



## Divgi TorqTransfer Systems

**Divgi TorqTransfer Systems Limited**  
CIN: U32201MH1964PLC013085  
75, General Block, MIDC, Bhosari,  
Pune 411 026, India  
Tel: (+91-20) 63110100  
Web: www.divgi-tts.com

**Ref.: DTTS/Sec/23-24/40**

**July 09, 2023**

To, <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001  <b>BSE Scrip Code – 543812</b>	To, <b>National Stock Exchange of India Limited,</b> "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051  <b>NSE Scrip Code - DIVGIITTS</b>
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**Sub: Newspaper Publication**

**Ref.: Regulations 30 and 47 of the LODR Regulations**

Dear Sir / Madam,

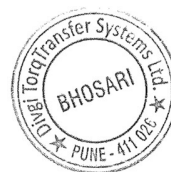
Pursuant to Regulations 30 and 47 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), enclosed herewith are the copies of the advertisement published in **Financial Express (All editions) and Loksatta (Pune edition)** newspaper(s) on July 09, 2023 for Notice convening the 58<sup>th</sup> Annual General Meeting of Divgi TorqTransfer Systems Limited to be held on Monday, July 31, 2023.

Kindly take the same on your record.

Thanking you,

**For Divgi TorqTransfer Systems Limited**

**Hirendra Bhaskar Divgi**  
**Whole Time Director**  
**DIN: 01634431**



**Enclosure: As above**

PEARL GLOBAL

PEARL GLOBAL INDUSTRIES LIMITED

Registered Office: Pearl Tower, Plot No. 51, Sector-32, Institutional Area, Gurugram-122001, Haryana.

NOTICE OF 34TH ANNUAL GENERAL MEETING AND REMOTE E-VOTING INFORMATION

NOTICE IS HEREBY GIVEN THAT:

- 1. The 34th Annual General Meeting (AGM) of Pearl Global Industries Limited will be held on Monday, July 31, 2023 at 5:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the businesses as set out in the Notice of AGM, without physical presence of members at common venue.

Place: Gurugram Date: July 8, 2023

For Pearl Global Industries Limited Sd/- Shilpa Budhia Company Secretary ICSI M.NO.-ACS-23564

ARTIFICIAL LIMBS MANUFACTURING CORPORATION OF INDIA

(A Government of India Undertaking (Ministry Category) Company) (Under Ministry of Social Justice & Empowerment)

E-PROCUREMENT OPEN TENDER NOTICE

Table with 4 columns: Sl No., Tender No., Job Description, Approx. Value. Row 1: 01, PD/OT/01/B, Insourcing Wheel Assemblies of Tricycles, Wheelchairs & MTC's and Cutting & Bending of MS/AI Tubes & Final Axilla Assembly & Drilling Holes & CSK Assemble work, Rs. 1.84 Cr.

Interested Tenderers may visit our website www.aiimco.in or GPP Website: https://eprocure.gov.in/eprocure/app for details. No further corrigendum notice shall be published in the news papers and the interested parties have to visit NIC CPP Portal/Comptroller's website for any updates if any.

JAIPUR DEVELOPMENT AUTHORITY

Indira Circle, Jawahar Lal Nehru Marg, Jaipur-302004

Notice Inviting Bid NIB No. : EE & TA to Dir.Engg.-/1/4/2023-24

Bids are invited for works given below in various zones as per details given :-

Table with 6 columns: S. No., Zone, UBN No., Cost of Work (Lacs), Nature of Work, Last Date. Row 1: 1, EE-Garden-II, JDAX2324WS060269, 205.75, Development Works in Nahargarh Biological Park, 27.07.2023.

Details are available at Procurement Portal website www.sppp.rajasthan.gov.in, www.eproc.rajasthan.gov.in and www.jda.rajasthan.gov.in

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Please scan this QR Code to view the Draft Red Herring Prospectus



SBFC FINANCE LIMITED

Our Company was originally incorporated on January 25, 2008 at Mumbai, India as 'MAPE Finserv Private Limited', a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, Maharashtra at Mumbai ('ROC').

Registered and Corporate Office: 103, 1st Floor, C88 Square, Sargam Complex, Andheri Kurla Road, Village Chakala, Andheri (East), Mumbai 400 058, Maharashtra, India

THE PROMOTERS: SBFC HOLDINGS PTE. LTD., CLERMONT FINANCIAL PTE. LTD., ARPWOOD PARTNERS INVESTMENT ADVISORS LLP, ARPWOOD CAPITAL PRIVATE LIMITED AND EIGHT45 SERVICES LLP

INITIAL PUBLIC OFFERING OF UP TO [X] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ('EQUITY SHARES') OF SBFC FINANCE LIMITED ('COMPANY' OR THE 'ISSUER') FOR CASH AT A PRICE OF UP TO ₹ [X] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF UP TO ₹ [X] PER EQUITY SHARE) ('OFFER PRICE') AGGREGATING UP TO ₹ 12,000 MILLION ('OFFER').

