



JONJUA OVERSEAS LIMITED

Registered office: 545, Jubilee Walk Sector 70 Mohali, Chandigarh Sector 71, Rupnagar, S.A.S. Nagar (Mohali), Punjab, India, 160071

Contact Person: CS Vaishali Rani, Company Secretary & Compliance Officer

Tel No: +91 9872172032; **E-Mail ID:** contactus@jonjua.com; **Website:** www.jonjua.com

Corporate Identity Number: L51909PB1993PLC013057

ENTITLEMENT LETTER FOR RIGHTS ISSUE

Date:

Dear Shareholder,

SUBJECT: ISSUE OF UP TO 79,25,339 EQUITY SHARES OF FACE VALUE OF ₹10/- (RUPEES TEN ONLY) ("RIGHTS EQUITY SHARES") EACH AT A PRICE OF ₹10/- PER RIGHTS EQUITY SHARE AGGREGATING UP TO ₹792.53 LAKHS⁽¹⁾ ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 1 (ONE) RIGHTS EQUITY SHARE FOR EVERY 1 (ONE) FULLY PAID-UP EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS AS ON THE RECORD DATE, NOVEMBER 29, 2024 ("THE ISSUE"). FOR FURTHER DETAILS, KINDLY REFER TO THE CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 160 OF THE LETTER OF OFFER.

(1) Assuming full subscription with respect to Rights Equity Shares

This letter does not constitute an offer of, or a solicitation of an offer to purchase, any securities of the Company in any jurisdiction where such offers or solicitations are not permitted by law. You are advised to read the disclaimer carefully before reading, accessing or making any other use of the documents. By accessing this letter and its enclosures, you are hereby deemed to represent that you qualify under the above criteria. This letter and its enclosures should not be reproduced, transmitted or distributed to any other person.

You have been sent this letter (including its enclosures) to comply with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and relevant circulars issued by SEBI from time to time. The information in this letter is solely intended for distribution to, and use by, Eligible Equity Shareholders as of the Record Date i.e., November 29, 2024, who have provided an Indian address to the Company or who are located in jurisdictions where the offer and sale of the Rights Entitlement or Rights Equity Shares is permitted under laws of such jurisdiction and does not result in and may not be construed as, a public offering in such jurisdictions. By accepting this letter and its enclosures, you are hereby deemed to represent that you qualify under one of the foregoing criteria. This letter and its enclosures should not be reproduced, transmitted or distributed to any other person.

IF YOU ARE NOT PERMITTED TO ACCESS THESE MATERIALS OR ARE IN ANY DOUBT AS TO WHETHER YOU ARE PERMITTED TO ACCESS THESE MATERIALS, PLEASE TREAT THIS LETTER AS SENT FOR INFORMATION PURPOSES ONLY AND SHOULD NOT BE ACTED UPON FOR SUBSCRIPTION TO THE RIGHTS EQUITY SHARES AND SHOULD NOT BE COPIED OR REDISTRIBUTED.

With reference to above, please find below for your information the details of Equity Shares held by you as on the Record Date i.e. **Friday, November 29, 2024** along with your Rights Entitlements:

Folio Number/ DP or Client ID	No. of Equity Shares held by you on the Record Date - Friday, November 29, 2024	*** No. of Rights Entitlements

***With reference to above details, if you are unable to see/view the rights entitlement shares credit in your respective demat account, your REs might have been moved to Demat Suspense Escrow Account. Please see 'Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders' and 'Attention for Physical Shareholders' below and take action to claim the REs before applying in the Rights issue.

Abridged Letter of Offer & Application Form are enclosed.

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar i.e., <https://rights.cameoindia.com/jonjua> entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form) and such other credentials for validation of the identity of the shareholder, as may be required. The link for the same shall also be available on the website of the Company i.e., www.jonjua.com

THIS IS TO INFORM YOU THAT THE CAPTIONED ISSUE OPENS FOR SUBSCRIPTION ON FRIDAY, DECEMBER 13, 2024 AND CLOSES* FOR SUBSCRIPTION ON MONDAY, DECEMBER 23, 2024.

#Our Board of Directors 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.

