

PUBLIC ANNOUNCEMENT FOR THE SHAREHOLDERS OF PEARL AGRICULTURE LIMITED

Company Registration No.: U01403MH2011PLC221387 (A public limited company incorporated on 29th August, 2011 under the provisions of the Companies Act, 1956)

Registered office :

401/A, Pearl Arcade, opp. P.K. Jewellers, Dawood Baugh Lane, Off. J.P. Road, Andheri (West), Mumbai-400058 Phone: 022- 26778155, Fax.: 022-26781187, email id.: nouveauglobal@gmail.com

STATUTORY ADVERTISEMENT ISSUED IN COMPLIANCE OF CIRCULAR NO. SEBI/CFD/SCRR/012009/03/09 DATED SEPTEMBER 3, 2009 PURSUANT TO THE GRANT OF PERMISSION BY SECURITITES AND EXCHANGE BOARD OF INDIA (SEBI) VIDE THEIR LETTER DATED 3, 2012 FOR THE RELAXATION OF THE RULE 19(2)(b) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957.

A) About the Scheme of Arrangement:

Pearl Agriculture Limited was incorporated on 29th August, 2011. The company was primarily engaged in the business of trading Agriculture products/ natural resources. Pursuant to the Scheme of Demerger sanctioned by Hon'ble Bombay High Court on 09th October, 2012, the Agriculture Division of Nouveau Global Ventures Limited was demerged into Pearl Agriculture Limited.

Name and Registered office address of the Company: PEARL AGRICULTURE LIMITED

401/A, Pearl Arcade, opp. P.K. Jewellers, Dawood Baugh Lane, Off. J.P. Road, Andheri (West), Mumbai-400058

B) Details of change of name and/or Object clause:

Change of Name of the Company: Company was incorporated in the name of "Pearl Agriculture Limited" and has not changed its name and objects since incorporation.

Objects of the Company:

1. To carry on business of trading in agriculture and natural resources and to store, buy, sell, import, export , process, preserve, distribute and deal in all or any kinds of agro and allied products including and consisting of the spices, spice oils, extracts, essential oils, oleo-resins, cereals, pulses, millets, gram, grain, leaves, branches, herbs, roots, seeds, vegetables, flowers, fruits, nuts, natural colors, flavours, additives, perfumes, scents, aromatics, fragrances, grass, seaweed's and any other foods and food related items and developing of land, planting, growing, cultivating, producing and raising plantation of various species of crops and trees raised or come up naturally, or other agricultural, plantation and horticultural, medicinal and aromatics plants.

(C) Capital Structure:

A) Pre Scheme of Arrangement:

Table with 2 columns: Particulars, Amount (Rs.). Row 1: Authorized Share Capital 50000 equity shares @ 10/-, 500000.00. Row 2: Issued, Subscribed & Paid up Share Capital 50000 equity shares @ 10/-, 500000.00.

B) Post Scheme of Arrangement:

Table with 2 columns: Particulars, Amount (Rs.). Row 1: Authorized Share Capital 10370000 equity shares @ 10/-, 103,700,000.00. Row 2: Issued, Subscribed & Paid up Share Capital 10369271 equity shares @ 10/-, 103,692,710.00.

D) Shareholding of the Company as on 12/12/2012:

Table with 4 columns: S.No., Category, No. of Shares, % to total Capital. Rows include Promoters Holding, Indian Financial Institutions, Central Govt./State Govt., Mutual Funds, Bodies Corporates, NRIs/OCB, Individuals and Others, and a Total row.

E) Top Ten Shareholders of the company after allotment are as follows:

Table with 4 columns: S. No, Name of the Shareholders, No of Equity Shares, % of Paid up Capital. Lists the top 10 shareholders and their respective details.

F) Details of Promoters:

1. Mr. Krishan Khadaria: He is a Chartered Accountant as well as a Bachelor of Law. He is the member of Audit Committee & Shareholders/Investor Grievances Committee. **2. Mrs. Asha Khadaria** She is a Bachelor of Arts. She has an experience in the field of Investment Activities. She is the member of Audit Committee & Shareholders/Investor Grievances Committee.

3. M/s. Attribute Shares & Securities Private Limited

Table with 2 columns: Name, Attribute Shares & Securities Pvt. Ltd. Type of Organization: Private Limited Company. Brief Description: Company is currently in the business of investment and trading in shares.

