



06.09.2024

The Listing Department,  
**National Stock Exchange of India Limited**  
"Exchange Plaza", C-1, Block-G,  
Bandra - Kurla Complex,  
Bandra (E),  
Mumbai - 400051

SCRIP CODE: VARDMNPOLY

The Listing Department,  
**BSE Limited**  
25<sup>th</sup> Floor,  
P.J. Towers,  
Dalal Street Fort,  
Mumbai- 400001

SCRIP CODE: 514175

**Subject: PRE-ISSUE ADVERTISEMENT- UPCOMING RIGHTS ISSUE OF UPTO 8,30,59,434 EQUITY SHARES HAVING FACE VALUE OF RS. 1/- EACH OF OUR COMPANY FOR CASH AT A PRICE OF RS. 6/- PER SHARE INCLUDING PREMIUM OF RS. 5/- PER SHARE AGGREGATING UPTO ₹ 4,983.57 LAKHS ON RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 7 RIGHTS EQUITY SHARES FOR EVERY 23 FULLY PAID-UP EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS AUGUST 28, 2024.**

Dear Sir/ Madam,

Pursuant to Regulation 30 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copies of Pre-issue Advertisement published in the following newspapers dated September 06, 2024:

1. Business Standard (English- National Daily)
2. Business Standard (Hindi- National Daily)
3. Daily Suraj (Punjabi)

This is for your information and record please.

Thanking you,

**Yours truly,  
For Vardhman Polytex Limited**

**Ajay K. Ratra  
Company Secretary**

This is an advertisement for information purposes only and not for publication, distribution or release, directly or indirectly, outside India. This is not an announcement for the offer document



# VARDHMAN POLYTEX LTD.

Our Company was incorporated as **"Punjab Mohtra Polytex Limited"** under the Companies Act, 1956 vide Certificate of Incorporation dated August 20, 1980, with Registrar of Companies, Punjab, H.P. & Chandigarh bearing registration number 4242 of 1980 and received a Certificate for Commencement of Business on December 01, 1982, by Registrar of Companies, Punjab, H.P. & Chandigarh. Subsequently, the name of our Company was changed to **"Vardhman Polytex Ltd"** and consequently, a fresh certificate of incorporation subsequent to change of name dated August 20, 1991, under the Companies Act, 1956 was issued by the Registrar of Companies, Punjab, H.P. & Chandigarh.

**Registered Office:** Vardhman Park Chandigarh Road, Ludhiana - 141123, Punjab, India;  
**Telephone:** +91 - 161 - 6629888; **E-mail:** info@vpl.in; **Website:** www.vpl.in;  
**Contact Person:** Mr. Ajay K. Ratra, Company Secretary and Compliance Officer  
**Corporate Identification Number:** L17122PB1980PLC004242

**OUR PROMOTERS: MRS. MANJU OSWAL, MR. ADISH OSWAL, MS. AKETA OSWAL, MRS. RAKHI OSWAL, MR. ABHINAV OSWAL, ASHOK KUMAR (HUF) AND LATE ASHOK KUMAR OSWAL**

**FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF VARDHMAN POLYTEX LTD (OUR "COMPANY" OR THE "ISSUER") ONLY**

**ISSUE OF UPTO 8,30,59,434 EQUITY SHARES OF FACE VALUE ₹1/- EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹6/- PER EQUITY SHARE INCLUDING PREMIUM OF ₹5/- PER EQUITY SHARE AGGREGATING UPTO ₹4,983.57 LAKHS\* ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 7 RIGHTS EQUITY SHARES FOR EVERY 23 FULLY PAID-UP EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE THAT IS AUGUST 28, 2024. PLEASE REFER TO THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 120 OF THE LETTER OF OFFER (LOF).**

*#Assuming full subscription. Subject to finalisation of the Basis of Allotment*

## NOTICE TO ELIGIBLE SHAREHOLDERS OF OUR COMPANY

**Issue Opens on  
THURSDAY,  
SEPTEMBER 12, 2024**

**Last date for Market Renunciation\*  
TUESDAY,  
SEPTEMBER 24, 2024**

**Issue Closes on#  
FRIDAY,  
SEPTEMBER 27, 2024**

\*Eligible equity shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing date.  
#Our Board or the Rights Issue Committee will have the right to extend the Issue period as it may determine from time to time, but not exceeding 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date).  
Further, no withdrawal of application shall be permitted by any Applicant after the Issue Closing Date.

### PROCESS OF MAKING AN APPLICATION IN THE ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please see **"Terms of the Issue"** on page 120 of the LOF.

The Application Form can be used by Eligible Equity Shareholders as well as the Renouncees, to make Applications in this Issue basis the Rights Entitlements credited in their respective demat accounts or demat suspense escrow account, as applicable. For further details on the Rights Entitlements and demat suspense escrow account, please see **"Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders"** on page 122 of the LOF.

Please note that one single Application Form must be used by Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Date and applying in this Issue. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat account in which they are holding the Rights Entitlements, and in case of multiple demat accounts, the Investors must submit a separate Application Form for each demat account.

Investors may apply for the Rights Equity Shares by submitting the Application Form to the Designated Branch of the SCSB or make an online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Investors are also advised to ensure that the Application Form is correctly filled up stating therein the ASBA Account in which an amount equivalent to the amount payable on Application as stated in the Application Form will be blocked by the SCSB.

Investors should note that they should very carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, please see **"Terms of the Issue - Grounds for Technical Rejection"** on page 138 of the LOF. Our Company, the Lead Manager, the Registrar to the Issue and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Investors. Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper Application and Eligible Equity Shareholders making an Application in this Issue by way of plain paper Applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see **"Application on Plain Paper under ASBA process"** on Page 131 of the LOF.

### Options available to the Eligible Equity Shareholders:

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that the Eligible Equity Shareholder is entitled to. The details of each of the Eligible Equity Shareholder's Rights Entitlement will be sent to the Eligible Equity Shareholder separately along with the Application Form and would also be available on the website of the Registrar to the Issue at <https://www.alankit.com> and a link of the same would also be available on the website of our Company at [www.vpl.in](http://www.vpl.in). An Eligible Equity Shareholder can check their entitlement by keying their requisite details therein.

If the Eligible Equity Shareholder applies in this Issue, then such Eligible Equity Shareholder can:

- apply for its Rights Equity Shares to the full extent of its Rights Entitlements;
- apply for its Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other part);
- apply for Rights Equity Shares to the extent of part of its Rights Entitlements and renounce the other part of its Rights Entitlements;
- apply for its Rights Equity Shares to the full extent of its Rights Entitlements and apply for Additional Rights Equity Shares;
- renounce its Rights Entitlements in full.

