**REXPRO ENTERPRISES LIMITED**
**(Formerly known as REXPRO ENTERPRISES PRIVATE LIMITED)**
**CIN: U36912MH2012PLC227967**

Our Company was originally incorporated as "**REXPRO ENTERPRISES PRIVATE LIMITED**" on March 12, 2012, vide certification of incorporation bearing Corporate Identity No. U36912MH2012PTC227967 under the provision of Companies Act, 1956 issued by the Registrar of Companies, Mumbai, Maharashtra. Subsequently, the Company was converted into Public Limited Company vide a fresh certificate of incorporation issued by Registrar of Companies, Mumbai, Maharastra consequent upon conversion from Private Limited to Public Company dated August 9, 2024, to its present name of "**REXPRO ENTERPRISES LIMITED**" with the Corporate Identification Number U36912MH2012PLC227967. For further details, please refer to section titled *"Our History and Certain Corporate Matters"* beginning on page 178 of this Prospectus.

**Registered Office:** Building No 2, WING A & B, Survey No -36, Hissa No 13, Waliv Village, Dhumal Nagar Valiv, Thane, Vasai, Maharashtra, India, 401208.
**Contact Person:** Khushboo Nilesh Rawat, Company Secretary and Compliance Officer;
**Contact Number:** +91 84848 32162; **E-mail:** cs@rexpro.co;
**Website:** www.rexpro.co

**THE PROMOTER OF OUR COMPANY ARE MINESH ANILBHAI CHOVATIA, PREMAL NIRANJAN SHAH, RAGESH DEEPAK BHATIA AND RAVISHANKAR SRIRAMAMURTHI MALLA**

**INITIAL PUBLIC ISSUE OF UP TO 37,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF REXPRO ENTERPRISES LIMITED FOR CASH AT A PRICE OF ₹ 145 PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 135 PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ 5,365.00 LAKHS COMPRISING OF FRESH OFFER OF UP TO 32,50,000 EQUITY SHARES AGGREGATING TO ₹ 4,712.50 LAKHS ("FRESH OFFER") AND AN OFFER FOR SALE OF UP TO 1,12,500 EQUITY SHARES EACH BY MINESH ANILBHAI CHOVATIA, PREMAL NIRANJAN SHAH, RAGESH DEEPAK BHATIA AND RAVISHANKAR SRIRAMAMURTHI MALLA I.E 4,50,000 EQUITY SHARES ("SELLING SHAREHOLDERS") AGGREGATING TO ₹ 652.50 LAKHS ("OFFER FOR SALE")("THE OFFER") AND UP TO 1,86,000 EQUITY SHARES AGGREGATING TO ₹ 269.70 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE OFFER LESS THE MARKET MAKER RESERVATION PORTION I.E. OFFER OF UP TO 35,14,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN OFFER PRICE OF ₹ 145 PER EQUITY SHARE AGGREGATING TO ₹ 5,095.30 LAKHS ("NET OFFER"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 33.02% AND 31.36% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

## GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES

This General Information Document ("GID") highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013, Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon the notification of the Companies Act, 2013), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Applicants shall not construe the contents of this General Information Document as legal advice and shall consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For taking an investment decision, the Applicants shall rely on their own examination of the Issuer and the Issue and shall carefully read the Prospectus before Investing in the Issue. Disclaimer: The General Information Document is provided by SEBI under SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 afterwards SEBI through its circular SEBI/HO/CFD/TPD1/CIR/P2023/140 dated August 09, 2023 proposed the reduced timelines for listing of shares in Public Issue from existing T+6 days to T+3 days.

The new frame work under the T+3 days listing will be as follows:

| Sequence of Activities | Listing within T+3 days (T is Issue Closing Date) |
|---|---|
| **Application Submission by Investors** | Electronic Applications (Online ASBA through 3-in-1 accounts) – **Upto 5 pm on T day**.<br>Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – **Upto 4 pm on T day**.<br>Electronic Applications (Syndicate Non-Retail, Non- Individual Applications) – **Upto 3 pm on T day**. |
| | Physical Applications (Bank ASBA) – **Upto 1 pm on T day**.<br>Physical Applications (Syndicate Non-Retail, Non- Individual Applications of QIBs and NIIs) – **Upto 12 pm on T day** and Syndicate members shall transfer such applications to banks **before 1 pm on T day**. |
| **Bid Modification** | From Issue opening date up to **5 pm on T day** |
| **Validation of bid details with depositories** | From Issue opening date up to **5 pm on T day** |
| **Reconciliation of UPI mandate transactions** (Based on the guidelines issued by NPCI from time to time):<br>Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPs** – Issuer Banks;<br>Reporting formats of bid information, UPI analysis report and compliance timelines. | On Daily basis<br>Merchant Bankers to submit to SEBI, sought. as and when |
| **UPI Mandate acceptance time** | **T day – 5 pm** |
| **Issue Closure** | **T day – 4 pm** for QIB and NII categories<br>**T day – 5 pm** for Retail and other reserved categories |
| **Third party check on UPIapplications** | On daily basis and to be completed before **9:30 AM on T+1 day**. |
| **Third party check on Non-** | On daily basis and to be completed before **1 pm on T+1** |
| **UPI applications.** | day. |
| **Submission of final certificates:**<br>**-For UPI from Sponsor Bank**<br>**-For Bank ASBA, from all SCSBs**<br>**-For syndicate ASBA** | UPI ASBA – Before 09:30 pm on T day.<br>All SCSBs for Direct ASBA – Before 07:30 pm on T daySyndicate ASBA - Before 07:30 pm on T day |
| **Finalization of rejections and completion of basis** | Before 6 pm on T+1 day. |
| **Approval of basis by Stock Exchange** | Before 9 pm on T+1 day. |
| **Issuance of fund transfer instructions in separate files for debit and unblock.**<br>**For Bank ASBA and Online ASBA – To all SCSBs**<br>**For UPI ASBA – To Sponsor Bank** | Initiation not later than 09:30 am on T+2 day; Completion before 2 pm on T+2 day for fund transfer; Completion before 4 pm on T+2 day for unblocking. |
| **Corporate action execution for credit of shares** | Initiation before 2 pm on T+2 day<br>Completion before 6 pm on T+2 day |
| **Filing of listing application with Stock Exchanges and issuance of trading notice** | Before 7:30 pm on T+2 day |
| **Publish allotment advertisement** | On website of Issuer, Merchant Banker and RTI - before 9 pm on T+2 day.<br>In newspapers – On T+3 day but not later than T+4 day |

| | |
|---|---|
| **Trading starts** | T+3 day |
| **Application Submission by Investors** | Electronic Applications (Online ASBA through 3-in-1 accounts) – **Upto 5 pm on T day**. |
| | Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – **Upto 4 pm on T day**.<br>Electronic Applications (Syndicate Non-Retail, Non-Individual Applications) – **Upto 3 pm on T day**. |
| | Physical Applications (Bank ASBA) – **Upto 1 pm on T day**.<br>Physical Applications (Syndicate Non-Retail, Non- Individual Applications of QIBs and NIIs) – **Upto 12 pm on T day** and Syndicate members shall transfer such applications to banks **before 1 pm on T day**. |
| **Bid Modification** | From Issue opening date up to **5 pm on T day** |
| **Validation of bid details with depositories** | From Issue opening date up to **5 pm on T day** |
| **Reconciliation of UPI mandate transactions** (Based on the guidelines issued by NPCI from time to time):<br><br>Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPs** – Issuer Banks;<br><br>Reporting formats of bid information, UPI analysis report and compliance timelines. | On Daily basis<br><br>Merchant Bankers to submit to SEBI, as and when sought. |
| **UPI Mandate acceptance time** | **T day – 5 pm** |
| **Issue Closure** | **T day – 4 pm** for QIB and NII categories<br>**T day – 5 pm** for Retail and other reserved categories |
| **Third party check on UPIapplications** | On daily basis and to be completed before **9:30 AM on T+1 day**. |
| **Third party check on non-UPI applications.** | On daily basis and to be completed before **1 pm on T+1** day. |
| **Submission of final certificates:**<br>**-For UPI from Sponsor Bank**<br>**-For Bank ASBA, from all SCSBs**<br>**-For syndicate ASBA** | UPI ASBA – Before 09:30 pm on T day.<br>All SCSBs for Direct ASBA – Before 07:30 pm on T day<br>Syndicate ASBA - Before 07:30 pm on T day |
| **Finalization of rejections and completion of basis** | Before 6 pm on T+1 day. |
| **Approval of basis by Stock Exchange** | Before 9 pm on T+1 day. |
| **Issuance of fund transfer instructions in separate files for debit and unblock.**<br>**For Bank ASBA and Online ASBA – To all SCSBs**<br>**For UPI ASBA – To Sponsor Bank** | Initiation not later than 09:30 am on T+2 day; Completion before 2 pm on T+2day for fund transfer; Completion before 4 pm on T+2 day for unblocking. |
| **Corporate action execution for credit of shares** | Initiation before 2 pm on T+2 day<br><br>Completion before 6 pm on T+2 day |
| **Filing of listing application with Stock Exchanges and issuance of trading notice** | Before 7:30 pm on T+2 day |
| **Publish allotment advertisement** | On website of Issuer, Merchant Banker and RTI - before 9 pm on T+2 day.In newspapers – On T+3 day but not later than T+4 day |
| **Trading starts** | T+3 day |

***PSPs/TPAPs = Payment Service Providers/Third Party Application Provider*

SEBI through its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 and circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, has introduced an alternate payment mechanism using Unified Payments Interface (UPI) and consequent reduction in timelines for listing in a phased manner. From January 1, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("UPI Phase I"). The UPI Phase I was effective till June 30, 2019. With effect from July 1, 2019, with respect to Application by retail individual investorsthrough Designated Intermediaries (other than SCSBs), the existing process of physical movement of forms from such Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism for such Bids with existing timeline of T+6 days will continue for a period of three months or launch of five main board public issues, whichever is later ("UPI Phase II"). SEBI has vide its circular SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019extended the timeline for implementation of Phase II till March 31, 2020. On March 30, 2020 wide circular number SEBI/HO/CFD/DIL2/CIR/P/2 SEBI has further extended UPI Phase II timeline till further notice.

Subsequently, the final reduced timeline will be made effective using the UPI Mechanism for applications by retail individual investors ("UPI Phase III"), as may be prescribed by SEBI. Accordingly, the issue will be made under UPI Phase II, unless UPIPhase III becomes effective and applicable on or prior to the Bid / Offer Opening Date. The processing fees for applications made by Retail Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: 4 SEBI/ HO/CFD/DIL2/P/CIR/2021/570 dated June 02, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/ P/2021/2480/1/M dated March 16, 2021 and as amendedpursuant to SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/2022/75 dated May 30, 2022 and any subsequent circulars or notifications issued by SEBI in this regard. The final reduced timeline of T+3 days for the UPI Mechanism for applications by UPI Bidders ("UPI Phase III"), and modalities of the implementation of UPI Phase III maybe notified and made effective subsequently as may be prescribed by SEBI. SEBI, vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 (the "T+3 Circular"), has made reduced timeline of T+3 days effective on a voluntary basis for all public issues opening on or after September 1, 2023 and on amandatory basis for all public issues opening on or after December 1, 2023. for more details, please refer the page no. 1 of this General Information Document.

**Merchant Banker shall be the nodal entity for any issues arising out of public issuance process.**

***In terms of regulation 23(5) and regulation 271 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018,*****the timelines and processes mentioned in SEBI Circular. No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 shall continue to form part of the agreements being signed between the intermediaries involved in the public issuance process and lead managers shall continue to coordinate with intermediaries involved in the said process. For delayed unblock applications, investor must be compensated at a uniform rate of Rs. 100/- per day for the entire duration of delay since „T+4". Merchant banker will fix the liability on the intermediary responsible for the delay in unblocking.**

**Important Note:** This General Information Document relates to the Public Issue of 37,00,000 Equity Shares of ₹ 10/- each fully paid Rexpro Enterprises Limited ("Issuer" or the "Company") for an aggregate amount of **₹ 5,365.00 Lakhs** comprising of fresh offer of up to 32,50,000 equity shares aggregating to ₹ 4,712.50 lakhs ("Fresh Offer") and an offer for sale of up to 1,12,500 equity shares each by Minesh Anilbhai Chovatia, Premal Niranjan Shah, Ragesh Deepak Bhatia and Ravishankar Sriramamurthi Malla i.e 4,50,000 equity shares ("selling shareholders") aggregating to ₹ 652.50 lakhs ("Offer For Sale")("The Offer") in Terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 (As amended from time to time), under the Fixed Price Mode and are proposed to be listed on the SME Platform of NSE Limited i.e., NSE- EMERGE. Accordingly, the Investors are advised to refer to theparticulars of this GID in context of Fixed Price Issue being made under Chapter IX of the SEBI (ICDR) Regulations, 2018.

# TABLE OF CONTENTS


| SECTION | CONTENTS | PAGE NO. |
|---|---|---|
| SECTION 1 | PURPOSE OF THE GENERAL INFORMATION DOCUMENT | 8 |
| SECTION 2 | BRIEF INTRODUCTION TO IPOs ON SME EXCHANGE | 9 |
| SECTION 3 | CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN OFFER | 12 |
| SECTION 4 | APPLYING IN THE OFFER | 13 |
| SECTION 5 | OFFER PROCEDURE IN BOOK BUILT OFFER | 34 |
| SECTION 6 | OFFER PROCEDURE IN FIXED PRICE OFFER | 35 |
| SECTION 7 | ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT | 37 |
| SECTION 8 | INTEREST AND REFUNDS | 38 |
| SECTION 9 | GLOSSARY AND ABBREVIATIONS | 40 |

# General Information Document for Investing in Public Offers

**This general information document relates to the initial public offer/offer of initial public issue of up to 37,00,000 equity shares of face value of ₹ 10/- each of Rexpro Enterprises Limited ("The Company", "Our Company", "Issuer Company" or "Issuer") for cash at a price of ₹ 145 per equity share (including a premium of ₹ 135 per equity share) ("Offer Price") aggregating up to ₹ 5,365.00 lakhs comprising of fresh offer of up to 32,50,000 equity shares aggregating to ₹ 4,712.50 lakhs ("fresh offer") and an offer for sale of up to 1,12,500 equity shares each by Minesh Anilbhai Chovatia, Premal Niranjan Shah, Ragesh Deepak Bhatia and Ravishankar Sriramamurthi Malla i.e 4,50,000 equity shares ("Selling Shareholders") aggregating to ₹ 652.50 lakhs ("Offer For Sale")("The Offer") of "Rexpro Enterprises Limited" for cash. Accordingly, the investors are advised to refer to the particulars of this GID in the context of the Fixed Price Offer being made under chapter ix of the SEBI (ICDR) Regulations, 2018 (as amended from time to time).**

*This General Information Document highlights certain key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013 the Securities Contracts (Regulation) Act, 1956 ("SCRA"), the Securities Contracts (Regulation) Rules, 1957 ("SCRR"), the Securities and Exchange Board of India(Offer of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"). Bidders/Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Offer. For taking an investment decision, the Bidders/Applicants should rely on their own examination of the Issuer and the Offer, and should carefully read the Draft Prospectus/Prospectus before investing in the Offer.*

*SEBI vide the UPI Circulars, has introduced an alternate payment mechanism using Unified Payments Interface ("UPI") and consequent reduction in timelines for listing in a phased manner. From January 1, 2019, the UPI mechanisms for RIIs applying through Designated Intermediaries have been made effective along with the existing process and existing timeline of T+6 days ("UPI Phase I"). The same was applicable until June 30, 2019.*

