

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS
DATED JUNE 13, 2024 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.**

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

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

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, and Bids may not be made by persons in any jurisdiction outside India, except in compliance with the applicable laws of such jurisdiction. On the basis of RHP, which was filed with the Registrar of Companies, Karnataka at Bengaluru (the "RoC") (if I am / we are in India) or the RHP and the preliminary international wrap dated June 13, 2024 (the "Preliminary International Wrap") and together with the RHP, the "Preliminary Offering Memorandum") (if I am / we are outside India), the General Information Document for Investing in Public Offers ("GID") and having studied the attached details as per the Abridged Prospectus, I / we hereby apply for Allotment to me / us of the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I / We hereby confirm that I am / we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked in the ASBA Account with the relevant SCSB or the bank account linked with the UPI ID (in case of RBIs using UPI Mechanism) as mentioned in this Bid cum Application Form, as the case may be. I / We agree to accept the Equity Shares Bid for, or such lesser number as may be Allotted to me / us subject to the terms of the RHP (if I am / we are in India), the Preliminary Offering Memorandum (if I am / we are outside India), the Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I / We undertake that I / we will sign all such other documents and do all such acts, if any, necessary on my / our part to enable me / us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my / our address as given in the Depository records and to place my / our name on the register of members of the Company. I / We acknowledge that in case of QIB Bidders, only (i) the SCSBs (for Bids other than the Bids by Anchor Investors) and (ii) the Book Running Lead Managers ("BRLMs") and their respective affiliated Syndicate Members (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Retail Individual Bidders based only on technical grounds and / or as specified in the Abridged Prospectus, GID and the RHP or the Preliminary Offering Memorandum, as applicable. I / We authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the RoC without intimation to me / us and use this Bid cum Application Form as the application form for the purpose of the Offer. I / We confirm that I / we have read the RHP (if I am / we are in India) or the Preliminary Offering Memorandum (if I am / we are outside India). I / We confirm that my / our investment decision is solely based on my independent verification and external advice on the RHP or the Preliminary Offering Memorandum, as applicable and the Prospectus or the Final Offering Memorandum, as applicable. Any investment decision should be based on independent verification and external advice.

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

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

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

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

I / we acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Offer. I am / we are not an OCB. For further details, see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" on pages 427 and 444 of the RHP, respectively.

INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole / First Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an "indication to make an offer" during the Bid/offer period by a Bidder and not "an offer".
- The First Bidder, should mention his / her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining / specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, any other category of Bidders, including without limitation, multilateral/bilateral development financial institutions, the Bidders, or in the case of joint Bids, the First Bidder (the first name under which the beneficiary account is held), should mention his / her PAN allotted under the Income Tax Act, 1961. Any Bid cum Application Form without the PAN is liable to be rejected other than as specified above. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with Central Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and the subsequent press releases, including press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Members of the Syndicate nor the Registered Brokers nor the Registrar to the Offer nor RTAs/CDPs nor the SCSBs nor the Company nor the Selling Shareholders shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The face value of Equity Shares is ₹2 each. The Price Band and the minimum Bid Lot size has been decided by the Company in consultation with the Book Running Lead Managers. The Price Band and Minimum Bid Lot size has been advertised in all editions of Financial Express, an English national daily newspaper, all editions of Jansatta, a Hindi national daily newspaper and Bengluru edition of Vishwavani, a Kannada daily newspaper (Kannada being the regional language of Karnataka, where our Registered Office is located), each with wide circulation, at least two (2) Working Days prior to the Bid/offer Opening Date, with the relevant financial ratios calculated at the Floor Price and at the Cap Price and has been made available to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and together with BSE, the "Stock Exchanges") for the purpose of uploading on their respective websites in accordance with SEBI ICDR Regulations. In case of revision of the Price Band, the Bid/offer Period has been extended by at least three (3) additional Working Days after such revision of Price Band subject to the Bid/offer Period not exceeding ten (10) Working Days. In cases of force majeure, bank strike or similar circumstances, the company and the Promoter Selling Shareholders, Individual Selling Shareholders and Investor Selling Shareholders, in consultation with the BRLMs, may, for reasons to be recorded in writing, extend the Bid/offer Period for a period of minimum three (3) Working Days, subject to the Bid/offer Period not exceeding a total of ten (10) Working Days. Any revision in the Price Band and the revised Bid/offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice and also by indicating the changes on the websites of the BRLMs, and at the terminals of the Members of the Syndicate and by intimation to Self Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Banks as applicable.
- Maximum and Minimum Bid Size:** In case of Retail Individual Bidders, such number of Equity Shares in multiples of the minimum Bid Lot such that the Bid Amount does not exceed ₹20 million. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of the minimum Bid Lot such that Bid Amount exceeds ₹20 million. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP or Preliminary Offering Memorandum, as applicable.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
- Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** Eligible NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSB to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRI Bidders Bidding on a repatriation basis by using the Non-Resident Forms should authorise their SCSB (if they are Bidding directly through the SCSB) or confirm or accept the UPI Mandate Request (in case of Retail Institutional Bidders bidding through the UPI Mechanism) to block their Non-Resident External ("NRE") accounts (including UPI ID, if activated), or Foreign Currency Non-Resident ("FCNR") Accounts. All Bidders including the Eligible NRIs Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Registered Office of the Company or from any of the Members of the Syndicate or CDPs or RTAs or Registered Brokers from the Bidding centres. In accordance with applicable law and UPI Circulars, Bidders to please ensure that SCSB where the ASBA Account is maintained has notified at least one branch in the location where Bid cum Application Forms will be deposited by Designated Intermediaries.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c. are liable to be rejected.
 - QIBs cannot use UPI Mechanism to apply Non-Institutional Investors Bidding for an amount exceeding ₹0.50 million cannot use UPI Mechanism to apply as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIRP/2022/45 dated April 5, 2022.
 - For Retail Individual Bidders (RBIs) and Non-Institutional Bidders with Application size up to ₹500,000 ("UPI Bidders") bidding through the UPI Mechanism.**
 - Please ensure that your Bank is offering UPI facility for public offers.
 - Please ensure UPI ID clearly in CAPITAL LETTERS only.
 - Please note that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) RBIs and individual Bidders with application size up to ₹0.50 million bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=43>) respectively, as updated from time to time.
 - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
 - UPI ID cannot exceed 45 characters.
 - Please ensure that you are using your UPI ID only and not the UPI ID belonging to any third party.
 - UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 427 of the RHP.
- The sole bidder/first bidder is required to sign the Bid cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that Members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms; and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and press release dated March 28, 2023 and any subsequent press releases in this regard. You may send the RHP and the Prospectus (if you are Resident in India) or the Preliminary Offering Memorandum and the final offering memorandum (if you are Resident outside India) either in physical form or electronic form or both. You shall not distribute or forward this document and these documents are subject to the disclaimers and restrictions contained in or accompanying them.
- The Equity Shares have not been and will not be registered under the Securities Act or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of each jurisdictions where such offers and sales are made.
- This Bid cum Application Form is being offered to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgement set out in "Other Regulatory and Statutory Disclosures" and "Offer Procedure" on pages 404 and 427 respectively of the RHP and (ii) agree to abide by (1) this Bid cum Application Form and (2) the RHP (if you are in India) or the Preliminary Offering Memorandum (if you are outside India) with the terms and conditions contained therein.

