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**ashapura**  
always ahead

# ASHAPURA LOGISTICS LIMITED

Corporate Identity Numbers: U63090GJ2002PLC040596

Our Company was incorporated as 'Ashapura Forwarders Private Limited' at Ahmedabad, Gujarat as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated April 02, 2002, issued by the Registrar of Companies, Gujarat. Thereafter, our Company was converted into a public limited company pursuant to a special resolution passed in the extraordinary general meeting of the Shareholders held on April 01, 2021, and consequently the name of our Company was changed to 'Ashapura Forwarders Limited', pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Ahmedabad, on April 12, 2021. The name of our company was further changed to 'Ashapura Logistics Limited', pursuant to a special resolution passed in the extraordinary general meeting of the Shareholders held on December 08, 2022, and fresh certificate of incorporation was issued by the Registrar of Companies, Ahmedabad, on January 02, 2023. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Matters" beginning from page 151 of this Red Herring Prospectus.

Registered Office: B-902 Shapath Hexa, Opp. High Court, S.G. Highway, Sola, Ahmedabad- 380060, Gujarat, India;

Website: www.ashapura.in; | E-Mail: cs.compliance@ashapura.in; | Telephone No: 079-66111150; | Company Secretary and Compliance Officer: Mrs. Priyanka Gyanchand Jain

**PROMOTERS OF OUR COMPANY: MR. SUJITH CHANDRASEKHAR KURUP AND MRS. CHITRA SUJITH KURUP**

We are an integrated logistics company in India, primarily operating in (i) Cargo handling and freight forwarding segment; (ii) Transportation (including project logistics and third-party logistics ("3PL")); (iii) Warehousing and Distribution and (iv) other services (including coastal movement).

## THE ISSUE

INITIAL PUBLIC ISSUE OF 3657000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF ASHAPURA LOGISTICS LIMITED ("ASHAPURA", "ALL" 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 ₹ [●] LAKHS ("THE ISSUE"), OF WHICH 183000 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 ₹ [●] LAKHS 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 3474000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.98% AND 25.63%, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10/- EACH.

**The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on Emerge Platform of NSE**

For further details, please refer chapter titled "Terms of The Issue" beginning on Page No. 248 of the Red Herring Prospectus.

- QIB Portion: Not More than 50% of the Net Issue
- Retail Individual Bidders Portion: Not Less than 35% of the Net Issue
- Non-Institutional Bidders Portion: Not Less than 15% of the Net Issue

**Price Band: ₹ 136/- to ₹ 144/- per Equity Share of Face Value ₹ 10/- each.**

The Floor Price is 13.60 times of the Face Value and the Cap Price is 14.40 times of the Face Value.

Bids can be made for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter

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

### Risks to Investors:

- In case of our inability to obtain, renew or maintain the statutory and regulatory licenses, permits and approvals required to operate our business it may have a material adverse effect on our business.
- At present, our Company has applied for certain licenses and approvals and some of the approvals are yet to be applied. Our business requires us to obtain and renew certain registrations, licenses and permits from government and regulatory authorities and the failure to obtain and renew them in a timely manner may adversely affect our business operations and some of the approvals are required to be transferred in the name of 'Ashapura Logistics Limited'.
- Our company had over the years make arrangements with M/s. Transmarine Corporations (Partnership firm of our promoter/Related Party) to undertake the custom clearance.
- One of our Directors Mr. Sujith Chandrasekhar Kurup was disqualified under section 164 of the Companies Act, 2013, in the past for being director of M/s. Ansen & Kurupsen Logistics & Transportation Services Private Limited, which failed to file its Annual returns and Financial statements for a continuous period of 3 years.
- Our Company is unable to trace certain filings pertaining to historical secretarial information, minutes of board and shareholders' meetings, copies of share transfer forms and certain records from the statutory registers.
- There are outstanding legal proceedings involving our Company and one of our Directors. Any adverse outcome in such proceedings may have an adverse impact on our reputation, business, financial condition, results of operations and cash flows.
- There are certain non-compliances noticed in some of our secretarial reporting and/or records relating to filing of returns.
- Any Penalty or demand raised by statutory authorities in future may adversely affect our financial position of the Company.
- There are certain discrepancies and non-compliances noticed in some of our financial reporting and/or records relating to filing of returns and deposit of statutory dues with the taxation and other statutory authorities.
- Our Promoters and Directors have provided personal guarantees for financing facilities availed by our Company and may in the future provide additional guarantees and any failure or default by our Company to repay such facilities in accordance with the terms and conditions of the financing agreements could trigger repayment obligations on them, which may impact their ability to effectively service their obligations as our Promoters and Directors and thereby, adversely impact our business and operations.
- The Merchant Banker associated with the Issue has handled 43 public Issue out of which 2 Issue closed below Issue price on listing date. below are the details;

