

RBZ

JEWELLERS LTD.

(Formerly Known as RBZ Jewellers Pvt. Ltd.)

Date: June 16, 2023

To,
Corporation Finance Department
Division of Issues and Listing
Securities and Exchange Board of India
Plot No. C4-A, 'G' Block,
Bandra Kurla Complex, Bandra (East),
Mumbai-400051, Maharashtra

- Ref:** Proposed initial public offering of equity shares of face value of ₹ 10 each ("Equity Shares") of RBZ Jewellers Limited (the "Issuer" or the "Company");
- Sub:** Request for exemption from strict enforcement of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") under Regulation 300(1)(c) of the SEBI ICDR Regulations, from disclosing (i) Lalitbhai Bababhai Zaveri and Jayrajbhai Bababhai Zaveri (brothers of Rajendrakumar Kantilal Zaveri, Promoter), (ii) Jaibala A Jhaveri (sister of Rajendrakumar Kantilal Zaveri, Promoter), (iii) Priya Rajendrasingh Parmar (sister of the spouse of Harit Rajendrakumar Zaveri, Promoter); and (iv) entities in which such individuals may have an interest) as a part of the "promoter group" of the Company.

Dear Sir/Madam,

1. Background

- 1.1. Our Company was originally incorporated as "RBZ Jewellers Private Limited" as a private limited company under the provisions of the Companies Act, 1956 pursuant to a certificate of incorporation dated April 15, 2008 issued by the Registrar of Companies, Gujarat, Dadra and Nagar Haveli. Thereafter, our Company was converted to a public limited company, pursuant to a special resolution passed by our shareholders on February 25, 2023 and the name of our Company was changed to "RBZ Jewellers Limited" and a fresh certificate of incorporation bearing corporate identification number U36910GJ2008PLC053586 dated March 20, 2023 was issued to our Company by Registrar of Companies, Ahmedabad. Our Company's registered and corporate office is situated at Block-D, Mondeal Retail Park, Near Rajpath Club, S.G. Highway, Beside Iscon Mall, Ahmedabad, Gujarat-380054, India.
- 1.2. The Company is proposing to undertake an initial public offering of Equity Shares by way of fresh issuance of 1,00,00,000 Equity Shares (the "Issue") and in this regard is proposing to file the draft red herring prospectus (the "DRHP") with SEBI, in accordance with the provisions of the SEBI ICDR Regulations.
- 1.3. The Company has appointed Arihant Capital Markets Limited as the Book Running Lead Manager to the Issue.
- 1.4. The Company has two Promoters i.e., Rajendrakumar Kantilal Zaveri and Harit Rajendrakumar Zaveri. The shareholding pattern of the Company as on the date of this application is enclosed as **Annexure A**.
- 1.5. In relation to our Promoters and the individuals and entities forming part of the promoter group, as defined under Regulation (2)(1)(pp) of the SEBI ICDR Regulations, are as enclosed in **Annexure B**, in respect of whom the relevant information, confirmations and undertakings as required in terms of the applicable provisions of the SEBI ICDR Regulations, to be included with respect to the members of the promoter group of the Company has been included in the DRHP.



RBZ

JEWELLERS LTD.

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- 1.6. In terms of Part A of Schedule VI of the SEBI ICDR Regulations, an issuer is required to disclose the names of members of promoter group along with confirmations or disclosures, as required, in the DRHP, the Red Herring Prospectus and the Prospectus (collectively the "Offer Documents") and in connection with the Issue.
- 1.7. However, no such information, confirmations or undertaking has been included in the DRHP in respect of (i) Lalitbhai Bababhai Zaveri and Jayrajbhai Bababhai Zaveri (brothers of Rajendrakumar Kantilal Zaveri, Promoter), (ii) Jaibala A Jhaveri (sister of Rajendrakumar Kantilal Zaveri, Promoter), (iii) Priya Rajendrasingh Parmar (sister of the spouse of Harit Rajendrakumar Zaveri, Promoter); (iv) entities in which such individuals may have an interest, in accordance with the SEBI ICDR Regulations ("Disassociated Group").
- 1.8. Further, please note that the Disassociated Group does not hold any shares in the Company as on the date of this application. They do not (directly or indirectly) have any role in the management or operations of the Company or in any of the entities forming a part of our Promoter Group. Neither of them is on the board of directors of the Company or the entities forming a part of our Promoter Group nor does any of them have any representative on the board of directors of the Company or hold any Equity Shares or other securities of the Company. As on date, neither of them has any related party transactions with the Company or is associated with the Company in the capacity of a vendor or supplier or client and does not have any special rights with respect to the Company through any formal or informal arrangements. The details of the related party transactions with the Company in the past three (3) financial years ending on March 31, 2023, March 31, 2022 and March 2021, are enclosed in **Annexure C**.

2. Grounds for seeking exemption from the requirement of including an individual as a part of the promoter group


Our Company had issued letters via registered post and emails dated May 04, 2023 to seek the consent of all the identified members of promoter group including the members of Disassociated Group. However, after regular follow ups by way of emails as disclosed in **Annexure D**, the Disassociated Group has not responded and have not provided the information required to be disclosed in terms of SEBI ICDR Regulations because of which we are unable to disclose the information in respect of:

(i) certain immediate relatives of our Promoters; (ii) body corporates in which 20% or more of the equity share capital is held by such immediate relatives or any Hindu undivided families or firms of which such immediate relatives are members; (iii) body corporates in which the body corporates referred to in (ii) hold 20% or more of the equity share capital; and (iv) Hindu undivided families or firms in which the aggregate shareholding of such persons is equal to 20% or more of the total capital.

We submit that the requirements under the SEBI ICDR Regulations as set out in this application above are beyond the control of our Company.

3. Exemption sought

- 3.1. Regulation 300(1)(c) of the SEBI ICDR Regulations empowers SEBI to relax the strict enforcement of the requirements under the SEBI ICDR Regulations including non-compliance caused due to factors beyond the control of the issuer.
- 3.2. As indicated in paragraph 2 above, as the Company is unable to make relevant disclosures in relation to the Disassociated Group and any entities they may be interested in. Accordingly, we request you to provide the Company an exemption under Regulation 300(1)(c) of the SEBI ICDR Regulations from classifying and disclosing the Disassociated Group and any entities they may be interested in, as members of the promoter group of the Company and from disclosing information, confirmations and undertakings with respect to any of them in the Offer Documents.




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JEWELLERS LTD.

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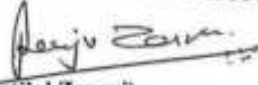
4. The fee of ₹ 1,18,000/- (Rupees One Lakh Eighteen Thousand only), including GST, is being remitted separately towards the fee as per Regulation 300 of the SEBI ICDR Regulations for consideration of this exemption application. The details of the fee payment would be communicated by us/BRLM immediately once it is remitted.
5. The Capitalized terms used in this letter but not defined shall have the same meaning as prescribed to them in the Offer Documents.