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

TEAR HERE

	COMPANY CONTACT DETAILS		REGISTRAR TO THE OFFER
	STANLEY LIFESTYLES LIMITED Registered and Corporate Office: SV No. 16/2 and 16/3 Part, Hosur Road, Veerasandra Village, Attibele Hobli, Anekal Taluk, Bengaluru 560 100, Karnataka, India. Telephone: + 91-80 6895 7200; Contact person: Akash Shetty, Company Secretary and Compliance Officer E-mail: investors@stanleylifestyles.com; Website: www.stanleylifestyles.com; Corporate Identity Number: U19116KA2007PLC044090		KFin Technologies Limited <i>(formerly known as Kfin Technologies Private Limited)</i> Selenium, Tower B, Plot No.31-32 Gachibowli, Financial District Nanakramguda, Serilingampally Hyderabad 500 032 Telangana, India Tel: +91 40 6716 2222 E-mail: sl.ipo@kfintech.com Investor grievance e-mail: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna SEBI Registration No.: INR0000000221



(Please scan this QR code to view the RHP)

This is an abridged prospectus containing salient features of the red herring prospectus of STANLEY LIFESTYLES LIMITED (the “Company”) dated June 13, 2024 filed with the Registrar of Companies Karnataka at Bengaluru (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 THE PAGES.

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, at the websites of National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”), and together with NSE, the “Stock Exchanges”) at www.nseindia.com and www.bseindia.com, respectively, at the website of the Company at www.stanleylifestyles.com and the website of the Book Running Lead Managers at www.axiscapital.co.in, www.icicisecurities.com, www.jmfl.com and www.sbicaps.com.



STANLEY LIFESTYLES LIMITED

Corporate Identity Number: U19116KA2007PLC044090; **Date of Incorporation:** October 11, 2007

REGISTERED AND CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
SY No. 16/2 and 16/3 Part, Hosur Road, Veerasandra Village, Attibele Hobli, Anekal Taluk, Bengaluru, Karnataka 560 100, India	Akash Shetty Company Secretary and Compliance Officer	Email: investors@stanleylifestyles.com Telephone: + 91 80 6895 7200	www.stanleylifestyles.com
THE PROMOTERS OF OUR COMPANY ARE SUNIL SURESH AND SHUBHA SUNIL			

DETAILS OF THE OFFER TO THE PUBLIC				
TYPE	FRESH ISSUE SIZE	OFFER FOR SALE SIZE	TOTAL OFFER SIZE	ELIGIBILITY AND RESERVATION
Fresh Issue and Offer for Sale	Fresh issue of up to [●] Equity Shares of face value of ₹ 2 aggregating up to ₹ 2,000.00 million	Offer for Sale of up to 9,133,454 Equity Shares of face value of ₹ 2 aggregating up to ₹ [●] million	Up to [●] Equity Shares of face value of ₹ 2 aggregating up to ₹ [●] million	The Offer is being made in accordance with 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 404. For details in relation to share reservation among QIBs, NIBs and RIBs, see “Offer Structure” on page 424.

DETAILS OF THE OFFER FOR SALE			
NAME OF THE SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹ PER EQUITY SHARE)*
Sunil Suresh	Promoter Selling Shareholder	Up to 1,182,000 Equity Shares aggregating up to ₹ [●] million	3.05
Shubha Sunil	Promoter Selling Shareholder	Up to 1,182,000 Equity Shares aggregating up to ₹ [●] million	3.05
Oman India Joint Investment Fund II	Investor Selling Shareholder	Up to 5,544,454 Equity Shares aggregating up to ₹ [●] million	108.22
Kiran Bhanu Vuppapapati	Individual Selling Shareholder	Up to 1,000,000 Equity Shares aggregating up to ₹ [●] million	5.73
Sridevi Venkata Vuppapapati	Individual Selling Shareholder	Up to 225,000 Equity Shares aggregating up to ₹ [●] million	27.86

* As certified by N B T and Co, Chartered Accountants, by way of their certificate dated June 13, 2024.

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”).

PRICE BAND, MINIMUM BID LOT AND INDICATIVE TIMELINES	
Price Band	₹351 per Equity Share to ₹369 per Equity Share of face value of ₹2 each.
Minimum Bid Lot Size	40 Equity Shares and in multiples 40 Equity Shares thereafter
Bid/Offer Opens On	Friday, June 21, 2024 ⁽¹⁾
Bid/Offer Closes On	Tuesday, June 25, 2024 ⁽²⁾
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Wednesday, June 26, 2024
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account*	On or about Thursday, June 27, 2024
Allotment of Equity Shares/ Credit of Equity Shares to dematerialised accounts of Allottees	On or about Thursday, June 27, 2024
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Friday, June 28, 2024

⁽¹⁾ Our Company, the Promoter Selling Shareholders and the Investor Selling Shareholder, in consultation with the Book Running Lead Managers 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, i.e. Thursday, June 20, 2024.

⁽²⁾ UPI mandate end time and date shall be at 5:00 pm on Bid/Offer Closing Date.

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

* In case of (i) any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding three 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 non-allotted/ partially allotted Bids, exceeding three 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 three Working Days from the Bid/ Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The Book Running Lead Managers shall in their sole discretion, identify and fix liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 and 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, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable. The processing fees for applications made by UPI Bidders may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023.