### Procedure for Application through the ASBA process

An Investor wishing to participate in this Issue through ASBA process must have an ASBA enabled bank account with SCSBs, prior to making the Application. Investors desiring to make an Application in this Issue, may submit the Application Form in physical mode to the Designated Branch of the SCSB or make an online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money in their respective ASBA Accounts payable on the Application.

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=35>. Investors should ensure that they have correctly submitted the Application Form and have provided authorisation to the SCSB, via the electronic mode for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application.

Please note that subject to SCSBs complying with the requirements of SEBI Circular No. CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSBs, in case of Applications made through ASBA facility. Further, in terms of the SEBI Circular CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Lead Manager, our Company, its Directors, its employees, affiliates, associates and their respective directors and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions, etc., in relation to Applications accepted by SCSBs, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

For details see **"Terms of the Issue - Procedure for Application through the ASBA process"** on page 129 of the LOF.

### Application by Eligible Equity Shareholders on Plain Paper under ASBA process:

An Eligible Equity Shareholder in India who is eligible to apply may make an Application to subscribe to this Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations, in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source, may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrars, Stock Exchanges or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address.

Please note that Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose, including renunciation even if it is received subsequently.

The Application on plain paper, duly signed by the Eligible Equity Shareholder, including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

- Name of our Company, being Vardhman Polytex Ltd;
- Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
- Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID;
- Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to this Issue;
- Number of Equity Shares held as on Record Date;
- Allotment option - only dematerialised form;
- Number of Rights Equity Shares entitled to;
- Number of Rights Equity Shares applied for within the Rights Entitlements;
- Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
- Total number of Rights Equity Shares applied for;
- Total amount paid at the rate of ₹6/- per Rights Equity Share;
- Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR(INRO) account such as the account number, name, address and branch of the SCSB with which the account is maintained;
- Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB);
- An approval obtained from any regulatory authority, if required, shall be obtained by the Eligible Equity Shareholders and a copy of such approval shall be sent to the Registrar at:

### ALANKIT ASSIGNMENTS LIMITED

4E/2 Jhandewalan Extension New Delhi -110055, India.  
Telephone: 011-42541966  
E-mail: [vp@rights@alankit.com](mailto:vp@rights@alankit.com)  
SEBI Registration Number: INR000002532  
Website: [www.alankit.com](http://www.alankit.com)  
Contact Person: Jagdeep Kumar Singla

- All such Eligible Equity Shareholders are deemed to have accepted the following:  
*"We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States (including its territories and possessions thereof, any state of the United States and the District of Columbia) (the "United States"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with any applicable securities laws of any state of the United States. We understand the Rights Equity Shares and Rights Entitlements referred to in this application are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act ("Regulation S") to existing shareholders and located in jurisdictions where such offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions and in compliance with the applicable laws of such jurisdictions. We understand that the Issue is not, and under no circumstances is to be construed as an offering of any Rights Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlements in the United States. We confirm that I / We (a) am/are not in the United States and am/are eligible to subscribe for the Rights Equity Shares under applicable securities*

*laws, (b) am/are complying with laws of jurisdictions applicable to such person in connection with the Issue, and (c) understand that neither the Company, the Registrar to the Issue, the Lead Manager nor any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar to the Issue, the Lead Manager or any other person acting on behalf of the Company have reason to believe is in the United States or is outside of India and ineligible to participate in this Issue under the securities laws of their jurisdiction. I/We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/We satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.*

*I/We acknowledge that we, the Lead Manager, our affiliates and others will rely upon the truth and accuracy of the foregoing representations, warranties and agreements set forth herein."*

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar to the Issue not having any liability to the Investor. The plain paper Application format will be available on the website of the Registrar to the Issue at [www.alankit.com](http://www.alankit.com)

Our Company, the Lead Manager and the Registrar to the Issue shall not be responsible if the Applications are not updated by the SCSB or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

### Application by Eligible Equity Shareholders holding Equity Shares in physical form:

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations, read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least 2 (two) Working Days prior to the Issue Closing Date, to enable credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar to the Issue, shall be credited in a demat suspense escrow account opened by our Company.

Resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in this Issue:

- The Eligible Equity Shareholders shall send a letter to the Registrar to the Issue containing the name(s), address, e-mail address, contact details and details of their demat account along with a copy of self-attested PAN and self-attested client master sheet of their demat account, either by e-mail, post, speed post, courier or hand delivery so as to reach the Registrar to the Issue no later than 2 (two) Working Days prior to the Issue Closing Date. The Registrar to the Issue shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day prior to the Issue Closing Date;
- The remaining procedure for Application shall be same as set out in "Procedure for Application through the ASBA process" on page 129 of the LOF.

In accordance with the SEBI Rights Issue Circular, resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date will not be allowed to renounce their Rights Entitlements in the Issue. However, such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the suspense escrow demat account to the respective demat accounts within prescribed timelines, can apply for Additional Rights Equity Shares while submitting the Application. PLEASE NOTE THAT ELIGIBLE EQUITY SHAREHOLDERS WHO HOLD EQUITY SHARES IN PHYSICAL FORM AS ON RECORD DATE AND WHO HAVE NOT FURNISHED DETAILS OF THEIR RESPECTIVE DEMAT ACCOUNTS TO THE REGISTRAR OF OUR COMPANY AT LEAST TWO WORKING DAYS PRIOR TO THE ISSUE CLOSING DATE, SHALL NOT BE ELIGIBLE TO MAKE AN APPLICATION FOR RIGHTS EQUITY SHARES AGAINST THEIR RIGHTS ENTITLEMENTS WITH RESPECT TO THE EQUITY SHARES HELD IN PHYSICAL FORM

### Notice To Investors

The distribution of the Letter of Offer, the Abridged Letter of Offer, Application Form and Rights Entitlement Letter and material relating to the Issue (collectively, the **"Issue Materials"**) and the issue of Rights Entitlement and Rights Equity Shares on a rights basis to persons in certain jurisdictions outside India are restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Issue Materials may come, are required to inform themselves about and observe such restrictions.

Our Company is undertaking this Issue on rights basis to the Eligible Equity Shareholders and the Issue Materials will be sent / dispatched only to the Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to our Company. In case such Eligible Equity Shareholders have provided their valid e-mail address to our Company, the Issue Materials will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their e-mail address, then the Issue Materials, as applicable will be physically dispatched, on a reasonable effort basis, to the Indian addresses provided by them. Those overseas Shareholders who do not update our records with their Indian address or the address of their duly authorized representative in India, prior to the date on which we propose to dispatch the Issue Materials, shall not be sent the Issue Materials.

