

DRONAGIRI INFRASTRUCTURE PRIVATE LIMITED

Regd. Office: Office No. B-106, Seventh Floor, Plot No. 6, Sector-11,
Dronagiri, Navi Mumbai - 400702
CIN No. : U45200MH2004PTC144991

NOTICE OF REDUCTION OF EQUITY SHARE CAPITAL OF THE COMPANY

[Under section 66 of the Companies Act 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016]

The Hon'ble National Company Law Tribunal, Mumbai Bench (the Tribunal), vide its order dated March 18, 2025, approved the Company's Petition (C.P.No.2/MB/2025) for reduction of equity share capital of the Company, by approving the Form of Minutes set forth herein below:

"The issued, subscribed and paid up share capital of Dronagiri Infrastructure Private Limited, is henceforth Rs. 100,33,440/- (Rupees one crore thirty three thousand four hundred and forty) comprising 10,03,344 (Ten lakh three thousand three hundred and forty four) fully paid-up equity shares of Rs. 10/- (Rupees ten) as reduced from Rs. 800,00,00,000/- (Rupees six hundred crores) comprising of 60,00,00,000 (sixty crores) fully paid-up equity shares of Rs. 10/- (Rupees ten) each, effected by cancelling 59,89,66,656 (Fifty nine crore eighty nine lakhs ninety six thousand six hundred and fifty six) equity shares of Rs. 10/- (Rupees ten) each amounting to Rs. 598,99,66,560/- (Rupees Five hundred ninety eight crore ninety nine lakhs sixty six thousand five hundred and sixty)."

The aforesaid Form of Minutes has been registered by the Registrar of Companies, Maharashtra, Mumbai on April 15, 2025.

For Dronagiri Infrastructure Private Limited
Sd/-
Tarun Shah
Place : Mumbai
Date : April 17, 2025
Director

URBAN INFRASTRUCTURE HOLDINGS PRIVATE LIMITED

Regd. Office: Office No. D-416, Seventh Floor, Plot No. 6, Sector-11,
Dronagiri, Navi Mumbai, Raigadh, Maharashtra 400702, India
CIN: U45200MH2005PTC154303

NOTICE OF REDUCTION OF SHARE CAPITAL OF THE COMPANY

[Under section 66 of the Companies Act 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016]

The Hon'ble National Company Law Tribunal, Mumbai Bench (the Tribunal), vide its order dated March 24, 2025, approved the Company's Petition (C.P.No.6/MB/2025) for reduction of share capital of the Company, by approving the Form of Minutes set forth herein below:

"The issued, subscribed and paid-up share capital of Urban Infrastructure Holdings Private Limited is henceforth:

- Rs. 85,13,830/- (Rupees eighty five lakhs thirteen thousand eight hundred and thirty) divided into 8,51,383 (eight lakhs fifty one thousand three hundred and eighty three) equity shares of Rs. 10/- (Rupees ten) each fully paid up, reduced from Rs. 354,74,28,560/- (Rupees three hundred fifty four crores seventy four lakhs twenty eight thousand five hundred and sixty) divided into 35,47,42,856 (thirty five crores forty seven lakhs forty two thousand eight hundred and fifty six) equity shares of Rs. 10/- (Rupees ten) each, effected by cancelling 35,38,91,473 (thirty five crores thirty eight lakhs ninety one thousand four hundred and seventy three) equity shares of Rs. 10/- (Rupees ten) each amounting to Rs. 353,89,14,730/- (Rupees three hundred fifty three crores eighty nine lakhs fourteen thousand seven hundred and thirty)
- Rs. 3,76,96,570/- (Rupees three crores seventy six lakhs ninety six thousand five hundred and seventy) divided into 37,69,657 (thirty seven lakhs sixty nine thousand six hundred and fifty seven) fully compulsorily convertible preference shares of Rs. 10/- (Rupees ten) each fully paid up, reduced from Rs. 157,69,05,860/- (Rupees one thousand five hundred seventy crores sixty nine lakhs five thousand eight hundred and sixty) divided into 157,69,05,860 (one hundred fifty seven crores six lakhs ninety thousand five hundred and eighty six) fully compulsorily convertible preference shares of Rs. 10/- (Rupees ten) each, effected by cancelling 156,69,20,929 (one hundred fifty six crores sixty nine lakhs twenty thousand nine hundred and twenty nine) fully compulsorily convertible preference shares of Rs. 10/- (Rupees ten) each amounting to Rs. 156,69,20,929/- (Rupees one thousand five hundred sixty six crores ninety two lakhs nine thousand two hundred and ninety); and
- Rs. 2,31,29,000/- (Rupees two crores thirty one lakhs and twenty nine thousand) divided into 2,31,290 (two lakhs thirty one thousand two hundred and ninety) fully compulsorily convertible preference shares of Rs. 100/- (Rupees one hundred) each fully paid up, reduced from Rs. 963,71,00,000/- (Rupees nine hundred sixty three crores and seventy one lakhs) divided into 9,63,71,000 (nine crore sixty three lakhs and seventy one thousand) fully compulsorily convertible preference shares of Rs. 100/- (Rupees one hundred) each, effected by cancelling 9,61,39,710 (nine crore sixty one lakhs thirty nine thousand seven hundred and ten) fully compulsorily convertible preference shares of Rs. 100/- (Rupees one hundred) each amounting to Rs. 961,39,71,000/- (Rupees nine hundred sixty one crores thirty nine lakhs and seventy one thousand)."

