



# CHETANA EDUCATION LIMITED



Formerly known as Chetana Education LLP) CIN: U58111MH2024PLC417778

Our Company was originally formed as a Limited Liability Partnership in the name and style of "Chetana Publications (India) LLP" under the provisions of the Limited Liability Partnership Act, 2008 on December 30, 2017 vide Certificate of Incorporation issued by Central Registration Centre, Registrar of Companies. Consequently, our name was changed to "Chetana Education LLP", and a fresh certificate of incorporation dated October 17, 2021 was issued by the RoC. Subsequently, our Company was converted into a public limited company under Companies Act with the name "Chetana Education Limited" pursuant to a fresh certificate of incorporation dated January 21, 2024 was issued by the Registrar of Companies, Mumbai, Maharashtra, bearing CIN: U58111MH2024PLC417778.

Registered Office: 401, E-Wing, B &amp; C Block Trade Link, Kamala Mill, Delisle Road, Mumbai, Maharashtra, India, 400013.

Tel No: +91-22-6245 6000; E-mail: cs@chetanaeducation.com ; Website: www.chetanaeducation.com; Contact Person: Jignesh Jitendra Fofandi, Company Secretary &amp; Compliance Officer

## OUR PROMOTERS: ANIL JAYANTILAL RAMBHIA, RAKESH JAYANTILAL RAMBHIA & SHILPA ANIL RAMBHIA

**"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 educational book publishing for the CBSE/State Board curriculum catering to the K-12 segment.

## BASIS OF ALLOTMENT

INITIAL PUBLIC OFFER OF UPTO 54,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF CHETANA EDUCATION LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ 85/- PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ 75/- PER EQUITY SHARE) FOR CASH AGGREGATING UP TO ₹ 4590.00 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,73,600 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 85/- PER EQUITY SHARE FOR CASH, AGGREGATING ₹ 232.56 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 51,26,400 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 85/- PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ 4357.44 LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.47% AND 25.13% 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. 85/- EACH. THE ISSUE PRICE IS 8.5 TIMES OF THE FACE VALUE OF THE EQUITY SHARE

ANCHOR INVESTOR ISSUE PRICE: RS. 85/- PER EQUITY SHARE. THE ISSUE PRICE IS 8.5 TIMES OF THE FACE VALUE

## BID/ ISSUE PERIOD

### ANCHOR INVESTOR BIDDING DATE WAS: TUESDAY, JULY 23, 2024

### BID / ISSUE OPENED ON: WEDNESDAY, JULY 24, 2024

### BID / ISSUE CLOSED ON: FRIDAY, JULY 26, 2024

## RISKS TO INVESTORS:

- Our business is intricately tied to the academic cycle, making it somewhat cyclical in nature. As a result, our revenue and profitability may not be comparable from one period to another.
- Our product is subject to changing examination paper pattern and syllabus, and customer preferences, our inability to meet such needs or preferences may affect our business.
- The Merchant Banker associated with the Issue has handled 51 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

Sr. No.	Name of the Promoters	Average cost of Acquisition (in ₹)
1.	Anil Jayantilal Rambhia	10.00
2.	Rakesh Jayantilal Rambhia	10.00
3.	Shilpa Anil Rambhia	10.00

- 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. ₹ 80/-)	Cap price (i.e. ₹ 85/-)
WACA of primary issuance (exceeding 5% of the pre issue capital)	10.00	8.00 times	8.5 times
WACA for secondary sale / acquisition (exceeding 5% of the pre issue capital)	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>
Weighted average cost of acquisition of primary issuances/ secondary transactions as per paragraph 8(c) above	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>

Note:

<sup>^</sup> There were no secondary transactions as mentioned in paragraph 8(b) above, in last 18 months from the date of the Prospectus.

## PROPOSED LISTING: WEDNESDAY, JULY 31, 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 265 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 Wednesday, July 31, 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, July 23, 2024. The Company received 9 Anchor Investors applications for 22,46,400 Equity Shares. The Anchor Investor Allocation price was finalized at Rs. 85/- per Equity Share. A total of 15,36,000 Equity Shares were allotted under the Anchor Investors portion aggregating to Rs. 13,05,60,000/-. The Issue (excluding Anchor Investors Portion) received 1,66,953 Applications for 70,94,36,800 Equity Shares (after bid not banked cases and removing multiple and duplicate bids and before rejection) resulting 183.60 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 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	2,73,600	2,73,600	1.00	2,32,56,000
2	QIB (excluding Anchor investor portion)	48	10,33,71,200	10,25,600	100.79	8,78,65,52,000.00
3	Non Institutional Investor	14,378	36,17,50,400	7,69,600	470.05	30,74,86,70,400.00
4	Retail Individual Investors	1,52,526	24,40,41,600	17,95,200	135.94	20,74,26,92,800.00
	<b>TOTAL</b>	<b>1,66,953</b>	<b>70,94,36,800</b>	<b>38,64,000</b>	<b>183.60</b>	<b>60,30,11,71,200.00</b>

This includes 99 applications for 1,58,400 Equity Shares from Retail Individuals which were not in book but excludes bids (UPI Mandates) not accepted by investors.

