SUNDAY, SEPTEMBER 24, 2023

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# PLAZA WIRES LIMITED



to view the RHP

Our Company was originally incorporated as "Navratna Wires Private Limited" as a private limited company under the provisions of the Companies, National Capital Territory of Delhi and Haryana. Pursuant to a special resolution passed by the shareholders of our Company at the extra-ordinary general meeting held on October 10, 2007, the name of our Company was changed to Plaza General Cable Wire Private Limited and a fresh certificate of incorporation dated October 26, 2007 was issued to our Company by the Registrar of Companies, National Capital Territory of Delhi and Haryana. Pursuant to a special resolution passed by the shareholders of our Company on December 26, 2008, the name of our Company was changed to 'Plaza Wires Private Limited', and a fresh Certificate of Incorporation reflecting the new name was issued by the Registrar of Company was converted to a public limited company, pursuant to a special resolution passed by our shareholders on December 29, 2021 and the name of our Company by the Registrar of Companies, Delhi. For details in relation to change in the address of the registered office of our Company, see "History and Certain Corporate Matters" on page 157 of the Red Herring Prospectus dated September 22, 2023 ("RHP").

Registered Office: A-74 Okhla Industrial Area, Phase-2 New Delhi, South Delhi, 110020, India; Tel: 011-66369696; Contact Person: Bhavika Kapil, Company Secretary and Compliance@plazawires.in; Website: www.plazawires.in; Corporate Identity Number: U31300DL2006PLC152344

#### OUR PROMOTERS: SANJAY GUPTA AND SONIA GUPTA

INITIAL PUBLIC OFFERING OF UP TO 132,00,158^ EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF PLAZA WIRES LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹[●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹[●] MILLION ("THE ISSUE"). THE ISSUE WILL CONSTITUTE [●] % OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

^Subject to the finalisation Basis of Allotment

Our Company is an ISO 9001:2015 and 14001:2015 certified company engaged in the business of manufacturing and selling of wires, and selling and marketing of LT aluminium cables and fast moving electrical goods under our flagship brand "PLAZA CABLES" and home brands such as "Action Wires" and "PCG".

The Issue is being made in accordance with Regulation 6(2) of the SEBI ICDR Regulations QIB Portion: Not less than 75% of the Issue
Non-Institutional Portion: Not more than 15% of the Issue Retail Portion: Not more than 10% of the Issue

PRICE BAND: ₹ 51 TO ₹ 54 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH THE FLOOR PRICE IS 5.1 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 5.4 TIMES THE FACE VALUE OF THE EQUITY SHARES THE PRICE TO EARNING RATIO BASED ON BASIC AND DILUTED EPS FOR FISCAL 2023 AT THE FLOOR PRICE IS 20.73 TIMES AND AT THE CAP PRICE IS 21.95 TIMES BIDS CAN BE MADE FOR A MINIMUM OF 277 EQUITY SHARES AND IN MULTIPLES OF 277 EQUITY SHARES THEREAFTER

In accordance with the recommendation of the Independent Directors of our Company, vide their resolution dated September 22, 2023, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for Issue Price' section of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") and secondary transactions, as applicable, disclosed in the 'Basis for Issue Price' chapter on page 99-105 of the RHP.

In making an investment decision, potential investors must only rely on the information included in the Red Herring Prospectus and the terms of the Issue, including the risks involved and not rely on any other external sources of information about the Issue available in any manner.

### **RISKS TO INVESTORS:**

- Proposed Manufacturing Unit and expand our product portfolio, both of which are subject to risks and uncertainties.
- 2. We have not yet placed orders in relation to the capital expenditure to be incurred for the Proposed Manufacturing Unit. In the event of any delay in placing the orders, or in the event the vendors are not able to provide the plant and machineries or complete the civil and related works etc. in a timely manner, or at all, the same may result in time and cost over-runs.
- 3. Inadequate or interrupted supply and price fluctuation of our raw materials and packaging materials could adversely affect our business, results of operations, cash flows, profitability and financial condition.
- 4. We generate our significant portion of sales from our operations in certain geographical regions. Any adverse developments affecting our operations in these regions could have an adverse impact on our revenue and results of operations.
- 5. Working Capital Requirements: Our Company requires significant amounts of working capital and significant portion of our working capital is consumed in trade receivables and inventories. Our inability to meet our working capital requirements may have an adverse effect on our results of operations and overall business.

