

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


(Please scan this QR Code to view the RHP)

This is an abridged prospectus containing salient features of the red herring prospectus of Nova Agritech Limited (the “Company”) dated January 12, 2024 filed with the Registrar of Companies, Telangana at Hyderabad (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 is not for distribution outside of India.

**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**

Please ensure that you have read the RHP, this abridged prospectus (“**Abridged Prospectus**”) and the general information document for investing in public issues (“**GID**”) undertaken through the Book Building Process before applying in the Offer. 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, Members of the Syndicate, Registrar to the Offer, Registrar and Share Transfer Agents (“**RTAs**”), Collecting Depository Participants (“**CDPs**”), Registered Brokers, Bankers to the Offer, Investors’ Association 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](http://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](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively, at the website of the Company at [www.novaagri.in](http://www.novaagri.in) and the website of the Book Running Lead Managers at [www.keynoteindia.net](http://www.keynoteindia.net) and [www.bajajcapital.com](http://www.bajajcapital.com)


**NOVA AGRITECH LIMITED**

**Corporate Identity Number:** U01119TG2007PLC058901; **Date of Incorporation:** May 09, 2007

REGISTERED AND CORPORATE OFFICE		CONTACT PERSON		E-MAIL AND TELEPHONE	WEBSITE		
Sy.No.251/A/1, Singannaguda Village, Mulugu Mandal, Siddipet, Medak, Telangana – 502279		Neha Soni (Company Secretary and Compliance Officer)		Email: ipo@novaagri.in Telephone: +91 84 54253446	www.novaagri.in		
THE PROMOTERS OF OUR COMPANY ARE SURAKSHA AGRI RETAILS (INDIA) PRIVATE LIMITED, YELURI FAMILY TRUST, MALATHI S AND KIRAN KUMAR ATUKURI							
DETAILS OF THE OFFER							
Type	Fresh Issue Size	Offer for Sale Size	Total Offer Size	Eligibility – 6(1) / 6(2)	Equity Shares Reservation among QIBs, NIIs & RIIs		
					QIBs	NIIs	RIIs
Fresh Issue and Offer for Sale	Up to [●] equity shares of face value of ₹ 2/- each aggregating up to ₹ 11, 200.00 Lakhs	Up to 77,58,620 equity shares of face value of ₹ 2/- each aggregating up to ₹ [●] Lakhs	Up to [●] equity shares of face value of ₹ 2/- each aggregating up to ₹ [●] Lakhs	The Offer is being made pursuant to Regulation 6(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”). For further details, see “Other Regulatory and Statutory Disclosures – Eligibility for the Offer” on page 383 of the RHP. For details of share reservation among QIBs, NIIs and RIIs, see “Offer Structure” on page 401 of the RHP.	Not more than 50% of the Net Offer size shall be available for allocation to QIBs. 5% of QIB Category (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 Net offer less allocation to QIB Bidders and Retail Individual Investors	Not less than 35% of the Net Offer or the Net Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation
The Equity Shares are proposed to be listed on National Stock Exchange of India Limited and BSE Limited For the purposes of the Offer, BSE Limited is the Designated Stock Exchange (the “Designated Stock Exchange”).							

**DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE**

Name of the Selling Shareholder	Type	Number of Equity Shares of face value of ₹ 2/- each Offered	Weighted average cost of acquisition per Equity Share (in ₹)#
Nutalapati Venkatasubbarao	Selling Shareholder	Up to 77,58,620 Equity Shares aggregating up to ₹ [●] Lakhs	2.32

#As per the certificate dated December 26, 2023 issued by Statutory Auditor.

**PRICE BAND, MINIMUM BID LOT AND INDICATIVE TIMELINES**

Price Band	₹ 39/- per Equity Share to ₹ 41/- per Equity Share of face value of ₹ 2/- each.
Minimum Bid Lot Size	365 Equity Shares and in multiples 365 Equity Shares thereafter
Bid/Offer Opens On	Monday, January 22, 2024
Bid/Offer Closes On	Wednesday, January 24, 2024 <sup>(1)</sup>
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Thursday, January 25, 2024
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account*	On or about Monday, January 29, 2024
Credit of Equity Shares to demat accounts of Allottees	On or about Monday, January 29, 2024
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Tuesday, January 30, 2024

- Our Company and the Selling Shareholder may, shall, in consultation with the Book Running Lead Managers, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. 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, i.e. Friday, January 19, 2024.
- UPI mandate end time and date shall be at 5.00 p.m. on Bid/Offer Closing Date.

