

**ALUMINIUM INDUSTRIES LIMITED****(CIN: U27203KL1946PLC000057)****Registered Office:** No. 1, Ceramic Factory Road, Kundara – 691501 (Kerala)**Tel.:** +91 22 22029293; **Email:** [info@alindltd.in](mailto:info@alindltd.in)**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

This Exit Offer Letter (“**Exit Offer Letter**”) is being sent to you as an Equity Shareholder of Aluminium Industries Limited (“**ALIND**”/ the “**Company**”). In case you have recently sold your shares in the Company, please hand over this Exit Offer Letter and the accompanying documents to the person to whom the Sale was effected.

<p><b>EXIT OFFER LETTER</b>          To the Public Equity Shareholders of  <b>ALUMINIUM INDUSTRIES LIMITED</b>          From  <b>VIJAYBHAN INVESTMENTS AND CONSULTANCY PRIVATE LIMITED (“Promoter/ Acquirer”)</b>  <b>On behalf of Promoter and Promoter Group entities of Aluminium Industries Limited</b></p> <p>Inviting you to tender your fully paid-up Equity Shares of ₹ 1/- each of the Company at the Exit Price of ₹ 5/- (Rupees Five Only) per Equity Share, in cash, pursuant to SEBI Circular SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016</p>	
<p>If you wish to tender your Equity Shares to the Promoter/ Acquirer, you should:</p> <ul style="list-style-type: none"> <li>• Read this Exit Offer Letter and the instructions herein;</li> <li>• Complete and sign the accompanying 'Application Form' in accordance with the instructions therein and in this Exit Offer Letter;</li> <li>• Submit your 'Application Form' along with all applicable documents in accordance with the terms and conditions set out in this exit offer clearly marking the Envelope “<b>ALUMINIUM INDUSTRIES LIMITED- EXIT OFFER</b>” either by Registered Post/Speed Post/Courier, at your own risk or by hand delivery to our appointed Registrar to the Exit Offer at Maheshwari Datamatics Private Limited (at the address given on this page) on or before the closure of business hours on Friday, April 16, 2021.</li> </ul>	
<b>Exit Offer Price:</b>	₹ 5/- (Rupees Five Only) per fully paid-up Equity Share

**SCHEDULE OF ACTIVITIES PERTAINING TO THE OFFER**

Nature of Activity	Day and Date
Specified Date*	Friday, March 12, 2021
Opening of Exit Offer Period	Friday, April 9, 2021
Closing of Exit Offer Period	Friday, April 16, 2021
Last date of Payment to the Public Shareholders who will validly tender their Equity Shares during the Exit Offer Period	Monday, May 10, 2021

\*Specified Date is only for the purpose of determining the names of the Public Shareholders to whom this Exit Offer Letter will be sent. However, all Public Shareholders (registered or unregistered) of the Equity Shares are eligible to participate in the Exit Offer any time before and on the Offer Closing Date.

MANAGER TO THE EXIT OFFER	REGISTRAR TO THE EXIT OFFER
<p><b>KEYNOTE</b>  <b>Keynote Financial Services Limited</b>  <i>(Formerly Keynote Corporate Services Limited)</i>            The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West)            Mumbai – 400028  <b>Tel.:</b> +91 22 6826 6000-3  <b>E-mail:</b> <a href="mailto:mbd@keynoteindia.net">mbd@keynoteindia.net</a>  <b>Website:</b> <a href="http://www.keynoteindia.net">www.keynoteindia.net</a>  <b>Contact Person :</b> Mr. Akhil Mohod  <b>SEBI Registration No.:</b> INM 000003606</p>	<p>  <b>Maheshwari Datamatics Private Limited</b>            23 R.N. Mukherjee Road,            5<sup>th</sup> Floor, Kolkata – 700001  <b>Tel.:</b> (033) 2248 2248, 2243-5029  <b>Email:</b> <a href="mailto:mdpldc@yahoo.com">mdpldc@yahoo.com</a>  <b>Website:</b> <a href="http://www.mdpl.in">www.mdpl.in</a>  <b>Contact Person:</b> Mr. Ravi Kumar Bahl  <b>SEBI Registration No:</b> INR 000000353</p>

