



▶ India, Kuwait Take Strategic Course; Sign Defence MoU as PM Modi Meets Amir ▶ Findings Show Naval Boat Lost Control in Last Leg of Trial: P 2

This is a public announcement for information purposes only and is not a prospectus and does not constitute an invitation or offer to acquire, purchase or subscribe to securities. Not for release, publication or distribution directly or indirectly outside India. Initial public offer of Equity Shares (as defined below) on the main board of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges" in compliance with Chapter II of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").



UNIMECH
Engineering Efficiency and Quality

UNIMECH AEROSPACE AND MANUFACTURING LIMITED

Our Company was originally incorporated as "Unimech Aerospace and Manufacturing Private Limited" under the provisions of the Companies Act, 2013 pursuant to a certificate of incorporation dated August 12, 2016, issued by the Central Registrar of Companies, Karnataka at Bangalore ("RoC"). The name of the Company was subsequently changed to "Unimech Aerospace and Manufacturing Limited", upon conversion of our Company from a private limited company, pursuant to a board resolution dated February 14, 2024, and a shareholders' resolution dated March 4, 2024. A fresh certificate of incorporation dated June 21, 2024, was issued by the RoC. For further details of change in name and Registered Office of our Company, please refer to the section titled "History and Certain Corporate Matters - Brief History of our Company" and "History and Certain Corporate Matters - Changes in the Registered Office of our Company" on page 235 of the red herring prospectus dated December 16, 2024 ("RHP" or "Red Herring Prospectus") filed with the ROC.

Registered and Corporate Office: 538, 539, 542 & 543, 7th Main of Pwera IV Phase Industrial Area, Yeshwanthpur Hobli, Bangalore North Taluk - 560058, Bangalore, Karnataka, India. Telephone: 080-4204 6762. Contact Person: Krishnappaya Desai, Company Secretary and Compliance Officer. E-mail: investors@unimech.aero. Website: www.unimech.aero. Corporate Identity Number: U00305KA2016PLC005712

OUR PROMOTERS: ANIL KUMAR P, RAMAKRISHNA KAMOHJALA, MANI P, RAJANIKANTH BALARAMAN, PREETHAM S V

INITIAL PUBLIC OFFER OF UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF UNIMECH AEROSPACE AND MANUFACTURING LIMITED (OUR "COMPANY" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹1 PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹1 PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹5,000.00 MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH BY OUR COMPANY AGGREGATING UP TO ₹2,500.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹2,500.00 MILLION (THE "OFFER FOR SALE"), COMPRISING UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹450.00 MILLION BY RAMAKRISHNA KAMOHJALA, UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹450.00 MILLION BY MANI P, UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹450.00 MILLION BY RAJANIKANTH BALARAMAN, UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹300.00 MILLION BY PREETHAM S V AND UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹850.00 MILLION BY RASMI ANIL KUMAR (REFERRED TO AS THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES"). THE OFFER INCLUDES A RESERVATION OF UP TO (•) EQUITY SHARES OF FACE VALUE OF ₹5 EACH, AGGREGATING UP TO ₹15.00 MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES NOT EXCEEDING 5% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL (THE "EMPLOYEE RESERVATION PORTION").

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION			
NAME OF THE SELLING SHAREHOLDERS	TYPE	NO. OF EQUITY SHARES OFFERED	WACA PER EQUITY SHARE (₹)
Ramakrishna Kamohjala	Promoter Selling Shareholder	Up to (•) Equity Shares of face value of ₹5 each aggregating up to ₹450.00 million	0.24
Mani P	Promoter Selling Shareholder	Up to (•) Equity Shares of face value of ₹5 each aggregating up to ₹450.00 million	0.24
Rajanikanth Balaraman	Promoter Selling Shareholder	Up to (•) Equity Shares of face value of ₹5 each aggregating up to ₹450.00 million	0.24
Preetham S V	Promoter Selling Shareholder	Up to (•) Equity Shares of face value of ₹5 each aggregating up to ₹300.00 million	0.24
Rasmi Anil Kumar	Promoter Group Selling Shareholder	Up to (•) Equity Shares of face value of ₹5 each aggregating up to ₹850.00 million	2.30

WACA: Weighted Average Cost of Acquisition

As certified by Vishnu Daya & Co LLP, Independent Chartered Accountants, with firm registration number 0084565, by way of their certificate dated December 16, 2024.

We are an engineering solutions company specializing in manufacturing and supply of critical parts such as aero tooling, ground support equipment, electro-mechanical sub-assemblies and other precision engineered components for aerospace, defence, energy, and semiconductor industries.

The Offer is being made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations.

