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Initial public offer of equity shares on the main board of the Stock Exchanges in compliance with Chapter II of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

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GO DIGIT GENERAL INSURANCE LIMITED

Our Company was incorporated as 'Oben General Insurance Limited' at Pune, Maharashtra, under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 7, 2016, issued by the Registrar of Companies, Maharashtra at Pune ("RoC"). Subsequently, pursuant to a resolution of our Board dated May 23, 2017 and a resolution of our Shareholders dated May 23, 2017, the name of our Company was changed from 'Oben General Insurance Limited' to 'Go Digit General Insurance Limited', and a fresh certificate of incorporation under the Companies Act, 2013 was issued by the RoC on June 12, 2017. For further details in relation to change in name of our Company and Registered Office, see "History and Certain Corporate Matters" on page 315 of the red herring prospectus dated May 8, 2024 filed with the RoC ("RHP" or "Red Herring Prospectus").

Corporate Identity Number: U66010PN2016PLC167410; IRDAI Registration Number: 158; Website: <https://www.godigit.com>

Registered Office: 1 to 6 Floor, Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No.1579, Shivajinagar, Pune 411005, Maharashtra, India. Corporate Office - Atlantis, 95, 4<sup>th</sup> B Cross Road, Koramangala Industrial Layout, 5th Block, Bengaluru 560095, Karnataka, India. Contact Person: Tejas Saraf, Company Secretary and Compliance Officer; Telephone: +91 20 67495400, Email: [cs@godigit.com](mailto:cs@godigit.com)

(Please scan the QR code to view the RHP)

OUR PROMOTERS: KAMESH GOYAL, GO DIGIT INFOWORKS SERVICES PRIVATE LIMITED, OBEN VENTURES LLP AND FAL CORPORATION

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF GO DIGIT GENERAL INSURANCE LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 11,250 MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 54,766,392 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY THE SELLING SHAREHOLDERS REFERRED TO IN ANNEXURE A OF THE RHP (THE "OFFER FOR SALE"). THE OFFER WOULD CONSTITUTE [●]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

DETAILS OF THE OFFER FOR SALE BY SELLING SHAREHOLDERS AND THEIR RESPECTIVE WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH			
NAME OF THE SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH OFFERED / AMOUNT	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH (IN ₹)*
Go Digit Infoworks Services Private Limited	Promoter Selling Shareholder	Up to 54,755,614 Equity Shares of face value of ₹ 10 each aggregating up to ₹ [●] million	13.57
Nikita Mihir Vakharia, jointly with Mihir Atul Vakharia	Other Selling Shareholder	Up to 4,000 Equity Shares of face value of ₹ 10 each aggregating up to ₹ [●] million	172.00
Nikunj Hirendra Shah, jointly with Sohag Hirendra Shah	Other Selling Shareholder	Up to 3,778 Equity Shares of face value of ₹ 10 each aggregating up to ₹ [●] million	250.57
Subramaniam Vasudevan, jointly with Shanti Subramaniam	Other Selling Shareholder	Up to 3,000 Equity Shares of face value of ₹ 10 each aggregating up to ₹ [●] million	221.23

\* As certified by Kirtane & Pandit LLP, Chartered Accountants and PKF Sridhar & Santhanam LLP, Chartered Accountants, the Joint Statutory Auditors, by way of their certificate dated May 9, 2024.

We are General Insurance Company offering motor insurance, health insurance, travel insurance, property insurance, marine insurance, liability insurance and other insurance products, which the customers can customize to meet their needs.

The Offer is being made through the Book Building Process in accordance with Regulation 6(2) of the SEBI ICDR Regulations.