## DEFINITIONS

Term	Description
Aluminium Industries Limited/ ALIND/ The Company	A public limited company incorporated in the year 1946 and having its registered office at No. 1, Ceramic Factory Road, Kundara – 691 501 (Kerala).
Exit Circular/ SEBI Circular	SEBI Circular No. SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 under which this Exit Offer Letter is being sent to the Public Shareholders.
Exit Offer	Exit Offer means an offer by the Promoter/ Acquirer to the Public Shareholders of ALIND for acquisition of their 100% shareholding in the Company in terms of the Exit Circular.
Exit Offer Period	Means a period of 5 working days commencing from the date of opening of Exit Offer Period on Friday, April 9, 2021 to closing of Exit Offer Period on Friday, April 16, 2021.
Exit Window Period	Means a period of 1 year starting from the closing of Exit Offer Period i.e. till Monday, April 18, 2022 during which the Public Shareholders who could not tender their Equity Shares during Exit Offer Period may tender their shares at same Offer Price.
Independent Valuer/ Merchant Banker/ Keynote/ Manager to the Exit Offer	Keynote Financial Services Limited, a SEBI Registered Category-I Merchant Banker and empaneled as an Expert Valuer on the panel of National Stock Exchange of India Limited.
Offer Price/ Exit Price	₹ 5/- (Rupees Five Only) per Equity Share
Promoter/ Acquirer	M/s Vijaybhan Investments and Consultancy Private Limited a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 4 <sup>th</sup> Floor, Plot-158/164, Laxmi Bhuvan, Kalbadevi Road, Near Cotton Exchange, Bhuleshwar, Mumbai - 400002.
Public Shareholders	All Shareholders of ALIND other than its Promoters and Promoter Group entities
Registrar/ Registrar to the Exit Offer/ Registrar to the Offer/ RTA	Maheshwari Datamatics Private Limited a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 23, R.N. Mukherjee Road, 5 <sup>th</sup> Floor, Kolkata - 700001.

Dear Shareholder(s),

### Invitation to tender Equity Shares held by you in Aluminium Industries Limited

We are pleased to send this “Exit Offer Letter” to you, being the equity shareholder of Aluminium Industries Limited pursuant to applicable provisions of SEBI Circular no. SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 in respect of companies moved to Dissemination Board of Stock Exchanges.

#### **Exit Offer at a price of ₹ 5/- per equity share**

#### **I. BACKGROUND OF THE EXIT OFFER**

- a. The Company was listed on Madras Stock Exchange Limited (“MSE”) and Cochin Stock Exchange (“CSE”). Post the de-recognition of MSE and CSE by SEBI, ALIND was shifted to the Dissemination Board (“DB”) of National Stock Exchange of India Limited (“NSE”).
- b. In terms of SEBI Circular, either ALIND had to secure listing of its Equity Shares on a Nationwide Stock Exchange(s) or the Promoter(s) have the option of providing exit to its Public Shareholders.
- c. Accordingly, Vijaybhan Investments and Consultancy Private Limited, one of the Promoter entities of the Company, has decided to exercise the option of providing exit to the Public Shareholders of ALIND in terms of the SEBI Circular and the Promoter/ Acquirer are giving the exit option through NSE as designated stock exchange for the Exit Offer. The Promoter/ Acquirer in terms of applicable provisions of SEBI Circular, submitted the Plan of Action to NSE on February 16, 2021.

- d. In terms of the SEBI Circular, the Public Announcement (“PA”) shall be published on March 26, 2021 in the following newspapers:

Name of Newspaper	Language	Edition
Business Standard	English	All Editions
Business Standard	Hindi	All Editions
Makkal Kural	Tamil	Chennai Edition
Mangalam	Malayalam	Cochin Edition

## II. BACKGROUND OF THE COMPANY

- a. Aluminium Industries Limited, incorporated in the year 1946, is in the business of manufacturing of a wide range of products and services related to the power sector, principally in relation to power transmission and distribution and also a secondary product line “Cone Crusher Machines”. ALIND is the subsidiary of Vijaybhan Investments and Consultancy Private Limited.
- b. The authorized share capital of ALIND as on March 31, 2020 was ₹ 240,00,00,000 divided into 240,00,00,000 equity shares of face value ₹ 1/- each and the paid-up equity share capital was ₹ 181,49,63,964 comprising of 181,49,63,964 equity shares of ₹ 1/- each.
- c. Shareholding Pattern of ALIND for the quarter ended December 31, 2020:

Particulars	No. of Equity Shares	% of Equity Share Capital
Promoters	1,80,52,51,684	99.46
Public	97,12,280	0.54
<b>Total</b>	<b>1,81,49,63,964</b>	<b>100.00</b>

- d. The details of Board of Directors of the Company as on date of this Exit Offer Letter is as follows:

Name	Address	Designation	DIN
Prashant Somani	10, Podar House, 5 <sup>th</sup> Floor, Flat No. 15 A Road, Marine Drive, Mumbai - 400020	Director	00075690
Jugal K. Choudhury	Vidhata Apartment, 76/B, Block E, New Alipore, Circus Avenue, Kolkata - 700053	Independent Director	00218125
V. S. C. Bose	8-2-293/K/309/310/D2, Sri Satya Sai Apartments, Kamalapuri Colony, Sri Nagar Colony, Hyderabad - 500073	Independent Director	00353729
K. Venkateswara Rao	1-11-217/F-101, Vishnu Elite Apts, Guru Murthy Lane, Begumpet, Hyderabad - 500016	Whole Time Director & Chief Operating Officer	00667410
Jayakumar K. Chettiyar	Ponnambalam Parakode, Adoor - 691554	Director & Company Secretary	02808196
Pinky Kataruka	6c/701, Alica Nagar, Lokhandwala, Kandivali East, Mumbai - 400101	Independent Director	08139054