Thanking you,

Yours Sincerely,

For RBZ Jewellers Limited

For, RBZ Jewellers Limited



(Rajendrakumar Kantilal Zaveri)

Director

Chairman & Managing Director

Copy to:

Book Running Lead Manager:

Arihant Capital Markets Limited

1011 Building No. 10
Solitaire Corporate Park,
Guru Hargovindji Road, Chakala
Andheri (East), Mumbai
Maharashtra – 400093, India

Encl:

Copies of the registered post and the emails sent to Lalitbhai Bababhai Zaveri, Jayrajbhai Bababhai Zaveri, Jaibala A Jhaveri and Priya Rajendrasingh Parmar as mentioned in Annexure D.



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JEWELLERS LTD.

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ANNEXURE A

SHAREHOLDING PATTERN AS ON JUNE 16, 2023

S. No	Name of Shareholder	Number of Equity Shares	Percentage of pre-Issue Equity Share capital
1.	Rajendrakumar Kantilal Zaveri	1,52,92,500	50.98
2.	Harit Rajendrakumar Zaveri	1,46,99,325	49.00
3.	Ekta Harit Zaveri	75	Negligible
4.	Rajendrakumar Kantilal Zaveri HUF	7500	0.02
5.	Harit Rajendrakumar Zaveri HUF	375	Negligible
6.	Kiranben Rajendrakumar Zaveri	75	Negligible
7.	Harita Rajendrakumar Zaveri	75	Negligible
8.	Anshul Lalit Purohit	75	Negligible
	Total	3,00,00,000	100.00

Rajendra Zaveri



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JEWELLERS LTD.

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ANNEXURE B

The following natural persons form part of the Promoter Group as relatives of Rajendrakumar Kantilal Zaveri:

S. No.	Relationship	Name
1.	Spouse of the promoter	Kiranben Rajendrakumar Zaveri
2.	Father of the promoter	Late Kantilal Hargovinddas Zaveri
3.	Mother of the promoter	Late Bhagvatiben Kantilal Zaveri
4.	Brothers of the Promoter	<ul style="list-style-type: none">Bharatbhai B ZaveriDilipkumar Bababhai Zaveri-Vijaykumar B. Zaveri
5.	Sisters of the Promoter	<ul style="list-style-type: none">Nikunj Ashvin JhaveriLate. Meenakshiben Narendrakumar Soni
6.	Son of the promoter	<ul style="list-style-type: none">Harit Rajendrakumar Zaveri
7.	Daughters of the promoter	<ul style="list-style-type: none">Harita Rajendrakumar ZaveriPruthvi Rajendra Zaveri
8.	Father of the spouse of promoter	Late Balkrishna Bapalal Soni
9.	Mother of the spouse of the promoter	Late Indiraben Balkrishna Soni
10.	Brother of the spouse of the promoter	<ul style="list-style-type: none">Vrajeshbhai Balkrushna SoniBharatbhai Balkrishna. SoniJayant B. Soni
11.	Sister of the spouse of the promoter	Sushamaben Manishkumar Soni

The following natural persons form part of the Promoter Group as relatives of Harit Rajendrakumar Zaveri:

S. No.	Relationship	Name
1.	Spouse of the promoter	Ekta Harit Zaveri
2.	Father of the promoter	Rajendrakumar Kantilal Zaveri
3.	Mother of the promoter	Kiranben Rajendrakumar Zaveri
4.	Brothers of the Promoter	None
5.	Sisters of the Promoter	<ul style="list-style-type: none">Harita Rajendrakumar ZaveriPruthvi Rajendra Zaveri
6.	Son of the promoter	None
7.	Daughters of the promoter	Heer Harit Zaveri (minor)
8.	Father of the spouse of promoter	Rajendra Amarsinghji Parmar
9.	Mother of the spouse of the promoter	Jaya Rajendrakumar Parmar
10.	Brother of the spouse of the promoter	None

Body Corporate forming part of the Promoter Group

Following are the Promoter Group entities of Rajendrakumar Kantilal Zaveri:

S. No	Title	Name of the Entity
1.	Any Body Corporate in which 20% or more of the equity share capital is held by promoter or an immediate relative of the promoter or a firm or HUF in which promoter or any one or more of his immediate relatives is a member.	<ul style="list-style-type: none">B B Zaveri Private LimitedD B Zaveri Private Limited
2.	Any Body corporate in which Body Corporate as provided above holds 20% or more of the equity share capital.	None
3.	Any Hindu Undivided Family or firm in which the aggregate shareholding of the	<ul style="list-style-type: none">Rajendrakumar Kantilal Zaveri – HUFZaveri Bharatbhai Bababhai HUFBhagwati Jewellers – B B Zaveri



RBZ

JEWELLERS LTD.

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promoter and his immediate relatives is equal to or more than 20%.	<ul style="list-style-type: none">• Bhagwati Jewellers Dilip Zaveri• Zaveri Dilipbhai Bababhai HUF• Prerna Jewellers• Vrajeshbhai B Soni & Sons• Chehar Jewellers
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Following are the Promoter Group entities of Harit Rajendrakumar Zaveri:

S. No	Title	Name of the Entity
1.	Any Body Corporate in which 20% or more of the equity share capital is held by promoter or an immediate relative of the promoter or a firm or HUF in which promoter or any one or more of his immediate relatives is a member.	None
2.	Any Body corporate in which Body Corporate as provided above holds 20% or more of the equity share capital.	None
3.	Any Hindu Undivided Family or firm in which the aggregate shareholding of the promoter and his immediate relatives is equal to or more than 20%.	Harit Rajendrakumar Zaveri - HUF




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JEWELLERS LTD.

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ANNEXURE C

Details of Related Party Transactions

(₹ in Lakhs)

Particulars	Relationship	Year ended March 31, 2023	Year ended March 31, 2022	Year ended March 31, 2021
Unsecured Loan Taken				
Rajendrakumar Kantilal Zaveri	Individual having control and Key Managerial Personnel	14.00	22.50	35.00
Harit Rajendrakumar Zaveri	Individual having control and Key Managerial Personnel	30.50	38.30	-
Kiranben Rajendrakumar Zaveri	Relative of Key Managerial Personnel	10.00	-	-
Unsecured Loan Repaid				
Rajendrakumar Kantilal Zaveri	Individual having control and Key Managerial Personnel	27.00	7.30	75.00
Harit Rajendrakumar Zaveri	Individual having control and Key Managerial Personnel	62.33	11.00	0.82
Kiranben Rajendrakumar Zaveri	Relative of Key Managerial Personnel	1.25	-	42.38
Director's Remuneration				
Rajendrakumar Kantilal Zaveri	Individual having control and Key Managerial Personnel	30.00	30.00	27.05
Harit Rajendrakumar Zaveri	Individual having control and Key Managerial Personnel	24.00	23.00	21.37
Interest Expense				
Kiranben Rajendrakumar Zaveri	Relative of Key Managerial Personnel	4.12	3.48	6.25
Salary				
Harita Rajendrakumar Zaveri	Relative of Key Managerial Personnel	-	-	2.10
Heli Akash Garala	Key Managerial Personnel	2.71	-	-
Commission				
Harita Rajendrakumar Zaveri	Relative of Key Managerial Personnel	-	1.26	-
Purchase				



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JEWELLERS LTD.