Procedure for Application in the 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 the ASBA process. Investors should carefully read the provisions applicable to such applications before making their application through ASBA. For further details, see "Terms of the Issue" beginning on page 160 of the Letter of Offer.

***** Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders**

Pursuant to provisions of the SEBI ICDR Regulations read with SEBI Rights Issue Circulars and in terms of the Letter of Offer, the Rights Entitlements of the Eligible Equity Shareholders have been credited in their respective demat account under the ISIN – INE793Z20019. For details of credit of the Rights Entitlements, see "Terms of the Issue - Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders" on page 163 of the Letter of Offer.

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circular, the credit of Rights Entitlements and Allotment of Rights 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 Resident Eligible Equity Shareholders holding the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account (namely, "Jonjua Overseas Limited – Unclaimed Securities – Suspense Escrow Account") opened by our Company, for the Resident Eligible Equity Shareholders which would comprise Rights Entitlements relating to;

- Equity Shares held in a unclaimed suspense account pursuant to Regulation 39 of the SEBI Listing Regulations; or
- Equity Shares held in the account of IEPF authority; or
- the demat accounts of the Resident Eligible Equity Shareholder which are frozen or suspended for debit or credit or details of which are unavailable with our Company or with the Registrar on the Record Date; or
- Equity Shares held by Eligible Equity Shareholders in physical form as on Record Date where details of demat accounts are not provided by Eligible Equity Shareholders to our Company;
- credit of the Rights Entitlements returned/reversed/failed; or
- the ownership of the Equity Shares currently under dispute, including any court proceedings

*****Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have opened their demat accounts after the Record Date, shall adhere to following procedure for participating in this Issue:**

a. The Eligible Equity Shareholders whose REs are credited to Demat Suspense Escrow account and those who are holding shares in physical form shall update the demat account details in the online portal of the Registrar to the issue at <https://rights.cameoindia.com/jonjua> wherein they shall upload the self-attested PAN alongwith client master list. Alternatively they may send 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 either by e-mail, post, speed post, courier, or hand delivery so as to reach to the Registrar no later than two Working Days prior to the Issue Closing Date.

b. The Registrar shall, after verifying the details of such demat account, transfer the Rights Entitlements of such Eligible Equity Shareholders to their demat accounts at least one day before the Issue Closing Date;

In accordance with SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, credit of Rights Entitlement and Allotment of Equity Shares shall be made in dematerialised form only. The Physical Shareholders are requested to furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date i.e., Wednesday, December 18, 2024, to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat accounts at least one day before the Issue Closing Date Friday, December 20, 2024. The Rights Entitlements of the Physical Shareholders who do not furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date, shall lapse and they shall not be eligible to make an Application for Rights Equity Shares against their Rights Entitlements with respect to the Equity Shares held in physical form. To update respective email addresses/ mobile numbers in the records maintained by our Company, Eligible Equity Shareholders should visit the website of the Registrar to the Issue at <https://rights.cameoindia.com/jonjua>. The Physical Shareholders are requested to ensure that their demat account, details of which is provided to our Company or Registrar, is active. For further details, please refer to the heading "Application by Eligible Equity Shareholders holding Equity Shares in physical form" in the chapter titled "Terms of the Issue" at page 164 of the Letter of Offer.

PLEASE NOTE THAT CREDIT OF THE RIGHTS ENTITLEMENTS IN THE DEMAT ACCOUNT DOES NOT, PER SE, ENTITLE THE INVESTORS TO THE RIGHTS EQUITY SHARES AND THE INVESTORS HAVE TO SUBMIT APPLICATION FOR THE RIGHTS EQUITY SHARES ON OR BEFORE THE ISSUE CLOSING DATE AND MAKE PAYMENT OF THE APPLICATION MONEY. FOR DETAILS, SEE "PROCEDURE FOR APPLICATION" ON PAGE 176 OF THE LETTER OF OFFER.

***** ATTENTION FOR PHYSICAL SHAREHOLDERS**

The Eligible Equity Shareholders shall send 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 either by e-mail, registered post, speed post, courier, or hand delivery or by uploading the said documents in the "Demat Account Registration" module available in the portal of the Registrar at <https://rights.cameoindia.com/jonjua> so as to reach to the Registrar no later than two Working Days prior to the Issue Closing Date i.e., December 18, 2024.

