

JAIMIN GUPTA

Address: 3, Rajpath Highway Society, Behind Rajpath Club, S G Highway, Behind Nova Village, Bodakdev, Ahmedabad, Gujarat – 380 054

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No: C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051.
Scrip Symbol: AARVEEDEN

To,
BSE Limited
Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 514274

Sub: Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”)

Scrip Code: AARVEEDEN | 514274

Dear Sir/Madam,

In compliance with the provisions of Regulation 29(2) of SEBI (SAST) Regulations, I, Jaimin Kailash Gupta, hereby enclose the disclosure with regard to acquisition of Equity Shares on April 11, 2025, of Aarvee Denims and Exports Limited (“**Target Company**”) pursuant to the Share Purchase Agreement dated September 05, 2024 (SPA) read with amendments to SPA dated January 15, 2025 and March 06, 2025 and made in accordance with the provisions of SEBI (SAST) Regulations.

We further confirm that, due to execution of the aforesaid transaction, my individual shareholding in the Target Company shall be 88,12,561 Equity Shares representing 37.57% of paid-up equity share capital of the Target Company and collectively with PACs our shareholding shall be 90,36,740 Equity Shares representing 38.52% of paid-up equity share capital of the Target Company.

Further the Acquirer and the PACs have already complied with the open offer requirements and other applicable provisions of the SEBI (SAST) Regulations.

Accordingly, enclosed herewith the requisite disclosure under Regulation 29(2) of SEBI (SAST) Regulations.

Kindly take the same on record.

Thanking you.

For & on behalf of Acquirer and PACs

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KAILASH
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Date: 2025.04.15
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Jaimin Kailash Gupta
Acquirer

Date: April 15, 2025

Place: Ahmedabad

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Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Aarvee Denims and Exports Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Name of the Acquirer: 1. Jaimin Kailash Gupta Persons Acting in Concert (PAC) with the Acquirer: 1. Tarachand Gangasahay Agrawal 2. Qmin Industries Limited		
Whether the acquirer belongs to Promoter / Promoter group	No*		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total Diluted share/voting capital of the TC
Before the acquisition under consideration, holding of acquirer along with PACs:			
a) Shares carrying voting rights			
Name of the Acquirer:			
1. Jaimin Kailash Gupta	86,60,990	36.92%	36.92%
Persons Acting in Concert (PAC) with the acquirer:			
1. Tarachand Gangasahay Agrawal	Nil	Nil	Nil
2. Qmin Industries Limited	2,24,179	0.96%	0.96%
Total	88,85,169	37.87%	37.87%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
Total (a+b+c+d)	88,85,169	37.87%	37.87%
Details of acquisition			

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a) Shares carrying voting rights acquired			
Jaimin Kailash Gupta	1,51,571	0.65%	0.65%
Persons Acting in Concert (PAC) with the acquirer:			
1. Tarachand Gangasahay Agrawal	Nil	Nil	Nil
2. Qmin Industries Limited	Nil	Nil	Nil
Total	1,51,571	0.65%	0.65%
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
Total (a+b+c+/-d)	1,51,571	0.65%	0.65%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
Name of the Acquirer:			
1. Jaimin Kailash Gupta	**88,12,561	37.56%	37.56%
Persons Acting in Concert (PAC) with the Acquirer:			
1. Tarachand Gangasahay Agrawal	Nil	Nil	Nil
2. Qmin Industries Limited	2,24,179	0.96%	0.96%
Total	90,36,740	38.52%	38.52%
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
Total (a+b+c+d)	90,36,740	38.52%	38.52%
Mode of acquisition (e.g., open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Off-market transfer pursuant to the Share Purchase Agreement dated September 05, 2024 read with amendments to SPA dated January 15, 2025 and March 06, 2025.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of	April 11, 2025		

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shares, whichever is applicable	
Equity share capital / total voting capital of the TC before the said acquisition	₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition	₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each.
Total diluted share/voting capital of the TC after the said acquisition	₹ 23,45,98,000 consisting of 2,34,59,800 Equity Shares of face value of ₹ 10/- each.

Note:

***The holdings of Jaimin Kailash Gupta include 63,93,788 Equity Shares acquired pursuant to Share Purchase Agreement dated September 5, 2024 (SPA) and subsequent Amendment Agreements dated January 15, 2025 and March 06, 2025 (Amended SPAs), 14,90,500 Equity Shares acquired pursuant to Open Offer in accordance with SEBI (SAST) Regulations and 9,28,273 Equity Shares acquired before execution of SPA. Upon completion of the Transaction as contemplated under the SPA and subject to compliance with SEBI (SAST) Regulations, the Acquirer and PACs will acquire control over the Target Company and the Acquirer shall be classified as promoter of the Target Company and the PACs shall be classified as promoter group of the Target Company, in accordance with the provisions of the SEBI (LODR) Regulations.*

For & on behalf of the Acquirer & PACs

JAIMIN
KAILASH
GUPTA

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Jaimin Kailash Gupta (Acquirer)

Place: Ahmedabad

Date: April 15, 2025