Investors can also access the Letter of Offer, the Abridged Letter of Offer and the Application Form from the websites of our Company, the Registrar to the Issue, the Lead Manager and the Stock Exchanges.

Our Company, the Lead Manager and the Registrar to the Issue will not be liable for non-dispatch of physical copies of Issue Materials, in the event the Issue Materials have been sent on the registered email addresses of such Eligible Equity Shareholder(s).

No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose. Accordingly, the Rights Entitlement and the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Issue Materials or advertisements in connection with the Issue may not be distributed, in whole or in part, in any jurisdiction (other than in India), except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Issue Materials (including by way of electronic means) will not constitute an offer, invitation to or solicitation by anyone in any jurisdiction or in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorized or to any person to whom it is unlawful to make such an offer, invitation or solicitation. In those circumstances, the Issue Materials must be treated as sent for information only and should not be acted upon for subscription to Rights Equity Shares and should not be copied or re-distributed. Accordingly, persons receiving a copy of the Issue Materials should not, in connection with the issue of the Rights Equity Shares or the Rights Entitlement, distribute or send the Issue Materials in or into any jurisdiction where to do so, would or might contravene local securities laws or regulations, or would subject our Company or its affiliates or the Lead Manager or their respective affiliates to any filing or registration requirement (other than in India). If the Issue Materials are received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Rights Equity Shares or the Rights Entitlements referred to in such Issue Materials.

Any person who makes an application to acquire Rights Entitlements and the Rights Equity Shares offered in the Issue will be deemed to have declared, represented and agreed that such person is authorized to acquire the Rights Entitlements and the Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person's jurisdiction. Our Company, the Registrar or any other person acting on behalf of our Company reserves the right to treat any Application Form as invalid where they believe that Application Form is incomplete or acceptance of such Application Form may infringe applicable legal or regulatory requirements and we shall not be bound to allot or issue any Rights Equity Shares or Rights Entitlement in respect of any such Application Form.

**Any person who acquires Rights Entitlements or Rights Equity Shares will be deemed to have represented, warranted and agreed, by accepting delivery of the Letter of Offer, and at the time of subscribing for the Rights Equity Shares or the Rights Entitlements, it is either in India or is in compliance with laws of its jurisdiction, and in each case is authorized to acquire the Rights Entitlement and the Rights Equity Shares in compliance with all applicable laws and regulations.**

Our Company, in consultation with the Lead Manager, reserves the right to treat as invalid, any Application Form which: (i) appears to our Company or its agents to have been executed in, electronically transmitted from or dispatched from the United States or any other jurisdictions where the offer and sale of the Rights Equity Shares is not permitted under laws of such jurisdictions; (ii) does not include the relevant certifications set out in the Application Form, including to the effect that such person submitting and / or renouncing the Application Form is outside the United States and such person is eligible to subscribe for the Rights Equity Shares under applicable securities laws and is complying with laws and jurisdictions applicable to such person in connection with the Issue; or (iii) where either a registered Indian address is not provided or where our Company believes acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to issue or allot any Rights Equity Shares in respect of any such Application Form.

The distribution of the Issue Materials and issue of Rights Equity Shares on a rights basis to persons in certain jurisdictions outside India is restricted by legal requirements prevailing in those jurisdictions.

Accordingly, persons receiving a copy of the Issue Materials should not, in connection with the issue of the Rights Equity Shares or the Rights Entitlements, distribute or send the Issue Materials in or into any jurisdiction where to do so, would, or might contravene local securities laws or regulations or would subject our Company or its affiliates or the Lead Manager or its affiliates to any filing or registration requirement (other than in India). If the Issue Materials are received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to make an Application or acquire the Rights Entitlements referred to in the Issue Materials. Any person who makes an application to acquire Rights Entitlements and/or the Rights Equity Shares offered in the Issue will be deemed to have declared, represented and warranted that such person is authorized to acquire the Rights Entitlements and/or the Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person's jurisdiction and India, without requirement for our Company or our affiliates or the Lead Manager or its affiliates to make any filing or registration.

### Last date for Application

The last date for submission of the duly filled in Application Form or a plain paper Application is September 27, 2024 i.e., Issue Closing Date. Our Rights Issue Committee may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 (Thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB, on or before the Issue Closing Date or such date as may be extended by our Board or Rights Issue Committee, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board or Rights Issue Committee shall be at liberty to dispose of the Equity Shares hereby offered, as set out under the heading "Basis of Allotment" on page 142 of the LOF.

Please note that on the Issue Closing Date, Applications may be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Designated Stock Exchange, being NSE.

Please ensure that the Application Form and necessary details are filled in. In place of Application number, Investors can mention the reference number of the e-mail received from the Registrar to the Issue informing them about their Rights Entitlement or last eight digits of the demat account. Alternatively, SCSBs may mention their internal reference number in place of application number.

### Allotment of Equity Shares in Dematerialised Form:

Please note that the equity shares applied for in this issue will be allotted only in dematerialised form and to the same depository account in which our equity shares are held by such Eligible Equity Shareholders on the Record Date. For further details, please see "Terms of the Issue" on page 120 of the LOF.

**INESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE DESIGNATED STOCK EXCHANGE ONLY IN DEMATERIALISED FORM**

### Procedure for Renunciation of Rights Entitlements

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Designated Stock Exchange, being NSE, (the **"On Market Renunciation"**), or (b) through an off-market transfer (the **"Off Market Renunciation"**), during the Renunciation Period. The Investors should have the demat Rights Entitlements credited/lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI Rights Issue Circulars, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on the Record Date shall be required to provide their demat account details to our Company or the Registrar to the Issue for credit of Rights Entitlements not later than 2 (two) Working Days prior to the Issue Closing Date, such that credit of Rights Entitlements in their demat account takes place at least one day before the Issue Closing Date, thereby enabling them to renounce their Rights Entitlements through Off Market Renunciation.

