

**ABRIDGED LETTER OF OFFER CONTAINING SALIENT FEATURES OF THE LETTER OF OFFER**

This is an Abridged Letter of Offer containing salient features of the Letter of Offer dated February 12, 2025 ("Letter of Offer") which is available on the websites of the Registrar, our Company and the Stock Exchange where the Equity Shares of our Company are listed, i.e. Metropolitan Stock Exchange of India Limited ("MSEI", the "Stock Exchange"). You are encouraged to read greater details available in the Letter of Offer. Capitalized terms not specifically defined herein shall have the meaning ascribed to them in the Letter of Offer.

**THIS ABRIDGED LETTER OF OFFER CONTAINS 12 PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

Our Company has made available on the Registrar's website at [www.skylinerta.com](http://www.skylinerta.com) and the Company's website at [www.gargltd.com](http://www.gargltd.com), Abridged Letter of Offer along with the Rights Entitlement Letter and Application Form to the Eligible Equity Shareholder who have provided an Indian address to our Company. Since there is currently no active platform available for conducting the Book Building process on the Metropolitan Stock Exchange of India Limited ("MSEI"), therefore the Company will apply to BSE Limited ("BSE") for obtaining the trading approval to facilitate the trading of Rights Entitlements on the BSE platform. You may also download the Letter of Offer from the websites of the Company, the Stock Exchange, and the Registrar, i.e., at [www.gargltd.com](http://www.gargltd.com), [www.msei.in](http://www.msei.in), [www.bseindia.com](http://www.bseindia.com), and [www.skylinerta.com](http://www.skylinerta.com), respectively. The Application Form is available on the respective websites of the Stock Exchange, our Company and the Registrar to the Issue.



**GARG ACRYLICS LIMITED**

**GARG ACRYLICS LIMITED**

**Corporate Identity Number:** L74999DL1983PLC017001

**Registered Office:** A-50/1, Wazirpur Industrial Area, Delhi- 110052, India

**Corporate Office:** Kanganwal Road, V.P.O. Jugiana, G. T. Road, Ludhiana, Punjab-141120, India.

**Telephone:** 0161- 4692500; **Email:** gargacrylics@yahoo.com;

**Website:** www.gargltd.com;

**Contact Person:** Ms. Priya Rani, Company Secretary and Compliance Officer;

**OUR PROMOTERS: MR. SANJIV GARG, MR. RAJIV GARG, MR. UJJWAL GARG, MR. TOSHAK GARG, MS. RENU GARG, MS. NEELU GARG, MR. ARUN K AGGARWAL, MR. JAGDISH K JAIN, MR. RAJ NANDA, MR. RAVI NANDA, MR. SUNIL NANDA, MR. VIMAL NANDA, MR. ARUN NANDA, DHARAMPAL GARG AND SONS HUF, SANJIV GARG HUF, RAJIV GARG AND SONS HUF, SHUBHAM YARNS PRIVATE LIMITED, GAL COTTEX PRIVATE LIMITED, PUSHPA YARNS PRIVATE LIMITED, DPG TEXTILE LIMITED**

**FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF GARG ACRYLICS LIMITED ("OUR COMPANY" OR "THE ISSUER") ONLY**

**ISSUE DETAILS, LISTING AND PROCEDURE**

**ISSUE OF UP TO 39,85,680 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF RS. 10.00/- EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF RS. 25.00/- EACH PER RIGHTS EQUITY SHARE ("ISSUE PRICE") FOR AN AGGREGATE AMOUNT UP TO RS. 996.42\* LAKHS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 03 (THREE) RIGHTS EQUITY SHARE FOR EVERY 05 (FIVE) FULLY PAID-UP EQUITY SHARES HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON TUESDAY, FEBRUARY 18, 2025 (THE "ISSUE"). THE ISSUE PRICE FOR THE RIGHTS EQUITY SHARES IS 2.5 TIMES THE FACE VALUE OF THE EQUITY SHARES. FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" ON PAGE 99 OF THE LETTER OF OFFER.**

**\*Assuming full subscription**

The existing Equity Shares are listed on the Metropolitan Stock Exchange of India Limited ("MSEI" or "Stock Exchange"). Our Company has received 'in-principle' approval from MSEI for listing the Rights Equity Shares to be allotted pursuant to this Issue vide its letter dated January 08, 2025. Since there is currently no active platform available for conducting the Book Building process on the Metropolitan Stock Exchange of India Limited ("MSEI"), the Company will apply to BSE Limited ("BSE") for obtaining the trading approval to facilitate the trading of Rights Entitlements on the BSE platform. This will enable on-market renunciation of the Rights Entitlements in accordance with the provisions of the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154, dated November 11, 2024 ("SEBI Master Circular"). For the purposes of the Rights Issue, MSEI shall be the Designated Stock Exchange.