The aforesaid Form of Minutes has been registered by the Registrar of Companies, Maharashtra, Mumbai on April 15, 2025.

For Urban Infrastructure Holdings Private Limited
Sd/-
Rohit Shah
Place : Mumbai
Date : April 17, 2025
Director

Reliance
Industrial Infrastructure
Limited

Regd. Office: NKM International House, 5th Floor,
178 Backbay Reclamation, Behind LIC Yogakshema Building,
Babubhai Chinal Road, Mumbai - 400 020
Phone: 022-7967 9053 | E-mail: investor_relations@riil.in
CIN: L60300MH1988PLC049019

Extract of Audited Consolidated Financial Results for the Year Ended March 31, 2025

(₹ in Lakh, except per share data)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Total income from operations (net)	4,949	5,808
Net Profit from ordinary activities before tax	1,362	1,896
Net Profit from ordinary activities after tax	1,197	1,332
Total Comprehensive Income after tax	(433)	4,547
Paid up Equity Share Capital	1,510	1,510
Other Equity (reserves) excluding Revaluation reserves	44,664	45,625
Earnings Per Share (Face value of ₹ 10/- each) (for continuing operations)		
Basic	7.93	8.82
Diluted	7.93	8.82

Notes:

- The Audit Committee has reviewed the above results and the Board of Directors has approved the above results and its release at their respective meetings held on April 16, 2025.
- Additional Information on Audited Standalone Financial Results is as follows:

(₹ in Lakh)		
Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Total income from operations (net)	4,949	5,808
Net Profit from ordinary activities before tax	1,148	1,585
Net Profit from ordinary activities after tax	983	1,021
Total Comprehensive Income after tax	(647)	4,236

- The above is an extract of the detailed format of the Audited Consolidated and Standalone Financial Results for the year ended March 31, 2025 filed with the Stock Exchanges under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Audited Consolidated and Standalone Financial Results for the year ended March 31, 2025 are available on the Stock Exchange websites (www.bseindia.com) / www.nseindia.com), Company's webpage https://www.riil.in/quarterly_results.html and can also be accessed by scanning the following Quick Response code.



For Reliance Industrial Infrastructure Limited
Sd/-
Vipin Chandra Sati
Place: Mumbai
Date : April 16, 2025
Whole-time Director
(Executive Director)

www.riil.in

PRE-OFFER ADVERTISEMENT AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT UNDER REGULATION 18(7) IN TERMS OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**VIRAT INDUSTRIES LIMITED**

A public limited company incorporated under the provisions of the Companies Act, 1956
Corporate Identification Number: L29199GJ1990PLC014514;
Registered Office: A-1/2, GIDC Industrial Estate Kabi Pore, Navsari - 396424, Gujarat, India;
Contact Number: +91-2637-265011/265022/91-7878325805;
E-mail Address: factory@viratindustries.com / sales@viratindustries.com; Website: www.viratindustries.com

