



UNIPARTS INDIA LIMITED



Our Company was incorporated as "Uniparts India Limited" under the Companies Act, 1956 at Delhi, pursuant to a certificate of incorporation dated September 26, 1994 issued by the Registrar of Companies, Delhi and Haryana at Delhi ("RoC"). Our Company received a certificate of commencement of business on September 7, 1998 from the RoC. For details of change in the Registered Office, see "*History and Certain Corporate Matters – Changes in the Registered Office*" on page 188 of the prospectus dated December 3, 2022 ("*Prospectus*").

Registered Office: Gripwel House, Block – 5, Sector C 6 & 7, Vasant Kunj, New Delhi 110 070, Delhi, India; Tel: +91 11 2613 7979

Corporate Office: 1st Floor, B208, A1 & A2, Phase-II, Noida 201 305, Uttar Pradesh, India; Tel: +91 120 458 1400

Contact Person: Jatin Mahajan, Company Secretary and Compliance Officer; Tel: + 91 120 458 1400

E-mail: compliance.officer@unipartsgroup.com; Website: www.unipartsgroup.com; Corporate Identity Number: U74899DL1994PLC061753

OUR PROMOTERS: GURDEEP SONI AND PARAMJIT SINGH SONI

Our Company has filed the Prospectus with the RoC and the Equity Shares are proposed to be listed on the Main Board of BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges"), and the trading will commence on Monday, December 12, 2022.

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF UP TO 14,481,942 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF UNIPARTS INDIA LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 577 PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹ 8,356.08 MILLION, COMPRISING AN OFFER FOR SALE OF UP TO 14,481,942 EQUITY SHARES AGGREGATING UP TO ₹ 8,356.08 MILLION, COMPRISING AS PER THE TABLE PROVIDED BELOW:

Name of Selling Shareholders		Number of Equity Shares Offered	Name of the Selling Shareholders		Number of Equity Shares Offered
Promoter Group Selling Shareholders			Investor Selling Shareholders		
The Karan Soni 2018 CG-NG Nevada Trust		1,100,000 Equity Shares aggregating to ₹ 634.70 million	Ashoka Investment Holdings Limited		7,180,642 Equity Shares aggregating to ₹ 4,143.23 million
The Meher Soni 2018 CG-NG Nevada Trust		1,100,000 Equity Shares aggregating to ₹ 634.70 million	Ambadevi Mauritius Holding Limited		2,154,192 Equity Shares aggregating to ₹ 1,242.96 million
Pamela Soni		2,200,000 Equity Shares aggregating to ₹ 1,269.40 million			
Individual Selling Shareholders					
Andrew Warren Code		177,378 Equity Shares aggregating to ₹ 102.35 million	Mark Louis Dawson		20,870 Equity Shares aggregating to ₹ 12.04 million
James Norman Hallene		177,378 Equity Shares aggregating to ₹ 102.35 million	Bradley Lorenz Miller		16,366 Equity Shares aggregating to ₹ 9.44 million
Kevin John Code		177,378 Equity Shares aggregating to ₹ 102.35 million	Mary Louise Arp		10,440 Equity Shares aggregating to ₹ 6.02 million
Dennis Francis DeDecker		57,420 Equity Shares aggregating to ₹ 33.13 million	Diana Lynn Craig		8,340 Equity Shares aggregating to ₹ 4.81 million
Melvin Keith Gibbs		41,730 Equity Shares aggregating to ₹ 24.08 million	Marc Christopher Dorau		7,710 Equity Shares aggregating to ₹ 4.45 million
Walter James Gruber		24,706 Equity Shares aggregating to ₹ 14.26 million	Craig A Johnson		5,010 Equity Shares aggregating to ₹ 2.89 million
Wendy Reichard Hammen		21,556 Equity Shares aggregating to ₹ 12.44 million	Misty Marie Garcia		826 Equity Shares aggregating to ₹ 0.48 million

THE OFFER CONSTITUTES 32.09% OF OUR POSTOFFER PAID-UP EQUITY SHARE CAPITAL.

