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LawSikho

ADDICTIVE LEARNING TECHNOLOGY LIMITED

Our Company was originally incorporated as a private limited company under the Companies Act, 2013 in the name and style of "Addictive Learning Technology Private Limited" bearing Corporate Identification Number U74110DL2017PTC323508 dated September 12, 2017, issued by the Registrar of Companies, Delhi. Subsequently, our Company was converted into public limited company pursuant to a shareholders' resolution passed at an Annual General Meeting held on Tuesday, 19th September 2023 and name of our Company was changed to "Addictive Learning Technology Limited" and a fresh Certificate of Incorporation dated September 29, 2023, was issued by Registrar of Companies, Delhi. The company by passing a Special Resolution has approved the shifting of registered office of the company from Delhi to Haryana (outside the state but within the jurisdiction of the same ROC). The order of Regional Director, Northern region has been received dated December 05, 2023, and The Form INC-22 has been filed and approved. Pursuant to which a new certificate of incorporation has been issued by the Registrar of Companies dated January 12, 2024, bearing CIN: U74110HR2017PLC118029. For further details of incorporation please refer to section titled "Our History and Certain Other Corporate Matters" beginning on page 206 of the Prospectus.

Registered Office: Space Creators Heights, 3rd floor, Landmark Cyber Park, Golf Course Extension, Sector 67, Gurgaon, Haryana – 122102. | Corporate Identity Number: U74110HR2017PLC118029
Tel: +91 124 4143608Fax: N.A. | Website: https://lawsikho.com | E-mail: compliance@lawsikho.in | Company Secretary and Compliance Officer: Ms. Komal Shah

PROMOTERS: Mr. RAMANUJ MUKHERJEE AND Mr. ABHYUDAYA SUNIL AGARWAL

Our Company has filed the Prospectus dated January 25, 2024, (the "Prospectus") with the Registrar of Companies, Delhi (RoC), and the equity shares (as defined hereinafter) are proposed to be listed on the Emerge platform of National Stock Exchange of India Limited ("NSE") and the listing and trading of the Equity Shares (a defined hereinafter) expected to commence on January 30, 2024.).

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING UP TO 42,97,000 EQUITY SHARES OF RS. 10/- EACH ("EQUITY SHARES") OF ADDICTIVE LEARNING TECHNOLOGY LIMITED ("ALT" OR THE "COMPANY") FOR CASH AT A PRICE OF RS. 140/- PER EQUITY SHARE (THE "ISSUE PRICE"), AGGREGATING TO RS. 6,015.80 LAKHS ("THE OFFER"), COMPRISING A FRESH ISSUE OF UP TO 41,37,000 EQUITY SHARES AGGREGATING TO RS. 5,791.80 LAKHS BY THE COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 1,60,000 EQUITY SHARES BY MR. RAMANUJ MUKHERJEE, MR. ABHYUDAYA SUNIL AGARWAL, ("THE PROMOTERS" OR "SELLING SHAREHOLDERS") MS. KOMAL SHAH AND MR. HARSH JAIN ("THE PROMOTER GROUP" OR "THE SELLING SHAREHOLDER") AGGREGATING TO RS. 224.00 LAKHS ("OFFER FOR SALE"). OUT OF THE OFFER, 3,16,000 EQUITY SHARES AGGREGATING TO RS. 442.40 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 39,81,000 EQUITY SHARES OF FACE VALUE OF RS. 10.00/- EACH AT AN ISSUE PRICE OF RS. 140/- PER EQUITY SHARE AGGREGATING TO RS. 5,573.40 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE 27.01% AND 25.02%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY.

FOR FURTHER DETAILS, KINDLY REFER TO THE CHAPTER TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE 315 OF THE PROSPECTUS.

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 10 EACH AND THE ISSUE PRICE IS ₹ 140/-

ANCHOR INVESTOR ISSUE PRICE: ₹ 140/- PER EQUITY SHARE

THE ISSUE PRICE IS 14 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.

BID/ISSUE PERIOD

BID/ISSUE OPENED ON: FRIDAY, JANUARY 19, 2024

BID/ISSUE CLOSED ON: WEDNESDAY, JANUARY 24, 2024

PROPOSED LISTING: TUESDAY, JANUARY 30, 2024*

*Subject to the receipt of listing and trading approval from NSE Emerge.

The 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 SEBI (ICDR) Regulations, wherein not more than 50.00% of the Net Issue was made available for allocation on a proportionate basis to QIBs ("QIB Portion"). Further, not less than 15.00% of net issue was made available for allocation on proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue was made available for allocation to Retail Individual Bidders, in accordance with SEBI ICDR Regulations, subject to valid bids being received at the issue price. All potential Bidders are required to mandatorily utilize the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID incase of RiBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank 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 details, see "*Issue Procedure*" beginning on page 323 of this Prospectus.