**INVESTORS TO KINDLY NOTE THAT AFTER PURCHASING THE RIGHTS ENTITLEMENTS THROUGH ON MARKET RENUNCIATION/ OFF MARKET RENUNCIATION, AN APPLICATION HAS TO BE MADE FOR SUBSCRIBING TO THE RIGHTS EQUITY SHARES. IF NO APPLICATION IS MADE BY THE ELIGIBLE EQUITY SHAREHOLDERS OR THE RENOUNCEE OF RIGHTS ENTITLEMENTS ON OR BEFORE THE ISSUE CLOSING DATE, SUCH RIGHTS ENTITLEMENTS SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE. NO RIGHTS EQUITY SHARES FOR SUCH LAPSED RIGHTS ENTITLEMENTS WILL BE CREDITED, EVEN IF SUCH RIGHTS ENTITLEMENTS WERE PURCHASED FROM MARKET OR OFF-MARKET AND THE PURCHASER WILL LOSE THE PREMIUM PAID TO ACQUIRE THE RIGHTS ENTITLEMENTS. FOR PROCEDURE OF APPLICATION BY SHAREHOLDERS WHO HAVE PURCHASED THE RIGHTS ENTITLEMENTS THROUGH ON MARKET RENUNCIATION/ OFF MARKET RENUNCIATION, PLEASE REFER TO THE HEADING TITLED "PROCEDURE FOR APPLICATION" ON PAGE 127 OF THE LOF.**

### Listing and trading of the Rights Equity Shares to be issue pursuant to the Issue:

The existing Equity Shares are listed on BSE and NSE. Our Company has received 'in-principle' approvals from the BSE and NSE for listing the Rights Equity Shares to be allotted pursuant to this Issue vide letters dated July 18, 2024 and July 10, 2024, respectively. Our Company will also make applications to the Stock Exchanges to obtain their trading approvals for the Rights Entitlements as required under the SEBI ICDR Mater Circular. For the purpose of this Issue, the Designated Stock Exchange is NSE.

### Disclaimer clause of SEBI

The Draft Letter of Offer has not been filed with SEBI in terms of SEBI ICDR Regulations as the size of the Issue was below Rs. 50 Crores. The present issue being less than Rs. 50 Crores, our Company, in compliance with the SEBI ICDR Regulations, has filed a copy of the Letter of Offer prepared in accordance with the SEBI ICDR Regulations with SEBI for information and dissemination on website of SEBI i.e. at [www.sebi.gov.in](http://www.sebi.gov.in).

### Disclaimer clause of BSE

It is to be distinctly understood that the permission given by the BSE Limited should not, in any way be deemed or construed that the letter of offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the Disclaimer clause of the BSE Limited as provided in **"Other Regulatory and Statutory Disclosures- Disclaimer clause of BSE"** on page 117 of the LOF.

### Disclaimer clause of NSE (Designated Stock Exchange)

**It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the letter of offer.** The investors are advised to refer to the letter of offer for the full text of the Disclaimer clause of the NSE as provided in **"Other Regulatory and Statutory Disclosures- Disclaimer clause of NSE"** on page 117 of the LOF.

### Bankers to the issue : Indusind Bank Limited

### DISPATCH AND AVAILABILITY OF ISSUE MATERIALS

The dispatch of the Abridged Letter of Offer (ALOF) alongwith the Application Form for the issue has been completed on September 4, 2024 in electronic mode through email / physically through Speed Post / Registered Post to the eligible equity shareholders of the Company, whose names appeared in the Register of Members / Beneficial Owners of the Company, on the Record Date i.e. August 28, 2024.

In accordance with the SEBI ICDR Regulations and SEBI Rights Issue Circulars, the Abridged Letter of Offer, the Application Form, the Rights Entitlements Letter and any other Issue Materials has been dispatched only to the Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlements or Rights Equity Shares is permitted under the laws of such jurisdiction and does not result in, and may not be construed as, a public offering in such jurisdictions. In case the Eligible Equity Shareholders have provided their valid e-mail address, the issue materials has been sent only to their valid e-mail address and in case Eligible Equity Shareholders have not provided their e-mail address, then the issue materials has been despatched on a reasonable effort basis, to the Indian addresses provided by them.

Further, the Letter of Offer will be sent/ dispatched to the Eligible Equity Shareholders who have provided an Indian address and who have made a request in this regard.

Investors can access the Letter of offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe to the Rights Equity Shares under applicable laws) on the websites of our Company at [www.vpl.in](http://www.vpl.in); the Registrars to the Issue at [www.alankit.com](http://www.alankit.com), the Lead Manager at [www.arihantcapital.com](http://www.arihantcapital.com); and the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

To update the respective Indian addresses/e-mail addresses/phone or mobile numbers in the records maintained by the Registrar to the Issue or by our Company, Eligible Equity Shareholders should visit [www.alankit.com](http://www.alankit.com).

Further, our Company along with the Lead Manager, will undertake adequate steps to reach out the Eligible Equity Shareholders who have provided their Indian address through other means, as may be feasible.

Eligible Equity Shareholders can also obtain details of their respective Rights Entitlements from the website of the Registrar to the Issue (i.e. [www.alankit.com](http://www.alankit.com)) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (i.e. [www.vpl.in](http://www.vpl.in)).

**Please note that neither our Company nor the Registrar to the Issue nor the Lead Manager shall be responsible for not sending physical copies of the Issue Materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form or delay in receipt of the Letter of Offer and other Issue Materials attributable to nonavailability of the e-mail addresses of Eligible Equity Shareholders or electronic transmission delays or failures, or if the Application Forms or the Rights Entitlements Letters are delayed or misplaced in transit.**

The Material Contracts and Documents for inspection (including a copy of the Letter of Offer dated August 28, 2024, with respect to the Rights Issue of equity shares of face value ₹1/- each by our Company) is available for inspection on the website of the Company at [www.vpl.in](http://www.vpl.in) until the Issue Closing Date and may also be inspected at the Registered Office between 10 a.m. to 5 p.m. on all Working Days until the Issue Closing Date.

