
APPLICABLE INFORMATION IN THE FORMAT SPECIFIED FOR ABRIDGED PROSPECTUS (AS PROVIDED IN PART E OF SCHEDULE VI OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENT) REGULATIONS, 2018)

This disclosure document ("Document") contains applicable information pertaining to the unlisted company, Praveg Communications Limited, and the proposed Scheme of Arrangement between Praveg Communications Limited ("the Transferor Company") and Sword and Shield Pharma Limited – Now Praveg Communications (India) Limited ("the Transferee Company") and their respective shareholders and creditors ("Scheme").

This Document has been prepared in connection with the above Scheme, pursuant to the Securities and Exchange Board of India ("SEBI") circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/249 dated December 22, 2020 and SEBI circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ("SEBI Circulars"). This Document should be read together with the Scheme.



PRAVEG COMMUNICATIONS LIMITED

Registered Office: 102, Shanti Arcade, 132 Feet Ring Road, Naranpura, Ahmedabad - 380013, Gujarat, India

Telephone: 079 2749 6737 | **Website:** www.praveg.com | **Email:** cs@praveg.com;

CIN: U74300GJ2005PLC045833

Contact Person: Mr. Paraskumar Patel, Managing Director

PROMOTER AND PROMOTERS GROUP OF PRAVEG COMMUNICATIONS LIMITED

The promoters of Praveg Communications Limited are Paraskumar Maneklal Patel, Sunita Paras Patel, Vishnukumar Vitthaladas Patel and Ashaben Vishnukumar Patel

The persons belonging to the Promoter's Group are Jayesh Ishwarlal Patel, Rajesh K Patel, Harsh Vishnubhai Patel, Kalpesh Ramanlal Patel, Manishkumar Sureshchandra Rami and Parag Vijaykumar Patel.

SCHEME DETAILS, LISTING AND PROCEDURE

The Scheme of Amalgamation provides for amalgamation of Praveg Communications Limited with Praveg Communications (India) Limited (Formerly known as Sword and Shield Pharma Limited) under the provisions of Sections 230 to 232 of the Companies Act, 2013 and rules framed thereunder. As a consideration for the amalgamation, equity shares would be issued by the Transferee Company to the shareholders of the Transferor Company in the proportion of 75 (Seventy Five) fully paid-up Equity Shares of ₹ 10/- each of the Transferee Company, for every 1 (One) Equity Share of ₹ 10/- each held by them in the Transferor Company and shall rank *pari passu* in all respects with the then existing shares of Transferee Company.

Such equity shares (issued by the Transferee Company to the relevant equity shareholders of the Transferor Company) will be listed and admitted for trading on the Stock Exchange i.e. BSE Limited.

PROCEDURE

The procedure with respect to public issue/offer would not be applicable as the Scheme does not involve issue of any equity shares to public at large. The issue of equity shares by the Transferee Company is only to the shareholders of the Transferor Company, in accordance with the Scheme. Hence, the procedure with respect to GID (General Information Document) is Not Applicable.

STATUTORY AUDITORS OF PRAVEG COMMUNICATIONS LIMITED

K.V. Patel & Co. Chartered Accountants

Firm Registration No. 145522W

Address: Office 1, Ground Floor, Shri Krishala App., B/s I D P Edu Campus,
Ghatlodia, Ahmedabad - 380061

Phone: +91 99250 42858

ELIGIBILITY FOR THE ISSUE

Whether the company is compulsorily required to allot at least 75% of the net public offer to public, to qualified institutional buyers – Not Applicable

INDICATIVE TIMELINE

The Abridged Prospectus is issued pursuant to the Scheme and is not an offer to public at large. The time frame cannot be established with absolute certainty, as the Scheme is subject to approvals from regulatory authorities, including the National Company Law Tribunal ('NCLT').

GENERAL RISKS

Investments in equity and equity related securities involve a degree of risk and investors should not invest any funds in the equity of the Issuing Company unless they can afford to take the risk of losing their entire investment. Shareholders are advised to read the risk factors carefully before taking an investment decision in relation to the Scheme. For taking an investment decision, shareholders must rely on their own examination of the Company and the Scheme including the risks involved. The equity shares being offered in the Scheme have not been recommended or approved by the Securities and Exchange Board of India ("SEBI") nor does SEBI guarantee the accuracy or adequacy of the Abridged Prospectus. The Scheme does not envisage any issue to the public at large. **Shareholders are advised to refer the title "Internal Risk Factors" as mentioned under the head of "INTERNAL RISK FACTORS" of the Abridged Prospectus: Not Applicable**

PRICE INFORMATION OF LEAD MANAGERS

Not Applicable

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PROMOTERS OF PRAVEG COMMUNICATIONS LIMITED

PARASKUMAR MANEKLAL PATEL: Mr. Paraskumar Patel with over 26 years of in- depth knowledge and experience in the field of advertising and publicity. Ever since the inception of his business in 1994, he has worked on several challenging assignments of state government undertakings, right from preparing assorted promotional materials to conceiving, designing and executing exhibitions at various national and international forums and event management.

