

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS
DATED JUNE 11, 2024 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.**

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT BID APPLICATION, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. On the basis of the RHP dated June 11, 2024 which was filed with the Registrar of Companies, N.C.T. of Delhi and Haryana at New Delhi (the "RoC"), (if I am/we are in India) and the preliminary international wrap dated June 11, 2024 (the "Preliminary International Wrap" and together with the RHP, the "Preliminary Offering Memorandum") (if I am/we are outside India) General Information Document for Investing in Public Issues ("GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/ our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I/we hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked in the ASBA Account with the relevant SCSB or the bank account linked with the UPI ID (in case of UPI Bidders using UPI Mechanism) as mentioned in the Bid Cum Application Form, as the case may be. I/we agree to accept the Equity Shares Bid, or such lesser number as may be Allotted to me/us subject to the terms of the RHP, (if I am/we are in India), Preliminary Offering Memorandum (if I am/we are outside India), Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/we undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the Depository records and to place my/our name on the register of members of the Company. I/we acknowledge that in case of QIB Bidders (for Bids other than the Bids by Anchor Investors) only (i) the SCSBs and (ii) the Book Running Lead Managers ("BRLMs") also acting as the Members of the Syndicate and their affiliated syndicate members (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP or the Preliminary Offering Memorandum, as applicable. I/we authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for the filing of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the application form for the purpose of the Offer.

I/WE CONFIRM THAT: EITHER I am/we are Indian national(s) resident in India and I am/we are not applying for the said Equity shares as nominees of any person resident outside India or foreign nationals or I am/we are Indian national(s) resident in India and I am/we are applying for the said Equity shares as power of attorney holder(s) of non-resident Indian(s) as mentioned on non-repatriation basis OR I am/we are Indian national(s) resident outside India and I am/we are applying for the said Equity shares on my/our own behalf through NRO account on non-repatriation basis. I/we represent, warrant, acknowledge and agree with the Company, the Selling Shareholders and the Members of the Syndicate as follows: (A) I/we have read the RHP (if I am/we are in India) or the Preliminary Offering Memorandum (if I am/we are outside India) and that my/our investment decision is based solely on the RHP or the Preliminary Offering Memorandum, as applicable; (B) I/we have read and agree to the representations, warranties and agreements contained in the section "Other Regulatory and Statutory Disclosures-Disclosure in respect of Jurisdiction" in the RHP (if I am/we are in India) or in the sections "Transfer Restrictions" and "Distribution and Solicitation Restrictions" of the Preliminary Offering Memorandum (if I am/we are outside India); (C) the Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or the securities laws of any state of the United States and may not be offered or sold in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws and that the Equity Shares are being offered and sold only outside the United States in accordance with Regulation S under the U.S. Securities Act; (D) I was/we were outside of the United States at the time the offer of the Equity Shares was made to me/us and I am/we are outside the United States at the time I/we signed this Bid cum Application Form; (E) the Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction; (F) I am/we are purchasing the Equity Shares pursuant to the laws of the jurisdictions applicable to me/us; (G) I am/we are not an affiliate of the Company or a person acting on behalf of such affiliate; (H) if I/we are making an application to acquire any of the Equity Shares as fiduciary or agent for one or more investor accounts, I/we have sole investment discretion with respect to each such account and I/we have full power to make the foregoing representations, warranties, acknowledgments and agreements on behalf of each such account; and (i) if I/we are making an application to acquire any of the Equity shares for one or more managed accounts, I am/we are authorized in writing by each such managed account to subscribe to the Equity shares for each such managed account and to make (and I/we hereby make) the representations, warranties, acknowledgments and agreements herein for and on behalf of each such account, reading the reference to "I/we" to include such accounts.

FOR QIB BIDDERS: We confirm that the Bid size/maximum Equity Shares applied for by us does not exceed the relevant regulatory approvals/limits. We are not prohibited from accessing capital markets under any order/ruling/judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

FOR ELIGIBLE EMPLOYEES: (Only for Sole/First Bidder): I confirm that I am an Eligible Employee as defined on page 6 of the RHP.

Further: 1) In accordance with ASBA process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP or the Preliminary Offering Memorandum as applicable, I/we authorise (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs (at Designated SCSBs Branches) or the RTAs (at Designated RTA Locations) or the CDPs (at Designated CDP Locations), as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading my/our Bid, blocking, unblocking of funds in the bank account of the applicant maintained with the SCSB as specified in the Bid cum Application Form or in the bank account of the Applicant linked with the UPI ID provided in the Bid cum Application Form, as the case may be, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer or the Sponsor Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or Sponsor Banks, as the case may be, to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB/Registrar to the Offer shall reject the application. 3) I/we hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs (at Designated SCSBs Branches) or CDPs (at Designated CDP locations) or the RTAs (at Designated RTA locations), as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

I/we hereby provide my/our consent to the Stock Exchanges / Sponsor Banks / NPCI / Registrar to the Offer for collecting, storing and usage validating my/our PAN details from the bank account where my / our amount is blocked by the relevant SCSBs.

I/we acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Offer. I am/we are not an OCB. For further details, see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" beginning on pages 457 and 475 of the RHP, respectively.

INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an 'indication to make an offer' during the Bid/ Offer period by a Bidder and not 'an offer'.
- The First Bidder, should mention his/ her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, any other category of Bidders, including without limitation, multilateral/bilateral development financial institutions, the Bidders, or in the case of joint Bids, the First Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act, 1961. Any Bid cum Application Form without the PAN is liable to be rejected other than as specified above. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with Central Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023 and any subsequent press releases in this regard.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders' sole risk and neither the members of the Syndicate nor the Registered Brokers nor the Registrar to the Offer nor RTAs/CDPs nor the SCSBs nor the Company nor the Selling Shareholders shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The face value of Equity Shares is ₹ 10/- each. The Price Band and the minimum Bid Lot size has been decided by the Company in consultation with the Book Running Lead Managers. The Price Band and Minimum Bid Lot size has been advertised in all editions of the Financial Express, an English language national daily newspaper with wide circulation, and all editions of Jansatta, a Hindi language national daily newspaper with wide circulation and all editions of Satyajay Times, a Hindi local daily newspaper with a wide circulation (Hindi also being the regional language of Haryana where our Registered Office is located) each with wide circulation, at least two (2) Working Days prior to the Bid/ Offer Opening Date, with the relevant financial ratios calculated at the Floor Price and at the Cap Price and has been made available to the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") and together with BSE, the "Stock Exchanges" for the purpose of uploading on their respective websites in accordance with SEBI ICDR Regulations. In case of revision of the Price Band, the Bid/ Offer Period will be extended by at least three (3) additional Working Days after such revision of Price Band subject to the Bid/ Offer Period not exceeding ten (10) Working Days. In cases of force majeure, bank strike or similar unforeseen circumstances, the Company and the Selling Shareholders, in consultation with the BRLMs, may, for reasons to be recorded in writing, extend the Bid/ Offer Period for a period of minimum one (1) Working Days, subject to the Bid/ Offer Period not exceeding ten (10) Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice and also by indicating the changes on the websites of the BRLMs, and at the terminals of the Syndicate Member and by intimation to Self Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Banks as applicable.
- Maximum and Minimum Bid Size:** In case of Retail Individual Bidders, such number of Equity Shares in multiples of the minimum Bid Lot size such that the Bid Amount does not exceed ₹ 0.20 million. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of the minimum Bid Lot size such that Bid Amount exceeds ₹ 0.20 million. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP or Preliminary Offering Memorandum, as applicable.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** Eligible NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSB to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRIs Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Registered and Corporate Office of the Company or from any of the members of the Syndicate or CDPs or RTAs or Registered Brokers from the Bidding centers. In accordance with applicable law and UPI Circulars, Bidders to please ensure that SCSB where the ASBA Account is maintained has notified at least one branch in the location where Bid cum Application Forms will be deposited by Designated Intermediaries.
- Please note that applications made using third party ASBA Bank A/c are liable to be rejected.
- Only the Sole Bidder / First Bidder is required to sign the Bid cum Application Form/ Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms; and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 read with press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023 and any subsequent press releases in this regard. You may be sent the RHP and the Prospectus (if you are Resident in India) or the Preliminary Offering Memorandum and the final offering memorandum (if you are Resident outside India) either in physical form or electronic form or both. You shall not distribute or forward this document and these documents are subject to the disclaimers and restrictions contained in or accompanying them.
- The Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of each jurisdictions where such offers and sales are made.
- Multiple Bids:** Eligible Employees Bidding in the Employee Reservation Portion can Bid up to a Bid Amount of ₹ 0.50 million. However, a Bid by an Eligible Employee in the Employee Reservation Portion will be considered for allocation, in the first instance, for a Bid Amount of up to ₹ 0.20 million. In the event of under-subscription in the Employee Reservation Portion the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 0.20 million, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹ 0.50 million and also in the Non-Institutional Portion or the RIB Portion and such Bids will not be treated as multiple Bids.
- This Bid cum Application Form is being offered to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgment set out in "Other Regulatory and Statutory Disclosures" and "Offer Procedure" on pages 436 and 457 respectively of the RHP and (ii) agree to abide by (1) this Bid cum Application Form and (2) the RHP with the terms and conditions contained therein.

