

Justdial
JUST DIAL LIMITED

CIN: L74140MH1993PLC150054

Registered Office : Palm Court, Building-M, 501/B, 5th Floor, New Link Road, Besides Goregaon Sports Complex, Malad (West), Mumbai - 400 064, Maharashtra
Tel: +91 22 2888 4060, **Fax:** +91 22 2889 3789
Website: www.justdial.com, **E-mail:** investors@justdial.com

Contact Person: Manan Udani, Company Secretary and Compliance Officer

POST BUY-BACK PUBLIC ADVERTISEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF JUST DIAL LIMITED

This post buy-back public advertisement (the "Advertisement") regarding completion of the Buy-back by Just Dial Limited (the "Company") of its fully paid-up equity shares of face value ₹10 each (the "Equity Shares") from the shareholders / beneficial owners of the Company (the "Shareholders") is being published pursuant to Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "Buy-back Regulations"). The Advertisement shall be read in conjunction with the public announcement dated June 24, 2020 (the "Public Announcement") and the letter of offer dated July 28, 2020 (the "Letter of Offer"), issued in connection with the Buy-back. All terms used but not defined herein shall have the meaning ascribed to such terms in the Public Announcement and the Letter of Offer.

1. THE BUY-BACK

- 1.1. Just Dial Limited (the "Company") had announced a buy-back of up to ₹14,28,857 (Thirty One Lakhs Forty Two Thousand Eight Hundred Fifty Seven) fully paid-up equity shares of face value of ₹10 each (the "Equity Shares"), representing up to 4.84% of the total number of Equity Shares of the paid-up Equity Share Capital of the Company, on a proportionate basis, from the Eligible Shareholders holding Equity Shares as on July 3, 2020 (the "Record Date"), through a tender offer, for cash at a price of ₹700 (Rupees Seven Hundred only) per Equity Share for an aggregate amount of up to ₹2,20,00,00,000 (Rupees Two Hundred Twenty crores only) (the "Buy-back"). The Buy-back represented up to 23.92% of the total paid up Equity Share Capital and Free Reserves (including securities premium account) of the Company as per the latest audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2019 (being the last audited financial statements available as on the date of board meeting recommending the proposal for the Buy-back, being April 30, 2020), in accordance with Section 68(2)(c) of the Companies Act, 2013.
- 1.2. The Buy-back was undertaken by way of a tender offer through the stock exchange mechanism as prescribed under the Buy-back Regulations and the SEBI Circulars.
- 1.3. The Buy-back Opening Date was August 4, 2020 (Tuesday) and the Buy-back Closing Date was August 17, 2020 (Monday).

2. DETAILS OF THE BUY-BACK

- 2.1. The total number of Equity Shares bought back by the Company in the Buy-back were 31,42,857 Equity Shares, at a price of ₹700 per Equity Share.
- 2.2. The total amount utilised in the Buy-back was ₹2,19,99,99,900 excluding the transaction costs.
- 2.3. The Registrar to the Buy-back, KFin Technologies Private Limited (Formerly known as "Karvy Fintech Private Limited"), considered a total of 30,411 valid bids for 3,85,82,277 Equity Shares in response to the Buy-back, which is approximately 12.28 times the maximum number of Equity Shares proposed to be bought back. The details of valid applications considered by the Registrar to the Buy-back are as follows:

Category of Shareholders	No. of Equity Shares reserved in the Buy-back	No. of Valid Bids	Total No. of Equity Shares Tendered	Response (%)
Reserved category for Small Shareholders	4,71,429	29,603	17,42,307	369.58
General category for other Shareholders	26,71,428	808	3,68,39,970	1,379.04
Total	31,42,857	30,411	3,85,82,277	1,227.62

Note: Small Shareholders have tendered 17,42,307 Equity Shares. However, against the total entitlement of 4,71,429 Equity shares, the Buy-back Entitlement of the valid bids in the Buy-back was only for 3,01,633 Equity Shares. In view of the aforesaid response, 1,69,796 additional Equity Shares (being, Equity Shares tendered over and above the Buy-back Entitlement), have been accepted in proportion of the additional Equity Shares tendered. Accordingly, out of 17,42,307 Equity Shares validly tendered by the Shareholders in this category, 4,71,429 Equity Shares have been accepted. General Category of other Shareholders have tendered 3,68,39,970 Equity Shares. However, against the total entitlement of 26,71,428 Equity Shares, the Buy-back Entitlement of the valid bids in the offer was only for 20,37,869 Equity Shares. In view of the aforesaid response, 6,33,559 additional Equity Shares (being, Equity Shares tendered over and above the Buy-back Entitlement), have been accepted in proportion of the additional Equity Shares tendered. Accordingly, out of 3,68,39,970 Equity Shares validly tendered by the Shareholders in this category, 26,71,428 Equity Shares have been accepted under the Buy-back.