THIS PRE-OFFER ADVERTISEMENT CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT IS ISSUED BY SWARAJ SHARES AND SECURITIES PRIVATE LIMITED, THE MANAGER TO THE OFFER, ON BEHALF OF MR. BHAVOOK TRIPATHI (ACQUIRER 1), ALONG WITH THE CORPORATE ACQUIRERS, M/S BT CAPITAL MANAGERS PRIVATE LIMITED (ACQUIRER 2), AND M/S BRAHM PRECISION MATERIALS PRIVATE LIMITED (ACQUIRER 3), COLLECTIVELY REFERRED TO AS THE ACQUIRERS, FOR ACQUISITION OF UP TO 23,56,954 OFFER SHARES, REPRESENTING 16.32% OF THE EXPANDED VOTING SHARE CAPITAL OF VIRAT INDUSTRIES LIMITED, AT AN OFFER PRICE OF ₹158.00/- PER OFFER SHARE, PAYABLE IN CASH, TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, IN ACCORDANCE WITH THE PROVISIONS OF REGULATION 18 (7) OF SEBI (SAST) REGULATIONS (PRE-OFFER CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT ADVERTISEMENT).

This Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement is to be read in conjunction with the: a) Public Announcement dated Tuesday, September 24, 2024 (Public Announcement), b) Detailed Public Statement dated Saturday, September 28, 2024, in connection with this Offer, published on behalf of the Acquirers on Monday, September 30, 2024, in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadeep (Marathi daily) (Mumbai Edition), and Financial Express (Gujarati daily) (Navsari Edition) (Newsletters) (Detailed Public Statement), c) Draft Letter of Offer dated Tuesday, October 08, 2024 filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations (Draft Letter of Offer), d) Corrigendum to the Detailed Public Statement dated Monday, March 17, 2025, published on behalf of Acquirers on Tuesday, March 18, 2025, in Financial Express (English daily) (All Editions), Jansatta (Hindi daily) (All Editions), Mumbai Lakshadeep (Marathi daily) (Mumbai Edition) and Financial Express (Gujarati daily) (Navsari Edition) (Corrigendum to the Public Announcement, Detailed Public Statement, and the Draft Letter of Offer); e) Letter of Offer dated Saturday, April 05, 2025, along with the Form of Acceptance-cum-Acknowledgement (Letter of Offer), f) Recommendations of the Independent Directors of the Target Company which were approved on Tuesday, April 15, 2025, and published in the Newspapers on Wednesday, April 16, 2025 (Recommendations of the Independent Directors of the Target Company) (the Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors, and this Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement of the Target Company are hereinafter collectively referred to as 'Offer Documents') issued by the Manager on behalf of the Acquirers.

Public Shareholders of the Target Company are requested to kindly note the following:

For capitalized terms used hereinafter, please refer to the Paragraph 1 titled as 'Definitions and Abbreviations' on page 9 of the Letter of Offer.

A. Offer Price

The Offer is being made at a price of ₹158.00/- per Offer, payable in cash. There has been no revision in the Offer Price.

B. Recommendations of the Committee of Independent Directors (IDC)

A Committee of Independent Directors of the Target Company comprising of Mr. Vaibhav P. Mandhana as the Chairperson of the IDC, Mr. Dastirah Shikha Pawaskar and Mr. Chintamani Dattatraya Thattai, members of IDC approved their recommendation on the Offer on Tuesday, April 15, 2025, and published in the Newspapers on Wednesday, April 16, 2025. The IDC Members are of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable and is in line with SEBI (SAST) Regulations. Public Shareholders may, therefore, independently evaluate the offer and take an informed decision.

