, 2025, to January 06, 2026, and is specifically applicable to cases where the original transfer requests were lodged prior to April 01, 2019, and were returned or rejected due to deficiencies in documentation, process, or any other reason.

Kindly note that during this window, shares re-lodged for transfer will be processed only in dematerialized (demat) form.

Eligible shareholders may submit their transfer requests along with the requisite documents to the Company or its Registrar and Share Transfer Agent (RTA) at the earliest within the stipulated period.

Ms. Shweta Saxena

(Company Secretary & Compliance Officer) PNB Finance & Industries Limited

Address : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

Telephone no. : +91-7303495375

Email : pnbfinanceindustries@gmail.com

M/s Skyline Financial Services Pvt. Ltd.

(Registrar and Share Transfer Agent)

Address: D-153/A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110020

Telephone no.: +91-11-26812682

Fax: +91-11-26812683

Email: viren@skylinert.com; Pratap@skylinert.com

For PNB Finance and Industries Limited

Sd/-

Shweta Saxena

Company Secretary & Compliance Officer

November 04, 2025

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY OUTSIDE INDIA.

INITIAL PUBLIC OFFERING OF EQUITY SHARES ON THE MAIN BOARD OF THE BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS").

PUBLIC ANNOUNCEMENT



SUSTAINABLE & AFFORDABLE ENERGY FOR LIFE



(Please scan this QR Code to view the Draft Red Herring Prospectus)

SAEL INDUSTRIES LIMITED

Our Company was incorporated as 'SAEL Industries Limited' at Punjab, India, as a public limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated April 25, 2022, issued by the Registrar of Companies, Central Registration Centre. Pursuant to a succession agreement of business as a going concern dated May 2, 2022 between our Company and HSA & Sons, a partnership firm, represented by respective parties, our Company acquired SAEL Limited and its subsidiaries, as a going concern. For further details, see "History and Certain Corporate Matters – Details regarding material acquisitions or divestments of business/ undertakings, mergers, amalgamation, any revaluation of assets, etc. in the last 10 years" on page 400 of the draft red herring prospectus dated November 3, 2025 ("DRHP").

Registered Office: H. No. 44 , Model Town, Firozpur, Gurusahasai, Punjab, 152022, India

Corporate Office: 3rd Floor, Aerocity Worldmark 1, IGI Airport, South West Delhi, New Delhi, Delhi, 110037, India; Contact Person: Dhanraj Dagar, Compliance Officer and Vishal Garg, Company Secretary; Tel.: +91 11 4491 0011

E-mail: cs@sael.co; Website: www.sael.co; Corporate Identity Number: U40106PB2022PLC055755

PROMOTERS OF OUR COMPANY: JASBIR SINGH, SUKHBIR SINGH AND LAXIT AWLA

INITIAL PUBLIC OFFERING OF [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF SAEL INDUSTRIES LIMITED (OUR "COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE OF FACE VALUE OF ₹5 EACH (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹45,750.00 MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹37,500.00 MILLION BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹8,250.00 MILLION ("OFFER FOR SALE") BY NORFUND (SUCH EQUITY SHARES OFFERED BY THE INVESTOR SELLING SHAREHOLDER, THE "OFFERED SHARES").

THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING TO ₹[●] MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●] % AND [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY. OUR COMPANY, IN CONSULTATION WITH THE BRLMs, MAY CONSIDER A PRE-IPO PLACEMENT OF SPECIFIED SECURITIES AGGREGATING UP TO ₹7,500.00 MILLION, PRIOR TO THE DATE OF FILING OF THE RED HERRING PROSPECTUS. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, WILL BE AT A PRICE TO BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BRLMs. IF THE PRE-IPO PLACEMENT IS COMPLETED, THE AMOUNT RAISED PURSUANT TO THE PRE-IPO PLACEMENT WILL BE REDUCED FROM THE FRESH ISSUE, SUBJECT TO COMPLIANCE WITH RULE 19(2)(B) OF THE SCRR. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, SHALL NOT EXCEED 20% OF THE SIZE OF THE FRESH ISSUE. PRIOR TO THE COMPLETION OF THE OFFER, OUR COMPANY SHALL APPROPRIATELY INTIMATE THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT PRIOR TO ALLOTMENT PURSUANT TO THE PRE-IPO PLACEMENT, THAT THERE IS NO GUARANTEE THAT OUR COMPANY MAY PROCEED WITH THE OFFER OR THE OFFER MAY BE SUCCESSFUL AND WILL RESULT IN LISTING OF THE EQUITY SHARES ON THE STOCK EXCHANGES. FURTHER, RELEVANT DISCLOSURES IN RELATION TO SUCH INTIMATION TO THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT (IF UNDERTAKEN) SHALL BE APPROPRIATELY MADE IN THE RELEVANT SECTIONS OF THE RHP AND PROSPECTUS.