- 2.4. All valid applications were considered for the purpose of Acceptance in accordance with the Buy-back Regulations and the Letter of Offer. The communication of acceptance / rejection was dispatched by the Registrar to the Buy-back to the Shareholders, by August 27, 2020.
- 2.5. The settlement of all valid bids was completed by the Clearing Corporation of BSE Limited on August 26, 2020. The funds in respect of accepted Equity Shares were paid out to the respective seller members / custodians. If Eligible Shareholders' bank account details were not available or if the fund transfer instructions were rejected due to any reason, then such funds were transferred to the concerned seller members / custodians for onward transfer to their respective shareholders.
- 2.6. The dematerialized Equity Shares accepted under the Buy-back were transferred to the Company's demat escrow account on August 26, 2020. The unaccepted demat Equity Shares were returned to respective seller members / custodians on August 26, 2020.
- 2.7. The extinguishment of 31,42,857 Equity Shares accepted under the Buyback, comprising of 31,42,857 Equity Shares in dematerialized form shall be completed in accordance with Buy-back Regulations. The Company and its directors accept full responsibility for the information contained in this Post Buy-back Public Announcement and also accept responsibility for the obligations of the Company in accordance with the Buy-back Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- 3.1. The capital structure of the Company, prior to the Buy-back and the capital structure of the Company post the completion of the Buy-back is as follows:

Category of Shareholders	Prior to the Buy-back		Post completion of the Buy-back	
	Number of Equity Shares	Amount (In ₹)	Number of Equity Shares	Amount (In ₹)
Authorised:				
Equity Shares	10,00,00,000	1,00,00,00,000	10,00,00,000	1,00,00,00,000
Preference shares of ₹1 each	1,20,00,000	1,20,00,000	1,20,00,000	1,20,00,000
Issued, subscribed and fully paid-up Share capital:				
Equity Shares	6,49,09,728	64,90,97,280	6,17,66,871*	61,76,68,710*
Preference shares of face value ₹1 each	11,25,068	11,25,068	11,25,068	11,25,068

* Subject to extinguishment of 31,42,857 Equity Shares accepted in the Buy-back.

- 3.2. Details of the Shareholders from whom Equity Shares exceeding 1% (of the total Equity Shares bought back) have been accepted under the Buy-back are as mentioned below:

Sr. No.	Name of the Shareholder	No. of Equity Shares accepted under the Buy-back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of total post Buy-back Equity Share capital of the Company *
1.	Venkatachalam Sthanu Subramani	12,11,463	38.55	1.96
2.	HDFC Trustee Company Ltd. A/c	2,53,189	8.06	0.41
3.	Aditya Birla Sun Life Trustee Private Limited A/c	2,16,424	6.89	0.35
4.	Tree Line Asia Master Fund (Singapore) Pte Ltd	2,06,563	6.57	0.33
5.	Anita Mani	72,214	2.30	0.12
6.	Ajay Upadhyaya	49,230	1.57	0.08
7.	Bajaj Allianz Life Insurance Company Ltd.	41,061	1.31	0.07
8.	Cophall Mauritius Investment Limited - ODI Account	39,455	1.26	0.06
9.	Vanguard Total International Stock Index Fund	36,527	1.16	0.06
10.	Ashish Dhawan	34,411	1.09	0.06

* Subject to extinguishment of 31,42,857 Equity Shares accepted in the Buy-back

- 3.3. The shareholding pattern of the Company, prior to the Buy-back (as of the Record Date, being July 3, 2020) and the shareholding pattern of the Company post the completion of the Buy-back is as follows:

Shareholding pattern	Prior to the Buy-back		Post completion of the Buy-back *	
	Number of Equity Shares	Percentage of Equity Shares (%)	Number of Equity Shares	Percentage of Equity Shares (%)
A. Promoters and promoter group				
Promoters and persons acting in concert	2,16,92,049	33.42	2,03,49,342	32.95
B. Public Shareholding				
Foreign Investors (including Non Resident Indians/ Foreign Mutual Funds, Foreign Institutional Buyers/ FPIs / Foreign Nationals/ Overseas Corporate Bodies)	2,30,48,313	35.51	4,14,17,529	67.05
Financial Institutions / Banks / Mutual Funds promoted by Banks / Institutions	99,90,616	15.39		
Others (Public, Bodies Corporate, Clearing Members, Trust, Hindu Undivided Family ("HUF"), etc.,)	1,01,78,750	15.68		
Total	6,49,09,728	100.00	6,17,66,871	100.00

* Subject to extinguishment of 31,42,857 Equity Shares accepted in the Buy-back.

