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ARABIAN PETROLEUM LIMITED



CIN: U23200MH2009PLC191109

Our Company was originally incorporated as "Arabian Petroleum Private Limited" under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated March 20, 2009 bearing registration No. 191109 issued by Registrar of Companies, Maharashtra, Mumbai. Subsequently our Company was converted into a public limited company vide special resolution passed by the shareholders at the Extra Ordinary General Meeting held on November 11, 2011 and consequently the name of our Company was changed from "Arabian Petroleum Private Limited" to "Arabian Petroleum Limited" vide fresh Certificate of Incorporation granted to our Company consequent upon conversion into public limited company dated December 16, 2011 by the Registrar of Companies, Mumbai bearing Corporate Identification Number U23200MH2009PLC191109.

Registered Office : Plot 14-B, Morivali M.I.D.C., Opp. Positive Packaging, Ambarnath (W), Ambarnath, Thane, Maharashtra- 421505, India ; Tel No: 0251-2395601 ; E-mail: cs@arabianpetroleum.co.in ; Website: www.arabianpetroleum.co.in ; Contact Person: Sejal Vishek Jain, Company Secretary & Compliance Officer

Promoters of our Company : Hemant Dalsukhrai Mehta and Manan Hemant Mehta

"THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")."

THE ISSUE

INITIAL PUBLIC OFFER OF 28,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF ARABIAN PETROLEUM LIMITED ("OUR COMPANY" OR "APL" OR "ISSUER") AT AN ISSUE PRICE OF ₹ 70 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 60 PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ 2,024.40 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 1,48,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 70 PER EQUITY SHARE FOR CASH, AGGREGATING ₹ 103.60 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E., ISSUE OF 27,44,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 70 PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ 1920.80 LAKHS IS HERE IN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.55% AND 25.19% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE NO 216 OF THE PROSPECTUS.

THIS ISSUE IS BEING MADE 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. IN TERMS OF RULE 19(2)(b)(i) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED, THIS IS AN ISSUE FOR AT LEAST 25.00% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. THIS ISSUE IS A FIXED PRICE ISSUE AND ALLOCATION IN THE NET ISSUE TO THE PUBLIC WILL BE MADE IN TERMS OF REGULATION 253 OF THE SEBI (ICDR) REGULATIONS, AS AMENDED. FOR FURTHER DETAILS, PLEASE REFER TO SECTION TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 224 OF THE PROSPECTUS. A COPY OF PROSPECTUS WILL BE DELIVERED TO THE REGISTRAR OF COMPANIES FOR FILING IN ACCORDANCE WITH SECTION 26 OF THE COMPANIES ACT, 2013.

PROPOSED LISTING: The Equity Shares issued through the Prospectus are proposed to be listed on the SME Platform of National Stock Exchange of India Limited ("NSE EMERGE") in terms of the Chapter IX of the SEBI (ICDR) Regulations 2018, as amended from time to time. Our Company has received an approval letter Ref.: NSE/LIST/1754 dated September 28, 2022 from National Stock Exchange of India Limited ("NSE") for using its name in the Prospectus for listing of our shares on the SME Platform of NSE.

DISCLAIMER CLAUSE OF SEBI: Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Draft Prospectus was not filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Draft Prospectus. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 207 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'."

TRACK RECORD OF LEAD MANAGER: The Merchant Banker associated with the issue has handled 25 public issues in the past 3 years all of which were SME IPOs.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <p>HEM SECURITIES LIMITED</p> <p>Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India. Tel. No.: +91- 022- 49060000; Fax No. : +91- 022- 22625991; Website: www.hemsecurities.com Email: ib@hemsecurities.com Investor Grievance Email: redressal@hemsecurities.com Contact Person: Roshni Lahoti SEBI Reg. No.: INM000010981</p>	 <p>PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED</p> <p>Address: 9, Unit No. 9, Ground Floor, Shiv Shakti Industrial. Estate, J. R. Boricha Marg, Lower Parel East, Mumbai-400011, Maharashtra, India. Tel No.: +91- 22-23012517 / 8261 ; Website: www.purvashare.com Email: support@purvashare.com ; Investor grievance e-mail: support@purvashare.com Contact Person: Deepali Dhuri ; SEBI Registration Number: INR000001112 ; CIN: U67120MH1993PTC074079</p>	 <p>Sejal Vishek Jain ARABIAN PETROLEUM LIMITED</p> <p>Address: Plot 14-B, Morivali M.I.D.C., Opp. Positive Packaging, Ambarnath (W), Ambarnath, Thane, Maharashtra- 421505, India Tel. No. +91- 0251-2395601; E-mail: cs@arabianpetroleum.co.in ; Website: www.arabianpetroleum.co.in</p> <p>Applicants can contact the Contact Person or the LM or the Registrar to the Issue in case of any Pre-Issue or Post-Issue related problems, such as non-receipt of Allotment Advice or credit of allotted Equity Shares in the respective beneficiary account or unblocking of funds etc.</p>

CREDIT RATING – Not applicable

DEBENTURE TRUSTEES – Not applicable

IPO GRADING – Not applicable

BASIS FOR ISSUE PRICE – The Issue price is determined in consultation with the Lead Manager. The financial data presented in Section "Basis for Issue price" on page 74 of the Prospectus are based on the Restated Financial Statements.

