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# PREVEST DENPRO LIMITED

CIN: U85199JK1999PLC001969

Our Company was incorporated as "Prevest Denpro Limited" on May 05, 1999 vide Registration no. 001969 (CIN: U85199JK1999PLC001969) under the provisions of the Companies Act, 1956 with the Registrar of Companies, Jammu & Kashmir. For further details please refer to chapter titled "History and Corporate Structure" beginning on page 120 of this Red Herring Prospectus dated September 06, 2021 and filed with ROC.

**Registered Office:** EPIP, Kartholi, Bari Brahmna, Samba 181133, Jammu & Kashmir, India. **Contact Person:** Ms. Komal Mehra, Company Secretary & Compliance Officer  
**Tel No.:** 1923-222774; **E-mail:** info@prevestdenpro.com; **Website:** www.prevestdenpro.com

**PROMOTERS OF OUR COMPANY: MR. ATUL MODI AND MRS. NAMRATA MODI**

## THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 31,68,000 EQUITY SHARES OF FACE VALUE OF Rs. 10/- EACH (THE "EQUITY SHARES") OF PREVEST DENPRO LIMITED ("OUR COMPANY" OR "PDL" OR "THE ISSUER") AT AN ISSUE PRICE OF Rs. [●] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO Rs. [●] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 1,60,000 EQUITY SHARES OF FACE VALUE OF Rs. 10 EACH, AT AN ISSUE PRICE OF Rs. [●] PER EQUITY SHARE FOR CASH, AGGREGATING Rs. [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 30,08,000 EQUITY SHARES OF FACE VALUE OF Rs. 10 EACH, AT AN ISSUE PRICE OF Rs. [●] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO Rs. [●] LAKHS IS HEREIN REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.39% AND 25.06% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- **QIB Portion:** Not More than 50.00% of the Net Issue
- **Retail Individual Bidders Portion:** Not Less than 35.00% of the Net Issue
- **Non-Institutional Bidders Portion:** Not Less than 15.00% of the Net Issue

**Price Band: Rs. 82 to Rs. 84 per Equity Share of Face Value Rs. 10/- each.**

**The Floor Price is 8.2 times of the Face Value and the Cap Price is 8.4 times of the Face Value of the Equity Shares.**

**Bids can be made for a minimum of 1600 Equity Shares and in multiples of 1600 Equity Shares thereafter.**

<b>ASBA*</b>	Simple, Safe, Smart way of Application- Make use of it !!!	*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.	Mandatory in Public Issues from January 01, 2016. No cheque will be accepted
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**UPI-Now available in ASBA for Retail Individual Bidders (RIB)\*\***

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI- Now available in ASBA for RIBs applying through Registered Brokers, DPs & RTAs. RIBs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.

Investors have to apply through the ASBA process. \*ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Bidders. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 230 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website of BSE Limited ("BSE")

\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. ICICI Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact: Hem Securities Limited- Mr. Anil Bhargava (+91 22-4906000) (redressal@hemsecurities.com).

### Risks to Investors:

- The Merchant Banker associated with the Issue has handled 13 public issues in the past three years out of which 3 Issues closed below the Issue Price on Listing date
- Average cost of acquisition of Equity Shares held by the Promoters. Mr. Atul Modi and Mrs. Namrata Modi is Rs. 0.32 per share and Rs. 0.33 per share respectively and the Issue Price at the upper end of the Price Band is Rs. 84 per Equity Share.
- The Price/Earnings ratio based on Diluted EPS for Fiscal 2021 for the company at the upper end of the Price Band is 9.98 as compared to the average Industry Peer Group PE ratio of 173.67
- Weighted Average Return on Net worth for Fiscals 2021, 2020 and 2019 is 32.11%

### BASIS FOR ISSUE PRICE

The Issue Price will be determined by our Company in consultation with the Book Running Lead Managers on the basis of the assessment of market demand for the Equity Shares through the Book Building Process and on the basis of quantitative and Equity Qualitative factors as described below. The face value of the Equity Shares is Rs. 10 each and the Issue Price is 8.2 times the face value at the lower end of the Price Band and 8.4 times the face value at the higher end of the Price Band. Investors should also refer to "Our Business", "Risk Factors", "Financial Information of the Company" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on pages 104, 26, 143 and 175, respectively of the Red Herring Prospectus, to have an informed view before making an investment decision.

### QUALITATIVE FACTORS

Some of the qualitative factors which form the basis for computing the Issue Price are:

- Wide sales and distribution network
- Comprehensive product portfolio
- Experienced Promoters with strong management team having domain knowledge
- Proven track record of robust financial performance
- Collaboration with reputed dental universities and institutions

For further details, see "Our Business - Our Business Strength" on page 104 of the Red Herring Prospectus.