4. MANAGER TO THE BUY-BACK

NOMURA

Nomura Financial Advisory and Securities (India) Private Limited
Ceeljay House, Level 11, Plot F, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai 400 018

Tel: +91 22 4037 4037

Fax: +91 22 4037 4111

Contact Person: Vishal Kanjani

E-mail: justdialbuyback@nomura.com

SEBI Registration No.: INM000011419

Website: www.nomuraholdings.com/company/group/asia/india/index.html

Validity Period: Permanent

5. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buy-back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Post Buy-back Public Announcement or any other advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Just Dial Limited

Place: Mumbai

Date: August 27, 2020

V.S.S. Mani
Managing Director and CEO

Abhishek Bansal
Whole-time Director and CFO

Manan Udani
Company Secretary and Compliance officer

KERALA WATER AUTHORITY-EXTENSION NOTICE

e-Tender Notice
Tender No. 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40/56/PHC/TSP/2020-21

JMM - Thrissur district - Manalur, Pananchery, Thiruthala, Thurimittakode, Mattathur, Kottakkara, Kadukuttu, Pariyaram, Varantharappilly, cherpu, Yalackira, Common Common chettu & Yalackira, Edavilango, Eriyad, Melur, Akkor, Puthrakad, Tirukur, Nannankkara, Akkappanagor, Kaccan Gramapanchayath- Providing FHTC to Rural house holds and allied works. EMD - Rs. 100000. Tender fee - Rs. 8400. Last Date for submitting Tender - 07-09-2020 03:00 pm. Phone no: 04872423230. Website : www.kwa.kerala.gov.in, www.etenders.kerala.gov.in
**Superintending Engineer
PH Circle, Thrissur**

ABANS
ABANS ENTERPRISES LIMITED

CIN: L74120MH1985PLC035243

Regd. Office: 36/37/38A, 3rd Floor, 227, Nariman Bhavan, Backbay Reclamation, Nariman Point, Mumbai - 400 021. Tel No.: 022 - 6835 4100, Fax: 022 - 6179 0010

Email: compliance@abansenterprises.com | **Website:** www.abansenterprises.com

INFORMATION REGARDING 34th ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERENCE (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

1. Shareholders may please note that the 34th Annual General Meeting (AGM) of the Company will be held through VCO/AVM on Tuesday, September 29, 2020 at 01:00 PM IST, in compliance with all the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 20/2020 dated 5th May 2020 and other applicable circulars issued by the Ministry of Corporate Affairs (MCA), Government of India (GOI) and SEBI, to transact the business that will be set forth in the Notice of the Meeting.
2. In compliance with the above Circulars, electronic copies of the Notice of the AGM and Annual Report for Financial Year 2019-20 will be sent to all the Shareholders whose email addresses are registered with the Company/Depository Participant (s). The Notice of the 34th AGM and Annual Report for Financial Year 2019-20 will also be available on the Company's website at (www.abansenterprises.com) and on the website of the stock exchanges i.e. BSE Limited (www.bseindia.com) and MSEI Limited (www.mseil.com).
3. **Manner of registering/updating email addresses:**
- a. Option 1:**
Members of the Company holding shares in physical form or who have not registered/updated their e-mail addresses with the Company/Depositories, are requested to send the following documents/ information via e-mail to support@purvashare.com in order to register/update their e-mail addresses and to obtain user id & password to cast their vote through remote e-voting or e-voting at the AGM:
- Name registered in the records of the Company;
 - DP ID & Client ID, Client Master Copy or Consolidated Account Statement (For shares held in demat form);
 - Folio No., Share Certificate (For shares held in physical form);
 - E-mail id and mobile number;
 - Self-attested scanned copy of PAN;
 - Self-attested copy of any document (e.g. Election Identity Card, Passport, Aadhar etc.); or
- b. Option 2:**
Members of the Company alternatively can visit to <https://www.purvashare.com/email-and-phone-update> and the update details as mentioned in details Option 1 in order to register/ update their e-mail addresses and to obtain user id & password to cast their vote through remote e-voting or e-voting at the AGM.
- Further, Shareholders holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants.
4. **Manner of casting vote through e-voting:**
Shareholders will have an opportunity to cast their votes remotely on the businesses as set forth in the Notice of the AGM through remote e-voting system. The login credentials for casting the votes through e-voting shall be made to the shareholders through email after successfully registering their email addresses in the manner provided above. The facility of e-voting will also be made available at the AGM and Members attending the AGM through audio visual means, who have not cast their vote by remote e-voting, will be able to vote at the AGM. The detailed procedure for casting the votes through remote e-voting/e-voting shall be provided in the Notice of the AGM.
5. The detailed instructions for joining the AGM through audio visual means shall be provided in the Notice of the AGM.
6. This Notice is being issued for the information and benefit of all the shareholders of the Company in compliance with applicable circulars of the GOI, MCA and SEBI.