C. Other details with respect to Offer

- This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. There has been no competitive bid to the Offer.
- The Letter of Offer has been dispatched to the Public Shareholders of the Target Company whose names appear on Wednesday, April 02, 2025, being the Identified Date⁽¹⁾
 - On Wednesday, April 09, 2025, through registered post to those Public Shareholders who have not registered their e-mail addresses with the Depositories/Target Company.
 - On Wednesday, April 09, 2025, through electronic mode to all the Public Shareholders whose e-mail addresses had been registered with the Depositories/Target Company.
- The Draft Letter of Offer dated Tuesday, October 08, 2024, was filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations, for its Observations. In pursuance of which all the observations received from SEBI vide letter bearing reference number SEBI/HO/CFD/CIRP/2020/144 dated 31 July 2019, However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMDI/CIRP/2020/144 dated 31 July 2019, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations. Public Shareholders who are holding Equity Shares in physical form and intend to participate in the Offer will be required to approach their respective Selling Broker along with the complete set of documents for verification procedures to be carried out, including the (i) original share certificate(s), (ii) valid share transfer form(s), i.e. Form SH-4, duly filled and signed by the transferees (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place, (iii) self-attested copy of the shareholder's PAN Card, (iv) Form of Acceptance duly completed and signed in accordance with the instructions contained therein, by sole/joint Public Shareholders whose name(s) appears on the share certificate(s) in the same order in which they hold Equity Shares, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. For further information, kindly refer to the Paragraph 9.13, titled as 'Procedure for tendering Equity Shares held in Physical Form' on page 50 of the Letter of Offer.

D. Instructions for Public Shareholders

- In case of Equity Shares are held in the Dematerialized Form:** The Public Shareholders who are holding Equity Shares in electronic/dematerialized form and who desire to tender their Equity Shares in this Offer shall approach their respective Selling Broker indicating to their Selling Broker the details of Equity Shares that such Public Shareholder intends to tender in this Offer. Public Shareholders should tender their Equity Shares before market hours close on the last day of the Tendering Period. For further information, kindly refer to Paragraph 9.14, titled as 'Procedure for tendering the Equity Shares held in Dematerialized Form' on page 51 of the Letter of Offer.
 - In case of Equity Shares are held in Physical Form:** As per the provisions of Regulation 40(1) of the SEBI (LODR) Regulations and SEBI's press release dated 3 December 2018, bearing reference no. PR 49/2018, requests for transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from 1 April 2019. However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMDI/CIRP/2020/144 dated 31 July 2019, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations. Public Shareholders who are holding Equity Shares in physical form and intend to participate in the Offer will be required to approach their respective Selling Broker along with the complete set of documents for verification procedures to be carried out, including the (i) original share certificate(s), (ii) valid share transfer form(s), i.e. Form SH-4, duly filled and signed by the transferees (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place, (iii) self-attested copy of the shareholder's PAN Card, (iv) Form of Acceptance duly completed and signed in accordance with the instructions contained therein, by sole/joint Public Shareholders whose name(s) appears on the share certificate(s) in the same order in which they hold Equity Shares, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. For further information, kindly refer to the Paragraph 9.13, titled as 'Procedure for tendering Equity Shares held in Physical Form' on page 50 of the Letter of Offer.
- C. Procedure for tendering the Shares in case of non-receipt of the Letter of Offer:** Public Shareholders who have acquired Equity Shares but whose names do not appear in the records of Depositories on the Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified Date, or those who have not received the Letter of Offer, may also participate in this Offer. In case of non-receipt of the Letter of Offer, such Public Shareholders of the Target Company may download the same from the SEBI website (www.sebi.gov.in) or obtain a copy of the same from the Registrar to the Offer on providing suitable documentary evidence of holding of the Equity Shares of the Target Company. Alternatively, in case of non-receipt of the Letter of Offer, shareholders holding the Equity Shares may participate in the Offer by providing their application in plan paper in writing signed by all shareholders⁽²⁾, stating name, address, number of shares held, client ID number, DP name, DP ID number, number of shares tendered and other relevant documents. Such Public Shareholders have to ensure that their order is entered in the electronic platform to be made available by Stock Exchanges before the closure of the Offer. For further information, kindly refer to the Paragraph 9.16, titled as 'Procedure for tendering Equity Shares in case of non-receipt of the Letter of Offer' on page 52 of the Letter of Offer.

E. Status of Statutory and Other Approvals

As on the date of this Letter of Offer, there are no statutory or other approvals required for implementing the Offer except as mentioned in the Letter of Offer. For further information, kindly refer to the Paragraph 8.16, titled as 'Statutory Approvals and conditions of the Offer' at page 47 of Letter of Offer.