Note: Terms used but not defined herein shall have the meaning assigned to such terms in the RHP or the Preliminary Offering Memorandum, as applicable. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLMs and the Stock Exchanges.

TEAR HERE

COMPANY CONTACT DETAILS		REGISTRAR TO THE OFFER CONTACT DETAILS
DEE DEVELOPMENT ENGINEERS LIMITED Registered and Corporate Office: Unit 1, Prithla-Tatapur Road, Village Tatapur, Dist. Palwal, Faridabad, Haryana – 121102, India Contact Person: Ranjan Kumar Sarangi, Company Secretary and Compliance Officer; Tel: +91 1275 248345 E-mail: secretarial@deeping.com; Website: www.deeping.com; Corporate Identity Number: U74140HR1988PLC030225		LINK INTIME INDIA PRIVATE LIMITED C 101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Maharashtra, India 400083 Tel: +91-8108114949 E-mail: dde ipo@linkintime.co.in Website: www.linkintime.co.in Investor grievance e-mail: dde ipo@linkintime.co.in Contact person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058



(Please scan this QR Code to view the RHP)

This is an abridged prospectus containing salient features of the red herring prospectus of DEE Development Engineers Limited (the “Company”) dated June 11, 2024 filed with the Registrar of Companies, N.C.T of Delhi and Haryana at New Delhi (the “RHP” or “Red Herring Prospectus”). You are encouraged to read greater details available in the RHP, which is available at <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11>. Unless otherwise specified all capitalized terms used herein and not specifically defined shall bear the same meaning as ascribed to them in the RHP.

THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, this abridged prospectus (“Abridged Prospectus”) and the general information document for investing in public offers (“GID”) undertaken through the Book Building Process before applying in the Offer (as defined below). The investors are advised to retain a copy of the RHP/Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges (defined below), Syndicate Members (defined below), Registrar to the Offer, Registrar and Share Transfer Agents (“RTAs”), Collecting Depository Participants (“CDPs”), Registered Brokers, Bankers to the Offer, Investors’ Associations or Self Certified Syndicate Banks (“SCSBs”). You may also download the RHP from the website of Securities and Exchange Board of India (“SEBI”) at www.sebi.gov.in, at the websites of National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”), and together with NSE, the “Stock Exchanges”) at www.nseindia.com and www.bseindia.com, respectively, and the website of our Company at www.deepiping.com and Book Running Lead Managers at www.sbicans.com and www.equirus.com, respectively.



DEE DEVELOPMENT ENGINEERS LIMITED

Corporate Identity Number: U74140HR1988PLC030225; Date of Incorporation: March 21, 1988

REGISTERED AND CORPORATE OFFICE	CONTACT PERSON	TELEPHONE AND EMAIL	WEBSITE
Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Dist. Palwal, Faridabad, Haryana – 121102, India	Ranjan Kumar Sarangi, Company Secretary and Compliance Officer	Tel: +91 1275 248345 Email: secretarial@deepiping.com	www.deepiping.com

OUR PROMOTERS: KRISHAN LALIT BANSAL, ASHIMA BANSAL AND DDE PIPING COMPONENTS PRIVATE LIMITED

DETAILS OF THE OFFER TO THE PUBLIC							
Type of Offer	Fresh Issue size	Offer for Sale size	Total Offer size	Eligibility and Reservation	Share Reservation among QIBs, NIIs, RIIs and Eligible Employees		
					QIBs	NIIs	RIIs
Fresh Issue and Offer for Sale	Up to [●] Equity Shares of face value ₹10 aggregating up to ₹ 3,250.00 million	Up to 45,82,000 Equity Shares of face value ₹10 aggregating up to ₹ [●] million	Up to [●] Equity Shares of face value ₹10 aggregating up to ₹ [●] million	The Offer is being made pursuant to Regulation 6(1) of the SEBI ICDR Regulations, as amended. For further details, see “Other Regulatory and Statutory Disclosures – Eligibility for the Offer” on page 436. For details in relation to share reservation among QIBs, NIIs, RIIs and Eligible Employees, see “Offer Structure” on page 453.	Not more than 50% of the Net Offer size shall be allocated to QIB Bidders. However, up to 5% of the Net QIB Portion (excluding the Anchor Investor Portion) will be available for allocation proportionately to Mutual Funds only.	Not less than 15% of the Net Offer or the Offer less allocation to QIBs and RIIs will be available for allocation to Non-Institutional Investors	Not less than 35% of the Net Offer, or the Offer less allocation to QIBs Bidders and Non-Institutional Investors will be available for allocation.
							Up to [●] Equity Shares, aggregating up to ₹ 10.00 million

The Equity Shares are proposed to be listed on the stock exchanges being National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”). For the purpose of the Offer, the designated stock exchange shall be NSE (“Designated Stock Exchange”).

DETAILS OF THE SELLING SHAREHOLDER, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION			
NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT (₹ IN MILLION)	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE (IN ₹)*#
Krishan Lalit Bansal	Promoter	Up to 45,82,000 Equity Shares of face value ₹10 aggregating up to ₹ [●] million	0.83

*As certified by VSD & Associates, Chartered Accountant, by way of their certificate dated June 11, 2024.

#12,330 Equity Shares were issued to the Promoter in lieu of the acquisition of the business of partnership firm of M/S Development Engineers. Value of given equity shares is not quantifiable. Accordingly, the consideration amount has not been included for the calculation of average cost of acquisition.

PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES

Price Band	₹ [●] per Equity Share to ₹ [●] per Equity Share of face value of ₹ 10 each
For details of the Price Band and the basis for the Offer Price, please refer to the price band advertisement and the section titled “Basis for Offer Price” on page 135 of the RHP	
Minimum Bid Lot Size, respectively	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Bid/Offer Opens On	Wednesday, June 19, 2024 ⁽¹⁾
Bid/Offer Closes On	Friday, June 21, 2024 ⁽²⁾
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Monday, June 24, 2024
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA*	On or about Tuesday, June 25, 2024
Credit of Equity Shares to dematerialised accounts of Allottees	On or about Tuesday, June 25, 2024
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Wednesday, June 26, 2024

⁽¹⁾ Our Company, in consultation with the BRLMs, may consider participation by Anchor Investors. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/Offer Opening Date in accordance with the SEBI ICDR Regulations.

⁽²⁾ UPI mandate end time and date shall be 5:00 p.m. on the Bid/Offer Closing Date, i.e., on Friday, June 21, 2024.

