

- ...continued from previous page.
7. We may not meet the selection criteria set for high value contracts by the Government. In Fiscal 2023 and in the three months ended June 30, 2023, we have not been awarded any contracts or tenders.

8. We will not receive any proceeds from the Offer for Sale. The Selling Shareholders will receive the net proceeds from the Offer for Sale.

9. The Offer Price, market capitalization to total revenue multiple and price to earnings ratio based on the Offer Price of our Company, may not be indicative of the market price of the Equity Shares on listing.

Particulars	Ratio vis-à-vis Floor price (i.e. ₹ 752)	Ratio vis-à-vis Cap price (i.e. ₹ 792)
	(In multiples, unless otherwise specified)	
Price to Earnings Ratio based on Diluted EPS for year ended March 31, 2023	28.40	29.91
Price to Revenue from Operations	4.10	4.32
Market Capitalization to Revenue from Operations	4.10	4.32
Price to Earnings Ratio of Nifty 50 index as on October 27, 2023	20.63	

10. Weighted Average Return on Net Worth for Fiscal 2023, 2022 and 2021 is 14.64%
11. The weighted average cost of acquisition for all Equity Shares acquired in one year, 18 months and three years preceding the date of the Red Herring Prospectus is set forth below:

Period	Weighted average cost of acquisition per Equity Share (in ₹)*	Cap Price is 'x' times the weighted average cost of acquisition*	Range of acquisition price per Equity Share (Lowest price –Highest price) (in ₹)*
Last one year preceding the date of the RHP	Nil	Nil	Nil
Last 18 months preceding the date of the RHP	Nil	Nil	Nil

Period	Weighted average cost of acquisition per Equity Share (in ₹)*	Cap Price is 'x' times the weighted average cost of acquisition*	Range of acquisition price per Equity Share (Lowest price –Highest price) (in ₹)*
Last three years preceding the date of the RHP	Nil	Nil	Nil

- *The above includes Equity Shares transacted by Selling Shareholders & shareholders with special rights
12. Weighted average cost of acquisition, floor price and cap price

Past Transactions	Weighted average cost of acquisition (in ₹)	Floor Price in ₹ 752	Cap Price in ₹ 792
WACA of Primary Issuances	NA*	NA	NA
WACA of Secondary Issuances	NA*	NA	NA

- Notes:
- *As there are no transactions to be reported under primary and secondary issuances, computation of weighted average price is not required here
13. Average cost of acquisition of Equity Shares held by the Selling Shareholders ranges from ₹ 10.00 to ₹ 950.10 per Equity Share and Offer Price at upper end of the Price Band is ₹ 792 per Equity Share.
14. The four BRLMs associated with the Offer have handled 74 Public Issues in the past three financial years, out of which 26 Issues closed below the offer price on listing date.

Name of the BRLMs	Total Public Issues	Issues closed below IPO Price on listing date
ICICI Securities Limited*	20	5
Equirus Capital Private Limited*	6	1
IIFL Securities Limited*	19	6
Nomura Financial Advisory and Securities (India) Private Limited*	3	1
Common issues handled by the BRLMs	26	13
Total	74	26

*Issues handled where there were no common BRLMs

BID/OFFER PROGRAMME

ANCHOR INVESTOR BIDDING DATE : FRIDAY, NOVEMBER 3, 2023*

BID/OFFER OPENS ON : MONDAY, NOVEMBER 6, 2023

BID/OFFER CLOSES ON : WEDNESDAY, NOVEMBER 8, 2023^

*Our Company and the Selling Shareholders may, in consultation with the Book Running Lead Managers, consider participation by Anchor Investors in accordance with the SEBI/ICDR Regulations.

^UPI mandate end time and date shall be 5:00 p.m. on the Bid/Offer Closing Date.

BASIS FOR OFFER PRICE

The Offer Price will be determined by our Company and the Selling Shareholders, in consultation with the Book Running Lead Managers, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and on the basis of quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Offer Price is [x] times the face value at the lower end of the Price Band and [y] times the face value at the higher end of the Price Band. Bidders should read "Our Business", "Risk Factors", "Restated Consolidated Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on pages 135, 24, 195 and 267, respectively, of the RHP to have an informed view before making an investment decision.

