

June 11, 2024

To,  
BSE Limited,  
P.J Towers,  
Dalal Street,  
Mumbai-400 001

**[Scrip Code: 513337]**

**Sub: Intimation as per Regulation 84 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (the "SEBI ICDR Regulations") and Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")**

Dear Sir,

With reference to captioned subject and in furtherance to our earlier intimation dated May 23, 2024 with respect to the offer and issue of Equity shares of Gujarat Toolroom Limited (the Company) by way of Right issue to eligible equity shareholders of the Company as on the Record date (June 5, 2024) for an aggregate amount not exceeding Rs. 4888.72 Lakhs, we hereby enclose copies of Newspaper clippings regarding Pre-issue advertisement with respect to Rights issue published on June 11, 2024 in all editions of following newspaper:

1. Financial Express (English) National Daily - All Editions
2. Jansatta (Hindi) National Daily – All Editions
3. Financial Express (Gujarati) – Ahmedabad Edition

The above advertisement is also available on the website of the Company i.e., [www.gujarattoolroom.com](http://www.gujarattoolroom.com).

For, Gujarat Toolroom Limited



Narendra Sharma  
Managing Director  
(DIN: 10295571)









This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and the Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to proviso to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUJARAT TOOLROOM LIMITED

Corporate Identification Number: L45208GJ1983PLC006056

Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
Contact No: +91-7227101355 | Contact Person: Ms. Asha Parmar, Company Secretary and Compliance Officer;

Our company was originally incorporated as private limited company under the Companies Act, 1956 ("Private Engineering Private Limited") vide certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Private Engineering Private Limited to Kanak Fabricators Private Limited. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Kanak Fabricators Private Limited to Gujarat Toolroom Private Limited. Subsequently, the name of the company was changed to Gujarat Toolroom Limited pursuant to conversion into a public company vide shareholder's approval dated 5th September 2011 and vide fresh certificate of incorporation dated September 11, 1991 issued by Registrar of Companies, Gujarat. Our Company successfully launched its IPO and got listed in BSE w.e.f. May 28, 1992. The equity shares of our Company were listed on BSE, bearing Scrip symbol "GUTLRM" and ISIN "INE452081032". For details of the change in the address of the registered office of our Company, see "General Information" on page 53 of the Letter of Offer.

## OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER

(THE IMMEDIATE ERSTWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTHAI PARIKH HF, BHAVIN SURYAKANTHAI PARIKH HF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITTAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY' UNDER THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.)

# THE ISSUE

FOR PRIVATE CIRCULATION TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")  
ISSUE OF UPTO 6,11,08,960\* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GT" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,888.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARE HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE ISSUE PRICE IS 8 (EIGHT) TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (the "LOF").

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

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

ISSUE OPENS ON **FRIDAY, JUNE 14, 2024** **ISSUE PROGRAMME** **ISSUE CLOSING ON\*\***  
LAST DATE FOR ON-MARKET RENOUVATIONS **MONDAY, JULY 08, 2024** **ISSUE CLOSING ON\*\***  
FRIDAY, JULY 12, 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 Renouvenors on or prior to the Issue Closing Date.  
\*\*Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.



Simple, Safe, Smart way of Application - Make use of it!!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

**FACILITIES FOR APPLICATION IN THIS ISSUE**  
In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process, invest in demat accounts, or the traditional process of application to the Issuer. For further details, see "Terms of the Issue - Procedure for Application through the ASBA Process" on page 190 of the Letter of Offer, respectively.

**APPLICATION THROUGH ASBA**  
Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branch of the SCSS or online/electronic Application through the website of the SCSS (as made available by such SCSS) for authorizing such SCSS to block Application Money payable on the Application in their respective ASBA Accounts. Application through ASBA facility in electronic mode will only be available with such SCSSs who provide such facility.

Investors should ensure that they have correctly submitted the Application Form or have otherwise provided an authorization to the SCSS, 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.

**SELF-CERTIFIED SYNDICATE BANKS**  
Please note that subject to SCSSs complying with the requirements of SEBI Circular CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, ASBA Application may be submitted at the Designated Branches of the SCSSs.

Further, in terms of the SEBI Circular CIR/CFD/DIL/2013 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, such SCSS should have separate credit account in its own name with any other SEBI registered SCSS(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.

ASBA: For the list of banks which have been notified by SEBI to act as ASBA for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doAction=sebiPage&sebiMenuItem=34>. For details on Designated Branches of SCSSs completing the Application Form, please refer to the above-mentioned link.

**ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY**  
The Rights Entitlement and the Rights Shares of our Company have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold, or otherwise transferred in the United States, or any U.S. state securities laws or the territories or possessions thereof, except in a transaction exempt from the registration requirements of the Securities Act. The rights referred to in the Letter of Offer are being offered in India, and not in the United States. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights in the United States or as a solicitation through or by an offer to buy any of the said Equity Shares or Rights. Accordingly, the Issue Materials should not be forwarded to or transmitted into or into the United States at any time.

**NOTICE TO OVERSEAS SHAREHOLDERS**  
The Rights Entitlement and the Rights Shares of our Company have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold, or otherwise transferred in the United States, or any U.S. state securities laws or the territories or possessions thereof, except in a transaction exempt from the registration requirements of the Securities Act. The rights referred to in the Letter of Offer are being offered in India, and not in the United States. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights in the United States or as a solicitation through or by an offer to buy any of the said Equity Shares or Rights. Accordingly, the Issue Materials should not be forwarded to or transmitted into or into the United States at any time.

Neither our Company nor any person acting on behalf of our Company will accept subscriptions or renunciation from any person, or the agent of any person, who appears to be, or who our Company or any person acting on behalf of our Company has reason to believe is in the United States when the buy order is made. Envelopes containing an Application Form and Rights Entitlement Letter should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Equity Shares and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. Our Company is making the Rights Shares to Eligible Shareholders of our Company on the Record Date and issue materials will be dispatched only to Equity Shareholders who have an Indian address. Any person who acquires rights and the Rights Shares will be deemed to have declared, represented, and agreed that: (i) it is not and that all of the time of subscribing for the Rights Shares or the Rights Entitlements, it will not be, in the United States when the buy order is made; (ii) it does not have a registered address (and is not otherwise located) in the United States; and (iii) it is authorized to acquire the rights and the Equity Shares in compliance with all applicable laws and regulations. (iv) Our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and (v) our Company shall not be bound to allot any Equity Shares or Rights Entitlement in respect of any such Application Form.

Our Company reserves the right to treat as invalid any Application Form which: (i) Appears to be our Company or its agents to have been executed in or dispatched from the United States; (ii) Where a registered Indian address is not provided; or (iii) Where our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to allot any Equity Shares or Rights Entitlement in respect of any such Application Form.

**Rights Entitlements may not be transferred or sold to any person in the United States.**  
**LAST DATE FOR APPLICATION:**  
The last date for completion of the duly filled in the Application Form or a plain paper Application is July 12, 2024 Issue Closing Date. The Board of Directors may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCSS, uploaded with the Stock Exchange and the Application Form is not blocked with the SCSS, on or before the Issue Closing Date or such date as may be extended by the Board of Directors, the invitation to subscribe in the Letter of Offer shall be deemed to have been declined and the Board of Directors shall be at liberty to dispose of the Rights Equity Shares hereby offered, as provided under the section "Basis of Allotment" on page 205 of the Letter of Offer.  
Please note that on the Issue Closing Date: (i) Applications through ASBA process will be uploaded until 5.00 p.m. Indian Standard Time (IST) on each listed day, and permitted to be traded on the Stock Exchange; (ii) through an off-market transfer, during the Renunciation Period. 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 Registrar informing about their Rights Entitlement or their Application Form for demat account. Alternatively, SCSSs may mention their internal reference number in place of application number.

**PROCEDURE FOR DEMAT ACCOUNT:**  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in a single step (a) by using the secondary market platform of the BSE through the off-market transfer, during the Renunciation Period. Such renunciation shall result in renunciation of the Rights Equity Shares. The Investors should have the demat Rights Entitlements credited/linked in his/her own demat account prior to the renunciation of Rights Entitlements through off-market transfer. The On-Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI ICDR Master Circular, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date shall be required to provide their demat account details to our Company or the Registrar of Companies, India, not later than two (2) business days prior to the Issue Closing Date. The details of RES in their demat account takes place at least one day before issue closing date, thereby enabling them to renounce their Rights Entitlements through off-market renunciation.