**ELIGIBILITY FOR THE ISSUE**

Our Company is a listed company and has been incorporated under the Companies Act, 1956. Our Equity Shares are presently listed on MSEI. Our Company is eligible to offer Equity Shares pursuant to this Issue in terms of Chapter III and other applicable provisions of the SEBI ICDR Regulations. Further, our Company is undertaking this Issue in compliance with Part B-1 of Schedule VI of the SEBI ICDR Regulations.

**MINIMUM SUBSCRIPTION**

If our Company does not receive the minimum subscription of at least 90% of the Issue, or the subscription level falls below 90%, after the Issue Closing Date, our Company shall refund the entire subscription amount received within 15 days from the Issue Closing Date. If, there is delay in making refunds beyond such period as prescribed by applicable laws, our Company will pay interest for the delayed period at rates prescribed under applicable laws. The above is subject to the terms mentioned under "The Issue" on page 36 of the Letter of Offer.

**INDICATIVE TIMETABLE**

The below dates are indicative. However actual dates may vary.

<b>Issue Opening Date</b>	Thursday, February 27, 2025	<b>Date of Allotment / Initiation of Refunds (on or about)</b>	Monday, March 24, 2025
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<b>Last Date for On Market Renunciation*</b>	Monday, March 10, 2025	<b>Date of credit of Equity Shares to demat account of Allottees (on or about)</b>	Monday, March 31, 2025
<b>Issue Closing Date<sup>#</sup></b>	Thursday, March 13, 2025	<b>Date of listing / Commencement of trading of Equity Shares on the Stock Exchange (on or about)</b>	Thursday, April 03, 2025
<b>Finalisation of basis of Allotment (on or about)</b>	Monday, March 24, 2025		

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

# Our Board will have the right to extend the Issue period as it may be determined from time to time but not exceeding 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

### GENERAL RISKS

Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and this Issue including the risks involved. The Equity Shares have neither been recommended nor approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the Letter of Offer. Specific attention of the Investors is invited to the section “**Risk Factors**” and “**Internal Risk factors**” on page 23 of this Abridged Letter of Offer before making an investment in the Issue.

### NOTICE TO INVESTORS

Our Company is undertaking this Issue on a rights basis to the Eligible Equity Shareholders and the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other applicable Issue material (collectively, the “**Issue Materials**”) will be sent/ dispatched only to the Eligible Equity Shareholders who have provided Indian address and who are located in jurisdictions where the offer and sale of the Rights Entitlement and the Rights Equity Shares are permitted under laws of such jurisdiction and does not result in and may not be construed as, a public offering in such jurisdictions. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Issue Materials will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders have not provided their e-mail address, then the Issue Materials will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them, subject to compliance with relevant SEBI circulars/ notices giving/ extending relaxation in dispatch of physical issue material to those eligible equity shareholders who have not provided a valid email address to the Company. Those overseas shareholders who do not update our records with their Indian address or the address of their duly authorized representative in India, prior to the date on which we propose to dispatch the Issue Materials, shall not be sent any Issue Materials. Further, the Letter of Offer will be provided through e-mail 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. Investors can also access the Draft Letter of Offer, the Letter of Offer, the Abridged Letter of Offer and the Application Form from the websites of the Registrar, our Company, and the Stock Exchange, subject to the applicable law.

#### Notice to Investors in the United States

The Rights Entitlements and the Rights Equity Shares have not been and will not be registered under the Securities Act of 1933, as amended (the “**Securities Act**”), or the securities laws of any state of the United States of America and may not be offered or sold in the United States of America, its territories and possessions, any State of the United States, and the District of Columbia (“**United States**”), except in a transaction not subject to, or exempt from, the registration requirements of the Securities Act and applicable state securities laws. The Rights Entitlements and Rights Equity Shares are being offered and sold only (a) to persons in the United States who are reasonably believed to be qualified institutional buyers as defined in Rule 144A under the Securities Act (“**U.S. QIBs**”) pursuant to Section 4(a)(2) of the Securities Act and (b) to persons outside the United States in reliance on Regulation S under the Securities Act (“**Regulation S**”). In addition, until the expiry of 40 days after the commencement of the Issue, an offer or sale of Rights Entitlements or Rights Equity Shares in the United States by a dealer (whether or not it is participating in the Issue) may violate the registration requirements of the Securities Act if such offer or sale is made otherwise than in accordance with an exemption from registration under the Securities Act.

