



(Please scan this QR code to view the Red Herring Prospectus)

This is an abridged prospectus containing salient features of the red herring prospectus of Sedemac Mechatronics Limited (the “Company”) dated February 25, 2026, filed with the Registrar of Companies, Maharashtra at Pune (the “RHP” or “Red Herring Prospectus”) and the Preliminary Offering Memorandum dated February 25, 2026. 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 capitalised terms used herein and not specifically defined 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 THE PAGES.**

Please ensure that you have read the RHP (if in India), the preliminary international wrap dated February 25, 2026 together with the RHP (the “Preliminary Offering Memorandum”) (if outside India), 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), Members of the Syndicate (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”) respectively. 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 Exchanges of India Limited (“NSE”) and the 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, and the website of the Company at [www.sedemac.com](http://www.sedemac.com) and at the website of the Book Running Lead Managers at [www.icicisecurities.com](http://www.icicisecurities.com), [www.avendus.com](http://www.avendus.com) and [www.axiscapital.co.in](http://www.axiscapital.co.in), respectively.

# SEDEMAC

## SEDEMAC MECHATRONICS LIMITED

**Corporate Identity Number:** U29253PN2007PLC246956; **Date of Incorporation:** July 18, 2007

Registered and Corporate Office	Contact Person	Telephone and E-Mail	Website
Survey No. 270/1/A/2, Pallod Farms, Baner Road, Baner, Baner Gaon, Haveli, Pune 411 045 Maharashtra, India	Prasad Rajendra Chavan, Company Secretary and Compliance Officer	Telephone: +91 20 6715 7200 Email: <a href="mailto:cs@sedemac.com">cs@sedemac.com</a>	<a href="http://www.sedemac.com">www.sedemac.com</a>

**OUR PROMOTERS: PROF. SHASHIKANTH SURYANARAYANAN, AMIT ARUN DIXIT, MANISH SHARMA AND ANAYKUMAR AVINASH JOSHI**

Type	Fresh Issue Size	Offer for Sale Size	Total Offer size	Details of the Offer Eligibility	Share Reservation among QIBs, Non-Institutional Investors, RIBs and Eligible Employees			
					QIBs	NIBs	RIBs	Eligible Employees
Offer for Sale	Not applicable	Offer for Sale of up to 8,043,300 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	Up to 8,043,300 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	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 473 of the RHP. For details in relation to the share reservation among Eligible Employees (as defined hereinafter), Qualified Institutional Buyers (“QIBs”), Retail Individual Bidders (“RIBs”), Non-Institutional Bidders (“NIBs”), see “Offer Structure” beginning on page 494 of the RHP.	Not more than 50% of the Net Offer being available for allocation to QIB Bidder	Not less than 15% of the Net Offer available for allocation or Net Offer less allocation to QIB Bidders and RIBs	Not less than 35% of the Net Offer or Net Offer less allocation to QIB Bidders and Non-Institutional Bidders	Up to [●] Equity Shares of face value of ₹10 aggregating up to ₹10.00 million

The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”, and together with the BSE, the “Stock Exchanges”). For the purposes of the Offer, NSE is the Designated Stock Exchange.

DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDERS AND WEIGHTED AVERAGE COST OF ACQUISITION			
NAME OF THE SELLING SHAREHOLDERS**	TYPE	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹10 EACH OFFERED	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹ PER EQUITY SHARE)#
Manish Sharma	Promoter Selling Shareholder	Up to 45,000 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	46.00
Ashwini Amit Dixit	Promoter Group Selling Shareholder	Up to 67,500 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	100.00
A91 Emerging Fund II LLP	Investor Selling Shareholder	Up to 2,410,650 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	368.28
NRJN Family Trust (represented by Entrust Family Office Legal & Trusteeship Services Private Limited)	Investor Selling Shareholder	Up to 1,050,000 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	94.86
Xponentia Opportunities Fund II	Investor Selling Shareholder	Up to 1,043,550 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	352.29
Mace Private Limited	Investor Selling Shareholder	Up to 765,900 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	352.29
360 One Special Opportunities Fund – Series 8	Investor Selling Shareholder	Up to 680,850 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	386.31

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

DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDERS AND WEIGHTED AVERAGE COST OF ACQUISITION			
NAME OF THE SELLING SHAREHOLDERS**	TYPE	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹10 EACH OFFERED	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹ PER EQUITY SHARE)#
360 One Monopolistic Market Intermediaries Fund	Investor Selling Shareholder	Up to 472,500 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	386.13
HDFC Life Insurance Company Limited	Investor Selling Shareholder	Up to 425,700 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	373.68
Xponentia Opportunities Limited	Investor Selling Shareholder	Up to 425,250 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million	352.29

# As certified by S K Patodia & Associates LLP, Chartered Accountants, by way of their certificate dated February 25, 2026.