The Equity Shares offered through the Prospectus are proposed to be listed on Emerge Platform of NSE ("NSE Emerge") 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. Our company has received in Principle approval letter dated December 29, 2023 from National Stock Exchange of India Limited ("NSE") for using its name in the Offer Document for listing of our shares on Emerge Platform of NSE. It is to be distinctively understood that the permission given by National Stock Exchange of India Limited ("NSE") should not in any way be deemed or construed that the content of the Prospectus or the price at which equity shares are offered has been cleared, solicited or approved by NSE, nor does it certify the correctness, accuracy or completeness of any of the content of the Prospectus. The investors are advised to refer to the prospectus for the full text of the Disclaimer clause pertaining to NSE. For the purpose of this Issue, the Designated Stock Exchange will be National Stock Exchange of India Limited ("NSE"). The trading is proposed to commence on January 30, 2024*.

*Subject to the listing and trading approval from Emerge Platform of NSE.

All Applicants were allowed to participate in the issue through APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") process by providing the details of the respective bank accounts in which the corresponding application amounts were blocked by Self Certified Syndicate Banks (the "SCSBs") or through UPI Mechanism.

SUBSCRIPTION DETAILS

The Company received 10 Anchor Investor Application Forms from 10 Anchor Investors for 14,92,000 Equity Shares. Such 10 Anchor Investors through 10 Anchor Investor Application Forms were allocated 11,92,000 Equity Shares at a price of Rs. 140/- per Equity Share under the Anchor Investor Portion, aggregating to Rs. 16,68,80,000/-.

DETAILS OF APPLICATIONS

The issue has received 4,47,693 applications, excluding Anchor Investors, (before technical rejections) for 76,29,35,000 equity shares resulting in subscription of 245.71 times (including reserved portion of Market Maker). The details of the applications received in the issue (before technical rejections but after applications not banked) are as follows:

Detail of the Applications Received:

Category	Before Technical Rejections & Withdrawals*		After Technical Rejections & Withdrawals	
	No of Applications	No of equity shares	No of Applications	No of equity shares
Retail Individual Applicants	4,22,088	42,21,23,000	4,14,757	41,47,57,000
Non-institutional Investors	25,539	24,92,81,000	25,059	24,74,21,000
QIBs Category (Excluding Anchor Investor)	64	9,12,15,000	64	9,12,15,000
Market Maker	2	3,16,000	2	3,16,000
Total	4,47,693	76,29,35,000	4,39,882	75,37,09,000

*This includes applications from Retail Individual which were not in book but excludes not banked bids.

Final Demand:

A Summary of the final demand as at different Bid price is as under:

Sr. No.	Bid Price	No Of Equity Shares	% of Total	Cumulative Total	Cumulative % of Total
1	133	758000	0.09	758000	0.09
2	134	59000	0.01	817000	0.09
3	135	248000	0.03	1065000	0.12
4	136	96000	0.01	1161000	0.13
5	137	108000	0.01	1269000	0.15
6	138	306000	0.04	1575000	0.18
7	Cutoff Price (140)	215725000	24.99	217300000	25.17
Total		217300000	25.17		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being NSE Emerge on January 25, 2024.

A. Allocation to Market Maker (After Technical Rejections & Withdrawal): The Basis of Allotment to the Market Maker, at the issue price of Rs. 140/- per Equity Share, was finalized in consultation with NSE. The category was subscribed by 1.00 times. The total number of shares allotted in this category is 2,60,000 Equity shares.

The category wise details of the Basis of Allotment are as under:

BASIS OF ALLOCATION - RESERVED FOR SUBSCRIPTION BY MsARKET MAKERS												
NAME OF THE COMPANY: ADDICTIVE LEARNING TECHNOLOGY LIMITED												
S. No	No. of Shares applied for (Category wise)	Number of applications received	% to total	Total No. of Shares applied in each category	% to total	Proportionate shares available	Allocation per Applicant		Ration of allottees to applicants	Serial Number of Qualifying applicants	Number of successful applicants (after rounding)	% to total
							Before Rounding off	After Rounding off				
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1	158000	2	100.00	31,60,000	100.00	316000	158000	158000	1	1	2	100.00
											316000	100.00
Grand Total	2	100.00	31,60,000	100.00	316000						2	100.00
											316000	100.00

B. Allocation to Retail Individual Investors (After Technical Rejections & Withdrawal): The Basis of Allotment to the Retail Individual Investors, at the issue price of Rs.140/- per Equity Share, was finalized in consultation with NSE. The category was subscribed 297.32 times i.e. for 41,47,57,000 Equity Shares. Total number of shares allotted in this category is 13,95,000 Equity Shares.