* In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism), exceeding two Working Days from the Bid/Offer Closing Date, for cancelled / withdrawn /

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked till the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked till the date of actual unblock; (iv) any delay in unblocking of non-allotted/ partially allotted Bids, exceeding two Working Days from the Bid/ Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher for the entire duration of delay exceeding two Working Days from the Bid/ Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The BRLMs shall be liable for compensating the Bidder at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher from the date of receipt of the investor grievance until the date on which the blocked amounts are unblocked. The Bidder shall be compensated in the manner specified in the SEBI circular dated March 16, 2021, as amended pursuant to SEBI circulars dated June 2, 2021, April 20, 2022 and June 21, 2023, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable.

THE WEIGHTED AVERAGE COST OF ACQUISITION FOR ALL EQUITY SHARES TRANSACTED IN THE LAST EIGHTEEN MONTHS, ONE YEAR AND THREE YEARS IMMEDIATELY PRECEDING THE DATE OF THE RED HERRING PROSPECTUS IS SET FORTH BELOW:

Period	Weighted average cost of acquisition (in ₹)*	Upper end of the price band (₹[●]) is 'X' times the weighted average cost of acquisition**	Range of acquisition price: Lowest price – Highest price (in ₹)**
Last eighteen months	500.00	●	500.00 - 500.00
Last one year	500.00	●	500.00 - 500.00
Last three years	102.65	●	99.00 - 500.00

* As certified by VSD & Associates, Chartered Accountants, by way of their certificate dated June 11, 2024 .

** Information to be included in the Prospectus.

The weighted average cost of acquisition has been calculated excluding bonus issues and transmission of shares.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities laws in the United States, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions", as defined in, and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where such offers and sales are made.

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of our Company, there has been no formal market for the Equity Shares of our Company. The face value of our Equity Shares is ₹ 10 each. The Floor Price, Cap Price, and the Offer Price (as determined and justified by our Company, in consultation with the BRLMs by way of the Book Building Process, in accordance with SEBI ICDR Regulations, and as stated in "Basis for Offer Price" on page 135) should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/ or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer including the risks involved. The Equity Shares offered in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does the SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 29.

PROCEDURE

You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges, Syndicate Members, Registrar to the Offer, Registrar and Share Transfer Agents ("RTAs"), Collecting Depository Participants ("CDPs"), Registered Brokers, Bankers to the Offer, Investors' Associations or Self Certified Syndicate Banks ("SCSBs").

If you wish to know about processes and procedures applicable to the Offer, you may request for a copy of the RHP and/ or the GID from the BRLMs or download it from the website of SEBI at www.sebi.gov.in, the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively, and the websites of the BRLMs at www.sbicans.com and www.equirus.com.

PRICE INFORMATION OF BRLMs

Sr. No.	Offer Name	Name of the BRLM	+/- % change in closing price, +/- % change in closing benchmark		
			30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
1.	TVS Supply Chain Solutions Limited [^]	Equirus	+8.71% [+1.53%]	+6.57% [+1.29%]	-7.46% [+13.35%]
2.	Zaggle Prepaid Ocean Services Limited [^]	Equirus	+30.95% [-0.67%]	+34.39% [+7.50%]	+87.71% [+10.89%]
3.	Protean eGov Technologies Limited ^{1^}	Equirus	+45.21% [+7.11%]	+73.18% [+10.26%]	+45.85% [+11.91%]
4.	Fedbank Financial Services Limited ^{2^}	Equirus	-2.75% [+7.94%]	-12.39% [+10.26%]	-13.43% [+13.90%]
5.	Happy Forgings Limited [^]	Equirus	+14.06% [-1.40%]	+4.44% [+2.04%]	NA*
6.	Jyoti CNC Automation Limited ^{3^}	Equirus/SBICAPS	+78.07% [-0.87%]	+135.94% [+2.21%]	NA*
7.	Capital Small Finance Bank Limited ^{4^}	Equirus	-25.25% [+1.77%]	-26.09% [+1.33%]	NA*
8.	Aadhar Housing Finance Ltd ^{4^}	SBICAPS	NA*	NA*	NA*
9.	Bharti Hexacom Ltd [^]	SBICAPS	+58.25% [-2.13%]	NA*	NA*
10.	R K Swamy Limited ^{5^}	SBICAPS	-1.30% [+1.86%]	NA*	NA*
11.	Entero Healthcare Solutions Ltd ^{6^}	SBICAPS	-19.65% [+0.30%]	-19.00% [+0.77%]	NA*
12.	Jana Small Finance Bank [^]	SBICAPS	-5.23% [+1.77%]	+57.55% [+1.33%]	NA*
13.	Medi Assist Healthcare Services Ltd [^]	SBICAPS	+22.32% [+3.40%]	+15.66% [+4.06%]	NA*

Source : www.bseindia.com and www.nseindia.com

*Data not available [^]BSE as the Designated stock exchange ^{^^}NSE as the Designated Stock Exchange

(A) Data is sourced either from www.nseindia.com or www.bseindia.com, as per the designated stock exchange disclosed by the respective Issuer Company.; (B) Similarly, benchmark index considered is "NIFTY 50" where NSE is the designated stock exchange and "S&P BSE SENSEX" where BSE is the designated stock exchange, as disclosed by the respective Issuer Company.; (C) 30th, 90th, 180th calendar day from listed day have been taken as listing day plus 29, 89 and 179 calendar days, except wherever 30th, 90th, 180th calendar day is a holiday, in which case we have considered the closing data of the previous trading day.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Notes: 1. A discount of ₹75 per Equity Share was offered to Eligible Employees bidding in the Employee Reservation Portion of Protean eGov Technologies Limited IPO. 2. A discount of ₹10 per Equity Share was offered to Eligible Employees bidding in the Employee Reservation Portion of Fedbank Financial Services Limited IPO. 3. A discount of ₹15 per Equity Share was offered to Eligible Employees bidding in the Employee Reservation Portion of Jyoti CNC Automation Limited IPO. 4. Price for eligible employee was Rs 292.00 per equity share. 5. Price for eligible employee was Rs 261.00 per equity share. 6. Price for eligible employee was Rs 1,139.00 per equity share. For further details, please refer to "Other Regulatory and Statutory Disclosures — Price information of past issues handled by the BRLMs (during the current Fiscal and the two Fiscal preceding the current Fiscal" on page 442 of the RHP.

BOOK RUNNING LEAD MANAGERS

SBI Capital Markets Limited 1501, 15th Floor, A & B Wing, Parinee Crescenzo, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051, Maharashtra, India Tel.: +91 22 4006 9807 E-mail: dee.ipo@sbicaps.com Website: www.sbicaps.com Investor grievance e-mail: investor.relations@sbicaps.com Contact Person: Janardhan Wagle/ Krithika Shetty SEBI Registration Number: INM000003531	Equirus Capital Private Limited 12th Floor, C Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai – 400013, Maharashtra, India Tel.: +91 22 4332 0732 E-mail: dee.ipo@equirus.com Website: www.equirus.com Investor grievance e-mail: investorsgrievance@equirus.com Contact person: Ankesh Jain/Jenny Bagrecha SEBI Registration Number: INM000011286
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Name of Syndicate Members	SBICAP Securities Limited, Investec Capital Services (India) Private Limited and Equirus Securities Private Limited
Name of Registrar to the Offer	LINK INTIME INDIA PRIVATE LIMITED Tel: +91-8108114949; E-mail: dde.ipo@linkintime.co.in; Investor grievance e-mail: dde.ipo@linkintime.co.in; SEBI Registration No.: INR000004058
Name of Statutory Auditor	S. R. Batliboi & Co. LLP, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture Trustee	Not Applicable
Self Certified Syndicate Bank(s) or "SCSB(s)"	The banks registered with SEBI, offering services: (a) in relation to ASBA (other than using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 , as applicable or such other website as may be prescribed by SEBI from time to time; and (b) in relation to ASBA (using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 , or such other website as may be prescribed by SEBI from time to time.
Eligible SCSBs and mobile applications enabled for UPI Mechanism	In accordance with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, UPI Bidders may only apply through the SCSBs and mobile applications using UPI handles specified on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time. A list of SCSBs through which Bids can be submitted by UPI Bidders, including details such as the eligible mobile applications, which are live for applying in public issues using UPI mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019.
Syndicate SCSB Branches	In relation to Bids (other than Bids by Anchor Investors) submitted to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI at (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35) as updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of the SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 or any such other website as may be prescribed by SEBI from time to time.
Non-Syndicate Registered Brokers	The list of the Registered Brokers eligible to accept ASBA forms, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx? and www.nseindia.com/products/content/equities/ipo/ipo_mem_terminal.htm , respectively, as updated from time to time. Bidders can submit ASBA Forms in the Offer using the stock broker network of the stock exchange, i.e. through the Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at https://www.bseindia.com and https://www.nseindia.com , as updated from time to time.
Details regarding website address(es)/ link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of the BSE and NSE at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and www.nseindia.com/products/content/equities/ipo/asba_procedures.htm , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as their name and contact details, is provided on the websites of the Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and www.nseindia.com/products/content/equities/ipo/asba_procedures.htm , respectively, as updated from time to time. For further details, see "Offer Procedure" on page 457 of the RHP.

PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual/ Corporate	Experience and Educational Qualification /Corporate information
1.	Krishan Lalit Bansal	Individual	For details on experience and educational qualification, see “Board of Directors” below.
2.	Ashima Bansal	Individual	For details on experience and educational qualification, see “Board of Directors” below.
3.	DDE Piping Components Private Limited	Corporate	DDE Piping Components Private Limited was incorporated on September 4, 2009. The corporate identification number of DDE Piping Components Private Limited is U28932HR2009PTC039433. Its registered office is situated at 1255, Sector-14, Faridabad, Haryana, India 121007. The PAN of DDE Piping Components Private Limited is AADCD2843C. It is engaged in, inter alia, the business of providing technical know-how in the manufacture or processing of piping or piping relating processes, in the installations or erection of plants for such manufacture or processing, or in power generation, or working of mines, oil - wells or other sources of mineral deposits or in the search for or discovery or testing of, mineral deposits.

BUSINESS OVERVIEW AND STRATEGY

Company Overview: We are an engineering company providing specialized process piping solutions for industries such as oil and gas, power (including nuclear), chemicals and other process industries through engineering, procurement and manufacturing. We have manufacturing experience of over three and a half decades and have been able to leverage our brand, strategically located manufacturing facilities and engineering capabilities to successfully expand our business. As part of our specialized process piping solutions, we also manufacture and supply piping products such as high-pressure piping systems, piping spools, high frequency induction pipe bends, Longitudinally Submerged Arc Welding pipes, industrial pipe fittings, pressure vessels, industrial stacks, modular skids and accessories including, boiler superheater coils, de-super heaters and other customized manufactured components. Our Company currently is ranked as one of the leading process pipe solution providers in the world, in terms of technical capability to address complex process piping requirement arising from multiple industrial segments. *(Source: D&B Report)* At present, we are the largest player in process piping solutions in India, in terms of installed capacity. *(Source: D&B Report)* on page 204 of the RHP.

Revenue segmentation by geographies:

Our business footprint spans across geographies.

Countries	Nine months ended December 31, 2023		Fiscal 2023		Fiscal 2022		Fiscal 2021	
	Revenue (in ₹ million)	As a percentage of total revenue from operations (%)	Revenue (in ₹ million)	As a percentage of total revenue from operations (%)	Revenue (in ₹ million)	As a percentage of total revenue from operations (%)	Revenue (in ₹ million)	As a percentage of total revenue from operations (%)
Canada	Nil	Nil	883.71	14.84%	248.58	5.39%	Nil	Nil
Thailand	57.54	1.05%	550.48	9.24%	293.92	6.38%	251.85	5.09%
United States of America	417.34	7.65%	342.03	5.74%	724.99	15.73%	881.15	17.79%
Switzerland	85.14	1.56%	253.75	4.26%	137.76	2.99%	100.07	2.02%
Italy	155.01	2.84%	252.27	4.24%	16.06	0.35%	45.74	0.92%
Malaysia	25.61	0.47%	138.19	2.32%	245.97	5.34%	Nil	Nil
Nigeria	NIL	NIL	0.31	0.01%	60.12	1.30%	736.49	14.87%
Germany	281.31	5.16%	89.38	1.50%	51.52	1.12%	215.97	4.36%
Japan	719.63	13.19%	188.56	3.17%	0.16	0.00%	203.82	4.12%
Total Revenue from operations from the aforementioned countries	1,741.57	31.92%	2,698.69	45.32%	1,779.09	38.60%	2,435.10	49.17%

* Sale by our subsidiary in Thailand has been considered as sale outside India.

Key Performance Indicators

The following table highlights our key performance indicators of our financial performance that have a bearing on arriving at the basis for Offer Price and disclosed to our investors during the three years preceding to the date of the Red Herring Prospectus, as at the dates and for the period indicated:

Particulars	As at/ For the year			
	Nine months period ended December 31, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
	(in ₹ million, except percentages and ratios)			
Revenue from operations	5,455.54	5,954.95	4,609.16	4,952.17
Revenue from operations Growth (y-o-y)	NA	29.20%	(6.93%)	NA
Total Income	5,578.62	6,143.20	4,708.39	5,130.26
EBITDA	679.44	691.76	646.07	536.84
EBITDA Margin (%)	12.45%	11.62%	14.02%	10.84%
Restated Profit Before Tax	190.30	203.72	132.94	89.49
Restated Profit Before Tax Margin (%)	3.49%	3.42%	2.88%	1.81%
Restated Profit for the period/ year	143.37	129.72	81.97	142.05
Restated Profit after tax Margin (%)	2.63%	2.18%	1.78%	2.87%
ROCE (%)	3.91%*	3.91%	3.99%	2.47%
RONW (%)	3.35%*	3.14%	2.04%	3.17%
Net Debt	3,710.58	3,198.28	2,600.86	2,246.77
Net Debt to Total Equity	0.85	0.75	0.63	0.49
Order Book	8,287.04	5,633.53	4,345.70	3,356.78

*Not annualised.

Notes:

“Revenue from operation growth” (%) represents growth in the revenue from operation for the relevant financial year over the previous years .

“EBITDA” refers to restated profit for the period/ year, as adjusted to exclude (i) other income, (ii) depreciation and amortization expenses, (iii) finance costs, (iv) total tax expense and (v) Share of profit of a Jointly controlled entity.

“EBITDA margin” refers to the percentage margin derived by dividing EBITDA by revenue from operations.

“Restated Profit before tax margin” (PBT margin) means profit before tax margin, which represents restated profit before tax as a percentage of revenue from operations.

“Restated Profit after tax margin represents restated profit for the period/ year as a percentage of revenue from operations.

RoCE” means return on capital employed, which represents EBIT (Earnings before Interest and Tax) during the relevant period/ year as a percentage of capital employed. Capital employed is the total of all types of capital, other equity, total borrowings, total lease liabilities and deferred tax liabilities (net) less deferred tax assets (net) as of the end of the relevant period/ year.

“RONW” means return on net-worth, return on net worth is the restated profit for the period/ year divided by the net worth.


“Net-debt” is calculated as total of non-current borrowings and current borrowings minus total of cash and cash equivalents and bank balances. “Net-debt to Total Equity” is calculated as net debt divided by total equity.

* As certified by VSD & Associates, Chartered Accountants, through their certificate dated June 11, 2024.

Industries served: Oil & Gas, Power (including nuclear power), Process Industries, (including sugar, specialty chemicals and distilleries), Chemical.

Intellectual property, if any:

As on the date of the Red Herring Prospectus, the Company has the following registered trademark:

Sr. No	Name of the IPR registration/ license	Issuing Authority	Whether registered/ applied for/ unregistered	Trademark Number	Date of registration/ application	Class	Date of Expiry
1.		Registrar of Trade Marks, Trade Marks Registry, Government of India	Registered	2556954	July 1, 2023	6	June 30, 2033

For further details, see “Government Approvals- Our Intellectual Property” on page 435 of the RHP. For risks associated with intellectual property, see, “Risk Factors – We may not be able to adequately protect our intellectual property or may unintentionally infringe upon the intellectual property rights of others which could substantially harm our business.” on page 63 of the RHP.