\*\* For the complete list of the Selling Shareholders and their respective weighted average cost of acquisition per Equity Shares, see "Summary of the Offer Document – Average cost of acquisition of Equity Shares of our Promoters and Selling Shareholders" on page 24 of the RHP.

PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES	
Price Band <sup>^</sup>	₹ [●] per Equity Share to ₹ [●] per Equity Share of face value of ₹ 10 each.
Minimum Bid Lot Size	[●] Equity Shares
Anchor Investor Bid / Offer Period	Monday, March 2, 2026 <sup>(1)</sup>
Bid/Offer Opens On	Wednesday, March 4, 2026
Bid/ Offer Closes On	Friday, March 6, 2026 <sup>(2)</sup>
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Monday, March 9, 2026
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA*	On or about Tuesday, March 10, 2026
Allotment of Equity Shares/ Credit of Equity Shares to dematerialized accounts of Allottees	On or about Tuesday, March 10, 2026
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Wednesday, March 11, 2026

<sup>(1)</sup> 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.

<sup>(2)</sup> UPI mandate end time and date shall be at 5:00 pm IST on Bid/ Offer Closing Date i.e. Friday, March 6, 2026.

\* 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, the Bidder shall be compensated in accordance with applicable law. Further, investors shall be entitled to compensation in the manner specified in the SEBI ICDR Master Circular, 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, in case of delays in resolving investor grievances in relation to blocking/unblocking of funds. Further, in terms of circulars prescribed by SEBI from time to time, the payment of processing fees to the SCSBs shall be undertaken pursuant to an application made by the SCSBs to the Book Running Lead Managers, and such application shall be made only after (i) unblocking of application amounts for each application received by the SCSB has been fully completed, and (ii) applicable compensation relating to investor complaints has been paid by the SCSB. RIBs and individual investors Bidding under the Non-Institutional Portion Bidding for more than ₹200,000 and up to ₹500,000, using the UPI Mechanism, shall provide their UPI ID in the Bid-cum-Application Form for Bidding through Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

Note: For details of the Price Band and the Basis for the Offer Price, please refer to price band advertisement when available and the section titled "Basis for Offer Price" on page 143 of the RHP.

**Weighted average cost of acquisition of all shares transacted in one year, eighteen months and three years preceding the date of the Red Herring Prospectus:**

The weighted average cost of acquisition of all shares transacted in the last three years, 18 months, and one year:

Period	Weighted Average Cost of Acquisition per Equity Share (in ₹) <sup>*(1)(2)(3)</sup>	Cap Price is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in ₹) <sup>*(3)(4)</sup>
Last one year preceding the date of the Red Herring Prospectus	95.15	[●]	0.00 – 1,200.00
Last 18 months preceding the date of the Red Herring Prospectus	118.16	[●]	0.00 – 1,200.00
Last three years preceding the date of the Red Herring Prospectus	472.80	[●]	0.00 – 1,200.00

\* As certified by S K Patodia & Associates LLP, Chartered Accountants, by way of their certificate dated February 25, 2026.

<sup>^</sup> To be updated upon finalization of Price Band.

Notes:

(1) Our Company has allotted 43,569,934 fully paid-up bonus Equity Shares of face value of ₹ 10 each, in the ratio of 1,499:1 (i.e., 1,499 Equity Shares of face value of ₹10 for every one Equity Share of face value of ₹10 held) to the eligible shareholders in accordance with the resolution passed by the Board at its meeting held on September 5, 2025, and pursuant to the resolution passed by the Shareholders at an Extraordinary General meeting held on September 10, 2025.

(2) Total consideration paid for allotment of Equity Shares in case of conversion of CCPS has been derived from the consideration paid for the acquisition of CCPS by the holder.

(3) Cost of acquisition of bonus shares has been considered as Nil.

(4) The acquisition price and the number of shares transacted has been adjusted for bonus issue.

**Disclaimer:** 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. 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 or any state securities laws in the United States, and unless so registered 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. Accordingly, such Equity Shares are being offered and sold outside of 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 jurisdictions where those offers and sales occur.

## 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. The face value of the Equity Shares is ₹ 10 each. The Floor Price, Cap Price and Offer Price as determined by our Company, in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations, and on the basis of assessment of market demand for the Equity Shares by way of the Book Building Process, as stated in "Basis for Offer Price" beginning on page 143 of the RHP should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

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

## 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 neither been recommended, nor approved by 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 “Risk Factors” beginning on page 33 of the RHP and page 9 of this Abridged Prospectus, respectively.

## 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 to the Offer (“RTA”), CDPs, Registered Brokers, Underwriters, Bankers to the Offer, 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](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.icicisecurities.com](http://www.icicisecurities.com), [www.avendus.com](http://www.avendus.com) and [www.axiscapital.co.in](http://www.axiscapital.co.in), respectively.