4. M/s. Forever Flourishing Finance & Investment Private Limited

Table with 2 columns: Name, Forever Flourishing Finance & Investment Pvt. Ltd. Type of Organization: Private Limited Company. Brief Description: Company is currently in the business of financing & trading in shares.

5. M/s. Kashish Multitrade Private Limited

Table with 2 columns: Name, Kashish Multitrade Pvt. Ltd. Type of Organization: Private Limited Company. Brief Description: Company is currently in the business of exporters, importers distribution in commodities, goods, articles, materials of every description.

6. M/s. Laxmiramuna Investment Private Limited

Table with 2 columns: Name, Laxmiramuna Investment Pvt. Ltd. Type of Organization: Private Limited Company. Brief Description: Company is currently in the business of investment and trading in shares.

7. M/s. Vibhuti Properties Private Limited

Table with 2 columns: Name, Vibhuti Properties Pvt. Ltd. Type of Organization: Private Limited Company. Brief Description: Company is currently in the business of investment and trading in properties.

G) Business and its Management:

The company is basically engaged in the trading of Agriculture Products/goods & Natural Resources.

Table with 3 columns: Sr. No., Name of Director, Status. Lists the names and titles of the three directors.

H) Reason for Demerger:

The significant reasons, benefits and rationale that have necessitated or justified the Scheme of Demerger hereto summarized as under:

1. The promoters of the Demerged Company, are of the opinion that the all division of the Company require focused attention as a separate entity to make it more competitive under the present economic environment in view of inter alia (a) the business opportunities available, (b) the significant impact of changing demand and customer profiles. 2. The Scheme aims to achieve the business purposes and objectives of inter Alia, enabling greater management focus on the respective division, permitting them to focus their resources on their respective businesses.

3. The public shareholders of the Demerged Company would, upon implementation of the scheme, apart from continuing to be shareholders of the Demerged Company also be the shareholders of the resulting companies thereby providing them an opportunity to participate in the management, operations, decision making process and profits both the Demerged Company and the resulting companies. 4. Demerger of three businesses will also provide Flexibility to shareholders who want to invest only in one or more of four companies and thus create value for such shareholders.

I) AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2012. Balance Sheet

Balance Sheet table with columns: Note No., As on 31st March, 2012. Rows include EQUITY & LIABILITIES, Shareholders' Funds, Current Liabilities, ASSETS, Non Current Assets, Current Assets, and Total.

SIGNIFICANT ACCOUNTING POLICIES:

a) Method of Accounting: The accounts are prepared under historical cost convention... b) Fixed Assets and Capital Work in Progress: Fixed Assets are stated at cost of acquisition including incidental cost thereof... c) Depreciation: The Depreciation on fixed assets are provided on written down value method... d) Revenue Recognition: The company follows mercantile system of accounting... e) Other Accounting Policies: These are consistent with the generally accepted accounting practices.

NOTES ON ACCOUNTS FOR YEAR ENDED MARCH 31, 2012

1. Statement of Profit and Loss Account has not been prepared since the Company is in the process of implementation of the operations. The Company has instead prepared the 'Statement of Pre-operative Expenditure during the Construction Period (Pending allocation)'. The Pre-operative Expenditure incurred during the construction period will apportioned to fixed assets relating to the project, treated as deferred revenue expenditure or charged to the revenue account as the case may be, in accordance with the generally accepted accounting principles... 2. No provision towards deferred taxation has been considered in the accounts, since no commercial activities are carried out by the company during the year and no Profit and Loss Account has been prepared.

3. SHARE CAPITAL: As at 31.03.2012

Table with 2 columns: AUTHORISED CAPITAL, 500000.00; ISSUED, SUBSCRIBED & PAID-UP CAPITAL, 500000.00.

The details of shareholder holding more than 5 % as at 31st March, 2012 are set out below:

Table with 4 columns: Sr. No, Name of the Shareholder, No. of shares as on 31st March, 2012, % held as on 31st March, 2012. Lists the top 7 shareholders.

Table with 2 columns: Sr.No.Particulars, As on 31.03.2012. Rows include CURRENT LIABILITIES and PRE-OPERATIVE EXPENSES.

Table with 2 columns: CASH & CASH EQUIVALENTS: Cash in Hand, Balances with scheduled banks, In current accounts of Axis Bank Ltd.

Table with 2 columns: SHORT TERM LOANS & ADVANCES: Loans to related parties, Secured considered Good.