Employee strength: As of March 31, 2024, we had 1,061 full time employees. For details, see “Our Business - Human Resources and Employee Training” on page 237 of the RHP.

Manufacturing plant: We have seven strategically located Manufacturing Facilities at Palwal in Haryana, Anjar in Gujarat, Barmer in Rajasthan, Numaligarh in Assam and Bangkok in Thailand, with three Manufacturing Facilities located at Palwal, Haryana.

BOARD OF DIRECTORS

Sr. No	Name	Designation	Experience and Educational Qualification	Other Directorships
1.	Krishan Lalit Bansal	Chairman and Managing Director	He holds a bachelors’ degree in mechanical engineering from Punjab Engineering College, Chandigarh. He has been associated with the Company since its inception in 1988 and has experience in prefabricated piping systems and bio-mass power sector. He incorporated a partnership concern, Development Engineers pursuant to a deed of partnership dated August 12, 1986 which was later dissolved pursuant to a deed of dissolution dated April 1, 1988. His other ventures include DEE Group Trust and DDE Piping Components Private Limited.	Indian Companies: • Malwa Power Private Limited • DEE Fabricom India Private Limited • Atul Krishan Bansal Foundation Foreign Companies: • DEE Piping Systems (Thailand) Co. Limited
2.	Ashima Bansal	Whole-time Director	She holds a bachelors’ degree in education from D.S. College of Education for Women, Ferozepur City, Panjab University and a masters’ degree in arts from Panjab University. She has been associated with our Company since April 30, 2007.	Indian Companies: • Malwa Power Private Limited • DEE Fabricom India Private Limited Foreign Companies: Nil
3.	Shikha Bansal	Whole-time Director	She holds a bachelors’ degree in commerce from University of Delhi and masters’ degree in commerce from Himachal Pradesh University. She has been associated with our Company since December 1, 2020.	Indian Companies: • Atul Krishan Bansal Foundation Foreign Companies: • DEE Piping Systems (Thailand) Co. Limited
4.	Bhisham Kumar Gupta	Independent Director	He holds a bachelors’ of science degree in engineering from Panjab University. He was previously associated with Engineers India Limited as the Executive Director. He is an Independent Director on the Board of NAM Securities Limited since 1st April, 2024.	Indian Companies: NAM Securities Limited Foreign Companies: Nil
5.	Shilpi Barar	Independent Director	She holds a bachelors’ degree in commerce from Hemwati Nandan Bahuguna Garhwal University. She was previously associated with Sita Singh & Sons Private Limited as the Head of Operations	Indian Companies: Nil Foreign Companies: DEE Piping Systems (Thailand) Co. Ltd.
6.	Ashwani Kumar Prabhakar	Independent Director	He holds a bachelors’ of science degree in engineering from Panjab University and is registered with the Institute of Cost Works Accountant of India. He was previously associated with Ministry of Defence, Kolkata, Government of India as the Director General of Ordnance Factories and Chairman of the Ordnance Factory Board.	Indian Companies: Nil Foreign Companies: Nil

For further details in relation to our Board of Directors, see “Our Management” on page 269 of the RHP.

OBJECTS OF THE OFFER

The Offer comprises a Fresh Issue by our Company and an Offer for Sale by the Selling Shareholder. The Fresh Issue comprises of up to [●] Equity Shares by our Company aggregating up to ₹3,250.00 million and the Offer for Sale comprises of up to 45,82,000 Equity Shares, aggregating up to ₹ [●] million by the Selling Shareholder.

Fresh Issue

The details of the proceeds of the Fresh Issue are summarised in the table below:

(₹ in million)

Particulars	Amount
Gross proceeds from the Fresh Issue	Up to 3,250.00
(Less) Fresh Issue related expenses ⁽¹⁾	[●]
Net Proceeds⁽¹⁾	[●]

(1) To be finalised upon determination of the Offer Price and updated in the Prospectus at the time of filing with the RoC.

Utilisation of Net Proceeds and Schedule of Deployment

The Net Proceeds are proposed to be utilised and are currently expected to be deployed in accordance with the schedule set forth below:

(₹ in million)

Particulars	Amount which will be financed from Net Proceeds	Estimated Utilisation of Net Proceeds
		Fiscal 2025
Funding working capital requirements of our Company	750.00	750.00
Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our Company	1,750.00	1,750.00
General corporate purposes ⁽¹⁾	[●]	[●]
Total⁽¹⁾	[●]	[●]

(1) To be finalised upon determination of Offer Price and updated in the Prospectus prior to filing with the RoC. The amount utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds.

Means of Finance: Fund requirements for our Objects are proposed to be funded from the Net Proceeds and/ or through our internal accruals. Accordingly, we confirm that there are no requirements to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, in addition to the Net Proceeds, under Regulation 7(1)(e) of the SEBI ICDR Regulations.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilisation of issue proceeds of past public offers / rights issues, if any, of our Company in the preceding 10 years: Not Applicable.

Terms of issuance of convertible security, if any: Not Applicable.

Name of Monitoring Agency: CRISIL Ratings Limited

Shareholding Pattern as on the date of the RHP:

Category of shareholder	Pre-Issue number of Equity Shares (Number of fully paid-up Equity Shares held)	% Holding of Pre Issue Shareholding
Promoters and Promoter Group	5,30,39,040	100.00%
Public	100	-
Total	5,30,39,140	100.00%

Number/amount of equity shares proposed to be sold by selling shareholders: Up to 45,82,000 Equity Shares aggregating up to ₹ [●] million.

SUMMARY OF RESTATED CONSOLIDATED FINANCIAL INFORMATION

Summary of selected financial information derived from our Restated Consolidated Summary Statements is as follows: (in ₹ million, except per share data)

Particulars	As at and for the nine months period ended December 31, 2023	As at and for the Fiscal		
		March 31, 2023	March 31, 2022	March 31, 2021
(A) Equity Share capital	530.39	106.08	106.08	156.93
(B) Net worth ⁽¹⁾	4,281.87	4,136.95	4,013.68	4,484.98
(C) Revenue from operations	5,455.54	5,954.95	4,609.16	4,952.17
(D) Restated profit for the period/year	143.37	129.72	81.97	142.05
(E) Restated basic earnings per equity share (in ₹/share) ⁽²⁾	2.70*	2.45	1.53	2.44
(F) Restated diluted earnings per equity share (in ₹/share) ⁽²⁾	2.69*	2.45	1.53	2.44
(G) Net Asset Value per share (in ₹/share) ⁽³⁾	82.59	79.87	76.75	78.16
(H) Total borrowings ⁽⁴⁾	4,071.37	3,526.22	2,853.58	2,571.65

*Not annualised

Notes:

- (1) Net worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.
- (2) Basic EPS (₹) = Restated profit for the period/year attributable to the equity shareholders of our Company/weighted average number of equity shares outstanding during the period/year after considering bonus shares which has been issued subsequent to March 31, 2023 for all periods presented in accordance with Ind AS 33.
- (3) Diluted EPS (₹) = Restated profit for the period/year attributable to equity shareholders of our Company/weighted average number of equity shares outstanding during the period/year considered for deriving basic earnings per share and the weighted average number of Equity Shares which could have been issued on the conversion of all dilutive potential Equity Shares after considering bonus shares which has been issued subsequent to March 31, 2023 for all periods presented in accordance with Ind AS 33.
- (4) Net asset value per Equity Share is the total equity divided by weighted average numbers of Equity Shares outstanding during the period/year (as adjusted for effect of bonus shares issued subsequent to March 31, 2023 and used in calculating basic earning per share in accordance with principles of Ind AS 33).
- (5) Total borrowings consists of current and non-current borrowings.