Particulars	Numbers of Issues/Issue Handled	Issues closed below Issue price on listing date
Main Board	Nil	Nil
SME	43	2

### ASBA\*

Simple, Safe, Smart way of Application- Make use of it!!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to Issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below. Mandatory in Public Issues from January 01, 2016. No cheque will be accepted



### UPI-Now available in ASBA for Retail Individual Investors (RII)\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs 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 have to apply through the ASBA process. "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 258 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website National Stock Exchange of India ("NSE") and can be obtained from the list of banks that is displayed on the 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. Axis 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. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For Issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079-49185784 / +91 99988 81702) (mb@beelinemb.com).

**IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015, DATED NOVEMBER 10, 2015 AND THE ALL-POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBS") FOR THE SAME. FURTHER PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR IMPLEMENTATION OF PHASE III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023 ON MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILIZE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN CASE OF RIIS), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO "ISSUE PROCEDURE" ON PAGE NO. 258 OF THE RED HERRING PROSPECTUS. IN CASE OF DELAY, IF ANY IN UNBLOCKING/REFUND THE FUND, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF THE UPI (ON A MANDATORY BASIS).**

### BID / ISSUE PROGRAM

**ANCHOR INVESTORS BIDDING DATE: Monday, July 29, 2024**

**BID OPENING DATE : Tuesday, July 30, 2024**

**BID CLOSING DATE (T day) : Thursday, August 01, 2024**

Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day)	On or before Friday, August 02, 2024	Credit of Equity Shares to demat accounts of Allotees (T + 2 Days)	On or before Monday, August 05, 2024
Initiation of Unblocking of Funds/refunds (T + 2 Days)	On or before Monday, August 05, 2024	Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)	On or before Tuesday, August 06, 2024

### Timelines for Submission of Application

#### Application Submission by Investors

Electronic Applications (Online ASBA through 3-in-1 accounts) – Upto 5 pm on T day.

Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – Upto 4 pm on T day.

Electronic Applications (Syndicate Non-Retail, Non Individual Applications) – Upto 3 pm on T day.

Physical Applications (Bank ASBA) – Upto 1 pm on T day.

Physical Applications (Syndicate Non-Retail, Non Individual Applications of QIBs and NII) – Upto 12 pm on T day and Syndicate members shall transfer such applications to banks before 1 pm on T day.

UPI Mandate acceptance time: T day – 5 pm

Issue Closure:

T day – 4 pm for QIB and NII categories

T day – 5 pm for Retail and other reserved categories

In case of any revisions in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision of 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, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the respective websites of the Book Running Lead Managers and the terminals of the other 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 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 the Book Running Lead Manager, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("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 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, 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 Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not 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 (except Anchor Investors) 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 258 of Red Herring Prospectus.

Bidders / Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue.

Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders/Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available 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.

Contents of the Memorandum of Association of the 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 151 of the Red Herring Prospectus and Clause III of the Memorandum of Association of our Company. 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 301 of the Red Herring Prospectus.

Liability of Members of the Company: Limited by shares.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorised share capital of the Company is ₹ 15,00,00,000 divided into 15000000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 9,89,91,210 divided into 9899121 Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on the page 69 of the Red Herring Prospectus.

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 for by them at the time of signing of the Memorandum of Association of our Company: Mr. Sujith Chandrasekhar Kurup – 4000 Equity Shares, Mr. Chetan Ramesh Thakkar – 4000 Equity Shares and Mr. Samir Nanal Shah – 4000 Equity Shares. For details of the Capital Structure, see "Capital Structure" on the page 69 of the Red Herring Prospectus.

