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# KATARIA INDUSTRIES LIMITED

CIN: U27300MP2004PLC029530

Our Company was originally incorporated as 'Kataria Industries Private Limited' as Private Limited Company under the provisions of Companies Act, 1956 vide Certificate of Incorporation dated May 11, 2004 bearing Corporate Identification Number U27300MH2004PTC146201 issued by the Registrar of Companies, Maharashtra. On October 23, 2012 registered office of company is shifted from Maharashtra to state of Madhya Pradesh. Further, our Company was converted into a public limited Company pursuant to a special resolution passed by our shareholders at the EGM held on December 11, 2023 and consequently the name of our Company was changed to 'Kataria Industries Limited' and a fresh certificate of incorporation was issued by the Registrar of Companies, Gwalior dated December 20, 2023. The CIN of the Company is U27300MP2004PLC029530.

Registered office: 34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh-457001 India.  
Tel No.: 07412 299407, 07412 261012; | Website: www.katariaindustries.co.in; | E-Mail: info@katariaigroup.co.in | Contact Person: Priyanka Bakhtyarpuri, Company Secretary and Compliance Officer

## OUR PROMOTERS: SUNIL KATARIA, ARUN KATARIA, ANOO KATARIA

INITIAL PUBLIC ISSUE OF UPTO 56,85,000\* EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF KATARIA INDUSTRIES LIMITED ("KIL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] ("THE ISSUE"), OF WHICH [●] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE AGGREGATING TO ₹ [●] WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION i.e., NET ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT A PRICE OF ₹ [●] PER EQUITY SHARE AGGREGATING TO [●] LACS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●] % AND [●] % RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER) AND [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE") FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE.

\*Subject to finalization of the basis of allotment.

**THE ISSUE IS BEING MADE IN ACCORDANCE WITH REGULATION 229(2) AND 253(1) OF THE SEBI ICDR REGULATIONS**  
**QIB CATEGORY: NOT MORE THAN 50% OF THE ISSUE**  
**NON-INSTITUTIONAL INVESTOR CATEGORY: NOT LESS THAN 15% OF THE ISSUE**  
**RETAIL CATEGORY: NOT LESS THAN 35% OF THE ISSUE**  
**MARKET MAKER RESERVATION PORTION: 5.06% OF THE ISSUE**

**PRICE BAND: ₹ 91 TO ₹ 96 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH.**  
**THE FLOOR PRICE IS 9.1 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 9.6 TIMES OF THE FACE VALUE.**  
**BIDS CAN BE MADE FOR A MINIMUM OF 1200 EQUITY SHARES AND IN MULTIPLES OF 1200 EQUITY SHARES THEREAFTER.**

### BASIS FOR ISSUE PRICE

The Issue Price of ₹ [●] per Equity Share is determined by our Company in consultation with the Book Running Lead Manager on the basis of the following qualitative and quantitative factors. The face value of the Equity Share is ₹ 10.00/- per Equity Share and Issue Price is ₹ [●] per Equity Share. The Issue Price is [●] times the face value.

Investors should refer sections / chapters titled "Risk Factors", "Restated Financial Statements", "Management Discussion and Analysis of Financial Condition and Results of Operations" and "Business Overview" beginning on page 19, 148, 182 and 93 respectively of this Red Herring Prospectus to get an informed view before making an investment decision.

The trading price of the Equity shares of our Company could decline due to risk factors and you may lose all or part of your investments.

#### Qualitative Factors

Some of the qualitative factors and our strengths which form the basis for computing the Issue Price are:

- ❖ Approved supplier in major projects
- ❖ Integrated manufacturing facility with stringent quality control mechanism
- ❖ Offering comprehensive solutions for LRPC Installation with extensive product range
- ❖ Long Standing Customer Base in domestic market as well as International Market
- ❖ Experienced Promoter and strong management team
- ❖ Expanding Product Range and Up-selling & Cross-selling

For further details, please refer to the paragraph titled "Our Competitive Strengths" in the section titled "Business Overview" on page 95 of the Red Herring Prospectus.

#### Quantitative Factors

Information presented below relating to the Company is based on the Restated Financial Statements. Some of the quantitative factors which form the basis or computing the price, are as follows:

##### 1) Basic and Diluted Earnings Per Share (EPS)

Year ended	Weights	Basic and Diluted EPS
March 31, 2022	1	4.66
March 31, 2023	2	4.91
March 31, 2024	3	6.32
Weightage Average EPS	6	5.57

##### \*Not Annualized

Note. Basic and Diluted EPS = Net Profit (Loss) after tax as restated attributable to Equity Shareholders / weighted average no of equity shares outstanding during the year as per restated financials.

##### 2) Price to Earnings (P/E) ratio in relation to price band of Rs 91 to Rs 96 per Equity Share:

Particulars	P/E at the lower end of the price band	P/E at the upper end of the price band
P/E ratio based on Basic and diluted EPS as at March 31, 2024	14.40	15.19
P/E ratio based on Weighted Average Basic and diluted EPS	16.33	17.22
<b>**Industry</b>		
Highest		42.00
Lowest		26.52
Average		34.26

##### 3) Return on Net worth (RoNW)

Return on Net Worth (RoNW) as per restated financial statements (Standalone)

Year Ended	RONW (%)	Weight
March 31, 2022	26.31	1
March 31, 2023	21.70	2
March 31, 2024	22.03	3
Weighted Average		22.63

Note: Return on Networth has been calculated as per the following formula:

- Return on Net Worth (%) = Net Profit after tax attributable to owners of the Company, as restated / Net worth as restated as at year end.

- Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

##### 4) Net Asset Value (NAV)

Particulars	₹ per share
Net Asset Value per Equity Share as of March 31, 2022	17.71
Net Asset Value per Equity Share as of March 31, 2023	22.62
Net Asset Value per Equity Share as of March 31, 2024	28.71
Net Asset Value per Equity Share after IPO	
<b>NAV Post Issue</b>	
- At Floor Price	<b>45.16</b>
- At Cap Price	<b>46.48</b>
- Issue Price	<b>[●]</b>

Note: Net Asset Value has been calculated as per the following formula:

$$NAV = \frac{\text{Net worth excluding revaluation reserve}}{\text{Outstanding number of Equity shares outstanding during the year}}$$

##### 5) Comparison with industry peers

Companies	CMP*	EPS	PE Ratio	RONW (%)	NAV (Per Share)	Face Value	Revenue from Operation	Other Income	Total Income (₹ in Lakhs)
Kataria Industries Limited**	96**	4.91	19.55	21.70	22.62	10.00	26149.78	154.26	26304.04
<b>Peer Group</b>									
Kamdhenu Limited**	605.55	15.23	39.76	24.44	61.88	10.00	73208.26	158.74	73367.00
Incredible Industries Limited**	47.45	1.05	45.19	3.87	27.08	10.00	74060.70	41.13	74101.83
Bharat Wire Ropes Limited**	328.00	9.68	33.88	12.85	73.50	10.00	58906.45	66.93	58973.38

\*CMP as on July 09, 2024

\*\* CMP of our company is considered as an Issue Price. (Upper Band)

## Amount taken as on March 31, 2023

Source: www.nseindia.com and www.bseindia.com

#### Notes:

- Considering the nature and size of the business of our Company the peers are not strictly comparable. However, above company is included for broad comparison.
- The figures for Kataria Industries Limited are based on the restated standalone financial statements for the year ended March 31, 2023.
- The figures are based on the Standalone financial statements for the year ended March 31, 2023 of Kamdhenu Limited, Incredible Industries Limited and Bharat Wire Ropes Limited from the Annual reports of the Companies available from the website of the Stock Exchange and website of the Companies.  
CMP of the peer group is as per the closing price as available on www.nseindia.com and www.bseindia.com
- P/E Ratio for the peer has been computed based on the closing market price of respective equity shares as on February 23, 2024 sourced from website of Stock Exchange as divided by the Basic/diluted EPS as applicable.

#### Key Performance Indicators ("KPIs")

The KPIs disclosed below have been used historically by our Company to understand and analyses the business performance, which in result, help us in analysing the growth of various verticals.

Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue Section, whichever is later or for such other duration as may be required under the SEBI ICDR Regulations.

KPI	Explanations
Revenue from Operations (₹ lakhs)	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps assess the overall financial performance of our Company and size of our business.

KPI	Explanations
Current Ratio	It tells management how business can maximize the current assets on its balance sheet to satisfy its current debt and other payables.
Debt To Equity Ratio	Debt-to-equity (D/E) ratio is used to evaluate a company's financial leverage.
Return on Equity	This metric enables us to track how much profit a company generates with the money that the equity shareholders have invested.
Operating EBITDA (₹ lakhs)	Operating EBITDA provides information regarding the operational efficiency of the business.
Operating EBITDA Margin (%)	Operating EBITDA Margin is an indicator of the operational profitability and financial performance of our business.
Profit After Tax (₹ lakhs)	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin	PAT Margin is an indicator of the overall profitability and financial performance of our business.
Return on Capital Employed	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated July 03, 2024 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time since Incorporation to the date of filing of the Red Herring Prospectus. Further, the KPIs herein have been certified by statutory auditor.

#### Financial KPI of our Company

Sr No.	Metric	As of and for the Fiscal		
		March 31, 2024	March 31, 2023	March 31, 2022
1	Total Income	34,148.63	33,393.09	25,048.91
2	Current Ratio	1.14	1.38	1.41
3	Debt Equity ratio	1.38	2.98	3.26
4	EBDITA	2,293.85	1576.61	1824.78
5	Operating EBDITA Margin (%)	6.72	4.72	7.28
6	PAT	1,002.11	777.83	738.34
7	Net profit Ratio (%)	2.95	2.34	2.96
8	Return on Equity ratio (%)	24.53	24.34	30.30
9	Return on Capital Employed (%)	17.40	9.31	12.23

#### Notes:

- As certified by the Peer Reviewed Auditor vide their certificate dated July 03, 2024 bearing UDIN:241291498KEBLD8749.
- Current Ratio is a liquidity ratio that measures our ability to pay short-term obligations (those which are due within one year) and is calculated by dividing the current assets by current liabilities
- Debt to equity ratio is calculated by dividing the debt (i.e., borrowings (current and non-current) and current maturities of long-term-borrowings) by total equity (which includes issued capital and all other equity reserves).
- Return on equity (RoE) is equal to profit for the year divided by the total equity during that period and is expressed as a percentage.
- Operating EBITDA refers to earnings before interest, taxes, depreciation, amortisation, gain or loss from discontinued operations and exceptional items. Operating EBITDA excludes other income.
- Operating EBITDA Margin refers to EBITDA during a given period as a percentage of revenue from operations during that period.

## BID/ISSUE PROGRAMME

\* Our, in consultation with the BRLMs, may consider participation by Anchor Investors, in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Company Offer Opening Date.

#UPI mandate end time and date shall be at 5.00 pm on Bid/Issue Closing Date on Friday, July 19, 2024.