The category wise details of the Basis of Allotment are as under:

BASIS OF ALLOCATION - Retail Individual Investors												
NAME OF THE COMPANY : Addictive Learning Technology Limited												
S. No	No. of Shares applied for (Category wise)	Number of applications received	% to total	Total No. of Shares applied in each category	% to total	Proportionate shares available	Allocation per Applicant		Ration of allottees to applicants	Serial Number of Qualifying applicants	Number of successful applicants (after rounding)	% to total
							Before Rounding off	After Rounding off				
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1	1000	414757	100	414757000	100	1395000	3	1000	1395	414757	1395	100
											1395000	100
Grand Total	414757	100	414757000	100	1395000						1395	100
											1395000	100

C. Allocation to Other than Retail Individual Investors (After Technical Rejections & Withdrawal): The Basis of Allotment to Other than Retail Individual Investors, at the issue price of Rs. 140/- per Equity Share, was finalized in consultation with NSE. The category was subscribed by 413.06 i.e. application received for 24,74,21,000 equity shares & the total number of shares allotted in this category is 5,99,000 Equity Shares to 503 successful applicants.

The category wise details of the Basis of Allotment are as under:

BASIS OF ALLOCATION - Non Institutional Investors 10 lakhs												
NAME OF THE COMPANY : Addictive Learning Technology Limited												
S. No	No. of Shares applied for (Category wise)	Number of applications received	% to total	Total No. of Shares applied in each category	% to total	Proportionate shares available	Allocation per Applicant		Ration of allottees to applicants	Serial Number of Qualifying applicants	Number of successful applicants (after rounding)	% to total
							Before Rounding off	After Rounding off				
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
1	2000	15253	60.87	30506000	12.32	73854.26	5	1000	74	15253	74	14.71
											1471000	12.35
2	3000	2523	10.07	7569000	3.05	18324.36	7	1000	6	841	18	3.58
											18000	3
3	4000	882	3.52	3528000	1.42	8541.2	10	1000	1	98	9	1.79
											9000	1.5
4	5000	683	2.73	3415000	1.38	8267.63	12	1000	8	683	8	1.59
											8000	1.33
5	6000	407	1.62	2442000	0.98	5912.02	15	1000	6	407	6	1.19
											6000	1
6	7000	670	2.67	4690000	1.89	11354.37	17	1000	11	670	11	2.19
											11000	1.83
7	8000	1876	7.49	15008000	6.06	36333.99	19	1000	9	469	36	7.16
											36000	6.01
8	9000	287	1.15	2583000	1.04	6253.38	22	1000	6	287	6	1.19
											6000	1
9	10000	503	2.01	5030000	2.03	12177.5	24	1000	12	503	12	2.39
											12000	2
10	11000	148	0.59	1628000	0.65	3941.35	27	1000	1	37	4	0.8
											4000	0.66
11	12000	111	0.44	1332000	0.53	3224.74	29	1000	1	37	3	0.6
											3000	0.5
12	13000	69	0.28	897000	0.36	2171.61	31	1000	2	69	2	0.4
											2000	0.33
13	14000	133	0.53	1862000	0.75	4507.86	34	1000	4	133	4	0.8
											4000	0.66
14	15000	140	0.56	2100000	0.84	5084.05	36	1000	1	28	5	0.99
											5000	0.83
15	16000	80	0.32	1280000	0.51	3098.85	39	1000	3	80	3	0.6
											3000	0.5
16	17000	62	0.25	1054000	0.42	2551.71	41	1000	3	62	3	0.6
											3000	0.5