With unflinching commitment to the assignments in terms of quality, cost and time, he has endeavored to provide the best value for money to each of his clients and attained constant impressive growth of his agency.

SUNITA PARAS PATEL: She has more than 12 years experience in administration and having role in day to day affairs in the field of advertising and publicity.

VISHNUKUMAR VITTHALDAS PATEL: With over 8 years of rich experience in Construction, Solar Energy and Events, Mr. Vishnukumar Patel is a visionary who enabled the company to achieve its growth objectives.

He also has expertise in Implementation, Planning and Execution of projects along with Cost Benefit Analysis, Project Finance and Minimization of Overhead during and after project implementation.

He is a Practicing Chartered Accountant and the Founder Partner of the M/s. V.V. Patel & Co. He has wide professional experience since 1998, the establishment of the firm.

ASHABEN VISHNUKUMAR PATEL: She has more than 10 years experience in marketing and having role in day to day affairs in the field of publicity.

BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

Praveg Communications Limited is engaged in the business of advertising, publicity, printing, graphics, marketing, conducting by organising trade fairs, exhibition, events management press releases, making, developing films, ad films event management.

Praveg Communications Limited is reckoned among the leading exhibition and event management companies of India, having successfully managed more than 700 events and exhibitions in India and abroad during the last 20 years.

With an ever-expanding range of products and services, the Company has grown beyond the bounds of the Exhibition & Event Management Company. Today, Praveg is a service company with a diversified portfolio, including Advertising & Promotion, Event & Exhibition Management, Publications and Hospitality.

The Company's prospects for growth in the near future focus on expanding its portfolio towards ensuring multifold growth.

In the hospitality sector, Praveg is aggressively working towards attaining large-scale government projects on PPP mode.

BOARD OF DIRECTORS OF PRAVEG COMMUNICATIONS LIMITED

Sr. No.	Name	Designation	Experience including current / past position held in other firms
1.	Paraskumar Maneklal Patel	Managing Director	<p>Mr. Paraskumar Patel with over 26 years of in- depth knowledge and experience in the field of advertising and publicity. Ever since the inception of his business in 1994, he has worked on several challenging assignments of state government undertakings, right from preparing assorted promotional materials to conceiving, designing and executing exhibitions at various national and international forums and event management.</p> <p>With unflinching commitment to the assignments in terms of quality, cost and time, he has endeavored to provide the best value for money to each of his clients and attained constant impressive growth of his agency.</p> <p>Other current directorships:</p> <ol style="list-style-type: none"> 1. Praveg Tourism Private Limited 2. Praveg Skill Development Foundation
2.	Sunita Paras Patel	Wholetime Director	<p>She has more than 12 years experience in administration and having role in day to day affairs in the field of advertising and publicity. She does not hold any directorship in any other Company.</p>
3.	Vishnukumar Vitthaldas Patel	Non-Executive Director	<p>With over 8 years of rich experience in Construction, Solar Energy and Events, Mr. Vishnukumar Patel is a visionary who enabled the company to achieve its growth objectives.</p> <p>He also has expertise in Implementation, Planning and Execution of projects along with Cost Benefit Analysis, Project Finance and Minimization of Overhead during and after project implementation.</p> <p>He is a Practicing Chartered Accountant and the Founder Partner of the M/s. V.V. Patel & Co. He has wide professional experience since 1998, the establishment of the firm.</p> <p>Other current directorships:</p> <ol style="list-style-type: none"> 1. U R Energy (Solar) Private Limited 2. U R Energy (India) Private Limited 3. Westport Infrastructure Private Limited 4. V Square Infrabuild Private Limited 5. Praveg Tourism Private Limited 6. V V Patel Consultants Private Limited 7. Ahmedabad Association of Builders and Developers

OBJECTS PURSUANT TO THE SCHEME

- The Scheme will ensure Integrating and combining the resources of the two companies.
- The Scheme will also reduce the multiplicity of legal and regulatory compliances required at present and eliminate duplicative communication and coordination efforts across multiple entities and optimize profitability.
- Reduction in administrative costs, effect internal economies and optimize profitability

SHAREHOLDING PATTERN OF Transferor Company (Pre - Amalgamation)

Shareholding pattern of Praveg Communications Limited Pre-Amalgamation as on March 9, 2019 is as follows:

Sr. No.	Category of Shareholder	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group		
1	Indian	177780	100.00
2	Foreign	-	-
	Total Shareholding of Promoter and Promoter Group	177780	100.00
(B)	Public Shareholding		
1	Institutions	-	-
2	Non-Institutions	-	-
	Total Public Shareholding	-	-
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
	Total Shares held by Custodians and against which Depository Receipts have been issued	-	-
	TOTAL (A+B+C)	177780	100.00

AUDITED FINANCIALS OF PRAVEG COMMUNICATIONS LIMITED

The Standalone financial information of Praveg Communications Limited as at and for the last five years and the nine months ended December 31, 2018 are given below:

Standalone (Figures in INR Lakhs)	For the nine months ended 31/12/2018	FY 2017-18	FY 2016-17	FY 2015-16	FY 2014-15	FY 2013-14
Total Income from Operations (net)	3984.14	3089.06	3012.79	2601.35	2777.61	2503.48
Net Profit/(Loss) before Extraordinary Items and Tax	197.72	223.36	218.89	231.47	241.29	204.22
Net Profit/(Loss) after Extraordinary Items and Tax	142.71	160.15	128.16	172.24	162.59	137.79
Equity Share Capital	20.27	20.27	17.78	17.78	17.78	16.00
Reserves and Surplus	1125.41	982.70	732.24	634.04	489.61	318.50
Net Worth	1145.68	1002.97	750.02	651.82	507.39	334.50
Basic and Diluted earnings per share (Rs.)	70.40	90.02	72.09	96.88	101.44	86.12
Return on Net Worth (%)	12.46%	15.97%	17.09%	26.42%	32.04%	41.19%
Net Asset Value per share (Rs.)	565.16	494.76	421.88	366.64	285.40	209.06

The Consolidated financial information of Praveg Communications Limited as at and for the last five years and the nine months ended December 31, 2018 are given below:

Consolidated (Figures in INR Lakhs)	For the nine months ended 31/12/2018	FY 2017-18	FY 2016-17	FY 2015-16	FY 2014-15	FY 2013-14
Total Income from Operations (net)	3984.14	3838.75	3052.85	2621.66	2777.61	-
Net Profit/(Loss) before Extraordinary Items and Tax	197.29	449.02	182.38	62.43	241.25	-
Net Profit/(Loss) after Extraordinary Items and Tax	142.40	384.01	88.99	2.56	162.54	-

Consolidated (Figures in INR Lakhs)	For the nine months ended 31/12/2018	FY 2017-18	FY 2016-17	FY 2015-16	FY 2014-15	FY 2013-14
Equity Share Capital	20.27	20.27	17.78	17.78	17.78	-
Reserves and Surplus	1134.08	991.68	520.53	458.62	489.23	-
Net Worth	1154.35	1017.81	542.16	477.49	507.40	-
Basic and Diluted earnings per share (Rs.)	70.25	215.84	50.06	1.60	101.40	-
Return on Net Worth (%)	12.34%	37.73%	16.41%	0.54%	32.03%	-
Net Asset Value per share (Rs.)	565.01	502.08	304.96	268.59	285.41	-

Please note:

1. Net worth is computed in accordance with section 2(57) of the Companies Act, 2013.
2. Return on Networth (%) is computed by dividing the net profit after tax by the net worth.
3. Net asset value per share has been arrived at by dividing the Net Worth by total number of equity shares.
4. Praveg Communications Limited had 3 subsidiaries i.e. 1. Praveg Tourism Private Limited; 2. Praveg Communications (AUS) Pty. Limited; and 3. Praveg Communications USA Inc.
5. In the financial year 2013-14, there were no subsidiary companies of the Company and accordingly, consolidated figures are not applicable.

INTERNAL RISK FACTORS

Implementation of the Scheme completely depends on the approval of Regulatory Authorities. Any modification or revision in the Scheme by the competent authorities may delay the completion of the process.

Equity Shares to be issued pursuant to the Scheme by shall be listed on BSE Limited, which would be subject to approvals from the said Stock Exchange.

Company specific risk: Any political instability or change in economic environment or change in liberalization and derogation policies could seriously harm business and economic conditions in India generally.

Pursuant to the Scheme, all assets and liabilities of Transferor Company are being transferred to Transferee Company. There may be potential risks regarding business, financial, tax and regulatory matters in Transferor Company which may have an adverse impact on Transferee Company.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

- A. Total number of outstanding litigations against Praveg Communications Limited and amount involved: NIL
- B. Brief details of top 5 material outstanding litigations against Praveg Communications Limited and amount involved: NIL
- C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: NIL
- D. Brief details of outstanding criminal proceedings against Promoters: NIL

ANY OTHER IMPORTANT INFORMATION OF PRAVEG COMMUNICATIONS LIMITED

Authority for the issue – The Scheme was approved by the Board of Directors of Praveg Communications Limited and Sword and Shield Pharma Limited in their meeting held on May 3, 2017. The Scheme is subject to approvals from the SEBI, Shareholders, Stock Exchanges, National Company Law Tribunal, Official Liquidator, Regional Director & Registrar of Companies.

Expert Opinion obtained, if any:

- The Valuation report issued by Harshesh Jasvani & Associates, Chartered Accountants dated April 29, 2017 for issue of shares pursuant to the Scheme;
- The Valuation report issued by Mukesh P. Patel & Co., Chartered Accountants dated January 1, 2018 for issue of shares pursuant to the Scheme;
- The Fairness Opinion issued by Gretex Corporate Services Private Limited, an independent Merchant Banker dated May 2, 2017;

DECLARATION

We hereby certify and declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 and the rules / guidelines / regulations issued by the Government of India or the guidelines / regulations issued by the Securities and Exchange Board of India, 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 abridged prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued thereunder, as the case may be. We further certify that all statements in the abridged prospectus are true and correct.

For and On behalf of Praveg Communications Limited

Paraskumar Patel
Managing Director
DIN : 00467608

Date : 10/06/2021
Place : Ahmedabad