In case of any revision in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 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 three Working Days, subject to the Bid/Issue Period not exceeding 10 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 Exchange, by issuing a press release, and also by indicating the change on the website of the BRLMs 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 through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229(2) of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may, in consultation with Book Running Lead Manager, allocate up to 60% of QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulation ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from 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 Net QIB Portion. Further, 5.00% of the QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the

**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 below.  
**Mandatory in Public offers. No cheque will be accepted.**

**UPI**  
UNIFIED PAYMENTS INTERFACE

**UPI-Now available in ASBA for all individual investors applying in public issues where the application amount is up to ₹ 500,000, applying through Registered Brokers, Syndicate, CDPs & RTAs. UPI-Now mandatory in ASBA for Retail Individual Bidders ("RIBs") applying through Registered Brokers, DP's & RTA. RIBs 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.**  
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.

\*ASBA has to be availed by all the investors. UPI may be availed by Retail Individual Bidders.  
For details on the ASBA and UPI process, please refer to the details given in ASBA Form & abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 234 of the RHP. The process is also available on the website of AIBI and Stock Exchange in the General information Document. ASBA Forms can be downloaded from the National Stock Exchange of India Limited ("NSE") and can be obtained from the list of banks that is displaying on website of SEBI at www.sebi.gov.in. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link: www.sebi.gov.in.Kotak Mahindra Bank Limited has been appointed as Sponsor Bank for the issue in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number: 18001201740 and mail id: ipo.upi@npci.org.in

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 126 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 the section "Material Contracts and Documents for Inspection" on page 284 of the RHP.

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

**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** As on the date Of RHP, the authorised share capital of the Company is 22,00,00,000/- consisting of 2,20,00,000 Equity shares of Rs 10/- each. The issued, subscribed, and paid-up share capital of the Company before the Issue is Rs 15,84,68,340 divided into 1,58,46,834 Equity Shares of ₹ 10 each. For details of the Capital Structure, see chapter titled "Capital Structure" beginning on page 53 of the RHP.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed by them at the time of signing of the

- Net Profit Ratio/Margin quantifies our efficiency in generating profits from our revenue and is calculated by dividing our net profit after taxes by our total revenue.
- RoCE (Return on Capital Employed) (%) is calculated as profit before tax plus finance costs divided by total equity plus Reserves & Surplus.

#### Comparison of key performance indicators with Peer Group Companies

		(₹ in Lakhs)			
Sr No.	Key Performance Indicators	Kataria Industries Limited	Kamdhenu Limited	Incredible Industries Limited	Bharat Wire Ropes Limited
1	Total Income	33,393.09	73367.00	74101.83	58973.38
2	Current Ratio	1.38	4.86	2.75	3.82
3	Debt Equity Ratio	2.98	0.02	0.32	0.32
4	EBDITA	1,576.61	6155.04	1816.29	13948.62
5	Operating EBDITA Margin (%)	5.98	8.38	2.45	23.65
6	PAT	783.72	4073.18	490.43	6414.37
7	Net profit Ratio (%)	2.34	5.60	0.66	10.57
8	Return on Equity (%)	24.34	27.78	0.04	12.30
9	Return on Capital Employed (%)	9.31	33.12	7.50	16.02

\*Key Performance Indicators are as on March 31, 2023.

#### Weighted average cost of acquisition ("WACA"), floor price and cap price

##### (a) The price per share of our Company based on the primary / new issue of shares

The details of the Equity during the 18 months preceding the date of this Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-offer capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Primary Issuance") are as follows:

Date of allotment	No. of equity shares allotted	Face value per equity share (₹)	Issue price per equity share (₹)	Nature of allotment	Nature of consideration	Total Consideration (in ₹ lakhs)
December 06, 2023	1,32,05,695	10	-	Bonus Issue	other than cash	NIL

##### (b) The price per share of our Company based on secondary sale/ acquisitions of shares (equity / convertible securities)

The price per share of our Company (as adjusted for corporate actions, including split, bonus issuances) based on the secondary sale / acquisition of Equity Shares or convertible securities involving Promoter, Promoter Group during the 18 months preceding the date of filing of this Prospectus, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days.

There have been no secondary sale/ acquisitions of Equity Shares or any convertible securities, where our Promoters, members of our Promoter Group or Shareholder(s) having the right to nominate director(s) in the Board of Directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this prospectus , where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-Issue capital before such transaction(s) and excluding ESOPs granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

#### The Issue Price is [●] times of the Face Value of the Equity Shares.

The Issue Price of ₹ [●] has been determined by our Company in consultation with the BRLMs, on the basis of market demand from investors for Equity Shares, as determined through the Book Building Process, and is justified in view of the above qualitative and quantitative parameters. Investors should read the above-mentioned information along with "Risk Factors", "Business Overview", "Management Discussion and Analysis of Financial Position and Results of Operations" and "Restated Financial Information" on pages 19, 93, 182 and 148, respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "Risk Factors" and you may lose all or part of your investments.

**ANCHOR INVESTOR BIDDING DATE: MONDAY, JULY 15, 2024\***

**BID/ISSUE OPENS ON TUESDAY, JULY 16, 2024**

**BID/ISSUE CLOSES ON FRIDAY, JULY 19, 2024#**

remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, 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 5.00% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. For details, see "Issue Procedure" on page 234 of the RHP.

