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PREMIER ROADLINES LIMITED

Our Company was originally incorporated as private limited Company in the name of "Premier Roadlines Private Limited" under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated March 19, 2008 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana with CIN U51103DL2008PTC175563. Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on May 09, 2012 our Company was converted into a Public Limited Company and consequently the name of our Company was changed from "Premier Roadlines Private Limited" to "Premier Roadlines Limited" vide a fresh certificate of incorporation consequent upon conversion from private company to public company dated June 28, 2012 issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana, bearing CIN U51103DL2008PLC175563.

Registered Office: B-870, Near Church, New Ashok Nagar, New Delhi - 110096, Delhi, India. ; **Corporate Office:** 501, 5th Floor, Plot No. 4B, Tower A, Nextra, Mayur Vihar, Phase-I Extension, East Delhi-110091, Delhi, Tel No: +91-11-4401 5000; **E-mail:** cs@prlindia.com; **Website:** www.prlindia.com ; **CIN:** U51103DL2008PLC175563 ; **Contact Person:** Gaurav Chakarvati, Company Secretary & Compliance Officer

OUR PROMOTERS: VIRENDER GUPTA, RAKHI GUPTA AND SAMIN GUPTA

"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 NSE (NSE EMERGE)."

We are engaged in providing logistics solutions to businesses, particularly surface transportation of goods ranging from 1 MT to 250

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFER OF 60,24,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF PREMIER ROADLINES LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ 67 PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ 57 PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ 4036.08 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 3,04,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 67 PER EQUITY SHARE FOR CASH, AGGREGATING ₹ 203.68 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 57,20,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 67 PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ 3832.40 LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.35% AND 25.02% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARE IS RS.10 AND ISSUE PRICE IS RS. 67 EACH. THE ISSUE PRICE IS 6.7 TIMES OF THE FACE VALUE OF THE EQUITY SHARE ANCHOR INVESTOR ISSUE PRICE: RS. 67 PER EQUITY SHARE. THE ISSUE PRICE IS 6.7 TIMES OF THE FACE VALUE

BID/ ISSUE PERIOD

ANCHOR INVESTOR BIDDING DATE WAS: THURSDAY, MAY 09, 2024

BID / ISSUE OPENED ON: FRIDAY, MAY 10, 2024

BID / ISSUE CLOSED ON: TUESDAY, MAY 14, 2024

RISKS TO INVESTORS:

- We do not have our own fleet and are heavily dependent on third party service providers (i.e. Small Fleet Owners and Agents) to effectively carry on our logistics operations.
 - Disruptions or failures in our information technology systems including cyber risks may affect our operations.
 - The Merchant Banker associated with the Issue has handled 46 SME public issue in the past three years out of which 2 SME Public Issue closed below the Issue Price on listing date.
 - Average cost of acquisition of Equity Shares held by the Individual Promoter is
- and the Issue Price at the upper end of the Price Band is Rs. 67 per Equity Share.
- The Price/ Earnings ratio based on Diluted EPS for Fiscal 2023 for the company at the upper end of the Price Band is 15.69
 - Weighted Average Return on Net worth for Fiscals 2021, 2022, 2023 is 21.44%.
 - The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, 18 months and three years from the date of Prospectus is as given below:

| Sr. No. | Name of the Promoters | Average cost of Acquisition (in ₹) |
|---------|-----------------------|------------------------------------|
| 1. | Virender Gupta | 1.30 |
| 2. | Rakhi Gupta | 7.07 |
| 3. | Samin Gupta | 1.60 |

| Period | Weighted Average Cost of Acquisition (in Rs.) | Upper end of the Price Band (Rs. 67) is "X" times the weighted Average cost of Acquisition | Range of acquisition price: Lowest Price - Highest Price (in Rs.) |
|----------------|---|--|---|
| Last 1 year | 0.30 | 223.33 | 0-160 |
| Last 18 months | 1.37 | 48.91 | 0-150 |
| Last 3 years | 2.59 | 25.87 | 0-140.95 |

- The Weighted average cost of acquisition compared to Floor Price and Cap Price.

| Types of transactions | Weighted average cost of acquisition (₹ per Equity Shares) | Floor price (i.e. ₹ 63) | Cap price (i.e. ₹ 67) |
|---|--|-------------------------|-----------------------|
| WACA of primary issuance(exceeding 5% of the pre issue capital) | NA^ | NA^ | NA^ |
| WACA for secondary sale / acquisition (exceeding 5% of the pre issue capital) | NA^^ | NA^^ | NA^^ |
| Weighted average cost of acquisition of primary issuances/ secondary transactions as per paragraph 8(c) above | 13.55 | 4.65 times | 4.94 times |

Note:
^There were no primary/ new issue of shares (equity/ convertible securities) as mentioned in paragraph 8(a) above, in last 18 months from the date of the Prospectus. ^^There were no secondary transactions as mentioned in paragraph 8(b) above, in last 18 months from the date of the Prospectus.