<b>Name of Registrar to the Issue and contact details</b>	<b>Skyline Financial Services Private Limited</b> D-153A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020 <b>Tel:</b> 011-40450193-197; <b>Fax:</b> 011-26812683 <b>E-mail:</b> ipo@skylinerta.com <b>Investor Grievance Email:</b> grievances@skylinerta.com <b>Website:</b> www.skylinerta.com <b>Contact Person:</b> Mr. Anuj Rana <b>SEBI Registration No.:</b> INR000003241
<b>Statutory Auditor(s) name</b>	M/s. Kamboj Malhotra & Associates (Formerly known as Malhotra Manik & Associates), Chartered Accountants

<b>Self Certified Syndicate Banks</b>	Banks which are registered with the SEBI under the Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994, and offer services of ASBA, and a list of which is available on <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognise&amp;Fpi=yes&amp;intmId=34">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognise&amp;Fpi=yes&amp;intmId=34</a> , and as updated from time to time
<b>Banker to the Issue</b>	<b>HDFC BANK LIMITED</b> <b>Address:</b> FIG- OPS Department- Lodha, I Think Techno Campus, 0-3 Level, next to Kanjurmarg, Railway Station, Kanjurmarg (East) Mumbai- 400042. <b>Tel.:</b> 022-30752927/28/2914 <b>Website:</b> www.hdfcbank.com <b>Contact Person:</b> Mr. Siddharth Jadhav <b>E-mail:</b> Siddharth.Jadhav@hdfcbank.com <b>SEBI Registration No.:</b> INBI00000063

## 1. SUMMARY OF BUSINESS

Our Company is primarily engaged in manufacturing and trading of textile products namely basic yarns, specialty yarn, fabrics, readymade garments and Dying. We offer one- stop solution for yarn requirements, catering to both domestic and foreign markets. We have also been recognized by Government of India as a “Four Star Export House. The company obtained Import and Export code (IEC) from the Directorate General of Foreign Trade, Ministry of Commerce & Industry.

*For Further detail on our business, please refer to chapter titled “Our Business” on page 63 of the Letter of Offer*

## 2. SUMMARY OF OBJECTS OF THE ISSUE AND MEANS OF FINANCE

### OBJECTS OF THE ISSUE

The objects of the Issue are:

1. Working Capital Requirement
2. General Corporate Purpose; and
3. Issue Expenses

We intend to utilize the gross proceeds raised through the Issue (the “**Issue Proceeds**”) after deducting the Issue related expenses (“**Net Proceeds**”) for the abovementioned Objects.

The main object clause of Memorandum of Association of our Company enables us to undertake the existing activities for which the funds are being raised through Rights Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the object clause of our Memorandum of Association.

### DETAILS OF NET PROCEEDS OF THE ISSUE

The details of the estimated proceeds of the Issue are as follows:

Particulars	Amount in Rs. Lakh
Gross Proceeds from the Issue	996.42#
Less: Issue related expenses	35.00
<b>Net Proceeds from the Issue</b>	<b>961.42</b>

*# Assuming full subscription in the Issue and subject to the finalisation of the basis of Allotment and the allotment of the Rights Equity Shares.*

### UTILIZATION OF NET PROCEEDS OF THE ISSUE

We propose to deploy the Net Proceeds towards the Objects in accordance with the estimated schedule of implementation and deployment of funds set forth in the table below:

Particulars	Amount (in Rs. Lakhs)
To meet the incremental working capital requirement of the Company	800.00
General Corporate Purposes	161.42
<b>Net Proceeds from the Issue</b>	<b>961.42</b>

### MEANS OF FINANCE

Our Company proposes to meet the entire requirement of funds for the proposed objects of the Issue from the Net Proceeds. Accordingly, our Company confirms that there is no requirement to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Issue.

For Further detail, please refer to chapter titled “Objects of the Issue” on page 46 of the Letter of Offer

#### 4. NAME OF MONITORING AGENCY

Since the net proceeds is less than Rs. 100 Crore, our Company is not required to make arrangements for monitoring agency, in terms of SEBI ICDR Regulations.