For Risk Factors and other details, please refer to the LOF and the Abridged LOF.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>Arihant Capital</b> Markets Limited Generating Wealth Merchant Banking Division 1011, Solitaire Corporate Park, Bldg No - 10, 1st Floor, Guru Hargovindji Road, Chakala, Andheri (East), Mumbai - 400 093. CIN: L67120MP1992PLC007182 Tel: 022-42254800 E-mail: <a href="mailto:mbo@arihantcapital.com">mbo@arihantcapital.com</a> Investor grievance e-mail id: <a href="mailto:nod@arihantcapital.com">nod@arihantcapital.com</a> Contact Person: Mr. Amod Kshirsagar / Mr. Satish Kumar P. Website: <a href="http://www.arihantcapital.com">www.arihantcapital.com</a> SEBI Registration No.: INM000011070	 <b>ALANKIT ASSIGNMENTS LIMITED</b> 4E/2 Jhandewalan Extension New Delhi -110055, India. Telephone: 011-42541966 E-mail: <a href="mailto:vp@rights@alankit.com">vp@rights@alankit.com</a> SEBI Registration Number: INR000002532 Website: <a href="http://www.alankit.com">www.alankit.com</a> Contact Person: Jagdeep Kumar Singla	 <b>VARDHMAN POLYTEX LIMITED</b> 

This is an advertisement for information purposes only and not for publication, distribution or release, directly or indirectly, outside India. This is not an announcement for the offer document



# VARDHMAN POLYTEX LTD.

Our Company was incorporated as "Punjab Mohhta Polytex Limited" under the Companies Act, 1956 vide Certificate of Incorporation dated August 20, 1980, with Registrar of Companies, Punjab, H.P. & Chandigarh bearing registration number 4242 of 1980 and received a Certificate for Commencement of Business on December 01, 1982, by Registrar of Companies, Punjab, H.P. & Chandigarh. Subsequently, the name of our Company was changed to "Vardhman Polytex Ltd" and consequently, a fresh certificate of incorporation subsequent to change of name dated August 20, 1991, under the Companies Act, 1956 was issued by the Registrar of Companies, Punjab, H.P. & Chandigarh.

**Registered Office:** Vardhman Park Chandigarh Road, Ludhiana - 141123, Punjab, India;  
**Telephone:** +91 - 161 - 6629888; **E-mail:** info@vpl.in; **Website:** www.vpl.in;  
**Contact Person:** Mr. Ajay K. Ratra, Company Secretary and Compliance Officer  
**Corporate Identification Number:** L17122PB1980PLC004242

**OUR PROMOTERS: MRS. MANJU OSWAL, MR. ADISH OSWAL, MS. AKETA OSWAL, MRS. RAKHI OSWAL, MR. ABHINAV OSWAL, ASHOK KUMAR (HUF) AND LATE ASHOK KUMAR OSWAL**

**FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF VARDHMAN POLYTEX LTD (OUR "COMPANY" OR THE "ISSUER") ONLY**

**ISSUE OF UPTO 8,30,59,434 EQUITY SHARES OF FACE VALUE ₹1/- EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹6/- PER EQUITY SHARE INCLUDING PREMIUM OF ₹5/- PER EQUITY SHARE AGGREGATING UPTO ₹4,983.57 LAKHS\* ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 7 RIGHTS EQUITY SHARES FOR EVERY 23 FULLY PAID-UP EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE THAT IS AUGUST 28, 2024. PLEASE REFER TO THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 120 OF THE LETTER OF OFFER (LOF).**

*#Assuming full subscription. Subject to finalisation of the Basis of Allotment*

## NOTICE TO ELIGIBLE SHAREHOLDERS OF OUR COMPANY

**Issue Opens on  
THURSDAY,  
SEPTEMBER 12, 2024**

**Last date for Market Renunciation\*  
TUESDAY,  
SEPTEMBER 24, 2024**

**Issue Closes on#  
FRIDAY,  
SEPTEMBER 27, 2024**

<b>ASBA *</b>	<b>Simple, Safe, Smart way of Application - Make use of it!!!</b>	<b>*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For details, check section</b>
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\*Eligible equity shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing date.  
#Our Board or the Rights Issue Committee will have the right to extend the Issue period as it may determine from time to time, but not exceeding 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date).  
Further, no withdrawal of application shall be permitted by any Applicant after the Issue Closing Date.

### PROCESS OF MAKING AN APPLICATION IN THE ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please see "**Terms of the Issue**" on page 120 of the LOF.

The Application Form can be used by Eligible Equity Shareholders as well as the Renouncees, to make Applications in this Issue basis the Rights Entitlements credited in their respective demat account or demat suspense escrow account, as applicable. For further details on the Rights Entitlements and demat suspense escrow account, please see "**Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders**" on page 122 of the LOF.

Please note that one single Application Form must be used by Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Date and applying in this Issue. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR Regulations, such Investors will have to apply for the Rights Equity Shares from the same demat account in which they are holding the Rights Entitlements, and in case of multiple demat accounts, the Investors must submit a separate Application Form for each demat account.

Investors may apply for the Rights Equity Shares by submitting the Application Form to the Designated Branch of the SCSB or make an online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Investors are also advised to ensure that the Application Form is correctly filled up stating therein the ASBA Account in which an amount equivalent to the amount payable on Application as stated in the Application Form will be blocked by the SCSB.

**Investors should note that they should very carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details, please see "Terms of the Issue - Grounds for Technical Rejection" on page 138 of the LOF. Our Company, the Lead Manager, the Registrar to the Issue and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Investors.**

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper Application and Eligible Equity Shareholders making an Application in this Issue by way of plain paper Applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, please see "**Application on Plain Paper under ASBA process**" on Page 131 of the LOF.

### Options available to the Eligible Equity Shareholders:

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that the Eligible Equity Shareholder is entitled to. The details of each of the Eligible Equity Shareholder's Rights Entitlement will be sent to the Eligible Equity Shareholder separately along with the Application Form and would also be available on the website of the Registrar to the Issue at <https://www.alankit.com> and a link of the same would also be available on the website of our Company at [www.vpl.in](http://www.vpl.in). An Eligible Equity Shareholder can check their entitlement by keying their requisite details therein.

If the Eligible Equity Shareholder applies in this Issue, then such Eligible Equity Shareholder can:

- apply for its Rights Equity Shares to the full extent of its Rights Entitlements;
- apply for its Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other part);
- apply for Rights Equity Shares to the extent of part of its Rights Entitlements and renounce the other part of its Rights Entitlements;
- apply for its Rights Equity Shares to the full extent of its Rights Entitlements and apply for Additional Rights Equity Shares;
- renounce its Rights Entitlements in full.

### Procedure for Application through the ASBA process

An Investor wishing to participate in this Issue through ASBA process must have an ASBA enabled bank account with SCSBs, prior to making the Application. Investors desiring to make an Application in this Issue, may submit the Application Form in physical mode to the Designated Branch of the SCSB or make an online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money in their respective ASBA Accounts payable on the Application.

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFI=yes&intmid=55>. Investors should ensure that they have correctly submitted the Application Form and have provided authorisation to the SCSB, via the electronic mode for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application.

