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active

# ACTIVE INFRASTRUCTURES LIMITED

Corporate Identity Number: U45200MH2007PLC174506

Our Company was originally incorporated as a private limited company under the name "Active Infrastructures Private Limited", under the provisions of Companies Act, 1956 and received a certificate of incorporation dated September 26, 2007 issued by the Registrar of Companies, Mumbai, Maharashtra. Subsequently, our Company was converted into a public limited company pursuant to a special resolution passed by our shareholders in the extra ordinary general meeting of the Company held on June 12, 2024 and the name of our Company was changed to "Active Infrastructures Limited" and a fresh Certificate of Incorporation dated August 09, 2024 having CIN U45200MH2007PLC174506 was issued by the Registrar of Companies, Mumbai, Maharashtra. For further details of changes in name and registered office of our Company, please refer to the chapter titled "History and Certain Corporate Matters" on page 148 of this Red Herring Prospectus.

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Registered Office: Riaan Tower 10th Floor, Mangalwari Road, Sadar, Sadar Bazar, Nagpur- 440001, Maharashtra, India;

Contact Person: Mrs. Aanchal Tembhre, Company Secretary and Compliance Officer; E-mail: investorinfo@activeinfra.in Telephone: +91 7030002840 Website: https://activeinfra.in/

## PROMOTERS OF THE COMPANY

MR. SUNIL GYANCHAND RAISONI, MR. SHREYAS SUNIL RAISONI, SHRADHA INFRAPROJECTS LIMITED AND RIAAN DIAGNOSTIC PRIVATE LIMITED

## THE ISSUE

INITIAL PUBLIC ISSUE OF UPTO 43,00,200 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH OF ACTIVE INFRASTRUCTURES LIMITED ("ACTIVE" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [•] LAKHS ("THE ISSUE"), OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH FOR CASH AT A PRICE OF [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 40,84,200 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH AT A PRICE OF ₹ [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 28.64 % AND 27.57 %, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

## ALLOCATION OF THE ISSUE

QIB Portion (Excluding Anchor Investor Portion)	Not More than 1,63,800 Equity Shares representing 40.09% of the QIB Portion
Anchor Investor Portion	Not More than 2,44,800 Equity Shares representing 59.91% of the QIB Portion
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Price Band: ₹178 to ₹181 per Equity Share of face value of ₹5 each.

The floor price is 35.6 times of the face value and the cap price is 36.2 times of the face value of the Equity Shares.  
Bids can be made for a minimum of 600 Equity Shares and in multiples of 600 Equity Shares thereafter.

THIS ISSUE IS BEING MADE THROUGH THE BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED, READ WITH RULE 19(2)(B) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 326 OF THE RED HERRING PROSPECTUS.

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BID/ISSUE OPENS TODAY - FRIDAY, MARCH 21, 2025

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**ASBA \*** | Simple, Safe, Smart way of application!!! | \* Application supported by blocked amount (ASBA) is a better way of applying to issues by simple blocking the fund in the bank account. | Mandatory in Public Issues. No cheque will be accepted. For further details, check section on ASBA below.



### UPI- Now Available in ASBA for Retail Individual Investors ("RII")\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN.

UPI – Now available in ASBA for Retail Individual Bidders applying through Registered Brokers, DPs & RTA. Retail Individual Bidders also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat, and bank account.

\*ASBA has to be availed by all the investors except Anchor Investors (if any). UPI may be availed by RIIs.  
For details on the ASBA and UPI process, please refer to the details given in the ASBA Form and abridged prospectus and also refer to the section "Issue Procedure" beginning on page 326 of the Red Herring Prospectus. The process is also available on the website of SEBI and Stock Exchanges in the General Information Document. ASBA Forms can be downloaded from the website of Emerge platform of NSE ("NSE Emerge" or "Stock Exchange") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.  
\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link: www.sebi.gov.in. ICI Bank Limited has been appointed as the Sponsor Bank for the issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended.  
IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/1/2015, DATED NOVEMBER 10, 2015, ALL POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS, PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBs") FOR THE SAME. FURTHER, PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR THE IMPLEMENTATION OF PHASE III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023, ON A MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILISE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS, PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN THE CASE OF RIIs), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBs OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO "ISSUE PROCEDURE" ON PAGE 326 OF THE RED HERRING PROSPECTUS. IN CASE OF ANY DELAY IN UNBLOCKING/REFUNDING THE FUNDS, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF UPI (ON A MANDATORY BASIS).