#### 5. EQUITY SHAREHOLDING PATTERN

##### A. Shareholding pattern of our Company as per the last quarterly filing with the Stock Exchange in compliance with the SEBI LODR Regulations

The shareholding pattern of our Company as on December 31, 2024, can be accessed on the website of the MSEI at:

<https://www.msei.in/XBRLViewer/frmSHPSummary?Symbol=GARG&qtrid=131.00&recId=27191>

- Statement showing holding of Equity Shares of the Promoter and Promoter Group including details of lock- in, pledge of and encumbrance thereon, as on December 31, 2024, can be accessed on the website of the MSEI at: <https://www.msei.in/XBRLViewer/frmSHPViewCategoryWiseSummaryProm?Symbol=GARG&qtrid=131.00&recId=27191>
- Statement showing holding of Equity Shares of persons belonging to the category “Public” as on December 31, 2024, can be accessed on the website of the MSEI at: <https://www.msei.in/XBRLViewer/frmSHPViewCategoryWiseSummaryPublic?Symbol=GARG&qtrid=131.00&recId=27191>

##### B. Details of the Shareholders holding more than 1% of the issued and paid-up equity share capital

The details of shareholders of our Company holding more than 1% of the issued, subscribed and paid -up Equity Share capital of our Company, as on December 31, 2024, is as under:

S No.	Name of Shareholders	No. of Equity Shares Held	% of Paid-Up Capital
1.	Shubham Yarns Private Limited	14,97,520	22.54
2.	Gal Cottex Private Limited	10,63,920	16.02
3.	Himachal Yarns Limited	6,46,720	9.74
4.	Renu Garg	4,24,800	6.39
5.	Sanjiv Garg	3,74,400	5.64
6.	Aggarwal Sumit	3,60,000	5.42
7.	Rajiv Garg	3,30,400	4.97
8.	Apoorva Leasing Finance & Investment Co.Ltd	2,40,000	3.61
9.	Shiva Spinfab Pvt Ltd	2,14,400	3.23
10.	Dharampal Garg And Sons HUF	1,33,440	2.01
11.	Shiv Narayan Investments Pvt Ltd	1,30,000	1.96
12.	DPG Textiles Limited	92,640	1.39
13.	Balmukhi Textiles Private Limited	1,20,000	1.81

#### 6. BOARD OF DIRECTORS OF THE COMPANY

S. No.	Name	Designation	Other Directorships
1.	Mr. Sanjiv Garg	Chairman & Managing Director	<ul style="list-style-type: none"> <li>Pushpa Yarns Private Limited</li> <li>Indoglobal Infratech Private Limited</li> <li>Raja Devi Investment and Trading Co Private Limited</li> </ul>
2.	Mr. Rajiv Garg	Managing Director	<ul style="list-style-type: none"> <li>Pushpa Yarns Private Limited</li> <li>Entrepreneurs' Organization (Punjab)</li> </ul>
3.	Mr. Ujjwal Garg	Whole-Time Director	<ul style="list-style-type: none"> <li>Shubham Yarns Private Limited</li> </ul>
4.	Mr. Sanjay Sahni	Non-Executive Director in the category of Independent Director	<ul style="list-style-type: none"> <li>Sueryaa Knitwear Limited</li> <li>DCM Financial Services Limited</li> </ul>
5.	Mr. Avnish Dhingra	Non-Executive Director in the category of Independent Director	<ul style="list-style-type: none"> <li>Subhash Polytex Limited</li> <li>Puri Oil Mills Limited</li> <li>Twinkle Papers Limited</li> <li>Plexify Global Private Limited</li> </ul>
6.	Ms. Misha Nayar	Non-Executive Director in the category of Independent Director	<ul style="list-style-type: none"> <li>Nil</li> </ul>

For Further detail, please refer to chapter titled “**Our Management**” on page 73 of the Letter of Offer.

## 7. DETAILS OF THE COMPANY OR ANY OF ITS PROMOTERS OR DIRECTORS BEING A WILFUL DEFAULTER OR FRAUDULENT BORROWER

Neither our Company nor any of our Promoters or Directors is identified as a Wilful Defaulter or a Fraudulent Borrower.

## 8. CONSOLIDATED FINANCIAL STATEMENT SUMMARY:

Amount in Rs. Lakhs

.Particulars	For the sixth month period ended on	Financial Year ended on		
	September 30, 2024	March 31, 2024	March 31,2023	March 31,2022
Profit/(Loss) after Tax and extraordinary items	204.79	-2,692.93	2,228.68	19,812.56
Equity Share Capital	664.28	664.28	664.28	664.28
Net Worth	46,140.27	45,891.22	48,453.19	46,649.75
Basic earnings per share	3.08	-40.54	33.55	298.25
Diluted earnings per share	3.08	-40.54	33.55	298.25
Net asset value per share	694.59	690.84	729.41	702.26
Return on Net Worth (RONW)	0.45%	-5.71%	4.69%	53.74%

For Further detail, please refer to section titled “**Financial Information**” starting from page 77 of the Letter of Offer.