QIB Portion: Not more than 50% of the Net Offer | Non-Institutional Portion: Not less than 15% of the Net Offer | Retail Portion: Not less than 35% of the Net Offer

Employee reservation portion: Up to (•) Equity Shares Aggregating upto ₹15.00 Million

PRICE BAND: ₹745 TO ₹785 PER EQUITY SHARE OF FACE VALUE OF ₹5 EACH

THE FLOOR PRICE IS 149 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 157 TIMES THE FACE VALUE OF THE EQUITY SHARES

THE PRICE/EARNINGS RATIO BASED ON DILUTED EPS FOR FY 2024 FOR OUR COMPANY AT THE UPPER END OF

THE PRICE BAND IS AS HIGH AS 59.33 TIMES AND THE LOWER END OF THE PRICE BAND IS 56.31 TIMES AS COMPARED TO

THE AVERAGE INDUSTRY PEER GROUP P/E RATIO FOR FY 2024 OF 101.98 TIMES FOR DETAILS PLEASE REFER TO "BASIS FOR OFFER PRICE" SECTION ON PAGE 145 OF THE RHP

BIDS CAN BE MADE FOR A MINIMUM OF 19 EQUITY SHARES AND IN MULTIPLES OF 19 EQUITY SHARES THEREAFTER

In accordance with the recommendation of Independent Directors of our Company, pursuant to their resolution dated December 17, 2024, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Offer Price" section on page 145 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in the "Basis for Offer Price" section on page 145 of the RHP and provided below in the advertisement.

IN MAKING AN INVESTMENT DECISION AND PURCHASE IN THE OFFER, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE OFFER, INCLUDING THE RISKS AND MERITS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER.

RISK TO INVESTORS

(For details refer to section titled "Risk Factors" on page 28 of the RHP)

• Revenue concentration from the aerospace sector: A significant portion of our total revenue from operations is attributable to the aerospace sector wherein we manufacture products pertaining to aero engine tooling and airframe tooling. Any adverse changes in the aerospace sector could adversely impact our business, results of operations and financial condition.

The table below sets forth the contribution from the aerospace sector for the period indicated:

Particulars	For the six months ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations
Revenue from aerospace sector	1,185.42	98.25	2,074.12	99.35%	891.79	94.70%	348.38	95.84%

• Concentration of revenue in top 5 customer: We are dependent on our top five customers and the loss of any of these customers or a significant reduction in purchases by any of them could adversely affect our business, results of operations and financial condition.

The table below sets forth the revenue derived from our top 5 customers during the for the period indicated:

Particulars	For six months ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations	Amount (₹ million)	% of total revenue from operations
Top 5 customers	1,141.61	94.62%	2,021.01	96.80%	884.00	93.88%	323.39	88.97%

• Risk related to exports and foreign currency fluctuation: Our business is dependent on exports and the performance of geographies where we supply our products. Any adverse changes in the conditions affecting the industries in global markets in which our products are supplied, including our key markets such as United States and Germany, can adversely impact our business, cash flows, results of operations and financial condition. Also, we are exposed to foreign currency exchange rate fluctuations. As on date of this Red Herring Prospectus, our Company does not have a hedging policy in place and hence, we may not be able to hedge our risk exposures, particularly during volatile interest rate environments which may have an adverse effect on our results of operations and profitability, independent of our operating results.

Below are the details of our revenue from operations across various geographic regions and as a percentage of our total revenue for the period indicated:

Geography	Six-months period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Revenue from operations	% of total revenue from operations	Revenue from operations	% of total revenue from operations	Revenue from operations	% of total revenue from operations	Revenue from operations	% of total revenue from operations
For Our Company								
With in India	52.29	4.33	49.26	2.36	45.21	4.80	32.48	8.94
Outside India	1,154.27	95.67	2,038.49	97.64	896.45	95.20	331.01	91.06
For Material Subsidiary								
With in India	2.92	0.29	2.64	0.14	7.03	1.02	3.51	1.42
Outside India	1,004.05	99.71	1,862.69	99.86	685.13	98.98	243.13	98.28

• Risk related to dependency on Material Subsidiary: A significant part of our operations are conducted through our Material Subsidiary, Innomech Aerospace Toolings Private Limited ("Innomech"), and we are dependent on the operating income and cash flows generated by Innomech. Any loss or reduction in the business attributable to our subsidiary, or a change in our shareholding in Innomech, could have a material adverse effect on our business, prospects, results of operations, cash flows and financial condition on a consolidated basis.

Set out below are the details of our revenue from operations which is attributable to Innomech for the period indicated:

Particulars	Six months ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Total revenue of Innomech (₹ million)	% of our total consolidated revenue from operations	Total revenue of Innomech (₹ million)	% of our total consolidated revenue from operations	Total revenue of Innomech (₹ million)	% of our total consolidated revenue from operations	Total revenue of Innomech (₹ million)	% of our total consolidated revenue from operations
Revenue from operations	1,006.97	83.46	1,865.33	89.35	692.16	73.50	247.38	68.06

• Negative cash flows in past periods: We have experienced negative cash flows from investing and financing activities in previous periods and cannot assure you that we will not experience negative cash flows in future periods. Negative cash flows may adversely affect our financial condition, results of operations and prospects.

The following table sets forth certain information relating to our cash flows as per the Restated Consolidated Financial Information for the period indicated:

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