## RISK TO INVESTORS

- Our entire revenue stream is derived from activities from the states of Maharashtra, Uttar Pradesh and Madhya Pradesh. Any adverse development affecting our operations in these regions could have an adverse impact on our business, financial condition and results of operations.
- Our business significantly depends on projects awarded by government or government-owned customers, which subjects us to a variety of risks.
- If we fail to qualify for, or win new contracts from project owners, our business, financial condition, results of operations, prospects and cash flows could be adversely affected.

In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid / Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00 % of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00 % of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For Further Details, refer to the chapter titled "Issue Procedure" on page 326 of this Red Herring Prospectus.

**PROPOSED LISTING:** The Equity Shares offered through this Red Herring Prospectus are proposed to be listed on the SME Platform of National Stock Exchange of India Limited ("NSE EMERGE"). For the purposes of the Issue, NSE shall be the Designated Stock Exchange. Our Company has received In-Principle approval letter dated February 17, 2025 from National Stock Exchange of India ("NSE") for using its name in the Red Herring Prospectus for listing of its Equity Shares.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Issue Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 306 of the RHP.

**DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given

by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to page 306 of the Red Herring Prospectus for the full text of the "Disclaimer Clause of NSE".

**RISK IN RELATION TO THE FIRST ISSUE:** This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹5/- each. The Floor Price and the Cap Price which have been determined and the Issue Price which will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for our Equity Shares by way of the Book Building Process and as stated in "Basis for the Issue Price" on page 96 of this Red Herring Prospectus, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" on page 29 of this Red Herring Prospectus.

**ADDITIONAL INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013:**

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and the other objects of the Company, see "History and Certain Corporate Matters" on page 148 of the Red Herring Prospectus. The Memorandum of Association of the Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 387 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS OF THE COMPANY:** Limited by shares.

**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The authorised share capital of the Company is 2,48,00,000 Equity Shares having a face value of ₹ 5/- each. The Issued, Subscribed & Paid-up Share Capital prior to the Issue is 1,07,14,816 Equity Shares having a face value of ₹ 5 Each. For details of the Capital Structure, see the section "Capital Structure" on page 65 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association of the Company:  
Mr. Vijaychand Jain – 5000 Equity Shares  
Mrs. Bharti Jain – 5000 Equity Shares.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>Kreo Capital Private Limited</b> <b>Registered Address:</b> 2nd Floor, VCA Complex, Near Gate No. 08, Civil Lines, Sadar Bazar, Nagpur – 440001, Maharashtra, India <b>Tel. No.:</b> 0712-2997550/ 0712-2997551 <b>Email:</b> office@kreocapital.com <b>Website:</b> https://www.kreocapital.com <b>Investor Grievance e-mail:</b> office@kreocapital.com <b>Contact Person:</b> Mr. Ayush Parakh <b>SEBI Registration No.:</b> INM000012689	 <b>Bigshare Services Private Limited</b> <b>Address:</b> S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India. <b>Telephone:</b> +91 22 62638200 <b>Email:</b> ipo@bigshareonline.com <b>Website:</b> https://www.bigshareonline.com <b>Investor grievance e-mail:</b> investor@bigshareonline.com <b>Contact Person:</b> Mr. Sagar Pathare <b>SEBI Registration No.:</b> INR000001385	<b>Mrs. Aanchal Tembhre</b> <b>Address:</b> Riaan Tower 10th Floor, Mangalwari Road, Sadar, Sadar Bazar, Nagpur- 440001, Maharashtra, India. <b>Telephone:</b> +91 7030002840 <b>Email:</b> investorinfo@activeinfra.in <b>Website:</b> https://activeinfra.in/  Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode etc.