- QIB Portion: Not less than 75% of the Offer
- Non-Institutional Portion: Not more than 15% of the Offer
- Retail Portion: Not more than 10% of the Offer

PRICE BAND: ₹258 TO ₹272 PER EQUITY SHARE OF FACE VALUE OF ₹10 EACH  
THE FLOOR PRICE IS 25.80 TIMES THE FACE VALUE OF THE EQUITY SHARES  
AND THE CAP PRICE IS 27.20 TIMES THE FACE VALUE OF THE EQUITY SHARES  
BIDS CAN BE MADE FOR A MINIMUM OF 55 EQUITY SHARES AND IN MULTIPLES OF 55 EQUITY SHARES THEREAFTER  
THE PRICE/EARNINGS RATIO BASED ON DILUTED EPS FOR 2023 FOR THE ISSUER AT THE UPPER END OF THE PRICE BAND IS AS HIGH AS 680.00 AS COMPARED TO THE AVERAGE INDUSTRY PEER GROUP PE RATIO OF 46.13x.  
AVERAGE COST OF ACQUISITION OF EQUITY SHARES FOR THE SELLING SHAREHOLDERS IN IPO IS ₹13.58  
AND OFFER PRICE AT UPPER END OF THE PRICE BAND IS ₹272  
WEIGHTED AVERAGE RETURN ON NET WORTH FOR LAST THREE FULL FINANCIAL YEARS IS (6.32)%

In accordance with the recommendation of Committee of Independent Directors of our Company, pursuant to their resolution dated May 9, 2024, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Offer Price" section on pages 199-216 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transactions, as applicable, disclosed in the "Basis for Offer Price" section on pages 199-216 of the RHP and provided below in this advertisement.

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

RISKS TO INVESTORS:

1. We have a track record of reporting losses and, we may not be able to maintain profitability in the future. We started our operations in 2017 and our limited operating history makes it difficult to accurately evaluate our future business prospects. For further details, see Risk factor no. 1 on page no. 41 of RHP.

Particulars	Nine months ended December 31, 2023	Nine months ended December 31, 2022	Financial Year 2023	Financial Year 2022	Financial Year 2021
(in ₹ millions)					
Operating Profit/(Loss)	(101.22)	(570.09)	(662.75)	(3,751.43)	(1,854.92)
Profit/(Loss) after tax	1,290.17	100.21	355.47	(2,958.51)	(1,227.64)
Operating profit ratio (%) (Operating Profit / Net Earned Premium)	(0.2)%	(1.5)%	(1.3)%	(11.0)%	(9.5)%

2. Our loss reserves are based on estimates as to future claims liabilities and if they prove inadequate, it could lead to further increase in reserves and adversely affect our results of operations

	December 31, 2023	December 31, 2022	March 31, 2023	March 31, 2022	March 31, 2021
(in ₹ millions, except percentages)					
Loss reserves	69,206.84	54,037.89	56,232.43	38,859.09	21,494.14
GWP	66,796.78*	52,883.94*	72,429.85	52,676.33	32,433.88
Loss reserves as % of GWP	103.6%	102.2%	77.6%	73.8%	66.3%

\* GWP is for the nine month period ended and not annualised.

3. We have received cautions, warnings and show-cause notices from the IRDAI due to alleged non-compliance with various regulatory prescriptions in the past, and IRDAI has imposed penalties in certain cases, and we may be subject to such regulatory action in the future. We are also subject to extensive supervision and regulatory inspections (onsite and offsite, thematic or otherwise) by the IRDAI. For further details, see Risk factor 5 on page no. 47 of the RHP and Outstanding Litigation and Material Developments – Litigation involving our Company – Litigation against our Company – Actions by statutory or regulatory authorities on page 537 of RHP.