## PAST PRICE INFORMATION OF BRLMs

Sr. No.	Issue name	BRLMs	+/- % change in closing price, +/- % change in closing benchmark		
			30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
1	Shadowfax Technologies Limited	I-Sec	NA*	NA*	NA*
2	Bharat Coking Coal Limited	I-Sec	NA*	NA*	NA*
3	KSH International Limited	I-Sec	-9.00% [-4.23%]	NA*	NA*
4	ICICI Prudential Asset Management Company Limited	I-Sec, Avendus Capital, Axis Capital	+35.59% [-1.05%]	NA*	NA*
5	Nephrocare Health Services Limited	I-Sec	+7.26% [-0.59%]	NA*	NA*
6	Sudeep Pharma Limited	I-Sec	+4.97% [-0.61%]	NA*	NA*
7	Studds Accessories Limited	I-Sec	-8.33% [+3.00%]	-13.09% [+0.72%]	NA*
8	Amagi Media Labs Limited	Avendus Capital	+13.23% [+1.17%]	-	-
9	Lenskart Solutions Limited	Avendus Capital	+1.60% [+1.04%]	+13.76% [+0.47%]	-
10	Swiggy Limited	Avendus Capital	+29.31% [+4.20%]	-7.15% [-0.75%]	-19.72% [+1.91%]
11	Brainbees Solutions Limited	Avendus Capital	+37.49% [+3.23%]	+21.39% [+0.04%]	-10.02% [-2.40%]
12	Aye Finance Limited	Axis Capital	-	-	-
13	Fractal Analytics Limited	Axis Capital	-	-	-
14	Wakefit Innovation Limited	Axis Capital	-9.64% [-1.13%]	-	-
15	Meesho Limited	Axis Capital	+48.56% [-0.13%]	-	-
16	Tenneco Clean Air India Limited	Axis Capital	+18.35% [-0.92%]	+38.04% [-1.38%]	-
17	Physicswallah Limited	Axis Capital	+22.76% [-0.35%]	-1.53% [-0.40%]	-

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

1. Data is sourced either from [www.nseindia.com](http://www.nseindia.com) or [www.bseindia.com](http://www.bseindia.com), as per the designated stock exchange disclosed by the respective issuer company.

2. Wherever 30th/ 90th/ 180th calendar day from listing day is a holiday, the closing data of the previous trading day has been considered.

3. 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.

4. Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each BRLMs with common issues disclosed once.

For further details, please refer to “Other Regulatory and Statutory Disclosures — Price information of past issues handled by the BRLMs” on page 480 of the RHP.

<b>Name of Book Running Lead Managers (“BRLMs”) and Members of the Syndicate</b>	<b>ICICI Securities Limited</b> <b>Tel:</b> +91 22 6807 7100 <b>E-mail:</b> <a href="mailto:sml.ipo@icicisecurities.com">sml.ipo@icicisecurities.com</a> <b>Investor Grievance E-mail:</b> <a href="mailto:customercare@icicisecurities.com">customercare@icicisecurities.com</a>	<b>Avendus Capital Private Limited</b> <b>Tel:</b> +91 22 6648 0050 <b>E-mail:</b> <a href="mailto:sedemac.ipo@avendus.com">sedemac.ipo@avendus.com</a> <b>Investor Grievance E-mail:</b> <a href="mailto:investorgrievance@avendus.com">investorgrievance@avendus.com</a>	<b>Axis Capital Limited</b> <b>Tel:</b> +91 22 4325 2183 <b>E-mail:</b> <a href="mailto:sedemac.ipo@axiscap.in">sedemac.ipo@axiscap.in</a> <b>Investor Grievance E-mail:</b> <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a>
<b>Name of Registrar to the Offer</b>	<b>MUFG Intime India Private Limited (Formerly Link Intime India Private Limited)</b> <b>Tel:</b> +91 810 811 4949; <b>E-mail:</b> <a href="mailto:sedemac.ipo@in.mpms.mufg.com">sedemac.ipo@in.mpms.mufg.com</a> <b>Investor grievance E-mail:</b> <a href="mailto:sedemac.ipo@in.mpms.mufg.com">sedemac.ipo@in.mpms.mufg.com</a>		
<b>Name of Syndicate Member</b>	Spark Institutional Equities Private Limited		
<b>Name of Statutory Auditor</b>	B S R & Co. LLP, the statutory auditor of our Company		
<b>Name of Credit Rating Agency and the rating or grading obtained, if any</b>	As the Offer is an initial public offering of Equity Shares, the appointment of a credit rating agency is not required.		
<b>Name of Debenture Trustee</b>	As the Offer is an initial public offering of Equity Shares, the appointment of debenture trustees is not required.		
<b>Self-Certified Syndicate Banks</b>	The banks registered with SEBI, which offer the facility of ASBA services, (i) in relation to ASBA, where the Bid Amount will be blocked by authorising an SCSB, a list of which is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34</a> and updated from time to time and at such other websites as may be prescribed by SEBI from time to time, (ii) in relation to UPI Bidders using the UPI Mechanism, a list of which is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40</a> and updated from time to time and at such other websites as may be prescribed by SEBI from time to time.		
<b>SCSBs and mobile applications enabled for UPI mechanism</b>	In accordance with SEBI ICDR Master Circular and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI, i.e., ( <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=40</a> ) for SCSBs and ( <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=43">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=43</a> ) for mobile applications, respectively, as updated from time to time.		