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\* In case of (i) 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 / 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 ₹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 nonallotted/ 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 Bidder shall be compensated in the manner specified in the SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023 and the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/76 dated May 30, 2022 and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, issued by SEBI, and any other applicable law in case of delays in resolving investor grievances in relation to blocking/unblocking of funds. For details of the Price Band and basis for Offer Price, please refer to the price band advertisement and the section titled "Basis for Offer Price" on page 114 of the RHP, which for the avoidance of doubt, shall be deemed to be incorporated in the agreements to be entered into between our Company with the relevant intermediaries, to the extent applicable.

The Equity Shares offered in the Offer have not been and will not be registered, listed or otherwise qualified in any jurisdiction except India and may not be offered or sold to persons outside of India except in compliance with the applicable laws of each such jurisdiction. In particular, the Equity Shares offered in the Offer have not been and will not be registered under 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 state securities laws. The Equity Shares are being offered and sold only outside the United States in offshore transactions as defined in and in reliance on Regulation S under the U.S. Securities Act ("Regulation S").

**WEIGHTED AVERAGE COST OF ACQUISITION FOR ALL EQUITY SHARES TRANSACTED IN THE THREE YEARS, 18 MONTHS AND ONE YEAR PRECEDING THE DATE OF THE RED HERRING PROSPECTUS.**

Period	Weighted average cost of acquisition (in ₹)*	Cap Price is 'X' times the Weighted average cost of acquisition*	Range of acquisition price: lowest price-highest price (in ₹)
Last three years	25	1.64	Nil - 25
Last 18 months	25	1.64	Nil - 25
Last one year	Nil	Nil	Nil

\*As per the certificate dated January 12, 2024 issued by Statutory Auditor

**RISKS IN RELATION TO THE FIRST OFFER**

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹ 2/- each. The Floor Price, the Offer Price or the Price Band (determined by our Company and the Selling Shareholder in consultation with the BRLMs and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for Offer Price" on page 114 of the RHP), 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 or sustained trading in the Equity Shares of our Company, or regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK**

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 in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to the section entitled "Risk Factors" on page 29 of the RHP.

**PROCEDURE**

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

If you wish to know about processes and procedures applicable to this 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](http://www.sebi.gov.in), the websites of NSE and BSE at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively and the websites of the BRLMs at [www.keynoteindia.net](http://www.keynoteindia.net) and [www.bajajcapital.com](http://www.bajajcapital.com).

**PRICE INFORMATION OF BRLMs**

Sl. No.	Issue Name	Name of the BRLMs	+/- % change in closing price, +/- % change in closing benchmark]- 30th calendar days from listing	+/- % change in closing price, +/- % change in closing benchmark]- 90th calendar days from listing	+/- % change in closing price, +/- % change in closing benchmark]- 180th calendar days from listing
1	Credo Brands Marketing Limited	Keynote Financial Services Limited	NA	NA	NA
2	Manoj Vaibhav Gems N Jewellers Limited	Bajaj Capital Limited	21.74% [-2.18%]	48.35% [+10.32%]	NA

Source: [www.bseindia.com](http://www.bseindia.com)

\*BSE as the Designated stock exchange

Note: 1. Opening price information as disclosed on the website of the Designated Stock Exchange. 2. Change in closing price over the issue/offer price as disclosed on Designated Stock Exchange. 3. Change in closing price over the closing price as on the listing date, BSE SENSEX is considered as the Benchmark Index as per the Designated Stock Exchange disclosed by the respective Issuer at the time of the issue, as applicable. 4. In case of reporting dates falling on a trading holiday, values for the trading day immediately preceding the trading holiday have been considered. 5. 30th calendar day has been taken as listing date plus 29 calendar days; 90th calendar day has been taken as listing date plus 89 calendar days; 180th calendar day has been taken as listing date plus 179 calendar days. 6. NA means Not Applicable, Period not completed.

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**BOOK RUNNING LEAD MANAGERS**

