



**THIS NOTICE (AS DEFINED HEREIN) IS NOT FOR RELEASE, PUBLICATION AND/OR DISTRIBUTION IN AND/OR INTO THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OF AMERICA, OR THE DISTRICT OF COLUMBIA (TOGETHER, THE "UNITED STATES") OR ANY "OTHER JURISDICTIONS" (AS DEFINED HEREIN). FOR FURTHER INFORMATION, SEE "IMPORTANT INFORMATION" HEREIN.**

**The Managing Director,**  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001  
India

The Managing Director  
National Stock Exchange of India Ltd  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051, India

Date: June 04, 2025

Dear Sir/Madam,

**Subject: Notice of Offer for Sale of equity shares of face value of ₹10 each ("Equity Shares") of Indosolar Limited (the "Company") by its Promoter, Waaree Energies Limited ("Seller"), through the stock exchange mechanism (the "Notice")**

We hereby notify you that the Seller proposes to sell up to 4,76,495 (Four Lakh Seventy -Six Thousand Four Hundred Ninety-Five) equity shares of face value Rs. 10 each of the Company (representing 1.15% of the total paid-up equity share capital of the Company) on June 5, 2025 ("T- day") (for Non-Retail Investors only) and on June 6, 2025 ("T+1 Day") (for retail Investors), hereinafter be referred to as "Sale Shares" ("OFS").

The Sale Shares are proposed to be sold in accordance with:

We refer to paragraph 19.1.5.2 of chapter 1 of the master circular for stock exchanges and clearing corporations bearing reference number SEBI/HO/MRD2/PoD-2/CIR/P/2024/00181 dated December 30, 2024 " notified by the Securities and Exchange Board of India ("SEBI") ("SEBI OFS Circular") and the applicable notices and circulars issued by the Stock Exchanges (as defined hereinunder) from time to time in this regard, including the applicable notices and circulars issued by BSE and NSE (together, the "Stock Exchanges") from time to time in this regard, including (a) "Revised Operational Guidelines for Offer for Sale (OFS) Segment" issued by BSE vide its notice bearing no. 20240701-19 dated July 1, 2024 ("BSE OFS Circular") and, to the extent applicable, the previous notices issued by BSE in this regard; and (b) "Revised operating guidelines of Offer for Sale" issued by NSE by way of its circular bearing no. 93/2024 dated July 12, 2024 and, to the extent applicable, the previous circulars issued by NSE in this regard ("NSE OFS Circular", together with the BSE OFS Circular, the "Stock Exchange Circulars" and together with the SEBI OFS Circular, the "OFS Guidelines")

The Offer shall be undertaken exclusively through the Seller's Broker (defined later) on a separate window provided by the / Stock Exchanges for this purpose.

The OFS is being undertaken by the Seller for achieving the public shareholding in the Company, as prescribed under the second proviso to the Rule 19A(5) of the Securities Contracts (Regulation) Rules,

## **WAAREE Energies Ltd.**

### **Registered Office:**

602, Western Edge – 1, Western Express Highway, Borivali (E), Mumbai – 400 066, INDIA.

Tel: +91-22-6644 4444. Fax: +91-22-6644 4400.

Email: [waaree@waaree.com](mailto:waaree@waaree.com). Website: [www.waaree.com](http://www.waaree.com)

Corporate Identity Number: L29248MH1990PLC059463

1957 and Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Offer for Sale is one of the permissible methods that has been prescribed by SEBI by way of master circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as an acceptable method for achieving public shareholding criteria.

This Notice is being issued to the Stock Exchanges, pursuant to Clause 5(2) of the I OFS Guidelines to announce the intention of the Seller to undertake the OFS and contains important details with respect to the OFS. Bidders and prospective investors as well as their brokers are requested to read the entire contents of this Notice, along with the OFS Guidelines, before participating in the OFS.

Please note that all the eligible bidders will be allotted OFS Shares at the Floor Price of Rs. 10 per equity share only.

The Seller has appointed Antique Stock Broking Limited as the 'Sellers' Broker'.

Other important information in relation to the Offer is set out below under the heading “**Important Information**”, and the information included therein constitutes an integral part of the terms and conditions of the Offer.

Sr. No.	Details required to be mentioned in the Notice	Particulars of the Offer
1.	Name of the Seller (Promoter / Promoter Group)	Waaree Energies Limited
2.	Name of the company whose shares are proposed to be sold and ISIN	<b>Name:</b> Indosolar Limited <b>ISIN:</b> INE866K01023
3.	Name of the stock exchange where orders shall be placed	BSE and NSE
4.	Name of the designated stock exchange	BSE
5.	Name of the designated clearing corporation	Indian Clearing Corporation Limited
6.	Dates and time of the opening and closing of the Offer	The Offer shall take place on a separate window of the Stock Exchanges on June 5, 2025 (“ <b>T</b> ” day) and June 6, 2025 (“ <b>T+1</b> ” day), from 9:15 a.m. to 3:30 p.m. (Indian Standard Time) on both days, as per details given below.