LISTING: The Equity Shares Issue through the Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited. Our Company has received an in-principle approval from the National Stock Exchange of India Limited for the listing of the Equity Shares pursuant to letter dated July 09, 2024. For the purposes of the Issue, the Designated Stock Exchange shall be Emerge Platform of National Stock Exchange of India Limited. A signed copy of the Red Herring Prospectus has been submitted with the ROC on July 23, 2024 and Prospectus shall be submitted for registration to the ROC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 301 of the Red Herring Prospectus.

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**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 Draft Red Herring Prospectus/Red Herring Prospectus was filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Issue 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 239 of the RHP.

**DISCLAIMER CLAUSE OF NSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by National Stock Exchange of India Limited ("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 240 of the Red Herring Prospectus for the full text of the Disclaimer clause of National Stock Exchange of India Limited.

**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 investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issue and this Issue, including the risks involved. The Equity Shares 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 contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 29 of the Red Herring Prospectus.

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

**BEELINE**

**BEELINE CAPITAL ADVISORS PRIVATE LIMITED**

SEBI Registration Number: INM000012917  
 Address: B 1311-1314, Thirteenth Floor, Ship Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmedabad, Gujarat – 380054, India.  
 Telephone Number: 079 4918 5784  
 Email Id: mb@beelinemb.com  
 Investors Grievance Id: ig@beelinemb.com  
 Website: www.beelinemb.com  
 Contact Person: Mr. Nikhil Shah  
 CIN: U67190GJ2020PTC114322

**REGISTRAR TO THE ISSUE**

**KFINTECH**

**KFIN TECHNOLOGIES LIMITED**

SEBI Registration Number: INR000002221  
 Address: Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana.  
 Tel. Number: +91 40 6716 2222  
 Toll Free No: 1800 309 4001  
 Email Id: ali ipo@kfinetech.com  
 Investors Grievance Id: einward.ris@kfinetech.com  
 Website: www.kfintech.com  
 Contact Person: M Murali Krishna  
 CIN: L72400TG2017PLC117649

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**ashapura**

**ASHAPURA LOGISTICS LIMITED**

Mrs. Priyanka Jain  
 Address: B-902 Shapath Hexa, Opp. High Court, S.G. Highway, Sola, Ahmedabad-380060, Gujarat, India.  
 Tel No: 079-66111150  
 Email: cs.compliance@ashapura.in  
 Website: www.ashapura.in

Investors can contact the Company Secretary and Compliance Officer or the 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 and refund orders, etc.

**AVAILABILITY OF RED HERRING PROSPECTUS:** Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), website of the Company at [www.ashapura.in](http://www.ashapura.in), the website of the BRLM to the Issue at [www.beelinemb.com](http://www.beelinemb.com), the website of NSE i.e. [www.nseindia.com](http://www.nseindia.com), respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Ashapura Logistics Limited, Telephone: 079-66111150; BRLM: Beeline Capital Advisors Private Limited, Telephone: 079 4918 5784 and the Syndicate Member: Spread X Securities Private Limited Telephone: +91 79 6907 2018 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of NSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

**ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** Axis Bank Limited. UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

On behalf of Board of Directors  
**For, Ashapura Logistics Limited**  
 sd/-  
**Sujith Chandrasekhar Kurup**  
 Chairman and Managing Director

Place: Ahmedabad  
 Date: July 24, 2024

**Disclaimer:** Ashapura Logistics Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP with the Registrar of Companies, Ahmedabad on July 23, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), website of the Company at [www.ashapura.in](http://www.ashapura.in), the website of the BRLM to the Issue at [www.beelinemb.com](http://www.beelinemb.com), the website of NSE i.e. [www.nseindia.com](http://www.nseindia.com), respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 29 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being Offered and sold outside the United States in offshore transactions in reliance on Regulation S under the Securities Act and the applicable laws of each jurisdiction where such Offers and sales are made. There will be no public offering in the United States.

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This is only an advertisement for information purposes and not for publication, distribution or release directly or indirectly outside India. This is not an announcement for the offer document. All capitalized terms used and not defined herein shall have the meaning assigned to them in the letter of offer dated January 28, 2024 (the "Letter of Offer" or "LOF") filed with the Stock Exchanges, namely BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and together with BSE, "Stock Exchanges" and the Securities and Exchange Board of India ("SEBI").