*With effect from July 1, 2019, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, read with circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 with respect to Applications by RIIs through Designated Intermediaries (other than SCSBs), the existing process of physical movement of forms from such Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism for such Applications with existing timeline of T+6 days will continue for a period of three months or launch of five main board public issues, whichever is later ("UPI Phase II"). Further pursuant to SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 extended the timeline for implementation of UPI Phase II till further notice. However, given the prevailing uncertainty due to the COVID-19 pandemic, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 the final reduced timeline of T+3 days be made effective using the UPI Mechanism for applications by RIIs ("UPI Phase III"), as may be prescribed by the SEBI. Pursuant to SEBI circular SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, the final reduced timeline of T+3 days using the UPI Mechanism for applications by UPI Applicants has been made voluntary for public issues opening on or after September 1, 2023, and mandatory for public issues opening on or after December 1, 2023 ("T+3 Circular"). The Offer will be undertaken pursuant to the processes and procedures under UPI Phase III, subject to any circulars, clarification or notification issued by SEBI from time to time. Further, SEBI vide its 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/HO/CFD/DIL2/CIR/P/2022/51 dated April 20,2022 and SEBI circular no SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, has introduced certain additional measures for streamlining the process of initial public offers and redressing investor grievances. This circular shall come into force for initial public offers opening on/or after May 01, 2021, except as amended pursuant to SEBI circular SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, and the provisions of this circular, are deemed to form part of the Prospectus. Furthermore, pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all individual applicants in initial public offerings (opening on or after May 1, 2022) whose application sizes are up to ₹ 500,000 shall use the UPI Mechanism. If the Offer is made under UPI Phase III, the same will be advertised in all editions of the English national daily newspaper, all editions of the Hindi national daily newspaper, regional edition of the regional daily newspaper on or prior to the Offer Opening Date and such advertisement shall also be made available to the Stock Exchange for the purpose of uploading on their website. Subsequently, pursuant to SEBI circular no SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, applications made using the ASBA facility in initial public offerings (opening on or after September 1, 2022) shall be processed only after application monies are blocked in the bank accounts of investors (all categories).*

***Merchant Banker shall be the nodal entity for any issues arising out of public issuance process***.

In terms of regulation 23(5) and regulation 271 of SEBI (Offer of Capital and Disclosure Requirements)Regulations, 2018, the timelines and processes mentioned in SEBI Circular. No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 shall continue to form part of theagreements being signed between the intermediaries involved in the public issuance process and lead managers shall continue to coordinate with intermediaries involved in the said process. In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding Two (2) Working Days from the Offer Closing Date, the Applicant shall be compensated at a uniform rate of ₹100 per day for the entire duration of delay exceeding Two (2) Working Days from the Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The LM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

***As per SEBI circular no SEBI/HO/CFD/DIL2/CIR/P/2022/75 dated May 30, 2022, all ASBA applications in Public Offers shall be processed only after the application money is blocked in the investor's bank accounts. The provisions of the circular shall be for all issues opening from September 01, 2022 onwards.***

## SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT (GID)

This document is applicable to the public issues undertaken through the Fixed Price Offers. The purpose of the "General Information Document for Investing in Public Offers" is to provide general guidance to potential Bidders/Applicants in IPOs, and on the processes and procedures governing IPOs, undertaken in accordance with the provisions of the Securities and Exchange Board of India (Offer of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations, 2018") as amended.

Bidders/Applicants should note that investment in equity and equity related securities involves risk and Bidder/Applicant should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/or for subscribing to securities in an Offer and the relevant information about the Issuer undertaking the Offer are set out in the Prospectus filed by the Issuer with the Registrar ofCompanies ("RoC"). Bidders/Applicants should carefully read the entire Prospectus, the Application Form and the Abridged Prospectus of the Issuer in which they are proposing to invest through the Offer. In case of any difference in interpretation or conflict and/or overlap between the disclosure included in this document and the Prospectus, the disclosures in the Prospectus shall prevail. The Prospectus of the Issuer is available on the websites of stock exchanges (https://www.nseindia.com/) on the website(s) of the LM(s) to the Offer (https://www.horizonmanagement.in/), on the website of the issuer company (https://www.rexpro.co/) and on the website of Securities and Exchange Boardof India ("SEBI") at www.sebi.gov.in.

**For the definitions of capitalized terms and abbreviations used herein Bidders/Applicants may refer to the section "Glossary and Abbreviations".**

## SECTION 2: BRIEF INTRODUCTION TO IPOs/FPOs

### 2.1 Initial public offer (IPO)

An IPO means an offer of specified securities by an unlisted Issuer to the public for subscription and may include an Offer for Sale of specified securities to the public by any existing holder of such securities inan unlisted Issuer.

For undertaking an IPO under Chapter IX of the SEBI (ICDR) Regulations, 2018, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of Regulations 228, 229 and 230 of the SEBI (ICDR) Regulations, 2018. For details of compliance with the eligibility requirements by the Issuer, Applicants may refer to the Prospectus.

The present Issue being made under Regulation 229(1) of the SEBI (ICDR) Regulations, 2018.

### 2.2 Further public offer (FPO)

An FPO means an offer of specified securities by a listed Issuer to the public for subscription and may include Offer for Sale of specified securities to the public by any existing holder of such securities in a listed Issuer.

### 2.3 Other Eligibility Requirements:

An Issuer proposing to undertake an IPO or an FPO is required to comply with various other requirementsas specified in the SEBI ICDR Regulations, the SEBI LODR Regulations, the Companies Act, 2013 (tothe extent notified and in effect), the SCRR, industry-specific regulations, if any, and other applicable laws for the time being in force.

For details in relation to the above Bidders/Applicants may refer to Prospectus.

### 2.4 Types of Public Offers – Fixed Price Offers and Book Built Offers

In accordance with the provisions of the SEBI ICDR Regulations, an Issuer can either determine the Offer Price through the Book Building Process ("**Book Built Offer**") or undertake a Fixed Price Offer ("**Fixed Price Offer**").

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The Issuer shall announce the Price or the Floor Price or the Price Band through advertisement in all newspapers in whichthe pre-offer advertisement was given at least two Working Days before the Bid/Offer Opening Date, incase of an IPO and at least one Working Day before the Bid/Offer Opening Date, in case of an FPO anddetermine the Offer Price at a later date before registering the Prospectus with the Registrar of Companies.

The Floor Price or the Offer price cannot be lesser than the face value of the securities. Bidders/Applicants should refer to the Prospectus or Offer advertisements to check whether the Offer isa Book Built Offer or a Fixed Price Offer.

***The present issue is 100% Fixed Price Issue.***

### 2.5 Issue Period

The Issue may be kept open for a minimum of three Working Days (for all category of Applicants) and not more than ten Working Days. Applicants are advised to refer to the Application Form and Abridged Prospectus or Prospectus for details of the Issue Period. Details of Issue Period are also available on the website of Stock Exchange.

## 2.6 Migration To Main Board

SME Issuer may migrate to the Main Board of Stock Exchange from the SME Exchange at a later date subject to the following;

If the Paid-up Capital of the company is more than ₹ 10 crores and up to ₹ 25 crores, we may migrate equity shares to the main board of the stock exchanges if shareholders approve such a migration by passing a special resolution through postal ballot to this effect and if Company fulfils the eligibility criteria for listing laid down by the Main Board.

Provided that the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

OR

Where the post-issue face value capital of the Company listed on a SME exchange is likely to increase beyond twenty five crore rupees by virtue of any further issue of capital by the Company by way of rights issue, preferential issue, bonus issue, etc. the Company shall migrate its specified securities listed on a SME exchange to the Main Board and seek listing of the specified securities proposed to be issued on the Main Board subject to the fulfilment of the eligibility criteria for listing of specified securities laid down by the Main Board:

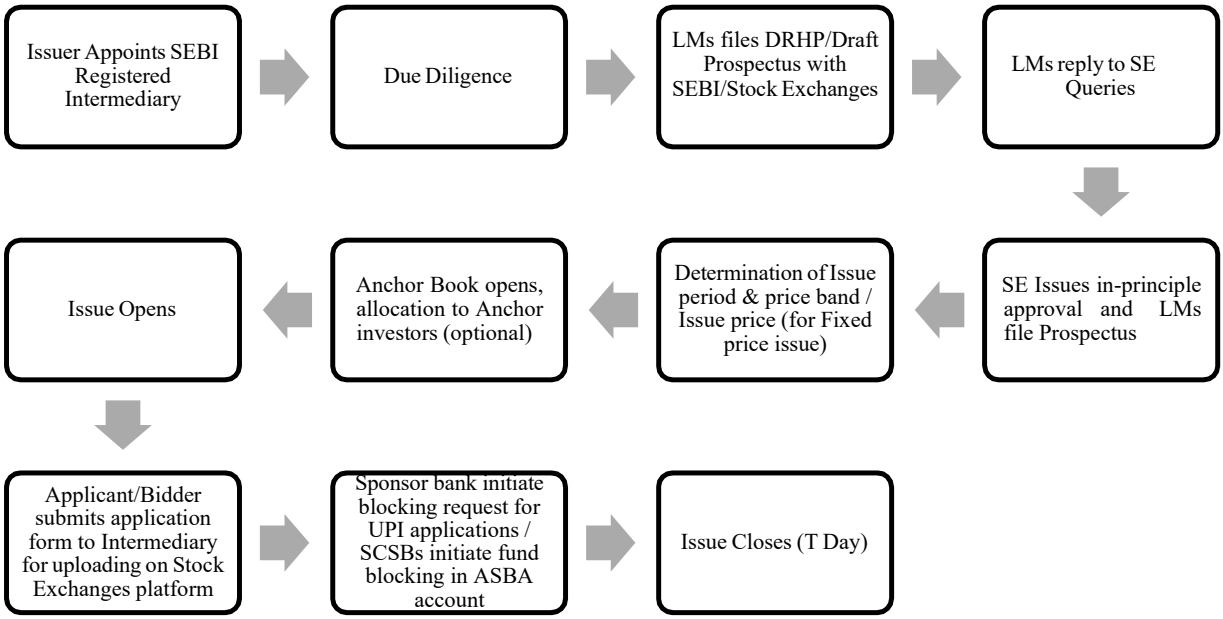
Provided that no further issue of capital by the Company shall be made unless;

a) The shareholders of the Company have approved the migration by passing a special resolution through postal ballot wherein the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal;

b) The Company has obtained an in-principle approval from the Main Board for listing of its entire specified securities on it.

## 2.7 FLOWCHART OF TIMELINES

A flow chart of process flow in Fixed Price Issues is as follows. Bidders/Applicants may note that this is not applicable forFast Track FPOs:



| Day | Particulars |
|---|---|
| T | **Application submission by Investors**<br>Electronic Applications:<br>Online ASBA through 3-in-1 accounts – Upto 5 pm<br>Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBAetc – Upto 4 pm<br>Syndicate Non-Retail, Non-Individual Applications – Upto 3 pm<br><br>**Physical Applications:**<br>Bank ASBA – Upto 1 pm<br>Syndicate Non-Retail, Non-Individual Applications of QIBs and NIIs – Upto 12 pm and Syndicate members shall transfer<br>such applications to banks before 1 pm<br><br>**Bid Modification:** From Issue opening date up to 5 pm<br>Validation of bid details with depositories: From Issue opening date up to 5 pmUPI Mandate acceptance time: 5 pm<br>Issue Closure: 4 pm for QIB and NII categories and 5 pm for Retail and other reserved categories<br><br>**Submission of final certificates:**<br>UPI ASBA – Before 09:30 pm<br>All SCSBs for Direct ASBA – Before 07:30 pmSyndicate ASBA - Before 07:30 pm |
| T+1 | **Third party check on UPI applications:** On daily basis and to be completed before 9:30 am **Third party check on Non-UPI applications:** On daily basis and to be completed before 1 pm**Finalization of rejections and completion of basis:** Before 6 pm<br>**Approval of basis by Stock Exchange:** Before 9 pm |
| T+2 | **Issuance of fund transfer instructions in separate files for debit and unblock:**<br>Initiation not later than 09:30 am;Completion before 2 pm for fund transfer;<br><br>Completion before 4 pm for unblocking.<br><br>**Corporate action execution for credit of shares: Initiation before 2 pm and Completion before 6 pm**<br>**Filing of listing application with Stock Exchanges and issuance of trading notice: Before 7:30 pm**<br><br>**Publish allotment advertisement:**<br>**On website of Issuer, Merchant Banker and RTI - before 9 pm In newspapers – On T+3 day but not later than T+4 day** |
| T+3 | **Trading commences** |

## SECTION 3: CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN OFFER

***Each Bidder/Applicant should check whether it is eligible to apply under applicable law***. Furthermore, certain categories of Bidders/Applicants, such as NRIs, FPIs and FVCIs may not be allowed to Bid/Apply in the Offer or to hold Equity Shares, in excess of certain limits or in specific sectors as specified under applicable law. Bidders/Applicants are requested to refer to the Prospectus for more details.

Subject to the above, an illustrative list of Bidders/Applicants is as follows:

- Indian nationals' resident in India who are not incompetent to contract under the Indian Contract Act, 1872, as amended, in single or as a joint application and minors having valid Demat account as per Demographic Details provided by the Depositories. Furthermore, based on the information provided by the Depositories, our Company shall have the right to accept the Applications belonging to an account for the benefit of minor (under guardianship);
- Hindu Undivided Families or HUFs, in the individual name of the Karta. The Applicant should specify that the application is being made in the name of the HUF in the Application Form as follows: ―Name of Sole or First applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;
- Companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
- Mutual Funds registered with SEBI;
- Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Offer;
- Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);
- FIIs and sub-accounts of FIIs registered with SEBI, other than a sub-account which is a foreign corporate or a foreign individual under the QIB Portion;
- Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
- Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the non-Institutional investor's category;
- Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;
- Foreign Venture Capital Investors registered with the SEBI;
- Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;
- Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
- Insurance Companies registered with Insurance Regulatory and Development Authority, India;
- Provident Funds with minimum corpus of Rs. 2500 Lakhs and who are authorized under their constitution to hold and invest in equity shares;
- Pension Funds with minimum corpus of Rs. 2500 Lakhs and who are authorized under their constitution to hold and invest in equity shares;
- National Investment Fund set up by Resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;
- Insurance funds set up and managed by army, navy or air force of the Union of India;
- Multilateral and bilateral development financial institution;
- Eligible QFIs;
- Insurance funds set up and managed by the Department of Posts, India;
- Any other person eligible to apply in this Offer, under the laws, rules, regulations, guidelines and policies applicable to them.

- Applications not to be made by:

a) Minors (except through their Guardians)
b) Partnership firms or their nominations
c) Foreign Nationals (except NRIs)
d) Overseas Corporate Bodies

## SECTION 4: APPLYING IN THE OFFER

Fixed Price Offer: Applicants should only use the specified Bid cum Application Form/ Application Form bearing thestamp of the Designated Intermediary as available or downloaded from the websites of the Stock Exchanges. Application Forms will also be available with the Designated Branches of the SCSBs and at the registered office of the Issuer. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus.

Bidders/Applicants should ensure that they apply in the appropriate category. The prescribed color of the Bid cum Application Form/ Application Form for various categories of Bidders/Applicants is as follows:

| Category | Color of the Bid cum Application Form* |
|---|---|
| Resident Indian, Eligible NRIs applying on a non -repatriation basis | White |
| NRIs, FVCIs, FIIs, their Sub-Accounts (other than Sub-Accounts which are foreign corporate(s) or foreign individuals bidding under the QIB), FPIs on a repatriation basis | Blue |
| Anchor Investor (Where Applicable) | NA |
| Other Reserve Category | NA |

*Excluding Electronic Application Form.

Securities issued in an IPO can only be in dematerialized form in accordance with Section 29 of the Companies Act, 2013. Bidders/Applicants will not have the option of getting the Allotment of specified securities in physical form.

### 4.1 INSTRUCTIONS FOR FILING APPLICATION FORM/APPLICATION FORM (FIXED PRICE OFFER)

Bidders/Applicants may note that Bid cum Application Form/ Application Form not filled completely or correctly as per instructions provided in this GID, the Prospectus and the Bid cum Application Form/Application Form are liable to be rejected.