F. Procedure for Acceptance and Settlement of Offer

The Open Offer will be implemented by the Acquirers through Stock Exchange mechanism made available by BSE Limited in the form of separate window (Acquisition Window) as provided under the SEBI (SAST) Regulations. SEBI circular bearing reference number CIR/CFD/POLICYCELL/1/2015 dated 13 April 2015, as amended read along with SEBI Circular CFD/DCR2/CIRP/2016/131 dated 9 December 2016, as amended, and SEBI Circular bearing number SEBI/HO/CFD/DCR-II/CIRP/2021/615 dated August 13, 2021, issued by SEBI. As per SEBI Circular bearing number SEBI/HO/CFD/DCR-II/CIRP/2021/615 dated August 13, 2021, a lien shall be marked against the shares of the shareholders participating in the tender offers. Upon finalisation of the entitlement, only accepted quantity of shares shall be debited from the demat account of the shareholders. The lien marked against unaccepted shares shall be released. The detailed procedure for tendering and settlement of shares under the revised mechanism is specified under the Paragraph 9 titled as 'Procedure for Acceptance and Settlement of the Offer' on page 48 of the Letter of Offer.

G. Revised Schedule of Activities

Schedule of Activities	Tentative Schedule Day and Date	ACTUAL SCHEDULE DAY AND DATE (UPON RECEIPT OF SEBI'S OBSERVATION LETTER)
Issue date of the Public Announcement	Tuesday, September 24, 2024	Tuesday, September 24, 2024
Publication date of the Detailed Public Statement in the newspapers	Monday, September 30, 2024	Monday, September 30, 2024
Date of filing of the Draft Letter of Offer with SEBI	Tuesday, October 08, 2024	Tuesday, October 08, 2024
Last date for public announcement for a competing offer(s) ⁽¹⁾	Tuesday, October 22, 2024	Tuesday, October 22, 2024
Date for receipt of observation from SEBI on the Draft Letter of Offer	Tuesday, October 29, 2024	Friday, March 28, 2025
Identified Date ⁽²⁾	Thursday, October 31, 2024	Wednesday, April 02, 2025
Last date for dispatch of the Letter of Offer to the Public Shareholders of the Target Company whose names appear on the register of members on the Identified Date	Friday, November 08, 2024	Wednesday, April 09, 2025
Last date of publication in the Newspapers of recommendations of the independent directors committee of the Target Company for this Offer	Wednesday, November 13, 2024	Wednesday, April 16, 2025
Last date for upward revision of the Offer Price and / or the Offer Size	Thursday, October 14, 2024	Thursday, April 17, 2025
Last date of publication of opening of Offer public announcement in the newspapers in which the Detailed Public Statement had been published	Thursday, October 14, 2024	Thursday, April 17, 2025
Date of commencement of Tendering Period	Monday, November 18, 2024	Monday, April 21, 2025
Date of closing of Tendering Period	Friday, November 29, 2024	Monday, May 05, 2025
Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders ⁽³⁾	Friday, December 13, 2024	Tuesday, May 20, 2025
Last Date For Publication Of Post-Open Offer Public Announcement In The Newspapers ⁽³⁾	Friday, December 20, 2024	Tuesday, May 27, 2025
Last date for filing the post Offer report with SEBI ⁽³⁾	Friday, December 20, 2024	Tuesday, May 27, 2025

Notes:

- There has been no competing offer for this Offer.
- Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer would be sent in accordance with the SEBI (SAST) Regulations. It is clarified that all the Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in this Offer any time during the Tendering Period.
- These actions set out above may be completed prior to their corresponding dates subject to compliance with the SEBI (SAST) Regulations.

H. Documents for Inspection

The copies of the following documents will be available for inspection at the principal place of business of the Manager to the Offer, Swaraj Shares and Securities Private Limited, located at Unit No 304, A Wing, 215 Atrium, Courtyard Marriott, Andheri East, Mumbai - 400093, Maharashtra, India on any working day between 10:00 a.m. (Indian Standard Time) and 5:00 p.m. (Indian Standard Time) during the Tendering Period commencing from Monday, April 21, 2025, to Monday, May 05, 2025. Further, in light of SEBI Circular SEBI/HO/CFD/DCR2/CIRP/2020/139 dated July 27, 2020, read with SEBI Circular SEBI/HO/CFD/DCR1/CIRP/2020/83 dated May 14, 2020, copies of the following documents will be available for inspection to the Public Shareholders electronically during the Tendering Period. The Public Shareholders interested to inspect any of the following documents can send an email from their registered email-ids (including shareholding details and authority letter in the event the Public Shareholder is a corporate body) with a subject line "[Documents for Inspection - VIL Open Offer]", to the Manager to the Open Offer at takover@swarajshares.com, and upon receipt and processing of the received request, access can be provided to the respective Public Shareholders for electronic inspection of documents. For further information, kindly refer to the Paragraph 11 titled as 'Documents for Inspection' on page 62 of the Letter of Offer.