THE FACE VALUE OF EQUITY SHARES IS ₹5 EACH. THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT SHALL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLMs AND WILL BE ADVERTISED IN ALL EDITIONS OF [●], AN ENGLISH NATIONAL DAILY NEWSPAPER ALL EDITIONS OF [●], A HINDI NATIONAL DAILY NEWSPAPER AND THE [●] EDITION OF [●], A PUNJABI DAILY NEWSPAPER (PUNJABI BEING THE REGIONAL LANGUAGE OF PUNJAB, WHERE OUR REGISTERED OFFICE IS LOCATED), EACH HAVING WIDE CIRCULATION, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE STOCK EXCHANGES FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SEBI ICDR REGULATIONS.

In case of any revision in the Price Band, the Bid/ Offer Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar unforeseen circumstances, our Company may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid / Offer Period for a minimum of one Working Day, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the websites of the BRLMs and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries, and Sponsor Bank(s), as applicable.

The Offer is being made in terms of Rule 19(2)(b) of the SCRR, read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process, in compliance with Regulation 6(2) of SEBI ICDR Regulations, wherein not less than 75% of the Offer shall be available for allocation on a proportionate basis to QIBs (the "QIB Portion"), provided that our Company may, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations (the "Anchor Investor Portion"), of which one-third shall be reserved for the domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the price at which allocation is made to Anchor Investors ("Anchor Investor Allocation Price"), in accordance with SEBI ICDR Regulations. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than Anchor Investor Portion) ("Net QIB Portion"). Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds ("Mutual Fund Portion"), and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not more than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders, of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹200,000 and up to ₹1,000,000; and (b) two-third of such portion shall be reserved for Bidders with application size of more than ₹1,000,000, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not more than 10% of the Net Offer shall be available for allocation to RBIs in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All potential Bidders, other than Anchor Investors, shall mandatorily participate in this Offer only through the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA accounts (including UPI ID (defined hereinafter) in case of UPI Bidders (defined hereinafter) in which the corresponding Bid Amounts will be blocked by the SCBSs, or Sponsor Bank(s) under the UPI Mechanism, as applicable to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure" on page 703 of the DRHP.

This public announcement is being made in compliance with the provisions of Regulation 26(2) of the SEBI ICDR Regulations to inform the public that our Company is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares pursuant to the Offer and has filed the DRHP with the Securities and Exchange Board of India ("SEBI") and the Stock Exchanges. Pursuant to Regulation 26(1) of the SEBI ICDR Regulations, the DRHP filed with SEBI has been made available to the public for comments, if any, for a period of at least 21 days from the date of publication of public announcement by hosting it on the website of the Company at www.sael.co, website of the SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e., BSE and NSE at www.bseindia.com and www.nseindia.com, respectively and the website of the BRLMs, i.e., ICICI Securities Limited, Kotak Mahindra Capital Company Limited, JM Financial Limited and Ambit Private Limited at www.icicisecurities.com, www.investmentbank.kotak.com, www.jmfml.com and www.ambit.co, respectively. Our Company hereby invites the public to give comments on the DRHP filed with SEBI and the Stock Exchanges with respect to disclosures made in the DRHP. The public is requested to send a copy of their comments to SEBI, the Company Secretary or Compliance Officer of our Company and/or the BRLM at their respective addresses mentioned below in relation to the Offer. All comments must be received by SEBI, and/or Company and/or the Compliance Officer and/or Company Secretary of our Company and/or the BRLMs in relation to the Offer at their respective addresses mentioned below on or before 5.00 p.m. on the 21st day from the date of publication of this public announcement.