In accordance with SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, credit of Rights Entitlement and Allotment of Equity Shares shall be made in dematerialised form only. The Physical Shareholders are requested to furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date i.e., December 18, 2024, 2024 to enable the credit of their Rights Entitlements in their demat accounts at least one day before the Issue Closing Date i.e., by December 20, 2024. The Rights Entitlements of the Physical Shareholders who do not furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date, shall lapse and they shall not be eligible to make an Application for Rights Equity Shares against their Rights Entitlements with respect to the Equity Shares held in physical form.

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circular, the Eligible Equity Shareholders, who hold Equity Shares in physical form as on the Record Date are required to upload copy of self-attested PAN and self-attested client master sheet of their demat account on the website of the Registrar i.e., <https://rights.cameoindia.com/jonjua> at least 2 (Two) Working Days prior to the Issue Closing Date after which they can apply through ASBA facility only. Alternatively they may furnish a letter to the Registrar containing the name(s), address, e-mail address, contact details and the details of their demat account along with copies of aforesaid documents either by e-mail, post, speed post, courier, or hand delivery so as to reach to the Registrar no later than two Working Days prior to the Issue Closing Date. Such resident Eligible Equity Shareholders must check the procedure for Application by and credit of Rights Equity Shares in "Procedure for Application by Resident Eligible Equity Shareholders holding Equity Shares in physical form" on page 164 of the Letter of Offer

Resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date cannot renounce until the details of their demat account are provided to our Company or the Registrar and the dematerialized Rights Entitlements are transferred from suspense escrow demat account to the respective demat accounts of such Eligible Equity Shareholders within prescribed timelines.

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 Rights Equity Shares while submitting the Application through ASBA process.

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 Rights Equity Shares under applicable securities laws) from the websites of the Company (www.jonjua.com) or the Registrar (<https://rights.cameoindia.com/jonjua>) or the Stock Exchange (www.bseindia.com).

PLEASE NOTE THAT THE ELIGIBLE EQUITY SHAREHOLDERS, WHO HOLD EQUITY SHARES IN PHYSICAL FORM AS ON RECORD DATE AND WHO HAVE NOT FURNISHED THE DETAILS OF THEIR RESPECTIVE DEMAT ACCOUNTS TO THE REGISTRAR OR OUR COMPANY AT LEAST TWO WORKING DAYS PRIOR TO THE ISSUE CLOSING DATE, SHALL NOT BE ELIGIBLE TO MAKE AN APPLICATION FOR RIGHTS EQUITY SHARES AGAINST THEIR RIGHTS ENTITLEMENTS WITH RESPECT TO THE EQUITY SHARES HELD IN PHYSICAL FORM.

Trading of the Rights Entitlements

In accordance with the SEBI Rights Issue Circulars, the Rights Entitlements credited shall be admitted for trading on the Stock Exchange under ISIN - INE793Z20019. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchange for trading of Rights Entitlements. Investors shall be able to trade/ transfer their Rights Entitlements either through On Market Renunciation or through Off Market Renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism. For more details, see "Procedure for Renunciation of Rights Entitlements" on page 173 of the Letter of Offer.

Renunciation of Rights Entitlements

The Issue includes a right exercisable by you to renounce the Rights Entitlements credited in your demat account either in full or in part. The renunciation of Rights Entitlements credited in your demat account can be made either a) by using the secondary market platform of the Stock Exchange through a registered stock broker or b) through off market transfer through a depository participant during the Renunciation Period. For more details, see "Procedure for Renunciation of Rights Entitlements" on page 173 of the Letter of Offer.

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 Stock Exchange or through an off-market transfer. For details, see "Procedure for Renunciation of Rights Entitlements" on page 173 of the Letter of Offer.

Fractional Entitlements

The Rights Equity Shares are being offered on a rights basis to Eligible Equity Shareholders in the ratio of 1 (One) Rights Equity Shares for every 1 (One) Equity Shares of face value of ₹ 10 each held on the Record Date. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. In terms of present ratio, there will be no fractional shares.