Instructions to fill each field of the Bid cum Application Form/ Application Form can be found on the reverse side of the Bid cum Application Form/ Application Form. The samples of the Bid cum Application Form/ Application Form for resident Bidders/Applicant and the Bid cum Application Form/ Application Form for non-resident Bidders/Applicants are reproduced below:

ISSUE PROGRAMME : ISSUE OPENS ON: [●] ISSUE CLOSES ON: [●]

COMMON APPLICATION FORM

# XYZ LIMITED - INITIAL PUBLIC ISSUE - R

Registered Office: Abcd Efgh Ijklm Nopqrst Uvwxys Abcd Efgh Ijklm Nopqrst Uvwxys.
Corporate Office: Abcd Efgh Ijklm Nopqrst Uvwxys. CIN: ABCD1234ABDC123ABCDE;
Tel: +91 1234567890; E-mail: abceefghi@abce.com; Website: www.abcedfeghijkl.com

FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS

LOGO

To,
The Board of Directors
XYZ LIMITED

FIXED PRICE SME ISSUE
ISIN - INE1234567890

Application Form No.

Date: _____

| BROKER'S / SCSB / DP / RTA STAMP & CODE | SUB-BROKER'S / SUB-AGENT'S STAMP & CODE |
|---|---|
| | |
| **SCSB / BANK BRANCH STAMP & CODE** | **SCSB / BANK BRANCH SERIAL NO.** |
| | |

**1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT**

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

**2. PAN OF SOLE/FIRST APPLICANT**

**3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS** ☐ NSDL ☐ CDSL

**For NSDL enter 8 Digit DP ID followed by 8 Digit Client ID / For CDSL enter 16 Digit Client ID.**

**4. APPLICATION DETAILS**

No. of Equity Shares of ₹ [●]/- each applied at the Issue Price i.e. at ₹ [●]/- per share [1]

(In Figures) (In Words)

ALLOTMENT WILL BE IN DEMAT MODE ONLY [2]

[1] Please note that applications must be made in minimum of [●] shares and further multiples of [●] shares accordingly.
[2] Please note that the equity shares on allotment will be alloted only in the dematerialized mode on the SME Platform of BSE.

**5. CATEGORY**

☐ Retail Individual
☐ Non-Institutional
☐ QIB

**6. INVESTOR STATUS**

| | |
|---|---|
| ☐ Individual(s) | - IND |
| ☐ Non-Resident Indians (Non-Repatriation Basis) | - NRI |
| ☐ Hindu Undivided Family* | - HUF |
| ☐ Bodies Corporate | - CO |
| ☐ Banks & Financial Institutions | - FI |
| ☐ Mutual Funds | - MF |
| ☐ National Investment Funds | - NIF |
| ☐ Insurance Funds | - IF |
| ☐ Insurance Companies | - IC |
| ☐ Venture Capital Funds | - VCF |
| ☐ Alternative Investment Funds | - AIF |
| ☐ Others (Please Specify) | - OTH |

*HUF Should apply only through Karta (Application by HUF would be treated on par with individual)

**7. PAYMENT DETAILS** **PAYMENT OPTION : Full Payment**

Amount Blocked (₹ in Figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

UPI Id
(Maximum 45 characters)

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY), HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN THE PUBLIC ISSUE ("GID") AND HEREBY AGREE AND CONFIRM THE "INVESTOR UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

| 8 A. SIGNATURE OF SOLE / FIRST APPLICANT | 8 B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) | BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Application in Stock Exchange System) |
|---|---|---|
| Date: ....., 2019 | I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue<br>1)<br>2)<br>3) | |

TEAR HERE

LOGO

XYZ LIMITED - INITIAL PUBLIC ISSUE - R

Acknowledgement Slip for Broker/SCSB/ DP/RTA

Application Form No.

DPID / CLID

PAN of Sole/First Applicant

| | | | |
|---|---|---|---|
| Amount Blocked (₹ in figures) | | ASBA Bank & Branch | Stamp & Signature of SCSB Branch |
| ASBA Bank A/c No./UPI Id | | | |
| Received from Mr./Ms. | | | |
| Telephone / Mobile | | Email | |

TEAR HERE

XYZ LIMITED - INITIAL PUBLIC ISSUE - R

| | In Figures | In Words |
|---|---|---|
| No. of Equity Shares | | |
| Amount Blocked (₹) | | |

Stamp & Signature of SCSB/Broker/ DP/RTA

ASBA Bank A/c No. / UPI Id:

Bank & Branch:

Name of Sole / First Applicant

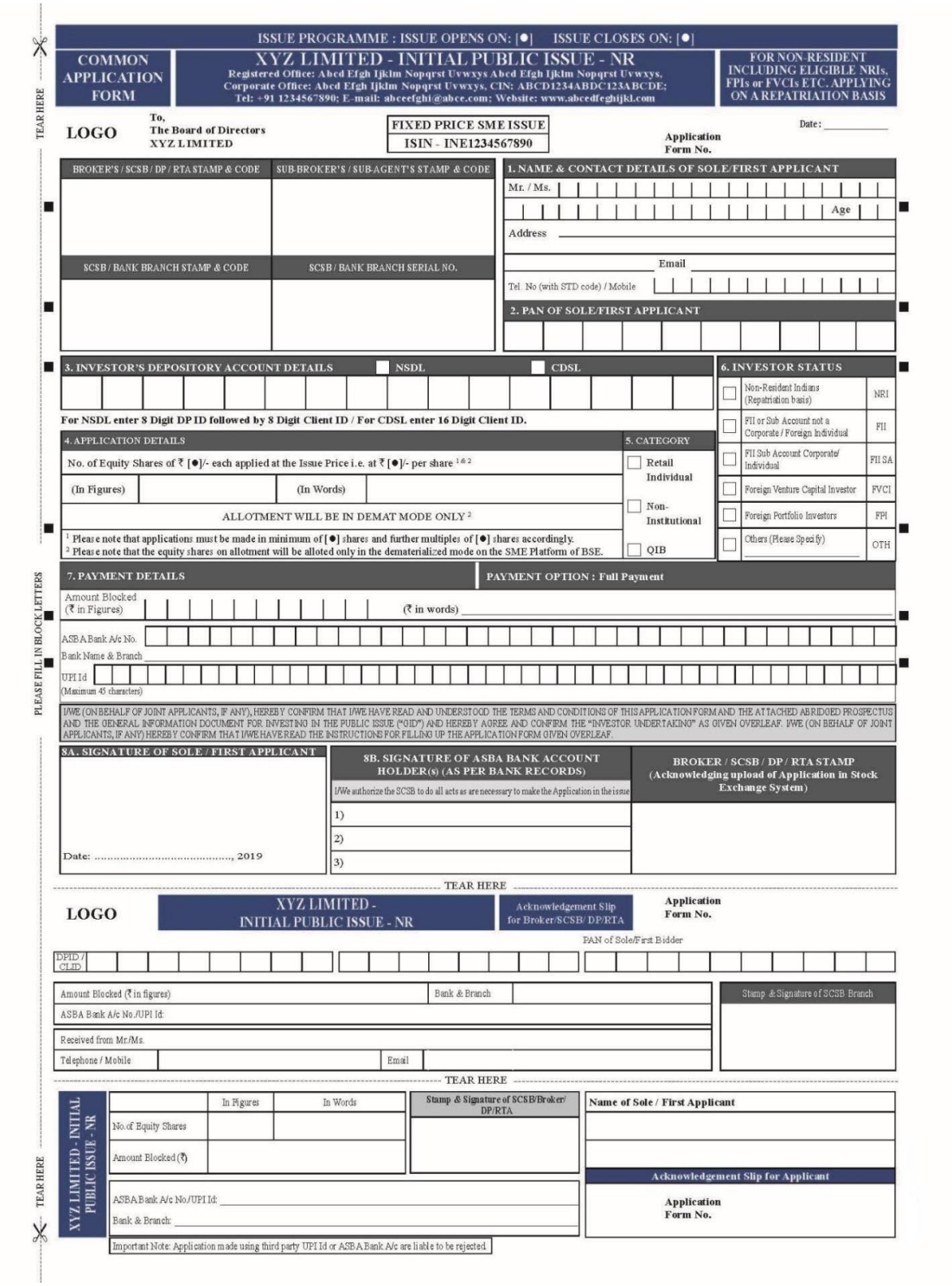
**Acknowledgement Slip for Applicant**

Application Form No.

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

TEAR HERE

PLEASE FILL IN BLOCK LETTERS


ISSUE PROGRAMME : ISSUE OPENS ON: [●] ISSUE CLOSES ON: [●]

COMMON APPLICATION FORM

XYZ LIMITED - INITIAL PUBLIC ISSUE - NR

Registered Office: Abcd Efgh Ijklm Nopqrst Uvwxys Abcd Efgh Ijklm Nopqrst Uvwxys.
Corporate Office: Abcd Efgh Ijklm Nopqrst Uvwxys, CIN: ABCD1234ABDC123ABCDE;
Tel: +91 1234567890; E-mail: abceefghi@abce.com; Website: www.abcedfeghijkl.com

FOR NON-RESIDENT INCLUDING ELIGIBLE NRIs, FPIs or FVCIs ETC. APPLYING ON A REPATRIATION BASIS

TEAR HERE

LOGO

To,
The Board of Directors
XYZ LIMITED

FIXED PRICE SME ISSUE
ISIN - INE1234567890

Application Form No.

Date: _____

BROKER'S / SCSB / DP / RTA STAMP & CODE | SUB-BROKER'S / SUB-AGENT'S STAMP & CODE

SCSB / BANK BRANCH STAMP & CODE | SCSB / BANK BRANCH SERIAL NO.

1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT

Mr. / Ms.

Age

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE/FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

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

4. APPLICATION DETAILS

No. of Equity Shares of ₹ [●]/- each applied at the Issue Price i.e. at ₹ [●]/- per share [1 & 2]

(In Figures) (In Words)

ALLOTMENT WILL BE IN DEMAT MODE ONLY [2]

[1] Please note that applications must be made in minimum of [●] shares and further multiples of [●] shares accordingly.
[2] Please note that the equity shares on allotment will be alloted only in the dematerialized mode on the SME Platform of BSE.

5. CATEGORY

☐ Retail Individual
☐ Non-Institutional
☐ QIB

6. INVESTOR STATUS

| | | |
|---|---|---|
| ☐ | Non-Resident Indians (Repatriation basis) | NRI |
| ☐ | FII or Sub Account not a Corporate / Foreign Individual | FII |
| ☐ | FII Sub Account Corporate/ Individual | FII SA |
| ☐ | Foreign Venture Capital Investor | FVCI |
| ☐ | Foreign Portfolio Investors | FPI |
| ☐ | Others (Please Specify) _____ | OTH |

PLEASE FILL IN BLOCK LETTERS

7. PAYMENT DETAILS | PAYMENT OPTION : Full Payment

Amount Blocked (₹ in Figures) (₹ in words) _____

ASBA Bank A/c No.

Bank Name & Branch _____

UPI Id
(Maximum 45 characters)

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY), HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN THE PUBLIC ISSUE ("GID") AND HEREBY AGREE AND CONFIRM THE "INVESTOR UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

8A. SIGNATURE OF SOLE / FIRST APPLICANT

Date: ....., 2019

8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue

1)
2)
3)

BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Application in Stock Exchange System)

TEAR HERE

LOGO

XYZ LIMITED - INITIAL PUBLIC ISSUE - NR

Acknowledgement Slip for Broker/SCSB/ DP/RTA

Application Form No.

PAN of Sole/First Bidder

DPID / CLID

Amount Blocked (₹ in figures) | Bank & Branch

ASBA Bank A/c No./UPI Id:

Received from Mr./Ms.

Telephone / Mobile | Email

Stamp & Signature of SCSB Branch

TEAR HERE

XYZ LIMITED - INITIAL PUBLIC ISSUE - NR

| | In Figures | In Words |
|---|---|---|
| No.of Equity Shares | | |
| Amount Blocked (₹) | | |

Stamp & Signature of SCSB/Broker/ DP/RTA

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

Application Form No.

ASBA Bank A/c No./UPI Id: _____

Bank & Branch: _____

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

TEAR HERE

Specific instructions for filling various fields of the Resident Bid cum Application Form and Non-Resident Bid cum Application Form and samples are provided below:

### 4.1.1 FIELD NUMBER 1: NAME AND CONTACT DETAILS OF THE SOLE/FIRSTAPPLICANT

(a) Bidders/Applicants should ensure that the name provided in this field is exactly the same as the name inwhich the Depository Account is held.

(b) **Mandatory Fields**: Bidders/Applicants should note that the name and address fields are compulsory and e-mail and/or telephone number/mobile number fields are optional. Bidders/Applicants should notethat the contact details mentioned in the Bid-cum Application Form/Application Form may be used to dispatch communications (including letters notifying the unblocking of the bank accounts of Bidders /Applicants (other than Anchor Investors) in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Bid cum Application Form/ Application Form may be used by the Issuer, Designated Intermediaries andthe Registrar to the Offer only for correspondence(s) related to an Offer and for no other purposes.

(c) **Joint Bids/Applications**: In the case of Joint Bids/Applications, the Bids /Applications should be madein the name of the Bidder/Applicant whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Bidder/Applicant would be required in the Bid cum Application Form/Application Form and such first Bidder/Applicant would be deemed to have signed on behalf of the joint holders. All communications may be addressed to such first Bidder/Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

(d) **Impersonation**: Attention of the Bidders/Applicants is specifically drawn to the provisions of sub- section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

**"** ***Any person who:***

***(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or***

***(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or***

***(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,***

The liability prescribed under Section 447 of the Companies Act, for fraud involving an amount of at least Rs 10 Lakhs or1% of the turnover of the Company, whichever is lower, includes imprisonment for a term which shall not be less than sixmonths extending up to 10 years and fine of an amount not less than the amount involved in the fraud, extending up to three times such amount (provided that where the fraud involves public interest, such term shall not be less than three years.) Further, where the fraud involves an amount less than Rs 10 Lakhs or one per cent of the turnover of the company,whichever is lower, and does not involve public interest, any person guilty of such fraud shall be punishable with imprisonment for a term which may extend to five years or with fine which may extend to Rs 50Lakhs or with both.

(e) **Nomination Facility to Bidder/Applicant:** In accordance with Section 72 (1) & 72 (2) of the Companies Act, 2013, the sole or first applicant, along with other joint applicant, may nominate any one person in whom, in the event of the death of sole applicant or in case of joint applicant, death of all the applicants, as the case may be, the Equity Shares allotted, if any, shall vest. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall in accordance with Section 72 (3) of the Companies Act, 2013, be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in accordance to Section 72 (4) of the Companies Act, 2013, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale of equity share(s) by the person nominating. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at the Registered Office of our Company or to the Registrar and Transfer Agents of our Company.

In accordance with Section 72 of the Companies Act, 2013, any Person who becomes a nominee by virtue of this section shall upon the production of such evidence as may be required by the Board of Directors, elect either:

a) To register himself or herself as the holder of the Equity Shares; or

b) To make such transfer of the Equity Shares, as the deceased holder could have made.

Further, our Board of Directors may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, the Board of Directors may thereafter withhold payment of all dividends, bonuses or other moneys payable in respect of the Equity Shares, until the requirements of the notice have been complied with. Since the Allotment of Equity Shares in the Offer will be made only in dematerialized form, there is no need to make a separate nomination with our Company. Nominations registered with the respective Depository Participant of the applicant would prevail. If the Applicants require changing the nomination, they are requested to inform their respective Depository Participant.

**4.1.2 FIELD NUMBER 2: PAN OF SOLE/FIRST BIDDER/APPLICANT**

(a) PAN (of the sole/ first Bidder/Applicant) provided in the Bid cum Application Form/Application Form should be exactly the same as the PAN of the person(s) in whose name the relevant beneficiary accountis held as per the Depositories‟ records.

(b) PAN is the sole identification number for participants transacting in the securities market irrespective of the amount of transaction except for Bids/Applications on behalf of the Central or State Government, Bids/Applications by officials appointed by the courts and Bids/Applications by Bidders/Applicants residing in Sikkim ("PAN Exempted Bidders/Applicants"). Consequently, all Bidders/Applicants, other than the PAN Exempted Bidders/Applicants, are required to disclose their PAN in the Bid cum Application Form/Application Form, irrespective of the Bid/Application Amount. A Bid cum Application Form/Application Form without PAN, except in case of PAN Exempted Bidders/Applicants, is liable to be rejected. Bids/Applications by the Bidders/Applicants whose PAN isnot available as per the Demographic Details available in their Depository records, are liable to be rejected.