- e. A brief summary of the audited financials of the Company for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is as follows:

(₹ in crores)

Particulars	Year Ended		
	March 31, 2020	March 31, 2019	March 31, 2018
Total Income	102.53	96.66	51.96
EBITDA	14.12	15.05	(0.84)
Depreciation & amortization Expenses	1.95	1.05	0.58
Finance Costs	1.40	-	4.62
Profit/ (Loss) before exceptional items & tax	10.76	14.01	(6.04)
Exceptional items	2.09	-	281.68*
Profit before tax	12.85	14.01	275.64
Profit after tax	12.59	46.99	275.62
- Equity share capital	181.50	181.50	178.63
- Other Equity	(160.52)	(172.75)	(219.27)
Total Equity	20.98	8.75	(40.64)

\*Note: Exceptional item of ₹281.68 crores (net) represents Write Back of Secured loans from Banks/ Financial Institutions (including interest thereon), adjustment of Receivables/ Payables which are no longer Receivable/ Payable in terms of Sanctioned Scheme (SS-14) approved by the then Hon'ble BIFR on February 12, 2014.

### III. BACKGROUND OF THE PROMOTER/ ACQUIRER

- Vijaybhan Investments and Consultancy Private Limited (“Vijaybhan”) a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 4<sup>th</sup> Floor, Plot-158/164, Laxmi Bhuvan, Kalbadevi Road, Near Cotton Exchange, Bhuleshwar, Mumbai - 400002.
- Vijaybhan is engaged in the business of Investments. The Promoter/ Acquirer is the holding company of ALIND holding 125,15,23,800 equity shares representing 68.96% of the Equity Capital in ALIND. Collective shareholding of the Promoters and Promoter Group of ALIND is 1,80,52,51,684 Equity Shares representing 99.46% of paid up equity share capital.

### IV. EXIT OFFER PRICE AND FINANCIAL ARRANGEMENT

- The Promoter/ Acquirer have appointed Keynote as an ‘Independent Valuer’ for the purpose of determining the exit price of the equity shares of the Company. As per the valuation report dated March 18, 2021 (“Valuation Report”) submitted by Keynote, the fair value per equity share of face value ₹ 1/- each of ALIND works out to ₹ 4.85 (Rupees Four and Eighty Five Paise only) per equity share of face value of ₹ 1/- each. The Fair Value has been arrived at by applying the Discounted Cash Flow method. Based on the Valuation Report, the Promoter/ Acquirer in consultation with Keynote is making an offer to acquire the equity shares from the public shareholders at an exit price of ₹ 5/- (Rupees Five only) per equity share.
- Assuming full acceptance of the equity shares held by Public Shareholders, the total requirement of funds on the basis of Exit Offer Price is ₹ 4,85,61,400/- (Rupees Four Crore Eighty Five Lakhs Sixty One Thousand Four Hundred only) (“Total Consideration”). In accordance with SEBI Circular, the Promoter/ Acquirer have opened an Escrow Account with HDFC Bank Limited and deposited therein an amount of ₹ 4,85,61,400/- (Rupees Four Crore Eighty Five Lakhs Sixty One Thousand Four Hundred only) in the said Escrow Account.

### V. TERMS AND CONDITIONS RELATING TO THE EXIT OFFER

- The Exit Offer shall remain open for 5 working days w.e.f. Friday, April 9, 2021 to Friday, April 16, 2021 (“Exit Offer Period”). The Promoter/ Acquirer shall accept all the Offer Shares tendered post the closure of Exit Offer up to a period of one year in accordance with the SEBI Circular.
- All the Public Shareholders of the Company are eligible to participate in this Exit Offer.
- The Promoter/ Acquirer will not accept any Equity Shares offered under Exit Offer where there exists any restraint order of a Court/ any other competent authority for transfer/disposal/sale or where the title to the Offer Shares is under dispute or otherwise not clear or where any other restraint subsists.

- d. The Promoter/ Acquirer will not accept any Equity Shares which are encumbered till such time the Equity Shares become transferrable.