Please note that subject to SCSBs complying with the requirements of SEBI Circular No. CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSBs, in case of Applications made through ASBA facility. Further, in terms of the SEBI Circular CIR/CFD/DIL/12/2013 dated January 2, 2013, it is clarified that for making applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Lead Manager, our Company, its Directors, its employees, affiliates, associates and their respective directors and officers and the Registrar to the Issue shall not be any responsibility for acts, mistakes, errors, omissions and commissions, etc., in relation to Applications accepted by SCSBs. Applications uploaded by SCSBs. Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

For details see "**Terms of the Issue - Procedure for Application through the ASBA process**" on page 129 of the LOF.

### Application by Eligible Equity Shareholders on Plain Paper under ASBA process:

An Eligible Equity Shareholder in India who is eligible to apply may make an Application to subscribe to this Issue on plain paper in terms of Regulation 78 of SEBI ICDR Regulations, in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source, may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrars, Stock Exchanges or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address.

Please note that Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose, including renunciation even if it is received subsequently.

The Application on plain paper, duly signed by the Eligible Equity Shareholder, including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

- Name of our Company, being Vardhman Polytex Ltd;
- Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
- Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID;
- Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to this issue;
- Number of Equity Shares held as on Record Date;
- Allotment option - only dematerialised form;
- Number of Rights Equity Shares entitled to;
- Number of Rights Equity Shares applied for within the Rights Entitlements;
- Number of Additional Rights Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
- Total number of Rights Equity Shares applied for;
- Total amount paid at the rate of ₹6/- per Rights Equity Share;
- Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
- Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB);
- An approval obtained from any regulatory authority, if required, shall be obtained by the Eligible Equity Shareholders and a copy of such approval shall be sent to the Registrar at:

#### ALANKIT ASSIGNMENTS LIMITED

4E/2 Jhandewalan Extension New Delhi -110055, India.

Telephone: 011-42541966

E-mail: [vp@alankit.com](mailto:vp@alankit.com)

SEBI Registration number: INR000002532

Website: [www.alankit.com](http://www.alankit.com)

Contact Person: Jagdeep Kumar Singla

- All such Eligible Equity Shareholders are deemed to have accepted the following:

"I/we understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States (including its territories and possessions thereof, any state of the United States and the District of Columbia) (the "United States"), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in compliance with any applicable securities laws of any state of the United States. I/we understand the Rights Equity Shares and Rights Entitlements referred to in this application are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act ("Regulation S") to existing shareholders and located in jurisdictions where such offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions and in compliance with the applicable laws of such jurisdictions. I/we understand that the Issue is not, and under no circumstances is to be construed as an offering of any Rights Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlements in the United States. I/we confirm that I/we (a) am/are not in the United States and am/are eligible to subscribe for the Rights Equity Shares under applicable securities laws, (b) am/are complying with laws of jurisdictions applicable to such person in connection with the Issue, and (c) understand that neither the Company, the Registrar to the Issue, the Lead Manager nor any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar to the Issue, the Lead Manager or any other person acting on behalf of the Company have reason to believe is in the United States or is outside of India and ineligible to participate in this Issue under the securities laws of their jurisdiction. I/we will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/we satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence. I/we acknowledge that we, the Lead Manager, our affiliates and others will rely upon the truth and accuracy of the foregoing representations, warranties and agreements set forth herein."

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar to the Issue not having any liability to the Investor. The plain paper Application format will be available on the website of the Registrar to the Issue at [www.alankit.com](http://www.alankit.com).

Our Company, the Lead Manager and the Registrar to the Issue shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

**Application by Eligible Equity Shareholders holding Equity Shares in physical form:**

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations, read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least 2 (two) Working Days prior to the Issue Closing Date, to enable credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar to the Issue, shall be credited in a demat suspense escrow account opened by our Company.

Resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in this Issue:

- The Eligible Equity Shareholders shall send a letter to the Registrar to the Issue containing the name(s), address, e-mail address, contact details and details of their demat account along with a copy of self-attested PAN and self-attested client master sheet of their demat account, either by e-mail, post, speed post, courier or hand delivery so as to reach the Registrar to the Issue no later than 2 (two) Working Days prior to the Issue Closing Date. The Registrar to the Issue shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day prior to the Issue Closing Date;
- The remaining procedure for Application shall be same as set out in "Procedure for Application through the ASBA process" on page 129 of the LOF.

In accordance with the SEBI Rights Issue Circular, resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date will not be allowed to renounce their Rights Entitlements in the Issue. However, such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the suspense escrow demat account to the respective demat accounts within prescribed timelines, can apply for Additional Rights Equity Shares while submitting the Application. PLEASE NOTE THAT ELIGIBLE EQUITY SHAREHOLDERS WHO HOLD EQUITY SHARES IN PHYSICAL FORM AS ON RECORD DATE AND WHO HAVE NOT FURNISHED DETAILS OF THEIR RESPECTIVE DEMAT ACCOUNTS TO THE REGISTRAR OF OUR COMPANY AT LEAST TWO WORKING DAYS PRIOR TO THE ISSUE CLOSING DATE, SHALL NOT BE ELIGIBLE TO MAKE AN APPLICATION FOR RIGHTS EQUITY SHARES AGAINST THEIR RIGHTS ENTITLEMENTS WITH RESPECT TO THE EQUITY SHARES HELD IN PHYSICAL FORM

### Notice To Investors

The distribution of the Letter of Offer, the Abridged Letter of Offer, Application Form and Rights Entitlement Letter and material relating to the Issue (collectively, the "**Issue Materials**") and the issue of Rights Entitlement and Rights Equity Shares on a rights basis to persons in certain jurisdictions outside India are restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Issue Materials may come, are required to inform themselves about and observe such restrictions.

Our Company is undertaking this Issue on rights basis to the Eligible Equity Shareholders and the Issue Materials will be sent / dispatched only to the Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to our Company. In case such Eligible Equity Shareholders have provided their valid e-mail address to our Company, the Issue Materials will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their e-mail address, then the Issue Materials, as applicable will be physically dispatched, on a reasonable effort basis, to the Indian addresses provided by them. Those overseas Shareholders who do not update our records with their Indian address or the address of their duly authorized representative in India, prior to the date on which we propose to dispatch the Issue Materials, shall not be sent the Issue Materials.

Investors can also access the Letter of Offer, the Abridged Letter of Offer and the Application Form from the websites of our Company, the Registrar to the Issue, the Lead Manager and the Stock Exchanges.

Our Company, the Lead Manager and the Registrar to the Issue will not be liable for non-dispatch of physical copies of Issue Materials, in the event the Issue Materials have been sent on the registered email addresses of such Eligible Equity Shareholder(s).

