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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 4143608 Fax: 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 (as 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 ("ALTL" 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 in case 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) | 6 | 9,12,15,000 | 6 | 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 MARKET 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 | Ratio of allottees to applicants | Serial Number of Qualifying applicants | Number of successful applicants (after rounding) | % to total | Total No. of shares allocated/ allotted | % to total | Surplus/ Deficit (14)-(7) | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) | (10) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | 158000 | 2 | 100.00 | 31,60,000 | 100.00 | 316000 | 158000 | 158000 | 1 | 1 | 2 | 100.00 | 316000 | 100.00 | 0 |
| Grand Total | 2 | 100.00 | 31,60,000 | 100.00 | 316000 | 158000 | 158000 | 1 | 1 | 2 | 100.00 | 316000 | 100.00 | 0 | |

B. Allocation to 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 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 | Ratio of allottees to applicants | Serial Number of Qualifying applicants | Number of successful applicants (after rounding) | % to total | Total No. of shares allocated/ allotted | % to total | Surplus/ Deficit (14)-(7) | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) | (10) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | 1000 | 414757 | 100 | 414757000 | 100 | 1395000 | 3 | 1000 | 1395 | 414757 | 1395 | 100 | 1395000 | 100 | 0 |
| Grand Total | 414757 | 100 | 414757000 | 100 | 1395000 | 1395000 | 3 | 1000 | 1395 | 414757 | 1395 | 100 | 1395000 | 100 | 0 |

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 | Ratio of allottees to applicants | Serial Number of Qualifying applicants | Number of successful applicants (after rounding) | % to total | Total No. of shares allocated/ allotted | % to total | Surplus/ Deficit (14)-(7) | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) | (10) | (11) | (12) | (13) | (14) | (15) | (16) |
| 1 | 2000 | 15253 | 60.87 | 30506000 | 12.32 | 73854.26 | 5 | 1000 | 74 | 15253 | 74 | 14.71 | 74000 | 12.35 | 146 |
| 2 | 3000 | 2523 | 10.07 | 7569000 | 3.05 | 18324.36 | 7 | 1000 | 6 | 841 | 18 | 3.58 | 18000 | 3 | -324 |
| 3 | 4000 | 882 | 3.52 | 3528000 | 1.42 | 8541.2 | 10 | 1000 | 1 | 98 | 9 | 1.79 | 9000 | 1.5 | 459 |
| 4 | 5000 | 683 | 2.73 | 3415000 | 1.38 | 8267.63 | 12 | 1000 | 8 | 683 | 8 | 1.59 | 8000 | 1.33 | -268 |
| 5 | 6000 | 407 | 1.62 | 2442000 | 0.98 | 5912.02 | 15 | 1000 | 6 | 407 | 6 | 1.19 | 6000 | 1 | 88 |
| 6 | 7000 | 670 | 2.67 | 4690000 | 1.89 | 11354.37 | 17 | 1000 | 11 | 670 | 11 | 2.19 | 11000 | 1.83 | -354 |
| 7 | 8000 | 1876 | 7.49 | 15008000 | 6.06 | 36333.99 | 19 | 1000 | 9 | 469 | 36 | 7.16 | 36000 | 6.01 | -334 |
| 8 | 9000 | 287 | 1.15 | 2583000 | 1.04 | 6253.38 | 22 | 1000 | 6 | 287 | 6 | 1.19 | 6000 | 1 | -253 |
| 9 | 10000 | 503 | 2.01 | 5030000 | 2.03 | 12177.5 | 24 | 1000 | 12 | 503 | 12 | 2.39 | 12000 | 2 | -178 |
| 10 | 11000 | 148 | 0.59 | 1628000 | 0.65 | 3941.35 | 27 | 1000 | 1 | 37 | 4 | 0.8 | 4000 | 0.66 | 59 |
| 11 | 12000 | 111 | 0.44 | 1332000 | 0.53 | 3224.74 | 29 | 1000 | 1 | 37 | 3 | 0.6 | 3000 | 0.5 | -225 |
| 12 | 13000 | 69 | 0.28 | 897000 | 0.36 | 2171.61 | 31 | 1000 | 2 | 69 | 2 | 0.4 | 2000 | 0.33 | -172 |
| 13 | 14000 | 133 | 0.53 | 1862000 | 0.75 | 4507.86 | 34 | 1000 | 4 | 133 | 4 | 0.8 | 4000 | 0.66 | -508 |
| 14 | 15000 | 140 | 0.56 | 2100000 | 0.84 | 5084.05 | 36 | 1000 | 1 | 28 | 5 | 0.99 | 5000 | 0.83 | -84 |
| 15 | 16000 | 80 | 0.32 | 1280000 | 0.51 | 3098.85 | 39 | 1000 | 3 | 80 | 3 | 0.6 | 3000 | 0.5 | -99 |
| 16 | 17000 | 62 | 0.25 | 1054000 | 0.42 | 2551.71 | 41 | 1000 | 3 | 62 | 3 | 0.6 | 3000 | 0.5 | 448 |

FINANCIAL EXPRESSION

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