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

Issue Schedule

You are requested to take note of the following schedule of the Issue:

Last Date for credit of Rights Entitlements* (on or before)	December 12, 2024	Finalization of Basis of Allotment (on or about)	December 31, 2024
Issue Opening Date	December 13, 2024	Date of Allotment (on or about)	December 31, 2024
Last date for On Market Renunciation*	December 17, 2024	Date of credit (on or about)	January 3, 2025
Issue Closing Date#	December 23, 2024	Date of listing (on or about)	January 7, 2025

Note: The above timetable is indicative in nature and does not constitute any obligation on the Company. While our Company shall ensure that all the steps for completion of all the necessary formalities for the listing and trading of our equity shares on the BSE SME platform are taken within the prescribed timelines, the time table may change due to various factors such as extension of the issue period by the Company or any delay in receiving final listing and trading approval from the BSE. The Commencement of the trading of Equity shares will be entirely at the discretion of BSE in accordance with the applicable laws.

* In accordance with the SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the Physical Shareholders as on Record Date, have to furnish the details of their demat account to the Registrar or the Company at least two Working Days prior to the Issue Closing Date to enable us to process the credit of Rights Entitlement.

* 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.

The Board of Directors will have the right to extend the Issue period as it may determine from time to time, provided that this Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

The Investors can visit following links for the below-mentioned purposes:

Frequently asked questions and online/ electronic dedicated investor helpdesk for guidance on the Application process and resolution of difficulties faced by the Investors: <https://rights.cameoindia.com/jonjua>

Updation of email address/ mobile number in the records maintained by the Registrar or our Company: <https://rights.cameoindia.com/jonjua>

Updation of demat account details by Eligible Equity Shareholders holding shares in physical form: <https://rights.cameoindia.com/jonjua>

Updation of Indian address can be done by way of an email to priya@cameoindia.com

Submission of self-attested PAN, client master sheet and demat account details by non-resident Eligible Equity Shareholders: priya@cameoindia.com

The Rights Equity Shares or Rights Entitlements have not been recommended by any U.S. federal or state securities commission or regulatory authority. Furthermore, the foregoing authorities have not confirmed the accuracy or determined the adequacy of the Issue Materials. Any representation to the contrary is a criminal offence in the United States. The Right Entitlements or the Rights Shares of our Company have not been and will not be registered under United States Securities Act, 1933, as amended (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 Issue Materials are being offered in India, but not in the United States. The offering to which the Issue Materials relate to is not and are under no circumstances to be construed as, an offering of any Right Entitlement or the Rights Shares for sale in the United States or as a solicitation therein of an offer to buy any of the said Right Entitlement or the Rights Shares. Accordingly, the Issue Materials should not be forwarded to or transmitted in or into the United States at any time.

In case of any queries, you may contact the Company or the Registrar as per the details mentioned herein:

COMPANY	REGISTRAR TO THE ISSUE
 JONJUA OVERSEAS LIMITED Registered Office: 545, Jubilee Walk Sector 70 Mohali, Chandigarh Sector 71, Rupnagar, S.A.S. Nagar (Mohali), Punjab, India, 160071 Telephone: +91 9872172032 E-mail: contactus@jonjua.com Website: www.jonjua.com CIN: L51909PB1993PLC013057 Contact Person: Ms. Vaishali Rani, Company Secretary and Compliance Officer	 CAMEO CAMEO CORPORATE SERVICES LIMITED Subramanian Building, No. 01, Club House Road, Chennai- 600 002, Tamil Nadu, India. Telephone: +91-44-28460390 Email: rights@cameoindia.com ; Website: www.cameoindia.com Investor grievances ID: investor@cameoindia.com Contact Person: Ms. Sreepriya K. SEBI Registration No.: INR000003753 CIN: U67120TN1998PLC041613

Note: All capitalized terms, unless defined herein, shall have the meaning ascribed to them in the Letter of Offer.

For JONJUA OVERSEAS LIMITED

Sd/-

CS Vaishali Rani

Company Secretary and Compliance Officer

This mail is sent by Cameo Corporate Services Limited as Registrar to the Issue,

on behalf of JONJUA OVERSEAS LIMITED