17	18000	75	0.3	1350000	0.54	3268.32	44	1000	1	25			3	0.6	3000	0.5	-268
18	19000	13	0.05	247000	0.09	597.98	46	1000	1	13			1	0.2	1000	0.16	402
19	20000	126	0.5	2520000	1.01	6100.86	48	1000	1	21			6	1.19	6000	1	-101
20	21000	39	0.16	819000	0.33	1982.78	51	1000	2	39			2	0.4	2000	0.33	17
21	22000	43	0.17	946000	0.38	2290.24	53	1000	2	43			2	0.4	2000	0.33	-290
22	23000	6	0.02	138000	0.05	334.09	56	1000	0	1			0	0	0	0	-334
23	24000	27	0.11	648000	0.26	1568.79	58	1000	2	27			2	0.4	2000	0.33	431
24	25000	46	0.18	1150000	0.46	2784.12	61	1000	3	46			3	0.6	3000	0.5	216
25	26000	15	0.06	390000	0.15	944.18	63	1000	1	15			1	0.2	1000	0.16	56
26	27000	36	0.14	972000	0.39	2353.19	65	1000	1	18			2	0.4	2000	0.33	-353
27	28000	12	0.05	336000	0.13	813.45	68	1000	1	12			1	0.2	1000	0.16	187
28	29000	13	0.05	377000	0.15	912.71	70	1000	1	13			1	0.2	1000	0.16	87
29	30000	44	0.18	1320000	0.53	3195.69	73	1000	3	44			3	0.6	3000	0.5	-196
30	31000	15	0.06	465000	0.18	1125.75	75	1000	1	15			1	0.2	1000	0.16	-126
31	32000	10	0.04	320000	0.12	774.71	77	1000	1	10			1	0.2	1000	0.16	225
32	33000	10	0.04	330000	0.13	798.92	80	1000	1	10			1	0.2	1000	0.16	201
33	34000	4	0.02	136000	0.05	329.25	82	1000	0	1			0	0	0	0	-329
34	35000	24	0.1	840000	0.33	2033.62	85	1000	1	12			2	0.4	2000	0.33	-34
35	36000	21	0.08	756000	0.3	1830.26	87	1000	2	21			2	0.4	2000	0.33	170
36	37000	12	0.05	444000	0.17	1074.91	90	1000	1	12			1	0.2	1000	0.16	-75
37	38000	6	0.02	228000	0.09	551.98	92	1000	1	6			1	0.2	1000	0.16	448
38	39000	4	0.02	156000	0.06	377.67	94	1000	0	1			0	0	0	0	-378
39	40000	25	0.1	1000000	0.4	2420.97	97	1000	2	25			2	0.4	2000	0.33	-421
40	41000	2	0.01	82000	0.03	198.52	99	1000	0	1			0	0	0	0	-199
41	42000	7	0.03	294000	0.11	711.77	102	1000	1	7			1	0.2	1000	0.16	288
42	43000	9	0.04	387000	0.15	936.92	104	1000	1	9			1	0.2	1000	0.16	63
43	44000	4	0.02	176000	0.07	426.09	107	1000	0	1			0	0	0	0	-426
44	45000	11	0.04	495000	0.2	1198.38	109	1000	1	11			1	0.2	1000	0.16	-198
45	46000	3	0.01	138000	0.05	334.09	111	1000	0	1			0	0	0	0	-334
46	47000	1	0	47000	0.01	113.79	114	1000	0	1			0	0	0	0	-114
47	48000	7	0.03	336000	0.13	813.45	116	1000	1	7			1	0.2	1000	0.16	187
48	49000	6	0.02	294000	0.11	711.77	119	1000	1	6			1	0.2	1000	0.16	288
49	50000	29	0.12	1450000	0.58	3510.41	121	1000	3	29			3	0.6	3000	0.5	-510
50	51000	4	0.02	204000	0.08	493.88	123	1000	0	1			0	0	0	0	-494
51	52000	11	0.04	572000	0.23	1384.8	126	1000	1	11			1	0.2	1000	0.16	-385
52	53000	4	0.02	212000	0.08	513.25	128	1000	1	4			1	0.2	1000	0.16	487
53	54000	6	0.02	324000	0.13	784.4	131	1000	1	6			1	0.2	1000	0.16	216
54	55000	9	0.04	495000	0.2	1198.38	133	1000	1	9			1	0.2	1000	0.16	-198
55	56000	3	0.01	168000	0.06	406.72	136	1000	0	1			0	0	0	0	-407
56	57000	4	0.02	228000	0.09	551.98	138	1000	1	4			1	0.2	1000	0.16	448
57	58000	3	0.01	177000	0.07	428.51	143	1000	0	1			0	0	0	0	-429
58	60000	12	0.05	720000	0.29	1743.1	145	1000	1	6			2	0.4	2000	0.33	257
59	61000	2	0.01	122000	0.04	295.36	148	1000	0	1			0	0	0	0	-295