## ADDENDUM TO THE RED HERRING PROSPECTUS DATED MARCH 13, 2025

This addendum is to be read with heading "Allotment Procedure and Basis of Allotment" on page number 347 of RHP dated March 13, 2025

### Flow of Events from the Closure of Bidding Period (T-Day) till Allotment:

- On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.
- RTA identifies cases with mismatch of account number as per bid file/Final Certificate and as per applicant's bank account linked to depository demat account and seek clarification from SCSB to identify the applications with third party account for rejection.
- Third party confirmation of applications to be completed by SCSBs on T+ 1 day.
- RTA prepares the list of final rejections and circulate the rejections list with BRLM/Company for their review/comments.
- Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).
- The Designated Stock Exchange (DSE), post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.
- The RTA uploads the drawl numbers in their system and generates the final list of allottees as per process mentioned below:

### Process for generating list of allottees:-

- Instruction is given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket/batch as per the allotment ratio. For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots provided by Designated Stock Exchange (DSE) is 3 and 5 then the system will pick every 3rd and 5th application in each of the lot of the category and these applications will be allotted the shares in that category.
- In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the over subscription times.
- In categories where there is under-subscription, the Registrar will do full allotment for all valid applications.
- On the basis of the above, the RTA will work out the allottees, partial allottees and non-allottees, prepare the fund transfer letters and advice the SCSBs to debit or unblock the respective accounts.

### Availability of Red Herring Prospectus:

Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. A full copy of the Red Herring Prospectus will be available at the website of SEBI at www.sebi.gov.in; the website of the Stock Exchange at www.nseindia.com; the website of BRLM at https://www.kreocapital.com; and the website of the Company at https://activeinfra.in/.

### Availability of Bid-Cum-Application Forms:

Bid-Cum-Application forms can be obtained from the Company; Active Infrastructures Limited, and the Book Running Lead Manager; Kreo Capital Private Limited. Application forms can also be obtained from the Stock Exchange and the list of SCSBs available on the website of SEBI at www.sebi.gov.in and the website of the Stock Exchange at www.nseindia.com.

### Application Supported by Blocked Amount (ASBA):

All investors in this issue have to compulsorily apply through ASBA. The investors are required to fill the ASBA form and submit the same to their banks. The SCSB will block the amount in the account as per the authority contained in the ASBA form. On allotment, the amount will be unblocked, and the account will be debited only to the extent required to be paid for the allotment of shares. Hence, there will be no need for a refund.

For more details on the issue process and how to apply, please refer to the details given in the application forms and abridged prospectus. Also, please refer to the chapter "Issue Procedure" on page 326 of the Red Herring Prospectus.

### BANKER TO THE ISSUE:

ICI Bank Limited  
All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For Active Infrastructures Limited  
On behalf of the Board of Directors  
sd/-  
Nitesh Sanklecha  
Managing Director

Place : Nagpur  
Date : March 20, 2025

**Disclaimer : Active Infrastructures Limited** is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP dated March 13, 2025, with the Registrar of Companies, Mumbai and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at https://activeinfra.in/, the website of the BRLM at https://www.kreocapital.com and the website of NSE at www.nseindia.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see section "Risk Factors" beginning on page 29 of the Red Herring Prospectus. Potential Investors should not rely solely on the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any applicable U.S. state securities laws. There will be no public offering in the United States and the securities being offered in this announcement are not being offered or sold in the United States.



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Simple, Safe, Smart way of application!!!

\* Application supported by blocked amount (ASBA) is a better way of applying to issues by simple blocking the fund in the bank account. For further details, check section on ASBA below.

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UPI – Now available in ASBA for Retail Individual Bidders applying through Registered Brokers, DPs &amp; RTA. Retail Individual Bidders also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat, and bank account.