The Acquirers accept full responsibility for the information contained in this Pre-Offer cum Corrigendum to the Detailed Public Statement 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 Open Offer. The Acquirers will be severally and jointly responsible for ensuring compliance with the SEBI (SAST) Regulations. The persons signing this Pre-Offer cum Corrigendum to the Detailed Public Statement Advertisement on behalf of the Acquirers have been duly and legally authorized to sign this Letter of Offer.

This Pre-Offer Advertisement and Corrigendum to the Detailed Public Statement will also be accessible on the websites of SEBI at www.sebi.gov.in, the Target Company at www.viratindustries.com, the Registrar to the Offer at mnmis.mufg.com, the Manager to the Offer at www.swarajshares.com, and BSE Limited at www.bseindia.com.

Issued by the Manager to the Offer on behalf of the Acquirer

SWARAJ

SEBI REGISTRATION NO. INM00012980

Swaraj Shares and Securities Private Limited

Unit No 304, A Wing, 215 Atrium, Near Courtyard Marriott, Andheri East, Mumbai - 400093, Maharashtra, India
Telephone Number: +91-22-69649999
Email Address: takover@swarajshares.com
Investors Grievance Email Address: investor.relations@swarajshares.com
Website: www.swarajshares.com

Contact Person: Mr. Tammy Banerjee/Ms. Pankita Patel
SEBI Registration Number: INM00012980
Validity: Permanent
Date: Wednesday, April 16, 2025
Place: Mumbai

On behalf of all the Acquirers
Sd/-
Mr. Praveen Chandra Mathur
Director of Acquirer - 3

PRE-OFFER ADVERTISEMENT AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT UNDER REGULATION 18(7) IN TERMS OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**KUBERAN GLOBAL EDU SOLUTIONS LIMITED**

A public limited company incorporated under the provisions of the Companies Act, 1956
Corporate Identification Number: L80900722013PLC019519;
Registered Office: Number 401, GES Complex 1st Floor, 7th Street Gandhipuram, Coimbatore - 641012, Tamil Nadu, India.
Contact Number: +91-0422-4348001/+91-9159488001/+91-9944488001;
E-mail Address: investor@kgesitd.in / kgesitd@gmail.com; Website: www.kgesitd.in

THIS PRE-OFFER ADVERTISEMENT CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT IS ISSUED BY SWARAJ SHARES AND SECURITIES PRIVATE LIMITED, THE MANAGER TO THE OFFER, ON BEHALF OF M/S HATHOR CORPORATE ADVISORS LLP (ACQUIRER), ALONG WITH THE PERSON ACTING IN CONCERT, M/S PLUTUS CAPITAL MANAGEMENT LLP (PAC), HEREINAFTER COLLECTIVELY REFERRED TO AS THE ACQUIRERS, FOR ACQUISITION OF UP TO 5,47,700 OFFER SHARES, REPRESENTING 26.00% OF THE EXPANDED VOTING SHARE CAPITAL OF KUBERAN GLOBAL EDU SOLUTIONS LIMITED, AT AN OFFER PRICE OF ₹18.00/- PER OFFER SHARE, PAYABLE IN CASH, TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY, IN ACCORDANCE WITH THE PROVISIONS OF REGULATION 18 (7) OF SEBI (SAST) REGULATIONS (PRE-OFFER CUM CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT ADVERTISEMENT).