## VI. PROCEDURE FOR TENDERING YOUR EQUITY SHARES UNDER THE EXIT OFFER

### Procedure for Public Shareholders holding Equity Shares in DEMAT FORM:

- a. The Public Shareholders holding Equity Shares in dematerialised form and desirous of tendering their Equity Shares in the Exit Offer must submit the enclosed Application Form along with necessary documents, as applicable, by hand delivery or by registered post/speed post or courier (at their own risk and cost) with the envelope marked “**ALUMINIUM INDUSTRIES LIMITED - EXIT OFFER**” so as to reach the Registrar to the Exit Offer at the address as mentioned on the cover page of this Exit Offer Letter on or before Friday, April 16, 2021 (i.e. the last date of the Exit Offer Period).
- b. The Public Shareholders must transfer their dematerialised Equity Shares from their respective depository account, **in off-market mode**, to the Special Depository Account with the Central Depository Services (India) Limited opened with Keynote Capitals Limited, details of which are as follows:

<b>Depository</b>	CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED
<b>Special Depository Account Name</b>	ALUMINIUM INDUSTRIES LIMITED – EXIT OFFER – OPERATED BY KFSL
<b>Name of the Depository Participant</b>	KEYNOTE CAPITALS LIMITED
<b>DP Identification Number</b>	12024300
<b>Client Identification Number</b>	00083598

- c. The Public Shareholders who hold Equity Shares in dematerialised form, should transfer their Equity Shares from their respective depository accounts to the Special Depository Account. Eligible Shareholders having their beneficiary account in National Securities Depository Limited shall use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favour of the Special Depository Account with CDSL.
- d. **In case of non-receipt of the aforesaid document but receipt of the Equity Shares in the Special Depository Account, the Public Shareholder may be deemed to have accepted the Exit Offer.** All transfers should be in off-market mode. A photocopy of the delivery instructions or counterfoil of the delivery instructions submitted to the depository participant of the Public Shareholder’s depository account and duly acknowledged by such depository participant crediting the Public Shareholder’s Equity Shares to the Special Depository Account, should be attached to the Public Shareholder’s Application Form.
- e. In case your depository participant offers the facility of online transfer of shares, then instead of the photocopy of the acknowledged delivery instruction slip you may attach a printout of the computer-generated confirmation of transfer of shares. **Note that the transfer should be made in off-market mode.**
- f. It is the sole responsibility of the Public Shareholders to ensure that their Equity Shares are credited to the Special Depository Account in the manner as mentioned above and their application are delivered or reach the Registrar to Exit Offer on or before the last date of the Exit Offer Period.
- g. The Equity Shares will be held in the Special Depository Account until the consideration payable has been dispatched to the Public Shareholders or the unaccepted shares are credited back to the Public Shareholders’ depository accounts.
- h. The ISIN for the Equity Shares of the Company is INE03M001014.

#### **Procedure for Public Shareholders holding Equity Shares in PHYSICAL FORM:**

- a. The Public Shareholders who wish to tender their equity shares pursuant to this Exit Offer will be required to send their Application Form in the manner specified in this Exit Offer Letter to Maheshwari Datamatics Private Limited ("**Registrar to the Exit Offer**"), in accordance with the instructions contained in the Exit Offer Letter and Application Form either by hand delivery or by speed post/ registered post or by courier between 10.00 a.m. and 5.00 p.m. on any Working Day during the Exit Offer Period. **The documents should not be sent to the Manager to the Exit Offer or the Company or the Promoter/ Acquirer.**
- b. **Public Shareholders need to submit the following documents:**
  - i. Duly completed and signed Application Form addressed to the Registrar to the Exit Offer;
  - ii. The Original Share Certificate(s);
  - iii. Valid transfer deed(s);
  - iv. Self-attested PAN;
  - v. Specimen signature of the shareholder and joint holders duly attested by their banker on the letterhead of the Bank;
  - vi. Cancelled cheque leaf in original of the first/ sole shareholder with name of the shareholder printed thereon and if it is not printed, then additionally provide photocopy of passbook/ bank statement showing name of shareholder, Account Number and IFSC duly attested by the Bank;
  - vii. In case of death of joint holder(s), photocopy of death certificate, attested by Notary Public;
  - viii. In case of change of address of the first/ sole shareholder, provide photocopy of Aadhaar/ bank statement/ voter id/ passport showing new address, attested by Notary Public; and
  - ix. Such other documents as may be specified in the Application Form.
- c. Upon receipt of intimation from shareholder(s) regarding issue of duplicate/ replacement of certificate/ name correction/ change of name/ change of address, etc., the Registrar to the Exit Offer shall inform them on case-to-case basis the formalities required to be fulfilled in respect of their request. Registrar to the Exit Offer shall have the final authority to decide on such cases.
- d. In case of non-receipt of the duly completed Application Form, but receipt of other documents including the original share certificates, valid share transfer deeds, prior to the Closure of the Exit Offer Period i.e. not later than **Friday, April 16, 2021**, the Promoter/ Acquirer may, in their sole discretion, deem the Equity Shares to have been accepted under the Exit Offer.

