

October 3, 2023

The Manager
Listing Department
BSE Limited, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001

Security Code : 502865
Security ID : FORBESCO

Dear Sir/Madam,

Subject: Submission of newspaper clipping regarding mailing of the Notice of Postal Ballot

Pursuant to Regulation 47 of the Securities and Exchange Board of and Disclosure Requirements) Regulations, 2015, we have published intimation regarding dispatch of the Notice of the Court/NCLT convened Meeting of the Shareholders and Unsecured Creditors in Business Standard and Navsakti newspaper. We enclose copy of the newspaper cutting for your record.

Yours faithfully,
For **Forbes & Company Limited**

Rupa Khanna
Company Secretary & Compliance Officer

FORBES & COMPANY LIMITED

Registered Office: Forbes Building, Charanjit Rai Marg,
Fort, Mumbai 400 001
Telephone No: +91 22 6135 8900, Fax No: +91 22 6135 8901
CIN: L17110MH1919PLC000628

Website: <https://www.forbes.co.in> Email: investor.relations@forbes.co.in

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH
COMPANY SCHEME APPLICATION No. C.A(CAA)/196/MB-V/2023**

In the matter of the Companies Act, 2013

AND

In the matter of Companies Act, 2013 (18 of 2013) and Sections 230 to Section 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with Companies (Compromises, Arrangements and Amalgamation) Rules, 2016

AND

In the matter of Scheme of Arrangement between FORBES & COMPANY LIMITED, the Demerged Company and FORBES PRECISION TOOL AND MACHINE PARTS LIMITED, the Resulting Company and their respective shareholders

Forbes & Company Limited, a Company Incorporated under the provisions of Indian Companies Act, 1913 having its registered office at Forbes' Building, Charanjit Rai Marg, Fort, Mumbai 400 001. } Applicant Company
CIN: L17110MH1919PLC000628 }

NOTICE AND ADVERTISEMENT OF NOTICE OF THE MEETING OF EQUITY SHAREHOLDERS AND UNSECURED CREDITORS OF FORBES & COMPANY LIMITED

NOTICE is hereby given that by an Order dated September 27, 2023 in the Company Scheme Application No. C.A(CAA)/196/MB-V/2023 ("Order"), the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") has directed inter alia that separate meetings be convened and held of the Equity Shareholders and Unsecured Creditors of the Applicant Company for the purpose of considering, and if thought fit, approving, with or without modification(s) the proposed Scheme of Arrangement between FORBES & COMPANY LIMITED, the Demerged Company and FORBES PRECISION TOOLS AND MACHINE PARTS LIMITED, the Resulting Company ("Scheme") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act").

In pursuance of the said Order and in compliance with the applicable provisions of the Act and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and by following the operating procedures (with requisite modifications as may be required) referred to in General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), further notice is hereby given that the Meetings of Equity Shareholders and Unsecured Creditors of the Applicant Company (collectively referred to as "Meetings") will be held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and without requiring physical presence of equity shareholders and unsecured creditors, as under:

Sr. No.	Class of Meetings	Date of Meeting	Time (IST)
1.	Equity Shareholders	Tuesday, October 31, 2023	11:00 a.m.
2.	Unsecured Creditors	Tuesday, October 31, 2023	2:00 p.m.

The Notices along with explanatory statement and annexures thereto under Section 230, 232 and 102 of the Act ("Explanatory Statement") of the aforesaid Meetings have been or will be sent by the Company to persons who are entitled to attend and vote at the Meetings by registered post or by air mail or by courier or by speed post or by hand delivery or email at the e-mail IDs that are last registered with the Applicant Company / Depository Participants with respect to Equity Shareholders and Unsecured Creditors. In case e-mail IDs of Equity Shareholders are not registered with the Applicant Company / Depository Participants, the Equity Shareholders of the Applicant Company are requested to follow the instructions provided in this Notice below. Copy of the Scheme, the Notices and the documents accompanying the Notices including the Explanatory Statement as per Section 102 read with Sections 230, 232 of the Act is available on the website of the Applicant Company at <https://www.forbes.co.in> and on the website of BSE Limited at www.bseindia.com and also on the website of National Securities Depository Limited ("NSDL") (e-voting facility provider) at www.evoting.nsdl.com from where they can be downloaded.

For any queries with respect to the above Meetings, please contact at investor.relations@forbes.co.in or at registered office of the company.

Voting at the aforementioned Meetings shall take place through e-voting / remote e-voting facility made available during the Meetings (held through VC/OAVM).