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<b>Syndicate SCSB Branches</b>	In relation to Bids (other than Bids by Anchor Investors and RIBs) submitted under the ASBA process 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 ( <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</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 the SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</a> , as updated from time to time.
<b>Registered Brokers</b>	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 <a href="http://www.bseindia.com">www.bseindia.com</a> and <a href="http://www.nseindia.com">www.nseindia.com</a> , as updated from time to time.
<b>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</b>	<p>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 Stock Exchanges at <a href="http://www.bseindia.com/Static/PublicIssues/RtaDp.aspx">www.bseindia.com/Static/PublicIssues/RtaDp.aspx</a> and <a href="http://www.nseindia.com/products-services/initial-public-offerings-asba-procedures">www.nseindia.com/products-services/initial-public-offerings-asba-procedures</a>, respectively, as updated from time to time and on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=10">www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=10</a>, as updated from time to time.</p> <p>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 at <a href="http://www.bseindia.com/Static/PublicIssues/RtaDp.aspx">www.bseindia.com/Static/PublicIssues/RtaDp.aspx</a> and <a href="http://www.nseindia.com/products-services/initial-public-offerings-asba-procedures">www.nseindia.com/products-services/initial-public-offerings-asba-procedures</a>, respectively, as updated from time to time.</p> <p>For further details, see “Offer Procedure” on page 498 of the RHP.</p>

### PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification/ Corporate Information
1.	Prof. Shashikanth Suryanarayanan	Individual	He has been associated with our Company since its incorporation. He holds a bachelor's degree of technology in Mechanical Engineering from Indian Institute of Technology, Madras, and a degree of Doctor of Philosophy from University of California, Berkeley. He is an Associate Professor in the Department of Mechanical Engineering at the Indian Institute of Technology, Bombay and is currently on leave. He has over 17 years of experience in the control sector.
2.	Amit Arun Dixit	Individual	He is a founding shareholder of our Company and joined our Company in a professional capacity on August 11, 2008. He holds a bachelor's degree in Production Engineering from K.J. Somaiya College of Engineering and a master's degree of technology in Mechanical Engineering. He also holds a degree of Doctor of Philosophy from the Indian Institute of Technology, Bombay and prepared a thesis on “Parameter Estimation for Servo Systems with Friction”. He has over 17 years of experience in the control sector.
3.	Manish Sharma	Individual	He is a founding shareholder of our Company and joined our Company in a professional capacity on August 1, 2008. He holds a bachelor's degree in Mechanical Engineering from Bharati Vidyapeeth's College of Engineering, and a master's degree of technology in Mechanical Engineering from the Indian Institute of Technology, Bombay. He was previously associated with Eaton India Engineering Center as an engineer. He has over 17 years of experience in the control sector.
4.	Anaykumar Avinash Joshi	Individual	He has been associated with our Company since June 22, 2015. In our Company, he handles technology execution and strategic vision, leading research and development and engineering teams to deliver products with future-ready control technologies. He holds a bachelor's degree in Technology in Electrical Engineering from Indian Institute of Technology Bombay. He has approximately 12 years of experience in the engineering sector. Before his association with our Company, he has previously served as senior embedded engineer at Gram Power (India) Private Limited.

For details in respect of our Promoters, please see the section titled “Our Promoters and Promoter Group” beginning on page 306 of the RHP.

### OUR BUSINESS OVERVIEW AND STRATEGY

**Company Overview:** We are a supplier of control-intensive, critical-to-the-application electronic control units (“ECUs”) to leading original equipment manufacturers (“OEMs”) (Source: CRISIL Report) in the mobility and industrial markets in India, the United States, and Europe. The majority of our revenue from operations is attributed to products which incorporate novel control technologies that are conceived and developed entirely in-house, enabling us to offer fresh proprietary solutions that provide distinct value to end-users or our OEM customers. Several of these unique technologies have achieved widespread adoption across the sectors we serve.

