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 Not for publication, distribution or release directly or indirectly into the United States or otherwise outside India.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 July 29, 2022 (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').



MERCURY METALS LIMITED

Corporate Identity Number: L27109GJ1986PLC008770

red Office: 367-368, GIDC, POR, VILLAGE: POR, Taluka: Vadodara, Vadodara, Gujarat – 391243

none No.: +91 9081234614 | Email: info@mercurymetals.in | Website: www.mercurymetals.in |

Castact across Mr. Midd Nitiable Cabil Castact Across Compliance Officer

Our Company was originally incorporated as "Mercury Metals Private Limited" on July 4, 1986 as a private limited company under the provisions of the Companies Act, 1956 pursuant to Certificate of Incorporation issued by Registrar of Companies, Gujarat, Dadra & Nagar Haveli. Subsequently our Company was converted into a public limited company pursuant to shareholders resolution passed at the General Meeting of our Company and the name of our Company was changed to "Mercury Capital Limited" and a Fresh Certificate of Incorporation dated February 17, 1995 was issued by the ROC-Ahmedabad. Subsequently the name of our company was changed to Mercury Metals Limited vide fresh Certificate of Incorporation consequent to change of name dated January 10, 1997. For details of incorporation, change of name and registered office of our Company, please refer to chapter titled "General Information" beginning on page 36 of this Letter of offer.

PROMOTERS OF OUR COMPANY: KAVIT JAYESHRHAI THAKKAR AND ARTIREN JAYESHRHAI THAKKAR

RIGHTS ISSUE OF 15,99,14,584* FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1/- EACH OF THE COMPANY FOR CASH AT A PRICE OF ₹ 3/- PER RIGHT SHARE (INCLUDING A PREMIUM OF ₹ 2/- (RUPEES TWO ONLY) PER RIGHT EQUITY SHARE) FOR AN AMOUNT UP TO ₹ 4797.44 LAKHS ON A RIGHTS ISSUE BASIS TO THE ELIGIBLE SHAREHOLDERS OF MERCURY METALS LIMITED IN THE RATIO OF 23 RIGHT SHARES FOR EVERY 1 EQUITY SHARE HELD BY SUCH ELIGIBLE SHAREHOLDERS AS ON THE RECORD DATE, THURSDAY, AUGUST 4, 2022, ("ISSUE"). THE ISSUE PRICE IS 3 (THREE) TIMES THE FACE VALUE OF THE EQUITY SHARE. FOR FURTHER DETAILS, KINDLY REFER TO THE SECTION TITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 136 OF THIS LETTER OF OFFER.

*Assuming full subscription

NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

ISSUE OPENS ON TUESDAY, AUGUST 16, 2022

LAST DATE FOR ON MARKET RENUNCIATIONS WEDNESDAY. AUGUST 24, 2022 ISSUE CLOSES ON# TUESDAY, AUGUST 30, 2022

*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 Renouncee(s) on or prior to the Issue Closing Date.
#Our Board will have the right to extend the Issue period as it may determine 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.

ASBA*

to our Company.

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.

acilities 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. 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. 148 of the Letter of Offer, respectively.

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 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. Application through ASBA facility in electronic mode will only be available with such SCSBs who provide such facility. Investors should ensure that they have correctly submitted the Application Form or have otherwise provided an authorization to the

SCSB, 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.

Please note that subject to SCSBs 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 SCSBs.

Further, in terms of the SEBI Circular CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(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 SCSBs for the ASBA process, please refer to https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=34. For details on Designated Branches of SCSBs 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 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 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 SCSB to 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 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 SCSB before the Issue Closing Date and should contain the following particulars:

(i) Name of our Company, being 'Mercury Metals 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 No.; (iv) Number of Equity Shares held as on Record Date; (v) Allotment option – only dematerialized form; (vi) Number of Right Shares entitled to; (vii) Total number of Right Shares applied for; (viii) Number of additional Right Shares applied for, if any; (ix) Total number of Right Shares applied for; (x) Total amount paid at the rate of ₹ 3/- for Right Shares issued in one Rights Entitlement; (xi)

Details of the ASBAAccount such as the account number, name, address and branch of the relevant SCSB; (xii) In case of non-resident