<b>Keynote Financial Services Limited</b> <b>Telephone:</b> +91 22 6826 6000 <b>Email:</b> mbd@keynoteindia.net <b>Investor grievance email:</b> investors@keynoteindia.net	<b>Bajaj Capital Limited</b> <b>Telephone:</b> +91 11 4169 3000 <b>Email:</b> info@bajajcapital.com <b>Investor grievance email:</b> info@bajajcapital.com
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<b>Name of Syndicate Members</b>	Keynote Capitals Limited and Just Trade Securities Limited
<b>Name of Registrar to the Offer</b>	<b>Bigshare Services Private Limited</b> <b>Tel:</b> +91 22 6263 8200; <b>Email:</b> ipo@bigshareonline.com ; <b>Investor grievance email:</b> investor@bigshareonline.com
<b>Name of Statutory Auditor</b>	NSVR & Associates LLP, Chartered Accountants
<b>Name of Credit Rating Agency and the rating or grading obtained, if any</b>	Not Applicable
<b>Name of Debenture Trustee</b>	Not Applicable
<b>Self Certified Syndicate Banks</b>	The list of SCSBs, which offer ASBA related services, is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> on the website of SEBI, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which as ASBA Bidder (other than a UPI Investors using UPI Mechanism), not Bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=34">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=34</a> on the SEBI website, and at such other websites as may be prescribed by SEBI from time to time.
<b>Self-Certified Syndicate Banks and mobile applications enabled for Unified Payments Interface Mechanism</b>	In accordance with SEBI Circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, SEBI Circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019 and SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022, UPI Investors Bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI ( <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=40">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=40</a> , <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=43">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intId=43</a> ) and updated from time to time.
<b>Syndicate SCSB Branches</b>	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 SEBI ( <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> ) and updated 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 SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> 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 name and contact details, is provided on the websites of the Stock Exchanges a <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6">www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6</a> and <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , respectively, as updated from time to time.
<b>Non-Syndicate Registered Brokers</b>	Bidders can submit ASBA Forms in the Offer using the stockbroker network of the stock exchange, i.e., through the Registered Brokers at the Broker Centres. The list of the Registered Brokers eligible to accept ASBA Forms from Bidders (other than UPI Bidders), including details such as postal address, telephone number and e-mail address, is provided on the websites of the BSE and the NSE on the respective websites of the Stock Exchanges ( <a href="http://www.bseindia.com">www.bseindia.com</a> and <a href="http://www.nseindia.com">www.nseindia.com</a> ) For further details, see section titled "Offer Procedure" beginning at page 405 of the RHP.
<b>Details regarding website address(es)/ link(s) from which the investor can obtain a list of CRTAs, CDPs and stock brokers who can accept applications from investors, as applicable:</b>	The list of the RTAs eligible to accept ASBA Forms from Bidders (other than UPI Bidders) at the Designated RTA Locations, is provided on the websites of Stock Exchanges at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, is provided on the websites of BSE at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and on the website of NSE at <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , as updated from time to time. For further details, see "Offer Procedure" on page 405 of the RHP.

**PROMOTERS OF OUR COMPANY**

Sr. No.	Name	Individual/ Corporate	Experience and Educational Qualication /Corporate information
1	<b>Suraksha Agri Retails (India) Private Limited</b>	Corporate	Suraksha Agri Retails (India) Private Limited is a private limited company incorporated on March 20, 2009 under the provisions of the Companies Act, 1956. Suraksha Agri Retails (India) Private Limited was incorporated with the Registrar of Companies, Hyderabad.  The registered office of Suraksha Agri Retails (India) Private Limited is located at Sy.No.251/A/1, Singannaguda Village, Mulugu Mandal Siddipet Medak, Telangana 502279 India.
2	<b>Yeluri Family Trust</b>	Trust	Yeluri Family Trust ("Trust") is a private, irrevocable, non-discretionary trust, established under the provisions of the Indian Trusts Act, 1882, as amended, registered as document no. 104 of 2022 of Book-4 and assigned the identification number 4-1504-104-2022 vide registered Deed of Trust dated August 05, 2022 ("Trust Deed"). The PAN of the Trust is AAATY9209P. Our individual Promoter, Malathi S, is the author/settlor/beneficiary of the Trust ("First Trustee") whereas Yeluri Divyesh and Yeluri Mainank Tarak are the beneficiaries of the Trust ("Beneficiaries").
3	<b>Malathi S</b>	Individual	She is one of the Promoter and Executive Director of our Company. She has completed her Bachelor of Commerce from Kakatiya University. She has been associated with our Company since 2011 and oversees the operations of our Company.
4	<b>Kiran Kumar Atukuri</b>	Individual	He is one of the Promoter and Managing Director of our Company. He has completed his Bachelor of Science in Agriculture from Acharya N. G. Ranga Agricultural University and Master of Business Administration from Nagarjuna University. He has almost two decades of experience in the field of Sales & Marketing, Product Development, Channel Management, Key Account Management and Client Relationship Management in Agricultural inputs Business. He has worked with Rasi Seeds (P.Ltd., Maharashtra Hybrid Seeds Co. Ltd., IICICI Bank, Monsanto, Syngenta and EID Parry. He is the guiding force behind all the corporate decisions and is responsible for the entire business operations specifically manufacturing and sales operations of our Company.

For details in respect of our Promoters, please see the section entitled "Our Promoter and Promoter Group" beginning on page 249 of the RHP.

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## BUSINESS OVERVIEW AND STRATEGY

**Company overview:** We are an agri-input manufacturer offering soil health management, crop nutrition and crop protection products focused on tech-based farmer driven solution approach, wherein we mainly offer ecologically sustainable and nutritionally balanced products based on our Research and Development.