**Industry served:** Company operates in the mobility (2/3W vehicles) and industrial (generators) sectors in India, USA and EU.

For further information, please refer “Industry Overview” and “Our Business” on page 158 and 246 respectively of the RHP.

**Product / Service offering and segments:** critical, control-intensive products, products for mobility (which includes controller supplied for ICE and electric 2/3W) and industrial (which includes controllers' supplier for generator applications) segments.

**Geographies served:** Mobility and Industrial markets in India, the United States, and Europe

**Key Performance Indicators:**

Details of KPIs as at/ for the nine months ended December 31, 2025 and the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023.

Sr. No.	Key Performance Indicators (KPIs)	Nine months ended December 31, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
<b>GAAP Measures</b>					
1	Revenue from operations (₹ million)	7,706.65	6,583.63	5,306.53	4,230.28
2	Profit for the period/year (₹ million)	714.98	470.45	58.78	85.73
3	Basic Earnings per equity share	16.59*	10.93	1.45	2.12
<b>Non-GAAP Financial Measures</b>					
1	EBITDA (₹ million)	1,610.71	1,250.68	831.24	542.40
2	EBITDA Margin (%)	20.90	19.00	15.66	12.82

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Sr. No.	Key Performance Indicators (KPIs)	Nine months ended December 31, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
3	Profit for the period/year Margin (%)	9.28	7.15	1.11	2.03
4	RoCE (%)	32.52*	33.79	28.87	17.51
5	RoE (%)	20.03*	22.01	4.92	7.84
6	Debt – Equity Ratio	0.17	0.21	1.37	1.16
<b>Operational Measures</b>					
1	Number of engineers from IITs, NITs and BITS	158	120	99	65
2	Number of Control-Intensive Controllers Sold	2,858,050	2,438,518	1,917,339	1,425,155

\* Not annualised

As certified by S K Patodia & Associates LLP, Chartered Accountants pursuant to their certificate dated February 25, 2026.

For details of our other operating metrics disclosed elsewhere in this Red Herring Prospectus, see “Our Business” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” beginning on pages 246 and 429, respectively.

## Revenue Segmentation by Geographies:

The table below sets forth our segment wise domestic and export sales for the nine months ended December 31, 2025 and Fiscals 2025, 2024 and 2023:

Particulars	Nine months ended December 31, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
<b>Mobility Segment</b>				
Within India (₹ million)	6,503.15	5,593.57	4,485.89	3,384.36
Outside India (₹ million)	18.63	47.75	58.51	15.47
Total Mobility Segment Sales (₹ million)	6,521.78	5,641.32	4,544.40	3,399.83
Within India as a percentage of mobility segment sales (%)	99.71	99.15	98.71	99.54
Outside India as a percentage of mobility segment sales (%)	0.29	0.85	1.29	0.46
<b>Industrial Segment</b>				
Within India (₹ million)	494.26	535.70	517.53	606.52
Outside India (₹ million)	690.61	406.61	244.60	223.93
Total industrial segment sales (₹ million)	1,184.87	942.31	762.13	830.45
Within India as a percentage of industrial segment sales (%)	41.71	56.85	67.91	73.04
Outside India as a percentage of industrial segment sales (%)	58.29	43.15	32.09	26.96

For further information, please refer “Our Business” on Page 246 of RHP.

## Revenue Segmentation in terms of top 10 customers or Industries

Particulars	Nine months ended December 31, 2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from TVS Motor (₹ million) (A)	5,816.71	5,297.30	4,428.94	3,344.02
Revenue from top three customers (₹ million) (B)	7,029.68	5,777.84	4,809.43	3,814.30
Revenue from top 10 customers (₹ million) (C)	7,604.06	6,464.35	5,216.23	4,147.23
<b>Revenue from operations (₹ million) (D)</b>	<b>7,706.65</b>	<b>6,583.63</b>	<b>5,306.53</b>	<b>4,230.28</b>
TVS Motor revenue as a % of revenue from operations (%) (E=A/D)	75.48	80.46	83.46	79.05
Top three customer revenue as a % of revenue from operations (%) (F=B/D)	91.22	87.76	90.63	90.17
Top 10 customer revenue as a % of revenue from operations (%) (G=C/D)	98.67	98.19	98.30	98.04

For further information, please refer “Our Business” on Page 246 of RHP.

**Market Share:** We held approximately 35% market share of domestic ISG ECU market (for 2W and 3W combined) in terms of volume and are amongst the top 4 players for the nine months ended December 31, 2025 (Source: CRISIL Report). We are also the leaders in India for genset controllers (“GC”) with an estimated market share of 75%-77% during the nine months ended December 31, 2025 and are amongst the key global players with a market share of 14% globally with our offerings of genset controllers and EFI ECUs for this market (Source: CRISIL Report).