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

Weighted average cost of acquisition of all shares transacted in the last eighteen months from the date of RHP

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 18 months	350.00	1.05	350.00-350.00

* As certified by N B T and Co, Chartered Accountants, pursuant to their certificate dated June 13, 2024.

Excluding Gift and Bonus transactions

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 each Equity Share is ₹ 2. The Floor Price, Cap Price and Offer Price (determined in compliance with the SEBI ICDR Regulations), and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process as stated in “Basis for Offer Price” on page 130 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 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 Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders 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 the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the Bidders is invited to “Risk Factors” on page 27.

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, the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of the BRLMs at www.axiscapital.co.in, www.icicisecurities.com, www.jmfl.com and www.sbicaps.com.

PRICE INFORMATION OF PAST ISSUES OF BRLMs

S. 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	Awfis Space Solutions Limited	Axis, ISec,	-	-	-
2	Go Digit General Insurance Limited	Axis, ISec	-	-	-
3	TBO Tek Limited	Axis, JM Financial	-	-	-
4	Bharti Hexacom Limited	Axis, Isec, SBICAPS	+58.25%, [-2.13%]	-	-
5	Gopal Snacks Limited	Axis, JM Financial	-18.13%, [+1.57%]	-19.35%, [+4.60%]	-
6	Jana Small Finance Bank Limited	Axis, SBICAPS	-5.23%, [+1.77%]	+50.70%, [+1.33%]	-
7	Apeejay Surrendra Park Hotels Limited	Axis, JM Financial	+17.39%, [+3.33%]	+17.55%, [+2.03%]	-
8	Aadhar Housing Finance Limited	Isec, SBICAPS	-	-	-
9	JNK India Limited	Isec	+54.47% [+0.44%]	-	-
10	Popular Vehicles and Services Limited	Isec	-15.59% [+1.51%]	-	-
11	Juniper Hotels Limited	Isec, JM Financial	+43.76% [+1.71%]	+21.22% [+4.47%]	-
12	Entero Healthcare Solutions Limited	JM Financial, SBICAPS	-19.65% [0.30%]	-19.84% [0.77%]	-

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13	GPT Healthcare Limited	JM Financial	-5.13%, [1.59%]	-20.67%, [3.68%]	-
14	Rashi Peripherals Limited	Isec, JM Financial	-0.77%, [1.77%]	1.06%, [1.33%]	-
15	R K Swamy Limited	SBICAPS	+58.25% [-2.13%]	-6.70% [+4.11%]	-
16	Medi Assist Healthcare Services Limited	SBICAPS	+22.32% [+3.40%]	+15.66% [+4.06%]	-
17	Jyoti CNC Automation Limited	SBICAPS	+78.07% [-0.87%]	+135.94% [+2.21%]	-

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

Notes: a. Disclosures subject to 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each BRLMs with common issues disclosed once. b. The CNX NIFTY or S&P 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. c. Price on NSE or BSE is considered for all of the above calculations as per the Designated Stock Exchange disclosed by the respective Issuer at the time of the issue, as applicable. d. In case 30th/90th/180th day is not a trading day, closing price of the previous trading day has been considered. e. Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for few of the above issues, data for same is not available.

For further details, please refer to “Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs” on page 410 of the RHP.

BOOK RUNNING LEAD MANAGERS

Axis Capital Limited Tel: +91 22 4325 2183 E-mail: stanley.ipo@axiscap.in Investor Grievance E-mail Id: complaints@axiscap.in	ICICI Securities Limited Tel: +91 22 6807 7100 E-mail: stanley.ipo@icicisecurities.com Investor Grievance E-mail Id: customercare@icicisecurities.com	JM Financial Limited Tel: +91 22 6630 3030 E-mail: stanleylifestyles.ipo@jmfl.com Investor Grievance E-mail Id: grievance.ibd@jmfl.com	SBI Capital Markets Limited[#] Tel: +91 22 4006 9807 E-mail: stanley.ipo@sbicaps.com Investor Grievance E-mail Id: investor.relations@sbicaps.com
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[#] SBI Capital Markets Limited is an associate of the Investor Selling Shareholder in terms of the SEBI Merchant Bankers Regulations. Accordingly, in compliance with the proviso to Regulation 21A of the SEBI Merchant Bankers Regulations and Regulation 23(3) of the SEBI ICDR Regulations, SBI Capital Markets Limited would be involved only in the marketing of the Offer.

Name of Syndicate Members	JM Financial Services Limited, SBICAP Securities Limited and Investec Capital Services (India) Private Limited
Name of Registrar to the Offer	KFin Technologies Limited (formerly known as KFin Technologies Private Limited) Tel: +91 40 6716 2222; E-mail ID: sll.ipo@kfintech.com ; Investor grievance e-mail ID: einward.ris@kfintech.com
Name of Statutory Auditor	Deloitte Haskins & Sells LLP, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	As this is an Offer consisting only of Equity Shares, there is no credit rating required for the Offer.
Name of Debenture Trustee	Not Applicable

Self-Certified Syndicate Banks	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 www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 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 https://sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 or such other website as updated from time to time.
Non Syndicate Registered Brokers	You can submit Bid cum Application Forms in the Offer to Non Syndicate Registered Brokers at the Non Syndicate Broker Centres. For further details, see section titled “Offer Procedure” beginning at page 427 of the RHP.
Self-Certified Syndicate Banks and mobile applications enabled for Unified Payments Interface Mechanism	In accordance with SEBI RTA Master Circular, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, read with other applicable UPI Circulars, UPI Bidders Bidding through UPI Mechanism may apply through the SCSBs and mobile applications, using UPI handles, whose name appears on the SEBI website. A list of SCSBs and mobile applications, which, are live for applying in public issues using UPI mechanism is provided in the list available on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 and updated from time to time and at such other websites as may be prescribed by SEBI from time to time.
Syndicate Self-Certified Syndicate Banks’ Branches	In relation to Bids (other than Bids by Anchor Investor) 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 (http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes) 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 http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes as updated from time to time.
Registered Brokers	The list of the Registered Brokers eligible to accept ASBA forms, including details such as postal address, telephone number and e-mail address, is provided on the websites of BSE and NSE at www.bseindia.com and www.nseindia.com , respectively, as updated from time to time.
Details regarding website address(es)/ link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable:	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and https://www.nseindia.com/products-services/initial-public-offerings-asba-procedures , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of BSE at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and on the website of NSE at https://www.nseindia.com/products-services/initial-public-offerings-asba-procedures , as updated from time to time. For further details, see “Offer Procedure” on page 427 of the RHP .

PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual/ Corporate	Experience and Education Qualification
1.	Sunil Suresh	Individual	He has passed S.S.L.C examination undertaken by Karnataka Secondary Education Examination Board. He has been associated with our Company as a promoter and a director since October 11, 2007. Prior to the incorporation of our Company, he was associated with Stanley Seating, which was engaged in the business of manufacturing car seat leather upholstery.
2.	Shubha Sunil	Individual	She has cleared the bachelor's of science examination held by Bangalore University, Karnataka. She holds a certificate of completion of the INSEAD leadership programme for senior executives from INSEAD. She has been associated with our Company as a promoter and director since October 11, 2007. Prior to the incorporation of our Company, she was associated with Stanley Seating, which was engaged in the business of manufacturing car seat leather upholstery.

For details in respect of our Promoter, please see the section entitled "Our Promoter and Promoter Group" beginning on page 260 of the RHP.

OUR BUSINESS OVERVIEW AND STRATEGY

Company Overview:

We are a super-premium and luxury furniture brand in India and among the few home-grown super-premium and luxury consumer brands in India operating at scale in terms of manufacturing as well as retail operations. (Source: RedSeer Report) Further, we are the fourth largest player in the home furniture segment in India in terms of revenue in Fiscal 2023. (Source: RedSeer Report) We have the distinction of being among the first few Indian companies to venture into the super-premium and luxury furniture segment and one of the few Indian company present across various price points, i.e., super-premium, luxury and ultra-luxury segment, through our various brands. (Source: RedSeer Report) For further information see "Our Business" on page 193 of the Red Herring Prospectus.

Geographies Served: India

Product/ Service Offering and Industries Served : Ultra-luxury, luxury and premium furniture products and the category of products include seating, automotive and others, beds and mattress, case goods, kitchen and cabinetry, and leather automotive interiors.

Key Performance Indicators ("KPIs") : A list of certain financial data, based on our Restated Consolidated Financial Information is set out below for the indicated period:

(₹ in million, except as otherwise stated)

Particulars	Nine months ended December 31, 2023 [#]	As at/for the Fiscals ended March 31		
		2023	2022	2021
Revenue from Operations ⁽¹⁾	3,133.11	4,189.98	2,922.04	1,957.80
Revenue from Operations Growth (%) ⁽²⁾	..**	43.39	49.25	..*
Profit for the year/period ⁽³⁾	186.97	349.77	232.19	19.23
PAT Growth (%) ⁽⁴⁾	..**	50.64	1,107.60	..*
Trade Receivables days ⁽⁵⁾	18	15	21	..*
Inventory days ⁽⁶⁾	251	214	270	..*
Trade Payable days ⁽⁷⁾	83	81	99	..*
Cash Conversion Cycle ⁽⁸⁾	185	148	192	..*

^{*} Not included as the comparative period figures under Ind-AS for FY 2020 / as on March 31, 2020 are not available. ^{**}Revenue from operations growth and PAT growth for nine months ended December 31, 2023, has not been included as the comparative period financial information has not been included in this Red Herring Prospectus. [#] Not annualized

Notes: 1) Revenue from Operations means Revenue from sale of products, other operating revenue, and contract balances. 2) Revenue growth (year on year) means the annual growth in Revenue from Operations. 3) Profit for the year/period means the profit for the year/period as appearing in the Restated Financial Information. 4) PAT Growth (year on year) means the annual growth in Profit for the year. 5) Trade Receivables Days is calculated as 365/183 divided by (Revenue from operations / average trade receivables). 6) Inventory Days is calculated as 365/183 divided by (cost of goods sold / average inventory). Cost of goods sold is the sum of Cost of materials consumed, Purchases of stock-in-trade and Change in inventories. 7) Trade Payable Days is calculated as 365/183 divided by (total purchase of raw material and stock in trade / average trade payables). 8) Cash Conversion Cycle is sum of Trade Receivable Days and Inventory Days as reduced by Trade Payable Days.

A list of our certain non-GAAP measures, is set out below for the indicated period:

(₹ in million, except as otherwise stated)

Particulars	Nine months ended December 31, 2023 [#]	As at/for the Fiscals ended March 31		
		2023	2022	2021
Gross Profit ⁽¹⁾	1,659.05	2,147.11	1,481.52	982.40
Gross Margin ⁽²⁾ (%)	52.95	51.24	50.70	50.18
EBITDA ⁽³⁾	577.65	827.17	590.08	297.75
EBITDA Growth ⁽⁴⁾ (%)	..**	40.18	98.18	..*
EBITDA Margin ⁽⁵⁾ (%)	18.44	19.74	20.19	15.21
PAT Margin ⁽⁶⁾ (%)	5.97	8.35	7.95	0.98
Return on Equity ⁽⁷⁾ (%)	7.92	16.29	11.81	1.03
Return on Capital Employed ⁽⁸⁾ (%)	8.63	16.63	12.90	5.52

^{*}Not included as the comparative period figures under Ind-AS for FY 2020 / as on March 31, 2020, are not available. ^{**}EBITDA growth for nine months ended December 31, 2023 has not been included as the comparative period financial information has not been included in the Red Herring Prospectus. [#] Not annualized

Notes: 1) Gross Profit is calculated as Revenue from Operations less Cost of Goods Sold. Cost of goods sold is the sum of Cost of materials consumed, Purchases of stock-in-trade and increase/ decrease in inventories. 2) Gross Margin is calculated as Gross Profit divided by Revenue from Operations. 3) EBITDA is calculated as restated profit before tax plus finance costs, depreciation and amortisation expense less other income. 4) EBITDA Growth (year on year) means the annual growth in EBITDA. 5) EBITDA Margin is calculated as EBITDA divided by Revenue from Operations. 6) PAT Margin is calculated as restated profit for the year/period divided by Revenue from Operations. 7) Return on Equity (%) is calculated as restated profit for the year/period divided by average total equity. 8) Return on Capital Employed (%) is calculated as EBIT divided by Capital Employed. EBIT is calculated as restated profit for the year/period plus total tax expense plus finance costs and Capital employed is calculated as the sum of Total Equity, Current Borrowings, Non-Current Borrowings, Non-Current & Current Lease Liabilities and as reduced by Goodwill on consolidation, Intangible assets and Intangible assets under development.