The Investors should ensure that they are aware of the material consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock broker regarding any cost, applicable taxes, charges and expenses (including brokerage) which may be levied on the Rights Entitlements.

**OUR COMPANY ACCEPTS NO RESPONSIBILITY TO BEAR OR PAY ANY COST, APPLICABLE TAXES, CHARGES, AND EXPENSES (INCLUDING BROKERAGE), AND SUCH COSTS WILL BE INCURRED SOLELY BY THE INVESTORS.** PLEASE NOTE THAT THE RIGHTS ENTITLEMENTS WHICH ARE NEITHER RENOUNCED NOR SUBSCRIBED BY THE INVESTOR ON OR BEFORE THE ISSUE CLOSING DATE SHALL Lapse AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE.

**On-Market Renunciation**  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the BSE through a registered stock broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI (ICDR) Regulations, the SEBI ICDR Master Circular and the Settlements, the Rights Entitlements which are credited to demat accounts of the Eligible Shareholders shall be admitted for trading on the Stock Exchange under the ISIN subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. The Investors should ensure that they are aware of the material consequences as a result of trading in the Rights Entitlements which will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market for trade of Rights Entitlements is One-Market Renunciation shall take place only during the Renunciation Period for On-Market Renunciation, i.e., from July 14, 2024 to July 08, 2024 (both days inclusive).

The Investors holding the Rights Entitlements who desire to trade their Rights Entitlements will have to do so through their registered stock brokers by quoting the ISIN INE452081032 for all Rights Entitlements that shall be allotted for the Rights Entitlement and indicating the details of the Rights Entitlements they intend to sell. The Investors can place order for sale of Rights Entitlements in physical form via On-Market Renunciation, among others, where the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The On-Market Renunciation shall take place electronically on secondary market platform of Stock Exchange under automatic order matching mechanism on an T+2 rolling settlement bases, where "T" refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a confirmation in accordance with the requirements of the Stock Exchange and the SEBI.

**On-Market Renunciation**  
The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialized form only. Further, the Rights Entitlements which are credited to demat accounts of the Eligible 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 Renouvenors on or prior to the Issue Closing Date.

The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip (unless the ISIN INE452081032 for Rights Entitlements that shall be allotted for the Rights Entitlement, and indicating the details of the Rights Entitlements they intend to transfer. The Investors can place order for sale of Rights Entitlements in physical form via On-Market Renunciation, among others, where the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The detailed rules for transfer of Rights Entitlements through off-market transfer shall be specified by the NSDL and CDSL.  
**ALLOTMENT ONLY IN DEMATERIALIZED FORM:** The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialized form. In accordance with the SEBI Circular SEBI/DO/CFD/DIL/20/2013 dated January 22, 2020, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form only. Further, the Rights Entitlements of those Resident 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 shall be credited in a demat securities escrow account operated by our Company. The Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to the Rights 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 the credit of their Rights Entitlements in their respective demat accounts at least one day before issue closing date.

The Rights Entitlements of those resident 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, shall be credited in a demat securities escrow account operated by our Company. For further details, see "Terms of the Issue - Procedure for Application by eligible Equity Shareholders holding equity shares in physical form" and "Terms of the Issue - Allotment Advice or Refund/Unlocking of ASBA Accounts" on pages 206 of the Letter of Offer, respectively.

**DISPATCH OF THE ABRIDGED LETTER OF OFFER (ALOF) AND APPLICATION:** The dispatch of the ALOF and the application form was completed on or before June 10, 2024 by the Registrar to the Issue.

**INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**  
**LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE:** The existing Equity Shares are listed and traded on BSE (Symbol: GUTLRM) under the ISIN: INE452081032. The Rights Equity Shares shall be credited to the Investor's account in the demat account of the Investor at the receipt of the final listing/trading approvals from the Stock Exchange. Upon receipt of such listing and trading approvals, the Rights Equity Shares shall be sold from such temporary ISIN and credited to the new ISIN for the Rights Equity Shares and thereafter be available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL.

**DISCLAIMER CLAUSE OF SEBI:** The Letter of Offer has not been filed with SEBI in terms of SEBI (ICDR) Regulations as the size of issue up to ₹ 4,888.72 Lakhs. The present issue being of less than Rs. 5000.00 Lakhs, the Issuer shall prepare the Letter of Offer in accordance with requirement as specified in the regulation and file the same with the SEBI for information and dissemination on the SEBI's website.

**DISCLAIMER CLAUSE OF BSE:**  
Please note that the permission given by BSE should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE, 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 full text of the Disclaimer provided in "Other Regulations and Statutory Disclosures - Disclaimer Clause of BSE" on page 167 of the Letter of Offer.

**BANKER TO THE ISSUE:** KOTAK MAHINDRA BANK LIMITED  
**MONITORING AGENCY:** NOT APPLICABLE  
**RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ABRIDGED LETTER OF OFFER.**

**DISPATCH AND AVAILABILITY OF ISSUE MATERIALS:** In accordance with the SEBI ICDR Regulations and the ASBA Circular, our Company will send/dispatch through email or registered post or Registered Post/courier, the Letter of Offer/Abridged Letter of Offer, the Entitlement Letter, Application Form and other issue material to the email addresses of the registered address of all the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlement or Rights Shares is permitted under laws of such jurisdictions and does not result in and may not be construed as, a public offering in such jurisdictions. The Letter of Offer will be provided, only through email, by the Registrar on behalf of our Company to the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who makes a request in this regard. In accordance with the above, the dispatch of the abridged letter of offer, the Letter of Offer or the Application Form or the Application Form has been completed in electronic form through email on June 08, 2024 and by Registered Post on June 10, 2024. The shareholders may obtain duplicate copies of the application form in case they do not receive the application form within a reasonable time after opening of the rights to subscribe to the issue.

Further, the Letter of Offer will be sent/dispatched by the Registrar to the Issue on behalf of our Company to the Eligible Equity Shareholders who have provided Indian address and who have made a request in this regard. The Investors who have provided their Indian addresses to our Company will not be liable for considering or choosing or not considering or choosing any specific means to reach out to the Eligible Equity Shareholders. Investors can access the Letter of Offer, the Abridged Letter of Offer, and the Application Form (provided that the Eligible Equity Shareholders are eligible to subscribe for the Rights Shares under applicable securities laws) on the website of our Company at [www.gujarattoolroom.com](http://www.gujarattoolroom.com); (ii) the Registrar at [www.camoindia.com](http://www.camoindia.com); and (iii) BSE's website at [www.bseindia.com](http://www.bseindia.com).

For accessing frequently asked questions (FAQs) and online/electronic dedicated investor helpdesk for guidance on the issue, investors should visit our website at [www.gujarattoolroom.com](http://www.gujarattoolroom.com) or call our helpline at [+91 7227101355](tel:+917227101355). For further details, please refer to [www.camoindia.com](http://www.camoindia.com).

For updation of Indian address e-mail address, phone/mobile number in the records maintained by the Registrar or the Registrar please send an email to [rights@camoindia.com](mailto:rights@camoindia.com). For updation of demat account details, Eligible Equity Shareholders holding equity shares in physical form, please send an email to [rights@camoindia.com](mailto:rights@camoindia.com). For submission of self-attested PAN, client master sheet and demat account details by non-resident Eligible Equity Shareholders, rights@camoindia.com.

The Letter of Offer is available on our Company's website at [www.gujarattoolroom.com](http://www.gujarattoolroom.com); the Registrar at [www.camoindia.com](http://www.camoindia.com); and the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com).

### REGISTRAR TO THE ISSUE COMPANY SECRETARY & COMPLIANCE OFFICER

**CAMEO**

**CAMEO CORPORATE SERVICES LIMITED**  
Address: Subramanian Building, No. 1, Club House Road, Chennai 600 002  
www.cameo.com  
Tel No.: +91 - 44 4002 0700  
Email: [rights@cameoindia.com](mailto:rights@cameoindia.com)

**GUJARAT TOOLROOM LIMITED**  
CIN: L45208GJ1983PLC006056  
Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
Contact No: +91-7227101355  
Email-ID: [cs@gujarattoolroom.com](mailto:cs@gujarattoolroom.com)  
Website: [www.gujarattoolroom.com](http://www.gujarattoolroom.com)

Investors may contact the Registrar or the Company Secretary and Compliance Officer for any pre issue or post issue related matter. All grievances relating to ASBA process may be addressed to the Registrar, with a copy to the Registrar, at the registered office of the Registrar. For updation of demat account details, Eligible Equity Shareholders holding equity shares in physical form, please send an email to [rights@camoindia.com](mailto:rights@camoindia.com). For submission of self-attested PAN, client master sheet and demat account details by non-resident Eligible Equity Shareholders, rights@camoindia.com.