# SAMMAAN CAPITAL LIMITED

(formerly known as Indiabulls Housing Finance Limited)

CIN No.: L65922DL2005PLC136029  
 Registered Office: 5<sup>th</sup> Floor, Building No. 27, KG Marg Connaught Place, New Delhi - 110 001, India;  
 Telephone No.: +91 11 4353 2950  
 Corporate Office: One International Center, Tower 1, 18<sup>th</sup> Floor, Senapati Bapat Marg, Elphinstone Road,  
 Mumbai - 400 013, Maharashtra, India; and Plot No. 422B, Udyog Vihar, Phase-IV, Gurugram, Haryana - 122 016, India;  
 Telephone No.: +91 22 6189 1400 E-mail: helpdesk@sammaancapital.com; Website: www.sammaancapital.com

## NOTICE FOR PAYMENT OF FIRST AND FINAL CALL MONEY TO THE HOLDERS OF PARTLY PAID-UP EQUITY SHARES HELD AS ON THE RECORD DATE I.E. MONDAY, JULY 22, 2024

The Board constituted Securities Issuance and Investment Committee at its meeting held on July 15, 2024 approved to make First and Final Call on partly paid-up equity shares of the Company and fixed Monday, July 22, 2024 as the First and Final Call Record Date for the purpose of ascertaining the holders of partly paid-up equity shares to whom the First and Final Call Notice would be sent. The record date on First and Final Call Money was intimated to the Stock Exchanges on July 15, 2024.

In terms of the provisions of the Companies Act, 2013 ("Act"), read with the relevant Rules made thereunder, the First and Final Call Notice along with the detailed instructions, ASBA form and Payment Slip has been sent in electronic mode to members whose e-mail address are registered with the Company or the Depository Participant(s) as on the Record Date i.e. July 22, 2024 and physical copy of the same have also been sent vide permitted modes of dispatch at the registered address of other Eligible Shareholders. Accordingly, the First and Final Call Notice has been served as per details given herein below:

Accordingly, the First and Final Call Notice is hereby given to you to pay the First and Final Call Money as per details given below:

No. of partly paid-up equity shares held as on First and Final Call Record Date i.e., Monday, July 22, 2024	Amount due and payable @ ₹ 100 per partly paid-up equity share (₹ in figures)

First and Final Call Money Payment Period (Both days inclusive)	From	To	Duration
	August 8, 2024	August 22, 2024	15 days

Modes of Payment	
a) Online ASBA	Through the website of the SCSBs <sup>(1)</sup>
b) Physical ASBA	By submitting physical application to the Designated Branch of SCSBs <sup>(1)</sup>
c) Online	Using the 3-in-1 online trading-demat-bank account whenever offered by brokers
d) Deposit of Cheque / Demand Draft with collection centre of Axis Bank Limited (made payable to)	a. Sammaan Capital Limited – First and Final Call Money A/c – R b. Sammaan Capital Limited – First and Final Call Money A/c – NR

R - Residential shareholders / NR - Non-Residential shareholders

(1) Please visit <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intMid=35> to refer to the list of existing SCSBs (Self-Certified Syndicate Banks)

In accordance with the SEBI Circular no. SEBI/HO/CFD/DIL1/CIR/238/2020 dated December 8, 2022, shareholders can also make a First and Final Call Money payment by using facility of linked online trading-demat-bank account (3-in-1 type accounts), provided by some of the brokers. Eligible Shareholders must log into their demat account and choose the name of the company "Sammaan Capital Limited (formerly known as Indiabulls Housing Finance Limited)" and further click on the option to Make First and Final Call Money Payments and proceed accordingly. Eligible Shareholders are requested to check with their respective brokers for exact process to be followed. Shareholders to note that this payment method can be used only if the concerned broker has made this facility available to their customer. The Company or Registrar to the Issue will not be responsible for non-availability of this payment method to the shareholders.