### QUANTITATIVE FACTORS

The information presented below relating to our Company has been derived from the Restated Financial Statements of our Company. For further details, see "Financial Information of the Company" beginning on page 143 of the Red Herring Prospectus.

Some of the quantitative factors which may form the basis for calculating the Issue Price are as follows:

#### 1. Basic & Diluted Earnings per Share (EPS) (Face value of ₹10 each):

As per the Restated Financial Statements:

Sr. No.	Financial Years	Basic & Diluted EPS(₹)	Weights
1.	FY 2018-19	3.39	1
2.	FY 2019-20	5.67	2
3.	FY 2020-21	8.42	3
	<b>Weighted Average</b>	<b>6.67</b>	<b>6</b>

Notes: (i) The figures disclosed above are based on the Restated Financial Statements of the Company. (ii) The face value of each Equity Share is Rs. 10.00. (iii) Earnings per Share has been calculated in accordance with Accounting Standard 20 - "Earnings per Share" issued by the ICAI (iv) The above statement should be read with Significant Accounting Policies and the Notes to the Restated Financial Statements as appearing in Annexure IV. (v) Basic and Diluted Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of equity shares outstanding during the year/ period

## BID / ISSUE PROGRAM

## BID/ISSUE OPENS ON<sup>(1)</sup>: WEDNESDAY, SEPTEMBER 15, 2021 BID/ISSUE CLOSES ON: FRIDAY, SEPTEMBER 17, 2021

(1) Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI ICDR Regulations

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the Syndicate Members and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, wherein not more than 50% of the Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLMs may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from our domestic Mutual Funds at or above the Anchor Investor Allocation Price. 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Issue shall be available for allocation to RIBs in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilize the Application Supported by Blocked Amount ("ASBA") process providing details of their respective bank account (including UPI ID for RIBs using UPI Mechanism), in which the corresponding Bid Amounts will be blocked by the SCSBs or the Sponsor Bank, as applicable. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" on page 210 of the Red Herring Prospectus.

**Bidders / Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders/Applicants should ensure that PAN, DP ID and Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active.**

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and other objects of our Company, see "History and Corporate Structure" on page 120 of the Red Herring Prospectus and Clause III (A) of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 274 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MOA:** The Liability of the members of the Company is Limited.

**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The Authorised share capital of the Company is ₹ 12,50,00,000 divided into 1,25,00,000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 8,83,50,000 divided into 88,35,000 Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on page 60 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company: Mr. Om Prakash Modi - 10 Equity Shares, Mrs. Vimala Modi - 10 Equity Shares, Mr. Atul Modi - 10 Equity Shares, Mrs. Namrata Modi - 10 Equity Shares, Mr. Anil K. Modi - 10 Equity Shares, Mrs. Shashi Modi - 10 Equity Shares, Mr. Virender Mattoo - 10 Equity Shares, aggregating to 70 Equity Shares of ₹ 10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 120 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 60 of the Red Herring Prospectus.

**LISTING:** The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the BSE SME Platform. Our Company has received an 'in-principle' approval from the BSE for the listing of the Equity Shares pursuant to letter dated September 06, 2021. For the purposes of the Issue, the Designated Stock Exchange shall be BSE Limited. A signed copy of the Red Herring Prospectus has been delivered for registration to the ROC on September 06, 2021 and Prospectus shall be delivered for filing to the ROC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 274 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Draft Red Herring Prospectus and Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 191 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF BSE SME (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited ("BSE") should not in any way be deemed or construed that the contents of the Prospectus or the price at which the equity shares are offered has been cleared, solicited or approved by BSE, nor does it certify the correctness, accuracy or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer clause pertaining to BSE.

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of the Issue and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 26 of the Red Herring Prospectus.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>Hem Securities Ltd.</b> <b>HEM SECURITIES LIMITED</b> 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Mumbai-400 013, India. <b>Tel.:</b> (022) 4906 0000 <b>Email:</b> lb@hemsecurities.com <b>Investor Grievance Email:</b> redressal@hemsecurities.com <b>Contact Person:</b> Anil Bhargava <b>Website:</b> www.hemsecurities.com <b>SEBI Reg.No.:</b> INM000010981	 <b>Bigshare Services Pvt. Ltd.</b> <b>BIGSHARE SERVICES PRIVATE LIMITED</b> Address: - 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400059 <b>Tel No.:</b> +91-022-62638200 <b>Fax No.:</b> +91-022-62638299 <b>Email:</b> ipo@bigshareonline.com <b>Website:</b> www.bigshareonline.com <b>Contact Person:</b> Ashish Bhope <b>SEBI Regn. No.</b> MB/INR000001385	 <b>PREVEST DENPRO LIMITED</b> <b>Ms. Komal Mehra</b> EPIP, Kartholi, Bari Brahmna, Samba 181133, Jammu & Kashmir, India <b>Tel No.:</b> 1923-222774; <b>E-mail -</b> info@prevestdenpro.com <b>Website:</b> www.prevestdenpro.com Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