## 9. INTERNAL RISK FACTORS

1. We Some of our promoters are non-traceable due to this our promoter and promoters group holding is not in dematerialized form as per Regulations 31(2) of SEBI (LODR) Regulations.
2. Our Company, promoters and Directors are involved in certain legal proceedings and potential litigations. Any adverse decision in such proceedings may render us/then liable to liabilities/ penalties and may adversely affect our business and results operations.
3. The registered office premises are based on an authorization letter from a third party, not taken on leased by the Company
4. We are largely dependent on few suppliers for our raw materials and an inability to procure the desired quality, quantity of our raw materials in a timely manner and at reasonable costs, or at all, may have a negative impact on our business, results of operations, financial condition and cash flows.
5. The present corporate promoters i.e. Shubham Yarns Private Limited, Gal Cottex Private Limited, Pushpa Yarns Private Limited and DPG Textiles Limited may enter into similar line of business activity in which issuer Company is engaged which may create a conflict of interest. Further, we do not enjoy contractual protection by way of a non-compete or other agreement or arrangement with our corporate promoter.
6. Our operations could be adversely affected by strikes, work stoppages or increased wage demands by our employees or any other kind of disputes with our employees.
7. We require sizeable amounts of working capital for our continued operation and growth. Our inability to meet our working capital requirements may adversely affect our results of operations.
8. Continued operations of our manufacturing facilities are critical to our yarn, fabric and garment manufacturing business and any disruption in the operation of our facilities may have a material adverse effect on our business, results of operations and financial condition.
9. Our Company has not entered into any fixed contracts with its customers and we will operate on the basis of orders received on hand. Inability to maintain regular order flow would adversely impact our revenues and profitability. Long-term business relationship in turn benefits continuous order.

For Further detail, please refer to section titled “**Risk Factors**” on page 23 of the Letter of Offer.

## 10. SUMMARY TABLE OF OUTSTANDING LITIGATIONS

A summary of outstanding litigation involving our Company, our Directors and our Promoters as on the date of this Letter of Offer is provided below:

Nature of Cases	Number of cases	Amount involved
<b>Litigations involving our Company</b>		
<b>(a) Litigation against Company</b>	<b>6</b>	<b>2363</b>
Income Tax Appeal against ITAT decision	1	930
TUF- Subsidy Appeal against High Court decision	1	-
Commercial Appeal against NCDRC decision	1	1429
CMA-Miscellaneous appeal against lower court (stay granted in favour)	1	-
Civil Suit 1604/2021	1	3
CS- Civil Suit Land Dispute	1	1
<b>(b) Case/Appeal by Company</b>	<b>15</b>	<b>131</b>
CMA-Civil Miscellaneous appeal	1	-
CMA-Civil Miscellaneous appeal	2	10
CMA-Civil Miscellaneous appeal	5	10
COMA-Complaint Act (Negotiable Instrument Act 1881)	4	51
Exe-Execution	1	7
COMA-Complaint Act (Negotiable Instrument Act 1881)	1	48
CS- Civil Suit	1	5
<b>Litigation involving our Directors, Promoters and Promoter Group</b>	<b>8</b>	<b>63</b>
<b>Litigation involving our Group Companies</b>	<b>Nil</b>	<b>Nil</b>

For further details of the outstanding litigation proceedings, please refer to chapter titled “**Outstanding Litigations and Material Developments**” on page 85 of the Letter of Offer.

## 11. TERMS OF THE ISSUE

### A. PROCESS OF MAKING AN APPLICATION IN THE ISSUE

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154 dated November 11, 2024 (“**SEBI Master Circular**”), all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications before making their Application through ASBA.

The Application Form can be used by the Eligible Equity Shareholders as well as the Renounees, to make Applications in this Issue basis the Rights Entitlement credited in their respective demat accounts or demat suspense escrow account, as applicable. For further details on the Rights Entitlements and demat suspense escrow account, see “**Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders**” below.

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

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

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

Applicants should note that they should very carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB). Please note that incorrect depository account details or PAN or Application Forms without depository account details shall be treated as incomplete and shall be rejected. For details see “**Grounds for Technical Rejection**” on page 119 of the Letter of Offer. Our Company, the Registrar and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Applicants.

Applications should be submitted to the Designated Branch of the SCSB or made online/electronic through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts. 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.