**Product/Service Offered :** We manufacture, distribute and market a wide range of product categories consisting of (a) soil health management products; (b) crop nutrition products; (c) bio stimulant products; (d) bio pesticide products (e) Integrated Pest Management products; (f) new technologies; and (g) crop protection products. Currently, the crop protection products are manufactured by our subsidiary Nova Agri Sciences Private Limited.

We have a total dealer network comprising of approximately 11,722 dealers out of which approximately 6,769 dealers are active to whom we have distributed and sold our products during the current financial year. Our dealer network is currently spread across 16 states of India namely Andhra Pradesh, Telangana, Maharashtra, Karnataka, Madhya Pradesh, Rajasthan, Chhattisgarh, Tamil Nadu, Uttar Pradesh, Odisha, West Bengal, Bihar, Gujarat, Jharkhand, Uttarakhand and Jammu & Kashmir and 02 in Nepal. We have also entered into marketing, distribution and supply agreements with certain third parties in Bangladesh, Sri Lanka and Vietnam and are currently awaiting the necessary permission to start business in these jurisdictions.

**Revenue segmentation by geographies :** Significant amounts of our revenue is generated from the distribution of our products in the three southern states of Andhra Pradesh, Karnataka and Telangana. The details of revenue distribution of products manufactured by Nova Agritech Limited across the states of Andhra Pradesh, Karnataka and Telangana for the six month period ended September 30, 2023, and the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021 are follows:

**Nova Agritech Limited :** (Amount in ₹ Lakhs)

S.No	State	As at the period ended September 30, 2023		Year ended March 31, 2023		Year ended March 31, 2022		Year ended March 31, 2021	
		Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations
1	Andhra Pradesh	843.23	11.75%	1,718.69	14.72%	1,525.06	13.15%	3,667.23	29.34%
2	Karnataka	183.43	2.56%	780.64	6.69%	646.20	5.57%	747.63	5.98%
3	Telangana	5,458.84	76.09%	6,374.81	54.60%	7,087.56	61.09%	6,286.98	50.31%
4	Other states	688.48	9.60%	2,800.67	23.99%	2,342.38	20.19%	1,795.37	14.37%

The details of revenue distribution of products manufactured by Nova Agri Sciences Private Limited across the states of Andhra Pradesh, Karnataka and Telangana for the six month period ended September 30, 2023, and the financial years ended March 31, 2023, March 31, 2022 and March 31, 2021 are follows:

(Amount in ₹ Lakhs)

S.No	State	As at the period ended September 30, 2023		Year ended March 31, 2023		Year ended March 31, 2022		Year ended March 31, 2021	
		Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations	Amount in ₹ Lakhs	% to Revenue from operations
1	Andhra Pradesh	279.04	5.71%	2,144.62	19.73%	2,602.63	24.64%	1,093.31	21.23%
2	Karnataka	474.47	9.70%	1,133.61	10.43%	1,063.13	10.06%	651.04	12.64%
3	Telangana	2,948.79	60.30%	4,862.63	44.74%	4,397.83	41.64%	2,403.14	46.67%
4	Other states	1,188.24	24.30%	2,728.43	25.10%	2,499.10	23.66%	1,001.73	19.45%

### Key Performance Indicators ("KPIs") :

The list of KPIs for the 6 months ended September 30, 2023, Fiscal 2023, Fiscal 2022 and Fiscal 2021 is set out below :

(Amount in ₹ lakhs except percentages and ratios)

Key Financial Performance	For the Six months period ended September 30, 2023*	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from operations <sup>(1)</sup>	10,321.60	21,055.54	18,556.77	16,057.74
Total Income <sup>(2)</sup>	10,324.34	21,093.35	18,561.09	16,092.66
EBITDA <sup>(3)</sup>	1,935.19	3,871.88	2,777.73	1,779.97
EBDITA Margin (%) <sup>(4)</sup>	18.75	18.39	14.97	11.08
PAT	1,038.22	2,048.95	1,368.94	630.00
PAT Margin (%) <sup>(5)</sup>	10.06	9.73	7.38	3.92
Operating Cash Flows	504.28	544.94	248.17	518.13
Net Worth <sup>(6)</sup>	7,423.08	6,387.97	4,319.12	2,942.98
Net Debt <sup>(7)</sup>	(1,757.30)	(1,079.69)	216.89	1,213.97
Debt Equity Ratio <sup>(8)</sup>	0.92	1.11	1.49	1.74
ROCE (%) <sup>(9)*</sup>	12.87	27.25	23.81	19.87
ROE (%) <sup>(10)*</sup>	15.03	38.27	37.70	24.08