*Please contact the Manager to the Exit Offer and Registrar to the Exit Offer if you require any clarification regarding the procedure for tendering your Equity Shares.*

#### **VII. PAYMENT OF CONSIDERATION AND RETURN OF INVALID SHARES/ APPLICATIONS**

- a. Upon fulfillment of the terms and conditions mentioned herein, the consideration for such Equity Shares tendered will be settled on closure of the Exit Offer Period and the payment will be completed within 15 working days from the date of the closure of the Exit Offer Period by way of cheque/ pay order/ demand draft/ electronic credit, as the case may be. For electronic credit, please provide the details as mentioned in the Application Form which is enclosed with this Exit Offer Letter. The cheque/ pay order/ demand drafts will be dispatched to the Public Shareholders participating in the Exit Offer, at their own risk, by way of speed post/ registered post/ courier at their last address registered with the Company.
- b. Share Certificates for any invalid application will be dispatched to the Public Shareholders by Registered Post/ Courier at their own risk. Equity Shares held in dematerialized form, to the extent not accepted (for invalid application), will be credited back to the beneficial owners depository account with the respective depository participant as per the details furnished by the beneficial owner in the Application Form or otherwise. It will be the responsibility of the shareholders to ensure that the unaccepted shares are accepted by the respective DPs when transferred.

## VIII. PROCEDURE FOR TENDERING THE EQUITY SHARES POST THE EXIT OFFER UPTO A PERIOD OF ONE YEAR

- a. The Promoter/ Acquirer are liable to acquire the equity shares of public shareholders who have not offered their shares under exit offer up to a period of one (1) year from the completion of the offer i.e. up to April 18, 2022, at the same price of ₹ 5/- (Rupees Five only) per equity share.
- b. During the said period of one year, the Promoter/ Acquirer shall settle the consideration on monthly basis and complete the payment within 15 working days from the end of previous month in which the Offer Shares are tendered and are found to be in order, by way of demand draft/ RTGS/NEFT/ direct credit, as the case may be. The demand drafts will be dispatched to the Public Shareholders participating in the Exit Offer, at their own risk, by way of speed post/ registered post/courier at their last address registered with the Company.
- c. Persons who have not received this Exit Offer Letter, may also tender their equity shares by downloading the Exit Offer Letter from the website of the Manager to the Exit Offer and the Registrar to the Exit Offer at [www.keynoteindia.net](http://www.keynoteindia.net) and [www.mdpl.in](http://www.mdpl.in) respectively. Alternatively, the Public Shareholders may request a copy of this Exit Offer Letter from the Registrar to the Exit Offer at their address as stated on the cover page of this Exit Offer Letter.

## IX. TAX DEDUCTED AT SOURCE

Tax withholding requirement is based on tax residency of the public shareholders. In case of public shareholders who are tax resident in India, no tax will be deducted. In case of non-resident, requisite tax will be deducted in terms of the relevant provisions of Income Tax Act, 1961. Public Shareholders are requested to specify requisite details in the Application Form regarding their residential status. The Company shall inform Registrar about tax to be deducted at source in case of payment to Non-residents.

## X. GENERAL DISCLAIMER

The acceptance of the Exit Offer made by the Promoter/ Acquirer is entirely at the discretion of the Public Shareholders of the Company. Every person who desires to avail the Exit Offer may do so pursuant to an independent inquiry, investigation and analysis and shall not have any claim against the Promoter/ Acquirer or the Manager to the Exit Offer or the Company or the Registrar to Exit Offer, whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with the tendering of the Equity Shares in the Exit Offer.

The Promoter/ Acquirer accepts the full and final responsibility for the information contained in this Exit Offer Letter.

Yours Sincerely,

For Vijaybhan Investments and Consultancy Private Limited

Sd/-

**Ramnarayan Nathmal Somani**

(Director)

(DIN: 00075745)

Sd/-

**Rajat Agrawal**

(Director)

(DIN: 06767315)

**Place:** Mumbai

**Date:** March 25, 2021

**Encl.:**

1. **Application Form**
2. **Share Transfer Form**

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Nature of Activity	Day and Date
Opening of Exit Offer Period	Friday, April 9, 2021
Closing of Exit Offer Period	Friday, April 16, 2021

### APPLICATION FORM CUM ACKNOWLEDGEMENT

In respect of the equity shares of face value ₹1/- each of  
ALUMINIUM INDUSTRIES LIMITED (the “Company”)

Pursuant to the Exit Offer by VIJAYBHAN INVESTMENTS AND CONSULTANCY PRIVATE LIMITED (“Promoter/ Acquirer”)  
(To be filled in by the Shareholder(s))

Dear Madam/ Sirs,

**Subject:** Exit Offer to the Public Shareholders of Aluminium Industries Limited and consequent removal of name of the Company from the Dissemination Board of National Stock Exchange of India Limited, in terms of SEBI Circular No.: SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016.