FURTHER NOTICE is hereby given that:

- Voting period for the remote e-voting made available prior to the aforementioned meetings commences on Friday, October 27, 2023 at 9:00 A.M. IST and ends on Monday, October 30, 2023 at 5:00 P.M. IST. Member/Creditors can opt for only one mode of e-voting i.e., either at the VC/OAVM meeting or by remote e-voting. If you opt for remote e-voting, then you may attend the VC/OAVM meeting but cannot vote at VC/OAVM meeting. In case the member/creditor exercises their right to vote via both modes, i.e. at the VC/OAVM meeting as well as remote e-voting, then remote e-voting shall prevail over voting by the said member/creditor at the time of the meeting and votes cast at the VC/OAVM meeting by that Members/Creditors shall be treated as invalid.
- Equity Shareholders who have not registered their e-mail addresses with the Depository Participants ("DPs") / Registrar and Transfer Agents ("RTAs") are requested to get their e-mail IDs registered with their concerned DPs in respect of shares held in demat mode and with RTA in respect of shares held in physical mode, by writing to them. Alternatively, Equity Shareholders who have not registered their e-mail IDs are required to send an e-mail request to evoting@nsdl.co.in along with the following documents for procuring user ID and password for e-voting for the resolutions set out in the Notice as follows:

Physical Holding	Folio no., Name of the shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card
Demat Holding	Please provide DPID-Client ID (8-digit DPID + 8-digit Client ID or 16 digit beneficiary ID), Name, client master or copy of consolidated account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card

- The voting rights of the Equity Shareholders shall be in proportion to their shareholding in the Applicant Company as on the close of business hours on Tuesday, October 24, 2023 ("Cut-off date"). A person/entity who is not a shareholder on the Cut-off date will not be entitled to vote at the Equity Shareholders Meeting and should treat this Notice for information purpose only.
- Since the Equity Shareholders Meeting is being held through VC/OAVM, in line with the said MCA Circulars, the facility to appoint a proxy to attend and cast vote for the shareholder will not be available for the said meeting. However, in terms of the provisions of Sections 112 and 113 of the Act read with the said MCA Circulars, Corporate Shareholders are entitled to appoint their authorized representatives to attend the Equity Shareholders Meeting through VC/OAVM on their behalf and participate therein, including cast votes by electronic means. For details, corporate shareholders are requested to refer "General Guidelines for Equity Shareholders" provided in the Notices of the Equity Shareholders Meeting.
- With respect to the Unsecured Creditors Meeting, only a person/entity who is recorded as a creditor of the Applicant Company as on March 31, 2023 shall be entitled to vote at the meeting. Voting rights of the Unsecured Creditors shall be in proportion to the outstanding amount due to them from the Applicant Company as on March 31, 2023.
- In case any Equity Shareholder or Unsecured Creditor is interested in receiving a copy of the Scheme together with a copy of the explanatory statement, a requisition in that regard may be sent to the Applicant Company by writing an email at investor.relations@forbes.co.in. The Scheme and explanatory statement can also be obtained on any day (except Saturday, Sunday and public holidays) from the Registered Office of the Applicant Company at Forbes' Building, Charanjit Rai Marg, Fort, Mumbai 400 001 between 10.00 a.m. to 3.00 p.m.
- The NCLT has appointed Mr. Bipin B Shah & Co., Chartered Accountant as Scrutinizer for the Meetings. Results of the votes cast with respect to aforesaid Meetings, along with the Scrutinizer's Report, shall be placed on the Applicant Company's website viz. www.forbes.co.in on NSDL website viz. www.evoting.nsdl.com and BSE Limited website viz. www.bseindia.com immediately after the results is declared.
- The NCLT has appointed Mr. Mahesh Tahilyani, Managing Director (DIN: 01423084) failing him, Mr. Nirmal Jagawat, Chief Financial Officer, of the Applicant Company to be the Chairperson of the Meetings.

In case of queries/grievances with regard to e-voting, kindly refer to the Frequently Asked Questions for Shareholders and e-voting user manual for Shareholders available on NSDL's website, available at the "Downloads" section at www.evoting.nsdl.com or call on toll free no.: 1800-1020-990 and 1800-22-44-30 or send request at evoting@nsdl.co.in

The Scheme, if approved in the aforesaid Meetings, will be subject to the subsequent approval of the NCLT and such other approvals, permissions and sanctions of regulatory authorities, as may be necessary.

Date: September 30, 2023

Mahesh Tahilyani
Chairperson appointed of the Meeting

Business Standard | MUMBAI | MONDAY, 2 OCTOBER 2023