PROPOSED LISTING: FRIDAY, MAY 17, 2024*

The Issue was being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue was available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"). Our Company in consultation with the Book Running Lead Manager has allocated upto 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"). Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue was made available for allocation to Retail Individual Bidders in accordance with the SEBI (ICDR) Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) were required to mandatorily utilise 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 were not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 247 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 the National Stock Exchange of India Limited. The trading is proposed to be commenced on or before Friday, May 17, 2024*

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

SUBSCRIPTION DETAILS

The bidding for Anchor Investors opened and closed on Tuesday, May 14, 2024. The Company received 7 Anchor Investors applications for 23,22,000 Equity Shares. The Anchor Investor Allocation price was finalized at Rs. 67/- per Equity Share. A total of 17,14,000 Equity Shares were allotted under the Anchor Investors portion aggregating to Rs. 11,48,38,000/-.

The Issue (excluding Anchor Investors Portion) received 116813 Applications for 47,20,96,000 Equity Shares (after bid not banked cases and removing multiple and duplicate bids and before technical rejection) resulting 109.54 times subscription (including reserved portion of market maker and excluding anchor investor portion). The details of the Applications received in the Issue from various categories are as under (before technical rejections):

Detail of the Applications Received (excluding Anchor Investors Portion):

| Sr. No. | Category | Number of Applications | No. of Equity Shares applied | Equity Shares Reserved as per Prospectus | No. of times Subscribed | Amount (Rs.) |
|---------|---|------------------------|------------------------------|--|-------------------------|---------------------------|
| 1 | Market Maker | 1 | 3,04,000 | 3,04,000 | 1.00 | 2,03,68,000.00 |
| 2 | QIB (excluding Anchor investor portion) | 48 | 10,23,84,000 | 11,44,000 | 89.50 | 6,85,97,28,000.00 |
| 3 | Non Institutional Investor | 9649 | 15,51,80,000 | 8,58,000 | 180.86 | 10,39,65,74,000.00 |
| 4 | Retail Individual Investors | 107115 | 21,42,28,000 | 20,04,000 | 106.90 | 14,35,21,80,000.00 |
| | TOTAL | 116813 | 47,20,96,000 | 43,10,000 | | 31,62,88,50,000.00 |

Final Demand:

A summary of the final demand as per NSE as on the Bid/ Issue Closing Date at different Bid prices is as under:

| Sr. No. | Bid Price | Bids Quantity | % of Total | Cumulative Total | % Cumulative Total |
|---------|---------------|---------------------|---------------|------------------|--------------------|
| 1 | 63 | 5,68,000 | 0.10 | 5,68,000 | 0.10 |
| 2 | 64 | 88,000 | 0.02 | 6,56,000 | 0.12 |
| 3 | 65 | 2,44,000 | 0.04 | 9,00,000 | 0.16 |
| 4 | 66 | 1,76,000 | 0.03 | 10,76,000 | 0.20 |
| 5 | 67 | 40,63,86,000 | 74.42 | 40,74,62,000 | 74.62 |
| 6 | Cut off Price | 13,86,04,000 | 25.38 | 54,60,66,000 | 100.00 |
| | TOTAL | 54,60,66,000 | 100.00 | | |

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being National Stock Exchange of India Limited (NSE Emerge) on May 15, 2024.