**AVAILABILITY OF RED HERRING PROSPECTUS:** Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at www.prevestdenpro.com, the website of the BRLMs to the Issue at www.hemsecurities.com, the website of BSE i.e. www.bseindia.com, respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Prevest Denpro Limited, Telephone: +91 22-222774; BRLMs: Hem Securities Limited, Telephone: +91 022 49060000 and the Syndicate Members: Hem Filecase Private Limited Telephone: +91 022 49060000 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application forms will also be available on the websites of BSE SME and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

**ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** ICICI Bank Limited.

UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Place: Samba, J & K  
Date: September 07, 2021

**Disclaimer:** Prevest Denpro Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Jammu & Kashmir (J&K) on September 06, 2021 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of BSE SME at www.bsesme.com and is available on the websites of the BRLMs at www.hemsecurities.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 26 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation S under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.

On behalf of Board of Directors  
For Prevest Denpro Limited  
S/-  
Mr. Atul Modi  
Chairman & Managing Director  
DIN: 00788272

**EASTERN SYNPACKS LIMITED**  
Reg. Office Via: - Telco Works Post Office  
(Near JEMCO), Jojobera, Jamshedpur - 831004  
CIN: U25202JH1992PLC004880

## NOTICE

Notice is hereby given pursuant to section 103(2) of the Companies Act, 2013, that the adjourned meeting of the members of M/s. Eastern Synpacks Limited originally scheduled to be held on Monday 6th September, 2021 at 11.30 A.M. and adjourned due to lack of quorum will now be held on Monday 13th September, 2021 at 11.30 A.M. at company's Registered office at Jojobera, Jamshedpur - 831004.

For Eastern Synpacks Ltd.  
S/d.  
Jamshedpur  
06.09.2021  
R. N. Sharma Chairman

## BLACK ROSE INDUSTRIES LIMITED

CIN: L17120MH1990PLC054828  
Regd. Office: 145/A, Mital Tower, Nariman Point, Mumbai - 400 021  
Tel: +91 22 4333 7200 | Fax: +91 22 2287 3022  
E-mail: investor@blackrosechemicals.com | Website: www.blackrosechemicals.com  
NOTICE REGARDING 31<sup>ST</sup> ANNUAL GENERAL MEETING

**AND E-VOTING INFORMATION**

- Notice is hereby given that the 31<sup>st</sup> Annual General Meeting ("AGM") of the members of the Company will be held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on **Wednesday, 29<sup>th</sup> September, 2021 at 11:30 a.m. IST**, in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020 and 02/2021 dated 13<sup>th</sup> January, 2021 and other applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI (collectively referred to as "relevant circulars"), to transact the business set out in the Notice calling the AGM. Members will be able to attend the AGM through VC/OAVM. Members participating through the VC/OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013.

- In compliance with the relevant circulars, electronic copies of the Notice of the AGM and Annual Report 2020-21 have been sent on September 7, 2021 to the members of the company whose e-mail address are registered with the Company/Depository Participant(s). The aforesaid documents will also be available on the Company's website at www.blackrosechemicals.com and on the website of the stock exchange i.e. BSE Limited at www.bseindia.com and on the website of the National Securities Depository Limited (NSDL) at www.evoting.nsdl.com. Members are requested to note that the physical copies of the aforesaid documents will not be made available to them by the Company.

- Instruction for remote e-voting and e-voting during AGM:**  
The company is providing remote e-voting facility for voting electronically on all the resolutions set forth in the Notice convening Meeting. Additionally, the Company is providing the facility of voting through e-voting system during the AGM and members attending the AGM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM. The company has engaged the services of NSDL to provide e-voting facility to the members.

The e-voting facility will commence on Sunday, September 26, 2021 at 9:00 a.m. and ends on Tuesday, September 28, 2021 at 5:00 p.m. Please note that remote e-voting will be allowed by members after Tuesday, September 28, 2021 at 5:00 p.m. and will be disabled by NSDL. A member may participate in the AGM even after exercising his rights to vote through electronic voting but shall not be entitled to cast his vote again at the AGM. Any person who acquires shares of the Company and becomes a member post-dispatch of the Notice of the AGM and holds shares as on the cut-off date i.e. Wednesday, September 22, 2021 may obtain the login ID and password as per the instructions provided in Notice of AGM for voting. However, if a person is already registered with NSDL for e-voting then the User ID and password can be used for casting their vote. The manner of remote e-voting and voting by AGM by the members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the Notice of the AGM. The details will also be available on the website of the Company at www.blackrosechemicals.com and on the website of NSDL at www.evoting.nsdl.com.

For grievances related to voting, members can write to the undersigned, the Company Secretary and Compliance Officer at investor@blackrosechemicals.com and at the contact details given above.