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\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on UPI, please refer to the link: www.sebi.gov.in. ICICI Bank Limited has been appointed as the Sponsor Bank for the Issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended. IN TERMS OF THE SEBI CIRCULAR NO. CIR/CPD/CYSEL/1/2018, DATED NOVEMBER 10, 2018, ALL POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS. PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBs") FOR THE SAME. FURTHER, PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/DO/CPD/701/CIR/CP/2023/140, FOR THE IMPLEMENTATION OF PHASE III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023, ON A MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILISE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS. PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN THE CASE OF RIIs), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBs OR UNDER THE USAN/AMOUNTS CAN BE APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS DRAWN TO THE "ASBA" PROCEDURE UNDER SECTION 326 OF THE RED HERRING PROSPECTUS. IN CASE OF ANY DELAY IN UNLOCKING/REFUNDING THE FUNDS, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE II OF UPI (ON A MANDATORY BASIS).

## RISK TO INVESTORS

1. Our entire revenue stream is derived from activities from the states of Maharashtra, Uttar Pradesh and Madhya Pradesh. Any adverse development affecting our operations in these regions could have an adverse impact on our business, financial condition and results of operations.
2. Our business significantly depends on projects awarded by government or government-owned customers, which subjects us to a variety of risks.
3. If we fail to qualify for, or win new contracts from project owners, our business, financial condition, results of operations, prospects and cash flows could be adversely affected.

In case of any revision in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Issue Period not exceeding 10 Working Days. In case of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/Issue Period for a minimum of three Working Days, subject to the Bid/Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable. This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 22 of the SEBI ICDR Regulations and in compliance with Regulation 23 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for designated Mutual Funds, subject to valid bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of no allocation to Anchor Investor Portion or non-allocation to Anchor Investor Portion, the Anchor Investor Portion shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self-Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For further details, refer to the chapter titled "Issue Procedure" on page 326 of this Red Herring Prospectus.

**PROPOSED LISTING:** The Equity Shares offered through this Red Herring Prospectus are proposed to be listed on the SME Platform of National Stock Exchange of India Limited ("NSE EMERGE"). For the purposes of the Issue, NSE shall be the Designated Stock Exchange. Our Company has received In-Principle Approval letter dated February 17, 2025 from National Stock Exchange of India ("NSE") for using its name in the Red Herring Prospectus for listing of the Equity Shares.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any opinion on the Issue Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 306 of the RHP.

**DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given

by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to page 306 of the Red Herring Prospectus for the full text of the Disclaimer Clause of NSE.

**RISK IN RELATION TO THE FIRST ISSUE:** This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹5/- each. The Floor Price and the Cap Price which have been determined and the Issue Price will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for our Equity Shares by way of the Book Building Process and as stated in "Basis for the Issue Price" on page 96 of this Red Herring Prospectus, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of the Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" on page 29 of this Red Herring Prospectus.

**ADDITIONAL INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013:** **CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and the other objects of the Company, see "History and Certain Corporate Matters" on page 148 of the Red Herring Prospectus. The Memorandum of Association of the Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 387 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS OF THE COMPANY:** Limited by shares. **AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The authorized share capital of the Company is ₹ 2,48,00,000 Equity Shares having a face value of ₹ 5/- each. The Issued, Subscribed & Paid-up Share Capital prior to the Issue is ₹ 1,07,14,818 Equity Shares having a face value of ₹ 5/- each. For details of the Capital Structure, see the section "Capital Structure" on page 65 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association of the Company: Mr. Vijaychand Jain - 5000 Equity Shares Mrs. Shanti Jain - 5000 Equity Shares

## BOOK RUNNING LEAD MANAGER



**Kreo Capital Private Limited**  
Registered Address: 2nd Floor, VCA Complex, Near Gate No. 08, Civil Lines, Sadar Bazar, Nagpur - 440001, Maharashtra, India.  
Tel. No.: 0712-2997550/ 0712-2997551  
Email: office@krecapital.com  
Website: https://www.krecapital.com  
Investor Grievance e-mail: office@krecapital.com  
Contact Person: Mr. Ajaysh Parakh  
SEBI Registration No.: INM000012689