1) Allotment to Retail Individual Investors (After Technical Rejections):

The Basis of Allotment to the Retail Individual Investors, who have bid at cut-off Price or at or above the Issue Price of Rs. 67 per Equity Share, was finalized in consultation with NSE. The category has been subscribed to the extent of 105.18 times. The total number of Equity Shares Allotted in this category is 20,04,000 Equity Shares to 1002 successful applicants. The details of the Basis of Allotment of the said category are as under:

| No. of Shares Applied for (Category wise) | No. of Applications Received | % of Total | Total No. of Shares Applied | % to Total | No. of Equity Shares Allotted per Applicant | Ratio | Total No. of Shares Allotted |
|---|------------------------------|------------|-----------------------------|------------|---|-----------|------------------------------|
| 2000 | 105392 | 100 | 210784000 | 100 | 2000 | 501:52696 | 2004000 |

2) Allotment to Non-Institutional Investors (After Technical Rejections):

The Basis of Allotment to the Non-Institutional Investors, who have bid at the Issue Price of Rs. 67 or above per Equity Share was finalized in consultation with NSE. The category has been subscribed to the extent of 177.94 times (after technical rejection). The total number of Equity Shares Allotted in this category is 8,58,000 Equity Shares to 353 successful applicants. The details of the Basis of Allotment of the said category are as under (Sample Basis):

| No. of Shares applied for (Category wise) | Number of applications received | % of Total | Total No. of Shares applied in each category | % to Total | No of Equity Shares allotted per applicant | Ration of allottees to applicants | Total No. of shares allocated/allotted |
|---|---------------------------------|------------|--|------------|--|-----------------------------------|--|
| 4000 | 5266 | 55.65 | 2,10,64,000 | 13.79 | 2000 | 59:5266 | 1,18,000 |
| 6000 | 791 | 8.36 | 47,46,000 | 3.11 | 2000 | 13:791 | 26,000 |
| 8000 | 452 | 4.78 | 36,16,000 | 2.36 | 2000 | 5:226 | 20,000 |
| 10000 | 365 | 3.86 | 36,50,000 | 2.39 | 2000 | 2:73 | 20,000 |
| 12000 | 247 | 2.61 | 29,64,000 | 1.94 | 2000 | 8:247 | 16,000 |
| 180000 | 3 | 0.03 | 5,40,000 | 0.35 | 2000 | 2:3 | 4,000 |
| 182000 | 2 | 0.02 | 3,64,000 | 0.23 | 2000 | 1:2 | 2,000 |
| 184000 | 1 | 0.01 | 1,84,000 | 0.12 | 2000 | 1:1 | 2,000 |
| 186000 | 2 | 0.02 | 3,72,000 | 0.24 | 2000 | 1:2 | 2,000 |
| 188000 | 1 | 0.01 | 1,88,000 | 0.12 | 2000 | 1:1 | 2,000 |
| 196000 | 1 | 0.01 | 1,96,000 | 0.12 | 2000 | 1:1 | 2,000 |
| 200000 | 3 | 0.03 | 6,00,000 | 0.39 | 2000 | 2:3 | 4,000 |
| 202000 | 2 | 0.02 | 4,04,000 | 0.26 | 2000 | 1:2 | 2,000 |
| 204000 | 1 | 0.01 | 2,04,000 | 0.13 | 2000 | 1:1 | 2,000 |
| 210000 | 1 | 0.01 | 2,10,000 | 0.13 | 2000 | 1:1 | 2,000 |
| 254000 | 1 | 0.01 | 2,54,000 | 0.16 | 2000 | 1:1 | 2,000 |
| 256000 | 3 | 0.03 | 7,68,000 | 0.50 | 2000 | 2:3 | 4,000 |
| 258000 | 4 | 0.04 | 10,32,000 | 0.67 | 2000 | 3:4 | 6,000 |
| 262000 | 2 | 0.02 | 5,24,000 | 0.34 | 2000 | 1:2 | 2,000 |
| 264000 | 2 | 0.02 | 5,28,000 | 0.34 | 2000 | 1:2 | 2,000 |
| 396000 | 1 | 0.01 | 3,96,000 | 0.25 | 2000 | 1:1 | 2,000 |
| 402000 | 2 | 0.02 | 8,04,000 | 0.52 | 2000 | 1:1 | 4,000 |
| 408000 | 2 | 0.02 | 8,16,000 | 0.53 | 2000 | 1:1 | 4,000 |
| 412000 | 1 | 0.01 | 4,12,000 | 0.26 | 2000 | 1:1 | 2,000 |
| 418000 | 1 | 0.01 | 4,18,000 | 0.27 | 2000 | 1:1 | 2,000 |
| 1414000 | 1 | 0.01 | 14,14,000 | 0.92 | 8000 | 1:1 | 8,000 |
| 1492000 | 1 | 0.01 | 14,92,000 | 0.97 | 8000 | 1:1 | 8,000 |
| 2712000 | 1 | 0.01 | 27,12,000 | 1.77 | 16000 | 1:1 | 16,000 |
| 2820000 | 1 | 0.01 | 28,20,000 | 1.84 | 16000 | 1:1 | 16,000 |
| 2862000 | 6 | 0.06 | 1,71,72,000 | 11.24 | 16000 | 1:1 | 96,000 |