**FOR GUJARAT TOOLROOM LIMITED**  
On behalf of the Board of Directors

Date: June 10, 2024  
Place: Ahmedabad

Narendra Sharma  
Managing Director  
(DIN: 10295571)

**Disclaimer:** Our Company is proposing, subject receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer dated May 23, 2024 with the SEBI and is submitting the Letter of Offer to the Securities and Exchange Board of India for information and dissemination. The Letter of Offer is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in); Stock Exchange where the Equity Shares are listed i.e. BSE at [www.bseindia.com](http://www.bseindia.com); our Company at [www.gujarattoolroom.com](http://www.gujarattoolroom.com) and the Registrar to the Issue at [www.camoindia.com](http://www.camoindia.com). Investors should note that investment in equity shares involves a high degree of risk and is requested to refer the Letter of Offer including the section "Risk Factors" beginning a page 27 of the Letter of Offer. This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of Rights Equity Shares for sale in any jurisdiction, including the United States, and any Rights Equity Shares described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption from registration. There will be no public offering of Rights Equity Shares in the United States.

This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and the Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to provision to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUARANTOR TOOLROOM PRIVATE LIMITED

Corporate Identification Number: L45208GJ1983PLC006056

Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
Contact No: +91-7227013356 | Contact Person: Ms. Asha Parmar, Company Secretary and Compliance Officer;

Website: [www.guarantor.com](http://www.guarantor.com) | Email: [cs@guarantor.com](mailto:cs@guarantor.com) | [investors@guarantor.com](mailto:investors@guarantor.com)

Our company was originally incorporated as private limited company under the Companies Act, 1956 as **Pinnacle Engineering Private Limited** certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our company from Pinnacle Engineering Private Limited to **Kanul Kavalbhai Private Limited**. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our company from Kanul Kavalbhai Private Limited to **Gujarat Toolroom Private Limited**. Subsequently, the name of the company was changed to **Gujarat Toolroom Private Limited** pursuant to conversion into a public company vide shareholder's approval dated 5th September 2014 and a fresh certificate of incorporation dated September 11, 1991 issued by Registrar of Companies, Gujarat. Our Company successfully launched its IPO and got listed in BSE on May 23, 2024. The equity shareholders of our company are listed on BSE, bearing Scrip codes: **GTLT3RM** and **ISN10T6145**. For details refer to change in the address of our registered office of our company on [www.guarantor.com](http://www.guarantor.com) page 3 of the Letter of Offer.

## OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER

(THE IMMEDIATE ERSTWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTHAI PARIKH HUF, BHAVIK SURYAKANTHAI PARIKH HUF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITTAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY WIDE BSE APPROVAL LETTER DATED JANUARY 12, 2024.)

# THE ISSUE

**FOR PRIVATE CREDIT TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")**  
**ISSUE OF UPTO 6,11,08,960\* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1/- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GTL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,888.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARE HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE ISSUE PRICE IS 8 (EIGHT) TIME THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (the "LOF").**

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

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

**ISSUE OPENS ON  
FRIDAY, JUNE 14, 2024**

**ISSUE PROGRAMME\*  
LAST DATE FOR ON-MARKET RENOUCTIONS\*  
MONDAY, JULY 08, 2024**

**ISSUE CLOSES ON\*\*  
FRIDAY, JULY 12, 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 Renoucers on or prior to the Issue Closing Date.  
\*\*Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

### ASBA\*

Simple, Safe, Smart way of Application - Make use of it!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

#### FACILITIES FOR APPLICATION IN THIS ISSUE

In accordance with Regulation 74 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. The issue - Procedure for Application through the ASBA Process" on page no. 150 of the Letter of Offer, respectively.

#### APPLICATION THROUGH ASBA FACILITY

Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSS or online/electronic Application through the website of the SCSS (if made available by such SCSS) for authorizing such SCSS to block Application Money payable on the Application in their respective ASBA Accounts. Application through ASBA Facility in electronic mode will only be available with such SCSSs who provide such facility.

Investors should ensure that they have correctly submitted the Application Form or have otherwise provided an authorization to the SCSS, 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.

#### SELF-CERTIFIED SYNDICATE BANKS

Please note that subject to SCSSs complying with the requirements of SEBI Circular 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 SCSS.

Further, in terms of the SEBI Circular CIR/CFD/DIL/2013 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, each such SCSS should have a separate account to own name with any other SEBI registered SCSS. Such account should be used solely for the purpose of making an Application in this Issue and credit cleared amounts should be available in such account for such an Application.

ASBA: For the list of banks which have been notified by SEBI to act as SCSSs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.aspx?doPostBack=1344&id=1344>. Details on Designated Branches of SCSSs collecting the Application Form, please refer the above-mentioned link.

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES UNDER THE ASBA PROCESS ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

#### APPLICATION ON PLAIN PAPER

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. An Eligible Equity Shareholder is required to submit the plain paper Application to the Designated Branch of the SCSS to authorize such SCSS to block Application Money in the said bank account maintained with the same SCSS. Applications on plain paper will not be accepted from any address outside India.

Please note that the Eligible 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 prescribed with this bank, must reach the office of the Designated Branch of the SCSS before the Issue Closing Date and should contain the following particulars:

- (i) Name of our Company, being "GUARANTOR TOOLROOM LIMITED"; (ii) 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); (iii) Registered Folio No./DP and Client ID; (iv) Number of Equity Shares held as on Record Date; (v) Allotment option - "Full" or "Partial"; (vi) Number of Rights Shares applied for; (vii) Total number of Rights Shares applied for; (viii) Total amount of the Rights Shares applied for; (ix) Total amount of the Rights Shares applied for; (x) Total amount of the Rights Shares applied for; (xi) Total amount of the Rights Shares applied for; (xii) Total amount of the Rights Shares applied for; (xiii) Total amount of the Rights Shares applied for; (xiv) Total amount of the Rights Shares applied for; (xv) Total amount of the Rights Shares applied for; (xvi) Total amount of the Rights Shares applied for; (xvii) Total amount of the Rights Shares applied for; (xviii) Total amount of the Rights Shares applied for; 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This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and the Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to proviso to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUJARAT TOOLROOM LIMITED

Corporate Identification Number: L45208GJ1983PLC006056

Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
Contact No: +91-7227101355 | Contact Person: Ms. Asha Parmar, Company Secretary and Compliance Officer;

Email-ID: cs@gujarattoolroom.com | Website: www.gujarattoolroom.com

Our company was originally incorporated as private limited company under the Companies Act, 1956 ("Private Engineering Private Limited") vide certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Private Engineering Private Limited to Kanub Fabricators Private Limited. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Kanub Fabricators Private Limited to Gujarat Toolroom Private Limited. Subsequently, the name of the company was changed to Gujarat Toolroom Limited pursuant to conversion into a public company vide shareholder's approval dated 5th September 2011 and vide fresh certificate of incorporation dated September 11, 1991 issued by Registrar of Companies, Gujarat. Our Company successfully launched its IPO and got listed in BSE w.e.f. May 28, 1992. The equity shares of our Company were listed on BSE, bearing Scrip symbol "GUJTLRM" and ISIN "INE45208GJ1983". For details of the change in the address of the registered office of our Company, see "General Information" on page 53 of the Letter of Offer.

## OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER

(THE IMMEDIATE ERSTWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTHAI PARIKH HF, BHAVIN SURYAKANTHAI PARIKH HF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITTAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY' UNDER THE LETTER DATED JANUARY 12, 2024.)

### THE ISSUE

FOR PRIVATE CIRCULATION TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")  
ISSUE OF UPTO 6,11,08,960\* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GT" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,888.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARE HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE ISSUE PRICE IS 8 (EIGHT) TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (the "LOF").

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

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

ISSUE OPENS ON  
FRIDAY, JUNE 14, 2024

ISSUE PROGRAMME  
LAST DATE FOR ON-MARKET RENOUVATIONS\*\*  
MONDAY, JULY 08, 2024

ISSUE CLOSES ON\*\*  
FRIDAY, JULY 12, 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 Renouvenors on or prior to the Issue Closing Date.

\*\*Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.