## REGISTRAR TO THE ISSUE



**Bighare Services Private Limited**  
Registered Address: 2nd Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India.  
Telephone: +91 22 62638200  
Email: ipo@bighareonline.com  
Website: https://www.bighareonline.com  
Investor grievance e-mail: investor@bighareonline.com  
Contact Person: Mr. Sagar Pathare  
SEBI Registration No.: INR000001385

## COMPANY SECRETARY AND COMPLIANCE OFFICER

**Mrs. Aanchal Tembhre**  
Address: Rian Tower 10th Floor, Mangalwari Road, Sadar, Sadar Bazar, Nagpur- 440001, Maharashtra, India.  
Telephone: +91 7030002840  
Email: investorinfo@activeinfra.in  
Website: https://activeinfra.in/

Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode etc.

## ADDENDUM TO THE RED HERRING PROSPECTUS DATED MARCH 13, 2025

This addendum is to be read with heading "Allotment Procedure and Basis of Allotment" on page number 347 of RHP dated March 13, 2025

### Flow of Events from the Closure of Bidding Period (T-Day) till Allotment:

- On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.
- RTA identifies cases with mismatch of account details as per bid file/Final Certificate and as per participants' bank account to depository detail account and seek clarification from SCSB to identify the applications with third party account for rejection.
- Third party confirmation of applications to be completed by SCSBs on T+1 day.
- RTA prepares the list of final rejections and circulate the rejections list with BRLM/Company for their review/comments.
- Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).
- The Designated Stock Exchange (DSE), post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.
- The RTA uploads the drawal numbers in their system and generates the final list of allottees as per process mentioned below.

### Process for generating final list of allottees:-

- Instruction is given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket/batch as per the allotment ratio. For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots provided by Designated Stock Exchange (DSE) is 6:3 and then the system will pick every 6th bid and application in each of the lot of the category and these applications will be allotted the shares in that category.
- In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the over subscription terms.
- In categories where there is under-subscription, the Registrar will do full allotment for all valid applications.
- On the basis of the above, the RTA will work out the allottees, partial allottees and non-allottees, prepare the fund transfer letters and advice the SCSBs to debit or unlock the respective accounts.

### Availability of Red Herring Prospectus:

Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the issue. A full copy of the Red Herring Prospectus will be available at the website of SEBI at www.sebi.gov.in; the website of the Stock Exchange at www.nseindia.com; the website of BRLM at https://www.krecapital.com; and the website of the Company at https://activeinfra.in/.

### Availability of Bid-Cum-Application Forms:

Bid-Cum-Application forms can be obtained from the Company, Active Infrastructures Limited, and the Book Running Lead Manager, Kreo Capital Private Limited. Application forms can also be obtained from the Stock Exchange and the list of SCSBs available on the website of SEBI at www.sebi.gov.in and the website of the Stock Exchange at www.nseindia.com.

### Application Supported by Blocked Amount (ASBA):

All investors in this issue have to compulsorily apply through ASBA. The investors are required to fill the ASBA form and submit the same to their banks. The SCSB will block the amount in the account as per the authority contained in the ASBA form. On allotment, the amount will be unlocked, and the account will be debited only to the extent required to be paid for the allotment of shares. Hence, there will be no need for a refund. For more details on the issue process and how to apply, please refer to the details given in the application forms and abridged prospectus. Also, please refer to the chapter "Issue Procedure" on page 326 of the Red Herring Prospectus.