3) Allotment to QIBs excluding Anchor Investors (After Technical Rejections):

Allotment to QIBs, who have bid at the Issue Price of Rs. 67 or above per Equity Share has been done on a proportionate basis in consultation with NSE. This category has been subscribed to the extent of 89.50 times of QIB portion. The total number of Equity Shares allotted in the QIB category is 11,44,000 Equity Shares, which were allotted to 48 successful Applicants.

| CATEGORY | FIS/BANKS | MF'S | IC'S | NBFC'S | AIF | FPI | VC'S | TOTAL |
|----------|-----------|------|-------|--------|--------|--------|------|-----------|
| QIB | 88000 | - | 14000 | 466000 | 276000 | 300000 | - | 11,44,000 |

4) Allotment to Anchor Investors (After Technical Rejections):

The Company in consultation with the BRLM has allocated 17,14,000 Equity Shares to 7 Anchor Investors at the Anchor Investor Issue Price of Rs.67 per Equity Shares in accordance with the SEBI (ICDR) Regulations. This represents upto 60% of the QIB Category.

| CATEGORY | FIS/BANKS | MF'S | IC'S | NBFC'S | AIF | FPI | OTHERS | TOTAL |
|----------|-----------|------|------|--------|--------|--------|--------|-----------|
| ANCHOR | - | - | - | 376000 | 888000 | 450000 | - | 17,14,000 |

The Board of Directors of our Company at its meeting held on May 15, 2024 has taken on record the basis of allotment of Equity Shares approved by the Designated Stock Exchange, being NSE and has allotted the Equity Shares to various successful applicants. The Allotment Advice Cum Refund Intimation will be dispatched to the address of the investors as registered with the depositories. Further, instructions to the SCSBs have been dispatched / mailed for unblocking of funds and transfer to the Public Issue Account on or before May 16, 2024. In case the same is not received within ten days, Investors may contact the Registrar to the Issue at the address given below. The Equity Shares allotted to the successful allottees shall be uploaded on May 16, 2024 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company is in the process of obtaining the listing and trading approval from NSE and the trading of the Equity Shares is expected to commence trading on May 17, 2024.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated May 15, 2024 filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana ("RoC").

INVESTORS, PLEASE NOTE

The details of the allotment made has been hosted on the website of the Registrar to the Issue, Maashitla Securities Private Limited at website: <https://maashitla.com/>
TRACK RECORD OF BOOK RUNNING LEAD MANAGER: The Merchant Banker associated with the Issue has handled 46 SME Public Issues in the past three years out of which 2 SME Public Issue was closed below the Issue Price on listing date.

All future correspondence in this regard may kindly be addressed to the Registrar to the Issue quoting full name of the First/ Sole Bidder Serial number of the ASBA form, number of Equity Shares bid for, Bidder DP ID, Client ID, PAN, date of submission of the Bid cum Application Form, address of the Bidder, the name and address of the Designated Intermediary where the Bid cum Application Form was submitted by the Bidder and copy of the Acknowledgment Slip received from the Designated Intermediary and payment details at the address given below:



Maashitla Securities Private Limited
Address: 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi, 110034, India.
Tel No: +91-11-45121795; Email: ipo@maashitla.com ; Investor Grievance Email: investor.ipo@maashitla.com
Website: www.maashitla.com ; Contact Person: Mukul Agrawal;
SEBI Reg. No.: INR00004370; CIN: U67100DL2010PTC208725

On behalf of Board of Directors
Premier Roadlines Limited
Sd/-
Gaurav Chakarvati
Company Secretary and Compliance Officer

Place: Delhi
Date: May 16, 2024

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF PREMIER ROADLINES LIMITED
Disclaimer: Premier Roadlines Limited has filed the Prospectus with the RoC on May 15, 2024 and thereafter with SEBI and the Stock Exchange. The Prospectus is available on the website of the BRLM, Hem Securities Limited at www.hemsecurities.com and the Company at: www.prlindia.com, and shall also be available on the website of the NSE and SEBI. Investors should note that investment in Equity Shares involves a high degree of risk and for details relating to the same, please see "Risk Factors" beginning on page 25 of the Prospectus. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public Issuing in the United States.

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