**For non-Retail Investors (defined below)**

Only non-Retail Investors shall be allowed to place their bids on T day, i.e., June 5, 2025

The Offer shall take place during trading hours on a separate window of the Stock Exchanges on T day, i.e., June 5, 2025 commencing at 9:15 a.m. and shall close at 3:30 p.m. Indian Standard Time on the same date.

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		<p>On the T Day, the non-Retail Investors may indicate their willingness to carry forward their un-allotted bids to T+1 Day (defined below) for allocation to them in the unsubscribed portion of Retail Category (defined below).</p> <p>Only non-Retail Investors shall be allowed to place their bids on T Day, i.e. June 5, 2025.</p> <p><b>For Retail Investors (defined below) and for non-Retail Investors who choose to carry forward their un-allotted bids to T+1 Day</b></p> <p>The Offer shall continue to take place during trading hours on the Stock Exchanges on T+1 day, i.e. June 6, 2025 commencing at 9:15 a.m. and shall close on the same date at 3:30 p.m. Indian Standard Time on the same date.</p> <p>Only Retail Investors (defined below) shall be allowed to place their bids on T+1 day, i.e., June 6, 2025. Further, those non-Retail Investors who have placed their bids on T day and have chosen to carry forward their unallotted bids to T+1 day, shall be allowed to revise their bids on T+1 day as per the OFS Guidelines.</p> <p>(T Day and T+1 Day, collectively referred to as “<b>Offer Dates</b>”)</p>
7.	Allocation methodology	<p>The allocation shall be on a proportionate method basis at a single clearing price in accordance with the SEBI OFS Circulars for both Non-Retail and Retail categories.</p> <p>No single bidder, other than mutual funds registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended (“<b>Mutual Funds</b>”) and insurance companies registered with the Insurance Regulatory and Development Authority under the Insurance Regulatory and Development Authority Act, 1999 as amended (“<b>Insurance Companies</b>”), shall be allocated more than 25% of the Offer Shares.</p> <p style="text-align: center;"><b>Non-Retail Category Allocation Methodology</b></p>

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The non-Retail investors shall have an option to carry forward their un-allotted bids from T day to T+1 day provided such non-Retail Investors choosing to carry forward their un-allotted bids to T+1 day are required to indicate their willingness to carry forward their un-allotted bids. Further, such non-Retail Investors can also revise their bids on T+1 day in accordance with the OFS Guidelines.

The allocation of the unsubscribed portion of the Retail Category to the Non-Retail Category shall be at a price equal to Floor Price.

Any unsubscribed portion of the Non-Retail Category after allotment shall be eligible for allocation to the Retail Category. Such allocation to Retail investors at a price equal to Floor Price.

A Minimum of 25% of the Offer Shares shall be reserved for Mutual Funds and Insurance Companies subject to receipt of valid bids at the Floor Price. In case of any under subscription by Mutual Funds and Insurance Companies, the unsubscribed portion shall be available to other bidders.

#### **Retail Category Allocation Methodology**

For the purpose of this Notice, Retail Investor shall mean an individual investor who places bids for Offer Shares of total value of not more than ₹200,000 (“**Retail Investor**”).

Minimum 10% of the Offer Shares shall be reserved for allocation to Retail Investors (“**Retail Category**”). The Stock Exchanges will decide the quantity of Offer Shares eligible to be considered in the Retail Category, based on the Floor Price (defined below) declared by the Seller.

In case of oversubscription in the Retail Category, if the aggregate number of Offer Shares bid is more than the available quantity, then the allocation for such bids will be done on a proportionate basis.

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		Any unsubscribed portion of the Retail Category, after allotment to Retail Investors, shall be eligible for allocation to non-Retail Investors who have chosen to carry forward their un-allotted bids to T+1 day. The non-Retail Investors are required to indicate their willingness to carry forward their bid on T day.
8.	Total number of Equity Shares being offered in the Offer	Up to 4,76,495 Equity Shares, representing 1.15% of the total paid up equity share capital of the Company (the “Offer Size”).
9.	Maximum number of shares the Seller may choose to sell over and above made at point 8 above	Nil
10.	Name of the broker(s) on behalf of the Seller (the “Seller’s Broker”)	Antique Stock Broking Limited (Broker Code: BSE – 119, NSE-12987)
11.	Floor Price	The price for the Offer shall be at ₹10 (Rupees Ten) per Equity Share (“Floor Price”). The Offer is at a <b>single clearing price of Rs. 10/- (Ten) only.</b>
12.	Retail Discount	Nil
13.	Conditions for withdrawal of the Offer	The Seller reserves the right to not proceed with the Offer at any time prior to the time of opening of the Offer on T Day. In such a case, there shall be a cooling off period of 10 trading days from the date of withdrawal before another offer for sale through stock exchange mechanism is made. The Stock Exchange shall suitably disseminate details of such withdrawal.
14.	Conditions for cancellation of the Offer	<p>In the event the aggregate number of orders received from non-Retail Investors in the Offer at or above the Floor Price on T day is not sufficient, the Seller reserves the right to cancel the Offer, post bidding, in full (for both non-Retail Investors and Retail Investors) and not proceed with the Offer on T+1 day.</p> <p>Cancellation request for bidding from the Seller will be accepted up to 5:00 p.m. on T day by the Stock Exchange.</p> <p>In case of defaults in settlement obligations, the Seller reserves the right to either conclude the Offer, to the extent of valid bids received, or cancel the Offer in full.</p>