### BANKER TO THE ISSUE: ICICI Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For Active Infrastructures Limited

On behalf of the Board of Directors

sd/-  
Nitesh Sankhecha  
Managing DirectorPlace : Nagpur  
Date : March 20, 2025

**Disclaimer:** Active Infrastructures Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP dated March 13, 2025, with the Registrar of Companies, Mumbai and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of SEBI at www.sebi.gov.in, website of the Company at https://activeinfra.in, the website of the BRLM at https://www.krecapital.com and the website of NSE at www.nseindia.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to the same, see section "Risk Factors" beginning on page 29 of the Red Herring Prospectus. Potential investors should not rely solely on the RHP for investment decisions.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws (the "State Securities Laws") and unless so registered, may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and any applicable U.S. securities laws. There will be no public offering in the United States and the securities being offered in this announcement are not being offered or sold in the United States.



(This is only a public announcement for Information purposes and not a Prospectus announcement. This does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Not for publication or distribution, directly or indirectly outside India)

active

ACTIVE INFRASTRUCTURES LIMITED

Corporate Identity Number: U45200MH2007PLC174506

Our Company was originally incorporated as a private limited company under the name "Active Infrastructures Private Limited", under the provisions of Companies Act, 1956 and received a certificate of incorporation dated September 26, 2007 issued by the Registrar of Companies, Mumbai, Maharashtra. Subsequently, our Company was converted into a public limited company pursuant to a special resolution passed by our shareholders in the extra ordinary general meeting of the Company held on June 12, 2024 and the name of our Company was changed to "Active Infrastructures Limited" and a fresh Certificate of Incorporation dated August 09,2024 having CIN U45200MH2007PLC174506 was issued by the Registrar of Companies, Mumbai, Maharashtra. For further details of changes in name and registered office of our Company, please refer to the chapter titled "History and Certain Corporate Matters" on page 148 of this Red Herring Prospectus.

Corporate Identity Number: U45200MH2007PLC174506

Registered Office: Riaan Tower 10th Floor, Mangalwari Road, Sadar, Sadar Bazar, Nagpur- 440001, Maharashtra, India;

Contact Person: Mrs. Aanchal Tembhre, Company Secretary and Compliance Officer; E-mail: investorinfo@activeinfra.in Telephone: +91 7030002840 Website: https://activeinfra.in/

PROMOTERS OF THE COMPANY

MR. SUNIL GYANCHAND RAISONI, MR. SHREYAS SUNIL RAISONI, SHRADHA INFRAPROJECTS LIMITED AND RIAAN DIAGNOSTIC PRIVATE LIMITED

THE ISSUE

INITIAL PUBLIC ISSUE OF UPTO 43,00,200 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH OF ACTIVE INFRASTRUCTURES LIMITED ("ACTIVE" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [•] LAKHS ("THE ISSUE"), OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH FOR CASH AT A PRICE OF [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 40,84,200 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH AT A PRICE OF ₹ [•]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•]/- PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 28.64 % AND 27.57 %, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

ALLOCATION OF THE ISSUE

QIB Portion (Excluding Anchor Investor Portion)	Not More than 1,63,800 Equity Shares representing 40.09% of the QIB Portion
Anchor Investor Portion	Not More than 2,44,800 Equity Shares representing 59.91% of the QIB Portion
Retail Individual Bidders Portion	Not Less than 20,42,400 Equity Shares representing 50.01% of the Net Issue
Non-Institutional Bidders Portion	Not Less than 16,33,200 Equity Shares representing 39.99% of the Net Issue
Market Maker Portion	Upto 2,16,000 Equity Shares representing 5.02% of the Issue Size.

Price Band: ₹178 to ₹181 per Equity Share of face value of ₹5 each.

The floor price is 35.6 times of the face value and the cap price is 36.2 times of the face value of the Equity Shares.

Bids can be made for a minimum of 600 Equity Shares and in multiples of 600 Equity Shares thereafter.

THIS ISSUE IS BEING MADE THROUGH THE BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED, READ WITH RULE 19(2)(B) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 326 OF THE RED HERRING PROSPECTUS.

BID/ISSUE PROGRAM

BID/ISSUE OPENS TODAY - FRIDAY, MARCH 21, 2025

BID/ISSUE CLOSES ON TUESDAY, MARCH 25, 2025

ASBA ★

Simple, Safe, Smart way of application!!!