**Manufacturing Plant :** Our operations are currently concentrated in manufacturing facility 1 (“MF1”) and manufacturing facility 2 (“MF2”) located at Pune, Maharashtra, India. We have recently transferred certain existing machinery from MF1 to a new facility, i.e., Manufacturing Facility 4 (“MF4”), Chakan, Pune, Maharashtra, where line set-up is currently in process. In addition, we are currently constructing Manufacturing Facility 3 (“MF3”), also located in Chakan, Pune, Maharashtra, India.

**Employee Strength:** As on December 31, 2025, we had 496 on-roll employees (employees directly employed by our Company). For further information, see “Our Business - Human Resources” on page 271 of the RHP.

**Intellectual Property:** As on the date of the Red Herring Prospectus, our Company has been granted a total of 12 patents across various jurisdictions. Out of these, (i) five patents have been granted in India only, (ii) two patents have been granted in USA only (which have also been published in India for public comments), (iii) two patents have been granted in USA, China, EU and Japan (which have also been published in India for public comments), (iv) one patent has been granted in India and USA, (v) one patent has been granted in USA and China (which has also been published in India for public comments); and (vi) one patent has been granted in Vietnam only (which has also been published in India for public comments). Of our five patents granted in India only, we have applied to the World Intellectual Property Organisation for international patent recognition for two patents.

In addition to the above, as at the date of the Red Herring Prospectus, our Company has applied for a total of 11 patents in India which are at different stages of approval. Out of these 11 patent applications, the Indian Patent Office has published three patents for public comments.

Our Company also has six trademarks registered in India.

<b>BOARD OF DIRECTORS</b>				
<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Experience &amp; Educational Qualification</b>	<b>Other directorships</b>
1.	Poyni Bhatt	Chairperson and Independent Director	She holds a bachelor's degree in Commerce from Gujarat University. She has approximately 30 years of experience and was previously associated with Society for Innovation & Entrepreneurship at IIT Bombay, ICICI Securities Limited, Ashima Dyecot Limited.	<b>Indian Companies:</b> • Technology Innovation Foundation of Palakkad; and • UOFT India Foundation. <b>Foreign Companies:</b> Nil
2.	Prof. Shashikanth Suryanarayanan	Managing Director	For details of his experience and educational qualification, see "Promoters of our Company" on page 6 of this Abridged Prospectus.	<b>Indian Companies</b> Nil <b>Foreign Companies</b> Nil
3.	Amit Arun Dixit	Joint Managing Director	For details of his experience and educational qualification, see "Promoters of our Company" on page 6 of this Abridged Prospectus.	<b>Indian Companies</b> Nil <b>Foreign Companies</b> Nil
4.	Manish Sharma	Whole Time Director and Chief Operating Officer	For details of his experience and educational qualification, see "Promoters of our Company" on page 6 of this Abridged Prospectus.	<b>Indian Companies</b> Nil <b>Foreign Companies</b> Nil
5.	Namakal S Parthasarathy	Independent Director	He holds master's degrees in science (hons) in mathematics from BITS, Pilani; and technology in Computer Science and Data Processing from IIT, Kharagpur. He has over 20 years of experience, and was previously associated with Wipro Limited, Mindtree Limited.	<b>Indian Companies:</b> • General Aeronautics Private Limited; • Imerit Technology Services Private Limited; • Intugine Technologies Private Limited; • Maveric Systems Limited; • Mindgrove Technologies Private Limited; • NAB Global Innovation Centre India Private Limited; • Simyog Technology Private Limited; • Vunet Systems Private Limited; and • Welive Foundation. <b>Foreign Companies:</b> Nil
6.	Udo Edgar Wolz	Non-Executive Director	He holds a master's degree in Mechanical Engineering from Fridericiana Technical University of Karlsruhe and Doctorate of Engineering. He has over 30 years of experience, and was previously associated with Robert Bosch GmbH, DaimlerChrysler Joint Stock Company, and ZF Friedrichshafen.	<b>Indian Companies:</b> Nil <b>Foreign Companies:</b> • DUW Consult GmbH; • Trip Perfect GmbH; and • Udo Wolz Enterprises GmbH

For further details in relation to our Board of Directors, see "Our Management" beginning on page 267 of the RHP.

## **OBJECTS OF THE OFFER**

The objects of the Offer are to (i) carry out the Offer for Sale of up to 8,043,300 Equity Shares of face value of ₹ 10 each by the Selling Shareholders aggregating up to ₹ [●] million; and (ii) achieve the benefits of listing the Equity Shares on the Stock Exchanges. For details, see "The Offer" beginning on page 80 of the RHP.

### **Offer Expenses**

The total expenses of the Offer are estimated to be approximately ₹[●] million.