Simple, Safe, Smart way  
of Application - Make use of it!!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

#### FACILITIES FOR APPLICATION IN THIS ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process, invest in demat, or provide the necessary facilities for the transfer of securities thereto, except in a transaction exempt from the registration requirements of the Securities Act. The rights referred to in the Letter of Offer are being offered in India, and not in the United States. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights for sale in the United States or as a solicitation for the purchase of or an offer to buy any of the said Equity Shares or Rights. Accordingly, the Issue Materials shall not be forwarded to or transmitted into or into the United States at any time.

Neither our Company nor any person acting on behalf of our Company will accept subscriptions or renunciation from any person, or the agent of any person, who appears to be, or who our Company or any person acting on behalf of our Company has reason to believe is in the United States when the buy order is made. Envelopes containing an Application Form and Rights Entitlements Letter should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Equity Shares and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. Our Company is making the Rights Shares to Eligible Shareholders of our Company on the Record Date and issue materials will be dispatched only to Equity Shareholders who have an Indian address. Any person who acquires rights and the Rights Shares will be deemed to have declared, represented, warranted, and agreed that: (i) it is not and that at the time of subscribing for the Rights Shares or the Rights Entitlements, it will not be, in the United States when the buy order is made; (ii) it does not have a registered address (and is not otherwise located) in the United States; and (iii) it is authorized to acquire the rights and the Equity Shares in compliance with all applicable laws and regulations. (iv) Our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and (v) our Company shall not be bound to allot any Equity Shares or Rights Entitlements in respect of any such Application Form.

Our Company reserves the right to treat as invalid any Application Form which: (i) Appears to our Company or its agents to have been executed in or dispatched from the United States; (ii) Where a registered Indian address is not provided; or (iii) Where our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to allot any Equity Shares or Rights Entitlements in respect of any such Application Form.

Rights Entitlements may not be transferred or sold to any person in the United States.  
LAST DATE FOR APPLICATION:  
The last date for completion of the duly filled in the Application Form or a plain paper Application is July 12, 2024 Issue Closing Date. The Board of Directors may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCDS, uploaded with the Stock Exchange and the Application Form is not blocked with the SCDS, on or before the Issue Closing Date or such date as may be extended by the Board of Directors, the invitation to apply in the Letter of Offer shall be deemed to have been declined and the Board of Directors shall be at liberty to dispose of the Rights Equity Shares hereby offered, as provided under the section "Basis of Allotment" on page 205 of the Letter of Offer.

Please note that on the Issue Closing Date: (i) Applications through ASBA process will be uploaded upto 5.00 p.m. Indian Standard Time (IST) on each listed day, as permitted by the Stock Exchange; or (ii) through an off-market transfer. 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 Registrar informing about their Rights Entitlement and Application Form for demat account. Alternatively, SCDSs may mention their internal reference number in place of application number.

PROCEDURE FOR DEMAT ACCOUNT:  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in or out of India (a) by using the secondary market platform of the BSE through an off-market transfer or -market transfer, during the Renunciation Period. Such renunciation shall result in renunciation of the Rights Equity Shares. The Investors should have the demat Rights Entitlements credited/linked in his/her own demat account prior to the renunciation of Rights Entitlements through the BSE through an off-market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI ICDR Master Circular, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date shall be required to provide their demat account details to our Company or the Registrar of the SEBI on or after the Issue Closing Date. If the Investors do not provide the demat account details to RES in their demat account takes place at least one day before issue closing date, thereby enabling them to renounce their Rights Entitlements through off-market Renunciation.

The Investors should also advise the Registrar of the SEBI of any and all consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock broker regarding any cost, applicable taxes, charges and expenses (including brokerage) which may be levied on such trading in the Rights Entitlements.

OUR COMPANY ACCEPTS NO RESPONSIBILITY TO BEAR OR PAY ANY COST, APPLICABLE TAXES, CHARGES, AND EXPENSES (INCLUDING BROKERAGE), AND SUCH COSTS WILL BE INCURRED SOLELY BY THE INVESTORS. PLEASE NOTE THAT THE RIGHTS ENTITLEMENTS WHICH ARE NEITHER RENOUNCED NOR SUBSCRIBED BY THE INVESTOR ON OR BEFORE THE ISSUE CLOSING DATE SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE.

On-Market Renunciation  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the BSE through a registered stock broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI (ICDR) Regulations, the SEBI ICDR Master Circular and the Settlements, the Rights Entitlements which desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip (unless the ISIN INE45208GJ1983 (for Rights Entitlements) is not allotted for trading on the Stock Exchange under the ISIN upto the issue closing date). The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlement.  
The On-Market Renunciation shall take place only during the Renunciation Period for On-Market Renunciation, i.e., from June 14, 2024 to July 08, 2024 (both days inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock broker by quoting the ISIN INE45208GJ1983 (for Rights Entitlements) that shall be allotted for the Rights Entitlement and indicating the details of the Rights Entitlements they intend to sell. The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The On-Market Renunciation shall take place electronically on secondary market platform of Stock Exchange under automatic order matching mechanism on an T+2 rolling settlement bases, where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a confirmation slip in accordance with the requirements of the Stock Exchange and the SEBI.

On-Market Renunciation  
The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialized form only. Further, the Rights Entitlements which desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip (unless the ISIN INE45208GJ1983 (for Rights Entitlements) is not allotted for trading on the Stock Exchange under the ISIN upto the issue closing date). The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

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The On-Market Renunciation shall take place electronically on secondary market platform of Stock Exchange under automatic order matching mechanism on an T+2 rolling settlement bases, where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a confirmation slip in accordance with the requirements of the Stock Exchange and the SEBI.

On-Market Renunciation  
The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialized form only. Further, the Rights Entitlements which desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip (unless the ISIN INE45208GJ1983 (for Rights Entitlements) is not allotted for trading on the Stock Exchange under the ISIN upto the issue closing date). The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlement.  
The On-Market Renunciation shall take place only during the Renunciation Period for On-Market Renunciation, i.e., from June 14, 2024 to July 08, 2024 (both days inclusive).

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The On-Market Renunciation shall take place only during the Renunciation Period for On-Market Renunciation, i.e., from June 14, 2024 to July 08, 2024 (both days inclusive).

#### NOTICE TO OVERSEAS SHAREHOLDERS

The Rights Entitlement and the Rights Shares of our Company have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold, or otherwise transferred in the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Equity Shares and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. Our Company is making the Rights Shares to Eligible Shareholders of our Company on the Record Date and issue materials will be dispatched only to Equity Shareholders who have an Indian address. Any person who acquires rights and the Rights Shares will be deemed to have declared, represented, warranted, and agreed that: (i) it is not and that at the time of subscribing for the Rights Shares or the Rights Entitlements, it will not be, in the United States when the buy order is made; (ii) it does not have a registered address (and is not otherwise located) in the United States; and (iii) it is authorized to acquire the rights and the Equity Shares in compliance with all applicable laws and regulations. (iv) Our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and (v) our Company shall not be bound to allot any Equity Shares or Rights Entitlements in respect of any such Application Form.

Our Company reserves the right to treat as invalid any Application Form which: (i) Appears to our Company or its agents to have been executed in or dispatched from the United States; (ii) Where a registered Indian address is not provided; or (iii) Where our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to allot any Equity Shares or Rights Entitlements in respect of any such Application Form.

Rights Entitlements may not be transferred or sold to any person in the United States.  
LAST DATE FOR APPLICATION:  
The last date for completion of the duly filled in the Application Form or a plain paper Application is July 12, 2024 Issue Closing Date. The Board of Directors may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCDS, uploaded with the Stock Exchange and the Application Form is not blocked with the SCDS, on or before the Issue Closing Date or such date as may be extended by the Board of Directors, the invitation to apply in the Letter of Offer shall be deemed to have been declined and the Board of Directors shall be at liberty to dispose of the Rights Equity Shares hereby offered, as provided under the section "Basis of Allotment" on page 205 of the Letter of Offer.

Please note that on the Issue Closing Date: (i) Applications through ASBA process will be uploaded upto 5.00 p.m. Indian Standard Time (IST) on each listed day, as permitted by the Stock Exchange; or (ii) through an off-market transfer. 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 Registrar informing about their Rights Entitlement and Application Form for demat account. Alternatively, SCDSs may mention their internal reference number in place of application number.

PROCEDURE FOR DEMAT ACCOUNT:  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in or out of India (a) by using the secondary market platform of the BSE through an off-market transfer or -market transfer, during the Renunciation Period. Such renunciation shall result in renunciation of the Rights Equity Shares. The Investors should have the demat Rights Entitlements credited/linked in his/her own demat account prior to the renunciation of Rights Entitlements through the BSE through an off-market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI ICDR Master Circular, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date shall be required to provide their demat account details to our Company or the Registrar of the SEBI on or after the Issue Closing Date. If the Investors do not provide the demat account details to RES in their demat account takes place at least one day before issue closing date, thereby enabling them to renounce their Rights Entitlements through off-market Renunciation.