**Applications should not be submitted to the Banker(s) to the Issue or Escrow Collection Bank(s) (assuming that such Escrow Collection Bank is not an SCSB), our Company or the Registrar.**

➔ **Making of an Application by Eligible Equity Shareholders holding Equity Shares in physical form**

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154 dated November 11, 2024 (“**SEBI Master Circular**”), the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company by sending a letter to the Registrar containing the name(s), address, e-mail address, contact details and the details of their demat account along with copy of self-attested PAN and self-attested client master sheet of their demat account through email to the RTA at [ipo@skylinerta.com](mailto:ipo@skylinerta.com), so as to reach to the Registrar no later than two Working Days prior to the Issue Closing Date, i.e. on or before Tuesday, March 11, 2025, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

**Resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date will not be allowed to renounce their Rights Entitlements in the Issue. However, such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the suspense escrow demat account to the respective demat accounts within prescribed timelines, can apply for additional Equity Shares while submitting the Application through ASBA process.**

Eligible Equity Shareholders holding Equity Shares in physical form are advised to refer to the procedure for Application by and credit of Rights Equity Shares in “**Procedure for Application by Eligible Equity Shareholders Holding Equity Shares in Physical Form**” on page 116 of the Letter of Offer.

➔ **Making of an Application through the ASBA process**

Shareholders, wishing to participate in this Issue through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Shareholders 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 SCSB or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Money payable on the Application in their respective ASBA Accounts. For details of making application through ASBA process, Eligible Equity Shareholders are advised to refer to “**2. Process of making an Application in this Issue through the ASBA process**” on page 100 of the Letter of Offer.

➔ **Making of an Application by Eligible Equity Shareholders on Plain Paper under ASBA process**

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. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar, Stock Exchange. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address or is a U.S. Person or in the United States.

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

subsequently.

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

- (a) Name of our Company, being Garg Acrylics Limited;
- (i) 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);
- (ii) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID;
- (iii) Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to this Issue
- (iv) Number of Equity Shares held as on Record Date;
- (v) Allotment option – only dematerialised form;
- (vi) Number of Equity Shares entitled to;
- (vii) Number of Equity Shares applied for within the Rights Entitlements;
- (viii) Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
- (ix) Total number of Equity Shares applied for;
- (x) Total amount paid at the rate of Rs. 25/- (Rupees Twenty-Five) per Equity Share;
- (xi) Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- (xii) In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
- (xiii) Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- (xiv) Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB); and
- (xv) All such Eligible Equity Shareholders are deemed to have accepted the following:

*“I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for Shareholders in investments of the type subscribed for herein imposed by the jurisdiction of our residence.*

*I/ We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.*

*I/ We (i) am/ are, and the person, if any, for whose account I/ we am/ are acquiring such Rights Entitlement and/ or the Rights Equity Shares is/ are, outside the U.S., (ii) am/ are not a “U.S. Person” as defined in (“Regulation S”), and (iii) is/ are acquiring the Rights Entitlement and/ or the Rights Equity Shares in an offshore transaction meeting the requirements of Regulation S.*

*I/ We acknowledge that the Company, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.”*

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

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

Our Company and the Registrar shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Shareholders’ ASBA Accounts on or before the Issue Closing Date.

## **B. RIGHTS ENTITLEMENT RATIO**

03 (Three) Equity Share for every 05 (Five) fully paid-up Equity Shares held on the Record Date, i.e. Tuesday, February 18, 2025.

## **C. FRACTIONAL ENTITLEMENTS**



The Rights Equity Shares are being offered on a rights basis to Eligible Equity Shareholders in the ratio of 03 (Three) Equity Share for every 05 (Five) Equity Shares held on the Record Date. For Equity Shares being offered on a rights basis under this Issue, if the shareholding of any of the Eligible Equity Shareholders is less than 05 (Five) Equity Shares or not in the multiple of 05 (Five) Equity Shares, the fractional entitlement of such Eligible Equity Shareholders shall be ignored in the computation of the Rights Entitlement.

However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the allotment of one additional Rights Equity Share each if they apply for additional Rights Equity Shares over and above their Rights Entitlement, if any subject to availability of Rights Equity Shares in the Issue post allocation towards Rights Entitlements applied for. Further, the Eligible Equity Shareholders holding less than 05 (Five) Equity Shares shall have 'zero' entitlement in the Issue. Such Eligible Equity Shareholders are entitled to apply for additional Equity Shares and will be given preference in the allotment of one additional Equity Share if, such Eligible Equity Shareholders apply for the additional Equity Shares. However, they cannot renounce the same in favour of third parties and the application forms shall be non-negotiable.