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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” on pages 193 and 349, respectively.

Intellectual Property: Our Company, entered into the Trademark and Copyright Assignment Deed- I with one of our Promoters, Sunil Suresh pursuant to which Sunil Suresh transferred a total of 24 trademarks and copyrights to our Company, all of which are pending registration. Out of these 24 trademarks and copyrights, seven are objected.

Our Company, entered into the Assignment Deeds with one of our Promoters, Sunil Suresh pursuant to which Sunil Suresh transferred (a) a total of 137 trademarks to our Company, of which 51 trademarks are pending for registration and 42 of such 51 trademarks including “Stanley Vegan Leather” are currently objected and opposed to; and (b) 31 copyrights to our Company.

Market Share: Fourth largest player in the home furniture segment in India in terms of revenue in Fiscal 2023. (Source: RedSeer Report)

Manufacturing Facilities: We operate two manufacturing facilities located at Electronic City, Bengaluru, Karnataka and Bommasandra Jigani Link Road, Bengaluru, Karnataka.

Employee Strength: As of March 31, 2021, March 31, 2022 and March 31, 2023, we had 673, 703 and 786, employees, respectively. Further, as of December 31, 2023, we had 778 employees For further information, see “Our Business – Human Resources” on page 226 of the Red Herring Prospectus.

BOARD OF DIRECTORS

S. No.	Name and designation	Experience and educational qualification	Other directorships
1	Sunil Suresh Managing Director	He has passed S.S.L.C examination undertaken by Karnataka Secondary Education Examination Board. He has been associated with our Company as a promoter and a director since October 11, 2007. Prior to the incorporation of our Company, he was associated with Stanley Seating, which was engaged in the business of manufacturing car seat leather upholstery.	<ul style="list-style-type: none"> • ABS Seating Private Limited; • Sana Lifestyles Limited; • Sheck Home Interiors Limited; • Shrasta Decor Private Limited; • Stanley OEM Sofas Limited; • Stanley Retail Limited; and • Staras Seating Private Limited.
2.	Shubha Sunil Whole Time Director	She has cleared the bachelor’s of science examination held by Bangalore University, Karnataka. She holds a certificate of completion of the INSEAD leadership programme for senior executives from INSEAD. She has been associated with our Company as a promoter and director since October 11, 2007. Prior to the incorporation of our Company, she was associated with Stanley Seating, which was engaged in the business of manufacturing car seat leather upholstery.	<ul style="list-style-type: none"> • ABS Seating Private Limited; • Sana Lifestyles Limited; • Sheck Home Interiors Limited; • Shrasta Decor Private Limited; • Stanley OEM Sofas Limited; • Stanley Retail Limited; and • Staras Seating Private Limited.
3.	Vishal Verma Non-Executive Nominee Director ⁽¹⁾	He holds a master’s degree in business administration from Indian Institute of Foreign Trade, New Delhi. He has over 18 years of experience including 15 years on the buy side in private equity funds. He currently works as an Investment Director with Oman India Joint Investment Fund Management Company Private Limited and has been with the fund since December 3, 2012. Prior to his current organisation, he worked with ICICI Bank Limited.	<ul style="list-style-type: none"> • Stanley Retail Limited
4.	Girish Shrikrishna Nadkarni Independent Director	He holds a bachelor’s degree in commerce from the University of Mumbai and has cleared the examination held by the Institute of Cost Accountant of India (erstwhile the Institute of Cost and Work Accountants of India). He holds a post graduate diploma in management from the Indian Institute of Management, Ahmedabad. He has over 16 years of experience and has previously worked with IL&FS Investsmart Limited, Avendus Capital Private Limited and Motilal Oswal Investment Advisors Private Limited. He is currently serving as a director on the board of Clair Advisors Private Limited.	<ul style="list-style-type: none"> • Clair Advisors Private Limited • Stanley Retail Limited
5.	Ramanujam Venkat Raghavan Independent Director	He has cleared the bachelor’s of commerce examination held by Bangalore University. He has over 18 years of experience and is currently working with Shahi Exports Private Limited as the chief executive officer and director.	<ul style="list-style-type: none"> • Shahi Exports Private Limited
6.	Anusha Shetty Independent Director	She holds a post graduate diploma in management from T. A. Pai Management Institute, Manipal. She has over 17 years of experience and is currently working with Grey Group India as chairperson and group chief executive officer.	<ul style="list-style-type: none"> • Autumn Advertising Private Limited; • The Advertising Standards Council of India; • Batey India Private Limited; • G2 Communications Private Limited; • Grey Worldwide (India) Private Limited; • G2 Rams India Private Limited; and • Trikaya Communications Private Limited

⁽¹⁾ Nominee of Oman India Joint Investment Fund II.

For further details in relation to our Board of Directors, see “Our Management” on page 245 of the RHP.

OBJECTS OF THE OFFER

The Offer comprises the Fresh Issue of up to [●] Equity Shares aggregating up to ₹ 2,000.00 million by our Company and the Offer for Sale of up to 9,133,454 Equity Shares aggregating up to ₹ [●] million by the Selling Shareholders. For details, see “*The Offer*” beginning on page 72.

Offer for Sale

The Selling Shareholders will be entitled to their respective portion of the proceeds of the Offer for Sale after deducting their respective proportion of Offer related expenses and relevant taxes thereon. Our Company will not receive any proceeds from the Offer for Sale and the proceeds received from the Offer for Sale will not form part of the Net Proceeds.

Net Proceeds

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

(₹ in million)

Particulars	Estimated amount
Gross Proceeds of the Fresh Issue	2,000.00
(Less) Offer related expenses in relation to the Fresh Issue ⁽¹⁾⁽²⁾	[●]
Net Proceeds⁽¹⁾	[●]

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

⁽²⁾ For details see “– Offer expenses” on page 126.