No action has been or will be taken to permit the Issue in any jurisdiction where action would be required for that purpose. Accordingly, the Rights Entitlement and the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Issue Materials or advertisements in connection with the Issue may not be distributed, in whole or in part, in any jurisdiction (other than in India), except in accordance with legal requirements applicable in such jurisdiction. Receipt of the Issue Materials (including by way of electronic means) will not constitute an offer, invitation to or solicitation by anyone in any jurisdiction or in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorized or to any person to whom it is unlawful to make such an offer, invitation or solicitation. In those circumstances, the Issue Materials must be treated as sent for information only and should not be acted upon for subscription to Rights Equity Shares and should not be copied or re-distributed. Accordingly, persons receiving a copy of the Issue Materials should not, in connection with the issue of the Rights Equity Shares or the Rights Entitlement, distribute or send the Issue Materials in or into any jurisdiction where to do so, would or might contravene local securities laws or regulations, or would subject our Company or its affiliates or the Lead Manager or their respective affiliates to any filing or registration requirement (other than in India). If the Issue Materials are received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to subscribe to the Rights Equity Shares or the Rights Entitlements referred to in such Issue Materials.

Any person who makes an application to acquire Rights Entitlements and the Rights Equity Shares offered in the Issue will be deemed to have declared, represented, warranted and agreed that such person is authorized to acquire the Rights Entitlements and the Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person's jurisdiction. Our Company, the Registrar or any other person acting on behalf of our Company reserves the right to treat any Application Form as invalid where they believe that Application Form is incomplete or acceptance of such Application Form may infringe applicable legal or regulatory requirements and we shall not be bound to allot or issue any Rights Equity Shares or Rights Entitlement in respect of any such Application Form.

**Any person who acquires Rights Entitlements or Rights Equity Shares will be deemed to have represented, warranted and agreed, by accepting delivery of the Letter of Offer, and at the time of subscribing for the Rights Equity Shares or the Rights Entitlements, it is either in India or is in compliance with laws of its jurisdiction, and in each case is authorized to acquire the Rights Entitlement and the Rights Equity Shares in compliance with all applicable laws and regulations.**

Our Company, in consultation with the Lead Manager, reserves the right to treat as invalid, any Application Form which: (i) appears to our Company or its agents to have been executed in, electronically transmitted from or dispatched from the United States or any other jurisdictions where the offer and sale of the Rights Equity Shares is not permitted under laws of such jurisdictions; (ii) does not include the relevant certifications set out in the Application Form, including to the effect that such person submitting and / or renouncing the Application Form is outside the United States and such person is eligible to subscribe for the Rights Equity Shares under applicable securities laws and is complying with laws and jurisdictions applicable to such person in connection with the Issue; or (iii) where either a registered Indian address is not provided or where our Company believes acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to issue or allot any Rights Equity Shares in respect of any such Application Form.

The distribution of the Issue Materials and issue of Rights Equity Shares on a rights basis to persons in certain jurisdictions outside India is restricted by legal requirements prevailing in those jurisdictions.

Accordingly, persons receiving a copy of the Issue Materials should not, in connection with the issue of the Rights Equity Shares or the Rights Entitlements, distribute or send the Issue Materials in or into any jurisdiction where to do so, would, or might contravene local securities laws or regulations or would subject our Company or its affiliates or the Lead Manager or its affiliates to any filing or registration requirement (other than in India). If the Issue Materials are received by any person in any such jurisdiction, or by their agent or nominee, they must not seek to make an Application or acquire the Rights Entitlements referred to in the Issue Materials. Any person who makes an application to acquire Rights Entitlements and/or the Rights Equity Shares offered in the Issue will be deemed to have declared, represented and warranted that such person is authorized to acquire the Rights Entitlements and/or the Rights Equity Shares in compliance with all applicable laws and regulations prevailing in such person's jurisdiction and India, without requirement for our Company or our affiliates or the Lead Manager or its affiliates to make any filing or registration.

### Last date for Application

The last date for submission of the duly filled in Application Form or a plain paper Application is September 27, 2024, i.e., Issue Closing Date. Our Rights Issue Committee may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 (Thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB, on or before the Issue Closing Date or such date as may be extended by our Board or Rights Issue Committee, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board or Rights Issue Committee shall be at liberty to dispose of the Equity Shares hereby offered, as set out under the heading "Basis of Allotment" on page 142 of the LOF.

Please note that on the Issue Closing Date, Applications may be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Designated Stock Exchange, being NSE.

Please ensure that the Application Form and necessary details are filled in. In place of Application number, Investors can mention the reference number of the e-mail received from the Registrar to the Issue informing them about their Rights Entitlement or last eight digits of the demat account. Alternatively, SCSBs may mention their internal reference number in place of application number.

### Allotment of Equity Shares in Dematerialised Form:

Please note that the equity shares applied for in this issue will be allotted only in dematerialised form and to the same depository account in which our equity shares are held by such Eligible Equity Shareholders on the Record Date. For further details, please see "Terms of the Issue" on page 120 of the LOF.

**INESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE DESIGNATED STOCK EXCHANGE ONLY IN DEMATERIALISED FORM**

### Procedure for Renunciation of Rights Entitlements

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Designated Stock Exchange, being NSE, (the "**On Market Renunciation**"); or (b) through an off-market transfer (the "**Off Market Renunciation**"), during the Renunciation Period. The Investors should have the demat Rights Entitlements credited/lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI Rights Issue Circulars, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on the Record Date shall be required to provide their demat account details to our Company or the Registrar to the Issue for credit of Rights Entitlements not later than 2 (two) Working Days prior to the Issue Closing Date, such that credit of Rights Entitlements in their demat account takes place at least one day before the Issue Closing Date, thereby enabling them to renounce their Rights Entitlements through Off Market Renunciation.