#### **D. TRADING OF RIGHTS ENTITLEMENT AND RENUNCIATION**

##### **Trading of Rights Entitlement**

Since there is currently no active platform available for conducting the Book Building process on the Metropolitan Stock Exchange of India Limited ("MSEI"), the Company will apply to BSE Limited ("BSE") for obtaining the trading approval to facilitate the trading of Rights Entitlements on the BSE platform. This will enable on-market renunciation of the Rights Entitlements in accordance with the provisions of the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154, dated November 11, 2024.

##### **Renounees**

All rights and obligations of the Eligible Equity Shareholders in relation to Applications and refunds pertaining to this Issue shall apply to the Renounee(s) as well.

##### **Renunciation of Rights Entitlements**

This Issue includes a right exercisable by Eligible Equity Shareholders to renounce the Rights Entitlements credited to their respective demat account either in full or in part.

The renunciation from non-resident Eligible Equity Shareholder(s) to resident Indian(s) and vice versa shall be subject to provisions of FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time. However, the facility of renunciation shall not be available to or operate in favour of an Eligible Equity Shareholders being an erstwhile OCB unless the same is in compliance with the FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time.

The renunciation of Rights Entitlements credited in your demat account can be made either by sale of such Rights Entitlements, using the secondary market platform of the BSE Limited or through an off-market transfer.

##### **Procedure for Renunciation of Rights Entitlements**

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

Shareholders may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Shareholders 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) that may be levied for trading in Rights Entitlements.

Please note that the Rights Entitlements which are neither renounced nor subscribed by the Shareholders on or before the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.

Company accept no responsibility to bear or pay any cost, applicable taxes, charges and expenses (including brokerage), and such costs will be incurred solely by the Shareholders.

##### **(a) 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 Limited through a registered stock-broker in the same manner as the existing Equity Shares of our Company.

Since there is currently no active platform available for conducting the Book Building process on the Metropolitan Stock Exchange of India Limited ("MSEI"), the Company will apply to BSE Limited ("BSE") for obtaining the trading approval to facilitate the trading of Rights Entitlements on the BSE platform. This will enable on-market renunciation of the Rights Entitlements in accordance with the

provisions of the SEBI Master Circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154, dated November 11, 2024, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the secondary market platform of BSE Limited under the ISIN **INE244E20018** subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the BSE Limited for trading of Rights Entitlements. No assurance can be given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be as specified by the BSE Limited 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 Thursday, February 27, 2025 to Monday, March 10, 2025. (both days inclusive).

The Shareholders holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock-brokers by quoting the ISIN **INE244E20018** and indicating the details of the Rights Entitlements they intend to trade.

The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of BSE Limited (“BSE”) under automatic order matching mechanism and on ‘T+1 rolling settlement basis’, 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 contract note in accordance with the requirements of the Stock Exchange and SEBI.

#### **(b) Off Market Renunciation**

The Eligible Equity Shareholders 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 dematerialised form only.

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 to enable Renounees to subscribe to the Equity Shares in the Issue.

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 **INE244E20018**, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Shareholders can transfer Rights Entitlements only to the extent of Rights Entitlements available in 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.

### **E. APPLICATION FOR ADDITIONAL EQUITY SHARES**

Shareholders are eligible to apply for additional Equity Shares over and above their Rights Entitlements, provided that they are eligible to apply for Equity Shares under applicable law and they have applied for all the Equity Shares forming part of their Rights Entitlements without renouncing them in whole or in part. Where the number of additional Equity Shares applied for exceeds the number available for Allotment, the Allotment would be made as per the Basis of Allotment finalised in consultation with the Designated Stock Exchange. Applications for additional Equity Shares shall be considered and Allotment shall be made in accordance with the SEBI ICDR Regulations and in the manner as set out in “Basis of Allotment” mentioned below.

Eligible Equity Shareholders who renounce their Rights Entitlements cannot apply for additional Equity Shares. Non-resident Renounees who are not Eligible Equity Shareholders cannot apply for additional Equity Shares.

*For detailed instruction for making application for additional equity shares, please refer to the heading “Application for Additional Equity Shares” in the Letter of Offer.*

### **F. INTENTION OF PROMOTERS TO SUBSCRIBE TO THEIR RIGHTS ENTITLEMENT**

Some of our Promoters and members of the Promoter Group of our Company through its letters dated September 17, 2024, have confirmed that they intend to subscribe to the full extent of its Rights Entitlement in this Issue and to the extent of unsubscribed portion (if any) of this Issue and that they shall not renounce their Rights Entitlements except within the Promoter Group, in accordance with the provisions of Regulation 86 of the SEBI (ICDR) Regulations.