(Formerly Known as RBZ Jewellers Pvt. Ltd.)

Bhagwati Jewellers B B Zaveri	Enterprise controlled by relatives of Key Managerial Personnel	-	12.57	-
Sales				
Bhagwati Jewellers B B Zaveri	Enterprise controlled by relatives of Key Managerial Personnel	13.32	4.33	-

Keyji Zaveri



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ANNEXURE D

S.No.	Name of the Person	Relation	Registered Post sent on	Email sent on
1.	Lalitbhai Bababhai Zaveri	Brother of Rajendrakumar Kantilal Zaveri	May 04, 2023	May 18, 2023, May 26, 2023, and May 29, 2023.
2.	Jayrajbhai Bababhai Zaveri	Brother of Rajendrakumar Kantilal Zaveri	May 04, 2023	May 19, 2023 and May 26, 2023.
3.	Jaibala A Jhaveri	Sister of Rajendrakumar Kantilal Zaveri	May 04, 2023	May 18, 2023 and May 26, 2023.
4.	Priya Rajendrasingh Parmar	Sister of the spouse of Harit Rajendrakumar Zaveri	May 04, 2023	May 19, 2023 and May 26, 2023.

Harit Zaveri



From: cs@rbzjewellers.com
Sent: 26 May 2023 17:21
To: 'brijaljhaveri2005@yahoo.com'
Cc: 'rajuzaveri.rbz@gmail.com'; 'Harit Zaveri'
Subject: FW: Request Letter to Provide Information
Attachments: ANNEXURES I_Jaibala A Jhaveri.docx

Dear Sir/Madam,

We hereby request you to refer the trail mail and provide us the signed annexures as per draft format shared with you on 18th May,2023.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 18 May 2023 17:19
To: 'brijaljhaveri2005@yahoo.com' <brijaljhaveri2005@yahoo.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: RE: Request Letter to Provide Information

Dear Sir,

Please find in the attachments Documents for signature of Smt. Jaibala Jhaveri, I request you to verify documents and sign the same and share with us the signed documents.

Further, kindly share self-attested Pan Card and Aadhar card along with this annexure . Kindly contact if there is any query.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 04 May 2023 13:14
To: 'brijaljhaveri2005@yahoo.com' <brijaljhaveri2005@yahoo.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: Request Letter to Provide Information

Dear Madam,

Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares") of RBZ Jewellers Limited (the "Company" and such offering, the "Issue").

As you are aware, Mr. Rajendrakumar Kantilal Zaveri and Mr. Harit Rajendrakumar Zaveri are the promoters of our Company carrying the business of manufacture and sale of gold and other studded jewellery.

We would like to inform you that our Company is planning to raise funds by way of an initial public offering and in this regard, our Company will prepare and file the Draft Red Herring Prospectus, the Updated Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus and any other documents in relation to the Issue, (the "Offer Documents") with the relevant statutory and regulatory authorities, as may be necessary under applicable laws.

The Offer Documents would include the details of the promoter and promoter group of the Company. As per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") the names of persons covered in promoter group are to be disclosed in the Offer Documents.

For your understanding, please note the following definition of 'Promoter Group':

"Promoter Group includes:

1. the promoter;
2. an immediate relative of the promoter (i.e., any spouse of that person, or any parent, brother, sister or child of the person or of the spouse); and
3. in case promoter is a body corporate:
 - a. a subsidiary or holding company of such body corporate;
 - b. anybody corporate in which the promoter holds twenty per cent. or more of the equity share capital; and/or anybody corporate which holds twenty per cent. or more of the equity share capital of the promoter.
4. in case the promoter is an individual:
 - a. any body corporate in which twenty per cent. or more of the equity share capital is held by the promoter or an immediate relative of the promoter or a firm or Hindu Undivided Family in which the promoter or anyone or more of their relative is a member;
 - b. any body corporate in which a body corporate as provided in (A) above holds twenty per cent. or more, of the equity share capital; and
 - c. any Hindu Undivided Family or firm in which the aggregate share of the promoter and their relatives is equal to or more than twenty per cent. of the total capital.
5. all persons whose shareholding is aggregated under the heading "shareholding of the promoter group..."

In order to comply with the SEBI ICDR Regulations, you and/or your body corporate and/or your firm may need to be classified as Promoter Group of our Company in the Offer Documents.

Accordingly, we request you to kindly provide the following information for the purpose of disclosure in the Offer Documents:-

1. Name of the body corporates in which 20% or more of the equity share capital is held by the immediate relative of the Promoter i.e., Mr. Rajendrakumar Kantilal Zaveri or firms or Hindu Undivided Families in which you are a member;
2. Name of the body corporates in which a body corporate as provided above holds 20% or more, of the equity share capital of such body corporates; and
3. Name of the Hindu Undivided Families or firms in which your aggregate share is equal to or more than 20% of the total capital of such Hindu Undivided Families or firms.

We would request you to kindly provide the aforesaid information in the attached formats in **Annexure I** and **Annexure II** (as applicable) with the required information thereby providing your consent to include your or your firm/body corporate/HUF name in the Offer Documents for the compliance of SEBI ICDR Regulations.

I am instructed by the management of the company to send this email. A Copy of the signed letter is attached herewith and physical copy of this letter has been sent you by courier with necessary annexures for your kind perusal.

RBZ
JEWELLERS PVT LTD

Heli Garala

Company Secretary

Email: cs@rbzjewellers.com

Contact: M: ++91 93752 03237

Website: <https://www.rbzjewellers.com/>

Instagram: [RBZ Jewellers & Harit Zaveri Jewellers](#)

HELI Garala || RBZ Jewellers ||

From: cs@rbzjewellers.com
Sent: 29 May 2023 18:08
To: lalit@abhishekzaveri.com
Cc: krparekh.associates@gmail.com
Subject: FW: Request Letter to Provide Information
Attachments: ANNEXURE II_LBZ Sons Pvt Ltd.docx; ANNEXURES I_Lalitkumar Zaveri.docx; ANNEXURE II_Abhishek Zaveri.docx

Dear sir,

As per our telephonic conversation kindly find in the attachment documents on which sign of Shri. Lalitbhai Bababhai Zaveri, I request you to verify documents and sign the same and share with us the final documents.