\* Not annualised

Notes: (1) Revenue from operation means revenue from sales, and other operating revenues. (2) Total Income represents the total turnover of our business i.e., Revenue from Operations and Other Income, if any. (3) EBITDA means Profit before depreciation, finance cost, tax and amortization, less other income. (4) 'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations. (5) 'PAT Margin' is calculated as PAT for the period/year divided by revenue from operations. (6) 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, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, capital reserve arising on consolidation, capital redemption reserve, write-back of depreciation and amalgamation. (7) Net Debt is total of short term borrowing, long term borrowing and trade payables minus total liquid assets. Total liquid asset is summation of cash and cash equivalent and current and non-current bank balance and trade receivables. (8) Debt equity ratio means ratio of total debt (long term plus short term including current maturity of long term debt) and equity share capital plus other equity. (9) Return on Capital Employed is ratio of EBIT and Capital Employed. Capital Employed is Total Shareholder's Equity, Non-Current Borrowing and short term borrowing. (10) Return on Equity is ratio of Profit after Tax and Average Shareholder Equity.

**Industries served :** Crop nutrition and Crop protection. For further details please see "Industry Overview" on page 125 of the RHP.

**Intellectual Property:** As on date of the Red Herring Prospectus, our Company has obtained 36 trademarks registered under various classes with the Registrar of Trade Marks under the Trade Marks Act, 1999. For details on our Intellectual Property, see "Our Business - Intellectual Property" on page 208 of the RHP.

**Manufacturing Facilities:** We have manufacturing facilities are situated at, Sy.No.251/A/1 Singannaguda Village, Mulugu Mandal, Siddipet District, Telangana over an area admeasuring 12 acres and 05 guntas. Besides the manufacturing facilities, the total area includes warehousing facilities for storage of raw material and finished good.

**Employee Strength:** As of November 30, 2023, We have 283 employees working with us. For details, see "Our Business- Employees" on page 207 of the RHP.



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

Sl.No.	Name and designation	Experience and Educational Qualication	Other Directorships
1	<b>Adabala Seshagiri Rao</b> Chairperson and Independent Director	He is a Chairperson and Independent Director of our Company. He holds Degree of Bachelor of Science and Degree of Bachelor of Laws from the Andhra University. He holds diploma in Industrial Relations & Personnel Management and Diploma in Marketing & Sales Management from the Bharatiya Vidya Bhavan. He is a Certified Associate of Indian Institute of Bankers (CAIIB) Retail Banking examination from the Institute of Banking & Finance. He has over 35 years of experience in the banking industry. His last employment before retirement was with the Union Bank of India.	<b>Indian Companies:</b> • Manoj Vaibhav Gems N Jewellers Limited • Balaji Amines Limited <b>Foreign Companies:</b> Nil
2	<b>Malathi S</b> Whole-Time Director	She is one of the Promoter and Executive Director of our Company. She has completed her Bachelor of Commerce from Kakatiya University. She has been associated with our Company since 2011 and oversees the operations of our Company.	<b>Indian Companies:</b> • Suraksha Agri Retails (India) Private Limited • Nova Health Sciences Private Limited • Nova Dairy Tech India Private Limited <b>Foreign Companies:</b> Nil
3	<b>Kiran Kumar Atukuri</b> Managing Director	He is one of the Promoter and Managing Director of our Company. He has completed his Bachelor of Science in Agriculture from Acharya N. G. Ranga Agricultural University and Master of Business Administration from Nagarjuna University. He has almost two decades of experience in the field of Sales & Marketing, Product Development, Channel Management, Key Account Management and Client Relationship Management in Agricultural inputs Business. He has worked with Rasi Seeds Pvt. Limited, Maharashtra Hybrid Seeds Co. Ltd., ICICI Bank, Monsanto, Syngenta and EID Parry. He is the guiding force behind all the corporate decisions and is responsible for the entire business operations specifically manufacturing and sales operations of our Company.	<b>Indian Companies:</b> • Nova Agri Seeds India Private Limited • Nova Agri Sciences Private Limited • AIC– Nova Foundation for Agriculture Innovation and Research <b>Foreign Companies:</b> Nil
4	<b>Nadella Basanth Kumar</b> Whole-Time Director	He is Whole-time Director of our Company. He has done his Bachelor of Science from Kakatiya University and Master of Science in Bio Technology from Osmania University. He has almost 13 years of work experience in Research & Development (“R&D”) and Manufacturing Operations in our Company. His functional responsibility involves handling of R&D, Manufacturing, Regulatory affairs activity of our Company.	<b>Indian Companies:</b> • AIC– Nova Foundation for Agriculture Innovation and Research • Natures Farmlands and Resorts LLP <b>Foreign Companies:</b> Nil.
5	<b>Sreekanth Yenigalla</b> Whole-Time Director	He is a Whole-time Director of our Company. He holds a Bachelor of Science degree in Agriculture from the Acharya N.G. Ranga Agricultural University and has more than a decade of work experience in Agricultural Industry. His functional responsibility includes developing industry networks for further business development, setting up the key processes for scaling up, building business partnerships and collaborations	<b>Indian Companies</b> • Suraksha Agri Retails (India) Private Limited • Nova Ferticare Private Limited • AIC– Nova Foundation for Agriculture Innovation and Research <b>Foreign Companies:</b> Nil
6	<b>Adapa Kiran Kumar</b> Non-Executive Independent Director	He is an Independent Director of our Company. He has completed his Ph.D from Dr. YSR horticultural University, Venkataramgudem. He is an agriculturist having over 25 years of experience in the field of agriculture, research and training. He acts as a Professor and as a Dean of Horticulture, Comptroller & Director of Extension at the Administrative Office at Sri Konda Laxman Telangana State Horticulture University.	<b>Indian Companies :</b> Nil <b>Foreign Companies:</b> Nil
7	<b>Kandula Swapna</b> Non-Executive Independent Director	She is an Independent Director of our Company. She has done her Bachelor of Technology in Chemical Engineering from Nagarjuna University and Masters in Chemical Engineering from Lamar University, Texas, USA. She is a qualified Chemical Process Engineer /Plant Engineer/ Project Engineer. She is a Managing Director of Arcadia Textiles Private Limited.	<b>Indian Companies:</b> • Arcadia Textiles Private Limited <b>Foreign Companies:</b> Nil.
8	<b>Ramesh Babu Nemani</b> Non-Executive Independent Director	He is an Independent Director of our Company. He holds a Degree of Bachelor of Commerce from the M.R. Autonomous College, Vizianagaram, and has completed his Master of Commerce from the Andhra University. He has also completed his Master of Philosophy in Commerce and his Master of Business Administration from the Sri Venkateswara University and has completed PG Diploma in Functional English from the Andhra University. He has an experience of 15 years as a faculty of the Institute of Computers and Business Management.	<b>Indian Companies:</b> • VSF Projects Limited • Athena Global Technologies Limited • GVR Infra Projects Limited • Nova Agri Seeds India Private Limited • Nova Agri Sciences Private Limited • Manoj Vaibhav Gems ‘N’ Jewellers Limited <b>Foreign Companies:</b> Nil