Further, some Promoters and some of members of our Promoter Group may also apply for additional Equity Shares along with their Rights Entitlement and/or renunciation. Such subscriptions of Equity Shares over and above its Rights Entitlement, if allotted, may result in an increase in their percentage shareholding above its current percentage shareholding. Any acquisition of additional Equity Shares shall not result in change of control of the management of the Company in accordance with provisions of the SEBI (SAST) Regulations and shall be exempted subject to fulfilment of the conditions of Regulation 10 of the SEBI (SAST) Regulations. The Promoters and members of our Promoter Group acknowledge and undertake that their investment would be restricted to ensure that the public shareholding in the Company after this Issue does not fall below the permissible minimum level as specified in the listing conditions or Regulation 38 of SEBI (LODR) Regulations.

No person connected with this Issue shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any Investor for making an application in this Issue, except for fees or commission for services rendered in relation to the Issue.

#### **G. AVAILABILITY OF COPY OF THE OFFER DOCUMENT OF THE IMMEDIATELY PRECEDING PUBLIC OR RIGHTS ISSUE –**

The Company has not undertaken any public or rights issue immediately preceding the present issue; hence, no offer document is available in this regard.

### **12. ANY OTHER IMPORTANT INFORMATION AS PER THE ISSUER**

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Master Circular, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account opened by our Company, for the Eligible Equity Shareholders which would comprise Rights Entitlements relating to (a) Equity Shares held in the account of the IEPF authority; or (b) the demat accounts of the Eligible Equity Shareholder which are frozen or the Equity Shares which are lying in the unclaimed suspense account (including those pursuant to Regulation 39 of the SEBI LODR Regulations) or details of which are unavailable with our Company or with the Registrar on the Record Date; or (c) Equity Shares held by Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date where details of demat accounts are not provided by Eligible Equity Shareholders to our Company or Registrar; or (d) credit of the Rights Entitlements returned/reversed/failed; or (e) the ownership of the Equity Shares currently under dispute, including any court proceedings, if any; or (f) non-institutional equity shareholders in the United States.

Eligible Equity Shareholders are requested to provide relevant details (such as copies of self- attested PAN and client master sheet of demat account etc., details/ records confirming the legal and beneficial ownership of their respective Equity Shares) to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., on or before Tuesday, March 11, 2025 to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to our Company or the Registrar account is active to facilitate the aforementioned transfer.

In this regard, our Company has made necessary arrangements with NSDL and CDSL for crediting of the Rights Entitlements to the demat accounts of the Eligible Equity Shareholders in a dematerialized form. A separate ISIN for the Rights Entitlements has also been generated which is **INE244E20018**. The said ISIN shall remain frozen (for debit) until the Issue Opening Date. The said ISIN shall be suspended for transfer by the Depositories post the Issue Closing Date.

Additionally, our Company will submit the details of the total Rights Entitlements credited to the demat accounts of the Eligible Equity Shareholders and the demat suspense escrow account to the Stock Exchange after completing the corporate action. The details of the Rights Entitlements with respect to each Eligible Equity Shareholders can be accessed by such respective Eligible Equity Shareholders on the website of the Registrar after keying in their respective details along with other security control measures implemented thereat.

### **DECLARATION**

We hereby declare that all relevant provisions of the Companies Act 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in this Letter of Offer is contrary to the provisions of the Companies Act 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the statements and disclosures made in this Letter of Offer are true and correct.

**SIGNED BY THE DIRECTORS OF OUR COMPANY**

Sd/-

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**(SANJIV GARG)**  
**Chairman & Managing Director**  
**DIN: 00217156**

Sd/-

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**(Rajiv Garg)**  
**Managing Director**  
**DIN: 00444558**

Sd/-

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**(UJJWAL GARG)**  
**Whole Time Director**  
**DIN: 01234439**

Sd/-

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**(SANJAY SAHNI)**  
**Independent Director**  
**DIN: 08364951**

Sd/-

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**(AVNISH DHINGRA)**  
**Independent Director**  
**DIN: 09102065**

Sd/-

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**(MISHA NAYAR)**  
**Independent Director**  
**DIN: 09110365**

**SIGNED BY OUR CHIEF FINANCIAL OFFICER**

Sd/-

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**(RAMANDEEP SINGH)**  
**Chief Financial Officer**

**Date: February 12, 2025**

**Place: Ludhiana**