**Utilization of the Offer Proceeds:** The Selling Shareholders will be entitled to the entire proceeds of the Offer after deducting the Offer expenses and relevant taxes thereon. Our Company will not receive any proceeds from the Offer. For details, see "Objects of the Offer" beginning on page 140 of the RHP.

**Fresh Issue:** Not Applicable

**Proposed schedule of implementation and deployment of Net Proceeds :** Not Applicable

**Means of finance :** Not Applicable

**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

**Name of Monitoring Agency:** Since the Offer is an Offer for Sale and our Company will not receive any proceeds from the Offer, our Company is not required to appoint a monitoring agency for the Offer.

**Terms of Issuance of Convertible Security, if any:** Not applicable

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

<b>Category of shareholder</b>	<b>Pre-Offer number of fully paid-up Equity Shares</b>	<b>% Holding of Pre Offer Equity Share Capital</b>
Promoters & Promoter Group	11,698,500	26.49
Public	32,463,000	73.51
<b>Total</b>	<b>44,161,500*</b>	<b>100.00%</b>

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\*This includes Equity Shares belonging to one Shareholder, holding Equity Shares in physical form at the time of allotment of such bonus Equity Shares, which were held by the Company in Sedemac Mechatronics Limited unclaimed securities suspense escrow account till the Shareholder opens demat account.  
Number/amount of equity shares proposed to be sold by up to 80,43,300 equity shares of ₹ 10 each :

NAME OF THE SELLING SHAREHOLDERS**	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹10 EACH OFFERED
Manish Sharma	Up to 45,000 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
Ashwini Amit Dixit	Up to 67,500 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
A91 Emerging Fund II LLP	Up to 2,410,650 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
NRJN Family Trust (represented by Entrust Family Office Legal & Trusteeship Services Private Limited)	Up to 1,050,000 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
Xponentia Opportunities Fund II	Up to 1,043,550 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
Mace Private Limited	Up to 765,900 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
360 One Special Opportunities Fund – Series 8	Up to 680,850 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
360 One Monopolistic Market Intermediaries Fund	Up to 472,500 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
HDFC Life Insurance Company Limited	Up to 425,700 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million
Xponentia Opportunities Limited	Up to 425,250 Equity Shares of face value of ₹10 each aggregating up to ₹ [●] million

\*\* For the complete list of all Selling Shareholders, please see "The Offer" on page 80 of the RHP.

### SUMMARY OF RESTATED FINANCIAL INFORMATION

(in ₹ million, except per share data)

Particulars	As at nine months ended December 31, 2025	As at and for the Financial Year ended March 31, 2025	As at and for the Financial Year ended March 31, 2024	As at and for the Financial Year ended March 31, 2023
Revenue from operations	7,706.65	6,583.63	5,306.53	4,230.28
Profit for the period/year	714.98	470.45	58.78	85.73
Earnings per equity share (nominal value of shares ₹ 10) (nine months ended earning per share not annualised)				
Basic <sup>(1)</sup> (₹)	16.59	10.93	1.45	2.12
Diluted <sup>(2)</sup> (₹)	16.35	10.82	1.39	2.04
Total borrowings <sup>(3)</sup>	468.92	496.18	1,506.18	1,096.07
Equity share capital (A)	437.37	0.28	0.11	0.11
Equity component of compulsorily convertible preference shares (B)	-	-	0.85	0.85
Reserves and surplus (C)	3,667.43	3,033.53	1,240.26	1,149.29
Other comprehensive expense for the period/year (net of tax) (D)	(7.48)	(4.95)	(3.07)	(1.93)
Net Worth (E=A+B+C-D) <sup>(4)</sup>	4,112.28	3,038.76	1,244.29	1,152.18
Net asset value per Equity Share of face value of ₹10 each <sup>(5)</sup> (₹)	94.02	71.57	30.57	28.45

Notes: The ratios have been computed as follows: 1. Basic EPS: the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period adjusted for bonus issue that has changed the number of equity shares outstanding, without a corresponding change in resources; 2. Diluted EPS: the net profit or loss attributable to equity holders of the Company (after deducting preference dividends and attributable taxes) by the weighted average number of potential equity shares outstanding during the period/year, adjusted for bonus issue that has changed the number of equity shares outstanding, without a corresponding change in resources; 3. Total borrowings include Current liabilities - Financial liabilities - Borrowings and Non-current liabilities - Financial liabilities - Borrowings; 4. Net Worth has been defined as 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 statement of assets and liabilities, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation. Further, net worth has been computed as a sum of equity share capital, equity component of compulsorily convertible preference shares, reserves and surplus as of the last day of relevant period/year minus other comprehensive expense for the period/year. For reconciliation of Net worth, see "Management's Discussion and Analysis of Financial Condition and Results of Operations-NON-GAAP MEASURES" on page 441 of the RHP; 5. Net asset value per equity share is calculated as Net worth divided by total of number of equity shares outstanding as at the end of period/year and Number of Compulsorily Convertible Preference Shares outstanding as at the end of period/year. Denominator is adjusted for bonus issue that has changed the number of equity shares outstanding, without a corresponding change in resources. For reconciliation of net asset value per equity share, see "Management's Discussion and Analysis of Financial Condition and Results of Operations-NON-GAAP MEASURES" on page 441 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 33 of the RHP.