**Bidders / Applicants should ensure that DP ID, PAN and Client ID and UPI ID (for RIBs bidding through the UPI mechanism) are correctly filled in the Bid cum Application form should march with the DP ID, PAN and 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 Bid Cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID and ClientID as provided in the Bid cum Application Form, 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 Demographic Details would be at the Bidders/Applicants' sole risk.**

Memorandum of Association of our Company: Sunil Kataria – 5,000 Equity Shares and Arun Kataria – 5,000 Equity Shares aggregating to 10,000 Equity Shares of ₹ 10 each.

**LISTING:** The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited ("NSE emerge") in terms of the Chapter IX of the SEBI (ICDR) Regulations, as amended from time to time. Our Company has received an approval letter dated June 18, 2024, from NSE for using its name in the Offer Document for listing of our Equity shares on the SME Platform of NSE (NSE EMERGE). For the purpose of this Issue, the Designated Stock Exchange will be the National Stock Exchange of India Limited ("NSE").

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):** Since the issue is being made in terms of chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 212 of the Red Herring Prospectus.

(Continued on next Page ...)




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**DISCLAIMER CLAUSE OF NSE:** It is to be distinctly understood that the permission given by NSE should not in any way be deemed of 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 212 of the RHP for the full text of the Disclaimer Clause of NSE.


**GENERAL RISK:** Investments in Equity and Equity related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited to the section "Risk Factors" beginning on page 19 of the RHP.

**BOOK RUNNING LEAD MANAGERS**

**INTERACTIVE FINANCIAL SERVICES LIMITED**


Office No. 508, Fifth Floor, Priviera, Nehru Nagar, Ahmedabad - 380 015, Gujarat, India.  
**Telephone:** 079 4908 8019  
**(M):** +91-9898055647  
**Web Site :** www.ifinservices.in  
**Email :** mbd@ifinservices.in  
**Investor Grievance Email:** info@ifinservices.in  
**Contact Person:** Mr. Pradip Sandhir  
**SEBI Reg. No.:** INM000012856  
**CIN:** L65910GJ1994PLC023393

**REGISTRAR TO THE ISSUE**

**BIGSHARE SERVICES PRIVATE LIMITED**

**Address:** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai - 400093  
**Tel No.:** 022-62638200  
**Fax:** 022-62638299  
**Website:** www.bigshareonline.com  
**E-Mail:** ipo@bigshareonline.com  
**Investor Grievance Email:** investor@bigshareonline.com  
**Contact Person:** Vinayak Morbale  
**SEBI Reg. No.:** INR00001385

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Priyanka Bakhtyarpuri**  
**KATARIA INDUSTRIES LIMITED**

**Registered Office:** 34-38 and 44, Industrial Area, Ratlam, Madhya Pradesh-457001 India.  
**Mobile No:** 07412 299407, 07412 261012  
**Website:** www.katariaindustries.co.in  
**E-mail:** info@katariaigroup.co.in

Investors can contact the Company Secretary and Compliance Officer, BRLMs or the Registrar to the Issue in case of any pre-Issue or post Issue 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.

**AVAILABILITY OF RHP:** Investors should note that investment in Equity Shares involves a high degree of risk and investors are advised to refer to the Red Herring Prospectus and the Risk Factor contained therein, before applying in the Issue. Full copy of the Red Herring Prospectus shall be available at the website of Stock Exchange www.nseindia.com, the website of Book Running Lead Managers www.ifinservices.in and from the Registered Office of the Company.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Kataria Industries Limited (Telephone: 07412 299407, 07412 261012) **BRLM:** Interactive Financial Services Limited +91 079- 49088019, (M): +91-9898055647), **Syndicate Member:** Aftertrade Broking Private Limited (Formerly Known as RCSPL Share Broking Private Limited) (Telephone: +91 7801918080), Registered Brokers, RTA and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of, NSE (www.nseindia.com) and the designated branches of SCSBs, the list of which is available at websites of the Stock Exchange and SEBI.

**SYNDICATE MEMBER:** Aftertrade Broking Private Limited (Formerly Known as RCSPL Share Broking Private Limited)

**BANKERS TO THE ISSUE/ SPONSOR BANK / ESCROW COLLECTION BANK / PUBLIC ISSUE BANK / REFUND BANK:** Kotak Mahindra Bank Limited

**All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.**

**For KATARIA INDUSTRIES LIMITED**  
**On Behalf of the Board of Directors**  
**Sd/-**  
**Arun Kataria**  
**Managing Director**  
**DIN: 00088999**

**Place:** Ratlam  
**Date:** July 11, 2024


**Disclaimer:** KATARIA INDUSTRIES LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the RHP with Registrar of Companies, Gwalior on July 08, 2024. The RHP shall be available on the website of the BRLMs to the issue at www.ifinservices.in and websites of NSE i.e. www.nseindia.com. Investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see section titled "Risk Factors" beginning on page 19 of the RHP. Potential investors should not rely on the RHP for making any investment decision.

The Equity Shares offered in the issue 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, 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 Securities Act and any applicable U.S. state securities laws. There will be no public offering in the United States and the securities being offered in this announcement are not being offered or sold in the United States.

*garima advt.*

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# SAR TELEVENTURE LIMITED

Our Company was originally incorporated as "SAR Televenture Private Limited" as a private limited company under the provisions of the Companies Act, 2013, pursuant to a certificate of incorporation dated May 24, 2019 issued by the Registrar of Companies, Central Registration Centre. Subsequently, our Company was converted to a public limited company, pursuant to a special resolution passed by our shareholders in the extra-ordinary general meeting held on March 21, 2023 and the name of our Company was changed to "SAR Televenture Limited" and a fresh certificate of incorporation consequent upon change of the name was issued by the Registrar of Companies, Delhi on April 13, 2023. For further details in relation to the changes in our name and the registered office of our Company, see "History and Certain Corporate Matters – Brief history of our Company" and "History and Certain Corporate Matters – Changes in the registered office of our Company" on page 147 of the Offer Document.