NOTICE TO INVESTORS

This is in relation to the directive dated July 4, 2023, issued through e-mail from SEBI pursuant to which, we are required to send intimation to the Stock Exchanges and make the public announcement in the event our Company has undertaken pre-IPO placement and transfer of shares aggregating up to 1% or more of the paid-up Equity Share capital of our Company by its Promoters.

We wish to highlight that in view of the proposed Offer, our Company filed a draft red herring prospectus of our Company dated March 21, 2023 ('DRHP') with the Securities and Exchange Board of India ('SEBI'), BSE Limited and National Stock Exchange Limited ('Stock Exchanges') on March 21, 2023, in connection with the Offer, disclosing inter alia, the intention of the Company to undertake an issuance of Equity Shares on a private placement basis, for cash consideration aggregating up to ₹ 1,500 million through a private placement, preferential offer or any other method as may be permitted under applicable law to any person(s), at its discretion, prior to the filing of the Red Herring Prospectus with the ROC ('Pre-IPO Placement').

Table with 5 columns: Name of selling shareholder, Name of acquirer, No. of Equity Shares, Respective Purchase Consideration (at INR 55 per Equity Share or in USD 0.67 per Equity Share), Date of transfer. Rows include SBFC Holdings Pte. Ltd, Arpwood Partners Investment Advisors LLP, Arpwood Capital Private Limited, etc.

Pursuant to the above transfers: (i) the shareholding of SBFC Holdings Pte. Ltd has decreased from 657,040,000 Equity Shares aggregating to 73.25% of the total paid-up Equity Share capital of the Company to 631,585,454 Equity Shares aggregating to 68.33% of the total paid-up Equity Share capital of the Company, resulting in a 9.2% change in shareholding percentage of SBFC Holdings Pte. Ltd.

As a result of the Pre-IPO Placement and the transfer pursuant to the SPA, Amansa Investments Ltd cumulatively acquired a shareholding of 40,009,919 Equity Shares aggregating to 4.3% of the total paid-up Equity Share capital of the Company.

The consideration required to be paid by all the acquirers to the selling shareholders, for the purchase of the Equity Shares (as mentioned above) has been completed. Further, we confirm that except for Malabar India Fund Limited, Malabar Select Fund and Malabar Midcap Fund, who were existing shareholders of our Company prior to the SPA, none of the acquirers and all parties (as listed above) are in any manner connected with our Company, our Promoters, the Promoter Group, Directors or KMPs of our Company, nor with the directors and/or our Subsidiary. Please note that our Company does not have any group company.

Table with 4 columns: Name of Allottee, No. of Equity Shares, Purchase Consideration (at ₹ 55 per Equity Share), Date of allotment. Rows include Amansa Investments Ltd.

Place: Mumbai Date: July 8, 2023

SBFC FINANCE LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the DRHP dated March 21, 2023 with SEBI. The DRHP shall be available on the website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e., BSE at www.bseindia.com and NSE at www.nseindia.com, respectively and is available on the websites of the BRLMs, i.e. ICICI Securities Limited at www.icicisecurities.com; Axis Capital Limited at www.axiscapital.com and Kotak Mahindra Capital Company Limited at www.kmccred.com.

Disclaimer Clause of RBI: The Company has a valid certificate of registration dated October 19, 2022 issued by the Reserve Bank of India under Section 45 IA of the Reserve Bank of India Act, 1934. However, the RBI does not accept any responsibility or guarantee about the present position as to the financial soundness of the Company or for the correctness of any of the statements or representations made or opinion expressed by the Company and for the repayment of deposits/borrowed of liabilities by the Company.

DIVGI TORQTRANSFER SYSTEMS LIMITED

Registered Office: Plot no. 75, General Block, MIDC Bhosari, Pune, MH - 411026 Tel.: +91-20-6311-0114, Email: companysecretary@divgi-its.com, Website: https://divgi-its.com/

NOTICE OF 58th ANNUAL GENERAL MEETING OF THE COMPANY AND E-VOTING INFORMATION

Notice is hereby given that the 58th (Fifty Eighth) Annual General Meeting (AGM) of the Members of Divgi TorqTransfer Systems Limited ('the Company') will be held on Monday, July 31, 2023 at 3.00 PM IST at Auto Cluster Exhibition Centre - H-Block, Chinchwad East, 181, Old Mumbai - Pune Hwy, MIDC, Chinchwad, Pimpri Chinchwad, Maharashtra 411015, to transact the business as set out in the Notice of the AGM.