For further details in relation to our Board of Directors, see “Our Management” on page 230 of the RHP.

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

## OBJECTS OF THE OFFER

The Offer comprises of the Fresh Issue by our Company and the Offer for Sale by the Selling Shareholder.

**The Offer for Sale:** Selling Shareholder will be entitled to the respective portion of the proceeds of the Offer for Sale, after deducting their portion of the Offer related expenses and relevant taxes thereon. Our Company will not receive any proceeds from the Offer for Sale, and accordingly, the proceeds from the Offer for Sale will not form a part of the Net Proceeds.

**The Objects of the Fresh Issue:** The net proceeds of the Fresh Issue ("Net Proceeds") are proposed to be utilised in the following manner: 1. Investment in our subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant 2. Funding Capital Expenditure by our Company, towards expansion of our existing formulation plant. 3. Funding of working capital requirement of Our Company 4. Investment in our subsidiary, Nova Agri Sciences Private Limited, for funding working capital requirements and 5. General corporate purposes\* (collectively, referred to herein as "Objects")

### Requirement of funds and utilisation of Net Proceeds:

(Amount in ₹ lakhs)

Particulars	Amount which will be financed from Net Proceeds
(a) Investment in our subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant	1,420.11
(b) Funding Capital Expenditure by our Company, towards expansion of our existing formulation plant	1,048.95
(c) Funding of working capital requirement of our Company	2,665.47
(d) Investment in our subsidiary, Nova Agri Sciences Private Limited for funding working capital requirements	4,335.85
<b>Sub-Total (a+b+c+d)</b>	<b>9,470.38</b>
General Corporate purposes*	[•]
<b>Total</b>	<b>[•]</b>

\* To be determined upon finalisation of the 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.