- 1. Our success depends on our ability to build the 6. We may not be able to derive the desired benefits from our product development efforts. Commercialization and market development of new products and existing product particularly our FMEG products may take longer time than expected and / or may involve unforeseen business risks.
  - 7. Weighted average cost of acquisition, floor price and cap price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor Price*	Cap Price*
Weighted average cost of acquisition (WACA) of Primary Issuances	Nil	Nil	Nil
Weighted average cost of acquisition (WACA) of Secondary Issuances	Nil	Nil	Nil

\*There were no primary transactions and Secondary transactions of Equity Shares of the Company during the 3 years preceding the date of filing of the Red Herring Prospectus except by way of issue of bonus and transfer of gift hence cost of acquisition is nil.

8. Market Risk: The Issue Price, market capitalization to total income and price to earnings ratio based on the Issue Price of our Company may not be indicative of the









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.continued from previous page.

market price of the Company on listing or thereafter.

Particulars	Ratio vis-à-vis Floor price (i.e. ₹ 51)	Ratio vis-à-vis Cap price (i.e. ₹ 54)
	(In multiples, unless otherwise specified)	
Market Capitalization to Total Income	1.22	1.29
<b>Price to Earnings Ratio</b>	20.73	21.95

#### Note:

1 Market capitalization has been computed as the product of number of shares outstanding assuming full subscription to Gross Offer with the floor price or cap price, as applicable

2 P/E Ratio has been computed based on the floor price or cap price, as applicable, divided by the diluted EPS for the financial year ended 2023.

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- 9. Weighted Average Return on Net Worth for Fiscals 2023, 2022 & 2021 is 13.23%.
- 10. Average cost of acquisition of Equity Shares held by the Promoters ranges from ₹8.40 to₹38.32 per Equity Share and Issue Price at upper end of the Price Band is ₹54 per Equity Share.
- 11. The BRLM associated with the Issue have handled 7 public issues in the past three Fiscal Years, none of issues closed below the Issue price on the listing date.

## BID / ISSUE **PROGRAMME**

ANCHOR INVESTOR BIDDING DATE: WEDNESDAY, SEPTEMBER 27, 2023<sup>(1)</sup> BID / ISSUE OPENS ON FRIDAY, SEPTEMBER 29, 2023(1) BID / ISSUE CLOSES ON WEDNESDAY, OCTOBER 04, 2023(2)(3)

Our Company in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI/CDR Regulations. The Anchor Investors Bidding Date shall be one Working Day prior to the Bid/Offer Opening Date. Our Company in consultation with the Book Running Lead Manager, consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEB//CDR Regulations.

UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.

#### THE EQUITY SHARES OF OUR COMPANY WILL ISTED ON MAIN BOARD PLATFORM OF BSE AND NSE

In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least 3 (three) additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 (ten) Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid / Issue Period for a minimum of 3 (three) Working Days, subject to the Bid/ Issue Period not exceeding 10 (ten) Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