Investments in equity and equity-related securities involve a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have neither been recommended, nor approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the DRHP. Specific attention of the Bidders is invited to "Risk Factors" on page 34 of the DRHP.

Any decision to invest in the Equity Shares described in the DRHP may only be taken after the Red Herring Prospectus ("RHP") has been filed with the RoC and must be made solely on the basis of such RHP as there may be material changes in the RHP from the DRHP. The Equity Shares, when offered through the RHP, are proposed to be listed on the mainboard of BSE and NSE.

For details of the share capital, capital structure of our Company, the names of the signatories to the Memorandum of Association and the number of shares of our Company subscribed by them, please see the section "Capital Structure" on page 110 of the DRHP. For details of the main objects of our Company as contained in the Memorandum of Association, please see the section "History and Certain Corporate Matters" on page 397 of the DRHP.

BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER
				
ICICI Securities Limited ICICI Venture House Appasaheb Marathe Marg, Prabhadevi Mumbai 400 025, Maharashtra, India Tel: +91 22 6807 7100 E-mail: sael ipo@icicisecurities.com Website: www.icicisecurities.com Investor grievance e-mail: customercare@icicisecurities.com Contact person: Ramesh Vaswana / Shri Subramanyam SEBI registration No.: INM000011179	Kotak Mahindra Capital Company Limited 27 BKC, 1st Floor, Plot No. C – 27G Block, Bandra Kurla Complex Bandra (East) Mumbai, 400 051 Maharashtra, India Tel: +91 22 4336 0000 E-mail: sael ipo@kotak.com Website: https://investmentbank.kotak.com Investor grievance e-mail: kmccredressal@kotak.com Contact person: Ganesh Rane SEBI registration Number: INM000008074	JM Financial Limited 7 th Floor, Chenergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025 Maharashtra, India Tel: +91 22 6630 3030 E-mail: SAEL ipo@jmfml.com Investor grievance email: grievance.ibd@jmfml.com Website: www.jmfml.com Contact person: Prachee Dhuri SEBI registration No.: INM000010361	Ambit Private Limited Ambit House, 449 Senapati Bapat Marg Lower Parel, Mumbai 400 013 Maharashtra, India Tel: +91 22 6623 3030 E-mail: sael ipo@ambit.co Investor grievance e-mail: customerservice@ambit.co Website: www.ambit.co Contact person: Miraj Sampat / Bhavya Jalan SEBI registration no.: INM000010585	KFin Technologies Limited Selenium Tower-B, Plot No. 31 and 32, Financial District Nanaknagar, Serilingampally Hyderabad - 500 032 Telangana, India Tel: +91 40 67162222/18003094001 E-mail: sael ipo@kfintech.com Investor grievance e-mail: einward.ris@kfintech.com Website: www.kfintech.com Contact person: M Murali Krishna SEBI registration No.: INR000000221
COMPLIANCE OFFICER				
Dhanraj Dagar, Compliance Officer, 3 rd Floor, Aerocity, Worldmark 1, IGI Airport, South West Delhi, New Delhi – 110037, India, Tel.: +91 11 4491 0011, E-mail: cs@sael.co				

All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

Place: New Delhi

Date: November 4, 2025

For SAEL Industries Limited

on and behalf of the Board of Directors

Sd/-

Dhanraj Dagar

Compliance Officer

SAEL Industries Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the DRHP with SEBI and the Stock Exchanges. The DRHP is available on the website of the Company at www.sael.co, SEBI at www.sebi.gov.in, as well as on the website of the BRLMs, i.e., ICICI Securities Limited, Kotak Mahindra Capital Company Limited, JM Financial Limited and Ambit Private Limited at www.icicisecurities.com, <https://investmentbank.kotak.com>, www.jmfml.com and www.ambit.co, respectively and the websites of National Stock Exchange of India Limited and BSE Limited at www.nseindia.com and www.bseindia.com, respectively. Potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risks, please see the section entitled "Risk Factors" on page 34 of the DRHP and the details set out in the RHP, when filed. Potential investors should not rely on the DRHP for making any investment decision and should instead rely on the RHP, when filed, for making an investment decision.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. This announcement has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (i) in the United States only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act and (ii) outside the United States in "offshore transactions" as defined in, and in reliance on Regulation S under the U.S. Securities Act and in accordance with the applicable laws of the jurisdictions where such offers and sales occur. There will be no public offering of the Equity Shares in the United States.