For further details, see “Restated Consolidated Summary Statements” and “Other Financial Information” on pages 294 and 364 of the RHP, respectively.

INTERNAL RISK FACTORS

Below mentioned risks are the top 5 risk factors as per the RHP:

1. We are measured against high quality standards and stringent performance requirements by our customers. Any failure by us to comply with these standards or performance requirements may lead to the cancellation of existing and future orders, recalls, liquidated damages, invocation of performance bank guarantees or warranty and indemnity or liability claims, which could adversely affect our reputation, business, results from operations, financial conditions and cash flows.
2. Our business is dependent and will continue to depend on our manufacturing facilities, and we are subject to certain risks in our manufacturing process due to the usage of heavy machinery in our manufacturing operations. Any slowdown or shutdown in our manufacturing operations or strikes, work stoppages or increased wage demands by our employees could interfere with our operations, and could have an adverse effect on our business, cash flows, financial condition and results of operations.
3. Majority of the Net Proceeds will be utilized for the repayment or prepayment of indebtedness availed of by our Company.
4. Any downturn in the oil and gas, power (including nuclear), process industries, chemical sectors would create an adverse impact on our revenue from operations, cash flows and financial conditions.
5. We derive a significant part of our revenue from some customers, and we do not have long term contracts with a majority of these customers. If one or more of such customers choose not to source their requirements from us or to terminate our contracts or purchase orders, our business, cash flows, financial condition and results of operations may be adversely affected.

SUMMARY OF OUTSTANDING LITIGATION, CLAIMS AND REGULATORY ACTION

- A. A summary of outstanding litigation proceedings involving our Company, Subsidiaries, Promoters and Directors, as applicable, as disclosed in the section titled “Outstanding Litigation and Other Material Developments” on page 420 in terms of the SEBI ICDR Regulations and the Materiality Policy as of the date of the Red Herring Prospectus is provided below:

Name of the Individual/ Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Aggregate amount involved (in ₹ million)*
Company						
By the Company	2	Not applicable	Not applicable	Not applicable	4	139.46
Against the Company	1	10	6	Not applicable	1	197.98
Directors						
By the Directors	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Directors	Nil	4	Nil	Not applicable	Nil	104.49
Promoter						
By the Promoter	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Promoter	Nil	3	Nil	Nil	Nil	1.30
Subsidiaries						
By the Subsidiaries	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Subsidiaries	Nil	1	Nil	Not applicable	Nil	1.07

* To the extent quantifiable

- B. Brief details of top 5 material outstanding litigations against our Company and amount involved.

Sr. No.	Particulars	Litigation filed by	Current Status	Amount involved (in ₹ million)
1.	Hyundai Merchant Marine Co. Limited (the “ Plaintiff ”) has filed a counter – suit dated August 16, 2016 against, <i>inter alia</i> , our Company, Deugro Projects India Private Limited (“ Defendant no. 1 ”) Associated Container Terminal Limited (the “ Defendant no. 2 ”) and the Office of Deputy Commissioner of Customs, Faridabad (the “ Defendant no. 3 ”) before the Court of Civil Judge, Senior Division, Faridabad. Our Company had filed a suit for a decree of declaration, mandatory and consequential relief of perpetual injunction against the Plaintiff, Defendant no.1 and Defendant no. 2 before the Court of Civil Judge, Senior Division, Faridabad in relation to the lien on the cargo (the “ Shipment ”) and refusal to release the Shipment to our Company unless security is provided to the Plaintiff. For further details, see <i>Litigation filed by our Company – Material civil litigation – Hyundai Merchant Marine India Private Limited</i> ” on page 420. In connection with the aforesaid, the Plaintiff has filed a suit, praying for, <i>inter alia</i> , (i) decree of recovery of an amount of ₹ 17.85 million in favour of the Plaintiff; (ii) a decree of declaration that the Plaintiff has first lien over the Shipment; (iii) a decree of declaration for the first recovery of the sums due to the Plaintiff if the Shipment is sold off in an auction under Section 48 of the Customs Act, 1962. (iv) sale of the Shipment by Defendant no. 2 and Defendant no. 3, subject to the Plaintiff’s entitlement of first recovery of its sums due from the sale proceeds of the Shipment and (v) decree of mandatory injunction directing Defendant no. 2 and Defendant no. 3 to release the sums realized from the auction of the Shipment. The matter is currently pending.	Hyundai Merchant Marine Co. Limited	Pending	₹17.85
2.	The Directorate of Enforcement, Ministry of Finance, Department of Revenue, Gurugram Zonal Office, Government of India (the “ Enforcement Directorate ”) issued an order dated May 19, 2023 (the “ Order ”) to our Company under section 37 of the Foreign Exchange Management Act, 1999 read with section 133(6) of the Income Tax Act, 1961, directing our Company to furnish the records and documents within ten days of receiving the Order including the (i) PAN, address and contact details of directors of our Company; (ii) details of business activity carried on by our Company; (iii) a list of bank accounts that are closed or active along with addresses of bank branches maintained by our Company; (iv) account-wise bank details of all the advance exports payments received against which export has not been undertaken since the financial year 2016; (v) account-wise bank details of all the exports made against which proceeds have not been realised since the financial year 2016; (vi) account-wise bank details of all the advance payments for imports against which imports have not been made since the financial year 2016; (vii) account-wise bank details of imports for which payments have not been made since the financial year 2016; (viii) details of foreign direct investment (“ FDI ”) received by our Company, a copy of the form FCGPR and the purpose of the FDI; (ix) details of non-submission of	The Directorate of Enforcement, Ministry of Finance, Department of Revenue, Gurugram Zonal Office, Government of India	Pending	Not applicable