4. We are required to meet the mandatory control level of solvency margin as prescribed under the Insurance Act and we could be subject to regulatory actions and could be forced to stop transacting any new business or change our business strategy which can slow down our growth. The minimum solvency ratio as specified by IRDAI is 1.50x, whereas as at nine months ended December 31, 2023 the ratio maintained by Company is 1.60x. Further, we may need to raise additional capital in order to meet such requirements. We may not be able to obtain additional capital in a timely manner or on acceptable terms or at all, which would

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- adversely affect our business, financial condition, prospects, and results of operations. For details please refer Risk factor 3 on page no. 44 of RHP.
5. We rely on motor vehicle insurance products for a substantial amount of our revenues and profitability. Any constraint on sale of these products due to future changes in regulation or customer preference, or any inability to maintain a profitable portfolio mix of products, could have a material adverse effect on our business, financial condition, results of operations and prospects.
- |   | Nine months ended December 31, 2023 | Nine months ended December 31, 2022 | Financial Year 2023     | Financial Year 2022     | Financial Year 2021     |
|---|-------------------------------------|-------------------------------------|-------------------------|-------------------------|-------------------------|
|   | Contribution to GWP (%)             | Contribution to GWP (%)             | Contribution to GWP (%) | Contribution to GWP (%) | Contribution to GWP (%) |
| Motor   | 61.1                                | 59.1                                | 62.5                    | 62.2                    | 75.0                    |
| Liability                                       | 1.7                                 | 12.0                                | 9.2                     | 12.7                    | 2.3                     |
| Property and Engineering                        | 11.4                                | 11.8                                | 10.4                    | 11.0                    | 13.6                    |
| Health (excluding travel and personal accident) | 14.9                                | 10.5                                | 10.5                    | 8.0                     | 5.6                     |
| Personal Accident                               | 3.6                                 | 2.1                                 | 2.4                     | 4.6                     | 0.9                     |
| Travel  | 0.3                                 | 0.5                                 | 0.5                     | 0.3                     | 0.1                     |
| Other   | 7.0                                 | 4.0                                 | 4.5                     | 1.2                     | 2.5                     |
6. The promoters of our Corporate Promoter GDISPL are Kamesh Goyal, Oben Ventures LLP (formerly Oben Ventures Private Limited) and FAL. If any of our Promoters sell a controlling interest in GDISPL to a third party, our Company may become, jointly or solely, subject to the control of a presently unknown third party, which could dilute the shareholding of our Promoters, and would adversely affect our business and future prospects. FAL holds 7,800,000 CCPS issued by GDISPL. Upon conversion of the CCPS, the parties have agreed that the shareholding of FAL in GDISPL will represent up to a maximum of 82.07% of the share capital of GDISPL. Further, upon conversion of the CCPS, the indirect shareholding of FAL in our Company (on a fully diluted basis) could increase up to a maximum of 68.65%. While we believe that upon the CCPS conversion, none of our Promoters shall cease to act as promoters of our Company, we cannot assure you that the regulators will not take an adverse view, in which case such an event may have an adverse effect on our Company or its shareholders. Further, each of FAL and, subject to FAL's consent and right of first refusal, Kamesh Goyal and Oben has the ability, should they choose to do so, to sell their respective shareholding in GDISPL to a third party, which, if sufficient in size, could result in a change of control of our Company.
7. Weighted average cost of acquisition of Equity Shares transacted in the last one year, eighteen months and three years preceding the

date of the Red Herring Prospectus:			
Period	Weighted average cost of acquisition per Equity Share (in ₹) <sup>(1)*</sup>	Cap Price is 'x' times the weighted average cost of acquisition*	Range of acquisition price per Equity Share: lowest price – highest price (in ₹)*
Last one year pre-ceding the date of the Red Herring Prospectus	386.69	0.70	385.00 to 387.00
Last 18 months pre-ceding the date of the Red Herring Prospectus	385.36	0.71	385.00 to 387.00
Last three years pre-ceding the date of the Red Herring Prospectus	320.25	0.85	172.00 to 387.00

\* As certified by Kirtane & Pandit LLP, Chartered Accountants and PKF Sridhar & Santhanam LLP, Chartered Accountants, the Joint Statutory Auditors, by way of their certificate dated May 9, 2024.

<sup>(1)</sup> Based on the information with respect to secondary transfers and consideration details available with the Company.