**Corporate Identity Number:** L45202HR2019PLC080514;

**Registered Office:** P. No – 346A, 2nd Floor, Udyog Vihar, Phase-4, Gurugram-122016 Haryana, India; Corporate Office: B-16, First Floor, Sector-2, Noida - 201301, Uttar Pradesh-, India; **Telephone:** +91 8587050050;

**Contact Person:** Abhishek Jain, Company Secretary and Compliance Officer; **E-mail:** info@sarteleventure.com; **Website:** www.sarteleventure.com;

**THE PROMOTER OF OUR COMPANY IS M.G. METALLOY PRIVATE LIMITED**

**THE OFFER IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF REGULATIONS 103(1), 104 AND 129(1) FOR THE FPO AND REGULATION 62 FOR THE RIGHTS ISSUE, OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS")**

COMPOSITE ISSUE OF SAR TELEVENTURE LIMITED ("COMPANY") COMPRISING OF FURTHER PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("FPO EQUITY SHARES") FOR CASH AT A PRICE\* OF ₹ [●] PER FPO EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER FPO EQUITY SHARE) ("FPO PRICE") AGGREGATING UP TO ₹15,000 LAKHS ("FURTHER PUBLIC OFFER") OF WHICH [●] FPO EQUITY SHARES OF FACE VALUE OF ₹2/- EACH FOR CASH AT A PRICE OF ₹ [●] PER FPO EQUITY SHARE, AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE OFFER (THE "MARKET MAKER RESERVATION PORTION") AND AN OFFER OF UPTO 1,50,00,000 FULLY PAID-UP EQUITY SHARES OF FACE VALUE ₹ 2 EACH ("RIGHTS EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 200/- PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 198/- PER RIGHTS EQUITY SHARE) AGGREGATING UPTO ₹ 30,000 LAKHS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF OUR COMPANY ("RIGHTS ISSUE) IN THE RATIO OF 1 RIGHTS EQUITY SHARES FOR EVERY 1 EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE THAT IS JULY 09, 2024. TOGETHER THE FURTHER PUBLIC OFFER AND THE RIGHTS ISSUE IS THE "OFFER" \*. THE FURTHER PUBLIC OFFER LESS MARKET MAKER RESERVATION PORTION I.E. OFFER OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ [●] LAKHS IS HEREAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND NET OFFER WILL CONSTITUTE [●] % AND [●] % RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. PLEASE REFER TO THE CHAPTER TITLED "TERMS OF THE OFFER" ON PAGE 210 OF THE OFFER DOCUMENT.

\*Subject to finalisation of the Basis of Allotment

**PRICE BAND:** ₹ 200 to ₹ 210 PER EQUITY SHARE OF FACE VALUE OF ₹ 2/- EACH AND THE FPO PRICE IS 100 TO 105 TIMES OF THE FACE VALUE AT THE LOWER PRICE BAND AND THE UPPER PRICE BAND RESPECTIVELY. BID CAN BE MADE FOR MINIMUM OF 500 EQUITY SHARES AND THE MULTIPLES OF 500 EQUITY SHARES THEREAFTER.

**CORRIGENDUM – NOTICE TO INVESTORS**



This Corrigendum ("Corrigendum") is with reference to the Offer Document dated July 5, 2024, filed with the Registrar of Companies, Delhi and National Stock Exchange (NSE) in relation with the Offer.

On the Cover Page of the said offer document, at the end of the third paragraph in the first row of the box with heading "The Promoter of Our Company is M.G. Metalloy Private Limited", the face value of the equity shares in the Price band information be read as ₹ 2 instead of ₹ 10 and on page 211 of the Offer Document under the chapter titled "Terms of the Offer" and under the heading "Face Value, Offer Price and Price Band", the face value of the equity shares in the price band information be read as ₹ 2 instead of ₹ 10.


On page 6 of the Offer Document under the chapter titled "Definitions and Abbreviations" and in the definition of "Restated Consolidated financial statements" the 'Revised Guidance Note on Reports in Company Offer Documents' to be read as "Guidance Note on Reports in Company Prospectuses (Revised 2019)" and on page 47 of the Offer Document under the chapter titled "Risk Factors" and in Risk Factor No. 50 the "Guidance Note on Reports in Company Offer Document (Revised 2019)" to be read as "Guidance Note on Reports in Company Prospectuses (Revised 2019)".

On page 59 of the Offer Document under the chapter titled "General Information" and on the first row of the table under the heading "Rights issue schedule" the last date for Credit of Rights Entitlements should be read as July 12, 2024 instead of July 10, 2024 and on page 227 of the Offer Document under the chapter titled "Terms of the Offer" and on the first row of the 'indicative timetable in respect of the Offer' the last date for Credit of Rights Entitlements should be read as July 12, 2024 instead of July 10, 2024.

On page 202 of the Offer Document under the chapter titled "Other Statutory Disclosures", Schedule V(A) in second paragraph to be read as Schedule V(C).