	shipping bills and bills of entry since financial year 2016; (x) a copy of the income tax return form, the acknowledgment, the computation of income, a copy of the tax audit report along with the profit & loss accounts and balance sheets for the last three financial years; and (xi) the details of all criminal and civil cases lodged against the directors or our Company before different legal and regulatory authorities or forums. Our Company has submitted a partial response to the Order on June 8, 2023 and a complete response on August 25, 2023. The matter is currently pending.			
3.	The Additional Director General of the Directorate of Revenue Intelligence, Kolkata Zonal Unit (the “ DRI Kolkata ”) issued a show cause notice dated October 3, 2019 (the “ impugned SCN ”) to our Company demanding payment of custom duty in the form of Integrated Goods and Service Tax to the extent of ₹ 81.51 million under Section 28 read with Section 124 of the Customs Act, 1962 (the “ Customs Act ”). Our Company issued an objection letter dated November 27, 2019 against the impugned SCN alleging that the Additional Director General of the DRI, Kolkata does not have the authority to issue the impugned SCN to our Company under the provisions of Section 124 of the Customs Act. Additionally, pursuant to the notification dated November 6, 2019 issued by the Central Board of Indirect Taxes and Customs, the DRI Kolkata issued a letter dated November 13, 2019 to the Additional Director General (Adjudication), Directorate of Revenue Intelligence, Mumbai (the “ DRI Mumbai ”) appointing the Additional Director General (Adjudication), Directorate of DRI Mumbai as the common adjudicating authority in relation to the impugned show cause notice issued to our Company. Thereafter, a letter dated September 5, 2023 was issued by the Office of Commissioner of Customs (Adjudication) to our Company in relation to commencement of adjudication proceedings. Our Company received a notice dated December 1, 2023 from the Office of Commissioner of Customs (Adjudication) and attended a physical hearing before the Principal Commissioner of Customs (Adjudication) and submitted the required documents. Subsequently, our Company received a notice dated January 22, 2024 and has submitted a letter dated February 12, 2024 to the Deputy/Assistant Commissioner of Customs requesting them to reassess the applicability of the pre-import conditions and also submitted a partial response via email dated February 14, 2024 requesting for an adjournment of the hearing. Our Company via email dated April 23, 2024 has made a <i>suo moto</i> disclosure of the breach of pre import conditions during the period between October 13, 2017 to January 9, 2019, and has consented to deposit IGST of ₹ 1.84 million and requested waiver of interest and penalty. The Office of the Commissioner of Customs (Adjudication), Mumbai passed an order on May 8, 2024 levying a penalty of ₹8.00 million, imposing a fine of ₹ 22.50 million and confirming that the demand of duty amounts to ₹ 81.50 million. Our Company is in the process of assessing the next step.	The Additional Director General of the Directorate of Revenue Intelligence, Kolkata Zonal Unit	Pending	₹81.50
4.	The Regional Office, Palwal Region, Haryana State Pollution Control Board (the “ HSPCB ”), issued a show cause notice dated March 5, 2024 to our Palwal Facility, Unit II, for closure and prosecution under section 33-A, 43 and 44 of the Water (Prevention and Control Pollution) Act, 1974 respectively (the “ SCN ”). Our Palwal Facility Unit II was inspected on February 24, 2024 by a field officer, where the samples collected from the outlet of the sewage treatment plant were found to have exceeded the prescribed limits as notified by the HSPCB and the limits granted under the consent to operate issued to the Palwal Facility. Through the SCN, our Company has been directed to show cause within 15 days as to why closure action under section 33-A and initiating prosecution under section 43 and 44 of the Water (Prevention and Control Pollution) Act, 1974, along with imposition of environment compensation should not be taken against our Palwal Facility, Unit II. We have responded to the SCN by way of our reply dated March 13, 2024, requesting HSPCB for revisiting and resampling the outlet of the sewage treatment plant. We have also submitted the documents requested by the HSPCB on April 2, 2024. The matter is currently pending.	The Regional Office, Palwal Region, Haryana State Pollution Control Board	Pending	Not applicable
5.	The Office of the Deputy Commissioner, Circle 8, Central Goods and Services Tax Audit (the “ Deputy Commissioner ”), issued a show cause notice against our Company dated July 19, 2022, alleging: (i) non-payment of GST amounting to ₹ 10.46 million on the supply of goods procured from a supplier located outside India to a recipient located outside India; (ii) non-payment of GST amounting to ₹ 1.28 million on corporate guarantees given to its Subsidiaries; (iii) availing and utilizing undue input tax credit amounting to ₹ 2.00 million; and (iv) availing and utilizing undue input tax credit through GST TRAN-1 amounting to ₹ 1.62 million. Our Company’s advocate attended the physical hearing on February 17, 2023. However, no order was received by our Company from the office of the Deputy Commissioner, hence, our Company wrote to the office of the Deputy Commissioner for a status update on the matter by way of its letters dated December 23, 2023 and January 16, 2024. Thereafter, our Company filed an application under the Right to Information Act, 2005, on March 8, 2024 and was informed by the authority on March 21, 2024 that an order in this matter had been passed on June 20, 2023 which imposed the abovementioned penalties on our Company. Our Company was informed about the order dated June 20, 2023 on April 15, 2024 as a response to the RTI application. Further, as per the form GST DRC-07 dated March 7, 2024, the total outstanding demand is ₹ 30.72 million. Our Company is in the process of filing the appeal.	The Office of the Deputy Commissioner, Circle 8, Central Goods and Services Tax Audit	Pending	₹30.72

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 the Promoters: Nil

For further details of the outstanding litigation proceedings, see “*Outstanding Litigation and Other Material Developments*” on page 420 of the RHP.

ANY OTHER IMPORTANT INFORMATION AS PER BRLMs / COMPANY - NIL

DECLARATION BY OUR COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or 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 statements, disclosures and undertakings made in the Red Herring Prospectus are contrary to the provisions of 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in the Red Herring Prospectus are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

I, Krishan Lalit Bansal, acting as a Selling Shareholder, hereby certify and declare that all statements, disclosures, and undertakings made or confirmed by me in the Red Herring Prospectus about or specifically in relation to myself and portion of the Equity Shares being offered by me in the Offer are true and correct. I assume no responsibility, as a Selling Shareholder, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other person(s) in the Red Herring Prospectus.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS (RHP)

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID REVISION FORM

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids is enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid Cum Application Form submitted earlier by me/us. I/We (on behalf of joint Bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Bid Revision Form.

INSTRUCTIONS FOR FILLING UP THE REVISION FORM

- Name of Sole Bidder / First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The Bid means an 'indication to make an offer' and not 'an offer'.
- Please ensure that the Bid options provided are in the same order as that provided in the Bid Cum Application Form submitted earlier.
- In case there is no change in the particular Bid option, please write "NO CHANGE". In case you want to cancel the Bid option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Bid Price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your bank has notified an SCBS Branch in the city where the Bid cum Application Form is being submitted.
- Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut-off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 0.20 million if the Bidder wants to continue to Bid at Cut-off Price), with the SCBS/ members of the Syndicate/Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 0.20 million, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut-off Price. In case of a downward revision in the Price Band, announced as above, UPI Bidders who have bid at Cut-off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the Sole Bidder / First Bidder is required to sign the Bid Cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate/ SCBS/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgement Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.
- Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhar card and are in compliance with the CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023 and any subsequent press releases in this regard.

Particulars	QIBs ⁽¹⁾	Non-Institutional Bidders	Retail Individual Bidders	Employee Reservation Portion ⁽⁵⁾
Number of Equity Shares available for Allotment/ allocation ⁽²⁾	Not more than [●] Equity Shares	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Retail Individual Bidders	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Bidders	Up to [●] Equity Shares
Percentage of Offer size available for Allotment/ allocation	Not more than 50% of the Net Offer shall be available for allocation to QIBs. However, up to 5% of the Net QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining balance QIB Portion (excluding the Anchor Investor Portion). The unsubscribed portion in the Mutual Fund Portion will be available for allocation to other QIBs	Not less than 15% of the Net Offer or the Offer less allocation to QIBs and Retail Individual Bidders will be available for allocation, out of which: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹ 0.20 million and up to ₹ 1.00 million; and (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹ 1.00 million provided that the unsubscribed portion in either of the sub-categories specified above may be allocated to applicants in the other sub-category of Non-Institutional Bidders	Not less than 35% of the Net Offer or Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation	The Employee Reservation Portion shall constitute [●]% of our post-offer paid-up Equity Share capital
Basis of Allotment/ allocation if respective category is oversubscribed*	Proportionate as follows (excluding the Anchor Investor Portion): (a) up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) up to [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Our Company, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion (of up to [●] Equity Shares) on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to Mutual Funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price	The allotment of specified securities to each Non-Institutional Bidder shall not be less than the minimum application size, subject to availability in the Non-Institutional Portion, and the remainder, if any, shall be allotted on a proportionate basis in accordance with the conditions specified in the SEBI ICDR Regulations. For details, see "Offer Procedure" on page 457.	The allotment to each Retail Individual Bidder shall not be less than the minimum Bid lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details, see "Offer Procedure" on page 457.	Proportionate; unless the Employee Reservation Portion is undersubscribed, the value of allocation to an Eligible Employee shall not exceed ₹ 0.20 million (net of Employee Discount, if any). In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees Bidding in the Employee Reservation Portion for a value exceeding ₹ 0.20 million subject to total Allotment to an Eligible Employee not exceeding ₹ 0.50 million (net of Employee Discount, if any).
Minimum Bid	Such number of Equity Shares so that the Bid Amount exceeds ₹ 0.20 million and in multiples of [●] Equity Shares	Such number of Equity Shares so that the Bid Amount exceeds ₹ 0.20 million and in multiples of [●] Equity Shares	[●] Equity Shares and in multiples of [●] Equity Shares	[●] Equity Shares and in multiples of [●] Equity Shares
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer (excluding the Anchor Portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer (excluding the QIB Portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹ 0.20 million	Such number of Equity Shares and in multiples of [●] Equity Shares, so that the maximum Bid Amount by each Eligible Employee in this portion does not exceed ₹ 0.50 million (less Employee Discount, if any)
Mode of Allotment	Compulsorily in dematerialised form			
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter			
Allotment Lot	[●] Equity Shares and thereafter in multiples of one Equity Share thereafter			
Trading Lot	One Equity Share			
Who can apply ⁽³⁾⁽⁴⁾	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, Mutual Funds registered with SEBI, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, state industrial development corporation, insurance company registered with IRDAI, provident fund with minimum corpus of ₹ 250 million, pension fund with minimum corpus of ₹ 250 million National Investment Fund set up by the Government, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of karta), companies, corporate bodies, scientific institutions, societies, trusts and FPIs who are individuals, corporate bodies and family offices	Resident Indian individuals, Eligible NRIs and HUFs (in the name of karta)	Eligible Employees
Mode of Bidding	Only through the ASBA process (except for Anchor Investors).	Only through the ASBA process (including UPI Mechanism for Bids up to ₹ 0.50 million).	Only through the ASBA process (including the UPI Mechanism).	ASBA only (including the UPI Mechanism)
Terms of Payment	In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids ⁽⁴⁾ In case of all other Bidders: Full Bid Amount shall be blocked in the bank account of the ASBA Bidder (other than Anchor Investors) that is specified in the ASBA Form at the time of submission of the ASBA Form			