In case the shareholder opts to pay through cheque / demand draft, the Payment Slip (stating Full Name of the Sole / First Joint Applicant, DP ID No. / Client ID No. and No. of partly paid-up equity shares) along with the amount payable by cheque or demand draft must be presented at HDFC Bank Limited at the following locations on or before August 22, 2024:

iv. The Payment Slip along with the amount payable by cheque or demand draft must be presented at the following locations on or before last date of payment

For Resident Shareholders	
AGRA, Bhawna Plaza, Plot No. 109-110, Sector 12 A, Deen Dayal Upadhyay Puram Sikandra, Agra-282007, Contact Person: Dinesh verma, Rajeev pachaun, Kulbhushan Singh, Nishant Agarwal, AHMEDABAD, HDFC BANK Limited, 3rd Floor, Iconic Shyamal, Opp. Fashion Factory, (Reliance) Shyamal Cross Road, Satellite, Ahmedabad- 380015 Gujarat, Contact Person: Sali Shah, AHMEDNAGAR, HDFC Bank Ltd., Wholesale Banking Operations, Ajinkya Tara Complex, Narhari Nagar Corner, Gulmohar Road, Ahmednagar- 414003, Contact Person: Shrinivas Pinglikar, AKOLA, HDFC Bank Ltd. WBO department, Landmark Complex, 3rd floor, Opp Hotel Vaibhav, Old Income Tax square, Gourakshan Road branch, Akola 444001, Contact Person: Dinesh Agrawal, AMBALA CITY, HDFC BANK LTD who dept shingar palace, Nicholson road 3rd floor Ambala Cantt, Contact Person: Arvind Singh/ Ajay Verma, AMRITSAR, HDFC BANK LTD. WBO SCO 60-61, 2nd Floor, D.S.C. - B-Block, Ranjit avenue, Amritsar, Contact Person: Kulveer kaur, AURANGABAD, HDFC Bank Ltd, Divekar Plaza, CTS No 18272, 1st Floor, Station Road, Padmura, Aurangabad - 431001, Maharashtra, Contact Person: Nilesh Motinge Sandip shinde Mafatali Patel Manoj Indasrao, BANGALORE, HDFC BANK LTD M G Towers, No. 16 SARAKKI MAIN ROAD, J P NAGAR, PHASE 1, BANGALORE - 560078, Contact Person: Deeksha/Kiran B C. BHARUCH, HDFC BANK Ltd, 127, Alfa Society, Link Road, Bharuch - 392001, Contact Person: Prashant shah / Tejas Bhatia/ Krishna Dave, BHILWARA, HDFC BANK Ltd. Wbo department , 2nd Floor, SK Plaza, Pur Road, Bhilwara-311001, Contact Person: Mr. Rohit Jain/Manish Porwal, BHUBANESHWAR, HDFC Bank Limited Bhubaneswar WBO - Bank House 4th Floor Infocity, Chandaka Industrial Area, Khata No: 474/1607, Plot Number E / 44, Bhubaneswar-751024, Contact Person: Sailendra Satapathy, BHUJ, HDFC BANK LTD, WBO DEPT, YASHIKAMA CHEMBERS, BANKERS COLONY, JUBILY CIRCL, BHUJ KACHHWA, 370001, Contact Person: HIREN LADHAB, BURDWAN, HDFC Bank Ltd. (Br. Code- 4218) Ward No- 27H, H No- 39/A, G.T. Road, Bhargakathi, Burdwan-713101 West Bengal, Contact Person: Suvonjit Sarkar, CHANDIGARH, PLOT NO 191, 4th Floor, INDUSTRIAL AREA PHASE -2 CHANDIGARH-160002, Contact Person: Saloni Bhatnagar, CHENNAI, HDFC Bank, 2nd Floor, No. 115, Dr Radhakrishnan Salai, Mylapore, Chennai 600 004, Contact Person: Ganapathy Srinivasan Anuradha Shalini, COIMBATORE, HDFC BANK LTD 1ST FLOOR , NO 315-316 METTUPALAYAM ROAD, NEAR GANGA HOSPITAL, OPP MURUGAN MILLS, COIMBATORE 