Further, kindly mention address of the firm Abhishek zaveri and share with us self-attested copy of Pan card and Aadhar card of Shri. Lalitbhai Zaveri and also share signed and stamp copies of the Pan card of Abhishek Zaveri and LBZ Sons Pvt Ltd respectively.

Kindly contact if there is any query.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 26 May 2023 16:23
To: 'lalit@abhishekzaveri.com' <lalit@abhishekzaveri.com>
Cc: 'haritzaveri.rbz@gmail.com' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: FW: Request Letter to Provide Information

Dear Sir,

We hereby request you to refer the trail mail and provide us the signed annexures as per draft format shared with you on 18th May,2023.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 18 May 2023 14:51
To: 'lalit@abhishekzaveri.com' <lalit@abhishekzaveri.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: RE: Request Letter to Provide Information

Dear Sir,

Please find in the attachments Documents for signature of Shri. Lalitbhai Bababhai Zaveri, I request you to verify documents and sign the same and share with us the final documents.

Further, kindly mention address of the firm Abhishek zaveri . Kindly contact if there is any query.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 04 May 2023 19:26

To: 'lalit@abhishekzaveri.com' <lalit@abhishekzaveri.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: Request Letter to Provide Information

Dear Sir,

Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares") of RBZ Jewellers Limited (the "Company" and such offering, the "Issue").

As you are aware, Mr. Rajendrakumar Kantilal Zaveri and Mr. Harit Rajendrakumar Zaveri are the promoters of our Company carrying the business of manufacture and sale of gold and other studded jewellery.

We would like to inform you that our Company is planning to raise funds by way of an initial public offering and in this regard, our Company will prepare and file the Draft Red Herring Prospectus, the Updated Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus and any other documents in relation to the issue, (the "Offer Documents") with the relevant statutory and regulatory authorities, as may be necessary under applicable laws.

The Offer Documents would include the details of the promoter and promoter group of the Company. As per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") the names of persons covered in promoter group are to be disclosed in the Offer Documents.

For your understanding, please note the following definition of 'Promoter Group':

"Promoter Group includes:

1. *the promoter;*
2. *an immediate relative of the promoter (i.e., any spouse of that person, or any parent, brother, sister or child of the person or of the spouse); and*
3. *in case promoter is a body corporate:*
 - a. *a subsidiary or holding company of such body corporate;*
 - b. *anybody corporate in which the promoter holds twenty per cent. or more of the equity share capital; and/or anybody corporate which holds twenty per cent. or more of the equity share capital of the promoter.*
4. *in case the promoter is an individual:*
 - a. *any body corporate in which twenty per cent. or more of the equity share capital is held by the promoter or an immediate relative of the promoter or a firm or Hindu Undivided Family in which the promoter or anyone or more of their relative is a member;*
 - b. *any body corporate in which a body corporate as provided in (A) above holds twenty per cent. or more, of the equity share capital; and*
 - c. *any Hindu Undivided Family or firm in which the aggregate share of the promoter and their relatives is equal to or more than twenty per cent. of the total capital.*
5. *all persons whose shareholding is aggregated under the heading "shareholding of the promoter group...."*

In order to comply with the SEBI ICDR Regulations, you and/or your body corporate and/or your firm may need to be classified as Promoter Group of our Company in the Offer Documents.

Accordingly, we request you to kindly provide the following information for the purpose of disclosure in the Offer Documents: -

1. Name of the body corporates in which 20% or more of the equity share capital is held by the immediate relative of the Promoter i.e., Mr. Rajendrakumar Kantilal Zaveri or firms or Hindu Undivided Families in which you are a member;
2. Name of the body corporates in which a body corporate as provided above holds 20% or more, of the equity share capital of such body corporates; and

3. Name of the Hindu Undivided Families or firms in which your aggregate share is equal to or more than 20% of the total capital of such Hindu Undivided Families or firms.

We would request you to kindly provide the aforesaid information in the attached formats in **Annexure I** and **Annexure II** (as applicable) with the required information thereby providing your consent to include your or your firm/body corporate/HUF name in the Offer Documents for the compliance of SEBI ICDR Regulations.

I am instructed by the management of the company to send this email. A Copy of the signed letter is attached herewith and physical copy of this letter has been sent you by courier with necessary annexures for your kind perusal.

RBZ
JEWELLERS PVT LTD

Heli Garala

Company Secretary

Email: cs@rbzjewellers.com

Contact: M: ++91 93752 03237

Website: <https://www.rbzjewellers.com/>

Instagram: [RBZ Jewellers & Harit Zaveri Jewellers](#)

HELI Garala || RBZ Jewellers ||

From: cs@rbzjewellers.com
Sent: 26 May 2023 17:18
To: 'Jayraj.zavei@gmail.com'; 'bhagwatijewellersjayrajzaveri@gmail.com'; 'hardevzaveri12@gmail.com'
Cc: 'Harit Zaveri'; 'rajuzaveri.rbz@gmail.com'
Subject: FW: Request Letter to Provide Information
Attachments: ANNEXURES I_Jayrajbhai Zaveri.docx; ANNEXURE II_B J Z EXIM Pvt Ltd.docx

Dear Sir,

We hereby request you to refer the trail mail and provide us the signed annexures as per draft format shared with you on 19th May,2023.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 19 May 2023 11:13
To: 'Jayraj.zavei@gmail.com' <Jayraj.zavei@gmail.com>; 'bhagwatijewellersjayrajzaveri@gmail.com' <bhagwatijewellersjayrajzaveri@gmail.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: RE: Request Letter to Provide Information

Dear Sir,

Please find in the attachments Documents for signature of Shri. Jayrajbhai Zaveri, I request you to verify documents and sign the same and share with us the final documents.

Further, kindly send Self Attested Aadhar Card and Pan card copy of Shri. Jayraj Zaveri along with signed documents. Kindly contact if there is any query.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 04 May 2023 19:38
To: 'Jayraj.zavei@gmail.com' <Jayraj.zavei@gmail.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: Request Letter to Provide Information

Dear Sir,

Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares") of RBZ Jewellers Limited (the "Company" and such offering, the "Issue").

As you are aware, Mr. Rajendrakumar Kantilal Zaveri and Mr. Harit Rajendrakumar Zaveri are the promoters of our Company carrying the business of manufacture and sale of gold and other studded jewellery.

We would like to inform you that our Company is planning to raise funds by way of an initial public offering and in this regard, our Company will prepare and file the Draft Red Herring Prospectus, the Updated Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus and any other documents in relation to the Issue, (the "Offer Documents") with the relevant statutory and regulatory authorities, as may be necessary under applicable laws.

The Offer Documents would include the details of the promoter and promoter group of the Company. As per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") the names of persons covered in promoter group are to be disclosed in the Offer Documents.