OFFER PRICE: ₹ 577 PER EQUITY SHARE OF FACE VALUE OF ₹10 EACH.
ANCHOR INVESTOR OFFER PRICE: ₹ 577 PER EQUITY SHARE
THE OFFER PRICE IS 57.70 TIMES THE FACE VALUE OF THE EQUITY SHARES

RISKS TO INVESTORS

- The Offer comprises only an Offer for Sale by the Selling Shareholders and our Company will not receive any proceeds from the Offer for Sale.
- Weighted average cost of acquisition of all Equity Shares transacted in last three years and one year immediately preceding the date of the Prospectus.

Particulars	Weighted average cost of acquisition (in ₹)	Range of acquisition price: Lowest Price - Highest Price (in ₹)	Cap Price is 'X' times the Weighted Average Cost of Acquisition
Last one year preceding the date of the Prospectus	52.50	52.50 - 52.50	10.99
Last three year preceding the date of the Prospectus	0.74	52.50 - 52.50*	779.73

As certified by M/s S.C. Varma and Co., Chartered Accountants, our Statutory Auditors, by way of their certificate dated December 3, 2022.

*Excluding transfer by way of gift as no consideration was paid.

- Product Concentration Risk:** The Company derives significant portion of its revenues from 3-point linkage systems ("3PL") and precision machined parts ("PMP") product verticals. The revenue from 3PL and PMP of total revenue from operations are as provided below:

Particulars	Fiscal 2020	Fiscal 2021	Fiscal 2022	Three months period ended June 30, 2022
3PL	47.17%	56.10%	55.72%	57.60%
PMP	47.65%	37.62%	36.43%	35.46%

- Customer Concentration Risk:** The Company is dependent on a limited number of customers for a significant portion of its revenues. Revenue from the top 10 customers across product segments and geographies was 74.62%, 73.08%, 70.42% and 71.30% of the revenue from operations for Fiscal 2020, 2021 and 2022 and in the three months ended June 30, 2022, respectively.
- The Company is significantly impacted by the availability of raw materials, particularly steel, power and fuel and labour. The cost of raw materials and employee benefit expense as % of our total expenses is as provided below:

Particulars	Fiscal 2020	Fiscal 2021	Fiscal 2022	Three months period ended June 30, 2022
Raw material and components consumed, including purchase of stock-in-trade and change in inventory	38.03%	42.56%	40.09%	43.65%
Employee Benefits Expense	24.50%	22.37%	21.93%	20.78%

- Fluctuations in foreign currency may harm our results from operations. Our Company's revenues, operating expenses and finance costs are significantly influenced by the currencies of those countries where we manufacture and/or sell our products (for example, the United States, Europe and Japan). The revenue from operations derived from outside India was 69.89%, 67.41%, 72.30% and 70.02% of the total revenue from operations for Fiscal 2020, 2021 and 2022 and in the three months ended June 30, 2022, respectively.
- The three BRLMs associated with the Offer have handled 68 public issues in the past three years, out of which 25 issues closed below the offer price on listing date.

Name of BRLMs	Total Issues	Issues closed below IPO Price on listing date
Axis Capital Limited*	25	12
DAM Capital Advisors Limited*	6	3
JM Financial Limited*	16	4
Common issues of above BRLMs	21	6
Total	68	25

*Issues handled where there were no common BRLMs.

For further details and definitions please refer the Prospectus.