\* Application supported by blocked amount (ASBA) is a better way of applying to issues by simple blocking the fund in the bank account. For further details, check section on ASBA below.

Mandatory in Public Issues. No cheque will be accepted.



UPI- Now Available in ASBA for Retail Individual Investors ("RII")\*\*



Investors are required to ensure that the bank account used for bidding is linked to their PAN.  
UPI – Now available in ASBA for Retail Individual Bidders applying through Registered Brokers, DPs & RTA. Retail Individual Bidders also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat, and bank account.

\*ASBA has to be availed by all the investors except Anchor Investors (if any). UPI may be availed by RIIs.  
For details on the ASBA and UPI process, please refer to the details given in the ASBA Form and abridged prospectus and also refer to the section "Issue Procedure" beginning on page 326 of the Red Herring Prospectus. The process is also available on the website of SEBI and Stock Exchanges in the General Information Document. ASBA Forms can be downloaded from the website of Emerge platform of NSE ("NSE Emerge" or "Stock Exchange") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.  
\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link: www.sebi.gov.in. ICICI Bank Limited has been appointed as the Sponsor Bank for the issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended.  
IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/1/2015, DATED NOVEMBER 10, 2015, ALL POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS. PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBs") FOR THE SAME. FURTHER, PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR THE IMPLEMENTATION OF PHASE III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023, ON A MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILISE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS. PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN THE CASE OF RIIs), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBs OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO "ISSUE PROCEDURE" ON PAGE 326 OF THE RED HERRING PROSPECTUS. IN CASE OF ANY DELAY IN UNBLOCKING/REFUNDING THE FUNDS, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF UPI (ON A MANDATORY BASIS).

RISK TO INVESTORS

- Our entire revenue stream is derived from activities from the states of Maharashtra, Uttar Pradesh and Madhya Pradesh. Any adverse development affecting our operations in these regions could have an adverse impact on our business, financial condition and results of operations.
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- If we fail to qualify for, or win new contracts from project owners, our business, financial condition, results of operations, prospects and cash flows could be adversely affected.

In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.  
This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00 % of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00 % of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For Further Details, refer to the chapter titled "Issue Procedure" on page 326 of this Red Herring Prospectus.  
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**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Issue Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 306 of the RHP.  
**DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to page 306 of the Red Herring Prospectus for the full text of the "Disclaimer Clause of NSE".  
**RISK IN RELATION TO THE FIRST ISSUE:** This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹5/- each. The Floor Price and the Cap Price which have been determined and the Issue Price which will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for our Equity Shares by way of the Book Building Process and as stated in "Basis for the Issue Price" on page 96 of this Red Herring Prospectus, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.  
**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" on page 29 of this Red Herring Prospectus  
**ADDITIONAL INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013:**  
**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and the other objects of the Company, see "History and Certain Corporate Matters" on page 148 of the Red Herring Prospectus. The Memorandum of Association of the Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 387 of the Red Herring Prospectus.  
**LIABILITY OF MEMBERS OF THE COMPANY:** Limited by shares.  
**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The authorised share capital of the Company is 2,48,00,000 Equity Shares having a face value of ₹ 5/- each. The Issued, Subscribed & Paid-up Share Capital prior to the Issue is 1,07,14,816 Equity Shares having a face value of ₹ 5 Each. For details of the Capital Structure, see the section "Capital Structure" on page 65 of the Red Herring Prospectus.  
**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association of the Company:  
Mr. Vijaychand Jain – 5000 Equity Shares  
Mrs. Bharati Jain – 5000 Equity Shares.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>Kreo Capital Private Limited</b> <b>Registered Address:</b> 2nd Floor, VCA Complex, Near Gate No. 08, Civil Lines, Sadar Bazar, Nagpur – 440001, Maharashtra, India <b>Tel. No.:</b> 0712-2997550/ 0712-2997551 <b>Email:</b> office@kreocapital.com <b>Website:</b> https://www.kreocapital.com <b>Investor Grievance e-mail:</b> office@kreocapital.com <b>Contact Person:</b> Mr. Ayush Parakh <b>SEBI Registration No.:</b> INM000012689	 <b>Bigshare Services Private Limited</b> <b>Address:</b> S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai- 400093, Maharashtra, India. <b>Telephone:</b> +91 22 62638200 <b>Email:</b> ipo@bigshareonline.com <b>Website:</b> https://www.bigshareonline.com <b>Investor grievance e-mail:</b> investor@bigshareonline.com <b>Contact Person:</b> Mr. Sagar Pathare <b>SEBI Registration No.:</b> INR000001385	<b>Mrs. Aanchal Tembhre</b> <b>Address:</b> Riaan Tower 10th Floor, Mangalwari Road, Sadar, Sadar Bazar, Nagpur- 440001, Maharashtra, India. <b>Telephone:</b> +91 7030002840 <b>Email:</b> investorinfo@activeinfra.in <b>Website:</b> https://activeinfra.in/  Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode etc.