### Schedule of implementation :

(Amount in ₹ lakhs)

Particulars	Amount to be funded from Net Proceeds	Amount to be deployed from the Net Proceeds		
		Fiscal 2024	Fiscal 2025	Fiscal 2026
Investment in our subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant	1,420.11	300.00	1,120.11	-
Funding Capital Expenditure by our Company, towards expansion of our existing formulation plant	1,048.95	250.00	798.95	-
Funding of working capital requirement of Our Company	2,665.47	477.27	1,225.89	962.31
Investment in our subsidiary, Nova Agri Sciences Private Limited, for funding working capital requirements.	4,335.85	905.62	2,202.92	1,227.31
<b>Sub-total (a+b+c+d)</b>	<b>9,470.38</b>	<b>1,932.89</b>	<b>5,347.87</b>	<b>2,189.62</b>
General corporate purposes*	[•]	[•]	[•]	[•]
<b>Total</b>	<b>[•]</b>	<b>[•]</b>	<b>[•]</b>	<b>[•]</b>

**Means of finance:** We intend to completely finance the objects from the Net Proceeds of the Offer. Accordingly, we confirm that there is no requirement for us to make firm arrangements of finance through verifiable means towards 75% of the stated means of finance.

**Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization 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:** CARE Ratings Limited

### Shareholding Pattern as on the date of the RHP:

Category of Shareholder	Pre-Offer number of shares	% Holding of Pre-Offer
Promoters and Promoter Group	5,49,44,045	84.27
Public	77,58,695	11.90
Non Promoter - Non Public	25,00,000	3.83
<b>Total</b>	<b>6,52,02,740</b>	<b>100.00</b>

Number/Amount of equity shares proposed to be sold by Selling Shareholder: Up to 77,58,620 Equity Shares aggregating up to [•] Lakhs. For further details please see page number 1 of this Abridged Prospectus.

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**
**SUMMARY OF RESTATED FINANCIAL INFORMATION**
*(In ₹ lakhs, unless otherwise stated)*

Particulars	For the six months period ended September 30, 2023*	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
Share capital	1,254.05	1,254.05	1,254.05	1,254.05
Net Worth(1)	7,423.08	6,387.97	4,319.11	2,942.98
Revenue from Operations	10,321.60	21,055.54	18,556.77	16,057.74
Profit / (Loss) after tax	1,038.22	2,048.95	1,368.93	630.00
Earnings per share(2)				
- Basic (₹)	1.66	3.27	2.18	1.00
- Diluted (₹)	1.66	3.27	2.18	1.00
Net asset value per Equity Share (₹)(3)	11.84	10.19	6.89	4.69
Total Borrowing(4)	6,850.43	7,095.51	6,426.55	5,110.19

\* not annualised

For further details, see “Restated Financial Statement” beginning on page 260 of the RHP and “Summary of Financial Information” beginning on page 67 of the RHP.

**INTERNAL RISK FACTORS**

Below mentioned risks are the top 5 risk factors as per the RHP. For further details, see ‘Risk Factors’ on page 29 of the RHP.

1. The Offer Price, market capitalization to total revenue multiple and price to earnings ratio based on the Offer Price of our Company, may not be indicative of the market price of the Equity Shares on listing or thereafter.
2. The strength of our brands is crucial to our growth and success and we may not succeed in continuing to maintain and develop our brands.
3. Our Company intends to utilize a portion of the Net Proceeds towards investment in our subsidiary, Nova Agri Sciences Private Limited for setting-up a new formulation plant and towards funding Capital Expenditure in Nova Agritech Limited for expansion of our existing formulation plant. We are yet to place orders for plant and machinery for the proposed new formulation plant and such expansion of our existing formulation plant. Such proposed utilization of the Net Proceeds may be subject to delays, cost overruns, and other risks and uncertainties. Any delay in undertaking such expansion and not adhering to the schedule of implementation could have a material adverse effect on our business growth and prospects, financial condition and results of operations.
4. Our Company had negative cash flow during certain fiscal years; details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
5. We are required to obtain and maintain various licences and permits for our business.

**SUMMARY OF OUTSTANDING LITIGATION, CLAIMS AND REGULATORY ACTION**

- A. A summary of outstanding litigation proceedings as on the date of the Red Herring Prospectus as disclosed in the section titled “Outstanding Litigations and Material Developments” of the RHP in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below:

Name of Entity	Criminal Proceedings	Tax proceedings	Statutory/Regulatory proceedings	Disciplinary actions by the SEBI or stock Exchanges against our Promoter	Material civil litigation	Aggregate amount involved (₹ in lakhs)
<b>Company</b>						
By the Company	104	Nil	Nil	Nil	1	845.51
Against the Company	1	1*	Nil	Nil	1	61.88
<b>Promoters</b>						
By the Promoter	Nil	Nil	Nil	Nil	Nil	Nil
Against the Promoter	Nil	Nil	Nil	Nil	Nil	Nil
<b>Directors (other than Promoters)</b>						
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil
<b>Subsidiaries</b>						
By the Subsidiaries	45	Nil	Nil	Nil	Nil	258.59
Against the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil

No pending litigations involving our Group Companies which has material impact on our Company.