(c) The exemption for the PAN Exempted Bidders/Applicants is subject to (a) the Demographic Details received from the respective Depositories confirming the exemption granted to the beneficial owner by a suitable description in the PAN field and the beneficiary account remaining in "active status"; and (b)in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same.

(d) Application Forms which provide the General Index Register Number instead of PAN may be rejected.

(e) Bids/Applications by Bidders/Applicants whose demat accounts have been „suspended for credit‟ are liable to be rejected pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010. Such accounts are classified as "Inactive demat accounts" and Demographic Details are not provided by depositories.

**4.1.3 FIELD NUMBER 3: BIDDERS/APPLICANTS DEPOSITORY ACCOUNT DETAILS**

(a) Applicants should ensure that DP ID and the Client ID are correctly filled in the Application Form. TheDP ID and Client ID provided in the Application Form should match with the DP ID and Client ID available in the Depository database, otherwise, the Application Form is liable to be rejected.

(b) Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form/Application Form is active.

(c) Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form/Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for any correspondence(s) related to the Offer.

(d) Bidders/Applicants are, advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants‟ sole risk.

**4.1.4 FIELD NUMBER 4: BID OPTIONS (IF APPLICABLE)**

(a) Price or Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) may be disclosed in the Prospectus by the Issuer. The Issuer is required to announce the Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) by way of an advertisement in at least one English, one Hindi and one regional newspaper, with wide circulation at the place where the Issuer‟s registered office is situated, at least two Working Days before Bid/Offer Opening Date in case of an IPO, and at least one Working Day before Bid/Offer Opening Date in case of an FPO.

(b) The Bidders/Applicants may Bid at or above Floor Price or within the Price Band for IPOs /FPOs undertaken through the Book Building Process. In the case of Alternate Book Building Process for an FPO, the Bidders/Applicants may Bid at Floor Price or any price above the Floor Price (For further details Bidders/Applicant may refer to (Section 5.6 (e))

(c) **Cut-Off Price:** Retail Individual Investors or Employees or Retail Individual Shareholders in the Shareholder Reservation Portion (if any) can Bid at the Cut-off Price indicating their agreement to Bid for and purchase the Equity Shares at the Offer Price as determined at the end of the Book Building Process. Bidding at the Cut-off Price is prohibited for QIBs and NIIs and such Bids fromQIBs and NIIs are liable to be rejected.

(d) Minimum Application Value and Bid Lot: The Issuer in consultation with the Lead Managers may decide the minimum number of Equity Shares for each Bid to ensure that the minimum application value is Rs. 1,00,000. The minimum Bid Lot is accordingly determined by an Issuer on the basis of such minimum application value.

(e) **Allotment**: The Allotment of specified securities to each RII shall not be less than the minimum Bid Lot, subject to availability of shares in the Retail Category, and the remaining available shares, if any, shall be Allotted on a proportionate basis. For details of the minimum Bid Lot, Bidders/Applicants mayrefer to the Prospectus or the advertisement regarding the Price Band published by the Issuer.

### 4.1.4.1 MAXIMUM AND MINIMUM BID SIZE/APPLICATION SIZE

***For Retail Individual Investors***

The Application must be for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter, so as to ensure that the Application Price payable by the Applicant does not exceed ₹2,00,000. In case of revision of Applications, the Retail Individual Investors have to ensure that the Application Price does not exceed ₹2,00,000.

***For Other than Retail Individual Investors (Non-Institutional Investors and QIBs)***

The Application must be for a minimum of such number of Equity Shares that the Application Amount exceed ₹2,00,000 and in multiples of 1000 Equity Shares thereafter. An application cannot be submitted for more than the Net Offer Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI ICDR Regulations, a QIB Applicant cannot withdraw its Application after the Offer Closing Date and is required to pay 100% QIB Margin upon submission of Application.

In case of revision in Applications, the Non-Institutional Investors, who are individuals, have to ensure that the Application Amount is greater than ₹2,00,000 for being considered for allocation in the Non-Institutional Portion.

**Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Prospectus.**

**The above information is given for the benefit of the Applicants. The Company and the LM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.**

### 4.1.4.2 MULTIPLE APPLICATION

An Applicant should submit only one Application (and not more than one). Two or more Applications will be deemed to be multiple Applications if the sole or First Applicant is one and the same. In this regard, the procedures which would be followed by the Registrar to the Issue to detect multiple applications are given below:

i. All applications are electronically strung on first name, address (1st line) and applicant's status. Further, these applications are electronically matched for common first name and address and if matched, these are checked manually for age, signature and father/ husband's name to determine if they are multiple applications.

ii. Applications which do not qualify as multiple applications as per above procedure are further checked for common DP ID/ beneficiary ID. In case of applications with common DP ID/ beneficiary ID, are manually checked to eliminate possibility of data entry error to determine if they are multiple applications.

iii. Applications which do not qualify as multiple applications as per above procedure are further checked for common PAN. All such matched applications with common PAN are manually checked to eliminate possibility of data capture error to determine if they are multiple applications.

In case of a mutual fund, a separate Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not be treated as multiple Applications provided that the Applications clearly indicate the scheme concerned for which the Application has been made. In cases where there are more than 20 valid applications having a common address, such shares will be kept in abeyance, post allotment and released on confirmation of know your client norms by the depositories. The Company reserves the right to reject, in its absolute discretion, all or any multiple Applications in any or all categories.

After submitting an ASBA Application either in physical or electronic mode, an ASBA Applicant cannot apply (either in physical or electronic mode) to either the same or another Designated Branch of the SCSB Submission of a second Application in such manner will be deemed a multiple Application and would be rejected. More than one ASBA Applicant may apply for Equity Shares using the same ASBA Account, provided that the SCSBs will not accept a total of more than five Application Forms with respect to any single ASBA Account.

Duplicate copies of Application Forms downloaded and printed from the website of the Stock Exchange bearing the same application number shall be treated as multiple Applications and are liable to be rejected. The Company, in consultation with the Lead Manager reserves the right to reject, in its absolute discretion, all or any multiple Applications in any or all categories. In this regard, the procedure which would be followed by the Registrar to the Offer to detect multiple Applications is given below:

- All Applications will be checked for common PAN. For Applicants other than Mutual Funds and FII subaccounts, Applications bearing the same PAN will be treated as multiple Applications and will be rejected.

- For Applications from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Applications on behalf of the Applicants for whom submission of PAN is not mandatory such as the Central or State Government, an official liquidator or receiver appointed by a court and residents of Sikkim, the Application Forms will be checked for common DP ID and Client ID.

### 4.1.5 FIELD NUMBER 5: CATEGORY OF BIDDERS/APPLICANTS

(a) The categories of Bidders/Applicants identified as per the SEBI ICDR Regulations for the purpose of Application, allocation and allotment in the Offer are RIIs, individual applicants other than RII and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).

(b) An Issuer can make reservation for certain categories of Bidders/Applicants as permitted under the SEBI ICDR Regulations. For details of any reservations made in the Offer, Bidders/Applicants may refer to the Prospectus.

(c) The SEBI ICDR Regulations, specify the allocation or Allotment that may be made to various categories of Bidders/Applicants in an Offer depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Offer specific details in relation to allocation Applicant may refer to the Prospectus.

### 4.1.6 FIELD NUMBER 6: INVESTOR STATUS

(a) Each Applicant should check whether it is eligible to apply under applicable law and ensure that any prospective Allotment to it in the Offer is in compliance with the investment restrictions under applicable law.

(b) Certain categories of Applicants, such as NRIs, FPIs and FVCIs may not be allowed to Apply in the Offer or hold Equity Shares exceeding certain limits specified under applicable law. Applicants are requested to refer to the Prospectus for more details.

(c) Applicants should check whether they are eligible to apply on non-repatriation basis or repatriation basisand should accordingly provide the investor status. Details regarding investor status are different in the Resident Application Form and Non-Resident Application Form.

(d) Applicants should ensure that their investor status is updated in the Depository records.

### 4.1.7 FIELD NUMBER 7: PAYMENT DETAILS

The applicants shall specify the bank account number in their Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the ApplicationForm. The SCSB shall keep the Application Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount. However, Non-Retail Individual Investors shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Application Formor for unsuccessful Application Forms, the Registrar to the Offer shall give instructions to the SCSBs tounblock the application money in the relevant bank account within one day of receipt of such instruction. The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Offer and consequent transfer of the Application Amount to the Public Offer Account, or until withdrawal/ failure of the Offer or until rejection of the Application by the ASBA Applicant, as the case may be.

#### 4.1.7.1. INSTRUCTIONS FOR ANCHOR INVESTORS (IF APPLICABLE):

(a) Anchor Investors shall submit their Bids only with any of the BRLMs to the Offer.

(b) Payments should be made either by direct credit, RTGS, NACH or NEFT.

(c) The Anchor Escrow Bank(s) shall maintain the monies in the Anchor Escrow Account for and on behalfof the Anchor Investors until the Designated Date.

#### 4.1.7.2. Payment instructions for Bidders/Applicants (other than Anchor Investors)

(a) **RIIs bidding/applying through Designated Intermediaries** should note that with the introduction of UPI as a payment mechanism, there are four channels of making applications in public issues available to them in Phase I (i.e. from January 1, 2019 for a period of three months or floating of five main boardpublic issues, whichever is later). The four channels for making applications in public issues available to RIIs bidding/applying through Designated Intermediaries are as follows.

| Category of Investor | Channel I | Channel II | Channel III | Channel IV |
|---|---|---|---|---|
| Retail Individual Investor (RII) | Investor may submit the Application Form with ASBA as the sole mechanism for making payment either physically (at the branch of the SCSB) or online. | Investor may submit the Application Form online using the facility of linked online trading, demat and bank account (3-in-1 type accounts) provided by Registered Brokers. | Not Applicable | RIIs may submit the Application Form with any of the Designated Intermediaries and use his/her UPI ID for the purpose of blocking of funds. |
| Non-Institutional Investor (NII) | For such applications the existing process of uploading the Application and blocking of finds inthe RIIs account by the SCSB wouldcontinue. | | Investor may submit the Application Form with any of the Designated Intermediaries, alongwith details of his/her ASBA Account for blocking of funds.<br>For such applications the Designated Intermediary will upload the Application in the stock exchange bidding platform and forward the application form to Designated Branch of the concerned SCSB for blocking of funds. | Not Applicable |

RIIs bidding/applying in the Offer through UPI shall make such applications only through the SCSBs/mobile applications whose name appears on the SEBI website – www.sebi.gov.in at the following path:

***Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » Self CertifiedSyndicate Banks eligible as Issuer Banks for UPI***

***Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » list of mobile applications for using UPI in public issues***

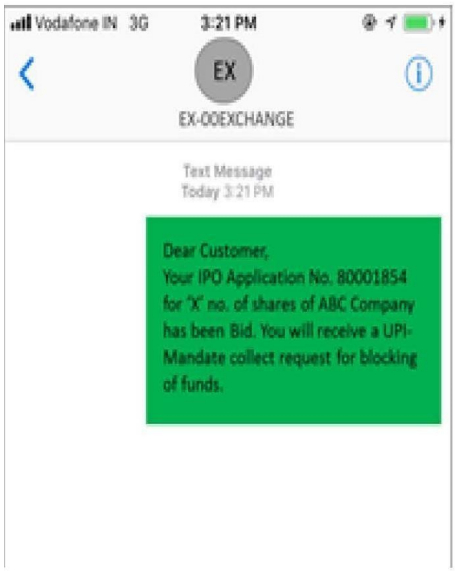
RIIs whose bank is not live on UPI may use the other alternate channels available to them, i.e., submission of application form with SCSB (Channel I) or using the facility of linked online trading, demat and bank account (Channel II).

NRIs applying in the Offer through the UPI mechanism are advised to enquire with the relevant Bank, whethertheir account is UPI linked, prior to making such application through Channel III.

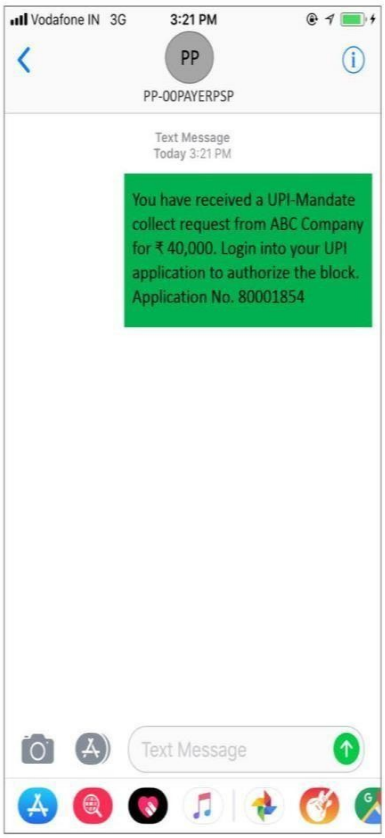
For UPI Phase III, RIIs will also have the option to use the same channels (as described above) for making applications in a public issue.

Please see below a graphical illustrative process of the investor receiving and approving the UPI Mandate Request.

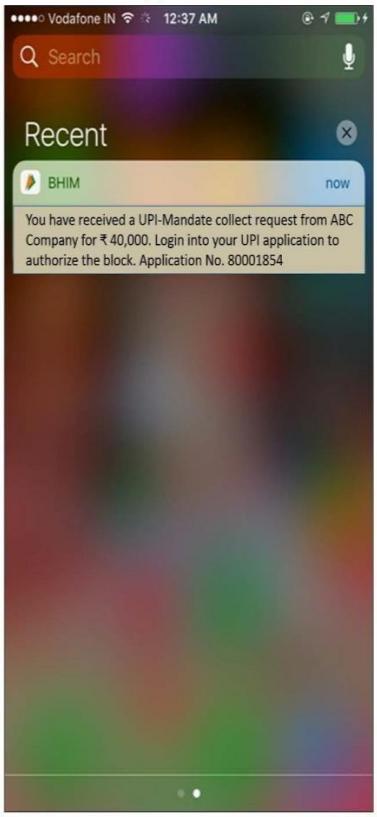
**Illustrative SMS**



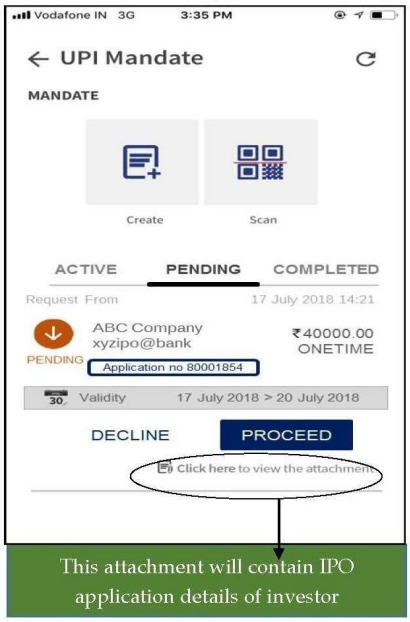

**Block request SMS to investor**



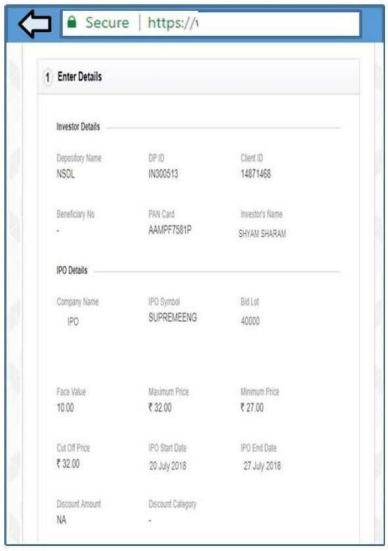

**Block request intimation through UPI application**



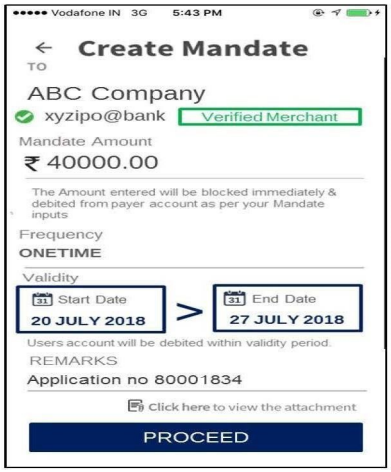
1. Investor UPI application screen



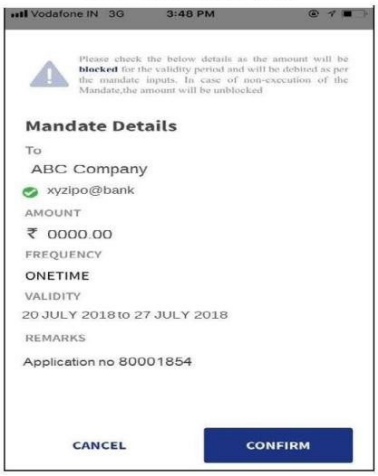

2. Sample of IPO details in attachment




3. Post verification of details above




4. Pre-confirmation page



(b) QIB and NII Bidders/Applicants may submit the Bid cum Application Form/ Application Form either

i. to SCSBs in physical or electronic mode through the internet banking facility offered by an SCSB authorizing blocking of funds that are available in the ASBA account specified in the Bid cum Application Form/ Application Form, or

ii. in physical mode to any Designated Intermediary.