LEAD MANAGER	REGISTRAR TO THE OFFER
 <p><b>PANTOMATH CAPITAL ADVISORS PRIVATE LIMITED</b> Pantomath Nucleus House, Saki-Vihar Road, Andheri-East, Mumbai – 400072, Maharashtra, India. Tel: 1800 889 8711 <b>Email:</b> sar.composite@pantomathgroup.com; <b>Website:</b> www.pantomathgroup.com <b>Investor Grievance Id:</b> investors@pantomathgroup.com <b>Contact Person:</b> Amit Maheshwari/ Ruchita Singhania; <b>SEBI Registration No:</b> INM000012110</p>	 <p><b>LINK INTIME INDIA PRIVATE LIMITED</b> C-101, 247 Park, L B S Marg, Vikhroli West, Mumbai - 400 083, Maharashtra, India. Tel: +91 810 811 4949 <b>Website:</b> www.linkintime.co.in <b>Investor Grievance Email pertaining to Rights Issue:</b> sarteleventure.rights@linkintime.co.in <b>Investor Grievance Email pertaining to FPO:</b> sarteleventure.ipo@linkintime.co.in <b>Contact Person:</b> Shanti Gopalkrishnan</p>

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Abhishek Jain**  
P.NO – 346A, 2nd Floor, Udyog Vihar, Phase-4, Gurugram- 122016 Haryana, India. **Tel No:** +91 85870 50050, **Email :** compliance@sarteleventure.com; **Website:** www.sarteleventure.com

Applicants can contact the Compliance Officer or the Registrar to the Offer in case of any Pre - Issue or Post-Issue related problems, such as non-receipt of Allotment advice or credit of allotted Equity Shares in the respective beneficiary account or unblocking of funds, etc.

**For SAR TELEVENTURE LIMITED**  
**On behalf of the Board of Directors**  
**Sd/-**  
**Abhishek Jain**  
**Company Secretary and Compliance Officer**

Place: Gurugram  
Date: July 10, 2024


**SAR TELEVENTURE LIMITED** is proposing, subject to applicable statutory and regulatory requirements, receipts of requisite approvals, market condition and other considerations, to make a Composite Issue of its Equity Shares and has filed the Offer Document with the Registrar of Companies. The Offer Document shall be available on the websites of the Company, the NSE and the LM at www.sarteleventure.com, www.nseindia.com and www.pantomathgroup.com, respectively. Applicants should note that investment in equity shares involves a high degree of risk for details relating to the same, see the Offer Document, including, the section titled "Risk Factors" beginning on Page No. 31 of the Offer Document.

The Equity Shares have not been and will not be registered under the U.S Securities Act, 1933 as amended ("the Securities Act") or any State Securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulations of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the Registration requirements of Securities Act. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applicants may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

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# चम्बल फर्टीलाइजर्स एण्ड केमिकल्स लिमिटेड

(सीआईएन: L24124RJ1985PLC003293)

**पंजीकृत कार्यालय:** गढ़पान, जिला कोटा, राजस्थान, पिन – 325 208  
**टेलीफोन नं.:** 0744–2782915; **फैक्स नं.:** 07455–274130

**कॉर्पोरेट कार्यालय:** "कॉर्पोरेट वन", प्रथम मंजिल, 5, व्यवसायिक केन्द्र, जसोला, नई दिल्ली – 110 025  
**टेलीफोन नं.:** +91–11–46581300, 41697900; **फैक्स नं.:** +91–11–40638679  
**ई-मेल:** [isc@chambal.in](mailto:isc@chambal.in); [वेबसाइट: www.chambalfertilisers.com](mailto:वेबसाइट: www.chambalfertilisers.com)

**अंशधारकों हेतु सूचना**

**समता अंशों का विनिधानकर्ता शिक्षा और संरक्षण निधि में हस्तांतरण**

एतद् द्वारा सूचित किया जाता है कि कम्पनी अधिनियम, 2013 की धारा 124(6) के प्राक्धानों के साथ पठित विनिधानकर्ता शिक्षा और संरक्षण निधि प्राधिकरण (लेखा, संपरीक्षा, अंतरण और प्रतिदाय) नियम, 2016 ("आईडपीएफ नियम"), के अनुपालन में ऐसे सभी सम्बंधित अंशों जिनके लामांश लगातार सात वर्षों या उससे अधिक से अदत्त अथवा बेदावा रहे हैं, उन्हें कम्पनी द्वारा विनिधानकर्ता शिक्षा और संरक्षण निधि प्राधिकरण ("आईडपीएफ प्राधिकरण") के डी-मैट खाते में हस्तांतरित किया जाना आवश्यक है।

आईडपीएफ नियम के अनुसारण में, कम्पनी ने उन सभी अंशधारकों को, जिनके वित्तीय वर्ष 2016–17 एवं उसके उपरान्त कम्पनी द्वारा घोषित सभी लामांश बेदावा / अदत्त है तथा जिनके अंश आईडपीएफ प्राधिकरण को हस्तांतरित किये जाने हैं, आवश्यक सूचना भेज दी है। संबंधित अंशधारकों का विवरण (जिसमें इन अंशधारकों के नाम और उनके फोलियो संख्या या डीपी आईडी-क्वाइंट आईडी शामिल हैं) कम्पनी की वेबसाइट [www.chambalfertilisers.com](http://www.chambalfertilisers.com) पर "Investors" अनुभाग के अन्तर्गत अपलोड कर दिया गया है। अंशधारक आईडपीएफ प्राधिकरण को हस्तांतरित किये जाने वाले अंशों का विवरण कम्पनी की वेबसाइट पर जाँच कर सकते हैं।