Note:- Excludes details in relation to Equity Shares acquired by shareholders pursuant to exercise of employee stock options/ rights held by them under the ESOP 2018 and erstwhile ESAR 2018.

8. The Price/Earnings ratio based on diluted EPS for Fiscal 2023 for the issuer at the upper end of the Price band is as high as 680.00 as compared to the average industry peer group PE ratio of 46.13x.
9. Average cost of acquisition of equity shares for the Selling Shareholders in the Offer is ₹ 13.58 and Offer Price at upper end of the price band is ₹ 272.
10. The determination of the Price Band is based on various factors and assumptions and the Offer Price of the Equity Shares may not be indicative of the market price of the Equity Shares after the Offer. Further, the current market price of some securities listed pursuant to certain previous issues managed by the BRLMs is below the respective issue price.
11. Weighted Average Return on Net Worth for Financial Years 2023, 2022 and 2021 is (6.32)%.
12. The six BRLMs associated with the Offer have handled 84 public Issues in the past three financial years, out of which 27 Issues closed below the Offer Price on listing date:

Name of the BRLMs	Total public issues	Issues closed below Offer Price on listing date
ICICI Securities Limited	10	1
Morgan Stanley India Company Private Limited	1	-
Axis Capital Limited	9	4
HDFC Bank Limited	2	1
IIFL Securities Limited	15	6
Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)	10	5
Common Issues handled by the BRLMs	37	10
Total	84	27

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BID/OFFER PROGRAMME

ANCHOR INVESTOR BIDDING DATE TUESDAY, MAY 14, 2024  
BID/OFFER OPENS ON WEDNESDAY, MAY 15, 2024\*  
BID/OFFER CLOSES ON FRIDAY, MAY 17, 2024#

\*Our Company, may, in consultation with the BRLMs, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.  
#UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date.

An indicative timetable in respect of the Offer is set out below:

Submission of Bids (other than Bids from Anchor Investors):

Bid/ Offer Period (except the Bid/ Offer Closing Date)	
Submission and Revision in Bids	Only between 10:00 am and 5:00 pm (Indian Standard Time ("IST"))
Bid/ Offer Closing Date*	
Submission of electronic applications (Online ASBA through 3-in-1 accounts) - For RIBs	Only between 10:00 a.m. and up to 5:00 p.m. IST
Submission of electronic applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications where Bid Amount is up to ₹500,000)	Only between 10:00 a.m. and up to 4:00 p.m. IST
Submission of electronic applications (Syndicate Non-Retail, Non-Individual Applications)	Only between 10:00 a.m. and up to 3:00 p.m. IST
Submission of physical applications (Bank ASBA)	Only between 10:00 a.m. and up to 1:00 p.m. IST
Submission of physical applications (Syndicate Non-Retail, Non-Individual Applications of QIBs and NIs where Bid Amount is more than ₹500,000)	Only between 10:00 a.m. and up to 12:00 p.m. IST

"In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/Offer Closing Date for cancelled/ withdrawn/ deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the Bid Amount, whichever is higher from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate ₹ 100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked till the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked till the date of actual unblock; (iv) any delay in unblocking of non-allotted/partially allotted Bids, exceeding two Working Days from the Bid/Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the Bid Amount, whichever is higher for the entire duration of delay exceeding two Working Days from the Bid/Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated in the manner specified in the SEBI Master Circular and the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022. SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/76 dated May 30, 2022 and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 (to the extent these have not been rescinded by the SEBI RTA Master Circular, and SEBI Master Circular), which for the avoidance of doubt, shall be deemed to be incorporated in the agreements to be entered into between our Company with the relevant intermediaries, to the extent applicable. The processing fees for applications made by the UPI Bidders may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 (to the extent these have not been rescinded by the SEBI RTA Master Circular), and the SEBI Master Circular. The above timetable other than the Bid/Offer Closing Date, is indicative and does not constitute any obligation or liability on our Company, the Selling Shareholder or the BRLMs or the members of the Syndicate.

THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON MAIN BOARD PLATFORM OF BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE")

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid / Offer Period for a minimum of three Working Days, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will 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 BRLMs and at the terminals of the Syndicate Member(s) and by intimation to the Designated Intermediaries and the Sponsor Banks, as applicable.

This is an Offer in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR"), read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process in terms of Regulation 6(2) of the SEBI ICDR Regulations, wherein at least 75% of the Offer shall be allocated to Qualified Institutional Buyers ("QIBs" and such portion, the "QIB Portion"), provided that our Company, through its Board of Directors, may, in consultation with the BRLMs, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, out of which one-third shall be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of 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 Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the 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 Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders of which (a) one-third portion shall be reserved for applicants with application size of more than ₹200,000 and up to ₹1,000,000, and (b) two-thirds portion shall be reserved for applicants with application size of more than ₹1,000,000, 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, subject to valid Bids being received at or above the Offer Price and not more than 10% of the Offer shall be available for allocation to Retail Individual Bidders ("RIB") in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. All Bidders (except Anchor Investors) are mandatorily required to utilise the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA accounts and UPI ID (defined hereinafter) in case of UPI Bidders (defined hereinafter) using the UPI Mechanism (defined hereinafter), as applicable, pursuant to which their corresponding Bid Amount 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 the respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA Process. For further details, see "Offer Procedure" on page 612 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and 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, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) 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 Offer, 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 Offer. 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.

Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Investors categories*	Only between 10:00 a.m. on the Bid/Offer Opening Date and up to 4:00 p.m. IST on Bid/Offer Closing Date
Upward or downward Revision of Bids or cancellation of Bids by RIBIs	Only between 10:00 a.m. on the Bid/Offer Opening Date and up to 5:00 p.m. IST on Bid/Offer Closing Date

\* UPI mandate end time and date shall be at 05:00 p.m. on Bid/ Offer Closing Date.

# QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids.

Post Offer Schedule:

Event	Indicative Date
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Tuesday, May 21, 2024
Initiation of refunds (if any, for Anchor Investors) / unblocking of funds from ASBA Account*	On or about Wednesday, May 22, 2024
Credit of the Equity Shares to depository accounts of Allottees	On or about Wednesday, May 22, 2024
Commencement of Trading of the Equity Shares on the Stock Exchanges	On or about Thursday, May 23, 2024

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 315 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 694 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 ₹ 10,000,000,000 divided into 1,000,000,000 Equity Shares of face value of ₹10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 8,758,420,460 divided into 875,842,046 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 142 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 initial signatories of the Memorandum of Association of our Company were Mr. Kamesh Goyal, Mr. Philip Varghese, Ms. Jasleen Kohli, Mr. Sameer Bakshi, Mr. Farahnaz R Vadoliwala, Mr. Sudhanshu Misra and Mr. Tejas Saraf. For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 142 of the RHP.

LISTING: The Equity Shares offered through the RHP are proposed to be listed on the Stock Exchanges. Our Company has received 'in-principle' approvals for the listing of the Equity Shares from the BSE pursuant to letters dated November 9, 2022 and June 19, 2023, respectively and from the NSE pursuant to letters dated November 10, 2022 and June 16, 2023, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be National Stock Exchange of India Limited. A signed copy of the RHP and the Prospectus shall be filed with the RoC in accordance with Sections 26(4) and 32 of the Companies Act, 2013. For further details of the material contracts and documents available for inspection from the date of the RHP until the Bid/ Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 694 of the RHP.

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 of either the Offer or the specified securities stated in the Offer Document. The investors are advised to refer to page 578 of the RHP for the full text of the disclaimer clause of SEBI.