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		In such cases, the decision to either conclude or cancel the Offer shall be at the sole discretion of the Seller.
15.	Conditions for participating in the Offer	<ol style="list-style-type: none"> <li>1. Non-institutional investors bidding in the non-Retail Category shall deposit 100% of the bid value in cash up-front with the clearing corporation at the time of placing bids for the Offer.</li> <li>2. Institutional investors have an option of placing bids without any upfront payment. In case of institutional investors who place bids with 100% of the bid value deposited upfront, custodian confirmation shall be provided within trading hours. In case of institutional investors who place bids without depositing 100% of the bid value upfront, custodian confirmation shall be as per the existing rules for secondary market transactions and OFS Guidelines.</li> <li>3. In respect of bids in the Retail Category, margin for bids placed at cut-off price, shall be at the Floor Price and for price bids at the value of the bid. Clearing Corporation shall collect margin to the extent of 100% of order value in cash or cash equivalents at the time of placing bids. Pay-in and pay-out for bids by Retail Investors shall take place as per normal secondary market transactions.</li> <li>4. Retail Investors may enter a price bid and/or opt for bidding at the Single Price/ Floor Price/Cut Off Price.</li> <li>5. The funds collected shall neither be utilized against any other obligation of the trading member nor commingled with other segments.</li> <li>6. Individual investors shall have the option to bid in the Retail Category and/ or the non-Retail Category. However, if the cumulative bid value by an individual investor across the Retail Category and the non-Retail Category exceeds ₹200,000, the bids in the Retail Category will become ineligible. Further, if the cumulative bid value by an individual investor in the Retail Category across BSE and NSE exceeds ₹200,000, such bids shall be rejected.</li> </ol>

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7. Modification or cancellation of orders

- (a) Orders placed by Retail Investors ((with 100% of the bid value deposited upfront) can be modified or cancelled any time during the trading hours on T+1 day.
- (b) Orders placed by institutional investors and by non-institutional investors, with 100% of the bid value deposited upfront: Such orders can be modified or cancelled any time during the trading hours on T day, and in respect of any un-allotted bids which they have indicated to be carried forward to T+1 day, orders can be modified on T+1 day in accordance with the OFS Guidelines;
- (c) Orders placed by institutional investors without depositing 100% of the bid value upfront: Such orders cannot be modified or cancelled by the investors or stock-brokers, except for making upward revision in the price or quantity any time during the trading hours on T day, and in respect of any un-allotted bids which they have indicated to be carried forward to T+1 day, orders can be modified (only by making upward revision in the price or quantity) on T+1 day in accordance with the OFS Guidelines.

In case of any permitted modification or cancellation of the bid, the funds shall be released / collected on a real-time basis by the clearing corporation.

- 8. Bidder shall also be liable to pay any other fees, as may be levied by the Stock Exchanges, including securities transaction tax, exchange turnover charges, SEBI fees and applicable stamp duty.
- 9. Multiple orders from a single bidder shall be permitted, subject to the conditions prescribed in paragraph 6 above.

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		<p>10. In case of default in pay-in by any bidder, an amount aggregating to 10% of the order value shall be charged as penalty from the investor and collected from the broker. This amount shall be credited to the Investor Protection Fund of the Stock Exchanges.</p> <p>11. The Equity Shares of the Company other than the Offer Shares shall continue trading in the normal market. However, in case of market closure due to incidence of breach of “Market wide index-based circuit filter”, the Offer shall also be halted.</p>
16.	Settlement	<p>1. Settlement shall take place on a trade for trade basis. For bids received from non-Retail Category on T day, being non-institutional investors and institutional investors who place orders with 100% of the order value deposited upfront, settlement shall take place on T+1 Day, in accordance with the OFS Guidelines. In the case of institutional investors who place bids on T Day without depositing 100% of the order value upfront, settlement shall be as per the existing rules for secondary market transactions.</p> <p>2. For the bids received on T+1 Day from non-Retail Investors who choose to carry forward their un-allotted bids to T+1 day with 100% of the order value deposited upfront, the settlement shall take place on T+2 Day.</p> <p>3. For the bids received on T+1 Day from the Retail Category, the settlement shall take place on T+2 Day.</p> <p>4. For the bids received on T+1 Day from the non-Retail Investors who choose to carry forward their un-allotted bids to T+1 day without depositing 100% of the order value upfront, the settlement shall take place on T+2 day.</p> <p>5. Funds collected from the Bidders who have not been allocated equity shares shall be released after the download of the obligation.</p>