### 1) Allotment to Retail Individual Investors (After 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. 85/- per Equity Share, was finalized in consultation with NSE. The category has been subscribed to the extent of 133.80 times. The total number of Equity Shares allotted in this category is 17,95,200\* Equity Shares to 1122 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
1600	150,126	100	24,02,01,600	100	1600	4:535	17,95,200

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

The Basis of Allotment to the Non-Institutional Investors, who have bid at the Issue Price of Rs. 85/- or above per Equity Share was finalized in consultation with NSE. The category has been subscribed to the extent of 468.89 times (after rejection). The total number of Equity Shares Allotted in this category is 7,69,600\* Equity Shares to 424 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	% to 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
3,200	6384	44.79	2,04,28,800	5.66	1,600	27:6384	43,200
4,800	1323	9.28	63,50,400	1.76	1,600	8:1323	12,800
6,400	711	4.99	45,50,400	1.26	1,600	6:711	9,600
8,000	646	4.53	51,68,000	1.43	1,600	7:646	11,200
9,600	455	3.19	43,68,000	1.21	1,600	6:455	9,600
11,200	580	4.07	64,96,000	1.80	1,600	9:580	14,400
12,800	1210	8.49	1,54,88,000	4.29	1,600	21:1210	33,600
14,400	275	1.93	39,60,000	1.10	1,600	5:275	8,000
64,000	43	0.30	27,52,000	0.76	1,600	4:43	6,400
1,13,600	5	0.04	5,68,000	0.16	1,600	1:5	1,600
1,76,000	3	0.02	5,28,000	0.15	1,600	1:3	1,600
2,60,800	1	0.01	2,60,800	0.07	1,600	0:1	0
3,66,400	4	0.03	14,65,600	0.41	1,600	2:4	3,200

### 3) Allocation to Market Maker (After Rejections & Withdrawal):

The Basis of Allotment to Market Maker who have bid at Issue Price of ₹85/- per Equity Shares or above, was finalized in consultation with NSE. The category was subscribed by 1.00 times i.e. for 2,73,600 Equity shares the total number of shares allotted in this category is 2,73,600 Equity Shares. The category wise details of the Basis of Allotment are as under:

No. of Shares Applied for (Category wise)	No. of Applications received	% to total	Total No. of Equity Shares applied in this Category	% of total	No. of Equity Shares allocated/ allotted per Applicant	Ratio	Total Number of shares allotted	Surplus/Deficit
2,73,600	1	100.00	2,73,600	100.00	2,73,600	1	2,73,600	0

### 4) Allotment to QIBs excluding Anchor Investors (After Rejections):

Allotment to QIBs, who have bid at the Issue Price of Rs. 85 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 100.79 times of QIB portion. The total number of Equity Shares allotted in the QIB category is 10,25,600 Equity Shares, which were allotted to 48 successful Applicants.

Category	FI'S/BANK'S	MF'S	IC'S	NBFC'S	AIF	FPC/FII	Others	TOTAL
QIB	1,08,800	-	19,200	3,42,400	2,30,400	3,08,800	1,600	1,025,600

The Board of Directors of our Company at its meeting held on July 29, 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 July 30, 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 July 30, 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 July 31, 2024.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated July 29, 2024 filed with the Registrar of Companies, Maharashtra, Mumbai ("RoC").

## INVESTORS, PLEASE NOTE

The details of the allotment made has been hosted on the website of the Registrar to the Issue, Link Intime India Private Limited at website: [www.linkintime.co.in](http://www.linkintime.co.in)  
**TRACK RECORD OF BOOK RUNNING LEAD MANAGER:** The Merchant Banker associated with the Issue has handled 51 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:

## CORRIGENDUM: NOTICE TO INVESTOR

**CORRIGENDUM TO THE RED HERRING PROSPECTUS :** This is with reference to the Red Herring Prospectus dated on July 17, 2024, filed with Registrar of Companies, Maharashtra, Mumbai, for Book Built Issue of 54,00,000 Equity Shares of Chetana Education Limited. Investors should note that "On the Page no 4 of the chapter "Definitions And Abbreviations" and on the Page no 58 of the chapter "General Information" the name of The Chief Financial Officer of our Company should be read as Prasad Ramakant Lad."

**CORRIGENDUM TO PROSPECTUS :** This corrigendum should be read with Prospectus dated July 29, 2024 filed with Registrar of Companies, Maharashtra, Mumbai, for Book Built Issue of 54,00,000 Equity Shares of Chetana Education Limited. Investors should note that the Issue Closing Date in the Prospectus on the Inner Cover Page should be read as **BID/ISSUE CLOSED ON: FRIDAY, JULY 26, 2024\***

Place: Mumbai  
Date: July 30, 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 CHETANA EDUCATION LIMITED

Disclaimer: Chetana Education Limited has filed the Prospectus with the RoC on July 29, 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](http://www.hemsecurities.com) and the Company at: [www.chetanaeducation.com](http://www.chetanaeducation.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 31 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.

SIZE : 33X50

	<b>LINK INTIME INDIA PRIVATE LIMITED</b> Address: C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083 Maharashtra, India. Tel No: +91 810 811 4949; Email: <a href="mailto:chetana.smeipo@linkintime.co.in">chetana.smeipo@linkintime.co.in</a> ; Investor Grievance Email: <a href="mailto:chetana.smeipo@linkintime.co.in">chetana.smeipo@linkintime.co.in</a> ; Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> ; Contact Person: Shanti Gopalkrishnan; SEBI Reg. No.: INR00004058; CIN: U67190MH1999PTC118368						
	On behalf of Board of Directors <b>CHETANA EDUCATION LIMITED</b> Sd/- Jignesh Jitendra Fofandi Company Secretary and Compliance Officer						