DISCLAIMER CLAUSE OF IRDAI: IRDAI does not undertake any responsibility for the financial soundness of the Company or for the correctness of any of the statements made or opinions expressed in this connection. The investors are advised to refer to page 585 of the RHP for the full text of the disclaimer clause of IRDAI.

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 page 584 of the RHP for the full text of the disclaimer clause of BSE.

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 585 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 Offer 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 Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by 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 41 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

UNIFIED PAYMENTS INTERFACE

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. Retail Individual Investors and Non-Institutional Investors 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 CDBT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021, CDBT Circular No. 7 of 2022 dated March 30, 2022 read with the press release dated March 28, 2023.

ASBA has to be availed by all the investors except Anchor Investors. UPI may be availed by (i) Retail Individual Investors in the Retail Category; (ii) Non-Institutional 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 "Offer Procedure" on page 612 of the RHP. The 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 ("BSE") and National Stock Exchange of India 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?doRecognisedFp=yes&intmid=35](http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFp=yes&intmid=35) and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFp=yes&intmid=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](http://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 and HDFC Bank Limited have been appointed as the Sponsor Banks for the Offer, in accordance with the requirements of SEBI circular dated November 1, 2018 as amended. For Offer related queries, please contact the Book Running Lead Managers ("BRLMs") on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail id: [ipo.upi@npci.org.in](mailto:ipo.upi@npci.org.in).

BOOK RUNNING LEAD MANAGERS

ICICI Securities	Morgan Stanley	AXIS CAPITAL	HDFC BANK	IIFL SECURITIES	nuvama	LINKIntime
<b>ICICI Securities Limited</b> ICICI Venture House Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025 Maharashtra, India <b>Telephone:</b> +91 22 6807 7100 <b>Email:</b> <a href="mailto:godigit ipo@icicisecurities.com">godigit ipo@icicisecurities.com</a> <b>Investor grievance email:</b> <a href="mailto:customerscare@icicisecurities.com">customerscare@icicisecurities.com</a> <b>Website:</b> <a href="http://www.icicisecurities.com">www.icicisecurities.com</a> <b>Contact Person:</b> Shekher Asnani / Harsh Thakkar <b>SEBI Registration No.:</b> INM000011179	<b>Morgan Stanley India Company Private Limited</b> 18F, Tower 2, One World Centre, Plot 841, Jupiter Textile Mill Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, Maharashtra, India <b>Telephone:</b> +91 