Qualitative Factors : We believe that some of the qualitative factors which form the basis for computing the Offer Price are as follows:

Qualitative Factor	Explanation
Pioneer and market leader in universal, citizen centric and population scale e-governance solutions	We have demonstrable experience in implementing and managing population scale critical solutions, and since inception and as of June 30, 2023, we have developed and implemented 19 projects across seven ministries across India. We continue to be a market leader in provision of e-governance services such as management of the TIN, PAN processing, NPS and Atal Pension Yojana (Source: CRISIL Report).
Secure, scalable and advanced technology infrastructure	We have developed scalable platforms by adopting a differentiated technology-centric approach focusing on increasing security and risk mitigation to help drive growth. Our platforms require limited capital expenditure to scale when we add new offerings or when volumes increase allowing us to offer seamless and efficient services to users. We deploy techniques like multi-tasking, multi-threading, caching and use advanced automation tools, monitoring tools, backup methodologies and relational database management system. We have also adopted secure protocols that include multi-zone and three-tier architecture, 128-bit encryption, dual firewalls for core and perimeter and an intrusion prevention system.
Large physical infrastructure with pan-India network and scale resulting in inclusion	We have developed a pan-India service delivery network across India for various public and other services provided by us. Our service network has grown over the years and grew from 33,041 centres, as of March 31, 2021 to 53,948 centres, as of March 31, 2022, 74,435 centres as of March 31, 2023 and further to 79,374 centres, as of June 30, 2023. We believe that this large physical infrastructure assists in completing the digital journey of individuals who have limited or no access to technology infrastructure and helps us achieve certain of our sustainable development goals through greater inclusivity.
Diversified, granular and annuity based service offerings	Our diversified service offerings are spread across sectors such as tax administration, pension record keeping solutions, national identity and identity authentication solutions, education and skill financing solutions. A significant portion of our revenue generated from our offerings are based on per-transaction basis leading to substantial granularity and consequent stability in revenues.
Track record of healthy financial performance	We have established a track-record of strong and consistent financial performance. Our profit for the year/period was ₹ 921.87 million, ₹ 1,439.37 million, ₹ 1,070.42 million, ₹ 212.71 million and ₹ 322.11 million in Fiscal 2021, 2022 and 2023 and in the three months ended June 30, 2022 and June 30, 2023, respectively. Our operations have been funded entirely by internal accruals since Fiscal 1998 and we are a debt-free company. Our business model has been profitable since Fiscal 1999 and have consistently declared and paid dividend since Fiscal 2001.
Experienced senior management team backed by strong corporate governance standards and supported by marquee investors	Our experienced senior management team has been instrumental in the growth of our operations over the years with many of them being associated with our Company for over two decades. Their collective industry experience has enabled us to anticipate and capitalize on changing market trends, manage and grow our operations and leverage and deepen client relationships.

For further details, see "Our Business – Strengths" beginning on page 138 of the RHP.

Quantitative Factors: Certain information presented below relating to our Company is derived from the Restated Consolidated Financial Information. For details, see "Restated Consolidated Financial Information" beginning on page 195 of the RHP.

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

A. Basic and Diluted Earnings Per Share ("EPS"), as adjusted for changes in capital:
As derived from the Restated Consolidated Financial Information:

Fiscal	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
March 31, 2023	26.50	26.48	3
March 31, 2022	35.78	35.75	2
March 31, 2021	23.02	23.00	1
Weighted Average	29.01	28.99	-
For three months period ended June 30, 2023*	7.97	7.96	-
For three months period ended June 30, 2022*	5.27	5.26	-

*Not annualized

B. Price/Earning ("P/E") ratio in relation to Price Band of ₹752 to ₹ 792 per Equity Share:

Particulars	P/E at the lower end of Price Band (no. of times)	P/E at the higher end of Price Band (no. of times)
Based on Basic EPS for Financial Year ended March 31, 2023	28.38	29.89
Based on Diluted EPS for Financial Year ended March 31, 2023	28.40	29.91

C. Industry Peer Group P/E ratio
Not applicable as there are no listed companies in India that engage in a business similar to that of our Company.

D. Return on Net Worth ("RoNW")
As derived from the Restated Consolidated Financial Information of our Company:

Fiscal	RoNW %	Weight
March 31, 2023	12.49	3
March 31, 2022	18.27	2
March 31, 2021	13.81	1
Weighted Average	14.64	-
For three months period ended June 30, 2023*	2.40	-
For three months period ended June 30, 2022*	3.97	-

*Not annualized

As the Offer consists only of an offer for sale by the Selling Shareholders, there will be no change in the Net Worth post completion of the Offer.

E. Net Asset Value per Equity Share of face value of ₹ 10 each

Net Asset Value per Equity Share	(₹)
As on March 31, 2023	212.00
As on June 30, 2023	219.71
After the Offer	At floor price: 219.71 At cap price: 219.71
Offer Price*	[•]

*To be populated in the Prospectus

As the Offer consists only of an offer for sale by the Selling Shareholders, there will be no change in the NAV post completion of the Offer.

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