The Investors should also advise the Registrar of the SEBI of any and all consequences as a result of trading in the Rights Entitlements. Investors who intend to trade in the Rights Entitlements should consult their tax advisor or stock broker regarding any cost, applicable taxes, charges and expenses (including brokerage) which may be levied on such trading in the Rights Entitlements.

OUR COMPANY ACCEPTS NO RESPONSIBILITY TO BEAR OR PAY ANY COST, APPLICABLE TAXES, CHARGES, AND EXPENSES (INCLUDING BROKERAGE), AND SUCH COSTS WILL BE INCURRED SOLELY BY THE INVESTORS. PLEASE NOTE THAT THE RIGHTS ENTITLEMENTS WHICH ARE NEITHER RENOUNCED NOR SUBSCRIBED BY THE INVESTOR ON OR BEFORE THE ISSUE CLOSING DATE SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE.

On-Market Renunciation  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the BSE through a registered stock broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI (ICDR) Regulations, the SEBI ICDR Master Circular and the Settlements, the Rights Entitlements which desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip (unless the ISIN INE45208GJ1983 (for Rights Entitlements) is not allotted for trading on the Stock Exchange under the ISIN upto the issue closing date). The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlement.  
The On-Market Renunciation shall take place only during the Renunciation Period for On-Market Renunciation, i.e., from June 14, 2024 to July 08, 2024 (both days inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock broker by quoting the ISIN INE45208GJ1983 (for Rights Entitlements) that shall be allotted for the Rights Entitlement and indicating the details of the Rights Entitlements they intend to sell. The Investors can also use the depository participant's website to acquire or sell the Rights Entitlements at the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchanges from time to time.

The On-Market Renunciation shall take place electronically on secondary market platform of Stock Exchange under automatic order matching mechanism on an T+2 rolling settlement bases, where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a confirmation slip in accordance with the requirements of the Stock Exchange and the SEBI.

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The Rights Entitlements of those resident 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, shall be issued in a demat account escrow account operated by our Company. For further details, see "Terms of the Issue - Procedure for application by eligible equity shareholders holding equity shares in physical form" and "Terms of the Issue - Allotment Advice or Refund/Unlocking of ASBA Accounts" on pages 206 of the Letter of Offer, respectively.

DISPATCH OF THE ABRIDGED LETTER OF OFFER (ALOF) AND APPLICATION: The dispatch of the ALOF and the application form was completed on or before June 10, 2024 by the Registrar to the Issue.

INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.  
LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE: The existing Equity Shares are listed and traded on BSE (Symbol: GUJTLRM) under the ISIN: INE45208GJ1983. The Rights Equity Shares shall be credited to the Investor's Demat Account (i.e., SEBI ID) under the receipt of the final listing/trading approvals from the Stock Exchange. Upon receipt of such listing and trading approvals, the Rights Equity Shares shall be sold from such temporary ISIN and credited to the new ISIN for the Rights Equity Shares and thereafter be available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL.

DISCLAIMER CLAUSE OF SEBI: The Letter of Offer has not been filed with SEBI in terms of SEBI (ICDR) Regulations as the size of issue up to ₹ 4,888.72 Lakhs. The present issue being of less than Rs. 5000.00 Lakhs, the Issuer shall prepare the Letter of Offer in accordance with requirement as specified in the regulation and file the same with the SEBI for information and dissemination on the SEBI's website.

DISCLAIMER CLAUSE OF BSE: The Letter of Offer has been cleared or approved by BSE, not to certify the correctness or completeness of any of the contents of the Letter of Offer. The investors are advised to refer to the full text of the Disclaimer provided in "Other Regulations and Statutory Disclosures - Disclaimer Clause of BSE" on page 167 of the Letter of Offer.

BANKER TO THE ISSUE: KOTAK MAHINDRA BANK LIMITED  
MONITORING AGENCY: NOT APPLICABLE  
FOR RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ABRIDGED LETTER OF OFFER.

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS: In accordance with the SEBI ICDR Regulations and the ASBA Circular, our Company will send/dispatch through email or registered post or Registered Post/courier, the Letter of Offer/Abridged Letter of Offer, the Entitlement Letter, Application Form and other issue material to the email addresses of the registered address of all the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlement or Right Shares is permitted under laws of such jurisdictions and does not result in and may not be construed as, a public offering in such jurisdictions. The Letter of Offer will be provided, only through email, by the Registrar on behalf of our Company to the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who makes a request in this regard. In accordance with the above, the dispatch of the abridged letter of offer, the application form and the Application Form with the Application Form has been completed in electronic form through email on June 08, 2024 and by Registered Post on June 10, 2024. The shareholders may obtain duplicate copies of the application form in case they do not receive the application form within a reasonable time after opening of the rights to apply for the issue.

Further, the Letter of Offer will be sent/dis













This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to proviso to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUJARAT TOOLROOM LIMITED

Corporate Identification Number: L45208GJ1983PLC006056  
 Registered Office: 404 - 4th Floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
 Contact No: +91-79-22001355 | Email: cs@gujarattoolroom.com | Website: www.gujarattoolroom.com  
 Email-Id: cs@gujarattoolroom.com | Investor Grievance Officer: Investor Grievance Officer, Gujarat  
 Email-Id: cs@gujarattoolroom.com | Investor Grievance Officer: Investor Grievance Officer, Gujarat

Our company was originally incorporated as private limited company under the Companies Act, 1956 as Primatec Engineering Private Limited with certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Primatec Engineering Private Limited to Kunal Fabricators Private Limited. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Kunal Fabricators Private Limited to Gujarat Toolroom Limited. Subsequently, the name of the company was changed to Gujarat Toolroom Limited pursuant to company law provisions. Gujarat Government Order dated September 11, 1991 is available on the website of the Registrar of Companies, Gujarat. Our Company was successfully launched to IPO as per the prospectus dated March 28, 1992. The equity shares of the company were listed on the stock exchange under the name of Gujarat Toolroom Limited. The details of the IPO are available on the website of the Registrar of Companies, Gujarat.

**OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER**  
 (THE IMMEDIATE ERSTWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTHAI PARIKH HUF, BHAVIK SURYAKANTHAI PARIKH HUF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITTAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY VIDE BSE APPROVAL LETTER DATED JANUARY 12, 2024.)

## THE ISSUE

FOR PRIVATE CIRCULATION TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")  
**ISSUE OF UPTO 6,11,08,960\* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1/- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GT" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,888.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARE HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE ISSUE PRICE IS 8 (EIGHT) TIME THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (the "LOF").**

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

### NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM COMPANY

#### ISSUE PROGRAMME\*

**ISSUE OPENS ON  
FRIDAY, JUNE 14, 2024**

**LAST DATE FOR ON-MARKET RENUNCIATIONS\*  
MONDAY, JULY 08, 2024**

**ISSUE CLOSING ON\*\*  
FRIDAY, JULY 12, 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 Renouncers on or prior to the Issue Closing Date.  
 \*\*Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.



**Simple, Safe, Smart way  
of Application - Make use of it!!!**

**\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.**

#### FACILITIES FOR APPLICATION IN THIS ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all investors applying for this issue are mandatorily required to use either the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see "Terms of the Issue - Procedure for Application through the ASBA process" on page no. 10 of the Letter of Offer, respectively.

#### APPLICATION THROUGH ASBA FACILITY

Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branch of the SCSS or online/electronic Application through the website of the SCSS (if made available by such SCSS) for authorizing such SCSS to block Application Money payable on the Application in their respective ASBA Accounts. Application through ASBA facility in electronic mode will only be available with such SCSSs who provide such facility.

Investors should ensure that they have correctly submitted the Application Form and have otherwise provided an authorization to the SCSS, via an electronic mode, for blocking funds in the ASBA Account and to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application.

#### SELF-CERTIFIED SYNDICATE BANKS

Please note that subject to SCSS complying with the requirements of SEBI Circular CIR/CFD/DIL/13/2012 dated September 28, 2012, within the periods stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSS.

Further, in terms of the SEBI Circular CIR/CFD/DIL/13/2012 dated January 2, 2013, it is clarified that for making Applications through SCSSs on their own account using ASBA facility, such SCSS should have a separate account in its own name with any other SEBI registered SCSSs. 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.