22 6118 1000 <b>Email:</b> <a href="mailto:digitipo@morganstanley.com">digitipo@morganstanley.com</a> <b>Investor Grievance email:</b> <a href="mailto:investors_india@morganstanley.com">investors_india@morganstanley.com</a> <b>Website:</b> <a href="http://www.morganstanley.com/india">www.morganstanley.com/india</a> <b>Contact Person:</b> Ankit Gang <b>SEBI Registration No.:</b> INM000011203	<b>Axis Capital Limited</b> 1 <sup>st</sup> Floor, Axis House, C-2 Wadia International Centre, PB Marg, Worli, Mumbai 400 025, Maharashtra, India <b>Telephone:</b> +91 22 4325 2183 <b>E-mail:</b> <a href="mailto:godigit.ipo@axiscap.in">godigit.ipo@axiscap.in</a> <b>Investor grievance e-mail:</b> <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a> <b>Website:</b> <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a> <b>Contact Person:</b> Jigar Jain <b>SEBI Registration No.:</b> INM000012029	<b>HDFC BANK</b> We understand your world <b>HDFC Bank Limited</b> Investment Banking Group Unit no. 701, 702 and 702-A, 7th floor, Tower 2 and 3, One International Centre, Senapati Bapat Marg, Prabhadevi, Mumbai 400013 <b>Telephone:</b> +91 22 3395 8233 <b>E-mail:</b> <a href="mailto:godigitipo@hdfcbank.com">godigitipo@hdfcbank.com</a> <b>Investor Grievance ID:</b> <a href="mailto:investor.redressal@hdfcbank.com">investor.redressal@hdfcbank.com</a> <b>Website:</b> <a href="http://www.hdfcbank.com">www.hdfcbank.com</a> <b>Contact Person:</b> Dhruv Bhavsar/Sanjay Chudasama <b>SEBI Registration Number:</b> INM000011252	<b>IIFL Securities Limited*</b> 24 <sup>th</sup> Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, Maharashtra, India <b>Telephone:</b> +91 22 4646 4728 <b>E-mail:</b> <a href="mailto:godigit.ipo@iiflcap.com">godigit.ipo@iiflcap.com</a> <b>Investor Grievance ID:</b> <a href="mailto:ig_ib@iiflcap.com">ig_ib@iiflcap.com</a> <b>Website:</b> <a href="http://www.iiflcap.com">www.iiflcap.com</a> <b>Contact Person:</b> Harshvardhan Shah/ Pawan Kumar Jain <b>SEBI Registration Number:</b> INM000010940	<b>Nuvama Wealth Management Limited*</b> (formerly known as Edelweiss Securities Limited) 801 - 804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Maharashtra, India <b>Telephone:</b> +91 22 4009 4400 <b>E-mail:</b> <a href="mailto:godigit.ipo@nuvama.com">godigit.ipo@nuvama.com</a> <b>Investor Grievance E-mail:</b> <a href="mailto:customerservice.mb@nuvama.com">customerservice.mb@nuvama.com</a> <b>Website:</b> <a href="http://www.nuvama.com">www.nuvama.com</a> <b>Contact Person:</b> Manish Tejwani <b>SEBI Registration No.:</b> INM000013004	<b>Link Intime India Private Limited</b> C-101, 1 <sup>st</sup> Floor, 247 Park L.B.S. Marg, Vikhroli West Mumbai 400 083, Maharashtra, India <b>Telephone:</b> +91 810 811 4949 <b>Email:</b> <a href="mailto:godigit.ipo@linkintime.co.in">godigit.ipo@linkintime.co.in</a> <b>Investor grievance email:</b> <a href="mailto:godigit.ipo@linkintime.co.in">godigit.ipo@linkintime.co.in</a> <b>Website:</b> <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> <b>Contact person:</b> Shanti Gopalakrishnan <b>SEBI Registration No.:</b> INR000004058