ADDENDUM TO THE RED HERRING PROSPECTUS DATED MARCH 13, 2025

This addendum is to be read with heading "Allotment Procedure and Basis of Allotment" on page number 347 of RHP dated March 13, 2025

**Flow of Events from the Closure of Bidding Period (T-Day) till Allotment:**

- On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.
- RTA identifies cases with mismatch of account number as per bid file/Final Certificate and as per applicant's bank account linked to depository demat account and seek clarification from SCSB to identify the applications with third party account for rejection.
- Third party confirmation of applications to be completed by SCSBs on T + 1 day.
- RTA prepares the list of final rejections and circulate the rejections list with BRLM/Company for their review/comments.
- Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).
- The Designated Stock Exchange (DSE), post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.
- The RTA uploads the drawl numbers in their system and generates the final list of allottees as per process mentioned below:

**Process for generating list of allottees:-**

- Instruction is given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket/batch as per the allotment ratio. For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots provided by Designated Stock Exchange (DSE) is 3 and 5 then the system will pick every 3rd and 5th application in each of the lot of the category and these applications will be allotted the shares in that category.
- In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the over subscription times.
- In categories where there is under-subscription, the Registrar will do full allotment for all valid applications.
- On the basis of the above, the RTA will work out the allottees, partial allottees and non-allottees, prepare the fund transfer letters and advice the SCSBs to debit or unblock the respective accounts.

**Availability of Red Herring Prospectus:**  
Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the issue. A full copy of the Red Herring Prospectus will be available at the website of SEBI at www.sebi.gov.in; the website of the Stock Exchange at www.nseindia.com; the website of BRLM at https://www.kreocapital.com/; and the website of the Company at https://activeinfra.in/.

**Availability of Bid-Cum-Application Forms:**  
Bid-Cum-Application forms can be obtained from the Company; Active Infrastructures Limited, and the Book Running Lead Manager; Kreo Capital Private Limited. Application forms can also be obtained from the Stock Exchange and the list of SCSBs available on the website of SEBI at www.sebi.gov.in and the website of the Stock Exchange at www.nseindia.com.

**Application Supported by Blocked Amount (ASBA):**  
All investors in this issue have to compulsorily apply through ASBA. The investors are required to fill the ASBA form and submit the same to their banks. The SCSB will block the amount in the account as per the authority contained in the ASBA form. On allotment, the amount will be unblocked, and the account will be debited only to the extent required to be paid for the allotment of shares. Hence, there will be no need for a refund.  
For more details on the issue process and how to apply, please refer to the details given in the application forms and abridged prospectus. Also, please refer to the chapter "Issue Procedure" on page 326 of the Red Herring Prospectus.

**BANKER TO THE ISSUE:** ICICI Bank Limited  
All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For Active Infrastructures Limited  
On behalf of the Board of Directors  
sd/-  
Nitesh Sanklecha  
Managing Director