- 1) I/We, having read and understood the terms and conditions set out below, in the Public Announcement to be published on March 26, 2021 and in the Exit Offer Letter dated March 25, 2021, hereby tender my/our Equity Shares in response to the Exit Offer. All terms and expressions used herein shall have the same meaning as described thereto in the Exit Offer Letter.
- 2) The demat Equity Shares tendered under the Exit Offer shall be held in a Special Depository Account by the Manager to the Exit Offer and in case of physical certificates, the same shall be held by the Registrar to the Exit Offer in trust, as applicable, until the payment of consideration is credited to the respective shareholders savings/ current bank account and/ or the unaccepted Equity Shares are returned to such shareholders.
- 3) I/We hereby undertake the responsibility for the Equity Shares tendered under the Exit Offer and I/we hereby confirm that the Promoter/ Acquirer, the Company, Manager to the Exit Offer and the Registrar to the Exit Offer shall not be liable for any delay/loss in transit resulting in delayed receipt or non-receipt of the Equity Shares along with all requisite documents due to inaccurate/incomplete particulars/ instructions or any reason whatsoever.
- 4) I/We also understand that the payment of consideration will be done after due verification of tendered Equity Shares, documents and signatures. I/We also understand that should I/we fail to furnish all relevant documents as set out in this Application Form, the PA or the Exit Offer Letter, this Equity Shares may be considered invalid and may be liable to be rejected or there may be delays in making payment of consideration to me/us.
- 5) I/We hereby confirm that the Equity Shares tendered under the Exit Offer are free from any lien, equitable interest, charges and encumbrances, whatsoever.
- 6) I/We hereby declare that there are no restraints/injunctions, or other orders of any nature which limits/restricts my/our rights to tender these Equity Shares and I/we are the absolute and only owner of these Equity Shares and legally entitled to tender the Equity Shares under the Exit Offer.
- 7) I/We hereby confirm that to participate in the Exit Offer, I/we will be solely responsible for payment to my/ our Broker for any cost, charges and expenses (including brokerage) that may be levied by for tendering Equity Shares in the Exit Offer. The consideration to be received by me/us, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company/ Promoter/ Acquirer / Manager to the Exit Offer/ Registrar to the Exit Offer have no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by me/us.
- 8) I/We undertake to immediately return the amount received by me/us inadvertently.
- 9) I/We authorize the Promoter/ Acquirer, Manager to the Exit Offer and Registrar to the Exit Offer to send payment of consideration by RTGS/NEFT/IMPS/Direct Credit/Demand Draft/ Internet Banking channels as per SEBI Circulars.
- 10) I/We agree that upon acceptance of the Equity Shares tendered by me/ us by the Promoter/ Acquirer under the Exit Offer, I/we would cease to enjoy all right, title, claim and interest whatsoever, in respect of such Equity Shares of the Company.
- 11) I/We agree that if for any reason, the income tax authorities raise a tax claim on the Promoter/ Acquirer and seek to recover tax on the Exit Offer from the Promoter/ Acquirer (where such tax claim actually pertains to, or is relatable to, my/our tax liability), I/we agree to indemnify the Promoter/ Acquirer for the same.
- 12) I/We authorize the Promoter/ Acquirer to accept the Equity Shares so offered, which they may decide to accept in consultation with the Manager to the Exit Offer and Registrar to the Exit Offer in terms of the Exit Offer Letter.

- 13) I/We request to return the Equity Shares to the extent not accepted to me/us at my/our sole risk.
- 14) I/We hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection of the Exit Offer and agree to abide by the decisions taken in accordance with the applicable laws, rules and regulations.
- 15) I/we hereby confirm that I/we am/are Non-resident Public Shareholder(s) tendering equity shares along with the copy of the permission received from RBI for the Equity Shares held by us, If applicable.
- 16) I/We acknowledge and confirm that all the particulars/ statements given herein are true and correct.

Shareholder's details. (Please use BLOCK CAPITALS)			
Holder	Full Name	PAN	Signature
First/ Sole			
Second			
Third			
<i>Note: In case of joint holdings, full name of all the joint holders must appear in the same order as appearing in the demat account/ share certificate. In case of thumb impression in place of signature, it should be attested by banker under official stamp and signature showing name, designation, employee code, name of bank, branch with address and contact details.</i>			
Contact details	Tel No:		
	Mobile No:		
	Email Id:		
Address of the First/Sole holder (with pin code)			
Type of investor (Please tick ( ✓ ) the box to the right of the appropriate category)	Individual(s)	<input type="checkbox"/>	NRI (non-repatriable)
	Hindu Undivided Family	<input type="checkbox"/>	NRI (repatriable)
	Body Corporate	<input type="checkbox"/>	FPI
	Mutual Fund	<input type="checkbox"/>	Insurance Company
	Banks/ Financial Institution	<input type="checkbox"/>	Other (please specify)
Date and Place of Incorporation of the holder (if applicable)			
Details of Equity Shares tendered in pursuant to the Exit Offer			
<i>You should insert the number of Equity Shares you wish to tender in the space provided below. I/We hereby tender to the Promoter/ Acquirer, the number of Equity Shares at the Price of ₹ 5/- (Rupees Five Only) per equity share as specified below:</i>			
Particular	Figures in Numbers	Figures in Words	
Number of Equity Shares held			
Number of Equity Shares offered			
Bank Account Details			
Name of the Account Holder			
Name of the Bank			
Branch			