iii. Bidders/Applicants must specify the Bank Account number or the UPI ID (for RIIs bidding using the UPI mechanism), as applicable, in the Bid cum Application Form/ Application Form. The Bid cum Application Form/ Application Form submitted by a Bidder/Applicant and which is accompanied by cash, demand draft, cheque, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account, may not be accepted.

iv. Bidders/Applicants should note that application made using third party UPI ID or ASBA Account is liable to be rejected.

v. NRIs applying in the Offer through the UPI mechanism are advised to enquire with the relevant Bank, whether their account is UPI linked, prior to making such application through Channel III.

vi. Bidders/Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the ASBA Account.

vii. Bidders/Applicants (other than RIIs bidding through the non-UPI mechanism) should submit the Bid cum Application Form/ Application Form only at the Bidding Centers, i.e. to the respective member of the Syndicate at the Specified Locations, the SCSBs, the Registered Broker at the Broker Centres, the CRTA at the Designated RTA Locations or CDP at the Designated CDP Locations.

viii. Bidders/Applicants bidding/applying through Designated Intermediaries other than a SCSB, should note that ASBA Forms submitted to such Designated Intermediary may not be accepted, if the SCSB where the ASBA Account, as specified in the Bid cum Application Form/ Application Form, is maintained has not named at least one branch at that location for such Designated Intermediary, to deposit ASBA Forms.

ix. Bidders/Applicants bidding directly through the SCSBs should ensure that the Bid cum Application Form/ Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.

x. Upon receipt of the Bid cum Application Form/ Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Bid Amount/Application Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form/ Application Form.

xi. If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Bid/Application Amount mentioned in the Bid cum Application Form/ Application Form and for application directly submitted to SCSB by investor.

xii. If sufficient funds are not available in the bank account, the application is liable to be rejected.

xiii. Upon submission of a completed Bid cum Application Form/ Application Form each Bidder/Applicant (not being a RII who has opted for the UPI mechanism and provided a UPI ID with the Bid cum Application Form/ Application Form) may be deemed to have agreed to block the entire Bid/Application Amount and authorized the Designated Branch of the SCSB to block the Bid/Application Amount specified in the Bid cum Application Form/Application Form in the ASBA Account maintained with the SCSBs. For details regarding blocking of Bid/Application Amount for RIIs who have provided a UPI ID with the Application Form please refer to paragraph 4.1.7.4.

xiv. The Bid/Application Amount may remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment and consequent transfer of the Bid/Application Amount against the Allotted Equity Shares to the Public Offer Account, or until withdrawal or failure of the Offer, or untilwithdrawal or rejection of the Bid/Application, as the case may be.

xv. SCSBs bidding/Applying in the Offer must apply through an Account maintained with any other SCSB; else their Bids/Application are liable to be rejected.

#### 4.1.7.3 Unblocking of ASBA Account

(a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Offer may provide the following details to the controlling branches of each SCSB or the Sponsor Bank, as thecase may be, along with instructions to unblock the relevant ASBA Accounts and for successful applications transfer the requisite money to the Public Offer Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted against each Bid/Application, (ii) the amount to be transferred from the relevant ASBA Account to the Public Offer Account, for each Bid/Application, the date by which funds referred to in (ii) above may be transferred to the Public Offer Account the amount to be unblocked, if any in case of partial allotments and (v) details of rejected ASBA Bids/Application, if any, along with reasons for rejection and details of withdrawn or unsuccessful Bids/Application, if any, to enable the SCSBs or the Sponsor Bank, as the case may be, to unblock the respective ASBA Accounts.

(b) On the basis of instructions from the Registrar to the Offer, the SCSBs or the Sponsor Bank, as the casemay be, may transfer the requisite amount against each successful Bidder/Applicants to the Public Offer Account and may unblock the excess amount, if any, in the ASBA Account.

(c) In the event of withdrawal or rejection of the Bid cum Application Form/ Application Form and for unsuccessful Bids/ Application, the Registrar to the Offer may give instructions to the SCSB or to the Sponsor Bank to revoke the mandate and, as the case may be, to unblock the Bid/ Application Amount in the relevant account within two Working Days of the Bid/ Application Offer Closing Date.

#### 4.1.7.4 Additional Payment Instructions for RIIs bidding/Applying through Designated Intermediaries (other than SCSBs) using the UPI mechanism

(a) Before submission of the application form with the Designated Intermediary, an RII shall download themobile application, associated with the UPI ID linked bank account, for UPI and create a UPI ID (xyz@bankname) of not more than 45 characters with its bank and link it to his/ her bank account where the funds equivalent to the application amount is available. RIIs shall also ensure that the name of the mobile application and the UPI handle being used for making the application in the Offer are appearing in the following path on SEBI website – **www.sebi.gov.in**:

*Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » list of mobile applications for using UPI in public issues*

It is clarified that if a RII makes an application through a UPI handle not covered in theprescribed list (as mentioned in the path above), such an application is liable to be rejected.

(b) RIIs shall ensure that the bank, with which it has its bank account, where the funds equivalent to the application amount is available for blocking has been notified as Issuer Banks for UPI. A list of such banks is available at the following path on SEBI website – **www.sebi.gov.in**:

*Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » Self Certified Syndicate Banks eligible as Issuer Banks for UPI*

It is clarified that if a RII makes an application using a bank account of an SCSB or bank which is not covered in the prescribed list (as mentioned in the path above), such an application is liable to be rejected.

(c) RIIs shall mention his / her UPI ID along with the bid details in the Bid cum Application Form/ Application Form in capital letters and submit the Bid cum Application Form/ Application Form to any of the Designated Intermediaries (other than SCSBs). It is clarified that if an RII submits a third party UPIID instead of his/her own UPI ID in the Bid cum Application Form/ Application Form, the application is liable to be rejected.

(d) The Designated Intermediary (other than SCSBs) upon receipt of the Bid cum Application Form/ Application Form will upload the bid details along with UPI ID in the stock exchange electronic/bidding platform.

(e) Once the bid has been entered into the Stock Exchange bidding platform, the stock exchange will validate the PAN and Demat Account details of the RII with the Depository. The Depository will validate the aforesaid details on a real time basis and send a response to the stock exchange which will be shared by the stock exchange with the respective Designated Intermediary through its bidding platform, for corrections, if any.

(f) Once the bid/application details have been validated by the Depository, the stock exchange will, on a continuous basis, electronically share the bid/application details along with the UPI ID of the concerned RII with the Sponsor Bank appointed by the Issuer.

(g) The Sponsor Bank will validate the UPI ID of the RII before initiating the Mandate request.

(h) The Sponsor Bank after validating the UPI ID will initiate a UPI Mandate Request for valid UPI ID on the RII which will be electronically received by the RII as an SMS / intimation on his / her mobile number / mobile app associated with the UPI ID linked account. The RII shall ensure that the details of the Bid/application are correct by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. Upon the authorization of the mandate using his/her UPI PIN, an RII may be deemed to have verified the attachment containing the application details of the RII in the UPI Mandate Request and have agreed to block the entire Bid/Application Amount mentioned in the Bid Cum Application Form/ Application Form and subsequent debit in case of Allotment.

(i) Upon successful validation of the block request by the RII, the said information would be electronically received by the RII‟s bank, where the funds, equivalent to the application amountwould get blocked in the ASBA Account of the RII. Intimation regarding confirmation of such blocking of funds in the ASBA Account of the RII would also be received by the RII. Information on the block status request would be shared with the Sponsor Bank which in turn would share it with the stock exchange which in turn would share it with the Registrar in the form of a file for the purpose of reconciliation and display it on the stock exchange bidding/electronic platform for the information of the Designated Intermediary.

(j) RIIs may continue to modify or withdraw the Bid/Application till the closure of the Bidding/Application Period. For each modification of the Bid/Application, the RII will submit a revised Bid/Application and will receive a UPI Mandate Request from the Sponsor Bank to be validated as per the process indicated above.

(k) RIIs to check the correctness of the details on the mandate received before approving the Mandate Request.

(l) Post closure of the Offer, the stock exchange will share the Bid/Application details with the Registrar along with the final file received from the Sponsor Bank containing status of blocked funds or otherwise, along with the ASBA Account details with respect to applications made by RIIs using UPI ID.

#### 4.1.7.5 Discount (if applicable)

(a) The Discount is stated in absolute rupee terms.

(b) RII, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Offer, Applicants may refer to the Prospectus.

(c) For the Applicants entitled to the applicable Discount in the Offer the Application Amount less Discount (if applicable) shall be blocked.

### 4.1.8 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS

(a) Only the First Bidder/Applicant is required to sign the Bid cum Application Form/Application Form. Bidders/Applicants should ensure that signatures are in one of the languages specified in the Eighth Schedule to the Constitution of India.

(b) The signature has to be correctly affixed in the authorization/undertaking box in the Bid cum Application Form/Application Form, or an authorization has to be provided to the SCSB or using the UPI to the Sponsor Bank, via the electronic mode, for blocking funds in the ASBA Account equivalentto the Bid/Application Amount mentioned in the Bid cum Application Form/Application Form.

(c) Bidders/Applicants must note that Bid cum Application Form/Application Form without signature of Bidder/Applicant and /or ASBA Account holder is liable to be rejected.

### 4.1.9 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION

Bidders/Applicants should ensure that they receive the Acknowledgment slip or the acknowledgement number duly signed and stamped by a Designated Intermediary, as applicable, for submission of the Bid cum Application Form/ Application Form.

(a) All communications in connection with Bids/Applications made in the Offer should be addressed asunder:

i. In case of queries related to Allotment, non-receipt of Allotment Advice, credit of Allotted Equity Shares, unblocking of funds, the Bidders/Applicants should contact the Registrar to the Offer/ Company Secretary and Compliance Officer/ Lead Manager.

ii. In case of Bids/Application submitted to the Designated Branches of the SCSBs, the Bidders/Applicants should contact the relevant Designated Branch of the SCSB.

iii. In case of queries relating to uploading of Syndicate ASBA Bids/Application, the Bidders/Applicants should contact the relevant Syndicate Member.

iv. In case of queries relating to uploading of Bids/Application by a Designated Intermediary, the Bidders/Applicants should contact the relevant Designated Intermediary.

v. In case of queries relating to uploading of Bids/Application through the UPI Mechanism, the Bidders/Applicants should contact the Designated Intermediary/LM.

vi. Bidder/Applicant may contact the Company Secretary and Compliance Officer or LM(s) in case of any other complaints in relation to the Offer.

(b) The following details (as applicable) should be quoted while making any queries –

i. full name of the sole or First Bidder/Applicant, Bid cum Application Form/ Application Form number, Applicants"/Bidders" DP ID, Client ID, PAN, number of Equity Shares applied for, amount paid on application.

ii. name and address of the Designated Intermediary, where the Bid/Application was submitted along with the acknowledgment slip from Designated Intermediary or

iii. Bids/Application, ASBA Account number or the UPI ID (for RIIs who make the payment of Bid/ Application Amount through the UPI mechanism) linked to the ASBA Account where the Bid/ Application Amount was blocked.

For further details, Bidder/Applicant may refer to the Prospectus and the Bid cum Application Form/ ApplicationForm.

### 4.2 INSTRUCTIONS FOR FILING THE REVISION FORM

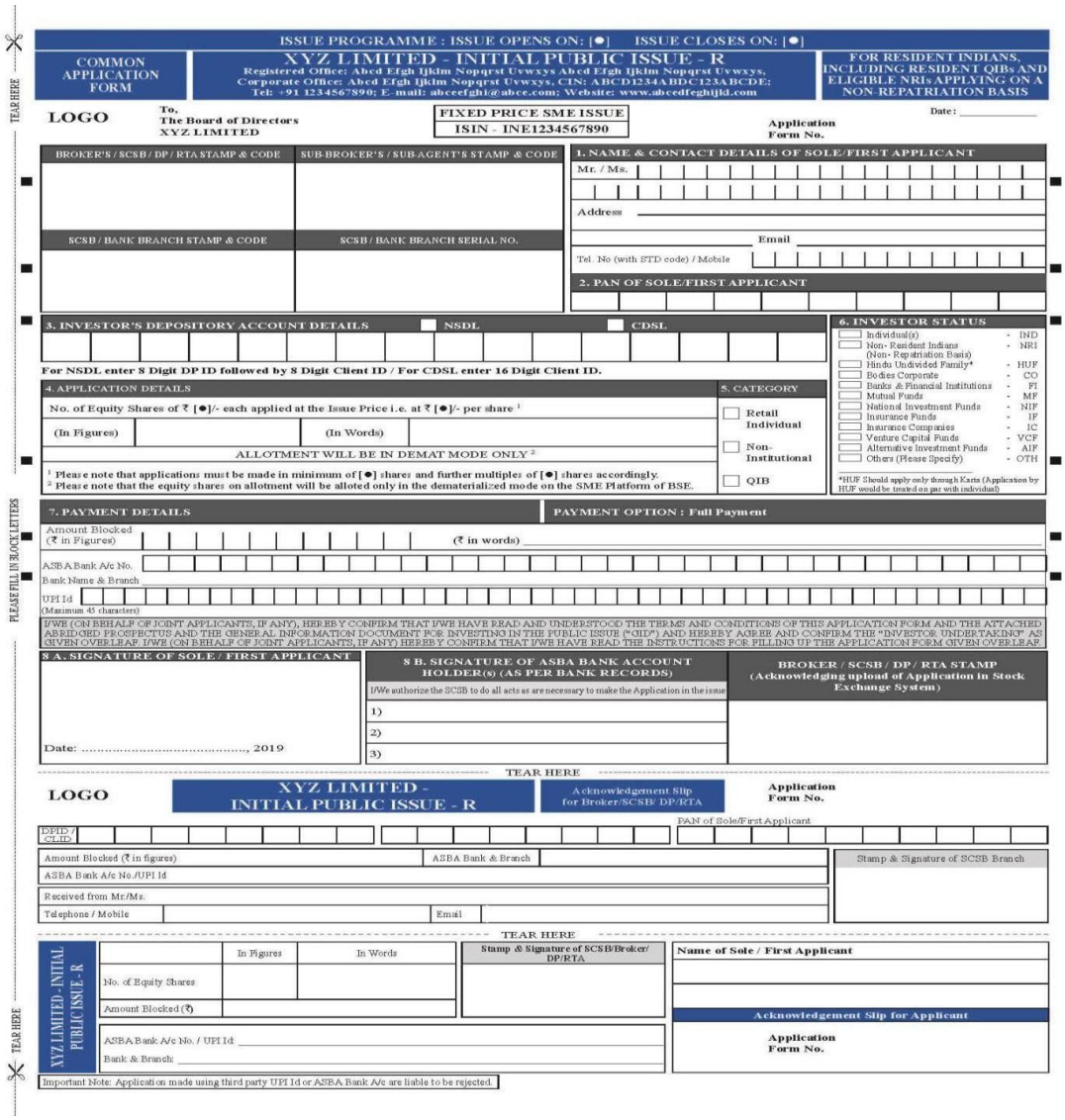
(a) During the Offer Period, any Applicant (other than QIBs and NIIs, who can only revise their application upwards) who has registered his or her interest in the Equity Shares at a particular number of shares is free to revise number of shares applied using revision forms available separately.