^ To the extent quantifiable

\*The outstanding amount has been settled by the Company vide corporate tax payment challans dated February 23, 2023. There is no further communication regarding the matter from the Income Tax department, however, we await receipt of the closure order from the Income Tax Department, if any.

As on the date of the Red Herring Prospectus, there are no criminal matters initiated by or against the Company, group companies, its subsidiary, directors and/or promoters which are at First Information Report (“FIR”) stage.

For further details of the outstanding litigation proceedings, see “Outstanding Litigation and Material Developments” on page 363.

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**
**B. Brief details of top 5 material outstanding litigations against the Company and amount involved:**

S. No	Particulars	Litigation filed by	Current status	Amount involved
1	The State of Maharashtra ("Complainant") filed a complaint dated December 22, 2021, before the Civil and Criminal Court, Sillod under Sections 19 and 28(1)(a) of the Fertilizer (Control) Order, 1985 ("FCO, 1985") read with Sections 3 and 10 of the Essential Commodities Act, 1955 against our Company for the manufacture, sale and distribution of non-standard fertilizers having less than the prescribed quality of nutrients. Vide show cause notice dated March 17, 2021 issued by the Agriculture Officer, Panchayat Samiti, Sillod, Aurangabad annexed with Fertilizer Analysis Report bearing Sr. No. R-49/2021 dated February 17, 2021, our Company was asked to provide reasonable explanation as to why samples taken from fertilizer NPK 18:46:0 manufactured and sold by our Company were not according to FCO, 1985 specifications. Our Company submitted its response to the said notice vide letter dated March 31, 2021. Our Company's response to the observations made in the Analysis Report, is as follows: "... M/s Nova Agritech Ltd. runs its business fairly from its date of establishment. We reaffirm that we manufacture our products with the utmost care and accuracy to ensure its performance and goodwill. The alleged variation in content might have occurred due to certain human error, error in analytical methods, reagents used for analysis for the fore mentioned content coupled with the reasons mentioned above, which we are sure, you will appreciate are beyond our control..." Finding the response unsatisfactory, the Complainant herein instituted a regular criminal case against our Company on the date and before the court hereinbefore mentioned. The matter is currently pending before the 3-Civil Judge JD and J.M.F.C., Sillod. The next date of hearing is on February 22, 2024 for the purpose of arguments on exhibits	Civil and Criminal Court, Sillod under Sections 19 and 28(1)(a) of the Fertilizer (Control) Order, 1985	The next date of hearing is on February 22, 2024	Not quantifiable
2	Roopireddy Krishna Reddy ("Complainant") had filed a consumer complaint dated May 7, 2015, before the District Consumer Forum at Warangal ("District Forum") under Section 12 of the Consumer Protection Act, 1986 against our Company and one other ("Opposite Parties") for the purpose of recovering ₹ 19.63 lakhs for losses caused due to supply of substandard material (NOVA Mulch 25mm) by our Company. Vide order dated September 4, 2018, the District Forum allowed the complaint in part, directing the Opposite Parties jointly and severally liable to deposit with the District Forum a sum of ₹ 1.63 lakhs towards the cost of material with interest at 7.5% per annum from the date of purchase till the date of realization, along with photograph costs, labour charges and compensation for loss due to substandard supply within one month. Our Company filed Appeal No. A/565/2018 dated November 12, 2018 before the Telangana State Consumer Disputes Redressal Forum at Hyderabad ("State Forum") under Section 15 of the Consumer Protection Act, 1986 seeking to set aside the impugned order dated September 4, 2018 passed by the District Forum. Our Company has filed written arguments before the State Forum on January 30, 2023. The matter is currently pending before the State Forum and the next date of hearing is on February 23, 2024	Consumer Protection Act, 1986	The matter is currently pending before the State Forum and the next date of hearing is on February 23, 2024.	Rs 19.63 lakhs

**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 Material Developments" on page 363 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 and the guidelines, rules or regulations issued by the Government of India or the guidelines, rules, or regulations issued by SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with, and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act, each as amended, or the rules made, guidelines or regulations issued thereunder, as the case may be. We further certify that all the disclosures and statements made in the Red Herring Prospectus are true and correct.

**DECLARATION BY THE SELLING SHAREHOLDER**

I, Nutalapati Venkatasubbarao acting as a Selling Shareholder, hereby certify and confirm that all statements, disclosures and undertakings made or confirmed by me in the Red Herring Prospectus in relation to myself, as a Selling Shareholder and my respective portion of the Offered Shares, are true and correct. I assume no responsibility, as a Selling Shareholder, for any other statements, including statements, disclosures, and undertakings, including any of the statements made or confirmed by or relating to the Company or any other Selling Shareholder or any other person(s) in the Red Herring Prospectus