1. We have a high degree of revenue concentration with a small number of customers, particularly, a key customer, TVS Motor Company Limited ("TVS Motor"), which contributed 75.48%, 80.46%, 83.46% and 79.05% of our revenue from operations for the nine months ended December 31, 2025, Fiscals 2025, 2024 and 2023, respectively, which exposes us to significant business risk if demand from these customers reduces or commercial relationships change which could have a significant negative effect on our business, profitability, and cash flows.
2. We are currently dependent on our two manufacturing facilities in Pune, Maharashtra, for all of our production requirements as on the date of the Red Herring Prospectus which may expose us to regional and operational risks that could have a material adverse effect on our business, results of operations, cash flows, and financial condition.
3. We are exposed to evolving, stage-specific, and proposition-specific risks which may materially and adversely affect our operations, financial condition, and prospects.
4. Currently, we are significantly dependent on the mobility segment which contributed 84.63%, 85.69%, 85.64% and 80.37% of our revenue from operations for the nine months ended December 31, 2025, and Fiscals 2025, 2024 and 2023, respectively. Any downturn, cyclical fluctuation, or adverse development in this segment could materially impact our business, results of operations, and financial condition.
5. Our results are affected by demand for gensets in India and globally, i.e., the industrial segment, which contributed 15.37%, 14.31%, 14.36% and 19.63% of our revenue from operations for the nine months ended December 31, 2025, and Fiscals 2025, 2024 and 2023, respectively. Any sustained decline in market acceptance or a shift towards alternative energy could materially impact our business, operations, and financial condition.

For further details, see "Risk Factors" beginning on page 33 of the RHP.



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

- A. A summary of outstanding litigation proceedings involving our Company, Promoters, Directors, KMPs and Senior Management Personnel, as applicable, as on the date of the Red Herring Prospectus, is provided below:

Name of Entity	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions including penalty imposed by the SEBI or Stock Exchanges against our Promoters in the last five years	Material civil litigations	Aggregate amount involved <sup>#</sup> (₹ in million)*
<b>Company</b>						
By our Company	Nil	NA	NA	NA	Nil	Nil
Against our Company	Nil	4^	NA	NA	Nil	34.55
<b>Directors</b>						
By the Directors	Nil	Nil	NA	NA	Nil	Nil
Against the Directors	Nil	Nil	NA	NA	Nil	Nil
<b>Promoters</b>						
By the Promoters	Nil	Nil	NA	NA	Nil	Nil
Against the Promoters	Nil	Nil	Nil	Nil	Nil	Nil
<b>Key Managerial Personnel</b>						
By the KMP	Nil	NA	NA	NA	NA	Nil
Against the KMP	Nil	NA	Nil	NA	NA	Nil
<b>Senior Management Personnel</b>						
By the Senior Management	Nil	NA	NA	NA	Nil	Nil
Against the Senior Management Personnel	Nil	NA	Nil	NA	NA	Nil

<sup>#</sup> Determined in accordance with the Materiality Policy.

\* To the extent quantifiable.

^ Our Company has already paid the amount under litigation; however, since our Company has not received a closure order against the case, the same has been included in the table above.

For further details of the outstanding litigation proceedings, see “Outstanding Litigation and Material Developments” beginning on page 461 of the RHP.

- B. Brief details of the material outstanding litigation pending against the Company and amount involved: Nil
- C. 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 details of the outstanding litigation proceedings, see “Outstanding Litigation and Material Developments” on page 461 of the RHP

**ANY OTHER IMPORTANT INFORMATION AS PER BOOK RUNNING LEAD MANAGERS/COMPANY - NIL**

**DECLARATION BY OUR COMPANY**

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

**DECLARATION BY THE SELLING SHAREHOLDERS**

Each of the Selling Shareholder, hereby confirm that all statements and undertakings specifically made by us in the Red Herring Prospectus in relation to ourselves, as a Selling Shareholder and my respective portion of the Offered Shares, are true and correct. We assume no responsibility for any other statements, disclosures and undertakings, including any of the statements, disclosures and undertakings made or confirmed by, or relating to, the Company or any other Selling Shareholder or any experts or any other person(s) in the Red Herring Prospectus.