(b) Retail Individual Investors can revise their Application during the Offer Period or withdraw their Applications until Offer Closing Date.

(c) Revisions can be made in both the desired number of Equity Shares and the Bid/Application Amount by using the Revision Form.

(d) The Applicant can make this revision any number of times during the Offer Period. However, for any revision(s) in the Application, the Applicants will have to use the services of the same Designated Intermediary through which such Applicant had placed the original Application.

A sample Revision form is reproduced below:



ISSUE PROGRAMME : ISSUE OPENS ON: [●] ISSUE CLOSES ON: [●]

COMMON APPLICATION FORM

XYZ LIMITED - INITIAL PUBLIC ISSUE - R

Registered Office: Abcd Efgh Ijklm Nopqrst Uvwxyz Abcd Efgh Ijklm Nopqrst Uvwxyz, Corporate Office: Abcd Efgh Ijklm Nopqrst Uvwxyz, CIN: ABCD1234ABDC123ABCDE; Tel: +91 1234567890; E-mail: abceefghi@abce.com; Website: www.abcedfeghijkl.com

FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS

LOGO

To, The Board of Directors XYZ LIMITED

FIXED PRICE SME ISSUE

ISIN - INE1234567890

Application Form No.

Date: _____

BROKER'S / SCSB / DP / RTA STAMP & CODE | SUB-BROKER'S / SUB-AGENT'S STAMP & CODE

SCSB / BANK BRANCH STAMP & CODE | SCSB / BANK BRANCH SERIAL NO.

1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT

Mr. / Ms.

Address

Email

Tel. No (with STD code) / Mobile

2. PAN OF SOLE/FIRST APPLICANT

3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS ☐ NSDL ☐ CDSL

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

4. APPLICATION DETAILS

No. of Equity Shares of ₹ [●]/- each applied at the Issue Price i.e. at ₹ [●]/- per share [1]

(In Figures) (In Words)

ALLOTMENT WILL BE IN DEMAT MODE ONLY [2]

[1] Please note that applications must be made in minimum of [●] shares and further multiples of [●] shares accordingly.
[2] Please note that the equity shares on allotment will be alloted only in the dematerialized mode on the SME Platform of BSE.

5. CATEGORY

☐ Retail Individual
☐ Non-Institutional
☐ QIB

6. INVESTOR STATUS

| | | |
|---|---|---|
| ☐ | Individual(s) | - IND |
| ☐ | Non-Resident Indians (Non-Repatriation Basis) | - NRI |
| ☐ | Hindu Undivided Family* | - HUF |
| ☐ | Bodies Corporate | - CO |
| ☐ | Banks & Financial Institutions | - FI |
| ☐ | Mutual Funds | - MF |
| ☐ | National Investment Funds | - NIF |
| ☐ | Insurance Funds | - IF |
| ☐ | Insurance Companies | - IC |
| ☐ | Venture Capital Funds | - VCF |
| ☐ | Alternative Investment Funds | - AIF |
| ☐ | Others (Please Specify) | - OTH |

*HUF Should apply only through Karta (Application by HUF would be treated on par with individual)

7. PAYMENT DETAILS | PAYMENT OPTION : Full Payment

Amount Blocked (₹ in Figures) (₹ in words)

ASBA Bank A/c No.

Bank Name & Branch

UPI Id

(Maximum 45 characters)

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY), HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN THE PUBLIC ISSUE ("GID") AND HEREBY AGREE AND CONFIRM THE "INVESTOR UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

8 A. SIGNATURE OF SOLE / FIRST APPLICANT

Date: ....., 2019

8 B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)

I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue

1)

2)

3)

BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Application in Stock Exchange System)

TEAR HERE

LOGO

XYZ LIMITED - INITIAL PUBLIC ISSUE - R

Acknowledgement Slip for Broker/SCSB/ DP/RTA

Application Form No.

DPID / CLID | PAN of Sole/First Applicant

Amount Blocked (₹ in figures) | ASBA Bank & Branch

ASBA Bank A/c No./UPI Id

Received from Mr./Ms.

Telephone / Mobile | Email

Stamp & Signature of SCSB Branch

TEAR HERE

XYZ LIMITED - INITIAL PUBLIC ISSUE - R

| | In Figures | In Words |
|---|---|---|
| No. of Equity Shares | | |
| Amount Blocked (₹) | | |

Stamp & Signature of SCSB/Broker/ DP/RTA

ASBA Bank A/c No. / UPI Id:

Bank & Branch:

Name of Sole / First Applicant

Acknowledgement Slip for Applicant

Application Form No.

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

TEAR HERE

PLEASE FILL IN BLOCK LETTERS

ISSUE PROGRAMME : ISSUE OPENS ON: [●] ISSUE CLOSES ON: [●]

**COMMON APPLICATION FORM**

# XYZ LIMITED - INITIAL PUBLIC ISSUE - NR

Registered Office: Abcd Efgh Ijklm Nopqrst Uvwxys Abcd Efgh Ijklm Nopqrst Uvwxys,
Corporate Office: Abcd Efgh Ijklm Nopqrst Uvwxys, CIN: ABCD1234ABDC123ABCDE;
Tel: +91 1234567890; E-mail: abceefghi@abce.com; Website: www.abcedfeghijkl.com

**FOR NON-RESIDENT INCLUDING ELIGIBLE NRIs, FPIs or FVCIs ETC. APPLYING ON A REPATRIATION BASIS**

LOGO

To,
The Board of Directors
XYZ LIMITED

**FIXED PRICE SME ISSUE**
**ISIN - INE1234567890**

Application Form No.

Date: _____

| BROKER'S / SCSB / DP / RTA STAMP & CODE | SUB-BROKER'S / SUB-AGENT'S STAMP & CODE |
|---|---|
| | |
| **SCSB / BANK BRANCH STAMP & CODE** | **SCSB / BANK BRANCH SERIAL NO.** |
| | |

**1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT**

Mr. / Ms. _____

Age _____

Address _____

Email _____

Tel. No (with STD code) / Mobile _____

**2. PAN OF SOLE/FIRST APPLICANT**

**3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS** ☐ NSDL ☐ CDSL

**For NSDL enter 8 Digit DP ID followed by 8 Digit Client ID / For CDSL enter 16 Digit Client ID.**

**4. APPLICATION DETAILS**

No. of Equity Shares of ₹ [●]/- each applied at the Issue Price i.e. at ₹ [●]/- per share [1 & 2]

(In Figures) _____ (In Words) _____

ALLOTMENT WILL BE IN DEMAT MODE ONLY [2]

[1] Please note that applications must be made in minimum of [●] shares and further multiples of [●] shares accordingly.
[2] Please note that the equity shares on allotment will be alloted only in the dematerialized mode on the SME Platform of BSE.

**5. CATEGORY**

- ☐ Retail Individual
- ☐ Non-Institutional
- ☐ QIB

**6. INVESTOR STATUS**

| | | |
|---|---|---|
| ☐ | Non-Resident Indians (Repatriation basis) | NRI |
| ☐ | FII or Sub Account not a Corporate / Foreign Individual | FII |
| ☐ | FII Sub Account Corporate/ Individual | FII SA |
| ☐ | Foreign Venture Capital Investor | FVCI |
| ☐ | Foreign Portfolio Investors | FPI |
| ☐ | Others (Please Specify) _____ | OTH |

**7. PAYMENT DETAILS** | **PAYMENT OPTION : Full Payment**

Amount Blocked (₹ in Figures) _____ (₹ in words) _____

ASBA Bank A/c No. _____

Bank Name & Branch _____

UPI Id _____
(Maximum 45 characters)

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY), HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN THE PUBLIC ISSUE ("GID") AND HEREBY AGREE AND CONFIRM THE "INVESTOR UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF.

| 8A. SIGNATURE OF SOLE / FIRST APPLICANT | 8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS) | BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Application in Stock Exchange System) |
|---|---|---|
| Date: ....., 2019 | I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue<br>1)<br>2)<br>3) | |

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

LOGO

**XYZ LIMITED - INITIAL PUBLIC ISSUE - NR**

**Acknowledgement Slip for Broker/SCSB/ DP/RTA**

Application Form No.

PAN of Sole/First Bidder

DPID / CLID

| Amount Blocked (₹ in figures) | Bank & Branch | Stamp & Signature of SCSB Branch |
|---|---|---|
| ASBA Bank A/c No./UPI Id: | | |
| Received from Mr./Ms. | | |
| Telephone / Mobile | Email | |

TEAR HERE

**XYZ LIMITED - INITIAL PUBLIC ISSUE - NR**

| | In Figures | In Words |
|---|---|---|
| No. of Equity Shares | | |
| Amount Blocked (₹) | | |

**Stamp & Signature of SCSB/Broker/ DP/RTA**

**Name of Sole / First Applicant**

ASBA Bank A/c No./UPI Id: _____

Bank & Branch: _____

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

**Acknowledgement Slip for Applicant**

Application Form No.

TEAR HERE

Instructions to fill each field of the Revision Form can be found on the reverse side of the Revision Form. Other than instructions already highlighted at paragraph 4.1 above, point wise instructions regarding filling up various fields of the Revision Form are provided below:

**4.2.1 FIELDS 1, 2 AND 3: NAME AND CONTACT DETAILS OF SOLE/FIRST APPLICANT, PAN OF SOLE/FIRST APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THEAPPLICANT**

Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

**4.2.2 FIELD 4 & 5: APPLICATION REVISION "FROM AND TO"**

a) Apart from mentioning the revised options in the Revision Form, the Bidder/Applicant must also mention the details of all the bid options given in his or her Bid cum Application Form/ Application Form or earlier Revision Form. For example, if a Bidder/Applicant has Bid for three options in the Bid cum Application Form/ Application Form and such Bidder/Applicant is changing only one of the options in the Revision Form, the Bidder/Applicant must still fill the details of the other two options that are not being revised, in the Revision Form. The Designated Intermediaries may not accept incomplete or inaccurate Revision Forms.

b) In case of revision, Bid options should be provided by Bidders/Applicants in the same order as provided in the Bid cum Application Form/ Application Form.

c) In case of revision of Bids by RIIs and Retail Individual Shareholders, such Bidders/Applicants should ensure that the Bid/Application Amount, subsequent to revision, does not exceed ₹ 200,000/-. In case the Bid/ exceeds ₹ 200,000/- due to revision of the Bid/Application or for any other reason, the Bid/Application may be considered, subject to eligibility, for allocation under the Non-Institutional Category, not being eligible for Discount (if applicable) and such Bid may be rejected if it is at the Cut- off Price. The Cut-off Price option is given only to the RIIs, Employees and Retail Individual Shareholders indicating their agreement to Bid for and purchase the Equity Shares at the Offer Price as determined at the end of the Book Building Process.

d) If, however, the RII 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 allocation, such that no additional payment would be required from the RII and the RII is deemed to have approved such revised Bid at Cut- off Price.

e) In case of a downward revision in the Price Band, RIIs and Retail Individual Shareholders under the Reservation Portion, who have bid at the Cut-off Price could either revise their Bid or the excess amount paid at the time of Bidding will be unblocked.

**4.2.3 FIELD 6: PAYMENT DETAILS**

The applicants shall specify the bank account number in their Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the ApplicationForm. The SCSB shall keep the Application Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount.

However, Non-Retail Individual Investors shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Application Form or for unsuccessful Application Forms, the Registrar to the Offer shall give instructions to the SCSBs to unblock the application money in the relevant bank account within one day of receipt of such instruction.

The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Offer and consequent transfer of the Application Amount to the Public Offer Account, or until withdrawal/ failure of the Offer or until rejection of the Application by the ASBA Applicant, as the case may be.

**4.2.4 FIELD 7: SIGNATURES AND ACKNOWLEDGEMENTS**

Bidders/Applicants may refer to instructions contained at paragraphs 4.1.8 and 4.1.9 for this purpose.

## 4.3 INSTRUCTIONS FOR FILING APPLICATION FORM IN OFFERS MADE OTHER THAN THROUGH THE BOOK BUILDING PROCESS (FIXED PRICE OFFER)

### 4.3.1 FIELDS 1, 2, 3 NAME AND CONTACT DETAILS OF SOLE/FIRST BIDDER/APPLICANT, PAN OF SOLE/FIRST BIDDER/APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE BIDDER/APPLICANT

Applicants should refer to instructions contained in paragraphs 4.1.1, 4.1.2 and 4.1.3.

### 4.3.2 FIELD 4: PRICE, APPLICATION QUANTITY & AMOUNT

***For Retail Individual Investors***

The Application must be for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter, so as to ensure that the Application Price payable by the Applicant does not exceed ₹2,00,000. In case of revision of Applications, the Retail Individual Investors have to ensure that the Application Price does not exceed ₹2,00,000.

***For Other than Retail Individual Investors (Non-Institutional Investors and QIBs)***

The Application must be for a minimum of such number of Equity Shares that the Application Amount exceed ₹2,00,000 and in multiples of 1000 Equity Shares thereafter. An application cannot be submitted for more than the Net Offer Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI ICDR Regulations, a QIB Applicant cannot withdraw its Application after the Offer Closing Date and is required to pay 100% QIB Margin upon submission of Application.

In case of revision in Applications, the Non-Institutional Investors, who are individuals, have to ensure that the Application Amount is greater than ₹2,00,000 for being considered for allocation in the Non-Institutional Portion.

**Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Prospectus.**

**The above information is given for the benefit of the Applicants. The Company and the LM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.**

**Multiple Applications:** An Applicant should submit only one Application Form. Submission of a second Application Form to either the same or other SCSB and duplicate copies of Application Forms bearing the same application number shall be treated as multiple applications and are liable to be rejected.

For details regarding the procedures to be followed by the Registrar to detect multiple applications. Applicants should refer to paragraphs 4.1.4.2(b) and 4.1.4.2(c).

### 4.3.3 FIELD NUMBER 5: CATEGORY OF APPLICANTS

(a) The categories of applicants identified as per the SEBI ICDR Regulations for the purpose of Bidding, allocation and Allotment in the Offer are RIIs, individual applicants other than RII‟s and otherinvestors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).

(b) An Issuer can make reservation for certain categories of Applicants permitted under the SEBI ICDR Regulations. For details of any reservations made in the Offer, applicants may refer to the Prospectus.

(c) The SEBI ICDR Regulations specify the allocation or Allotment that may be made to various categories of applicants in an Offer depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Offer specific details in relation to allocation applicant may refer to the Prospectus.

**4.3.4 FIELD NUMBER 6: INVESTOR STATUS**

Applicants should refer to instructions contained in paragraphs 4.1.6.

**4.3.5 FIELD 7: PAYMENT DETAILS**

The applicants shall specify the bank account number in their Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Application Form. The SCSB shall keep the Application Amount in the relevant bank account blockeduntil withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount.

However, Non-Retail Individual Investors shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Application Form or for unsuccessful Application Forms, the Registrar to the Issue shall give instructions to the SCSBs to unblock the application money in the relevant bank account.

The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Offer and consequent transfer of the Application Amount to the Public Offer Account, or until withdrawal/ failure of the Offer or until rejection of the Application by the ASBA Applicant, as the case may be.

**4.3.5.1 Payment instructions for Applicants**

Applicants should refer to instructions contained in paragraphs 4.1.7.2.

**4.3.5.2 Unblocking of ASBA Account**

Applicants should refer to instructions contained in paragraph 4.1.7.3.