BID/OFFER PROGRAMME

ANCHOR INVESTOR BIDDING DATE:
TUESDAY, NOVEMBER 29, 2022

BID/OFFER OPENED ON: WEDNESDAY, NOVEMBER 30, 2022
BID/OFFER CLOSED ON: FRIDAY, DECEMBER 2, 2022

The Offer was made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "SCRR"), read with Regulation 31 of the SEBI ICDR Regulations. The Offer was made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the Offer was made available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company and the Investor Selling Shareholders in consultation with the BRLMs allocated 60% of the QIB Portion to Anchor Investors and the basis of such allocation was on a discretionary basis by the Company and the Investor Selling Shareholders, in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations (the "Anchor Investor Portion"), of which one-third was reserved for domestic Mutual Funds, subject to valid Bids having been received from the domestic Mutual Funds at or above the price at which allocation was made to Anchor Investors ("Anchor Investor Allocation Price"). Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) was made available for allocation on a proportionate basis only to Mutual Funds, subject to valid Bids having been received at or above the Offer Price, and the remainder of the QIB Portion was made available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids having been received at or above the Offer Price. Further, not less than 15% of the Offer was made available for allocation to Non-Institutional Investors ("Non-Institutional Category") of which one-third of the Non-Institutional Category was made available for allocation to Bidders with an application size of more than ₹ 200,000 and up to ₹ 1,000,000 and two-third of the Non-Institutional Category was made available for allocation to Bidders with an application size of more than ₹ 1,000,000 and under-subscription in either of these two sub-categories of Non-Institutional Category could have been allocated to Bidders in the other sub-category of Non-Institutional Category in accordance with the SEBI ICDR Regulations, subject to valid Bids having been received at or above the Offer Price. Further, not less than 35% of the Offer was made available for allocation to Retail Individual Investors ("Retail Category"), in accordance with the SEBI ICDR Regulations, subject to valid Bids having been received from them at or above the Offer Price. All Bidders (except Anchor Investors) were required to mandatorily participate in this Offer only through the Application Supported by Blocked Amount ("ASBA") process, and provide details of their respective bank account (including UPI ID (defined hereinafter) in case of UPI Bidders (defined hereinafter)) in which the Bid Amount was blocked by the Self Certified Syndicate Banks ("SCSBs") or the Sponsor Bank, as the case may be. Anchor Investors were not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure" on page 431.

The bidding for Anchor Investors opened and closed on Tuesday, November 29, 2022. The Company received 21 applications from 17 Anchor Investors for 4,686,900 Equity Shares. The Anchor Investor Offer Price was finalized at ₹ 577 per Equity Share. A total of 4,344,582 Equity Shares were allocated under the Anchor Investor Portion aggregating to ₹ 2,506,823,814.00/-.

The Offer received 827,720 banked applications for 261,403,550 Equity Shares (including applications from Anchor Investors and prior to technical rejections) resulting in 18.05 times subscription. The details of the banked applications received in the Offer from various categories (including Anchor Investors) are as under (before technical rejections):

SR NO	CATEGORY	NO. OF APPLICATIONS RECEIVED	EQUITY SHARES APPLIED	EQUITY SHARES RESERVED AS PER PROSPECTUS	NO. OF TIMES SUBSCRIBED	AMOUNT (₹)
1	Anchor Investors	21	4,686,900	4,344,582	1.0788	2,704,341,300
2	Qualified Institutional Bidders (excluding Anchor Investors)	80	190,301,125	2,896,388	65.7029	109,803,749,125
3	Non-institutional Investors (More than ₹ 0.20 million and upto ₹ 1.00 million)	29,520	10,833,800	724,098	14.9618	6,251,064,625
4	Non-institutional Investors (above ₹ 1.00 million)	15,130	32,135,825	1,448,194	22.1903	18,541,879,275
5	Retail Individual Investors	782,969	23,445,900	5,068,680	4.6256	13,529,694,200
	TOTAL	827,720	261,403,550	14,481,942	18.0503	150,830,728,525

Final Demand

A summary of the final demand as per BSE and NSE as on the Bid/Offer Closing Date at different Bid prices is as under:

BID PRICE (₹)	NO. OF EQUITY SHARES	% TO TOTAL	CUMULATIVE TOTAL	CUMULATIVE % TO TOTAL
548	112,300	0.04	112,300	0.04
549	4,325	0.00	116,625	0.04
550	34,425	0.01	151,050	0.06
551	3,000	0.00	154,050	0.06
552	950	0.00	155,000	0.06
553	625	0.00	155,625	0.06
554	200	0.00	155,825	0.06
555	15,600	0.01	171,425	0.06
556	325	0.00	171,750	0.06
557	8,875	0.00	180,625	0.07
558	1,025	0.00	181,650	0.07
559	1,350	0.00	183,000	0.07
560	25,450	0.01	208,450	0.08
561	1,050	0.00	209,500	0.08
562	3,300	0.00	212,800	0.08
563	10,925	0.00	223,725	0.08
564	175	0.00	223,900	0.08
565	7,625	0.00	231,525	0.09
566	675	0.00	232,200	0.09
567	3,400	0.00	235,600	0.09
568	950	0.00	236,550	0.09
569	475	0.00	237,025	0.09
570	16,750	0.01	253,775	0.10
571	1,250	0.00	255,025	0.10
572	1,275	0.00	256,300	0.10
573	1,225	0.00	257,525	0.10
574	2,100	0.00	259,625	0.10
575	23,250	0.01	282,875	0.11
576	30,875	0.01	313,750	0.12
577	239,180,750	90.46	239,494,500	90.57
9999	24,924,550	9.43	264,419,050	100.00
TOTAL	264,419,050	100.00		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE on December 7, 2022.

A. Allotment to Retail Individual Investors (after technical rejections) (including ASBA Applications)

The Basis of Allotment to the Retail Individual Investors, who have bid at the Cut-Off Price or at the Offer Price of ₹ 577 per Equity Share, was finalized in consultation with BSE. This category has been subscribed to the extent of 4.51 times (after technical rejections). The total number of Equity Shares Allotted in Retail Portion is 5,068,680 Equity Shares to 202,747 successful applicants. The category-wise details of the Basis of Allotment are as under:

CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER APPLICANT	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
25	717,715	93.90	17,942,875	78.51	25	74:279	4,759,475
50	23,644	3.09	1,182,200	5.17	25	74:279	156,800
75	6,316	0.83	473,700	2.07	25	74:279	41,875
100	4,901	0.64	490,100	2.14	25	74:279	32,500
125	1,976	0.26	247,000	1.08	25	74:279	13,100
150	1,343	0.18	201,450	0.88	25	74:279	8,900
175	1,171	0.15	204,925	0.90	25	74:279	7,775
200	1,087	0.14	217,400	0.95	25	74:279	7,200
225	361	0.05	81,225	0.36	25	74:279	2,400
250	789	0.10	197,250	0.86	25	74:279	5,225
275	239	0.03	65,725	0.29	25	64:239	1,600
300	385	0.05	115,500	0.51	25	74:279	2,550
325	4,416	0.58	1,435,200	6.28	25	74:279	29,275
12368 Allottees from Serial no 2 to 13 Additional 1(one) share					1	5:12368	5

B. Allotment to Non-Institutional Investors (More than ₹ 0.20 million and up to ₹ 1.00 million) (after technical rejections)

The Basis of Allotment to the Non-Institutional Investors (More than ₹ 0.20 million and up to ₹ 1.00 million), who have bid at the Offer Price of ₹ 577 per Equity Share was finalized in consultation with BSE. The sub-category of the Non-Institutional Portion comprising Non-Institutional Investors Bidding (More than ₹ 0.20 million and up to ₹ 1.00 million) has been subscribed to the extent of 14.71 times (after technical rejections). The total number of Equity Shares Allotted in this category is 724,098 Equity Shares to 2,068 successful Non- Institutional Investors. The category-wise details of the Basis of Allotment are as under (Sample):

CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER APPLICANT	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
350	27,458	94.55	9,610,300	90.25	350	27:379	684,600
375	469	1.61	175,875	1.65	352	33:469	11,616
400	241	0.83	96,400	0.91	352	17:241	5,984
425	60	0.21	25,500	0.24	352	4:60	1,408
450	67	0.23	30,150	0.28	352	5:67	1,760
675	14	0.05	9,450	0.09	352	1:14	352
700	47	0.16	32,900	0.31	352	3:47	1,056
725	6	0.02	4,350	0.04	352	1:6	352
750	22	0.08	16,500	0.15	352	2:22	704
775	3	0.01	2,325	0.02	352	0:3	0
950	6	0.02	5,700	0.05	352	1:6	352
1,100	7	0.02	7,700	0.07	352	1:7	352
1,325	2	0.01	2,650	0.02	352	0:2	0
1,350	1	0.00	1,350	0.01	352	0:1	0
1,375	2	0.01	2,750	0.03	352	0:2	0
1,625	4	0.01	6,500	0.06	352	0:4	0
1,650	13	0.04	21,450	0.20	352	1:13	352
1,675	3	0.01	5,025	0.05	352	0:3	0
1,700	12	0.04	20,400	0.19	352	1:12	352
1,725	93	0.32	160,425	1.51	352	7:93	2,464
All allottees from Serial no 2 to 53 for 1 (one) additional share					1	37:56	74

C. Allotment to Non-Institutional Investors (More than ₹ 1.00 million) (after technical rejections)

The Basis of Allotment to the Non-Institutional Investors (More than ₹ 1.00 million), who have bid at the Offer Price of ₹ 577 Equity Share was finalized in consultation with the BSE. The sub-category of the Non-Institutional Portion comprising Non-Institutional Investors Bidding above ₹ 1.00 million has been subscribed to the extent of 21.98 times (after technical rejections). The total number of Equity Shares Allotted in this category is 1,448,194 Equity Shares to 4,137 successful Non- Institutional Investors. The category-wise details of the Basis of Allotment are as under (Sample):

CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER APPLICANT	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
1,750	14,131	94.40	24,729,250	77.70	350	34:123	1,367,100
1,775	176	1.18	312,400	0.98	350	49:176	17,150
1,800	128	0.86	230,400	0.72	350	35:128	12,250
1,825	31	0.21	56,575	0.18	350	9:31	3,150
1,850	44	0.29	81,400	0.26	350	12:44	4,200
2,100	12	0.08	25,200	0.08	350	3:12	1,050
2,325	2	0.01	4,650	0.01	350	1:2	350
2,350	4	0.03	9,400	0.03	350	1:4	350
2,700	8	0.05	21,600	0.07	350	2:8	700
2,775	3	0.02	8,325	0.03	350	1:3	350
8,650	11	0.07	95,150	0.30	350	3:11	1,050
8,750	3	0.02	26,250	0.08	350	1:3	350
2,575	1	0.01	2,575	0.01	350	0:1	0
2,975	1	0.01	2,975	0.01	350	0:1	0
52,500	1	0.01	52,500	0.16	350	0:1	0
77,000	1	0.01	77,000	0.24	350	0:1	0
1,03,975	1	0.01	103,975	0.33	350	0:1	0
8,66,550	1	0.01	866,550	2.72	350	0:1	0
29,46,250	1	0.01	2,946,250	9.26	350	0:1	0
All applicants from Serial no 1001 to 1082 for 1 (one) lot of 350 shares					350	13:82	4,550
4137 Allottees from Serial no 1 to 1082 Additional 1(one) share					1	20:339	244

D. Allotment to QIBs (Excluding Anchor Investors) (after technical rejections)

Allotment to QIBs (excluding Anchor Investors), who have Bid at the Offer Price of ₹ 577 per Equity Share has been done on a proportionate basis in consultation with BSE. This category has been subscribed to the extent of 65.70 times of Net QIB Portion. As per the SEBI ICDR Regulations, Mutual Funds were Allotted 5% of the Equity Shares of Net QIB Portion available i.e.,144,820 Equity Shares and other QIBs including Mutual Funds were Allotted the remaining available Equity Shares i.e., 2,751,568 Equity Shares on a proportionate basis. The total number of Equity Shares Allotted in the Net QIB Portion is 2,896,388 Equity Shares, which were allotted to 80 successful Applicants. The category-wise details of the Basis of Allotment are as under:

CATEGORY	FI's/BANK's	MF's	IC's	NBFC's	AIF's	FPI's	OTHERS	TOTAL
QIB	1,266,210	307,130	171,092	450,231	94,293	607,432	-	2,896,388

E. Allotment to Anchor Investors

The Company and the Investor Selling Shareholders, in consultation with the BRLMs has allocated 4,344,582 Equity Shares to 17 Anchor Investors (through (including 5 domestic Mutual Funds through 9 Mutual Fund schemes) 21 Anchor Investors Application Forms at the Anchor Investor Offer Price of ₹ 577 per Equity Share in accordance with the SEBI ICDR Regulations. This represents 60% of the QIB Portion.

CATEGORY	FI's/BANK's	MF's	IC's	NBFC's	AIF's	FPI's	OTHERS	TOTAL
Anchor Investors	-	1,574,125	490,050	-	346,075	1,934,332	-	4,344,582

The IPO Committee of our Company in its meeting held on December 7, 2022 has taken on record the Basis of Allotment of Equity Shares approved by the Designated Stock Exchange, being BSE and allotted the Equity Shares to various successful Bidders. The Allotment Advice-cum-Unblocking intimations have been dispatched to the email id or address of the investors as registered with the depositories. Further, the instructions to the Self Certified Syndicate Banks for unblocking of funds, transfer to Public Offer Account have been issued on December 7, 2022 and payments to non-Syndicate brokers have been issued on December 8, 2022. In case the same is not received within ten days, investors may contact the Registrar to the Offer at the address given below. The Equity Shares Allotted to the successful Allottees have been uploaded on December 8, 2022 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company has filed the Listing application with NSE and BSE on December 8, 2022. The Company has received listing and trading approval from NSE and BSE and the trading will commence on December 12, 2022.

Note: All capitalised terms used and not specifically defined herein shall have the same meaning as ascribed to them in the Prospectus.

INVESTORS PLEASE NOTE

The details of the Allotment made will be hosted on the website of the Registrar to the Offer, Link Intime India Private Limited at www.linkintime.co.in

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/Sole Bidder, Bid cum Application Form number, Bidder DP ID, Client ID, PAN, date of submission of Bid cum Application Form, address of the Bidder, number of Equity Shares applied for, the name and address of the Designated Intermediary where the Bid cum Application Form was submitted by the Bidder and a copy of the Acknowledgment Slip received from the Designated Intermediary at the address given below:

LINKIntime

Link Intime India Private Limited

C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai 400 083, Maharashtra, India, Tel: + 91 22 4918 6200

E-mail: uniparts.ipo@linkintime.co.in, **Website:** www.linkintime.co.in **Investor grievance e-mail:** uniparts.ipo@linkintime.co.in

Contact person: Shanti Gopalkrishnan

SEBI Registration No.: INR0000004058

For on behalf of UNIPARTS INDIA LIMITED

Sd/-

Place: New Delhi

Jatin Mahajan

Date: December 9, 2022

Company Secretary and Compliance Officer

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF UNIPARTS INDIA LIMITED.

UNIPARTS INDIA LIMITED has filed the Prospectus dated December 3, 2022 with the RoC and thereafter with the Securities and Exchange Board of India (“SEBI”) and the Stock Exchanges. The Prospectus is available on the website of the SEBI at www.sebi.gov.in, the website of the National Stock Exchange of India Limited at www.nseindia.com and the website of the BSE Limited at www.bseindia.com and the respective websites of the book running lead managers to the Offer i.e. Axis Capital Limited at www.axiscapital.co.in, DAM Capital Advisors Limited at www.damcapital.in and JM Financial Limited at www.jmfl.com. Investors should note that investment in equity shares involves a high degree of risk and for details in relations to such risk, please see the section titled ‘**Risk Factors**’ on page 27 of the Prospectus.

Potential investors should not rely on the DRHP filed with the SEBI in making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933 (the “U.S. Securities Act”) or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of each jurisdictions where such offers and sales are made. There will be no public offering of the Equity Shares in the United States.