For your understanding, please note the following definition of 'Promoter Group':

"Promoter Group includes:

1. *the promoter;*
2. *an immediate relative of the promoter (i.e., any spouse of that person, or any parent, brother, sister or child of the person or of the spouse); and*
3. *in case promoter is a body corporate:*
 - a. *a subsidiary or holding company of such body corporate;*
 - b. *anybody corporate in which the promoter holds twenty per cent. or more of the equity share capital; and/or anybody corporate which holds twenty per cent. or more of the equity share capital of the promoter.*
4. *in case the promoter is an individual:*
 - a. *any body corporate in which twenty per cent. or more of the equity share capital is held by the promoter or an immediate relative of the promoter or a firm or Hindu Undivided Family in which the promoter or anyone or more of their relative is a member;*
 - b. *any body corporate in which a body corporate as provided in (A) above holds twenty per cent. or more, of the equity share capital; and*
 - c. *any Hindu Undivided Family or firm in which the aggregate share of the promoter and their relatives is equal to or more than twenty per cent. of the total capital.*
5. *all persons whose shareholding is aggregated under the heading "shareholding of the promoter group...."*

In order to comply with the SEBI ICDR Regulations, you and/or your body corporate and/or your firm may need to be classified as Promoter Group of our Company in the Offer Documents.

Accordingly, we request you to kindly provide the following information for the purpose of disclosure in the Offer Documents: -

1. Name of the body corporates in which 20% or more of the equity share capital is held by the immediate relative of the Promoter i.e., Mr. Rajendrakumar Kantilal Zaveri or firms or Hindu Undivided Families in which you are a member;
2. Name of the body corporates in which a body corporate as provided above holds 20% or more, of the equity share capital of such body corporates; and
3. Name of the Hindu Undivided Families or firms in which your aggregate share is equal to or more than 20% of the total capital of such Hindu Undivided Families or firms.

We would request you to kindly provide the aforesaid information in the attached formats in **Annexure I** and **Annexure II** (as applicable) with the required information thereby providing your consent to include your or your firm/body corporate/HUF name in the Offer Documents for the compliance of SEBI ICDR Regulations.

I am instructed by the management of the company to send this email. A Copy of the signed letter is attached herewith and physical copy of this letter has been sent you by courier with necessary annexures for your kind perusal.

RBZ
JEWELLERS PVT LTD

Heli Garala

Company Secretary

Email: cs@rbzjewellers.com

Contact: M: ++91 93752 03237

Website: <https://www.rbzjewellers.com/>

Instagram: [RBZ Jewellers & Harit Zaveri Jewellers](#)

HELI Garala || RBZ Jewellers ||

From: cs@rbzjewellers.com
Sent: 26 May 2023 17:51
To: 'Parmar24priya@gmail.com'
Cc: 'Harit Zaveri'; 'rajuzaveri.rbz@gmail.com'
Subject: FW: Request Letter to Provide Information
Attachments: ANNEXURES - I.docx; ANNEXURES - II.docx

Dear Madam,

With reference to our mail dated 4th May, 2023 and 19th May, 2023 we hereby request you to provide your details and request you to kindly provide information in the attached formats in Annexure I and Annexure II (as applicable) with the required information thereby providing your consent to include your or your firm/body corporate/HUF name in the Offer Documents for the compliance of SEBI ICDR Regulations.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 19 May 2023 10:01
To: 'Parmar24priya@gmail.com' <Parmar24priya@gmail.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: RE: Request Letter to Provide Information

Dear Madam,

Kindly refer the trail mail and do the needful.

From: cs@rbzjewellers.com <cs@rbzjewellers.com>
Sent: 04 May 2023 13:49
To: 'Parmar24priya@gmail.com' <Parmar24priya@gmail.com>
Cc: 'harit zaveri' <haritzaveri.rbz@gmail.com>; 'rajuzaveri.rbz@gmail.com' <rajuzaveri.rbz@gmail.com>
Subject: Request Letter to Provide Information

Dear Madam,

Re: Proposed initial public offering of equity shares of face value of Rs. 10 each (the "Equity Shares") of RBZ Jewellers Limited (the "Company" and such offering, the "Issue").

As you are aware, Mr. Rajendrakumar Kantilal Zaveri and Mr. Harit Rajendrakumar Zaveri are the promoters of our Company carrying the business of manufacture and sale of gold and other studded jewellery.

We would like to inform you that our Company is planning to raise funds by way of an initial public offering and in this regard, our Company will prepare and file the Draft Red Herring Prospectus, the Updated Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus and any other documents in relation to the Issue, (the "Offer Documents") with the relevant statutory and regulatory authorities, as may be necessary under applicable laws.

The Offer Documents would include the details of the promoter and promoter group of the Company. As per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") the names of persons covered in promoter group are to be disclosed in the Offer Documents.

For your understanding, please note the following definition of 'Promoter Group':

"Promoter Group includes:

1. the promoter;
2. an immediate relative of the promoter (i.e., any spouse of that person, or any parent, brother, sister or child of the person or of the spouse); and
3. in case promoter is a body corporate:
 - a. a subsidiary or holding company of such body corporate;
 - b. anybody corporate in which the promoter holds twenty per cent. or more of the equity share capital; and/or anybody corporate which holds twenty per cent. or more of the equity share capital of the promoter.
4. in case the promoter is an individual:
 - a. any body corporate in which twenty per cent. or more of the equity share capital is held by the promoter or an immediate relative of the promoter or a firm or Hindu Undivided Family in which the promoter or anyone or more of their relative is a member;
 - b. any body corporate in which a body corporate as provided in (A) above holds twenty per cent. or more, of the equity share capital; and
 - c. any Hindu Undivided Family or firm in which the aggregate share of the promoter and their relatives is equal to or more than twenty per cent. of the total capital.
5. all persons whose shareholding is aggregated under the heading "shareholding of the promoter group...."

In order to comply with the SEBI ICDR Regulations, you and/or your body corporate and/or your firm may need to be classified as Promoter Group of our Company in the Offer Documents.

Accordingly, we request you to kindly provide the following information for the purpose of disclosure in the Offer Documents:-

1. Name of the body corporates in which 20% or more of the equity share capital is held by the immediate relative of the Promoter i.e., Mr. Harit Rajendrakumar Zaveri or firms or Hindu Undivided Families in which you are a member;
2. Name of the body corporates in which a body corporate as provided above holds 20% or more, of the equity share capital of such body corporates; and
3. Name of the Hindu Undivided Families or firms in which your aggregate share is equal to or more than 20% of the total capital of such Hindu Undivided Families or firms.

We would request you to kindly provide the aforesaid information in the attached formats in **Annexure I** and **Annexure II** (as applicable) with the required information thereby providing your consent to include your or your firm/body corporate/HUF name in the Offer Documents for the compliance of SEBI ICDR Regulations.