Adiactors

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL

BENCH AT ALLAHABAD

CA (CAA) No. 29/ALD/2025

IN THE MATTER OF:

Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

AND

IN THE MATTER OF:

Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited, Sir Shadi Lal Enterprises Limited and Triveni Power Transmission Limited and their respective shareholders and creditors.

IN THE MATTER OF:

TRIVENI ENGINEERING & INDUSTRIES LIMITED

having its registered office at: A-44, Hosiery Complex, Phase-II Extension, Gautam Buddha Nagar, Noida - 201305, Uttar Pradesh, India

.....Applicant Company 1 / Amalgamated Company

AND

SIR SHADI LAL ENTERPRISES LIMITED

having its registered office at: A-44, Hosiery Complex, Phase-II Extension, Nepr Post Office, Gautam Buddha Nagar, Noida - 201305, Uttar Pradesh, India

.....Applicant Company 2 / Amalgamating Company

AND

TRIVENI POWER TRANSMISSION LIMITED

having its registered office at: A-44, Hosiery Complex, Phase-II Extension, Nepr Post Office, Gautam Buddha Nagar, Noida - 201305, Uttar Pradesh, India

.....Applicant Company 3 / Resulting Company

AND

.....Applicant Companies

their respective creditors and shareholders.

NOTICE AND ADVERTISEMENT OF NOTICE OF THE MEETING OF THE EQUITY SHAREHOLDERS OF TRIVENI ENGINEERING & INDUSTRIES LIMITED AS PER DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, ALLAHABAD BENCH.

Notice is hereby given that in terms of the orders dated 17th October, 2025 and 28th October, 2025, the Hon'ble National Company Law Tribunal, Bench at Allahabad ("NCLT"), ("Order") has, *inter alia*, directed the meeting of the Equity Shareholders of Triveni Engineering & Industries Limited to be convened for the purpose of considering and if thought fit, approving with or without modifications), the arrangement embodied in the Composite Scheme of Arrangement amongst Triveni Engineering & Industries Limited ("Applicant Company 1"/"Amalgamated Company"), Sir Shadi Lal Enterprises Limited ("Applicant Company 2"/"Amalgamating Company") and Triveni Power Transmission Limited ("Applicant Company 3"/"Resulting Company") and their respective Shareholders and Creditors ("Scheme") under Sections 230 to 232 of the Companies Act, 2013 ("2013 Act") and other applicable provisions of the 2013 Act read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("2016 Rules").

In pursuance of the said Orders and as directed therein and in accordance with the applicable provisions of the 2013 Act, notice is hereby given that the meeting of the Equity Shareholders of Applicant Company 1 will be held as under, at which, the Equity Shareholders are requested to attend.

Sr. No.	Class of Meeting	Day and Date of Meeting	Time (IST)	Mode
1.	Equity Shareholders	Sunday, 7th December, 2025	10:00 AM	Through Video Conferencing

The Applicant Company 1 has on 4th November, 2025, completed the dispatch of Notice of Meeting, copy of the Scheme, Explanatory Statement under Sections 230-232 and Section 102 of the 2013 Act read with Rule 6 of the 2016 Rules and accompanying documents (collectively referred to as the "Particulars") through electronic mode to those Equity Shareholders of Applicant Company 1 whose e-mail addresses are registered with Applicant Company 1 (Depository Participant(s) / Registrar and Transfer Agent as on 24th October, 2025 and through speed post (to those Equity Shareholders of Applicant Company 1 whose e-mail addresses are not registered with Applicant Company 1) (Depository Participant(s) / Registrar and Transfer Agent as on 24th October, 2025). The Particulars can be obtained free of charge (except Saturdays, Sundays and public holidays) on a requisition being so made for the same by the Equity Shareholders of the Applicant Company 1 at the Registered Office of the Applicant Company 1 or by sending a request along with details of shareholding by email at shares@trivenigroup.com. The Particulars including the e-voting instructions are available on the Applicant Company 1's website at www.trivenigroup.com and on the website of KFin Technologies Ltd. at <https://evoting.kfintech.com>.