ASBA: For the list of banks which have notified to SEBI as SCSSs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?Req=Form&id=34>. For details, Designated Branches of SCSSs collecting the Application Form, please refer the above-mentioned link.

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES UNDER THE ASBA PROCESS WILL BE CREDITED TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

#### APPLICATION ON PLAIN PAPER

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. An Eligible Equity Shareholder is required to submit the plain paper Application to the Designated Branch of the SCSS to authorize such SCSS to block Application Money in the said bank account maintained with the same SCSS. Applications on plain paper will not be accepted from any address outside India. Please note that the Eligible Shareholders who are making the Application on plain paper shall not be entitled to receive 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 the office of the Designated Branch of the SCSS before the Issue Closing Date and should contain the following particulars:

- Name of our company, being GUJARAT TOOLROOM LIMITED;
- 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);
- Registration number of the Company;
- Altitude option, only dematerialized form;
- Number of Rights Shares entitled to;
- Total number of Rights Shares applied for;
- Only dematerialized form; Rights Shares applied for;
- (iv) Total number of Rights Shares applied for;
- (v) Total number of Rights Shares applied for;
- (vi) Total number of Rights Shares applied for;
- (vii) Total number of Rights Shares applied for;
- (viii) Total number of Rights Shares applied for;
- (ix) Total number of Rights Shares applied for;
- (x) Total number of Rights Shares applied for;
- (xi) Total number of Rights Shares applied for;
- (xii) Total number of Rights Shares applied for;
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- (xlviii) Total number of Rights Shares applied for;
- (xlviiii) Total number of Rights Shares applied for;
- (xlv) Total number of Rights Shares applied for;
- (xlvi) Total number of Rights Shares applied for;
- (xlvii) Total number of Rights Shares applied for;
- (xlviii) Total number of Rights Shares applied for;
- (xlviiii) Total number of Rights Shares applied for;
- (xlv) Total number of Rights Shares applied for;
- (xlvi) Total number of Rights Shares applied for;
- (xlvii) Total number of Rights Shares applied for;
- (xlviii) Total number of Rights Shares applied for;
- (xlviiii) Total number of Rights Shares applied for;
- (xlv) Total number of Rights Shares applied for;
- (xlvi) Total number of Rights Shares applied for;
- (xlvii) Total number of Rights Shares applied for;
- (xlviii) Total number of Rights Shares applied for;
- (xlviiii) Total number of Rights Shares applied for;
- (xlv) Total number of Rights Shares applied for;
- (xlvi) Total number of Rights Shares applied for;

This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to provision to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUJARAT TOOLROOM LIMITED

Corporate Identification Number: L45206GJ1983PLC006056

Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006

Contact No: +91-7227013356 | Contact Person: Ms. Asha Parmar, Company Secretary and Compliance Officer;

Email-Id: cs@gujarattoolroom.com | Website: www.gujarattoolroom.com

Our Company was originally incorporated as private limited Company under the Companies Act, 1956 as Piramatic Engineering Private Limited vide certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Piramatic Engineering Private Limited to Kunal Fabricators Private Limited. Subsequently, a fresh certificate of incorporation dated February 17, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our Company from Kunal Fabricators Private Limited to Gujarat Toolroom Limited. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to conversion into a public company vide shareholder approval dated 5th September 1991 and vide fresh certificate of incorporation dated September 11, 1991 issued by Registrar of Companies, Gujarat. Our Company successfully launched its IPO and got listed in BSE w.e.f. May 28, 1992. The equity shares of our Company were listed on BSE, bearing Scrip symbol "GUJTLRM" and ISIN "INE45101032". For details of the change in the address of the registered office of our Company, see "General Information" on page 53 of the Letter of Offer.

## OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER

(THE IMMEDIATE ERSTWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTBHAI PARIKH HUF, BHAVIK SURYAKANTBHAI PARIKH HUF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITTAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY' VIDE BSE APPROVAL LETTER DATED JANUARY 12, 2024.)

### THE ISSUE

FOR PRIVATE CREDIT TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")

ISSUE OF UPTO 6,11,08,960\* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1/- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GT" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,868.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARE HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE "ISSUE PRICE" IS ₹ 8 (EIGHT) TIME THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (the "LOF").

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

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

**ISSUE OPENS ON FRIDAY, JUNE 14, 2024**

**LAST DATE FOR ON-MARKET RENOUVATIONS MONDAY, JULY 08, 2024**

**ISSUE CLOSES ON\*\* FRIDAY, JULY 12, 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 Renoucers on or prior to the Issue Closing Date. \*\* Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

### ASBA\*

Simple, Safe, Smart way of Application - Make use of it!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details, check section on ASBA below.

#### FACILITIES FOR APPLICATION IN THIS ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all investors desiring to make an application for this Issue are mandatorily required to use either the ASBA process, Investors desiring to read the provisions applicable to such Applications may refer to the Letter of Offer and Application Form and Rights Entitlement Letter only to Eligible Equity Shareholders who have a registered address in India or who have provided an Indian address to the Registrar, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.

**APPLICATION THROUGH ASBA FACILITY**  
Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSS or online/electronic Application through the website of the SCSS (if made available by such SCSS) for authorizing such SCSS to block Application Money payable on the Application in their respective ASBA Accounts. Application through ASBA Facility in electronic mode will only be available with such SCSSs who provide such facility.

Investors should ensure that they have correctly submitted the Application Form or have otherwise provided an authorization to the SCSS, via the electronic mode, for inclusion of 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.

**SELF-CERTIFIED SYNDICATE BANKS**  
Please note that subject to SCSSs complying with the requirements of SEBI Circular CIR/CFD/OL/13/2012 dated September 25, 2012, within the period stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSSs.

Further, in terms of the SEBI Circular CIR/CFD/OL/13/2012 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, each such SCSS should have a separate account in its own name with any other SEBI registered SCSS(s). Such account shall be used solely for the purpose of making an Application in this Issue and cleared demat funds should be available in such account for such Application.

**ASBA:** For the list of banks which have been notified by SEBI to act as SCSSs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.nsf?pageid=66&recordid=958&formid=24>. For details on Designated Branches of the SCSSs, please refer to the Letter of Offer.

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

**APPLICATION ON PLAIN PAPER**  
An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue through ASBA process by submitting the Application Form, together with an Eligible Equity Shareholder is required to submit the plain paper Application to the Designated Branch of the SCSS to authorizing such SCSS to block Application Money in the said bank account maintained with the same SCSS. Applications on plain paper will not be accepted from any address outside India.

Please note that the Eligible 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 bank, must reach the office of the Designated Branch of the SCSS before the Issue Closing Date and should contain the following particulars: (i) Name of the Applicant; (ii) Name and address of the Applicant; (iii) 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); (iv) Registered Folio No./DP and Client ID No.; (v) Number of Equity Shares held as on Record Date; (vi) Allotment option - (a) Total amount paid of the rate of ₹ 8/- per Right Shares issued in one Rights Entitlement; (b) Details of the ASBA Account in which the account and branch of the relevant SCSS; (vii) Total number of Right Shares applied for; (viii) Number of additional Right Shares applied for; (ix) any (x) Total number of Right Shares applied for; (xi) Total amount paid of the rate of ₹ 8/- per Right Shares issued in one Rights Entitlement; (xii) Details of the ASBA Account in which the account and branch of the relevant SCSS; (xiii) In case of non-resident Eligible Shareholders making an application with an Indian address, details of the IEPF/FOR/NRO account as the account number, name, address, branch of the SCSS with which the account is maintained and a copy of the RBI approval obtained pursuant to Part F of the FEMA Rules; (xiv) Except ASBA Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the PAN, of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, respectively of the total value of the investments made in the Issue through ASBA process; (xv) Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the record of the Depository) and of each person who is outside India and the United States, such person is not a corporate shareholder, or is ineligible to participate in the Issue under the securities laws of their jurisdiction. We will not offer, sell or otherwise transfer any of the 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 except under circumstances that will result in compliance with any applicable laws or regulations. We warrant, and each account for which we are acting as a custodian, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

If we understand and agree that the Rights Entitlement and Equity Shares may be not be offered, resold, pledged or otherwise transferred except to the person to whom they are issued, we will not offer, sell or otherwise transfer any of the 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 except under circumstances that will result in compliance with any applicable laws or regulations. We warrant, and each account for which we are acting as a custodian, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

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#### NOTICE TO OVERSEAS SHAREHOLDERS

The Rights Entitlement and the Right Shares of our Company have not been and will not be registered under the Securities Act of 1933, and therefore, the Rights Entitlements and the Right Shares will not be offered, sold or otherwise transferred in the United States of America or to persons or possessors thereof, except in a transaction exempt from the registration requirements of the Securities Act. The Rights referred to in the Letter of Offer are being offered in India, but are not being offered in the United States of America. If you are a resident of the United States of America or are otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer, and all persons subscribing for the Equity Shares and wishing to hold such Equity Shares in registered form must provide an address for registration of the Equity Shares in India. Our Company is making the Right Shares to Eligible Shareholders of our Company on the Record Date and issue materials will be dispatched only to Equity Shareholders who have an Indian address. Any person who acquires rights and the Right Shares will be deemed to have declared, and agreed, that: (i) It is not the intent of the offer of subscription for the Right Shares or the Rights Entitlements, it will not be, in the United States when the buy order is made (ii) It is authorized to acquire the rights and the Equity Shares in compliance with all applicable laws and regulations; (iv) Our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and (v) Our Company shall not be bound to allot any issue Rights Shares or Rights Entitlements in any such Application Form.