The Net Proceeds are proposed to be utilised and deployed in accordance with the estimated schedule of implementation and deployment of Net Proceeds as specified below:

(₹ in million)

Sr. No.	Particulars	Amount to be funded from the Net Proceeds ⁽¹⁾	Estimated deployment of the Net Proceeds in Fiscal 2025	Estimated deployment of the Net Proceeds in Fiscal 2026	Estimated deployment of the Net Proceeds in Fiscal 2027
1.	Investment in certain Subsidiaries for:				
a.	opening of New Stores by such Subsidiaries	901.27	428.59	177.43	295.25
b.	opening the Anchor Stores by such Subsidiaries	399.90	-	251.40	148.50
c.	renovation of the Existing Stores by such Subsidiaries	100.40	30.92	25.21	44.27
2.	Funding the capital expenditure requirements for purchase of new machinery and equipment by our Company and our Material Subsidiary, Stanley OEM Sofas Limited	66.59	66.59	-	-
3.	General corporate purposes ⁽¹⁾	[●]	[●]	[●]	[●]
	Total	[●]	[●]	[●]	[●]

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

Means of finance:

The fund requirements for the Objects are proposed to be entirely funded from the Net Proceeds and in case of a shortfall in the Net Proceeds or any increase in the actual utilisation of funds earmarked for the Objects, our Company shall utilise its internal accruals and hence, no amount is proposed to be raised through any other means of finance. Accordingly, we confirm that there is no requirement to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue and existing identifiable accruals, as prescribed under Regulation 7(1)(e) of the SEBI ICDR Regulations and Paragraph 9(C)(1) of Part A of Schedule VI of the SEBI ICDR Regulations.

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: ICRA 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	34,755,280	67.35
Public	16,841,888	32.65
Total	51,597,168	100.00

Number/Amount of equity shares proposed to be sold by Selling Shareholders: Up to 9,133,454 Equity Shares aggregating up to ₹[●] million.

SUMMARY OF RESTATED FINANCIAL INFORMATION

(in ₹ million, except as otherwise stated)

Particulars	As at and for the nine months period ended December 31, 2023	As at and for the Financial Year ended March 31, 2023	As at and for the Financial Year ended March 31, 2022	As at and for the Financial Year ended March 31, 2021
Revenue from operations	3,133.11	4,189.98	2,922.04	1,957.80
Restated Profit for the year	186.97	349.77	232.19	19.23
Restated Profit before tax	247.26	464.00	319.36	62.20
Equity share capital	103.19	73.71	73.71	73.71
Other equity	2,268.92	2,091.31	1,923.84	1,755.61
Total equity attributable to equity holder	2,372.11	2,165.02	1,997.55	1,829.32
Basic per Equity Share with a nominal value of ₹2 (in ₹)	3.83*	6.37	4.14	0.20
Diluted earnings per Equity Share with a nominal value of ₹2 each (in ₹)	3.83*	6.37	4.14	0.20
Return on Net Worth (%)	8.34*	15.18	10.69	0.56
Net asset value per Equity Share (in ₹)	45.97	41.96	38.71	35.45

*Not annualised

For further details, see “Restated Financial Information” beginning on page 266 and “Summary of Restated Financial Information” beginning on page 341 of the RHP.

INTERNAL RISK FACTORS

Below mentioned risks are the top 5 risk factors as per the RHP, For further details, see on page 27 of the RHP.

1. We do not own the brand name “Stanley” which is registered in the name of one of our Promoters, Sunil Suresh. While we have entered into the Assignment Deeds with Sunil Suresh, however, the trademarks are yet to be registered in our name. Further, one of our Promoters, Sunil Suresh has entered into a co-existence agreement with Stanley Furniture Company, Inc to limit and restrict the use of the term “Stanley” as a trademark in a composite manner in respect of products. In the event that the intellectual property rights to be assigned to us pursuant to the Assignment Deeds are not registered in our name in a timely manner or any breach or termination of the co-existence agreement occurs, it may adversely affect our business and financial condition.
2. Our business is highly dependent on the sale of sofas and recliners. Variations in demand and changes in consumer preference for our sofa and recliner products could have an adverse effect on our business, results of operations and financial condition.
3. Our Company does not have any listed industry peers in India or abroad and it may be difficult to benchmark and evaluate our financial performance against other operators who operate in the same industry as us.
4. We generated a substantial portion of our sales from our stores located in southern regions of India and any adverse developments affecting our operations in these regions could have an adverse impact on our revenue and results of operations.
5. Any delay, interruption, or reduction in the supply of key raw materials such as leather and wood required to manufacture our products may adversely affect our business, results of operations, cash flows and financial condition.

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 Litigation and Material Developments” on page 381 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 or regulatory proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material civil litigations	Aggregate amount involved (₹ in million)*
Company						
By our Company	Nil	Nil	Nil	Nil	Nil	NA
Against our Company	Nil	6	4	Nil	1	36.71
Directors[#]						
By the Directors	Nil	Nil	Nil	Nil	Nil	NA
Against the Directors	Nil	18	Nil	Nil	Nil	31.47
Promoters						
By the Promoters	Nil	Nil	Nil	Nil	Nil	NA
Against the Promoters	Nil	13	Nil	Nil	Nil	30.79
Subsidiaries						
By the Subsidiaries	Nil	Nil	Nil	Nil	Nil	NA
Against the Subsidiaries	Nil	4	11	Nil	1	6.19

[#] Includes Promoters.

* To the extent quantifiable.

B. Brief details of top 5 material outstanding litigation / legal proceedings initiated against our Company and amount involved:

S. No.	Particulars	Litigation filed by	Current Status	Amount Involved
1.	A suit has been filed in the Small Causes Court of Bombay (“Court”) against our Company for non-payment of compensation and license fees, hoarding and other display and maintenance charges amounting to ₹ 26.33 million (excluding interest) for the space allocated to our Company for display and sales of its products (“Premise”) in Atria Mall, Mumbai, Maharashtra as per the leave and license agreement dated May 30, 2009 executed between the petitioner and our Company. Subsequently, our Company had submitted a written statement dated December 17, 2012, to the Court, making a counter claim against the petitioner for loss suffered due to the poor maintenance in Atria Mall, Mumbai, Maharashtra which caused hindrance in completion of the interior designing work started by our Company on the Premise. On account of loss in the business suffered by our Company, a counter claim of ₹ 46.56 million was made on December 17, 2012 against the petitioner. The matter is still pending.	M/s Alif Enterprises and Others	Pending	₹ 46.56 million
2.	For assessment year 2009-10, the Company filed a revised income tax return, declaring a total income of ₹ 45.62 million with a balance tax liability of ₹ 16.73 million as well as value for fringe benefits of ₹ 1.32 million with a balance tax liability of ₹ 0.49 million. The Company paid the balance tax liability including applicable interest. However, the income tax portal continues to reflect outstanding demands of ₹ 15.71 million and ₹ 0.58 million to be paid by the Company, for the assessment year 2009-10. Further, the Company has received an issue letter dated January 27, 2023, from the Office of the Deputy Commissioner of Income Tax Central Circle-1(1) at Bangalore, Income Tax Department, Government of India demanding payments towards demands outstanding for various assessment years from 2008 to 2016 including outstanding demands of ₹ 2.71 million and ₹ 0.58 million for the assessment year 2009-10. The Company has on March 30, 2023 replied to the issue letter denying the claims of outstanding demand along with certain documents to demonstrate that all the tax liabilities for the assessment year 2009-10 had been discharged by the Company and has requested for a rectification of records. The matter is currently pending for rectification of records before the concerned tax authorities.	Deputy Commissioner of Income Tax Central Circle-1(1) at Bangalore, Income Tax Department, Government of India	Matter is still pending	₹ 2.71 million and ₹ 0.58 million
3.	Our Company has received a bond enforcement order dated January 31, 2024 (“Order”) from the Assistant Commissioner of Customs demanding a payment of import duty aggregating to an amount of ₹3.80 million (“Duty”) under Section 142 of the Customs Act, 1962. The Order alleged our Company has executed bond in contravention to its EPCG license undertaking to pay the duty foregone along with interest in an event of failure to complete the export obligation and further alleged that our Company failed to complete their corresponding export obligation and were therefore liable to pay the Duty. Subsequently, our Company received a notice dated October 18, 2023, from the Commissioner demanding payment of the Duty. Our Company applied for an extension of their EPCG license before the Policy Relaxation Committee and obtained recommendation to grant extension. Subsequently, our Company filed an application with the Directorate General of Foreign Trade to obtain the extension. The matter is currently pending.	Assistant Commissioner of Customs	Matter is still pending	₹ 3.80 million

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 381 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, regulations or rules issued by the Government of India and 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, disclosure and undertaking made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended or rules made or guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements and disclosures made in the Red Herring Prospectus are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

Each of the Selling Shareholders, hereby confirm that all statements, disclosures and undertakings specifically made or confirmed by me in the Red Herring Prospectus in relation to me, as one of the Selling Shareholder and my 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 or undertakings made or confirmed by or relating to the Company or any other Selling Shareholder(s) or any other person(s) in the Red Herring Prospectus.

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

BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID REVISION FORM

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

INSTRUCTIONS FOR FILLING UP THE REVISION FORM

- Name of Sole Bidder / First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The Bid means an "indication to make an offer" and not "an offer".
- Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid option, please write "NO CHANGE". In case you want to cancel the Bid option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Bid Price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your bank has notified an SCSB Branch in the city where the Bid cum Application Form is being submitted.
- Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut-off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹0.20 million if the Bidder wants to continue to Bid at Cut-off Price), with the SCSBs / Members of the Syndicate / Registered Brokers / RTA / CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹0.20 million, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP or the Preliminary Offering Memorandum, as applicable. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut-off Price. In case of a downward revision in the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the sole bidder/ first bidder is required to sign the Bid cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c are liable to be rejected.
 - QIBs cannot use UPI Mechanism to apply. Non-Institutional Investors Bidding for an amount exceeding ₹0.50 million cannot use UPI Mechanism to apply as per NPCI vide circular reference no. NPCI/UI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
 - For Retail Individual Bidders (RIBs) and Non-Institutional Bidders with Application size up to ₹ 500,000 ("UPI Bidders") bidding through the UPI Mechanism.**
 - Please ensure that your bank is offering UPI facility for Public Offers.
 - Please mention UPI ID clearly in CAPITAL LETTERS only.
 - Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of the SEBI (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=40>) and (<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=43>) respectively, as updated from time to time.
 - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
 - UPI ID cannot exceed 45 characters.
 - Please ensure that you are using your UPI ID only and not the UPI ID of any third party.
 - UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 427 of the RHP.
- Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of the Syndicate/ SCSBs/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgement Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.
- Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with the CBDT notification dated February 13, 2020 and press release dated June 25, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated September 17, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023.