641043, Contact Person: HARIRAM S / K KARTHIKEYAN, FERROZPUR, HDFC Bank Ltd , E 30/07, The Mall, Adjoining Hotel Keysons, Near Udhani Singh Chowk , Ground Floor, Ferrozpur City, District Ferrozpur, State Punjab, Pin Code 152002, Contact Person: Rakesh Takkar, GUWAHATI, HDFC Bank Ltd, WBO Guwahati, Zoo Road, Buildwell Compound, 1st Floor, Beside NEEPCO Bhawan and Darwin School, Bye Lane- Nilomoni Phukan Path, Subham Buildwell, HDFC BANK LTD, Guwahati, Assam -781005, Contact Person: Mousumi Bordoloi / Kangkan Sarma, HISSAR, HDFC BANK LTD, who Dept, 2nd Floor, Akash Plaza Building, Jindal Chowk Hissar-125001, Haryana, Contact Person: Mandeep Singh Pankaj Tuli Nitin Beri Kirat Setia, HOSHAIRPUR, HDFC BAK LTD, 1st FLOOR, WBO DEPARTMENT, SUTHERI ROAD, OPP MAHARAJA HOTEL, HOSHAIRPUR-146001 PUNJAB INDIA, Contact Person: SHAKTI SHARMA/DEEPAK BHALLA, HUBLI, First Floor, Pinto Road, Beside BSNL, Hubli 580 020., Contact Person: Milan K Thakkar, HYDERABAD, Wholesale Banking Operations, M.No.6-3-244/A & 246, Road No. 1, Banjara Hills, Hyderabad, Telangana - 500034, Land Mark - Beside Virinchi Hospitals, Pension Office Circle, Contact Person: K Ravi Kumar Ram Narayana A. INDORE, HDFC Bank Ltd, 1st Floor, Brilliant Avenue, Behind Bombay Hospital, Ring Road, Indore - 452010, Contact Person: Adarsh Sharma, Pantak Vyas, JAIPUR, HDFC Bank Ltd. Wholesale Banking Operations II Floor, JTN Anukampa, Adjoining Raj Mandir Cinema Hall, Near Panch, Batti, Bhagwandas Road, Jaipur, Rajasthan - 302001, Contact Person: (1) Shalini Mathur (2) Mr. Akshay Pareek, JODHPUR, HDFC BANK LTD, WHOLESALE BANKING OPERATION 2nd Floor, G K Tower, Airport Road, Near Panch Batti Circle, Ratanada, Jodhpur (Rajasthan)-342011, Contact Person: SRISHTI PARASHAR KUNDAN THAKUR RAVINDRA JANGID, KANPUR, HDFC BANK LTD, 15/46, Civil Lines, Kanpur -208001 Uttar Pradesh, Contact Person: Anshuman Mehrotra Sudhir Kumar Tewari, KOLKATA, HDFC BANK LTD, Bengal Intelligent Park Ltd, Omega Tower, 15th FLOOR SALT LAKE SECTOR V, Kolkata 700091, Contact Person: Ayan Chatterjee/Chiranjit Das, LUCKNOW, HDFC Bank Ltd Prashy Tower 38 Darbari Lal Sharma Marg Lucknow-226022, Contact Person: Vinod Kumar Verma/Shivam Sinha, LUDHIANA, HDFC BANK SCO 65 Phase 2 Urban Estate Dugri 141001, Contact Person: Sachin / Mehak, MADURAI, No:34, 1st Floor, Sri Nithya Kalyani Towers, 2nd Floor, Northvelli street, Madurai - 625001, Contact Person: Gunasingam P Muthukrishnan K. MANGALORE, HDFC BANK LTD (WBO) IDEAL TOWERS FIRST FLOOR GT ROAD OPP SHARAVU GANAPATHY TEMPLE, MANGALORE, 575001 DAKSHINA KANNADA , KARNATAKA, Contact Person: SHRIRHARI BSNAGESH GANIGA, Panjim, CMS Department Wholesale Banking Operations, 2nd Floor, Metropolis -II, Next to Vintage Hospital, St. Inez, Panjim, Goa -403001, Contact Person: Dnyaneshwar Devali, MORADABAD, HDFC BANK LTD, PD, Bengalintelligentspark-342011, MARG, OPP. ELECTION COMMISSION OFFICE, CIVIL LINES, MORADABAD-244001,UTTAR PRADESH, Contact Person: Mr. Vijay Kumar Shukla Mr. Arun Kumar