BANKER TO THE ISSUE AND SPONSOR BANK : AXIS Bank Limited

AVAILABILITY OF APPLICATION FORMS: The Application Forms and copies of the Prospectus may be obtained from the Registered Office of Arabian Petroleum Limited, Lead Manager: Hem Securities Limited. Application Forms will be available at the selected location of registered brokers, Banker to the Issue, RTA and Depository Participants. Application Forms can be obtained from the website of Stock Exchange and the Designated Branches of SCSBs, the list of which is available on the website of SEBI at www.sebi.gov.in and website of Stock Exchange at www.nseindia.com.

UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

LINK TO DOWNLOAD ABRIDGED PROSPECTUS: <https://www.arabianpetroleum.co.in>

AVAILABILITY OF PROSPECTUS: Investors should note that investment in Equity Shares involves a high degree of risk and investors are advised to refer to the Prospectus and the Risk Factor contained therein, before applying in the Issue. Full copy of the Prospectus will be available at the website of SEBI at www.sebi.gov.in; the website of the Stock Exchange at www.nseindia.com and the website of Lead Manager at www.hemsecurities.com

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH AND THE ISSUE PRICE IS ₹ 70/-PER EQUITY SHARE. THE ISSUE PRICE IS 7.00 TIMES THE FACE VALUE.

ISSUE PROGRAMME	OPENS ON : MONDAY, SEPTEMBER 25, 2023
	CLOSES ON : WEDNESDAY, SEPTEMBER 27, 2023

MINIMUM APPLICATION SIZE OF 2,000 EQUITY SHARES AND IN MULTIPLES OF 2,000 EQUITY SHARES THEREAFTER

RISK IN RELATION TO THE FIRST ISSUE: This being the first issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹10/- per Equity Share and the Issue Price is 7 times the face value. The Issue Price should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed on the SME Platform of NSE. No assurance can be given regarding an active and/or sustained trading in the Equity Shares of our Company or 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 entire 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 issued 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 Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page 21 of Prospectus.

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.

 Now available in ASBA for retail individual investors.

*ASBA is a better way of applying to issues by simply blocking the fund in the bank account. For further details check section on ASBA below.

*ASBA has to be availed by all the investors.

**UPI is now available in ASBA for all individual investors applying in public offers where the application amount is up to ₹ 500,000.

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 "Issue Procedure" beginning on page 224 of the Prospectus. The process is also available on the website of AIBI and Exchanges in the General Information Document."

ASBA application forms can be downloaded from the website of NSE 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.

Applicants should ensure that DP ID, PAN and the Client ID are correctly filled in the Application Form. The DP ID, PAN and Client ID provided in the Application Form should match with the DP ID and Client ID available in the Depository database, otherwise, the Application Form is liable to be rejected. Applicant should ensure that the beneficiary account provided in the Application Form is active. Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Application Form, the Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for any correspondence(s) related to the Issue. Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk.

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

Main Objects of the Company as per MOA: For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 115 of the Prospectus and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our 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 274 of the Prospectus.

Liability of Members as per MOA: The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

Capital Structure: Authorized Capital of ₹11,00,00,000 (Rupees Eleven Crores only) consisting of 1,10,00,000 (One Crore Ten lakhs) Equity Shares of ₹10 each.

Pre-Issue Capital: Issued, Subscribed and Paid-up Capital of ₹ 8,00,00,000 (Rupees Eight Crores only) consisting of 80,00,000 (Eighty Lakhs) Equity Shares of ₹ 10 each.

Post Issue Capital: Issued, Subscribed and Paid-up Capital ₹ 10,89,20,000 (Rupees Ten Crore Eighty Nine Lakhs and Twenty Thousand only) consisting of 1,08,92,000 (One Crore Eight lakhs and Ninety Two Thousand) Equity Shares of ₹ 10 each.

For details of the Capital Structure, please refer to the chapter titled "Capital Structure" beginning on page 53 of the 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 for by them at the time of signing of the Memorandum of Association of our Company: (1) Hemant Dalsukhrai Mehta: 500 Equity shares of Rs. 100/- each and (2) Darshana Hemant Mehta: 500 Equity shares of Rs. 100/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 115 of the Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 53 of the Prospectus.

All capitalized terms used herein and not specifically defined shall have the same meaning as prescribed to them in the Prospectus dated September 18, 2023.

Investors should read the Prospectus carefully, including the Risk Factors on page 21 of the Prospectus before making any investment decision.

For and on behalf of the Board of Directors
Arabian Petroleum Limited
Sd/-
Hemant Dalsukhrai Mehta
Managing Director and Chairman

Place: Thane, Maharashtra
Date: September 18, 2023

Disclaimer: Arabian Petroleum Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make a Public Issue of its Equity Shares and has filed the Prospectus with the Registrar of Companies, Mumbai, Maharashtra. The Prospectus shall be available on the websites of the Company, the NSE and the LM at www.arabianpetroleum.co.in , www.nseindia.com and www.hemsecurities.com respectively. Applicants should note that investment in equity shares involves a high degree of risk and for details relating to the same, see the Prospectus, including, the section titled "Risk Factors" beginning on page 21 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be offered and sold (i) in the United States only to "qualified institutional buyers", as defined in Rule 144A of the Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulations under the Securities Act and in compliance with the applicable laws of the jurisdiction where those offers and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applicants may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.