This Issue is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). This Issue is being made through the Book Building Process in accordance with Regulation 6(2) of the SEBI ICDR Regulations wherein not less than 75% of the Issue shall be allotted on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may in consultation with the BRLM allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) (the "Net QIB Portion"). Further, 5% of the QIB Portion (excluding Anchor Investor Portion) (the "Net QIB Portion") shall be available for allocation on a proportionate basis to Mutual Funds only. and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not more than 15% of the Issue shall be available for allocation to Non-Institutional Bidders, out of which a) one third of such portion shall be reserved for applicants with application size of more than ₹ 0.2 million and up to ₹ 1.0 million and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹ 1.0 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not more than 10% of the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. If at least 75% of the Issue cannot be Allotted to QIBs, then the entire application money shall be refunded forthwith. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilising the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) and UPI ID in case of UPI Bidders using the UPI Mechanism, as applicable, pursuant to which their corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or by the Sponsor Banks 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 further details, see "Issue Procedure on page 275 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through UPI Mechanism) are correctly filled in the Bid cum Application Form, The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, Client ID and UPI ID available (for UPI Bidders bidding through the UPI Mechanism) in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/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 Bidders/Applicants' sole risk.

Investors must ensure that their PAN is linked with Aadhaar and are in compliance with the notification issued by Central Board of Direct Taxes notification dated February 13, 2020 and read with press releases dated June 25, 2021, September 17, 2021 and March 28, 2023 and any subsequent press releases in this regard. CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 157 of the RHP. The Memorandum of Association of our Company is a material document for inspection in

relation to the Issue. For further details, see "Material Contracts and Documents for Inspection" beginning on page 307 of the RHP.

LIABILITY OF THE MEMBERS OF OUR COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 500,000,000 divided into 50,000,000 Equity Shares of face value of ₹ 10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 305,519,200 divided into 30,551,920 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 71 of the RHP.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The names of the initial signatories of the Memorandum of Association of our Company along with their allotment are: Allotment to Saket Shukla (9.999 Equity shares), Atul Bhatia (1 Equity shares). For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 71 of the RHP.

LISTING: The Equity Shares face value of ₹ 10 each offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received 'inprinciple' approvals from the BSE and the NSE for the listing of the Equity Shares pursuant to letters each dated July 26, 2022. For the purposes of the Issue, the Designated Stock Exchange shall be NSE. A signed copy of the Red Herring Prospectus and the Prospectus shall be filed with the RoC in accordance with Section 26(4) and 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date, see "Material Contracts" and Documents for Inspection" on page 307 of the RHP.

of either the Offer or the specified securities stated in the Offer Document. The investors are advised to refer to pages 256 of the RHP for the full text of the disclaimer clause of SEBI DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the RHP has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to the pages 258 of the RHP for the full text of the disclaimer clause of BSE.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"); SEBI only gives its observations on the offer documents and this does not constitute approval

DISCLAIMER CLAUSE OF NSE (the Designated Stock Exchange): 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 page 259 of the RHP for the full text of the disclaimer clause of NSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their 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 in the Issuer have not been recommended or approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specific attention of the investors is invited to "Risk Factors" on page 30 of the RHP.

ASBA\* | Simple, Safe, Smart way of Application!!!

\*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to offers by simply blocking the fund in the bank account. For further details, check section on ASBA.

Mandatory in public issues. No cheque will be accepted.

UPI-Now available in ASBA for Retail Individual Investors and Non Institutional Investor applying in public issues where the application amount is up to ₹500,000, applying through Registered Brokers, Syndicate, CDPs & RTAs. UPI Bidders also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021.

ASBA has to be availed by all the investors except Anchor Investors. UPI may be availed by (i) Retail Individual Investors with an application size of up to ₹ 500,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in the Bid Cum Application Form and abridged prospectus and also please refer to the section "Issue Process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. The Bid Cum Application Form and the Abridged Prospectus can be downloaded from the websites of BSE Limited ("NSE") and together with BSE, the "Stock Exchanges") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=35 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=43, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: www.sebi.gov.in. UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. Axis Bank Limited has been appointed as the Sponsor Bank for the Issue, in accordance with the requirements of SEBI circular dated November 1, 2018 as amended. For Issue related queries, please contact the Book Running Lead Manager ("BRLM") on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail ld: ipo.upi@npci.org.in.