Our Company reserves the right to treat as invalid any Application Form which: (i) Appears to our Company or its agents to have been executed in or dispatched from the United States; (ii) Where a registered Indian address is not provided; or (iii) Where our Company believes that Application Form is incomplete, or acceptance of such Application Form may infringe applicable legal or regulatory requirements; and our Company shall not be bound to allot or issue any Equity Shares or Rights Entitlement in respect of any such Application Form.

**RIGHTS ENTITLEMENTS MAY NOT BE TRANSFERRED OR SOLD TO ANY PERSON IN THE UNITED STATES.**  
**LAST DATE FOR APPLICATION:**  
The last date for submission of the duly filled in the Application Form or a plain paper Application is July 12, 2024. Issue Closing Date. The Board of Directors may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an ASBA, uploaded with the Stock Exchange and the Application Money is not blocked with the SCSS, or before the Issue Closing Date, the Application Form may be accepted by the Board of Directors, the invitation to offer contained in this Letter of Offer shall be deemed to have been declined and the Board of Directors shall be authorized to dispose of the Rights Equity Shares hereby offered, as provided under the section "Basis of Allotment" on page 245 of this Letter of Offer.

Please note that on the Issue Closing Date, (i) Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchange.

Please note that the Application Form and necessary details are filled in. In place of Application number, Investors have provided their personal email addresses for the purpose of sending them the Application Form and necessary details of the demat account. Alternatively, SCSSs may mention their internal reference number in place of Application number.

**PROCEDURE FOR RENOUVATION:**  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part, by using the secondary market platform of the Stock Exchange, or (b) through an off-market transfer, during the Renouvation Period. Such renouvation shall result in renouvation of the Rights Equity Shares. The Investors should have the demat account of the Rights Entitlements credited in their own demat account to the renouvation. The trades through On-Market Renouvation and Off-Market Renouvation will be settled by transferring the Rights Entitlements through the depository mechanism.

In accordance with the SEBI ICDR Master Circular, the resident Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date shall be required to provide their demat account details to our Company or the Registrar to the Issue for credit of RES not later than two working days prior to issue closing date, such that credit of RES to their demat account takes place on the Issue Closing Date, thereby enabling them to renouvent their Rights Entitlements through Off-Market Renouvation.

Investors may be subjected to adverse foreign, state or local tax or legal consequences as a result of trading in the secondary market platform of the Stock Exchange, including the payment of stamp duty, securities transaction tax, stock broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements.

**CONCURRENCE OF OFFERS:** INVESTORS MAY BE SUBJECT TO CONFLICTING TAXES, CHARGES, AND EXPENSES (INCLUDING BROKERAGE), AND SUCH COSTS WILL BE INCURRED SOLELY BY THE INVESTORS.

**PLEASE NOTE THAT THE RIGHTS ENTITLEMENTS WHICH ARE NEITHER RENOUNCED NOR SUBSCRIBED BY THE INVESTORS ON OR BEFORE THE ISSUE CLOSING DATE SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE.**

**On-Market Renouvation**  
The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the BSE through a registered stock broker in the same order and as per specimen recorded with our Company or the Depository.

In this regard, in terms of provisions of the SEBI (ICDR) Regulations, the SEBI ICDR Master Circular and the SEBI Rights Issue Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Shareholders shall be available for trading on the Stock Exchange under the ISIN subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchange for trading of Rights Entitlements. No assurance can be given regarding the active or stalled On-Market Renouvation or the extent to which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be specified by the Stock Exchange from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market for trading of Rights Entitlements is on a Rights Entitlements.

The On-Market Renouvation shall take place only during the Renouvation Period for On-Market Renouvation, i.e. from 14 June, 2024 to July 08, 2024 (both dates inclusive).

The Investors holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through the market platform of the Stock Exchange. Following the Issue Closing Date, investors of the Company shall be able to trade the Rights Entitlements and indicating the details of the Rights Entitlements they intend to sell. The Investors can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available under their demat account.

The Order Book Runup Order Shares shall take place electronically on the Record Date and portions of Stock Exchange. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock broker will issue a contract note in accordance with the requirements of the Stock Exchange and the SEBI.

**Off-Market Renouvation**  
The Investors may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialized form to the demat account of the investor.

Eligible Shareholders are requested to ensure that renouvation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renoucers on or prior to the Issue Closing Date.

The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN INE45101032 (for Rights Entitlements) that shall be allotted for the Rights Entitlements, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (including the investor who has given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Investors can transfer Rights Entitlements only to the extent of Rights Entitlements available under their demat account.

The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants.

The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.

**ALLOTMENT ONLY IN DEMATERIALIZED FORM:** The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialized form. In accordance with the SEBI Circular SEBI/HO/CFD/DIL/CP/C20/2013 dated January 22, 2020, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form. The Rights Entitlements of those Investors holding Rights Entitlements in physical form as on Record Date who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar, shall be credited in a demat suspense escrow account opened by our Company. The Eligible Equity Shares shall be credited in a demat suspense escrow account opened by our Company. The Eligible 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 the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

The Rights Entitlements of those resident 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, shall be credited in a demat suspense escrow account opened by our Company. For further details, see "Terms of the Issue - Procedure for Application by eligible Equity Shareholders holding Equity Shares in physical form" and "Terms of the Issue - Allotment Advice or Refund/Unblocking of ASBA Accounts" on pages 206 of the Letter of Offer.

**DISPATCH OF THE ABBRIDGED LETTER OF OFFER (ALDF) AND APPLICATION:** The dispatch of the ALDF and the application form was completed on or before June 10, 2024 by the Registrar to the Issue.

**INVESTORS MAY PLEASE NOTE THAT THE EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.**

**LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE:** The existing Equity Shares are listed and traded on BSE (Symbol: GUJTLRM) under the ISIN: INE45101032. The Rights Equity Shares shall be credited to a temporary ISIN, i.e. INE45101033, which will be from until the receipt of the final listing/trading approvals from the Stock Exchange. Upon receipt of such listing and trading approvals, the Rights Equity Shares shall be debited from such temporary ISIN and credited to the new ISIN for the Rights Equity Shares and thereafter be available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL.

**DISCLAIMER CLAUSE OF SEBI:** The Letter of Offer has not been filed with SEBI in terms of SEBI (ICDR) Regulations as the Issue is not an issue of securities under the Securities Act, 1956. The present issue being of less than Rs. 5000.00 Lakhs, the issuer shall prepare the Letter of Offer in accordance with requirement as specified in the regulation and file the same with the SEBI for information and dissemination on the SEBI's website.

**DISCLAIMER CLAUSE OF BSE:** It is to be distinctly understood that the permission given by BSE should not, in any way, be deemed or construed that the Letter of Offer has been cleared or approved by BSE. 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 full text of the Disclaimer provided in "Other Regulations and Investor Disclosures - Discrepancy Clause" on page 187 of the Letter of Offer.