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## IMPORTANT INFORMATION

The Offer is directed personally to each prospective bidder (including individuals, funds or otherwise) registered with the broker of the Stock Exchange who makes a bid (each a “**Bidder**”) and neither the Offer nor this Notice constitutes an offer to sell or invitation or solicitation of an offer to buy, to the public, or to any other person or class of persons requiring any prospectus or offer document to be issued, submitted to or filed with any regulatory authority or to any other person or class of persons within or outside India.

The Offer is being made in reliance on the OFS Guidelines and subject to the guidelines, circulars, rules and regulation of the Stock Exchange. There will be no “**public offer**” of the Offer Shares in India under the applicable laws in India including the Companies Act, 2013, and the rules and clarifications issued thereunder, as amended from time to time (the “**Companies Act**”) or in any other jurisdiction. Accordingly, no documents have been or will be prepared, registered or submitted for approval as a “prospectus” or an “offer document” with the Registrar of Companies in India and/or SEBI and/or the Stock Exchange or any other statutory/regulatory/listing authority, in India or abroad, under the applicable laws in India including the Companies Act, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and no such document will be circulated or distributed to any person in any jurisdiction, including in India.

Each Bidder shall be deemed to acknowledge and agree that any buy order or bid shall be made solely on the basis of publicly available information and any information available with SEBI, the Stock Exchange, on the Company’s website or otherwise in the public domain, together with the information contained in this Notice. The Offer is subject to further terms set forth in the contract note to be provided to the successful Bidders.

This Notice is for information purposes only and is neither an offer nor invitation to buy or sell nor a solicitation of an offer to buy to sell any securities, nor shall there be any sale of securities in any jurisdiction (“Other Jurisdiction”) in which such offer, solicitation or sale is or may be unlawful whether prior to registration or qualification under the securities laws of any such jurisdiction or otherwise. This Notice and the information contained herein are not for publication or distribution, directly or indirectly, to persons in any Other Jurisdiction unless permitted pursuant to an exemption under the relevant local law or regulation in any such jurisdiction. Prospective Bidders should seek appropriate legal advice prior to participating in the Offer.

This Notice or information contained herein is not for release, publication or distribution in the United States of America, its territories and possessions, any state of the United States of America, and the District of Columbia (**together, the “United States”**), and is neither an offer to sell nor a solicitation of an offer to buy any securities of the Company in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933 (“**Securities Act**”) and may not be offered or sold in the United States except in transactions exempt from the registration requirements of the Securities Act. The Offer Shares will be offered outside the United States through offshore transactions in reliance upon Regulations under the Securities Act. The purchasers of Offer Shares are hereby advised that any

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resale of such shares must be made in accordance with the registration requirements of the securities laws in the United States.

By submitting a bid in connection with the Offer or receiving the Offer Shares, each Bidder and any broker acting on such Bidder's behalf will be deemed to have (a) read and understood this Notice in its entirety, (b) Accepted and complied with the terms and conditions set out in this Notice; and (c) represented, Agreed and acknowledged that such Bidder is, and at the time the Offer Shares are purchased, will be, the beneficial owner of such Offer Shares, not an affiliate of the Company or a person acting on behalf of such an affiliate and located outside the United States and purchasing such Offer Shares in reliance upon Regulations.

**Except for the Seller's Brokers, no broker may solicit bids for the Offer Shares or accept orders for bids for the Offer Shares from persons in the United States.**

By submitting a bid on behalf of a buyer in connection with the Offer, each broker will also be deemed to have represented, agreed and acknowledged that it is located outside the United States and that none of the broker, its affiliates and all persons acting on its or their behalf has (a) engaged or will engage in any "directed selling efforts" (as defined in Regulation S under the Securities Act) in connection with the offer or sale of the Offer Shares, (b) engaged or will engage in any form of general solicitation or general advertising (each, within the meaning of Regulation D under the Securities Act) in connection with the offer or sale of the Offer Shares and (c) offered or will offer and sell the Offer Shares except outside the United States in reliance upon Regulation.

Thanking You,

Yours faithfully,

**For and on behalf of Waaree Energies Limited**

**Rajesh Ghanshyam Gaur**  
**Company Secretary & Compliance Officer**  
**M.No. A34629**

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