For Black Rose Industries Limited  
Nevil Avtani  
Place: Mumbai  
Company Secretary and Compliance Officer

**MAN Industries (India) Ltd**  
the line pipe people

Registered Office : Man House, 101, S.V. Road, Opp. Pawan Hans, Vile Parle (West), Mumbai - 400 056. | Website : www.mangroup.com; E-mail : investor.relations@manindia.org | CIN No. : L99999MH1988PLC047408  
Tel. No. : 022 6647 7500, Fax No. : 022 6647 7600

## NOTICE OF 33<sup>RD</sup> ANNUAL GENERAL MEETING, REMOTE E-VOTING AND BOOK CLOSURE

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company will be held on **Wednesday, 29<sup>th</sup> Day of September, 2021 at 3:00 P.M.** (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the ordinary and special business as set out in the Notice of AGM.

In view of the continuing global COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide General Circular No. 02/2021 dated January 13, 2021 read with General Circular Nos. 20/2020 dated May 5, 2020, 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (collectively, "MCA Circulars"), Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively, "SEBI Circulars") read with the relevant provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), have allowed companies to conduct the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue. In compliance with the Circulars, the 33<sup>rd</sup> AGM of the Company is being held through VC/OAVM.

Further, electronic copies of the Annual Report for the Financial Year 2020-21 of the Company which comprises of Notice for calling 33<sup>rd</sup> AGM, Directors' Report, Audited Standalone Financial Statements, Audited Consolidated Financial Statements, Auditor's Report thereon for the financial year ended 31<sup>st</sup> March, 2021 have been sent on Monday, September 6, 2021 to all the members whose e-mail ids are registered with the Registrar and Share Transfer Agent/Depository Participant(s)/Depositories. The Notice of the AGM, Annual Report and Public Notice are also available on the Company's website i.e. www.mangroup.com, website of the e-voting Agency i.e. https://instavote.linkintime.co.in and the websites of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

Members can attend and participate in the Annual General Meeting through VC/OAVM facility and view the webcast of the same provided by LIPL at https://instameet.linkintime.co.in. The instructions for joining the Annual General Meeting are provided in the Notice of the Annual General Meeting. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under section 103 of the Companies Act 2013.

Members holding shares either in physical form or dematerialised form as on September 22, 2021 (cut-off date), may cast their vote electronically on the business as set forth in the Notice of AGM through remote electronic voting system (remote e-voting) provided by Linkintime India Private Limited ("LIPL") from a place other than the venue of AGM (remote e-voting). Additionally, the Company is providing the facility of voting through e-voting system during the Annual General Meeting ("e-voting"). Detailed procedure for remote e-voting/e-voting is provided in the Notice of the AGM. For further details in connection with e-voting, members may also visit the website [instavote.linkintime.co.in](https://instavote.linkintime.co.in).

The members are requested to note that:

- The remote e-voting shall commence on Saturday, September 25, 2021, (9:00 a.m. IST);
- The remote e-voting shall end on Tuesday, September 28, 2021 (5:00 p.m. IST) and remote e-voting shall not be allowed thereafter.
- The cut-off date for determining the eligibility to vote through remote e-voting or e-voting during AGM will be Wednesday, September 22, 2021;
- Any person who acquires the shares of the Company and becomes a member after the Notice of AGM has been sent electronically and holds shares as on the cut-off date i.e. September 22, 2021, may refer the notice of AGM posted on the website of the Company [www.mangroup.com](http://www.mangroup.com) or the Frequently Asked Questions ("FAQs") and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in> under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on Tel. 022 - 4918 6000 for detailed procedure with regard to remote e-voting/e-voting during AGM.
- Members attending the AGM through VC/OAVM facility and have not cast their vote by remote e-voting and are otherwise not barred from doing so shall be eligible to cast their vote during the AGM by e-voting. The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM but shall not be entitled to cast their vote again in the meeting.
- Only those persons whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. September 22, 2021, shall be entitled to avail the facility of remote e-voting or voting through e-voting during the AGM.
- Subject to receipt of the requisite number of votes, the resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e. Wednesday, September 29, 2021.
- The Board of Directors of the Company has appointed 'J. Suthar & Associates' as Scrutinizer to scrutinize the voting process in a fair and transparent manner. Members are requested to carefully read the instructions printed in the AGM notice for remote e-voting/e-voting during AGM.
- In case shareholders' members have any queries regarding e-voting, they may refer the Frequently Asked Questions ("FAQs") and InstaVote e-Voting manual available at <https://instavote.linkintime.co.in> under Help section or send an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on Tel. 022 - 4918 6000. In case shareholders' members have any queries regarding login or e-voting during AGM, they may send an e-mail to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on Tel. 022 - 49186175.