**INVESTORS TO KINDLY NOTE THAT AFTER PURCHASING THE RIGHTS ENTITLEMENTS THROUGH ON MARKET RENUNCIATION/ OFF MARKET RENUNCIATION, AN APPLICATION HAS TO BE MADE FOR SUBSCRIBING TO THE RIGHTS EQUITY SHARES. IF NO APPLICATION IS MADE BY THE ELIGIBLE EQUITY SHAREHOLDERS OR THE RENOUNCEE OF RIGHTS ENTITLEMENTS ON OR BEFORE THE ISSUE CLOSING DATE, SUCH RIGHTS ENTITLEMENTS SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE. NO RIGHTS EQUITY SHARES FOR SUCH LAPSED RIGHTS ENTITLEMENTS WILL BE CREDITED, EVEN IF SUCH RIGHTS ENTITLEMENTS WERE PURCHASED FROM MARKET OR OFF-MARKET AND THE PURCHASER WILL LOSE THE PREMIUM PAID TO ACQUIRE THE RIGHTS ENTITLEMENTS. FOR PROCEDURE OF APPLICATION BY SHAREHOLDERS WHO HAVE PURCHASED THE RIGHTS ENTITLEMENTS THROUGH ON MARKET RENUNCIATION/ OFF MARKET RENUNCIATION, PLEASE REFER TO THE HEADING TITLED "PROCEDURE FOR APPLICATION" ON PAGE 127 OF THE LOF.**

### Listing and trading of the Rights Equity Shares to be issue pursuant to the Issue:

The existing Equity Shares are listed on BSE and NSE. Our Company has received 'in-principle' approvals from the BSE and NSE for listing the Rights Equity Shares to be allotted pursuant to this Issue vide letters dated July 18, 2024 and July 10, 2024, respectively. Our Company will also make applications to the Stock Exchanges to obtain their trading approvals for the Rights Entitlements as required under the SEBI ICDR Mater Circular. For the purpose of this Issue, the Designated Stock Exchange is NSE.

### Disclaimer clause of SEBI

The Draft Letter of Offer has not been filed with SEBI in terms of SEBI ICDR Regulations as the size of the Issue was below Rs. 50 Crores. The present issue being less than Rs. 50 Crores, our Company, in compliance with the SEBI ICDR Regulations, has filed a copy of the Letter of Offer prepared in accordance with the SEBI ICDR Regulations with SEBI for information and dissemination on website of SEBI i.e. at [www.sebi.gov.in](http://www.sebi.gov.in).

### Disclaimer clause of BSE

It is to be distinctly understood that the permission given by the BSE Limited should not, in any way be deemed or construed that the letter of offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the Disclaimer clause of the BSE Limited as provided in "**Other Regulatory and Statutory Disclosures- Disclaimer clause of BSE**" on page 117 of the LOF.

### Disclaimer clause of NSE (Designated Stock Exchange)

It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the Disclaimer clause of the NSE as provided in "**Other Regulatory and Statutory Disclosures- Disclaimer clause of NSE**" on page 117 of the LOF.

### Bankers to the issue : Indusind Bank Limited

### DISPATCH AND AVAILABILITY OF ISSUE MATERIALS

The dispatch of the Abridged Letter of Offer (ALOF) alongwith the Application Form for the issue has been completed on September 4, 2024 in electronic mode through email / physically through Speed Post / Registered Post to the eligible equity shareholders of the Company, whose names appeared in the Register of Members / Beneficial Owners of the Company, on the Record Date i.e. August 28, 2024.

In accordance with the SEBI ICDR Regulations and SEBI Rights Issue Circulars, the Abridged Letter of Offer, the Application Form, the Rights Entitlements Letter and any other Issue Materials has been dispatched only to the Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlements or Rights Equity Shares is permitted under the laws of such jurisdiction and does not result in, and may not be construed as, a public offering in such jurisdictions. In case the Eligible Equity Shareholders have provided their valid e-mail address, the issue materials has been sent only to their valid e-mail address and in case Eligible Equity Shareholders have not provided their e-mail address, then the issue materials has been despatched on a reasonable effort basis, to the Indian addresses provided by them.

Further, the Letter of Offer will be sent/ dispatched to the Eligible Equity Shareholders who have provided an Indian address and who have made a request in this regard.

Investors can access the Letter of offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe to the Rights Equity Shares under applicable laws) on the websites of our Company at [www.vpl.in](http://www.vpl.in); the Registrars to the Issue at [www.alankit.com](http://www.alankit.com), the Lead Manager at [www.arhantcapital.com](http://www.arhantcapital.com); and the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

To update the respective Indian addresses/e-mail addresses/phone or mobile numbers in the records maintained by the Registrar to the Issue or by our Company, Eligible Equity Shareholders should visit [www.alankit.com](http://www.alankit.com).




Further, our Company along with the Lead Manager, will undertake adequate steps to reach out the Eligible Equity Shareholders who have provided their Indian address through other means, as may be feasible.

Eligible Equity Shareholders can also obtain details of their respective Rights Entitlements from the website of the Registrar to the Issue (i.e. [www.alankit.com](http://www.alankit.com)) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (i.e. [www.vpl.in](http://www.vpl.in)).

**Please note that neither our Company nor the Registrar to the Issue nor the Lead Manager shall be responsible for not sending physical copies of the Issue Materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form or delay in receipt of the Letter of Offer and other Issue Materials attributable to nonavailability of the e-mail addresses of Eligible Equity Shareholders or electronic transmission delays or failures, or if the Application Forms or the Rights Entitlements Letters are delayed or misplaced in transit.**

The Material Contracts and Documents for inspection (including a copy of the Letter of Offer dated August 28, 2024, with respect to the Rights Issue of equity shares of face value ₹1/- each by our Company) is available for inspection on the website of the Company at [www.vpl.in](http://www.vpl.in) until the Issue Closing Date and may also be inspected at the Registered Office between 10 a.m. to 5 p.m. on all Working Days until the Issue Closing Date.

For Risk Factors and other details, please refer to the LOF and the Abridged LOF.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>Arihant Capital</b> Generating Wealth Arihant Capital Markets Limited Merchant Banking Division 1011, Solitaire Corporate Park, Bldg No - 10, 1st Floor, Guru Hargovindji Road, Chakala, Andheri (East), Mumbai - 400 093. CIN: L67120MP1992PLC007182 Tel: 022-42254800 E-mail: <a href="mailto:mbd@arihantcapital.com">mbd@arihantcapital.com</a> Investor grievance e-mail id: <a href="mailto:mbg@arihantcapital.com">mbg@arihantcapital.com</a> Contact Person: Mr. Amdil Kshirsagar / Mr. Satish Kumar P Website: <a href="http://www.arhantcapital.com">www.arhantcapital.com</a> SEBI Registration No.: INM000011070	 <b>ALANKIT ASSIGNMENTS LIMITED</b> 4E/2 Jhandewalan Extension New Delhi -110055, India. Telephone: 011-42541966 E-mail: <a href="mailto:vp@alankit.com">vp@alankit.com</a> SEBI Registration Number: INR000002532 Website: <a href="http://www.alankit.com">www.alankit.com</a> Contact Person: Jagdeep Kumar Singla	 <b>VARDHMAN POLYTEX LIMITED</b> Vardhman Park Chand

**LTD.**