संबंधित अंशधारकों से अनुरोध है कि वित्तीय वर्ष 2016–17 एवं उसके उपरान्त के अपने बेदावा लामांश को दावा करने हेतु कम्पनी द्वारा प्रेषित पत्र / सूचना में उल्लेखित वांछित दस्तावेजों को कम्पनी के शेयर ट्रांसफर एजेंट अर्थात् मेसर्स जुआरी फिन्सर्व लिमिटेड, प्लॉट नंबर 2, जमरुदपुर कम्युनिटी सेंटर, कैलाश कॉलोनी एक्सटेंशन, नई दिल्ली – 110 048 को भेजें।

यदि बेदावा लामांश का वैध दावा मेसर्स जुआरी फिन्सर्व लिमिटेड को 11 अक्टूबर, 2024 तक प्राप्त नहीं होता है तो कम्पनी सम्बन्धित अंशों को आईडपीएफ नियम के अन्तर्गत निर्धारित प्रक्रिया के अनुसार आईडपीएफ प्राधिकरण को हस्तांतरित कर देगी। अंशधारक, जिनके ये सम्बन्धित अंश मौलिक रूप में हैं, उनके मूल अंश प्रमाण पत्र स्वयंसेवक रह जायेंगे तथा अपरक्राम्य मान लिए जायेंगे।

अंशधारक कृपया ध्यान दें कि आईडपीएफ प्राधिकरण को हस्तांतरित अंशों को सभी उपाजित लामों सहित, यदि कोई हो, आईडपीएफ प्राधिकरण से आईडपीएफ नियम के अंतर्गत निर्धारित प्रक्रिया का पालन करने के बाद अंशधारक द्वारा वापस प्राप्त किया जा सकता है।


इसके अतिरिक्त, मौलिक रूप में शेयर रखने वाले शेयरधारकों से अनुरोध किया जाता है कि वे कम्पनी के शेयर ट्रांसफर एजेंट को अपने संबंधित फोलियो संख्या के लिए अपना स्थायी खाता संख्या (पिन), नामांकन, संपर्क विवरण, बैंक खाता विवरण एवं नमूना हस्ताक्षर प्रस्तुत करें, यदि पहले से नहीं किया गया है।

इस संदर्भ में अंशधारकों के यदि कोई प्रश्न हो तो वे कम्पनी के निवेशक सेवा केन्द्र, "कॉर्पोरेट वन", प्रथम मंजिल, 5, व्यवसायिक केन्द्र, जसोला, नई दिल्ली – 110025, टेलीफोन नं: +91–11–46581300, 41697900, ई-मेल: [isc@chambal.in](mailto:isc@chambal.in) अथवा कम्पनी के शेयर ट्रांसफर एजेंट अर्थात् मेसर्स जुआरी फिन्सर्व लिमिटेड, प्लॉट नंबर 2, जमरुदपुर कम्युनिटी सेंटर, कैलाश कॉलोनी एक्सटेंशन, नई दिल्ली – 110048, ईमेल: [rla@adventz.zuarimoney.com](mailto:rla@adventz.zuarimoney.com) से संपर्क कर सकते हैं।

**कृते चम्बल फर्टीलाइजर्स एण्ड केमिकल्स लिमिटेड**

हस्ता /—  
**त्रिदिब बराट**  
वाईस प्रेसिडेंट – लिगल एवं कम्पनी सचिव

स्थान : नई दिल्ली  
दिनांक: 10 जुलाई, 2024



# INDO COUNT INDUSTRIES LIMITED

CIN: L72200PN1988PLC068972  
**Registered Office:** Office No. 1, Plot No. 266, Village Alle, Kumbhoj Road, Taluka Hathkanangale, District Kolhapur – 416 109, Maharashtra.  
**Tel No.:** (230) 2463100/2461929 **Website:** [www.indocount.com](http://www.indocount.com); **E-mail:** [icilinvestors@indocount.com](mailto:icilinvestors@indocount.com)

**NOTICE OF 35<sup>TH</sup> ANNUAL GENERAL MEETING TO BE HELD THROUGH VC, E-VOTING INFORMATION, BOOK CLOSURE FOR DIVIDEND**

NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting (AGM) of Indo Count Industries Limited ("the Company") will be held on **Thursday, 1<sup>st</sup> August, 2024 at 12:00 Noon (IST)**, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the business as set out in the Notice of AGM dated 5<sup>th</sup> July, 2024.

The Ministry of Corporate Affairs ("MCA") has, vide its circular no. 09/2023 dated 25<sup>th</sup> September, 2023 read together with circular no. 20/2020, 21/2021, 02/2022 and 10/2022 dated 5<sup>th</sup> May, 2020, 14<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022 and 28<sup>th</sup> December, 2022 respectively (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM") due in the year 2024 through VC/OAVM, without the physical presence of the members at a common venue. Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with the aforesaid Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 35<sup>th</sup> AGM will be held through VC/ OAVM and the members can attend and participate in this AGM through VC/OAVM only (which is being made available by the Company from NSDL). The details of which are provided by the Company in the Notice of the AGM.

In compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October, 2023 ("SEBI Circular"), the dispatch of Annual Report of the Company for the Financial Year 2023-24 ("Annual Report") along with the Notice of the 35<sup>th</sup> AGM has been completed on 9<sup>th</sup> July, 2024, by electronic mode only to those Shareholders whose email addresses are registered with the Company/Depository Participants as on Friday, 5<sup>th</sup> July, 2024. The Annual Report including the Notice of the AGM is available on the website of the Company at [www.indocount.com](http://www.indocount.com) and website of BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Pursuant to the provisions of the Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is providing the facility of remote e-voting to all its Shareholders, by electronic means to enable them to cast their votes on all the resolutions proposed to be passed at the AGM, using remote e-voting system as well as e-voting at the AGM (collectively referred as "e-voting"). The Company has engaged the services of National Securities Depository Limited ("NSDL") for providing the e-voting facility to the Shareholders. The **remote e-voting period begins on Monday, 29<sup>th</sup> July, 2024 at 9:00 a.m. (IST) and ends on Wednesday, 31<sup>st</sup> July, 2024 at 5:00 p.m. (IST)** and the remote e-voting module shall be disabled by NSDL for voting thereafter and shareholders will not be allowed to vote by remote e-voting beyond 5:00 p.m. (IST) on 31<sup>st</sup> July, 2024. Once the shareholder has casted vote through remote e-voting, the shareholder shall not be allowed to change subsequently. Further, the Company has fixed **Thursday, 25<sup>th</sup> July, 2024** as the "cut-off date" to determine the eligibility to vote by remote e-voting or e-voting at the AGM. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date, i.e., Thursday, 25<sup>th</sup> July, 2024 shall be entitled to avail facility of e-voting. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, 25<sup>th</sup> July, 2024. The instructions for e-voting are provided in the Notice of the AGM. Members are requested to carefully read the instructions in the Notice of AGM. The procedure for e-voting at the AGM is same as the procedure for remote e-voting. Only those Shareholders, who will be present at the AGM through VC/ OAVM facility and who have not already cast their vote through remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM. Shareholders who have voted through remote e-voting will be eligible to attend the AGM and their presence shall be counted for the purpose of quorum, however such Shareholders shall not be entitled to cast their vote again at the AGM.

**Appeal to Members to Register their E-mail ID and KYC details**

Shareholders who have still not registered their E-mail ID are requested to get their E-mail ID registered as follows:

- Shareholders holding Shares in Physical Mode:** Such Shareholders are requested to register their E-mail ID with the Registrar and Share Transfer Agent ("RTA") of the Company viz. Link Intime India Private Limited ("Link Intime") at web-link: <https://swayam.linkintime.co.in>. After clicking the link, members are instructed to follow the system prompts to complete the required procedure. Accompany the said request with Form ISR-1 for KYC updation.
- Shareholders holding Shares in Dematerialized Mode:** Such Shareholders are requested to register their e-mail ID with the relevant Depository Participant(s).

In case of any queries / difficulties in registering the e-mail address, Shareholders may write to RTA at <https://swayam.linkintime.co.in> or to the Company at [icilinvestors@indocount.com](mailto:icilinvestors@indocount.com).

Those physical shareholders who have not yet submitted Form ISR-1, ISR-2, ISR-3/SH-13 are requested to submit the same to RTA/Company at earliest. Those shareholders who are holding shares in dematerialised mode are requested to ensure that aforesaid KYC details and nomination are updated with their depository participants.

**Final Dividend and Book Closure:**

Notice is further given that pursuant to Section 91 of the Companies Act, 2013 and the Rules framed thereunder, the Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 25<sup>th</sup> July, 2024 to Thursday, 1<sup>st</sup> August, 2024 (both days inclusive) for the purpose of 35<sup>th</sup> AGM and payment of dividend for the financial year 2023-24. The Shareholders may note that the Board of Directors, at its Meeting held on 27<sup>th</sup> May, 2024, has recommended a final dividend @ 110% i.e. Rs. 2.20/- per equity share of Face Value of Rs. 2/- each for the Financial Year ended 31<sup>st</sup> March, 2024, subject to the approval of the Shareholders at the AGM.

**Manner of Payment of Dividend, if declared at the AGM:**

With effect from 1<sup>st</sup> April, 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, payment of final dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, Link Intime India Private Limited at <https://swayam.linkintime.co.in>. The forms for updating the same are available at the RTA's website - <https://liipweb.linkintime.co.in/KYC-downloads.html>

**Tax on Dividend, if declared at the AGM:**

Pursuant to Finance Act 2020, dividend income will be taxable in the hands of Shareholders with effect from 1<sup>st</sup> April, 2020. The Company shall therefore be required to deduct tax at source at the applicable rates at the time of making the payment of the said Final Dividend, if declared at the AGM.

The TDS rate may vary depending on the residential status of the shareholder and the documents submitted by the shareholders and accepted by the Company in accordance with the provisions of the Income Act, 1961. For the applicable rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Members are requested to refer Annexure II of the AGM Notice for details of TDS rates, exemption documents and procedure for submission of relevant documents.

Form 15G/15H/10F are available on the website of Link Intime India Private Limited. The same can be downloaded from Link Intime's website at <https://liipweb.linkintime.co.in/client-downloads.html>.

The aforementioned documents (duly completed and signed) are required to be uploaded at <https://liipweb.linkintime.co.in/forms/reg/submission-of-form-15g-15h.html>. On this page the user shall be prompted to select / share the following information to register their request.

Please note that the upload of documents (duly completed and signed) on the website of Link Intime India Private Limited should be done by 25<sup>th</sup> July, 2024 in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication/documents on the tax determination / deduction shall be considered post 25<sup>th</sup> July, 2024.

All communications/ queries with respect to dividend should be addressed to our RTA, Link Intime India Private Limited to its email address: [indocount@linkintime.co.in](mailto:indocount@linkintime.co.in) or to the Company to its email address: [icilinvestors@indocount.com](mailto:icilinvestors@indocount.com).

**By order of the Board of Directors of Indo Count Industries Limited**  
**Sd/-**  
**Satnam Saini**  
**Company Secretary**

**Date :** 11<sup>th</sup> July, 2024  
**Place:** Mumbai

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