NCLT has appointed Subrata Kumar Dash, as Chairperson of the said meeting and Mr. Saumyam Krishna as the Co-Chairperson, of the said meeting of the Equity Shareholders of the Applicant Company 1.

The Scheme, if approved in the aforesaid meeting, will be subject to the subsequent approval of the NCLT.

Further Notice is hereby given to the Equity Shareholders of the Applicant Company 1 that:

- The Applicant Company 1 has provided the facility of remote e-voting so as to enable the Equity Shareholders to consider and approve the Scheme. The Applicant Company 1 has also provided the facility of electronic voting system at the meeting. The Applicant Company 1 has engaged the services of KFin Technologies Ltd., for facilitating remote e-voting services and e-voting at the meeting.
- In accordance with the provisions of Sections 230 and 232 of the 2013 Act, the Scheme shall be acted upon if a majority of persons representing three fourth in value of the Equity Shareholders of the Applicant Company 1, voting, agree to the Scheme.
- The cut-off date for determining the eligibility of the Equity Shareholders for voting is 30th November, 2025 as per Companies (Management and Administration) Rules, 2014. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled for voting. Persons who are not Equity Shareholders of the Applicant Company 1 as on the cut-off date should treat this Notice for information purposes only.
- Voting through remote e-voting by the Equity Shareholders will commence on 3rd December, 2025 at 9:00 AM (IST) and shall end on 6th December, 2025 at 5:00 PM (IST).
- The Equity Shareholders can opt for only one mode for voting i.e., either by remote e-voting or e-voting at the meeting. Equity shareholders who have cast their votes through remote e-voting may attend the meeting, but shall not be entitled to cast their vote again.
- Mr. Ankit Kumar Singh, Practicing Company Secretary, FCS-9653, CP No. 17072 has been appointed as the Scrutinizer to conduct the remote e-voting process and the e-voting at the meeting in a fair and transparent manner.
- In case of any queries or issues regarding e-voting, members may contact KFin Technologies Ltd. on evoting@kfintech.com or on toll free numbers 1800-309-4001 or contact Ms. C. Shobha Anand, Vice President, Email: shobha.anand@kfintech.com or phone: 040-67162222 for any grievances connected with the facility or e-voting on the day of the Meeting.
- Procedure for joining the Meeting through VC/OAVM: The Company shall provide VC/OAVM to its Members for participating at the Meeting. The Login credentials used for e-voting may also be used for attending the Meeting through VC/ OAVM. The procedure for attending the Meeting is explained in the Notice of the Meeting. Members may access the same at <https://emeetings.kfintech.com> by clicking "Meeting video conference". Members are requested to carefully read all the Notes set out in the Notice of the Meeting and in particular, instructions for joining the Meeting, manner of casting vote through remote e-voting or through Insta Poll at the Meeting.
- The results, together with the Scrutinizer's Report, will be announced within the prescribed time from the conclusion of meeting and will be placed on the website of the Applicant Company 1 at <https://www.trivenigroup.com> and on the website of KFin Technologies Ltd. at <https://evoting.kfintech.com> and shall be communicated to BSE Limited and National Stock Exchange of India Limited where the shares of the Applicant Company 1 are listed.
- If so desired, the Equity Shareholder may obtain a physical copy of the Notice, Scheme and the Explanatory Statement under Sections 230 and 232 read with Section 102 and other applicable provisions of the 2013 Act and Rule 6 of the 2016 Rules etc. free of charge. A written request in this regard along with details of your shareholding in the Applicant Company 1, may be addressed to the Company Secretary at A-44, Hosiery Complex, Phase-II Extension, Gautam Buddha Nagar, Noida - 201305, Uttar Pradesh, India or send a request by Email at shares@trivenigroup.com

Place: Noida

Date: November 4, 2025

Subrata Kumar Dash

Chairperson appointed for the Meeting

"IMPORTANT"

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