Eligible Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO Account such as the account number, name, address, branch of the SCSB with which the account is maintained and a copy of the RBI approval obtained pursuant to Rule 7 of the FEMA Rules. (xiii) 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 Right Shares applied for pursuant to this Issue; (xiv) Authorization to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBAAccount; (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 records of the SCSB); and (xvi) All such Eligible Equity Shareholders are deemed to have accepted the following: "I/We understand that neither the Rights Entitlement nor the Equity Shares have been, or will be, registered under the United States Securities Act of 1933, as amended (the "US Securities Act") or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the "United States") except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act. I/ we understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlement for sale in the United States, or as a solicitation therein of an offer to buy any of the said Equity Shares or Rights Entitlement in the United States. Accordingly, I/ we understand that this application should not be forwarded to or transmitted in or to the United States at any time. I/ we understand that none of the Company, the Registrar, the Lead Manager,

If 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 satisfy, and each account for which we are acting satisfies, 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 not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S under the US Securities Act (hereinafter referred to as '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 Equity Shares, is/are outside the United States, and (ii) is/are acquiring the Rights Entitlement and/or the Equity Shares in an offshore transaction meeting the requirements of Regulation S.

I/ We acknowledge that the Company, the Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

Please note that, if the shareholders makes an application using the application form as well as plain paper or multiple plain paper Applications, such Applications shall be treated as multiple applications and are liable to be rejected.

NOTICE TO INVESTORS: The distribution of this Letter of Offer, the Abridged Letter of Offer, Application Form and Rights Entitlement Letter and the issue of Rights Entitlement and Rights Equity Shares to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Letter of Offer the Abridged Letter of Offer, Rights Entitlement Letter or Application Form (CAFs) may come are required to inform themselves about and observe such restrictions. Our Company is making this Issue on a rights basis to the Eligible Equity Shareholders and will electronically dispatch through email and physical dispatch through speed post/courier the Letter of Offer / Abridged 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

the Rights Entitlement Letter and other Issue material 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 Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them. Further, Letter of Offer will be provided, through email and speed post/courier, by the Registrar on behalf of our Company to the Eligible

Further, Letter of Offer will be provided, through email and speed post/courier, by the Registrar on behalf of our Company to the Eligible Equity Shareholders who have provided their Indian addresses to our Company or who are located in jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions and in each case who make a request in this regard. Investors can also access this, Letter of Offer, the Abridged Letter of Offer and the Application Form from the websites of the Registrar, our Company. the Lead Manager and the Stock Exchange.

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, or any U.S. state securities laws and may not be offered, sold, resold, or otherwise transferred within the United States of America 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, but 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 therein of an offer to buy any of the said Equity Shares or rights. Accordingly, the Issue Materials should not be forwarded to or transmitted in 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 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, represented, warranted, and agreed, that: (i) It is not and that at the time of subscribing for the Right 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 may infringe applicable legal or regulatory requirements; and (v) Our Company shall not be bound to allot or issue any Rights Shares or Rights Entitlement in respect of any such Application Form. Our Company, in consultation with the Lead Managers, reserves the right to treat as invalid any Application Form which: (i) Appears to

Company shall not be bound to allot or issue any Rights Shares or Rights Entitlement in respect of any such Application Form.

Our Company, in consultation with the Lead Managers, 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 Tuesday, August 30, 2022 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 SCSB, uploaded with the BSE and the Application Money is not blocked with the SCSB, on or before the Issue Closing Date or such date as may be extended 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 at liberty to dispose of the Right Shares hereby offered, as provided under the section, Terms of the Issue - 'Basis of Allotment' on page 160 of the Letter of Offer. Please note that on the Issue Closing Date, 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.

ALLOTMENT ONLY IN DEMATERIALISED FORM: The Allotment of Equity Shares pursuant to the Issue will only be made in dematerialised form, In accordance with the SEBI Circular SEBI/H0/CFD/DIL2/CIRIP/2020/13 dated January 22, 2020, the credit of Rights Entitlement and Allotment of Equity Shares shall be made in dematerialised 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 suspense escrow account opened by our Company. The Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to 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 the

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 154 and 161 of the Letter of Offer, respectively.

INVESTORS MAY PLEASE NOTE THAT THE EQUITYSHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALISED FORM.

LISTING: The existing Equity Shares of our Company are listed on BSE Limited ("BSE"). Our Company has received in-principle approvals from BSE vide its letter dated July 18, 2022. Our Company will also make applications to BSE to obtain trading approvals for the Rights Entitlements as enshrined under the SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020. For the purposes of this Issue, the Designated Stock Exchange is BSE Limited.