Notice of the AGM is in compliance with the applicable provisions of the Companies Act, 2013 read with rules thereunder and provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The Notice of the AGM and Annual Report of the Company for the Financial Year 2022-23, inter alia, containing the financial statements and other statutory reports for the year ended March 31, 2023 have been circulated by the Company through electronic mode on Saturday, July 08, 2023 only to those Members whose e-mail addresses are registered with the Company/Registrar & Share Transfer Agent (RTA) or Depository Participant(s). The aforesaid documents are available on the website of the Company at https://divgi-its.com/annual-reports/ and the website of the Stock Exchanges viz. https://www.nseindia.com/ and https://www.bseindia.com/. The Notice of the 58th AGM is also available on the website of Link Intime India Private Limited at https://investor.lintime.com.in/

The documents referred to in the Notice and Explanatory Statement will be available for inspection in electronic mode from date of circulation of this Notice up to the date of AGM. Members are requested to write to the Company at companysecretary@divgi-its.com for inspection of the said documents.

CS Munmaysay Sathaye (Membership No. A51169, C.P. No. 19254), Partner M/s. Kanj & Co. LLP, Company Secretaries, has been appointed as Scrutinizer to scrutinize the entire e-voting in a fair and transparent manner.

Instructions for Remote e-voting and voting during the AGM: In compliance with Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to its Members the facility to exercise their vote by electronic means in respect of the business to be transacted at the AGM and the Company has appointed Link Intime India Private Limited (LIPL) to facilitate voting through electronic means. Members holding shares as on the 'Cut-off date' i.e. Monday, July 24, 2023, are eligible to cast their votes electronically through electronic voting systems ('Remote e-voting') of LIPL at https://investor.lintime.com.in/ and through the electronic voting system that will be provided at the venue of the AGM.

The detailed instructions for Remote e-voting are given in the Notice of the AGM. Members are requested to note the following:

- a. The ordinary and special business, as set out in the Notice of the AGM will be transacted through voting by electronic means only;
b. The Remote e-voting period commences on Friday, July 28, 2023 (9.00 A.M. IST) and ends on Sunday, July 30, 2023 (5.00 P.M. IST). Remote e-voting module will be disabled after 5.00 P.M. (IST) on July 30, 2023. Once the vote on a resolution has been cast, the Members will not have the option to modify it subsequently. The voting rights of Members shall be proportionate to their shareholding in the paid-up equity share capital of the Company as on the Cut-off date i.e., Monday, July 24, 2023.
c. The facility of E-voting system shall also be made available during the Meeting and the Members attending the Meeting, who have not cast their vote by Remote e-voting shall be eligible to cast their vote through the e-voting facility provided at the venue of the Meeting. The Members who have cast their vote(s) by Remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the AGM.
d. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and is holding shares as of the cut-off date, may obtain the User ID and password by sending a request at m.helpdesk@lintime.com. However, if any Member is already registered with LIPL, for e-voting, such member may use their existing User ID and Password for casting their vote on the matters mentioned in the Notice of the AGM. A person who is not a Member as on the Cut-off date should treat this Notice of AGM for information purpose only.
e. In case of any queries/grievances connected with Remote e-voting and e-voting during the meeting, any person may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available in the download section of this Notice up to the date of AGM. Members are requested to write to the Company Secretaries in demat mode may, for any technical issues related to login through Depository i.e. NSDL and CDSL, refer to the following:

Table with 2 columns: Login Type, Helpdesk details. Rows include Individual Shareholders holding securities in demat mode with NSDL, Individual Shareholders holding securities in demat mode with CDSL.

It is hereby informed that the Share Transfer Books and Register of Members of the Company shall remain closed from Thursday, July 25, 2023 to Monday, July 31, 2023 for the purpose of payment of final dividend to the shareholders, recommended by the Board of Directors of the Company in its Meeting held on Thursday, May 18, 2023, subject to approval of shareholders in the Annual General Meeting.

Members who have not registered their email addresses are requested to register their email addresses with their respective Depository Participants. In case of any queries/difficulties in registering the e-mail address, members may write to companysecretary@divgi-its.com. In case of any grievances connected with facility for voting by electronic means, any concerned person may contact Ms. Sanika Nirgude (Company Secretary and Compliance Officer) at companysecretary@divgi-its.com or at 020-6311-0114

For Divgi TorqTransfer Systems Limited Sd/- Jitendra Divgi Managing Director

Date: July 09, 2023 Place: Pune



