

PRE-OFFER ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SAST) REGULATIONS, 2011, AS AMENDED AND CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

# RELIANCE JUTE MILLS (INTERNATIONAL) LIMITED

(CORPORATE IDENTIFICATION NUMBER: L17125WB1996PLC081382)

Registered Office: Ideal Plaza, South Block 4th Floor, 11/1, Sarat Bose Road, Kolkata,

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Open Offer by Surendra Agarwal ("Acquirer 1"), Sunil Jain ("Acquirer 2"), Anita Jain ("Acquirer 3"), Akhil Jain ("Acquirer 4") and Shilpa Jain ("Acquirer 5") (hereinafter referred to as "Acquirers") to acquire upto 6,48,612 (25.05%) equity shares of face value of Rs. 10/- each for cash at a price of Rs. 7.50 (Rupees Seven and Paise Fifty Only) per equity shares aggregating upto Rs. 48,64,590 (Rupees Forty-Eight Lakhs Sixty-Four Thousand Five Hundred and Ninety Only) to the Public Shareholders of Reliance Jute Mills (International) Limited ("RJML" or "Target Company") in terms of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("SEBI (SAST) Regulations") ("Open Offer").

This Advertisement in accordance with Regulation 18(7) of the SEBI (SAST) Regulations and Corrigendum to the Detailed Public Statement ("DPS") and is to be read together with: a) the Public Announcement dated April 21, 2022 ("PA"); b) the Detailed Public Statement published on April 28, 2022 in Financial Express (English Daily) (All India Edition), Jansatta (Hindi daily) (All India Edition), Ek Din (Bengali Daily) (Kolkata Edition) where the Registered Office of the Target Company is situated ("DPS"); c) the Letter of Offer dated June 08, 2022 ("LOO") is being issued by Gretex Corporate Services Limited, on behalf of Mr. Surendra Agarwal, Mr. Sunil Jain, Mrs. Anita Jain, Mr. Akhil Jain and Mrs. Shilpa Jain ("Acquirers") along with Mrs. Seema Agarwal, Mrs. Somya Agarwal and Mr. Mayank Goyal (Persons Acting in Concert ("PACs")) pursuant to regulation 18(7) of the SEBI (SAST) Regulations in respect of Open Offer ("Pre Offer Advertisement cum Corrigendum").

- The Offer Price is Rs. 7.50 (Rupees Seven and Paise Fifty Only) per equity share is payable in cash ("Offer Price").
- Committee of Independent Directors ("IDC") of the Target Company is of the opinion that the Offer Price of Rs.7.50 (Rupees Seven and Paise Fifty Only) offered by the Acquirers is in accordance with the relevant regulations prescribed in the Takeover Code and prima facie appear to be justified. The recommendation of IDC was published in the aforementioned newspapers on Monday, June 20, 2022.
- There has been no competitive bid to this Offer.
- The completion of dispatch of the Letter of Offer ("LOO") through electronic means to all the Public Shareholders of Target Company (holding Equity Shares dematerialised from) whose name appeared on the register of members on the Identified Date and who have registered their email ids with the Depositories and/or the Target Company, and the dispatch through physical means to all the public shareholders of the Target Company (holding Equity Shares in Physical form) whose name appeared on the register of members on the identified date was completed on Wednesday, June 15, 2022.
- Please note that a copy of the LOO is also available on the website of Securities and Exchange Board of India ("SEBI") i.e., [www.sebi.gov.in](http://www.sebi.gov.in) and also on the website of Target Company [www.reliancejute.com](http://www.reliancejute.com). Further, in case of non-receipt of LOO, the public shareholders holding equity shares may participate in the offer by providing their application in plain paper to their Selling Broker and tender Shares in the Open Offer as per the procedure along with other details.
- In terms of Regulation 16(1) of the SEBI (SAST) Regulations, the Draft Letter of Offer had been submitted to SEBI on May 06, 2022. We have received the final observations in terms of Regulation 16(4) of the SEBI (SAST) Regulations from SEBI vide Observation dated June 06, 2022 which have been incorporated in the LOO.
- Any other material changes from the date of PA: Nil
- To the best of knowledge of the Acquirers and the PACs, there are no statutory approvals required to acquire the equity shares tendered pursuant to the Offer. However, if any other statutory approvals are required or become applicable prior to completion of the Offer, the Offer would be subject to such other statutory approvals.
- Public Shareholders are required to refer para 9 on page 26 of the LOO (Procedure for Acceptance and Settlement) in relation to inter alia the procedure for tendering their equity shares in the open offer and are required to adhere to and follow the procedure outlined therein.

#### 10. Schedule of Activities:

Activities	Original Tentative Schedule		Revised Schedule	
	Date	Day	Date	Day
Date of the PA	April 21, 2022	Thursday	April 21, 2022	Thursday
Publication of Detailed Public Statement in newspapers	April 28, 2022	Thursday	April 28, 2022	Thursday
Last date of filing the Draft Letter of Offer with SEBI	May 06, 2022	Friday	May 06, 2022	Friday
Last date of a Competing Offer#	May 23, 2022	Monday	May 23, 2022	Monday
Last date for receipt of SEBI observations on the draft letter of offer (in the event SEBI has not sought clarifications or additional information from the Manager)	May 30, 2022	Monday	June 06, 2022	Monday
Identified Date*	June 01, 2022	Wednesday	June 08, 2022	Wednesday
Last date by which the Letter of Offer will be dispatched to the shareholders whose name appears on the register of members on the Identified Date	June 08, 2022	Wednesday	June 15, 2022	Wednesday
Last date by which the committee of the independent directors of the Target Company is required to give its recommendation to the Equity Public Shareholders for this Offer	June 10, 2022	Friday	June 20, 2022	Monday
Last date for upward revision of the Offer Price and/or Offer Size	June 13, 2022	Monday	June 21, 2022	Tuesday
Date of publication of opening of Offer public announcement in the newspapers in which this Detailed Public Statement has been published	June 13, 2022	Monday	June 21, 2022	Tuesday
Date of commencement of tendering period ("Offer Opening Date")	June 15, 2022	Wednesday	June 22, 2022	Wednesday
Date of closing of tendering period ("Offer Closing Date")	June 28, 2022	Tuesday	July 05, 2022	Tuesday
Last date of communicating the rejection/acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	July 12, 2022	Tuesday	July 19, 2022	Tuesday

# There has been no competing offer as on the date of the Letter of Offer.

\* The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the letter of offer ("Letter of Offer") would be mailed. It is clarified that all the equity shareholders of the Target Company (registered or unregistered) of the equity shares of the Target Company (except the Acquirer and promoter group shareholders of the Target Company) are eligible to participate in this Offer at any time prior to the closure of this Offer.

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, DPS and LOF.

ISSUED BY THE MANAGERS TO THE OFFER ON BEHALF OF THE ACQUIRERS MR SURENDRA AGARWAL, MR. SUNIL JAIN, MRS ANITA JAIN, MR AKHIL JAIN AND MRS SHILPA JAIN

#### LEAD MANAGER TO THE OFFER



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