60	62000	1	0	62000	0.02	150.1	150	1000	0	1			0	0	0	0	-150
61	63000	7	0.03	441000	0.17	1067.65	153	1000	1	7			1	0.2	1000	0.16	-68
62	64000	1	0	64000	0.02	154.94	155	1000	0	1			0	0	0	0	-155
63	65000	4	0.02	260000	0.1	629.45	157	1000	1	4			1	0.2	1000	0.16	371
64	66000	1	0	66000	0.02	159.78	160	1000	0	1			0	0	0	0	-160
65	67000	1	0	67000	0.02	162.21	162	1000	0	1			0	0	0	0	-162
66	68000	2	0.01	136000	0.05	329.25	165	1000	0	1			0	0	0	0	-329
67	69000	2	0.01	138000	0.05	334.09	167	1000	0	1			0	0	0	0	-334
68	70000	15	0.06	1050000	0.42	2542.02	169	1000	1	5			3	0.6	3000	0.5	458
69	71000	13	0.05	923000	0.37	2234.56	172	1000	2	13			2	0.4	2000	0.33	-235
70	72000	30	0.12	2160000	0.87	5229.31	174	1000	1	6			5	0.99	5000	0.83	-229
71	73000	10	0.04	730000	0.29	1767.31	177	1000	1	5			2	0.4	2000	0.33	233
72	74000	3	0.01	222000	0.08	537.46	179	1000	1	3			1	0.2	1000	0.16	463
73	75000	8	0.03	600000	0.24	1452.58	182	1000	1	8			1	0.2	1000	0.16	-453
74	76000	3	0.01	228000	0.09	551.98	184	1000	1	3			1	0.2	1000	0.16	448
75	78000	2	0.01	156000	0.06	377.67	189	1000	1	1			0	0	0	0	-378
76	80000	13	0.05	1040000	0.42	2517.81	194	1000	3	13			3	0.6	3000	0.5	482
77	81000	4	0.02	324000	0.13	784.4	196	1000	1	4			1	0.2	1000	0.16	216
78	82000	1	0	82000	0.03	198.52	199	1000	0	1			0	0	0	0	-199
79	83000	1	0	83000	0.03	200.94	201	1000	0	1			0	0	0	0	-201
80	84000	1	0	84000	0.03	203.36	203	1000	0	1			0	0	0	0	-203
81	85000	1	0	85000	0.03	205.78	206	1000	0	1			0	0	0	0	-206
82	86000	1	0	86000	0.03	208.2	208	1000	0	1			0	0	0	0	-208
83	87000	2	0.01	174000	0.07	421.25	211	1000	0	1			0	0	0	0	-421
84	90000	7	0.03	630000	0.25	1525.21	218	1000	2	7			2	0.4	2000	0.33	475
85	92000	1	0	92000	0.03	222.73	223	1000	0	1			0	0	0	0	-223
86	93000	3	0.01	279000	0.11	675.45	225	1000	1	3			1	0.2	1000	0.16	325
87	95000	6	0.02	570000	0.23	1379.96	230	1000	1	6			1	0.2	1000	0.16	-380
88	96000	1	0	96000	0.03	232.41	232	1000	0	1			0	0	0	0	-232
89	1	0	97000	0.03	234.83	235	1000	0	1		0		0	0	0	0	-235
90	99000	2	0.01	198000	0.08	479.35	240	1000	0	1			0	0	0	0	-479
91	100000	11	0.04	1100000	0.44	2663.07	242	1000	3	11			3	0.6	3000	0.5	337
92	101000	3	0.01	303000	0.12	733.56	245	1000	1	3			1	0.2	1000	0.16	266
93	102000	2	0.01	204000	0.08	493.88	247	1000	0	1			0	0	0	0	-494
94	103000	6	0.02	618000	0.24	1496.16	249	1000	1	6			1	0.2	1000	0.16	-496
95	104000	3	0.01	312000	0.12	755.34	252	1000	1	3			1	0.2	1000	0.16	245
96	105000	1	0	105000	0.04	254.2	254	1000	0	1			0	0	0	0	-254
97	106000	3	0.01	318000	0.12	769.87	257	1000	1	3			1	0.2	1000	0.16	230
98	107000	1	0	107000	0.04	259.04	259	1000	0	1			0	0	0	0	-259
99	108000	1	0	108000	0.04	261.47	261	1000	0	1			0	0	0	0	-261
100	110000	3	0.01	330000	0.13	798.92	266	1000	1	3			1	0.2	1000	0.16	201
101	112000	2	0.01	224000	0.09	542.3	271	1000	1	2			1	0.2	1000	0.16	458
102	114000	3	0.01	342000	0.13	827.97	276	1000	1	3			1	0.2	1000	0.16	172
103	115000	4	0.02	460000	0.18	1113.65	278	1000	1	4			1	0.2	1000	0.16	-114
104	118000	3	0.01	354000	0.14	857.03	286	1000	1	3			1	0.2			