I am instructed by the management of the company to send this email. A Copy of the signed letter is attached herewith and physical copy of this letter has been sent you by courier with necessary annexures for your kind perusal.

RBZ
JEWELLERS PVT LTD

Heli Garala

Company Secretary

Email: cs@rbzjewellers.com

Contact: M: ++91 93752 03237

Website: <https://www.rbzjewellers.com/>

Instagram: [RBZ Jewellers & Harit Zaveri Jewellers](#)

CASH MEMO	 SHREE We Deliver on Time NANDAN COURIER LIMITED B-17, GOLDCOIN COMPLX, JODHPUR CHAR RASTA, SATELITE, AHMEDABAD Phone : 07948489779	Cash, Gold, Silver, Diamond & Liquid are not accepted by us. NOTE : DO NOT KEEP CASH IN THE ENVELOPE		COURIER CONSIGNMENT NOTE ISSUED BY FRANCHISEE				
		ORIGIN	DESTINATION	DATE	C. NOTE NUMBER			
		AHMEDABAD - 07948489779	MUMBAI	04-May-2023	1567101028998			
RBZ JEWELLWRS	9375203237 GSTIN:	JAYBALA ASHOK KUMAR 9833802072 Pincode 400053 ATTN:						
CONTENTS		VALUE	WEIGHT	FREIGHT CHARGE	SGST	CGST	CASH / CREDIT	TOTAL CHARGE
DOC		0.00	100.00 Gms	59.32	5.34	5.34	Cash	70.00
<small>This C/Memo is valid for insured shipment. If consignor requires insurance, the C/Memo must get stamped or "Insured". This non-negotiable consignment note is subject to standard conditions of carriage shown on reverse side. The carrier specifically limits its maximum liability up to ten times of courier charges for documents & five times for non-documents. Insured in AHMEDABAD jurisdiction only.</small>				CONSIGNEE SIGNATURE & RUBBER STAMP NAME : _____ DATE : _____				
ગાહોને ખાસ સુધના કે આ સ્ટીલ હાથવી લખેલી લેવી નહીં એ સ્ટીલ માન્ય ગણાયો નહીં <small>Consignor Signature</small> _____ I warrant that all details given herein are true and correct				Received in good order and condition A.M./P.M.				
TRACK YOUR SHIPMENT ON www.shreenandancourier.com		24BMSPS7667E1ZC		RECEIVED BY DIAMOND AGENCY - 04/05/2023 14:01:57 Received By/Date				
UNINSURED SHIPMENT				P.T.O.				

CASH MEMO	 SHREE We Deliver on Time NANDAN COURIER LIMITED B-17, GOLDCOIN COMPLX, JODHPUR CHAR RASTA, SATELITE, AHMEDABAD Phone : 07948489779	Cash, Gold, Silver, Diamond & Liquid are not accepted by us. NOTE : DO NOT KEEP CASH IN THE ENVELOPE		COURIER CONSIGNMENT NOTE ISSUED BY FRANCHISEE				
		ORIGIN	DESTINATION	DATE	C. NOTE NUMBER			
		AHMEDABAD - 07948489779	MUMBAI	04-May-2023	1567101028995			
RBZ JEWELLWRS	9375203237 GSTIN:	PRIYA RAJENDRASINH 9820118550 Pincode 400101 ATTN:						
CONTENTS		VALUE	WEIGHT	FREIGHT CHARGE	SGST	CGST	CASH / CREDIT	TOTAL CHARGE
DOC		0.00	100.00 Gms	59.32	5.34	5.34	Cash	70.00
<small>This C/Memo is valid for insured shipment. If consignor requires insurance, the C/Memo must get stamped or "Insured". This non-negotiable consignment note is subject to standard conditions of carriage shown on reverse side. The carrier specifically limits its maximum liability up to ten times of courier charges for documents & five times for non-documents. Insured in AHMEDABAD jurisdiction only.</small>				CONSIGNEE SIGNATURE & RUBBER STAMP NAME : _____ DATE : _____				
ગાહોને ખાસ સુધના કે આ સ્ટીલ હાથવી લખેલી લેવી નહીં એ સ્ટીલ માન્ય ગણાયો નહીં <small>Consignor Signature</small> _____ I warrant that all details given herein are true and correct				Received in good order and condition A.M./P.M.				
TRACK YOUR SHIPMENT ON www.shreenandancourier.com		24BMSPS7667E1ZC		RECEIVED BY DIAMOND AGENCY - 04/05/2023 13:58:34 Received By/Date				
UNINSURED SHIPMENT				P.T.O.				



Consignment Information

Consignment Information - 1567101028998

Traveling Information

05/05/2023 12:05 pm Shipment Received @ Delivery Center (008 MUMBAI - ANDHERI HUB to MUMBAI - S V ROAD (PH: 9322603379 / 9322603379))

05/05/2023 03:12 am Consignment Sent from MUMBAI COREGAIN HUB To MUMBAI - S V ROAD

Booking Information

Booking Location: AHMEDABAD - SATELLITE

Booking Information

Booking Center	AHMEDABAD - SATELLITE
Phone Number	0794489479 / 781880079
Consignment Number	1567101028998
Consignment Type	DOCUMENT
Booking Date	May 04 2023 02:00PM
Consignee	JAYGALA ASHOK KUMAR
Destination	MUMBAI

Delivery Information

Delivery Center	MUMBAI - S V ROAD
Phone Number	9322603379 / 9322603379 / 9322603379
Regional Office	008 MUMBAI - ANDHERI HUB
Area Name	VEPRA DESAI ROAD
Delivery Date	May 5 2023 12:38PM
Delivery Status	DELIVERED
Signature	View signature

Consignment Travel Information

Date	Time	Details	From Location	To Location
05-May-2023	12:05	Shipment Received @ Delivery Center	008 MUMBAI - ANDHERI HUB	MUMBAI - S V ROAD (PH: 9322603379 / 9322603379)



Consignment Information

Consignment Information - 1567101028995

Traveling Information

05/05/2023 11:52 am ○ Shipment Reached @ Delivery Center (008 MUMBAI - ANCHERI HUB to MUMBAI - KANDIVALI (C)) (Ph: 9819778058 / 983338797 / 983338797)

Booking Information

Booking Location	AHMEDABAD - SATELLITE
Location's Phone	079-41482719 / 7011960778

Booking Information

Booking Center	AHMEDABAD - SATELLITE
Phone Number	079-41482719 / 7011960778
Consignment Number	70619028995
Consignment Type	DOCUMENT
Booking Date	May 04 2023 09:57PM
Consignee	PANKAJ RAJENDRARAMAN
Destination	MUMBAI

Delivery Information

Delivery Center	MUMBAI - KANDIVALI (C)
Phone Number	9819778058 / 983338797 / 983338797
Regional Office	008 MUMBAI - ANCHERI HUB
Area Name	ANCHERI NAGAR
Delivery Date	May 5 2023 11:55AM
Delivery Status	DELIVERED
Signature	- (Signature)