OFFER STRUCTURE

Particulars	QIBs ⁽ⁱ⁾	Non-Institutional Bidders	Retail Individual Bidders
Number of Equity Shares available for Allotment/ allocation ⁽ⁱⁱ⁾	Not more than [●] Equity Shares	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and RIBs	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Bidders
Percentage of Offer Size available for Allotment/ allocation	Not more than 50% of the Offer shall be Allotted to QIBs. However, up to 5% of the Net QIB Portion (excluding Anchor Investor Portion) will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining Net QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be available for allocation to QIBs in the remaining Net QIB Portion.	Not less than 15% of the Offer or the Offer less allocation to QIB Bidders and RIBs will be available for allocation subject to the following: Further, one-third of the Non-Institutional Portion will be made available for allocation to Bidders with a Bid size of more than ₹0.20 million and up to ₹1.00 million and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with a Bid size of more than ₹1.00 million and under-subscription in either of these two subcategories of the Non-Institutional Portion may be allocated to Bidders in the other subcategory of the Non-Institutional Portion in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price	Not less than 35% of the Offer or Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation
Basis of Allotment/ allocation if respective category is oversubscribed	Proportionate as follows (excluding the Anchor Investor Portion): a) [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and b) [●] Equity Shares shall be allotted on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Up to 60% of the QIB Portion Equity Shares may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to domestic Mutual Funds only, subject to valid Bid received from domestic Mutual Funds at or above the Anchor Investor Allocation Price	The Equity Shares available for allocation to Bidders in the Non-Institutional Portion shall be subject to the following: (a) One-third of the Non-Institutional Portion shall be available for allocation to Bidders with an application size more than ₹0.20 million up to ₹1.00 million; and (b) Two-thirds of the Non-Institutional Portion shall be available for allocation to Bidders with an application size of more than ₹1.00 million. Provided that the unsubscribed portion in either of these two sub-categories of Non-Institutional Portion may be allocated to the Bidders in the other sub-category of Non-Institutional Portion in accordance with SEBI ICDR Regulations. The allotment to each Non-Institutional Bidder shall not be less than the Minimum NIB Bid Size, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, shall be allotted on a proportionate basis, in accordance with SEBI ICDR Regulations	Allotment to each Retail Individual Bidder shall not be less than the minimum Bid lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details see, "Offer Procedure" on page 427.
Minimum Bid	Such number of Equity Shares and in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹ 0.20 million	Such number of Equity Shares and in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹ 0.20 million	[●] Equity Shares.
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer (excluding the Anchor Investor Portion), subject to applicable limits, applicable to each Bidder	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Offer, (excluding the QIB Portion), subject to applicable limits, applicable to each Bidder	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹ 0.20 million
Who can apply ⁽ⁱⁱⁱ⁾	Public financial institutions as specified in Section 2(72) of the Companies Act, scheduled commercial banks, Mutual Funds, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, FVCIs registered with SEBI, multilateral and bilateral development financial institutions, state industrial development corporation, insurance companies registered with IRDAI, provident funds (subject to applicable law) with minimum corpus of ₹250 million, pension funds with minimum corpus of ₹250 million, registered with the Pension Fund Regulatory and Development Authority established under subsection (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013, National Investment Fund set up by the GoI through resolution F. No.2/3/2005-DDII dated November 23, 2005, the insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs in accordance with applicable laws.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of the karta), companies, corporate bodies, scientific institutions societies and trusts, and FPIs who are individuals, corporate bodies and family offices and registered with SEBI	Resident Indian individuals, Eligible NRIs and HUFs (in the name of Karta)
Mode of Bidding	Only through ASBA process except for Anchor Investors (excluding the UPI Mechanism)	Through ASBA process only (including the UPI Mechanism for an application size of up to ₹0.50 million)	Through ASBA process only (including the UPI Mechanism)
Mode of Allotment	Compulsorily in dematerialized form		
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		
Allotment Lot	A minimum of [●] Equity Shares and thereafter in multiples of one Equity Share.		
Trading Lot	One Equity Share		
Terms of Payment	In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids ^(iv) In case of all other Bidders: Full Bid Amount shall be blocked in the bank account of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank(s) through the UPI Mechanism (for RIBs or individual investors bidding under the Non – Institutional Portion for an amount of more than ₹ 0.20 million and up to ₹ 0.50 million, using the UPI Mechanism), that is specified in the ASBA Form at the time of submission of the ASBA Form		

⁽ⁱ⁾ Assuming full subscription in the Offer.

⁽ⁱⁱ⁾ Our Company, the Promoter Selling Shareholders and the Investor Selling Shareholder, in consultation with the Book Running Lead Managers may allocate up to 60% of the QIB Category to Anchor Investors at the Anchor Investor Offer Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹ 100 million, (ii) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹ 100 million but up to ₹ 2,500 million under the Anchor Investor Portion, subject to a minimum Allotment of ₹ 50 million per Anchor Investor; and (iii) in case of allocation above ₹ 2,500 million under the Anchor Investor Portion, a minimum of five such investors and a maximum of 15 Anchor Investors for allocation up to ₹ 2,500 million, and an additional 10 Anchor Investors for every additional ₹ 2,500 million or part thereof will be permitted, subject to minimum allotment of ₹ 50 million per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹ 100 million. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds, subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors, which price shall be determined by our Company, the Promoter Selling Shareholders and the Investor Selling Shareholder, in consultation with the Book Running Lead Managers.

⁽ⁱⁱⁱ⁾ Subject to valid Bids being received at or above the Offer Price. This is an Offer in terms of Rule 19(2)(b) of the SCRR and Regulation 6(1) of the SEBI ICDR Regulations.

^(iv) In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The relevant Bidders should ensure that the depository account is also held in the same joint names and are in the same sequence in which they appear in the Bid cum Application Form. The signature of only such first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Our Company and the Selling Shareholders reserve the right to reject, in its absolute discretion, all or any multiple Bids, except as otherwise permitted, in any or all categories. The Bidders will be required to confirm and will be deemed to have represented to our Company, each of the Selling Shareholders, the Book Running Lead Managers, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.

^(v) Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Offer Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN.

COMMON BID
REVISION FORM

STANLEY LIFESTYLES LIMITED - INITIAL PUBLIC OFFER - NR

Registered and Corporate Office: SY No. 16/2 and 16/3 Part, Hosur Road, Veerasandra Village, Attibele Hobli, Anekal Taluk,
Bengaluru 560 100, Karnataka, India. Telephone: + 91-80 6895 7200; Contact person: Akash Shetty, Company Secretary and Compliance Officer
E-mail: investors@stanleylifestyles.com; Website: www.stanleylifestyles.com; Corporate Identity Number: U19116KA2007PLC044090

FOR NON-RESIDENTS, INCLUDING ELIGIBLE NRIs,
FPIs, FVCIs AND REGISTERED MULTI LATERAL AND
BILATERAL DEVELOPMENT FINANCIAL INSTITUTIONS
ETC. APPLYING ON A REPATRIATION BASIS

To,
The Board of Directors
STANLEY LIFESTYLES LIMITED

100% BOOK BUILT OFFER
ISIN: INE01A001028
LEI: 3358001Q1LIAIG7EHE51

Bid cum
Application
Form No.

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

1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER
Mr. /Ms./M/s.
Address
Email
Tel. No. (with STD code) / Mobile
2. PAN OF SOLE / FIRST BIDDER
3. BIDDER'S DEPOSITORY ACCOUNT DETAILS <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY BID

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

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

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

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

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

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

TEAR HERE

STANLEY LIFESTYLES
LIMITED
BID REVISION FORM -
INITIAL PUBLIC OFFER - NR

Acknowledgement Slip for
Members of the Syndicate / Sub-Syndicate
Members / Registered Broker / SCSB /
CDP / RTA / AGENTS

Bid cum
Application
Form No.

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

TEAR HERE

STANLEY LIFESTYLES LIMITED - BID REVISION FORM - INITIAL PUBLIC OFFER - NR		Option 1	Option 2	Option 3	Stamp & Signature of Members of the Syndicate / Sub-Syndicate Members / Registered Broker / SCSB / CDP / RTA / Agent	Name of Sole / First Bidder
	No. of Equity Shares					
	Bid Price (₹)					
	Additional Amount Blocked (₹ in figures)					
ASBA Bank A/c No. /UPI ID						
Bank Name & Branch						
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.						

Acknowledgement Slip for Bidder

Bid cum
Application
Form No.