BOOK RUNNING LEAD MANAGER

ANTOMATH

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Pantomath Capital Advisors Private Limited

Reg. office: Pantomath Nucleus House, Saki Vihar Road, Andheri East, Mumbai - 400072 Maharashtra, India Telephone: +91-22 6194 6700, Email: ipo@pantomathgroup.com; Investor Grievance Email: ipo@pantomathgroup.com Website: www.pantomathgroup.com; Contact Person: Bharti Ranga, SEBI Registration No: INM000012110

REGISTRAR TO THE ISSUE

Selenium Tower-B, Plot No.31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032, Telangana. Tel: 40 6716 2222; Email: plazawires.ipo@kfintech.com Investor Grievance Email: einward.ris@kfintech.com; Website: www.kfintech.com Contact Person: M Murali Krishna; SEBI Registration Number: INR000000221

electronic mode, etc. For all Issue related queries and for redressal of complaints, investors may also write to the BRLM. Services Limited, LKP Securities, Marwadi Shares & Finance, Motifal Oswal Securities Limited, Nirmal Bang Securities Pvt Limited, Pentagon Stock Brokers Private Limited, Pravin

A-74 Okhla Industrial Area, Phase-2, New Delhi South Delhi DI -110020, India

Tel No.: 011-66369696; Email: compliance@plazawires.in; Website: www.plazawires.in

Investors can contact the Company Secretary and Compliance Officer, the Book Running Lead Manager or the Registrar

to the Issue in case of any pre-issue or post-Offer related grievances, such as non-receipt of letters of Allotment, non-credit

of Allotted Equity Shares in the respective beneficiary account, non receipt of refund orders or non-receipt of funds by

been made available on the website of SEBI at www.sebi.gov.in and is available on the website of the BRLM. Pantomath Capital Advisors Private Limited at www.pantomathgroup.com and on the website of the Company, Plaza Wires Limited at www.plazawires.in and the websites of the Stock Exchanges, for BSE at www.bseindia.com and for NSE at Limited and YES Securities (India) Limited. AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of our Company, PLAZA WIRES LIMITED: Tel: 011-

66369696; BRLM: Pantomath Capital Advisors Private Limited, Telephone: +91-22 6194 6700 and Syndicate Members: Pantomath Capital Advisors Private Limited, Telephone: +91-22 6194 6700 and Pentagon Stock Brokers Private Limited (formerly known as Pantomath Stock Brokers Private Limited), Tel.: +91 22 42577000 and at selected locations of Sub-Syndicate Members (as given below), Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Issue. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI. SUB-SYNDICATE MEMBERS: Asit C Mehta Investments Ltd, Axis Securities Limited, Choice Equity Broking Private Limited, ICICI Securities Ltd, IIFL Securities Ltd, JM Financial Date: September 22, 2023

AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the "Risk Factors" beginning on page 30 of the RHP before applying in the Issue. A copy of the RHP has Ratilal Share & Stock Brokers Limited, RKSV Securities Pvt ltd., RR Equity Brokers Private Limited, Sharekhan ltd.; SMC Global Securities ltd.; Systematix Shares and Stocks (India) ESCROW BANK AND REFUND BANK: Axis Bank Limited. | PUBLIC OFFER ACCOUNT BANK: Axis Bank Limited. | SPONSOR BANK(S): Axis Bank Limited.

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Bhavika Kapil PLAZA WIRES LIMITED

UPI: UPI Bidders can also Bid through UPI Mechanism All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For PLAZA WIRES LIMITED

On behalf of the Board of Directors

Ms. Bhavika Kapil Company Secretary and Compliance Officer

PLAZA WIRES LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the RHP with RoC on September 22, 2023. The RHP is made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLM i.e., Pantomath Capital Advisors Private Limited at www.pantomathgroup.com, the website of the BSE at www.nseindia.com and the website of the BSE at www.nseindia.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, please see the section titled "Risk Factors" beginning on page 30 of the RHP. Potential investors should not rely on the DRHP for making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities and may not be offered or sold within the United States, except pursuant to exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sale 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 Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

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