<b>IFSC Code</b>	
<b>Account Number</b>	
<b>Savings/Current/Others (please specify)</b>	
<p><b>Note:</b> In order to avoid any fraudulent encashment in transit of the Pay Order or Demand Draft issued by the Promoter/ Acquirer towards the consideration payable for the Equity Shares tendered under this Application Form, please fill the details of the sole shareholder's bank account (or, in the case of joint holders, the first-named holder's bank account) and any consideration payable will be paid by issuing an instrument or electronic transfer carrying the details of the bank account so provided. If the Public Shareholder holding shares in Demat form does not provide the said details or if the details provided are different from those received electronically from the Public Shareholder's depository participant, the bank details received electronically from the Public Shareholder's depository participant shall be used for making payment of the consideration.</p>	

FOR SHAREHOLDERS HOLDING SHARES IN DEMATERIALISED FORM			
Depository Participant's Name:			
DP ID Number:		NSDL <input type="checkbox"/>	
Client ID Number:			
Number of Equity Shares held:		CDSL <input type="checkbox"/>	

FOR SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM				
Certificate Numbers	Registered Folio No.	Distinctive Numbers		No. of shares offered
		From	To	
<b>Total No. of Equity Shares</b> <i>(If the space provided is inadequate please attach a separate continuation sheet)</i>				

**SIGNATURES**

By your signature below, you will also be deemed to be making the acknowledgement and authorizations set out in this Acceptance Form:

I/We hereby make an offer to tender the number of Equity Shares set out or deemed to be set out are as per the details mentioned above in accordance with, and on and subject to the terms and conditions herein, the Exit Offer Letter and the PA.

<b>Signature(s)</b>			
	Sole / First Holder	Second Holder	Third Holder

**Note:** In case of joint holdings, all holders must sign. In case of bodies corporate the Application Form is to be signed by the authorized signatory under the stamp of the company and necessary board resolution authorizing the submission of this Application Form should be attached.

Other enclosures, as applicable  
 (Please tick (v) the box to the right of the appropriate category)

DEMAT SHAREHOLDERS			PHYSICAL SHAREHOLDERS		
1.	Bid cum Acceptance Form		1.	Acceptance Form	
2.	Copy of Acknowledged Demat Slip		2.	Original Share Certificate of ALIND	
3.	PAN & Other Documents, as applicable		3.	Share Transfer Form (SH-4)	
			4.	Signature Verification Form	
			5.	Cancelled cheque	
			6.	PAN & Other Documents, as applicable	

**ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS EXIT OFFER SHOULD BE ADDRESSED TO THE REGISTRAR TO THE EXIT OFFER AT THE FOLLOWING ADDRESS QUOTING YOUR DP ID/CLIENT ID (IF YOU ARE HOLDING SHARES IN DEMATERIALISED FORM) OR FOLIO NO. (IF YOU ARE HOLDING SHARES IN PHYSICAL FORM)**

**REGISTRAR TO THE EXIT OFFER:**

**MAHESHWARI DATAMATICS PRIVATE LIMITED**

23 R.N. Mukherjee Road, 5th Floor, Kolkata – 700001

Tel.: (033) 2248 2248, 2243-5029

Email: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com)

Website: [www.mdpl.in](http://www.mdpl.in)