AS PER OUR REPORT OF EVEN DATE ATTACHED

For CPM & ASSOCIATES Chartered Accountants (Firm Registration No. 114923W) Sd/- (C.P. Maheshwari) Partner (M. No 36082) Place: Mumbai Date: 15th June, 2012 **For Pearl Agriculture Limited** Sd/- Directors (C.P. Maheshwari) Partner (M. No 36082) Place: Mumbai Date: 15th June, 2012

J) DETAILS OF ITS OTHER GROUP COMPANIES INCLUDING THEIR CAPITAL STRUCTURE AND FINANCIAL STATEMENTS:

The company submitted its Information Memorandum containing Information about itself, its promoters and promoter companies made disclosures in line with disclosure requirement of Public Issue as applicable. For capital structure, financial and other Information of Group Companies, please see the section titled "Financial Statements of Promoter Group Companies" are made available under section 'Investor' on the site www.nouveauglobal.com.

LISTED GROUP COMPANY: NOUVEAU GLOBAL VENTURES LIMITED

The company was originally incorporated as a private limited company in the name of "Nouveau Consultancy Services Private Limited" on November 1988. Further the name of the Company was subsequently changed to Nouveau Finance Private Limited in February 1992 with the vision for expansion and diversification of current business.

Understanding the needs and requirement of the company went from private to public and thereby name of company changed to Nouveau Finance in 1995. The name of the company was then changed to Nouveau Multimedia in 2000 with the vision to enter into the entertainment industry along with its current business. The Company Nouveau Finance Limited diversified into the lucrative business of entertainment and changed its name to "Nouveau Multimedia Limited" in 2000. "Nouveau Multimedia Limited" is a media and entertainment, Public Limited BSE Listed Company with a market capitalization of over 300 crore. Further to start new business activities and intensify its area of operations it has changed its name to 'Nouveau Global Ventures Limited' vide Fresh Certificate of Incorporation consequent on change of name on March 26, 2011.

The CIN of the Company is L01407MH1988PLC049645. The Company's Registered office is situated at 401/A, Pearl Arcade, Opp. P.K. Jewellers, Dawood Baugh Lane, Off. J.P. Road, Andheri (Weat), Mumbai-400058.

Board of Directors: 1. Mr. Krishan Khadaria 4. Mr. Mohit Khadaria 2. Mr. Narendra Gupta 5. Ms. Garima Kukkar (Company Secretary) 3. Mr. Manoj Bhatia

Shareholding Pattern:

Table with 4 columns: S.No., Category, No. of Shares, % to total Capital. Rows include Promoters Holding, Indian Financial Institutions, Central Govt./State Govt., Mutual Funds, Bodies Corporates, NRIs/OCB, Individuals and Others, and Total.

Financial Data:

Table with 4 columns: Particulars, 2011-12, 2010-11, 2009-10. Rows include Net Sales, Other Income, PAT/(Loss), Equity Share Capital, Reserves & Surplus (excl. revaluation reserve), and EPS (Rs.).

K) OUTSTANDING LITIGATIONS AND DEFAULTS OF THE TRANSFEREE ENTITY, PROMOTER, DIRECTORS OR ANY OF THE GROUP COMPANIES:

Table with 4 columns: Sr.No., By Promoters/Promoter/ Directors, No. of Cases, Amount (Rs. In Lakhs). Row 1: Civil Case, 1, 25.65.

As on date of this advertisement there are no pending litigation and defaults against or by the transferee entity. Subsequent to the effective date there are no outstanding or pending material litigations or suits, criminal or civil prosecutions, proceedings initiated against Nouveau Global Ventures Limited. There are no litigations pending against the Agriculture Division of the Demerged Company.

L) PARTICULARS HIGH AND LOW PRICES DURING PRECEDING THREE YEARS OF ERSTWHILE NOUVEAU GLOBAL VENTURES LIMITED:

Table with 4 columns: YEAR, HIGH, LOW, CLOSE. Rows for 2010, 2011, and 2012.

In the year 2012 the stock was consolidated from Re. 1/- to Rs.10/- **Material Information after the date of Balance Sheet:** (1) Approval for listing of 10369271 Equity Shares of the company received from Bombay High Court on 09th October, 2012.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF PEARL AGRICULTURE LIMITED Sd/- DIRECTOR Place: Mumbai