COMPANY SECRETARY AND COMPLIANCE OFFICER

Tejas Saraf, GO DIGIT GENERAL INSURANCE LIMITED  
1 to 6 Floor, Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No. 1579, Shivajinagar, Pune 411005, Maharashtra, India. **Telephone:** 020 - 67495400; **E-mail:** [cs@godigit.com](mailto:cs@godigit.com); **Website:** <https://www.godigit.com>  
Investors can contact our Company Secretary and Compliance Officer, the BRLMs or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems, 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 electronic mode.

\* IIFL Securities Limited is an associate of our Company in terms of the SEBI Merchant Bankers Regulations. Accordingly, in compliance with the proviso to Regulation 21A of the SEBI Merchant Bankers Regulations and Regulation 23(3) of the SEBI ICDR Regulations, IIFL Securities Limited would be involved only in the marketing of the Offer.  
# Pursuant to order passed by Hon'ble National Company Law Tribunal, Mumbai Bench dated April 27, 2023, the merchant banking business of Edelweiss Financial Services Limited ("Edelweiss") has demerged and now transferred to Nuvama Wealth Management Limited ("Nuvama") and therefore the said merchant banking business is part of Nuvama.

AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the "Risk Factors" beginning on page 41 of the RHP before applying in the Offer. A copy of the RHP will be made available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) and is available on the websites of the BRLMs, ICICI Securities Limited at [www.icicisecurities.com](http://www.icicisecurities.com), Morgan Stanley India Company Private Limited at [www.morganstanley.com/india](http://www.morganstanley.com/india), Axis Capital Limited at [www.axiscapital.co.in](http://www.axiscapital.co.in), HDFC Bank Limited at [www.hdfcbank.com](http://www.hdfcbank.com), IIFL Securities Limited at [www.iiflcap.com](http://www.iiflcap.com) and Nuvama Wealth Management Limited at [www.nuvama.com](http://www.nuvama.com), the website of the Company, GO DIGIT GENERAL INSURANCE LIMITED at <https://www.godigit.com> and the websites of the Stock Exchanges, for BSE at [www.bseindia.com](http://www.bseindia.com) and for NSE Limited at [www.nseindia.com](http://www.nseindia.com).

AVAILABILITY OF THE ABRIDGED PROSPECTUS: A copy of the Abridged Prospectus shall be available on the website of the Company, the BRLMs and the Registrar to the Offer at <https://www.godigit.com>, [www.icicisecurities.com](http://www.icicisecurities.com), [www.morganstanley.com/india](http://www.morganstanley.com/india), [www.axiscapital.co.in](http://www.axiscapital.co.in), [www.hdfcbank.com](http://www.hdfcbank.com), [www.iiflcap.com](http://www.iiflcap.com), [www.nuvama.com](http://www.nuvama.com) and [www.linkintime.co.in](http://www.linkintime.co.in), respectively.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of our Company, GO DIGIT GENERAL INSURANCE LIMITED: Telephone: +91 20 67495400; BRLMs: ICICI Securities Limited, Telephone: +91 22 6807 7100; Morgan Stanley India Company Private Limited, Telephone: +91 22 6118 1000; Axis Capital Limited, Telephone: +91 22 4325 2183; HDFC Bank Limited, Telephone: +91 22 3395 8233; IIFL Securities Limited, Telephone: +91 22 4646 4728 and Nuvama Wealth Management Limited, Telephone: +91 22 4009 4400 and Syndicate Members: HDFC Securities Limited, Telephone: +91 22 3075 3400 and Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited), Telephone: +91 22 4009 4400 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 Offer. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://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: Almondz Global Securities Limited; Anand Rath Share & Stock Brokers Ltd.; Anand Share Consultancy; ANS Pvt Limited; Ashwani Dandia & Co; Axis Securities Limited; Centrum Broking Limited; Centrum Wealth Management Ltd.; Choice Equity Broking Private Limited; Dalal & Broacha Stock Broking Pvt Limited; DAM Capital Ltd; DB(International) Stock Brokers Ltd; Equiras; Eureka Stock & Share Broking Services Ltd; Finwizard Technology Pvt Ltd; G Raj & Co. (Consultants) Limited; HDFC Securities Limited;

GO DIGIT GENERAL INSURANCE LIMITED is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed a red herring prospectus dated May 8, 2024 with the RoC. The RHP is made available on the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) as well as on the website of the BRLMs i.e., ICICI Securities Limited at [www.icicisecurities.com](http://www.icicisecurities.com), Morgan Stanley India Company Private Limited at [www.morganstanley.com/india](http://www.morganstanley.com/india), Axis Capital Limited at [www.axiscapital.co.in](http://www.axiscapital.co.in), HDFC Bank Limited at [www.hdfcbank.com](http://www.hdfcbank.com), IIFL Securities Limited at [www.iiflcap.com](http://www.iiflcap.com) and Nuvama Wealth Management Limited at [www.nuvama.com](http://www.nuvama.com), the website of the NSE at [www.nseindia.com](http://www.nseindia.com) and the website of the BSE at [www.bseindia.com](http://www.bseindia.com) and the website of the Company at <https://www.godigit.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 41 of the RHP. Potential investors should not rely on the DRHP for making any investment decision but can only rely on the information included in the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (i) in the United States solely to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from the registration requirements of the U.S. Securities Act and (ii) outside the United States in offshore transactions in reliance on Regulation S of the U.S. Securities Act and the applicable laws of each jurisdiction where such offers and sales are made.

CONCEPT

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