DISCLAIMER CLAUSE OF SEBI: The Letter of Offer has not been filed with in terms of SBI ICDR Regulations as the size of the issue is up to ₹ 4797.44 Lakhs which is less than Rs. 5000.00 Lakhs. The Investors are advised to refer to the full text of the "Disclaimer Clause of SEBI" on page 131 of the Letter of Offer.

DISCLAIMER CLAUSE OF BSE (Designated Stock Exchange): It is to be distinctly understood that the permission given by BSE Limited 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 Regulatory and Statutory Disclosures - Disclaimer Clause of BSE Limited" on page 131 of the Letter of

BANKER TO THE ISSUE: AXIS BANK LIMITED

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS: In accordance with the SEBI ICDR Regulations, our Company will send/dispatch through email or registered post or speed post/courier, the Letter of Offer/Abridged Letter of Offer, the Application Form and other applicable 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 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 Rights Entitlement Letter along with the Application form has been completed in electronic form through email on Friday, August 5, 2022 and by speed post/courier on Monday, August 8, 2022 by the Registrar to the Issue. 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 Eligible Equity

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. 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 a reasonable effort basis, to 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.

Eligible Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar to the Issue's website at www.bigshareonline.com by entering their DP-ID and Client-ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form), and PAN. The link for the same shall also be available on the website of our Company at www.mercurymetals.in.

Our Company along with the Lead Manager will undertake all adequate steps to reach out to the Eligible Equity Shareholders who have provided their Indian address through means as may be considered feasible by 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

Investors can access the Letter of Offer, the Abridged Letter of Offer, and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Right Shares under applicable securities laws) on the websites of: (i) our Company at www.bigshareonline.com; (iii) the Lead Manager at www.kunvarji.com and (iv) BSE Limited's website at www.bseindia.com.

For accessing frequently asked questions (FAQs) and online/electronic dedicated investor helpdesk for guidance on the Application process and resolution of difficulties faced by the Investors please refer link at www.bigshareonline.com. For Updation of Indian address/e-mail address/ phone/mobile number in the records maintained by the Registrar or our Company

please send an email to <u>rightsissue@bigshareonline.com</u>. For Updation of demat account details by Eligible Equity Shareholders holding shares in physical form please send an e-mail to <u>rightsissue@bigshareonline.com</u>. For submission of self-attested PAN, client master sheet and demat account details by non-resident Eligible Equity Shareholders:

rightsissue@bigshareonline.com.
The Letter of Offer is available on Our Company's website at www.mercurymetals.in; the Registrar at www.bigshareonline.com the

Lead Manager at www.kunvarji.com and Stock Exchage website at www.bseindia.com

LEAD MANAGER TO THE ISSUE REGISTRAR TO THE ISSUE **COMPLIANCE OFFICER** KUNVARJI 367-368, GIDC, POR, VILLAGE: B-Wing, Siddhivinayak Towers, Nr D.A.V School, Office No S6-2, 6th floor Pinnacle Business Next to Kataria House, Off S.G. Highway Road, Makarba, Ahmedabad- 380051 POR, Taluka: Vadodara, Vadodara, Gujarat – 391243 Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093. **Tel No.:** +91 79 6666 9000 Tel No.: 022-62638200/22 Tel No.: +91 9081234614 Email ID/Investor Grievance Email Email: rightsissue@bigshareonline.com Email-ID: info@mercurymetals.in Website: www.mercurymetals.in info@kunvarji.com Investor grievance e-mail: Contact Person: Mr. Niraj Thakkar/ Mr. Prasan investor@bigshareonline.com Contact Person: Mr. Mikil Bhatt Contact Person: Mr. Vijay Surana Nitinbhai Gohil, company

Investors may contact the Registrar or the Company Secretary and Compliance Officer for any pre issue or post issue related matter. All grievances relating the ASBA process may be addressed to the Registrar, with a copy to the SCSBs in case of ASBA process), giving full details such as name, address of the Applicant contact number(s), e-mail address of the sole first holder, folio number or demat account number, number of Rights Equity Shares applied for, amount blocked (in case of ASBA process), ASBA Account number, and the Designated Branch of the SCSBs where the Application Form or the plain paper applications as the-case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip (in case of ASBA process).

Website: www.bigshareonline.com

SEBI Registration No: INR000001385

For **Mercury Metals Limited**On behalf of the Board of Directors

secretary & compliance officer

COMPANY SECRETARY &

-/Sd Mr. Mikil Nitinbhai Gohil

Company secretary & compliance officer

Date - 11.08.2022 Place - Vadodara

Website: www.kunvarji.com

SEBI Reg. No.: MB/INM000012564