This Pre-Offer cum corrigendum to the Detailed Public Statement Advertisement is to be read in conjunction with the: a) Public Announcement dated Wednesday, October 30, 2024 (Public Announcement), b) Detailed Public Statement dated Monday, November 04, 2024, in connection with this Offer, published on behalf of the Acquirers on Tuesday, November 05, 2024, in Financial Express (English daily) (All India Edition), Jansatta (Hindi daily) (All India Edition), Mumbai Lakshadeep (Marathi daily) (Mumbai Edition) and Makkal Kural (Tamil daily) (Coimbatore Edition) (Newsletters) (Detailed Public Statement), c) Draft Letter of Offer dated Tuesday, November 12, 2024 filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations (Draft Letter of Offer), d) Letter of Offer dated Saturday, April 05, 2025, along with the Form of Acceptance-cum-Acknowledgement (Letter of Offer), e) Recommendations of the Independent Directors of the Target Company which were approved on Tuesday, April 15, 2025, and published in the Newspapers on Wednesday, April 16, 2025 (Recommendations of the Independent Directors of the Target Company) (the Public Announcement, Detailed Public Statement, Draft Letter of Offer, Letter of Offer, Recommendations of the Independent Directors, and this Pre-Offer Advertisement cum Corrigendum to the Detailed Public Statement of the Target Company are hereinafter collectively referred to as 'Offer Documents') issued by the Manager on behalf of the Acquirers.

Public Shareholders of the Target Company are requested to kindly note the following:

For capitalized terms used hereinafter, please refer to the Paragraph 1 titled as 'Definitions and Abbreviations' on page 8 of the Letter of Offer.

A. Offer Price

The Offer is being made at a price of ₹18.00/- per Offer, payable in cash. There has been no revision in the Offer Price.

B. Recommendations of the Committee of Independent Directors (IDC)

A Committee of Independent Directors of the Target Company comprising of Mr. Manikannan Sekar as the Chairperson of the IDC, Mr. Sathyaaseelan Thavasiappan, and Mr. Meganathan Ethiraj, members of IDC approved their recommendation on the Offer on Tuesday, April 15, 2025, and published in the Newspapers on Wednesday, April 16, 2025. The IDC Members are of the opinion that the Offer Price to the Public Shareholders of the Target Company is fair and reasonable and is in line with SEBI (SAST) Regulations. Public Shareholders may, therefore, independently evaluate the offer and take an informed decision.

C. Other details with respect to Offer

- This Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations. There has been no competitive bid to the Offer.
- The Letter of Offer has been dispatched on Wednesday, April 09, 2025, to the Public Shareholders of the Target Company whose names appeared on the register of members as on the Identified Date, i.e., Wednesday, April 02, 2025. The dispatch has been carried out through post to those Public Shareholders who had not registered their e-mail addresses with the Depositories and/or the Target Company, and through electronic mode (e-mail) to those Public Shareholders whose e-mail addresses were registered with the Depositories and/or the Target Company.
- The Draft Letter of Offer dated Tuesday, November 12, 2024, was filed and submitted with SEBI pursuant to the provisions of Regulation 16 (1) of the SEBI (SAST) Regulations, for its Observations. In pursuance of which all the observations received from SEBI vide letter bearing reference number SEBI/HO/CFD/CIRP/2020/144 dated 31 July 2019, However, in accordance with the circular issued by SEBI bearing reference number SEBI/HO/CFD/CMDI/CIRP/2020/144 dated 31 July 2019, shareholders holding securities in physical form are allowed to tender shares in an open offer. Such tendering shall be as per the provisions of the SEBI (SAST) Regulations. Accordingly, Public Shareholders holding Equity Shares in physical form as well as eligible to tender their Equity Shares in this Offer as per the provisions of the SEBI (SAST) Regulations. Public Shareholders who are holding Equity Shares in physical form and intend to participate in the Offer will be required to approach their respective Selling Broker along with the complete set of documents for verification procedures to be carried out, including the (i) original share certificate(s), (ii) valid share transfer form(s), i.e. Form SH-4, duly filled and signed by the transferees (i.e., by all registered shareholders in same order and as per the specimen signatures registered with the Target Company) and duly witnessed at the appropriate place, (iii) self-attested copy of the shareholder's PAN Card, (iv) Form of Acceptance duly completed and signed in accordance with the instructions contained therein, by sole/joint Public Shareholders whose name(s) appears on the share certificate(s) in the same order in which they hold Equity Shares, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. For further information, kindly refer to the Paragraph 8.14, titled as 'Procedure for tendering Equity Shares held in Physical Form' on page 47 of the Letter of Offer.
- Except as stated hereinafter, there have been