Consignment Travel Information

Date	Time	Details	From Location	To Location
05-May-2023	11:52	Shipment Reached @ Delivery Center	008 MUMBAI - ANCHERI HUB	MUMBAI - KANDIVALI (C) (Ph: 9819778058 / 983338797 / 983338797)

CASH MEMO शुद्ध-मुद्रा	 MAHAVIR EXPRESS SERVICES PVT. LTD. <i>Domestic & International Courier</i> B-11 GOLD COIN COMPLEX, JODHPUR CROSS PH: 079-40028340 9033324400		Cash Gold, Silver, Diamond & Liquid are not accepted by us NOT: DO NOT KEEP CASH IN THE ENVELOPE		COURIER CONSIGNMENT NOTE ISSUE BY FRANCHISEE																	
	ORIGIN / DESTINATION From:SATELITE AHMEDABAD To:AHMEDABAD		DATE / ABN Date: 04-05-23 AWB: 101110050896																			
RBZ JEWELLERS LIMITED		LALITBHAI K ZAVERI		[Mo- 9824163672]																		
<table border="1"> <thead> <tr> <th>Declared Value</th> <th>No. of pieces</th> <th>Type</th> <th>Weight</th> <th>Gross Amount</th> <th>G.S.T.</th> <th>Cash/Credit</th> <th>Net Amount</th> </tr> </thead> <tbody> <tr> <td>0.00</td> <td></td> <td>DOCUMENT</td> <td>100.00</td> <td>25.42</td> <td>SGST[9.00%]: 2.29 CGST[9.00%]: 2.29</td> <td></td> <td>30.00</td> </tr> </tbody> </table>		Declared Value	No. of pieces	Type	Weight	Gross Amount	G.S.T.	Cash/Credit	Net Amount	0.00		DOCUMENT	100.00	25.42	SGST[9.00%]: 2.29 CGST[9.00%]: 2.29		30.00					
Declared Value	No. of pieces	Type	Weight	Gross Amount	G.S.T.	Cash/Credit	Net Amount															
0.00		DOCUMENT	100.00	25.42	SGST[9.00%]: 2.29 CGST[9.00%]: 2.29		30.00															
This C Note is issued for un-insured shipment. If consignor requires insurance, this C Note must get stamp or label "insured". This non-negotiable consignment note is subject to standard conditions of carriage shown on reverse side. This carrier specifically limits it's maximum liability up to ten times of courier charges for documents & five times for non-documents. Subject to Ahmedabad jurisdiction only. I warrant that all details given herein are true and correct.		RECEIVER SIGNATURE & RUBBER STAMP NAME: _____ DATE: _____ Received in good order and condition A.M./P.M.																				
CONSIGNOR SIGNATURE: _____ MANAV ENTERPRISE GST.No:24BARPB6386E1ZL UNINSURED SHIPMENT		RECEIVED BY _____				P.T.O																
TRACK YOUR SHIPMENT ON www.shreemahavircourier.in																						

CASH MEMO शुद्ध-मुद्रा	 SHREE MAHAVIR EXPRESS SERVICES PVT. LTD. <i>Domestic & International Courier</i> B-11 GOLD COIN COMPLEX, JODHPUR CROSS PH: 079-40028340 9033324400		Cash Gold, Silver, Diamond & Liquid are not accepted by us NOT: DO NOT KEEP CASH IN THE ENVELOPE		COURIER CONSIGNMENT NOTE ISSUE BY FRANCHISEE																	
	ORIGIN / DESTINATION From:SATELITE AHMEDABAD To:AHMEDABAD		DATE / ABN Date: 04-05-23 AWB: 101110050893																			
RBZ JEWELLERS LIMITED		JAYRAJBHAI K ZAVERI		[Mo- 9824428949]																		
<table border="1"> <thead> <tr> <th>Declared Value</th> <th>No. of pieces</th> <th>Type</th> <th>Weight</th> <th>Gross Amount</th> <th>G.S.T.</th> <th>Cash/Credit</th> <th>Net Amount</th> </tr> </thead> <tbody> <tr> <td>0.00</td> <td></td> <td>DOCUMENT</td> <td>100.00</td> <td>25.42</td> <td>SGST[9.00%]: 2.29 CGST[9.00%]: 2.29</td> <td></td> <td>30.00</td> </tr> </tbody> </table>		Declared Value	No. of pieces	Type	Weight	Gross Amount	G.S.T.	Cash/Credit	Net Amount	0.00		DOCUMENT	100.00	25.42	SGST[9.00%]: 2.29 CGST[9.00%]: 2.29		30.00					
Declared Value	No. of pieces	Type	Weight	Gross Amount	G.S.T.	Cash/Credit	Net Amount															
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CONSIGNOR SIGNATURE: _____ MANAV ENTERPRISE GST.No:24BARPB6386E1ZL UNINSURED SHIPMENT		RECEIVED BY _____				P.T.O																
TRACK YOUR SHIPMENT ON www.shreemahavircourier.in																						

CONSIGNMENT NO : 101110050893

FROM CENTER:	SATTELITE AHMEDABAD
TO CENTER:	AHMEDABAD
DATE / TIME:	04/05/23 - 07:29 PM
CONSIGNEE:	JAYRAJBHAI K ZAVERI

TRANSIT DETAILS

Job	Date	Transit Route	Time
OUT	04/05/23	Out To AHMEDABAD From: SATTELITE AHMEDABAD	08:16 PM
IN	05/05/23	From: AHMEDABAD R.O. To: AHMEDABAD SHYAMAL	11:04 AM

DELIVERY DETAILS

Date/Time	Delivery Branch	Receiver	Status
05/05/23-01:25 PM	AHMEDABAD SHYAMAL	JAYRAJBHAI K ZAVERI	DELIVERED

STATUS : DELIVERED ON 05/05/23 BY AHMEDABAD SHYAMAL

CONSIGNMENT NO : 101110050896

FROM CENTER:	SATTELITE AHMEDABAD
TO CENTER:	AHMEDABAD
DATE / TIME:	04/05/23 - 07:30 PM
CONSIGNEE:	LALITBHAI K ZAVERI

TRANSIT DETAILS

Job	Date	Transit Route	Time
OUT	04/05/23	Out To AHMEDABAD From: SATTELITE AHMEDABAD	08:16 PM
IN	05/05/23	From: AHMEDABAD R.O. To: AHMEDABAD JODHPUR SATTELITE	11:18 AM

DELIVERY DETAILS

Date/Time	Delivery Branch	Receiver	Status
05/05/23-11:30 AM	AHMEDABAD JODHPUR SATTELITE	LALITBHAI K ZAVERI	DELIVERED