**BANKER TO THE ISSUE:** KOTAK MAHINDRA BANK LIMITED

**MONITORING AGENCY:** NOT APPLICABLE

**RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ABBRIDGED LETTER OF OFFER.**

**DISPATCH AND AVAILABILITY OF ISSUE MATERIALS:** In accordance with the SEBI ICDR Regulations and the ASBA Circular, our Company will send/dispatch through email or registered post or Registered Post/courier, the Letter of Offer, Abridged Letter of Offer, the Entitlement Letter, Application Form and copy of issue material to the email addresses or registered address of all the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who are located in jurisdictions where the offer and sale of the Rights Entitlement and Right Shares is permitted by law. The Letter of Offer will be provided, only through email, by the Registrar on behalf of our Company to the Eligible Equity Shareholders who have provided their Indian addresses to our Company and who make a request in this regard. In accordance with the above, the dispatch of the abridged letter of offer, the Rights Entitlement Letter along with the Application Form has been completed in electronic form through email on June 08, 2024 and by Registered Post on June 10, 2024. The shareholders may obtain duplicate copies of the application form in case they do not receive the application form within a reasonable time after opening of the rights issue from the office of the Registrar.

Further, the Letter of Offer will be sent/dispatched, by the Registrar to the Issue on behalf of our Company to the email addresses of all the Eligible Equity Shareholders who have provided their valid e-mail addresses in this regard. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Letter of Offer 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 Letter of Offer will be dispatched, on the basis of the Indian addresses provided by them or who are located in jurisdictions where the offer and sale of the Right Shares is permitted under laws of such jurisdictions; and in each case who make a request in this regard.

This is only an advertisement for information purpose and not an offer document announcement. Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated May 23, 2024 (the "Letter of Offer" or "LOF") filed with the stock exchange, namely BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI") for information and dissemination on the SEBI's website pursuant to provision to Regulation 3 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

# GUJARAT TOOLROOM LIMITED

Corporate Identification Number: L45206G1983PLC006056  
Registered Office: 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006  
Contact No: +91-7227013356 | Contact Person: Ms. Asha Parmar, Company Secretary and Compliance Officer.  
Email-ID: cs@gujarattoolroom.com | Website: www.gujarattoolroom.com

Our company was originally incorporated as private limited company under the Companies Act, 1956 as Piramatic Engineering Private Limited vide certificate of incorporation dated March 25, 1983 issued by Registrar of Companies, Gujarat. Subsequently, a fresh certificate of incorporation dated December 31, 1990 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our company from Piramatic Engineering Private Limited to Kanak Fabricators Private Limited. Subsequently, a fresh certificate of incorporation dated September 11, 1991 was issued by Registrar of Companies, Gujarat, pursuant to change of name of our company from Kanak Fabricators Private Limited to Gujarat Toolroom Private Limited. Subsequently, the name of the company was changed to Gujarat Toolroom Limited pursuant to conversion into a public company vide shareholder's approval dated 5th September 1991 and vide fresh certificate of incorporation dated September 11, 1991 issued by Registrar of Companies, Gujarat. Our Company successfully launched its IPO and got listed in BSE on 14/04/2024. The company's registered office is located at Gujarat Toolroom Limited, 404 - 4th floor, Samarth Co. Op. H. Soc., Nr. Silicon Tower, Nr. Law Garden, Ellisbridge, Ahmedabad 380006. Details of the change in the address of the registered office of the company are given in the Letter of Offer.

**OUR COMPANY IS A PROFESSIONALLY MANAGED COMPANY AND DOES NOT HAVE ANY IDENTIFIABLE PROMOTER**  
(THE IMMEDIATE ESTERWHILE PROMOTERS OF THE COMPANY WERE BHAVIN SURYAKANTHAI PARIKH HUF, BHAVIK SURYAKANTHAI PARIKH HUF, MRS. PURVI BHAVIN PARIKH, MR. VISHAL MUKESHKUMAR SHAH AND MR. MITAL MUKESHKUMAR SHAH. AS A RESULT OF RECLASSIFICATION, THEY ARE RECLASSIFIED FROM 'PROMOTER AND PROMOTER GROUP CATEGORY' TO 'PUBLIC CATEGORY VIDE BSE APPROVAL LETTER DATED JANUARY 12, 2024.)

## THE ISSUE

**FOR PRIVATE CIRCULATION TO THE EQUITY SHAREHOLDERS OF GUJARAT TOOLROOM LIMITED ("OUR COMPANY")**  
**ISSUE OF UPTO 6,11,08,960\*\* FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹ 1/- EACH ("RIGHTS EQUITY SHARES") OF GUJARAT TOOLROOM LIMITED ("GTI" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 8/- EACH INCLUDING A SHARE PREMIUM OF ₹ 7/- PER RIGHTS EQUITY SHARE ("ISSUE PRICE") AGGREGATING UPTO ₹ 4,888.72 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 11 (ELEVEN) RIGHTS EQUITY SHARES FOR EVERY 10 (TEN) EQUITY SHARES HELD BY SUCH ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, JUNE 05, 2024 ("ISSUE"). THE ISSUE PRICE IS (EIGHT) TIME THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 172 OF THE LETTER OF OFFER (THE "LOF").**

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

# NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

**ISSUE OPENS ON**  
**FRIDAY, JUNE 14, 2024**

**ISSUE PROGRAMME\***  
**LAST DATE FOR ON-MARKET RENOUNCIATIONS\***  
**MONDAY, JULY 08, 2024**

**ISSUE CLOSES ON\*\***  
**FRIDAY, JULY 12, 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 Renounees on or prior to the Issue Closing Date.  
\*\* Our Board or a duly authorized committee thereof will have the right to extend the Issue Period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date. Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.



**Simple, Safe, Smart way of Application - Make use of it!!!**

**\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avoid the same. For further details, check section on ASBA below.**

### FACILITIES FOR APPLICATION IN THIS ISSUE

In accordance with Regulation 76 of the SEBI (ICDR) Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Investors desiring to make an Application in this Issue are required to apply to and utilize ASBA process. Investors should carefully read the provisions applicable for Applications before making their Application through ASBA. For details, see "Terms of the Issue - Procedure for Application through the ASBA Process" on page no. 198 of the Letter of Offer, respectively.

### APPLICATION THROUGH ASBA FACILITY

Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branch of the SCSS or online/electronic Application through the website of the SCSSs (if made available by such SCSS) for authorizing to block ASBA Application Money payable on the Application in their respective ASBA Accounts. Application through ASBA facility in electronic mode will only be available with such SCSSs who provide such facility.

Investors should ensure that they have correctly submitted the Application Form and have otherwise provided an authorization to the SCSS, 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.

### SELF-CERTIFIED SYNDICATE BANKS

Please note that subject to SCSSs complying with the requirements of SEBI Circular CIR/CFD/LOD/13/2012 dated September 25, 2012, within the period stipulated therein, ASBA Applications may be submitted at the Designated Branches of the SCSSs.

Further, in terms of the SEBI Circular CIR/CFD/LOD/13/2012 dated January 2, 2013, it is clarified that for making Applications by SCSSs on their own account using ASBA facility, each SCSS should have a separate account in its own name with any other SEBI registered SCSS. Such account will be used solely for the purpose of making an Application in this Issue and credit demat generated funds should be available in such account for such an Application.

ASBA: For the list of banks which have been notified by SEBI to act as SCSSs for the ASBA process, please refer to <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doAction=show&sysid=34>. For details on Designated Branches of SCSSs collecting the Application Form, please refer to the above mentioned link.

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

### APPLICATION ON PLAIN PAPER

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. An Eligible Equity Shareholder is required to submit the plain paper Application to the Designated Branch of the SCSS to authorize SCSS to block Application Money in the said bank account maintained with the same SCSS. Application on plain paper will not be accepted from any address outside India. Please note that the Eligible 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 bank, must reach the office of the Designated Branch of the SCSS before the Issue Closing Date and should contain the following particulars:

- (i) Name of the Company, being GUJARAT TOOLROOM LIMITED; (ii) Name and address of the Eligible Equity Shareholder including joint holders in the same order and as per specimen recorded with his bank; (iii) Name of the Depository; (iv) Registered Folio No./DP ID and Client ID No.; (v) Number of Equity Shares held as on Record Date; (vi) Allotment option - only SEBI registered SCSSs; (vii) Name of the SCSS; (viii) Name of the SCSS; (ix) Name of the SCSS; (x) Name of the SCSS; (xi) Number of additional Rights Shares applied for, if any; (xii) Total number of Rights Shares applied for; (xiii) Total amount paid at the rate of ₹ 8/- for Rights Shares issued in one Rights Entitlement; (xiv) Details of the ASBA Account (if any) maintained with the SCSS; (xv) Name of the SCSS; (xvi) Name of the SCSS; (xvii) Name of the SCSS; (xviii) Name of the SCSS; (xix) Name of the SCSS; (xx) Name of the SCSS; (xxi) Name of the SCSS; (xxii) Name of the SCSS; (xxiii) Name of the SCSS; (xxiv) Name of the SCSS; 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