Contact Person: Mr. Ravi Kumar Bahl

SEBI Registration No: INR 000000353

**Notes:**

- 1) All documents/remittances sent by/to the Public Shareholders will be at their risk and the Shareholders are advised to adequately safeguard their interests in this regard.
- 2) Please read these notes along with the entire contents of the PA and the Exit Offer Letter. Capitalised terms used but not defined herein shall have the meaning assigned to them in the PA and the Exit Offer Letter, as the case may be.
- 3) The number of Equity Shares tendered under the Exit Offer should match with the number of Equity Shares specified in the Share certificate(s) enclosed along with share transfer form for Public Shareholders holding Equity Shares in physical form or the Equity Shares held under the respective client ID number for shareholders holding Equity Shares in dematerialized form.
- 4) Specimen signature of the shareholder and joint holders should be duly attested by their banker on the letterhead of the Bank.
- 5) Cancelled cheque leaf should be given in original of the first/ sole shareholder with name of the shareholder printed thereon and if it is not printed, then additionally provide photocopy of passbook/ bank statement showing name of shareholder, Account Number and IFSC duly attested by the Bank.
- 6) In case, the sole/any joint holder has died, but the Share certificate(s) are still in the name of the deceased person(s), please enclose the requisite documents, i.e., copies of death certificate/will/probate/succession certificate and other relevant papers, as applicable.
- 7) In case of change of address of the first/ sole shareholder, provide photocopy of Aadhaar/ bank statement/ voter id/ passport showing new address, attested by Notary Public.
- 8) In case of Corporate shareholders certified copy of board resolution along with specimen signature of authorised person duly attested by chairman/Director/Company Secretary on letterhead of the shareholder to be furnished.
- 9) In case Application submitted under Power of Attorney (POA) it should be signed in accordance with the instructions contained therein along with a certified copy of POA.

**Shareholders should not send this Application Form to the Company, Promoter/ Acquirer, Manager to the Exit Offer.**

Tear along this line

**ACKNOWLEDGEMENT SLIP**

Received from \_\_\_\_\_ an Application Form for \_\_\_\_\_ paid up Equity Shares of Aluminium Industries Limited at an Exit Price of ₹ 5/- per equity share.

DEMAT SHAREHOLDER		PHYSICAL SHAREHOLDER	
DP ID NO.		TRANSFER FORM AND SHARE	
CLIENT ID NO.		CERTIFICATES WITH NOS.	

**ACKNOWLEDGEMENT**

APPLICATION NUMBER	
DATE OF RECEIPT	
SIGNATURE OF OFFICIAL ALONG WITH STAMP	

**Form No. SH-4 - Securities Transfer Form**

*[Pursuant to section 56 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]*

Date of execution: \_\_\_\_\_/\_\_\_\_\_/\_\_\_\_\_

**FOR THE CONSIDERATION** stated below the “Transferor(s)” named do hereby transfer to the “Transferee(s)” named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and hold the said securities subject to the conditions aforesaid.

CIN: 

U	2	7	2	0	3	K	L	1	9	4	6	P	L	C	0	0	0	0	5	7
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

Name of the company: Aluminium Industries Limited

Name of the Stock Exchange where the company is listed, (if any): Not Applicable

**DESCRIPTION OF SECURITIES:**

Kind/ Class of securities (1)	Nominal value of each unit of security (2)	Amount called up per unit of security (3)	Amount paid up per unit of security (4)
Equity Shares	₹ 1/-	₹ 1/-	₹ 1/-
No. of Securities being Transferred		Consideration received (Rs.)	
In figures	In words	In words	In figures
<b>Distinctive Number</b>	From		
	To		
<b>Corresponding Certificate Nos.</b>			

**Transferors' Particulars**

Registered Folio Number:

Name(s) in full

Signature(s)

1. \_\_\_\_\_

\_\_\_\_\_

2. \_\_\_\_\_

\_\_\_\_\_

3. \_\_\_\_\_

\_\_\_\_\_

I, hereby confirm that the transferor has signed before me.

Signature of the Witness: \_\_\_\_\_

Name of the Witness: \_\_\_\_\_

Address of the Witness: \_\_\_\_\_

Pincode: \_\_\_\_\_

**Transferees' Particulars**

Name in full (1)	Father's/ Mother's / Spouse Name (2)	Address & E-mail id (3)
Vijaybhan Investments and Consultancy Private Limited	Not Applicable	4th Floor, Plot-158/164, Laxmi Bhuvan, Kalbadevi Road, Near Cotton Exchange, Bhuleshwar, Mumbai – 400002 Email: <a href="mailto:vijaybhaninvestment@gmail.com">vijaybhaninvestment@gmail.com</a>
Occupation (4)	Existing Folio No., if any (5)	Signature (6)
Not Applicable		

**Folio No. of Transferee**

\_\_\_\_\_

**Specimen Signature of Transferee(s)**

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_

Value of Stamp affixed: Rs. \_\_\_\_\_

**STAMPS**

Enclosures:

1. Certificate of shares or debentures or other securities
2. If no certificate is issued, Letter of allotment
3. Copy of PAN Card of all the Transferor(s)
4. Others, Specify, \_\_\_\_\_

**For Office Use Only**

Checked by \_\_\_\_\_

Signature Talled by \_\_\_\_\_

Entered in the Register of Transfer on \_\_\_\_\_  
vide Transfer no \_\_\_\_\_

Approval Date \_\_\_\_\_

Power of attorney / Probate / Death certificate /  
Letter of Administration

Registered on \_\_\_\_\_ at

No \_\_\_\_\_