* Assuming full subscription in the Offer.

(1) Our Company, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription or non-allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion. For details, see "Offer Structure" on page 453.

(2) Subject to valid Bids being received at or above the Offer Price. This is an Offer in terms of Rule 19(2)(b) of the SCRR read with Regulation 45 and in compliance with Regulation 6(i) of the SEBI ICDR Regulations wherein not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to QIBs. Such number of Equity Shares representing 5% of the Net Offer shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to QIBs, including Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to all QIBs. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹ 1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders. Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company in consultation with the BRLMs and the Designated Stock Exchange, on a proportionate basis. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. For further details, see "Terms of the Offer" on page 447.

(3) In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids, except as otherwise permitted, in any or all categories. Further, an Eligible Employee Bidding in the Employee Reservation Portion may also Bid under the Net Offer and such Bids shall not be treated as multiple Bids subject to applicable limits. Eligible Employees can also apply under Retail Portion. Further, Bids by Eligible Employees in the Employee Reservation Portion and in the Non-Institutional Portion shall not be treated as multiple Bids, even if Eligible Employee has made an application of up to ₹ 0.50 million (net of Employee Discount) in the Employee Reservation Portion. The unsubscribed portion in the Employee Reservation Portion shall be added back to the Net Offer.

(4) Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Offer Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN. Bidders will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholder, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.

(5) The Employee Reservation Portion shall not exceed 5% of our post-offer paid-up Equity Share capital. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹ 0.20 million (net of Employee Discount, if any). In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 0.20 million, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹ 0.50 million (net of Employee Discount, if any). The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹ 0.50 million), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Offer and such Bids will not be treated as multiple Bids subject to applicable limits. Our Company, in consultation with the BRLMs, may offer a discount of up to ₹ [●] of the Offer Price to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid / Offer Opening Date.

The Bids by FPIs with certain structures as described under the section entitled "Offer Procedure - Bids by FPIs" on page 462 and having same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with same PAN) may be proportionately distributed. Bidders will be required to confirm and will be deemed to have represented to our Company, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.



To,
The Board of Directors
DEE DEVELOPMENT ENGINEERS LIMITED

100% BOOK BUILT OFFER
ISIN: INE841L01016
LEI No.: 335800BOIEGPE972AY57

**Bid cum
Application
Form No.**

MEMBERS OF THE SYNDICATE STAMP & CODE		SUB-SYNDICATE MEMBER/ REGISTERED BROKER SCSB/CDP/RTA STAMP & CODE	
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE		SCSB BRANCH STAMP & CODE	
BANK BRANCH SERIAL NO.		SCSB SERIAL NO.	

Form No.

1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER

Mr./Ms./M/s.

Address

Email

Tel. No. (with STD code) / Mobile

2. PAN OF SOLE / FIRST BIDDER

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS

☐ NSDL
 ☐ CDSL

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY BID

4. FROM (AS PER LAST BID OR REVISION)																		
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)									Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only)								
										(In Figures Only)								
	(In Figures Only)									Bid Price	Employee Discount			Net Price				
	8	7	6	5	4	3	2	1	3	2	1	3	2	1	3	2	1	
Option 1																		<input type="checkbox"/>
(OR) Option 2																		<input type="checkbox"/>
(OR) Option 3																		<input type="checkbox"/>

5. TO (REVISED BID) (ELIGIBLE EMPLOYEES BIDDERS CAN BID AT "CUT-OFF")																			
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹)/ "Cut-off" (Price in multiples of ₹ 1/- only)										
									(In Figures Only)										
	(In Figures)								Bid Price			Employee Discount			Net Price			"Cut-off" (Please ✓ tick)	
8	7	6	5	4	3	2	1	3	2	1	3	2	1	3	2	1			
Option 1																		<input type="checkbox"/>	
(OR) Option 2																		<input type="checkbox"/>	
(OR) Option 3																		<input type="checkbox"/>	

6. PAYMENT DETAILS [IN CAPITAL LETTERS]										PAYMENT OPTION: PART PAYMENT <input type="checkbox"/> FULL PAYMENT <input checked="" type="checkbox"/>									
Additional Amount Blocked (₹ in figures)										(₹ in words)									

ASBA	
Bank A/c No.	
Bank Name & Branch	
OR	
UPI ID (Maximum 45 characters)	

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM, THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDER'S' UNDERTAKING' AS GIVEN ALONG WITH THE COMMON BID CUM APPLICATION FORM. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THIS BID REVISION FORM GIVEN OVER LEAF

<p>7A. SIGNATURE OF SOLE/ FIRST BIDDER</p>		<p>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)</p> <p>I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.</p> <p>1) _____</p> <p>2) _____</p> <p>3) _____</p>		<p>7C. MEMBERS OF THE SYNDICATE / SUB-SYNDICATE MEMBER / REGISTERED BROKER SCSB / CDP / RTA / AGENTS STAMP (Acknowledging upload of Bid in Stock Exchange system)</p>	
<p>Date : _____, 2024</p>					

TEAR HERE



**DEE DEVELOPMENT
ENGINEERS LIMITED**
BID REVISION FORM - INITIAL PUBLIC
OFFER - ELIGIBLE EMPLOYEES FORM

**Acknowledgement Slip for
members of the Syndicate / Sub-Syndicate
Member / Registered Broker / SCSB /
CDP / RTA / AGENT**

**Bid cum
Application
Form No.**

[illegible]

Additional Amount Blocked (₹ in figures)		ASBA Bank A/c No./UPI ID		Stamp and Signature of SCSB Branch / Members of the Syndicate / Sub-Syndicate Member / Registered Broker / CDP / RTA / Agent
Bank Name & Branch				
Received from Mr./Ms./M/s. _____				
Telephone / Mobile		Email		

TEAR HERE

<p style="writing-mode: vertical-rl; transform: rotate(180deg);"> PRESENT ENGINEERS AND DISCOUNT FORM PUBLIC OFFER - R - EMPLOYEES FORM </p>		Option 1	Option 2	Option 3	<p>Stamp & Signature of members of the Syndicate / Sub-Syndicate Member / Registered Broker / SCSB / CDP / RTA / Agent</p>	<p>Name of Sole / First Bidder</p>
	No. of Equity Shares					
	Bid Price (₹)					
	Additional Amount Blocked (₹ in figures)					
<p>Acknowledgement Slip for Bidder</p>						

Acknowledgement Slip for Bidder

DEE DEVELOPMENT LIMITED - B - INITIAL P - ELIGIBLE					Bid cum Application Form No.	
	ASBA Bank A/c No./UPIID _____ Bank Name & Branch _____ Mobile No./E-mail ID _____ UPIID _____ A/c No. _____					

Bid cum Application Form No.

Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.