**4.3.5.3 Additional Payment Instructions for RIIs bidding through Designated Intermediaries using theUPI mechanism**

Applicants should refer to instructions contained in paragraph 4.1.7.4.

**4.3.5.4 Discount (if applicable)**

Applicants should refer to instructions contained in paragraph 4.1.7.5.

**4.3.6 FIELD NUMBER 8: SIGNATURES AND OTHER AUTHORISATIONS & ACKNOWLEDGEMENT AND FUTURE COMMUNICATION**

Applicants should refer to instructions contained in paragraphs 4.1.8 & 4.1.9.

**4.4 SUBMISSION OF BID CUM APPLICATION FORM/ REVISION FORM/APPLICATIONFORM**

**4.4.1 Bidders/Applicants may submit completed Bid-cum-application form / Revision Form in thefollowing manner:-**

| Mode of Application | Submission of Application Form |
|---|---|
| Applications from QIBs and NIIs | (a) To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres or the CRTAs at the Designated RTA Locations or the CDPs at the Designated CDP Locations; and<br>(b) To the Designated Branches of the SCSBs where the ASBA Account is maintained |
| Applications from RIIs applying through UPI Mechanism | (a) To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres or the CRTAs at the Designated RTA<br>(b) Locations or the CDPs at the Designated CDP Locations; |
| Applications from RIIs applying through non UPI mechanism | (a) To the Designated Branches of the SCSBs where the ASBA Account is maintained<br>(b) To the Brokers providing the facility of linked online trading, demat and bank account (3-in-1 type accounts) online |

(a) Bidders/Applicants should submit the Revision Form to the same Designated Intermediary through which such Bidder/Applicant had submitted the original Bid/Application.

(b) Upon submission of the Bid-cum-Application Form/ Application Form, the Bidder/Applicant will be deemed to have authorized the Issuer to make the necessary changes in the RHP and the Bid cum Application Form/ Application Form as would be required for filing Prospectus with the Registrar of Companies (RoC) and as would be required by the RoC after such filing, without prior or subsequent notice of such changes to the relevant Bidder/Applicant.

(c) Upon determination of the Offer Price and filing of the Prospectus with the RoC, the Bid-cum- Application Form/ Application Form will be considered as the application form.

## SECTION 5: ISSUE PROCEDURE IN BOOK BUILT OFFER

This being Fixed Price Offer, this section is not applicable for this Offer.

## SECTION 6: OFFER PROCEDURE IN FIXED PRICE OFFER

**6.1. Applicants may note that there is no Bid cum Application Form in a Fixed Price Issue.**

As the Issue Price is mentioned in the Fixed Price Issue therefore on filing of the Prospectus with the RoC, the Application so submitted is considered as the application form. Applicants may only use the specified Application Form for the purpose of making an application in terms of the Prospectus which may be submitted through Designated Intermediary.

Applicants may submit an Application Form either in physical/ electronic form to Designated Intermediaries or the Designated Branches of the SCSBs authorizing blocking of funds that are available in the bank account specified in the Application Form only ("ASBA Account"). The Application Form is also made available on the websites of the Stock Exchanges at least one dayprior to the Issue Opening Date.

In a fixed price Issue, allocation in the net offer to the public category is made as follows: minimum fifty per cent to Retail Individual Investors; and remaining to (i) individual investors other than Retail Individual Investors; and (ii) other Applicants including corporate bodies or institutions, irrespective of the number of specified securities applied for. The unsubscribed portionin either of the categories specified above may be allocated to the Applicants in the other category.

**6.2. Grounds for Technical Rejections**

Applicants are advised to note that the Applications are liable to be rejected, inter-alia, on the following technical grounds: -

- Amount paid does not tally with the amount payable for the highest value of Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names of the individual partners and no firm as suchshall be entitled to apply;
- Application by persons not competent to contract under the Indian Contract Act, 1872 including minors, insane persons;
- PAN not mentioned in the Application Form;
- GIR number furnished instead of PAN;
- Applications for lower number of Equity Shares than specified for that category of investors;
- Applications at a price other than the Fixed Price of the Issue;
- Applications for number of Equity Shares which are not in multiples of 1000;
- Category not ticked;
- Multiple Applications as defined in the Prospectus;
- In case of Application under power of attorney or by limited companies, corporate, trust etc., where relevant documentsare not submitted;
- Applications accompanied by Stock invest/ money order/ postal order/ cash;
- Signature of sole Applicant is missing;
- Application Forms are not delivered by the Applicant within the time prescribed as per the Application Forms, Issue Opening Date advertisement and the Prospectus and as per the instructions in the Prospectus and the Application Forms;
- In case no corresponding record is available with the Depositories that matches three parameters namely, names ofthe Applicants (including the order of names of joint holders), the Depository Participant"s identity (DP ID) and the beneficiary"s account number;
- Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Applications by OCBs;
- Applications by US persons other than in reliance on Regulations or "qualified institutional buyers" as defined in Rule 144A under the Securities Act;
- Applications not duly signed;
- Applications by any persons outside India if not in compliance with applicable foreign and Indian laws;
- Applications by any person that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;
- Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- Applications by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws,rules, regulations, guidelines, and approvals;

- Applications or revisions thereof by QIB Applicants, Non-Institutional Applicants where the Application Amount is inexcess of ₹ 2,00,000, received after 3.00 pm on the Issue ClosingDate;
- Applications not containing the details of Bank Account, UPI ID and/or Depositories Account;
- Inadequate funds in the bank account to block the Application Amount specified in the Application Form/ApplicationForm at the time of blocking such Application Amount in the bank account;
- Where no confirmation is received from SCSB for blocking of funds;
- Applications by Applicants not submitted through ASBA process;
- Applications not uploaded on the terminals of the Stock Exchanges;
- Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as theASBA Account in the Application Form;
- ASBA Account number or UPI ID not mentioned or incorrectly mentioned in the Application Form;
- Submission of Application Form(s) using third party ASBA Bank Account;
- Submission of more than one Application Form per UPI ID by RIIs applying through Designated Intermediaries;
- In case of Applications by RIIs (applying through the UPI mechanism), the UPI ID mentioned in the Application Formis linked to a third-party bank account;
- The UPI Mandate is not approved by Retail Individual Investor; and
- The original Application is made using the UPI mechanism and revision(s) to the Application is made using ASBA either physically or online through the SCSB, and *vice versa*.

For details of instructions in relation to the Application Form, Applicants may refer to the relevant section of GID.

**APPLICANT SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THE STOCK EXCHANGE BY THE BROKERS DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE APPLICATION FORM IS LIABLE TO BE REJECTED.**

## SECTION 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

Allotment will be made in consultation with SME Platform of NSE Limited (NSE EMERGE) (The Designated Stock Exchange). In the event of oversubscription, the allotment will be made on a proportionate basis in marketable lots as set forth here:

a) The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e. the total number of Shares applied for in that category multiplied by the inverse of the over subscription ratio (number of applicants in the category x number of Shares applied for).

b) The number of Shares to be allocated to the successful applicants will be arrived at on a proportionate basis in marketable lots(i.e. Total number of Shares applied for into the inverse of the over subscription ratio).

c) For applications where the proportionate allotment works out to less than 1000 Equity Shares the allotment will be made asfollow:
   (i). Each successful applicant shall be allotted 1000 Equity Shares;
   (ii). The successful applicants out of the total applicants for that category shall be determined by the drawl of lots in such a manner that the total number of Shares allotted in that category is equal to the number of Shares worked out as per (a) and (b) above.

d) If the proportionate allotment to an applicant works out to a number that is not a multiple of 1000 Equity Shares, the applicant would be allotted Shares by rounding off to the lower nearest multiple of 1000 Equity Shares subject to a minimum allotment of 1000 Equity Shares.

e) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the applicants in that category, the balance available Shares for allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful applicants in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising of applicants applying for the minimum number of Shares.

f) The above proportionate allotment of shares in an Issue that is oversubscribed shall be subject to the reservation for Retail Individual applicants as described below:
   (i). As per Regulation 253(2) of the SEBI (ICDR) Regulations, 2018, as the Retail Individual Investor category is entitled to more than fifty percent on proportionate basis, the retail individual investors shall be allocated that higher percentage.
   (ii). Remaining to Individual applicants other than retail individual investors and other investors including corporate bodiesor institutions, irrespective of the number of specified securities applied for;

   Provided that the unsubscribed portion in either of the categories specified in (i) or (ii) above may be available for allocation to the applicants in the other category, if so required.

   "Retail Individual Investor" means an investor who applies for shares of value of not more than ₹ 2,00,000/-.
   Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with SME Platform of NSE Limited (NSE-EMERGE).

   The Executive Director/ Managing Director of the SME Platform of NSE Limited (NSE-EMERGE)., Designated Stock Exchangein addition to Lead Merchant Banker and Registrar to the Public Offer shall be responsible to ensure that the basis of allotment is finalized in a fair and proper manner in accordance with the SEBI (ICDR) Regulations, 2018.

### 7.1. Designated Date and Allotment of Equity Shares

a) **Designated Date:** On the Designated Date, the SCSBs shall transfer the funds represented by allocation of Equity Shares into the Public Issue Account with the Bankers to the Issue.

b) **Issuance of Allotment Advice:** Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Applicants are advised to instruct theirDepository Participant to accept the Equity Shares that may be allotted to them pursuant to the Issue.

   Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Applicants whohave been Allotted Equity Shares in the Issue.

c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.

Issuer will ensure that: (i) the Allotment of Equity Shares; and (ii) initiate corporate action for credit of shares to the successful Applicants Depository Account will be completed within 2 Working Days of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicant"s depository account is completed within 2 Working Days of the Issue Closing Date

## SECTION 8: INTEREST AND REFUNDS

### 8.1 COMPLETION OF FORMALITIES FOR LISTING & COMMENCEMENT OF TRADING

The Issuer may ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges are taken within three Working Days of the Bid/Offer Closing Date.

### 8.2 GROUNDS FOR REFUND

#### 8.2.1 NON RECEIPT OF LISTING PERMISSION

In terms of Regulation 272(2) of SEBI ICDR Regulations, in case the Company fails to obtain listing or trading permission from the stock exchanges where the specified securities are proposed to be listed, it shall refund through verifiable means the entire monies received within four days of receipt of intimation from stock exchange(s) rejecting the application for listing of specified securities, and if any such money is not repaid within four days after the issuer becomes liable to repay it, the issuer and every director of the company who is an officer in default shall, on and from the expiry of the fourth day, be jointly and severally liable to repay that money with interest at the rate of fifteen per cent per annum.

#### 8.2.2 NON RECEIPT OF MINIMUM SUBSCRIPTION

This offer is not restricted to any minimum subscription level and is 100% underwritten. As per Section 39 of the Companies Act, 2013, if the stated minimum amount has not been subscribed and the sum payable on application is not received within a period of 30 days from the date of the Prospectus, the application money has to be returned within such period as may be prescribed. If our Company does not receive the 100% subscription of the offer through the Offer Document including devolvement of Underwriters, if any, within sixty (60) days from the date of closure of the offer, our Company shall forthwith refund the entire subscription amount received. If there is a delay beyond 15 days after our Company becomes liable to pay the amount, our Company and every officer in default will, on and from the expiry of this period, be jointly and severally liable to repay the money, with interest or other penalty as prescribed under the SEBI Regulations, the Companies Act 2013 and applicable law.

#### 8.2.3 MINIMUM NUMBER OF ALLOTTEES

In accordance with the Regulation 268 of ICDR Regulations, the minimum number of Allottees in this Offer shall be 50. In case the minimum number of prospective Allottees is less than 50, no Allotment will be made pursuant to this Offer and the monies blocked by the SCSBs shall be unblocked within 4 Working Days of closure of Offer.

#### 8.2.4 IN CASE OF OFFERS MADE UNDER COMPULSORY BOOK BUILDING (If Applicable)

In case an Issuer not eligible under Regulation 6(1) of the SEBI ICDR Regulations comes for an Offer under Regulation 6(2) of SEBI ICDR Regulations but fails to Allot at least 75% of the Offer to QIBs, insuch case full subscription money is to be refunded.

### 8.3 MODE OF REFUND

**In case of ASBA applications:**

Within the time prescribed under applicable law, the Registrar to the Offer may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Application and also for any excess amount blocked on Application.

**Mode of making refunds for Applicants other than ASBA Applicants**

The payment of refund, if any, may be done through various modes as mentioned below:

i. **NECS** - Payment of refund may be done through NECS for Applicants having an account at any of the centres specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the applicant as obtained from the Depository;

ii. **NEFT -** Payment of refund may be undertaken through NEFT wherever the branch of the Applicants' bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which can be linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered

their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the Applicants through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section;

iii. **Direct Credit** - Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

iv. **RTGS** - Applicants having a bank account at any of the centres notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS. The IFSC code shall be obtained from the demographic details. Investors should note that on the basis of PAN of the applicant, DP ID and beneficiary account number provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the demographic details including address, Applicants account details, IFSC code, MICR code and occupation (hereinafter referred to as "Demographic Details"). The bank account details for would be used giving refunds. Hence, Applicants are advised to immediately update their bank account details as appearing on the records of the Depository Participant. Please note that failure to do so could result in delays in dispatch/ credit of refunds to Applicants at their sole risk and neither the Lead Manager or the Registrar to the Offer or the Escrow Collection Banks nor the Company shall have any responsibility and undertake any liability for the same; and

For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centres etc. Applicants may refer to Prospectus.

### 8.3.1 Electronic mode of making refunds for Anchor Investors

The payment of refund, if any, may be done through various electronic modes as mentioned below:

i. **NECS** - Payment of refund may be done through NECS for Applicants having an account at any of the centres specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the applicant as obtained from the Depository;

ii. **NEFT** - Payment of refund may be undertaken through NEFT wherever the branch of the Applicants‟ bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which canbe linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the Applicants through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section;

iii. **Direct Credit -** Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

iv. **RTGS** - Applicants having a bank account at any of the centres notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS. The IFSC code shall be obtained from the demographic details. Investors should note that on the basis of PAN of the applicant, DP ID and beneficiary account number provided by them in the Application Form, the Registrar to the Offer will obtain from the Depository the demographic details including address, Applicants account details, IFSC code, MICR code and occupation (hereinafter referred to as "Demographic Details"). The bank account details for would be used giving refunds. Hence, Applicants are advised to immediately update their bank account details as appearing on the records of the Depository Participant. Please note that failure to do so could result in delays in dispatch/ credit of refunds to Applicants at their sole risk and neither the Lead Manager or the Registrar to the Offer or theEscrow Collection Banks nor the Company shall have any responsibility and undertake any liability forthe same; and

v. Please note that refunds, on account of our Company not receiving the minimum subscription, shall be credited only to the bank account from which the Applicant Amount was remitted to the Escrow Bank.

For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centres etc. Applicants may refer to Prospectus.

### 8.4 INTEREST IN CASE OF DELAY IN ALLOTMENT OR REFUND

The Issuer shall make the Allotment within the period prescribed by SEBI. The Issuer shall pay interest at the rate of 15% per annum if Allotment is not made and refund instructions have not been given to the clearing system in the disclosed manner/instructions for unblocking of funds in the ASBA Account are not dispatched within such times as maybe specified by SEBI.