For Abans Enterprises Limited

Sd/-
Deepesh Jain
(Company Secretary)

Place: Mumbai

Date: August 27, 2020

Dalmia Cement (Bharat) Limited (Resolution Applicant)

Registered Office: Dalmiapuram

PUBLIC ANNOUNCEMENT

Offer to purchase outstanding paid up share capital of

MURLI INDUSTRIES LIMITED

Registered office: 101, Jai Bhavani Society, Wardman Nagar, Nagpur, Maharashtra - 440008

The National Company Law Tribunal, Mumbai Bench ("NCLT") has approved the Resolution Plan ("Plan") proposed by Dalmia Cement (Bharat) Limited ("Resolution Applicant") for Murl Industries Limited ("Company/Corporate Debtor") under the provisions of Insolvency and Bankruptcy Code, 2016 vide its order(s) dated July 03, 2019, July 22, 2019 and July 25, 2019 and by the National Company Law Appellate Tribunal ("NCLAT") vide its Judgment dated January 24, 2020.

In accordance with the Plan, Dalmia Cement (Bharat) Limited hereby offers to purchase the entire outstanding issued, subscribed and paid up capital of the Company, i.e., 7,21,07,775 equity shares of Rs. 2/- each aggregating to Rs. 14,42,15,550/-.

The procedure for tendering the Existing Securities by the Existing Security Holders is as under:

- The Record Date to determine the Existing Security Holders of the Corporate Debtor as decided by the Board of Directors of the Company at its Board meeting held on August 25, 2020 is August 26, 2020.
- The Existing Shareholders need to tender to the Resolution Applicant their Existing Securities alongwith all documentation evidencing title alongwith share transfer form/depository instruction slips for valid transfer of Existing Securities to the Resolution Applicant on or before September 25, 2020 (i.e., within 30 days from the Effective Date August 25, 2020) at the following address:
**Link Intime India Private Limited
Registrar and Share Transfer Agent
Unit: Murl Industries Limited
C 101, 247 Park, L.B.S. Marg, Vikhroli (West)
Mumbai - 400083.**

- Upon such tender and verification and confirmation of claim by Link Intime, the Registrar and Share Transfer Agent of the Company, the Existing Securityholders having tendered Existing Securities and the documentation as above shall be paid their respective portion of the Existing Securityholders Purchase Consideration by the Resolution Applicant and their Existing Securities shall be transferred to the Resolution Applicant free and clear of all Encumbrances.
- Upon expiry of 30 (thirty) days, the Resolution Applicant shall pay Balance Amount of Existing Securityholders Purchase Consideration to the Company who shall pay the same to relevant Existing Securityholders as and when they validly tender all documentation in relation to the Existing Securities. Immediately upon payment of Balance Amount the remaining Existing Securities shall be deemed to have been transferred to the Resolution Applicant, free and clear of all Encumbrances.

- Without prejudice to the above, in the event all Existing Securityholders fail to tender their Existing Securities within 60 (sixty) days of the Effective Date, then the issued, subscribed and paid up share capital of the Corporate Debtor shall stand reduced and immediately cancelled. The approval of National Company Law Tribunal and the Committee of Creditors shall constitute adequate approval for such reduction of capital.
- The Resolution Applicant shall pay an aggregate amount of Rs. 42 Lakh (Rupees Forty Two Lakh only) towards acquisition of all Existing Securities. No other payment shall be made to the Existing Securityholders of the Corporate Debtor or any other person since the liquidation value of the Corporate Debtor is inadequate to make any payment to such persons and making payment to any such person may not serve the best interests of the other stakeholders including the workmen and the Government Authorities.

- The Company, which was listed on BSE Limited and National Stock Exchange of India Limited has already been delisted under Compulsory Delisting provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 with effect from August 08, 2018 and taken note by the Board of Directors on the Effective Date, i.e., August 25, 2020 for all purposes pursuant to the Resolution Plan approved under section 31 of the Insolvency and Bankruptcy Code, 2016.
- The Company shall become a wholly owned subsidiary of Dalmia Cement (Bharat) Limited upon completion of acquisition of Existing Securities by Dalmia Cement (Bharat) Limited or cancellation of the issued, subscribed and paid up share capital of the Corporate Debtor.