STATUS : DELIVERED ON 05/05/23 BY AHMEDABAD JODHPUR SATTELITE



भारतीय प्रतिभूति
और विनियम बोर्ड
Securities and Exchange
Board of India

सहायक प्रबंधक

Assistant General Manager

RAC-निर्गम एवं सूचीकृतता प्रभाग-1/RAC-Division of Issues and Listing-1

निगम वित्त विभाग/Corporation Finance Department

August 08, 2023

सेबी/सीएफडी/RAC-डीआईएल1/P/OW/2023/31631/1

SEBI/HO/CFD/RAC-DIL1/P/OW/2023/31631/1

Mr. Rajendrakumar Kantilal Zaveri,
Chairman and Managing Director,
RBZ Jewellers Limited
Block-D, Mondeal Retail Park,
Near Rajpath Club, S.G. Highway,
Ahmedabad, Gujarat - 380054

Sub- Application for Exemption under Regulation 300(1)(c) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 for relaxation from strict enforcement of Regulation 2(1)(pp) of the SEBI ICDR Regulations In relation to Proposed IPO of RBZ Jewellers Limited ("RBZ/the company") - from disclosing (i) Lalltbhai Bababhai Zaveri and Jayrajbhai Bababhai Zaveri, (ii) Jaibala A Zaveri, (iii) Priya Rajendrasingh Parmar, and (iv) entities in which such individuals may have an interest as part of "Promoter group" of the company

Sir,

1. This is with reference to your letter dated June 18, 2022 in the matter of RBZ Jewellers Limited ("the Company") and the due diligence letter dated July 7, 2023 received from the Lead Manager ("LM") and other correspondences in this regard. In the aforesaid communications, the Company had sought exemption under Regulation 300(1)(c) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (hereinafter referred to as "SEBI ICDR Regulations") from classifying and disclosing Lalltbhai Bababhai Zaveri and Jayrajbhai Bababhai Zaveri (brothers of Rajendrakumar Kantilal Zaveri, Promoter); Jaibala A Zaveri (sister of Rajendrakumar Kantilal Zaveri, Promoter); and Priya Rajendrasingh Parmar (sister of spouse of Harit Rajendrakumar Zaveri, Promoter); and entities in which such individuals may have an interest as part of Promoter group of the company, as defined under Regulation 2(1)(pp) of the SEBI ICDR Regulations.

QW

Page 1 of 3

सेबी भवन, प्लॉट नं. सी 1-ए, "जी" ब्लॉक, बंधु मूर्ती कॉम्प्लेक्स, बंद्रा (पूर्व), मुंबई - 400 051.
दूरभाष : 2644 9950 / 4045 9950 (आई.टी.आर. एल.), 2644 9010 / 4045 9010 फैक्स : 2644 9019 से 2644 9022 वेब : www.sebi.gov.in

SEBI Bhavan, Plot No. C1-A, 'G' Block, Bhandu Murti Complex, Bandra (E), Mumbai - 400 051.
Tel.: 2644 9950 / 4045 9950 (ITR/RS), 2644 9000 / 4045 9000 Fax : 2644 9019 to 2644 9022 Web : www.sebi.gov.in



अनुवर्ती :
Continuation :

भारतीय प्रतिभूति
और विनियम बोर्ड
Securities and Exchange
Board of India

2. While seeking exemption from the compliance with Regulation 2(1)(pp) of the SEBI ICDR Regulations, the Company has *inter-alia* submitted the following:

- (i) The Company is proposing to undertake an IPO in accordance with the provisions of SEBI ICDR Regulations. The Promoters of the company are Rajendrakumar Kantilal Zaveri and Harit Rajendrakumar Zaveri, who currently hold 99.98% of the pre-issue equity share capital of the Company. In connection with the proposed offer, the Company is required to disclose the individuals and entities forming part of the promoter group, as defined under Regulation 2(1)(pp) of the SEBI ICDR Regulations.
- (ii) In terms of Part A of Schedule VI of the SEBI ICDR Regulations, an issuer is required to disclose the names of members of promoter group along with confirmations or disclosures, as required, in the DRHP, the RHP and the Prospectus (collectively the "Offer documents") and in connection with the Issue.
- (iii) However, no such information, confirmations or undertaking has been included in the DRHP in respect of the following individuals; and entities in which such individuals may have an interest, in accordance with SEBI ICDR Regulations ("Disassociated group").

S. No	Name of the person	Relationship with Promoter(s)
1.	Lalitbhai Bababhai Zaveri	Brother of Rajendrakumar Kantilal Zaveri
2.	Jayrajbhai Bababhai Zaveri	Brother of Rajendrakumar Kantilal Zaveri
3.	Jaibala A Zaveri	Sister of Rajendrakumar Kantilal Zaveri
4.	Priya Rajendrasingh Parmar	Sister of spouse of Harit Rajendrakumar Zaveri

3. Regulation 300 of the SEBI ICDR Regulations empowers the Board to relax strict enforcement of any requirement under the SEBI ICDR Regulations on specific grounds, inter-alia, in case such requirement is procedural in nature or for non-compliance which was caused due to factors beyond control of the issuer.

4. In view of the submissions of the company and the confirmations provided by the LM, it is observed that while the Disassociated group do not have any connection with the company in terms of shareholding, no involvement in management and operations of the company, no financial interest in the company either through equity holding, debt or as vendor/ customer etc., they fall under the definition of promoter group. There is no other ground except unresponsiveness of these individuals towards the

SM



अनुबन्धी :
Continuation :

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Board of India

communications sent by the company for their consent to be disclosed as part of the Promoter group. Thus, the exemption does not qualify under the provisions of Regulation 300(1)(c) of the SEBI ICDR Regulations.

5. Based on the circumstances of the case, the facts represented and the due diligence certificate / note submitted by Lead Manager, the matter was examined and upon examination, the competent authority has decided not to accede to the request of the company.
6. You are, therefore, advised as under:
 - i. To classify and disclose Lalithbai Bababhai Zaveri, Jayrajbhai Bahabhai Zaveri, Jaibala A Zaveri, Priya Rajendrasingh Parmar; and entities in which such individuals may have an interest (including Abhishek Zaveri Firm, LBZ Sons Pvt Ltd and BJZ Exim Private Ltd.) as part of the promoter group and inform them about such inclusion as a promoter group entity.
 - ii. An appropriate Risk Factor shall be included in the Offer document with respect to the disclosures relating to promoter group.
 - iii. Applicable disclosures, shall be made in the offer document based on the information as available in the public domain.
 - iv. Further, this letter along with all your aforementioned communications shall be part of material contracts and documents for inspection as disclosed in the offer documents.
7. The rejection is specific to the present case and shall not be treated as a precedent.

Yours faithfully,


Sanjukta Mahala

Cc:

Mr. Satish Kumar Padmanabhan,
Arihant Capital Markets Limited (via email)