## SECTION 9: GLOSSARY AND ABBREVIATIONS

*Unless the context otherwise indicates or implies, certain definitions and abbreviations used in this document mayhave the meaning as provided below. References to any legislation, act or regulation may be to such legislation, act or regulation as amended from time to time. In case of inconsistency in the description of a term mentioned herein below and the description ascribed to such term in the Prospectus, the descriptionas ascribed to such term in the Prospectus shall prevail.*

| Term | Description |
|---|---|
| Addendum | The addendum dated January 7, 2025 to the Draft Prospectus. |
| Allotment/Allot/Allotted | Unless the context otherwise requires, allotment of the Equity Sharespursuant to the Fresh Offer of Equity Shares to the successful Applicants |
| Allotment Advice | A note or advice or intimation of Allotment sent to the Applicants who have been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange |
| Allottee | The successful applicant to whom the Equity Shares are being / have been allotted |
| Application Form | The form in terms of which the Applicant should make an application for Allotment in case of issues other than Book Built Offers, includes Fixed PriceOffer |
| Application Supportedby Blocked Amount/ASBA | An application, whether physical or electronic, used by ASBA Applicant to make an application authorizing an SCSB to block the Application Amount in the specified Bank Account maintained with such SCSB and will include applications made by RIIs using the UPI Mechanism, where the Application Amount shall be blocked upon acceptance of UPI Mandate Request by RIIs using UPI Mechanism |
| ASBA Account | Account maintained with an SCSB which may be blocked by such SCSB or the account of the RII blocked upon acceptance of UPI Mandate Request by RIIs using the UPI Mechanism to the extent of the Application Amount of the Applicant |
| Banker(s) to the Offer/Offer | The banks which are Clearing Members and registered with SEBI as Banker to an Offer with whom the Escrow Agreement is entered and in this case being HDFC Bank Limited. |
| "Collecting Depository Participant" or "CDP" | A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular No. GR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI |
| Basis of Allotment | The basis on which the Equity Shares will be Allotted to successful Applicants under the Offer and which is described in the chapter titled "Offer Procedure" of the Prospectus. |
| Application | An indication to make an Offer during the Application/ Offer Period by a prospective Applicant pursuant to submission of Bid cum Application Form/Application Form or during the Anchor Investor Offer Period by the Anchor Investors, to subscribe for or purchase the Equity Shares of the Issuerat a price within the Price Band, including all revisions and modifications there to. In case of issues undertaken through the fixed price process, all references to a Application should be construed to mean an Application |
| Application Amount | The amount at which the prospective investors shall apply for Equity Shares of our Company in terms of Prospectus |
| Bid/Offer/Offer Closing Date | The date on which the Offer closes for subscription being Wednesday, January 22, 2025 |
| Bid/Offer/Offer Opening Date | The date on which the Offer opens for subscription being Friday, January 24, 2025 |

| | |
|---|---|
| Bid/Offer/Offer Period | The period between the Offer Opening Date and the Offer Closing Date inclusive of both days and during which prospective Applicants can submit their applications inclusive of any revision thereof. Provided however that the applications shall be kept open for a minimum of three (3) Working Days for all categories of applicants. Our Company, in consultation with the Lead Manager, may decide to close applications by QIBs One (1) day prior to the Offer Closing Date which shall also be notified in an advertisement in same newspapers in which the Offer Opening Date was published |
| Bid cum Application Form/Application Form | An application form, whether physical or electronic, used by ASBA Applicants which will be considered as the application for Allotment in terms of the Prospectus |
| Applicant | Any prospective investor who makes an application pursuant to the terms of the Prospectus. All the applicants should make application through ASBA only |
| Broker Centres | Broker Centres notified by the Stock Exchanges where Applicants can submit the ASBA Forms to a Registered Broker. The details of such Broker Centres, along with the names and contact details of the Registered Broker are available on the respective websites of the Stock Exchange |
| Lead Manager / LM | The Lead Manager to the Offer as disclosed in the Prospectus and the Bid cum Application Form/ Application Form of the Issuer. In case of issues undertaken through the fixed price process, all references to the Lead Manager should be construed to mean the Lead Manager or LM i.e Cameo Corporate Services Limited |
| Business Day | Monday to Saturday (except 2nd & 4th Saturday of a month and public holidays) |
| CAN / Confirmation of Allotment Note | The note or advice or intimation sent to each successful Applicant indicating the Equity Shares which will be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange |
| Client ID | Client identification number maintained with one of the Depositories in relation to Demat Account |
| Collecting Depository Participant or CDPs | A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular No. GR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI |
| DP | A depository participant as defined under the Depositories Act |
| DP ID | Depository Participant"s Identification Number |
| Depositories | National Securities Depository Limited and Central Depository Services(India) Limited |
| Demographic Details | The demographic details of the Applicants such as their Address, PAN, Occupation, Bank Account details and UPI ID (if applicable) |
| Designated Branches | Such branches of the SCSBs which shall collect the ASBA Forms (other than ASBA Forms submitted by UPI applicants where the Application Amount will be blocked upon acceptance of UPI Mandate Request by such applicants using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 Intermediaries or at such other website as may be prescribed by SEBI from time to time. |
| Designated CDPLocations | Such locations of the CDPs where Applicants can submit the ASBA Forms and in case of RIIs only ASBA Forms with UPI. The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept ASBA Forms are available on the website of the Stock Exchange |

| | |
|---|---|
| Designated Date | The date on which relevant amounts are transferred from the ASBA Accounts to the Public Offer Account or the Refund Account, as the case may be, and the instructions are issued to the SCSBs (in case of RIIs using UPI Mechanism, instruction issued through the Sponsor Bank) for the transfer of amounts blocked by the SCSBs in the ASBA Accounts to the Public Offer Account or the Refund Account, as the case may be, in terms of the Prospectus following which Equity Shares will be Allotted in the Offer |
| Designated Intermediaries | In relation to ASBA Forms submitted by RIIs authorizing an SCSB to block the Application Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA Forms submitted by RIIs where the Application Amount will be blocked upon acceptance of UPI Mandate Request by such RII using the UPI Mechanism, Designated Intermediaries shall mean syndicate members, sub-syndicate members, Registered Brokers, CDPs and RTAs<br><br>In relation to ASBA Forms submitted by QIBs and NIBs, Designated Intermediaries shall mean SCSBs, syndicate members, sub-syndicate members, Registered Brokers, CDPs and RTAs |
| Designated RTA Locations | Such locations of the RTAs where Applicants can submit the Application Forms to RTAs. The details of such Designated RTA Locations, along with names and contact details of the RTAs eligible to accept Application Forms are available on the websites of the Stock Exchange |
| Designated Stock Exchange | NSE Limited. ("NSE EMERGE") |
| Prospectus | This Prospectus issued in accordance with the SEBI ICDR Regulations which does not contain complete particulars of the price at which the Equity Shares will be Allotted and the size of the Offer, including any addendum or corrigenda thereto |
| Employees | Employees of an Issuer as defined under SEBI ICDR Regulations, 2018 and including, in case of a new company, persons in the permanent and full-time employment of the promoting companies excluding the promoter and immediate relatives of the promoter. |
| Equity Shares | Equity Shares of our Company of Face Value of ₹10/- each fully paid-up |
| FCNR Account | Foreign Currency Non-Resident Account |
| First Applicant | Applicant whose name shall be mentioned in the Application Form or the Revision Form and in case of joint applications, whose name shall also appear as the first holder of the beneficiary account held in joint names |
| Fixed Price Offer / Fixed Price Process / Fixed Price Method | The Fixed Price process as provided under SEBI ICDR Regulations, 2018, in terms of which the Offer is being made |
| Eligible FPIs | FPIs that are eligible to participate in this Offer in terms of applicable laws, other than individuals, corporate bodies and family offices. |
| FPO | Further public offering |
| Foreign Venture Capital Investors or FVCIs | Foreign Venture Capital Investors (as defined under the Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000) registered with SEBI. |
| IPO | Initial public offering |
| Issuer/Company | Rexpro Enterprises Limited incorporated under the Companies Act, 1956 |
| Maximum RII Allottees | The maximum number of RIIs who can be Allotted the minimum Application Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Application Lot. |
| MICR | Magnetic Ink Character Recognition - nine-digit code as appearing on a cheque leaf |

| | |
|---|---|
| Mutual Fund | A Mutual Fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as Amended |
| NEFT | National Electronic Fund Transfer |
| NRE Account | Non-Resident External Account |
| Eligible NRI(s) | NRIs from jurisdictions outside India where it is not unlawful to make an Offer or invitation under the Offer and in relation to whom the ASBA Form and the Prospectus will constitute an invitation to subscribe to or to purchase the Equity Shares and who have opened dematerialized accounts with SEBI registered qualified depository participants |
| Net Offer | The Offer less reservation portion |
| NRO Account | Non-Resident Ordinary Account |
| Non-InstitutionalInvestors or NIIs | All Investors including FPIs that are not Qualified Institutional Buyers or Retail Individual Investors and who have Applied for Equity Shares for a cumulative amount more than ₹ 200,000/- (but not including NRIs other than Eligible NRIs). |
| Non-InstitutionalCategory | The portion of the Offer being such number of Equity Shares available for allocation to NIIs on a proportionate basis and as disclosed in the Prospectus and the Bid cum Application Form/ Application Form |
| Non-Resident | A person resident outside India, as defined under FEMA and includes Eligible NRIs, FPIs and FVCIs registered with SEBI |
| NPCI | National Payments Corporation of India (NPCI), a Reserve Bank of India (RBI) initiative, is an umbrella organization for all retail payments in India. Ithas been set up with the guidance and support of the Reserve Bank of India (RBI) and Indian Banks Association (IBA) |
| OCB/Overseas Corporate Body | Overseas Corporate Body means and includes an entity defined in clause (xi) of Regulation 2 of the Foreign Exchange Management (Withdrawal of General Permission to Overseas Corporate Bodies (OCB's) Regulations, 2003 and which was in existence on the date of the commencement of these Regulations and immediately prior to such commencement was eligible to undertake transactions pursuant to the general permission granted under the Regulations. OCBs are not allowed to invest in this Offer. (A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts in which not less than 60% of the beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 03, 2003 and immediately before such date was eligible to undertake transactions pursuant to the general permission granted to OCBs under the FEMA. OCBs are not allowed to invest in the Offer.) |
| Offer/Offer | Initial Public Offer of up to 37,00,000 equity shares of face value of ₹ 10.00/- each of Rexpro Enterprises Limited for cash at a price of ₹ 145 per equity share (including a premium of ₹ 135 per equity share) ("Offer Price") aggregating up to ₹ 5,365.00 comprising of fresh offer of Up To 32,50,000 Equity Shares aggregating to ₹ 4,712.50 lakhs ("Fresh Offer") and an offer for sale of up to 1,12,500 equity shares each by Minesh Anilbhai Chovatia, Premal Niranjan Shah, Ragesh Deepak Bhatia And Ravishankar Sriramamurthi Malla i.e. 4,50,000 Equity Shares ("Selling Shareholders") aggregating to ₹ 652.50 lakhs ("Offer For Sale")("The Offer") |
| Other Investors | Investors other than Retail Individual Investors in a Fixed Price Offer. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the numberof specified securities applied for. |
| Offer Offer/ Price | The price at which the Equity Shares are being offered by our Company, under the Prospectus being ₹ 145/- per Equity share. |
| PAN | Permanent Account Number allotted under the Income Tax Act, 1961 |
| Prospectus | The Prospectus dated January 15, 2025 filed with the RoC in accordance with Section 26 and 28 of the Companies Act, 2013 containing, inter alia, the Offer opening and closing dates and other information |

| | |
|---|---|
| Public Offer Account | Account opened with Bankers to the Offer under section 40(3) of the CompaniesAct, 2013 for the purpose of transfer of monies from the SCSBs from the bank accounts of the ASBA Applicants on the Designated Date. |
| Qualified Institutional Buyers or QIBs (If Applicable) | Qualified institutional buyers as defined under of the SEBI ICDR Regulations. |
| RTGS | Real Time Gross Settlement. |
| Refund Account(s) | The account to be opened with the Refund Bank, from which refunds, if any, of the whole or part of the Application Amount to the Applicants shall be made. Refunds through NECS, NEFT, direct credit, NACH or RTGS, as applicable |
| Refund Bank(s) | The bank which is a clearing member and registered with SEBI as a Banker to an Offer and with whom the Refund Account will be opened, in this case being HDFC Bank Limited. |
| Refunds through electronic transfer of funds | Refunds through Direct Credit, NEFT, RTGS or ASBA, as applicable |
| Registrar and Share Transfer Agents or RTAs | Registrar and share transfer agents registered with SEBI and eligible toprocure Applications at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI |
| Registered Broker | Stock brokers registered with SEBI under the Securities and Exchange Board of India (Stock Brokers and Sub Brokers) Regulations, 1992 and the stock exchanges having nationwide terminals, other than the Members of the Syndicate eligible to procure Bids in terms of Circular No. CIR/CFD/14/2012 dated October 04, 2012 issued by SEBI |
| Registrar to the Offer /RTO | Registrar to the Offer being Cameo Corporate Services Limited |
| Retail Individual Investors/RIIs | Individual Applicants or minors applying through their natural guardians (including HUFs, in the name of Karta and Eligible NRIs) who apply for the Equity Shares of a value of not more than ₹2,00,000 in this Offer |
| Retail Individual Shareholders | Shareholders of a listed Issuer who applies or Applications for a value of not more than Rs. 200,000. |
| Retail Category | The portion of the Offer being such number of Equity Shares available for allocation to RIIs which shall not be less than the minimum Application Lot, subject to availability in RII category and the remaining shares to be Allotted on proportionate basis. |
| Revision Form | Form used by the Applicants to modify the quantity of the Equity Shares or the Applicant Amount in any of their ASBA Form(s) or any previous Revision Form(s). QIB Applicants and NIIs are not allowed to withdraw or lower their applications (in terms of quantity of Equity Shares or the Application Amount) at any stage. Retail Individual Investors can revise their Application during the Offer Period or withdraw their Applications until Offer Closing Date |
| RoC | Registrar of Companies, Mumbai situated at 100, Everest, Marine Drive, Netaji Subhash Chandra Bose Road, Dhus Wadi, Churchgate, Mumbai 400002, Maharashtra, India. |
| SEBI | The Securities and Exchange Board of India constituted under the Securitiesand Exchange Board of India Act, 1992 |
| SEBI ICDR Regulations, 2018 | Securities and Exchange Board of India (Offer of Capital and Disclosure Requirements) Regulations, 2018, as amended |

| | |
|---|---|
| Self-Certified Syndicate Bank(s) or SCSB(s) | i) The banks registered with SEBI, offering services, in relation to ASBA where the Application 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 or such other website as updated from time to time, and in relation to RIIs 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. In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, Retail Individual Investors using 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&intmId=40 and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time |
| Specified Locations | Centres where the Syndicate shall accept ASBA Forms from Applicants and in case of RIIs only ASBA Forms with UPI |
| Sponsor Bank | A Banker to the Offer which is registered with SEBI and is eligible to act as a Sponsor Bank in a public Offer in terms of applicable SEBI requirements and has been appointed by the Company, in consultation with the LM to act as a conduit between the Stock Exchanges and NPCI to push the UPI Mandate Request in respect of RIIs as per the UPI Mechanism, in this case being HDFC Bank Limited |
| Stock Exchanges / SE | SME Platform of NSE Limited (NSE-EMERGE). |
| Underwriter | The underwriters in this case are Horizon Management Private Limited. |
| Underwriting Agreement | The Agreement among the Underwriters and our Company dated January 15, 2025 |
| UPI ID | ID created on Unified Payment Interface (UPI) for single-window mobile payment system developed by the National Payments Corporation of India (NPCI) |
| UPI Mandate Request | A request (intimating the RII by way of a notification on the UPI application and by way of a SMS directing the RII to such UPI application) to the RII initiated by the Sponsor Bank to authorise blocking of funds on the UPI application equivalent to Application Amount and subsequent debit of funds in case of Allotment. In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 da ted July 26, 2019, Retail Individual Investors, using 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&intmid=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time |
| UPI PIN | Password to authenticate UPI transaction. |
| UPI/ Unified Payments Interface | The instant payment system developed by the National Payments Corporation of India |
| Working Day | Any day, other than the second and fourth Saturdays of each calendar month, Sundays and public holidays, on which commercial banks in Mumbai are open for business; provided however, with reference to (i) announcement of Price Band; and (ii) Offer Period, "Working Day" shall mean any day, excluding all Saturdays, Sundays and public holidays, on which commercial banks in Mumbai are open for business; and with reference to (iii) the time period between the Offer Closing Date and the listing of the Equity Shares on the Stock Exchanges, "Working Day" shall mean all trading days of the Stock Exchanges, excluding Sundays and bank holidays, as per the SEBI circular number SEBI/HO/CFD/DIL/CIR/P/2016/26 dated January 21, 2016 and the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, including the UPI Circulars |