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QVC EXPORTS LIMITED

CIN: U27109WB2005PLC104672

QVC Exports Limited (the "Company") was incorporated on August 9, 2005 as a private limited company under the name and style of "QVC Exports Private Limited", under the Companies Act, 1956, pursuant to a certificate of incorporation issued by the Registrar of Companies, West Bengal at Kolkata. Further, our Company was converted into a public limited company pursuant to a resolution passed by our Shareholders in an Extraordinary General Meeting held on February 14, 2022 and consequently the name of our Company was changed to "QVC Exports Limited" and a fresh certificate of incorporation dated March 1, 2022 was issued by the Registrar of Companies, West Bengal at Kolkata. For details of change in Registered Office of our Company, please refer to the chapter titled **"History and Certain Corporate Matters"** on page 123 of the Prospectus.

Registered Office: 6th Floor, South City Business Park 770, EM Bypass, Anandapur, Adarsha Nagar, E.K.T, Kolkata- 700 107, West Bengal, India; **Telephone:** +91 33 2419 7677
Corporate Office (where books of accounts are maintained): 2nd FR 6, Southern Avenue, Kalighat, Kolkata – 700 026, West Bengal, India; **Telephone:** +91 33 4849 8782
E-mail: office@qvcgroup.com; **Website:** www.qvcgroup.com; **Contact Person:** Khushboo Singh, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY : NILESH KUMAR SHARMA, MADHU SHARMA, PRITI SHARMA, MATASHREE MERCANTILE PRIVATE LIMITED AND UNITY VYAPAAR PRIVATE LIMITED

THE OFFER

PUBLIC OFFER OF 27,98,400 EQUITY SHARES OF FACE VALUE ₹ 10 EACH ("EQUITY SHARES") OF THE COMPANY FOR CASH AT A PRICE OF ₹ 86/- PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ 76/- PER EQUITY SHARE) (THE "OFFER PRICE"), AGGREGATING TO ₹ 2,406.62 LACS ("OFFER"), COMPRISING A FRESH ISSUE OF 20,49,600 EQUITY SHARES AGGREGATING TO ₹ 1,762.66 LAKHS (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF 7,48,800 EQUITY SHARES BY MATASHREE MERCANTILE PRIVATE LIMITED ("THE SELLING SHAREHOLDER") ("OFFER FOR SALE") AGGREGATING TO ₹ 643.97 LAKHS, OUT OF WHICH 1,40,800 EQUITY SHARES AGGREGATING TO ₹ 121.09 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE OFFER LESS THE MARKET MAKER RESERVATION PORTION I.E. OFFER OF 26,57,600 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT AN OFFER PRICE OF ₹ 86/- PER EQUITY SHARE AGGREGATING TO ₹ 2285.54 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE 26.78% AND 25.43%, RESPECTIVELY OF THE POST OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, SEE "TERMS OF THE OFFER" ON PAGE 237 OF THE PROSPECTUS.

In terms of Rule 19(2)(b)(i) of the SCRR this Offer is being made for at least 25% of the post- Offer paid-up Equity Share capital of our Company. This Offer is being made through Fixed Price process in accordance and compliance with Chapter IX and other applicable provisions of SEBI ICDR Regulations wherein a minimum 50% of the Net Offer is allocated for Retail Individual Applicants and the balance shall be offered to individual applicants other than Retail Individual Applicants and other investors including corporate bodies or institutions, QIBs and Non-Institutional Applicants. However, if the aggregate demand from the Retail Individual Applicants is less than 50%, then the balance Equity Shares in that portion will be added to the non-retail portion offered to the remaining investors including QIBs and NIs and vice-versa subject to valid Applications being received from them at or above the Offer Price. Additionally, if the Retail Individual Applicants category is entitled to more than fifty per cent on proportionate basis, the Retail Individual Applicants shall be allocated that higher percentage. For further details please refer the section titled – "Offer Information" beginning on page 237 of the Prospectus.

OFFER PROGRAMME

OFFER OPENS ON : WEDNESDAY, AUGUST 21, 2024

OFFER CLOSING ON: FRIDAY, AUGUST 23, 2024

FIXED PRICE OFFER AT ₹86/- PER EQUITY SHARE.

THE OFFER PRICE OF ₹86/- IS 8.6 TIMES OF THE FACE VALUE.


MINIMUM LOT SIZE	1,600 EQUITY SHARES FOR RETAIL INDIVIDUAL INVESTORS 3,200 EQUITY SHARES AND IN MULTIPLES OF 1,600 EQUITY SHARES THEREAFTER FOR OTHER INVESTORS INCLUDING NII/QIB CATEGORY
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ASBA*

Simple, Safe, Smart way of Application - Make use of it!!!

***Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.**

MANDATORY IN PUBLIC ISSUES FROM JANUARY 01, 2016. NO CHEQUE WILL BE ACCEPTED.



UPI now available in ASBA for individual UPI Applicants, whose application sizes are up to ₹5.00 lakhs, applying through Registered Brokers, DPs, & RTAs. Applicants to ensure PAN is updated in Bank Account being blocked by ASBA Bank. List of Banks supporting UPI is also available on SEBI at www.sebi.gov.in




For details on the ASBA and UPI process, please refer to the details given in ASBA Form and Abridged Prospectus and also please refer to the section **"Offer Procedure"** beginning on page 246 of the Prospectus. The process is also available on the website of the Association of Investment Bankers of India and Stock Exchange in the General Information Document. ASBA Forms can be downloaded from the website of NSE at www.nseindia.com and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

The Application Forms which do not have the details of the Applicant's depository account including DP ID, PAN, UPI ID (in case of RIBs using the UPI mechanism) and Beneficiary Account Number shall be treated as incomplete and rejected. In case DP ID, Client ID and PAN mentioned in the Application Form and entered into the electronic system of the stock exchange, do not match with the DP ID, Client ID and PAN available in the depository database, the application is liable to be rejected. Applicants will not have the option of getting allotment of the Equity Shares in physical form. The Equity Shares on allotment shall be traded only in the dematerialised segment of the Stock Exchange.

LISTING: The Equity Shares offered through the Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited ("NSE"). Our Company has received an 'in-principle' approval letter dated July 26, 2024 from NSE for using its name in this offer document for listing our shares on the Emerge Platform of the NSE. For the purpose of this Offer, the Designated Stock Exchange will be NSE. A signed copy of the Prospectus has been delivered for registration to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Prospectus up to the Offer Closing Date, see **"Material Contracts and Documents for Inspection"** on page 326 of the Prospectus.

DISCLAIMER CLAUSE OF SEBI: Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, the Draft Prospectus was not filed with SEBI and the SEBI shall not issue any observation on the Offer Document. However, it was furnished to SEBI in soft copy only for your records. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 229 of the Prospectus.

DISCLAIMER CLAUSE OF NSE: 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 Offer Document. The investors are advised to refer to the Offer Document for the full text of the 'Disclaimer Clause of NSE' on page 231 of the Prospectus.

LEAD MANAGER TO THE OFFER	REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <p>KHANDWALA SECURITIES LIMITED Vikas Building, Ground Floor, Green Street, Fort, Mumbai – 400 023, Maharashtra, India. Telephone: +91 22 4076 7373; Facsimile: +91 22 4076 7377; Contact Person: Rinav Manseta / Sanket Sharma Email: ipo@kslindia.com, rinav@kslindia.com; Website: www.kslindia.com; SEBI Registration Number: INM000001899 CIN No.: L67120MH1993PLC07079</p>	 <p>CAMEO CAMEO CORPORATE SERVICES LIMITED "Subramanian Building", No. 1, Club House Road, Chennai - 600 002, Tamil Nadu, India. Telephone: +91 444 002 0700, 442 846 0390 Facsimile: N/A; Email: ipo@cameoindia.com Contact Person: Ms. K. Sreepriya Website: www.cameoindia.com Online Investor Portal: https://wisdom.camcoindia.com SEBI Registration Number: INR000003753 CIN No.: U67120TN1998PLC041613</p>	 <p>Khushboo Singh, QVC EXPORTS LIMITED 6th Floor, South City Business Park 770, EM Bypass, Anandapur, Adarsha Nagar, E.K.T, Kolkata- 700 107, West Bengal, India; Telephone: +91 827 293 9734; Facsimile: N/A. E-mail: cs@qvcgroup.com; Website: www.qvcgroup.com Applicants can contact the Compliance Officer or the Lead Manager or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems, such as non-receipt of letters of Allotment, credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc. All complaints, queries or comments received by Stock Exchange / SEBI shall be forwarded to the Lead Manager, who shall respond to the same.</p>

CREDIT RATING: As this is an Offer of Equity Shares, credit rating is not required.

DEBENTURE TRUSTEES: As this is an Offer of Equity Shares, the appointment of Debenture trustees is not required.

IPO GRADING: Since the Offer is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 there is no requirement of appointing an IPO Grading agency.

BASIS FOR OFFER PRICE: The Offer Price is determined by our Company in consultation with the Lead Manager. The financial data presented in the section **"Basis for Offer Price"** on page 79 of the Prospectus, are based on our Company's restated financial statements. Investors should also refer to the sections titled **"Risk Factors"**