For and on behalf of

Dalmia Cement (Bharat) Limited

(Resolution Applicant)

Sd/-

Company Secretary

Date : August 25, 2020

Place: New Delhi

BGR ENERGY SYSTEMS LIMITED

Registered Office: A-3 Pannampadu Industrial Estate, Ramapuram Post, Sulurpet Taluk, Mellore District, Andhra Pradesh 524441 Tel: 91 44 27342419 E-mail: compliance@bgrenergy.com CIN: LA0106AP1985PLC050316

NOTICE

Notice is hereby given pursuant to the provisions of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that a meeting of the Board of Directors of the Company will be held on Friday, September 11, 2020 inter alia, to consider and approve the Unaudited Financial Results for the quarter ended June 30, 2020

Information in this regard is also available on the website of the Company i.e. www.bgrcorp.com and on the website of the stock exchanges i.e. www.nseindia.com and www.bseindia.com.

for BGR Energy Systems Limited

Place : Chennai

Date : August 27, 2020

R. Ramesh Kumar
Director & Secretary

Uttam Sugar Mills Limited
(Corporate Identity Number (CIN) : L99999UR1993PLC032518)
Regd. Office: Village Lihkerhari, Tehsil Roorkhee, District Haridwar, Uttarakhand - 247667
Tel.: 0120 - 4152766 / 4193799, website : www.uttamsugar.in
e-mail id : investorrelation@uttamsugar.in

NOTICE OF 25th ANNUAL GENERAL MEETING, E-VOTING AND BOOK CLOSURE

NOTICE is hereby given that the 25th Annual General Meeting (AGM) of the Members of the Company will be held on Friday, the 25th September, 2020 at 12:00 noon through Video Conferencing / Other Audio Visual Means (VCO/AVM) to transact the business(es) as set out in the Notice of AGM. The Company's 25th Annual Report along with notices convening the AGM have already been sent through electronic mode on 27th August, 2020 to all the members whose email ids are registered with the Company and/or Depositories in accordance with the circular issued by the Ministry of Corporate Affairs dated April 8th, 2020, read with its circulars dated April 13th, 2020 and May 6th, 2020 and circular issued by Securities Exchange Board of India dated May 12th, 2020. The Notice of the 25th AGM is also available on the Company's website i.e. www.uttamsugar.in and on the website of Link Intime India Private Limited i.e. www.linkintime.co.in.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended upto date and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to Members the facility to cast their vote by electronic means on all the resolutions set forth in the Notice convening the AGM using electronic voting system (remote e-voting as well as e-voting on the day of AGM) provided by Link Intime India Private Limited. Members 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. Friday, 18th September, 2020 shall be entitled to avail the facility of e-voting.

The remote e-voting period will commence on Monday, 21st September, 2020 (9:00 am) and ends on Thursday, 24th September, 2020 (5:00 pm). During this period the Members may cast their votes electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Those members who shall be present in the AGM through VCO/AVM facility and had not cast their votes on the Resolutions through remote e-voting, shall be eligible to vote through e-voting system during the AGM.

Pursuant to the provisions of Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books will remain closed from Saturday, 19th September, 2020 to Friday, 25th September, 2020 (both days inclusive) for the purpose of 25th Annual General Meeting of the Company.

Any person who acquires shares of the company and becomes a shareholder of the Company after the Notice has been sent electronically by the Company and holds shares as on the cut off date, may obtain login id and password by sending a request to investorrelation@linkintime.co.in. However, if he/she is already registered with Link Intime India Private Limited for remote e-voting, then he/she can use his/her existing user ID and password for casting the votes.

In case of any queries pertaining to e-voting, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the Downloads section of www.insta.gov.in or contact Mr. G. Ramaratnam, Chief - Legal and Corporate Affairs & Company Secretary, A-2E, IInd Floor, CMA Tower, Sector-24, Noida (U.P.), phone no. 0120-4152768 or e-mail at investorrelation@uttamsugar.in

By Order of the Board of Directors of the Company
For Uttam Sugar Mills Limited
Sd/-
(G. RAMARATHNAM)
Chief - Legal and Corporate Affairs & Company Secretary
(Membership No. FCS-1021)

Date : 27th August, 2020
Place : Noida

TRF LIMITED
A TATA Enterprise

Registered Office: T1, Station Road, Burri Mines, Jamshedpur - 831007

Phone No. 0657-2345727 E-mail : comp_sec@trf.co.in

Website: www.trf.co.in