Mr. Misbah Rehman. MUMBAI, HDFC Bank Ltd. 2nd Floor, Marshall Annex, Soorajji Vallabhdas Marg, Near RBI Mint, Ballard Estate Mumbai - 400 001, Contact Person: Pritesh Tare / Chandramani Jadhav, NAGPUR, First Floor, Plot No 18/3 & 18/3-Part, IT Park, Behind Persistent Systems, Software Technology Park Gayatri Nagar, Mouza Parsodi, Nagpur - 440022, Contact Person: Prasad Rode, NASIK, CTS Clearing-WBO NashikPH No 0253-6651812, Rim No - 9326566356 Address - Shop No 1-4, 1st Floor, Swastik Trade Center, Opp Fame Theater, Bodhale Nagar, Nashik-Pune Road, Nashik - 422 011, Contact Person: Sapan Udaya, Rupesh Rajadhyaksha, Prashant Pisolkar, Santosh Alhat, NAVASARI, Hdfc Bank Ltd, Nandini Complex, Opp Daboo Hospital, Station Road, Navsari - 396445., Contact Person: Nirav Gandhi, NEW DELHI, HDFC Bank Ltd, B - 7/3, Asaf Ali Road, Delhi - 110002, Contact Person: Sukhwinder Singh / Arvind Sharma, PATNA, HDFC Bank Ltd, Plot No. 651, Jamal Road Patna - 800 001, Contact Person: Rishi Kant, Rakesh Ranjan, PUNE, HDFC BANK WBO FORTUNE SQUARE DEEP BUNGLLOW CHOWK MODEL COLONY SHIVAJI NAGAR PUNE411016, Contact Person: NEELESH PRABHU/SAMEER DESHMUKH, RAIPUR, HDFC Bank Ltd, Plot No 280, Mahadev Ghat Road, Beside Bharat Petroleum, Sunder Nagar, Raipur - 492013, Contact Person: Kotesw Babu /Tarandeep Hanspal, RAJKOT, HDFC Bank Ltd, Service Branch, Shri Harish, 2nd Floor, 40-A, Bhaktinagar Society, Near Bhaktinagar Circle, Rajkot - 360001, Contact Person: Ketan Tolia / Rajiv Doshi, SURAT, HDFC Bank Limited, CMS-DEPT., 12th Floor "D" Wing, Swastik Universal, Next to Valentine Cinema, Opp to Central Mall, Pipold, Surat - 395007, Contact Person: Kersi Pithwala, UDAIPUR, HDFC Bank Ltd, Wholesale Banking Operations UDAY 2nd floor, 3 Durga Nursery Road, Udaipur-313001, Contact Person: BHUMIKA MANDOT, VADODARA, HDFC BANK LTD 4th Floor Kanha Capital, Alkapuri, Vadodara - 390007, Contact Person: Neerav Desai/ Manish Saravaya, VALSAD, 1st floor, Ekta apartment, Tithal Road, Valsad, Contact Person: Hitesh Desai Bhagyalakmi Kulkarni, VIJAYAWADA, HDFC Bank Ltd, H No 40-5-4/A, 1st floor, HDFC Bank House, Tickle Road, Vijayawada - 520010., Contact Person: D. Jhansi Rani, V. Anil Kumar, D. Sunil, YAMUNANAGAR, HDFC BANK LIMITED, Plot no.30-31, First Floor, Krishna Colony, Chandpur, Near Kamani Chowk, YAMUNANAGAR-135001 HARYANA, Contact Person: Amit Bansal/Amandeep Singh Smriti Gupta Jaskirat Singh.	
For Non-Resident Shareholders	HDFC Bank Ltd., 2nd Floor, Marshall Annex, Soorajji Vallabhdas Marg, Near RBI Mint, Ballard Estate, Mumbai - 400 001

v. Cheque / Demand Draft should be drawn on such bank, including Co-operative Bank, which is situated at and is a member or a sub-member of the Bankers' Clearing House located at the Centre where this First and Final Call Notice is presented. Outstation Cheques / Bank Drafts, Money Orders, and Postal Orders will not be accepted. Post-dated cheques will not be accepted and are liable to be rejected.

vi. After the last date of payment, i.e. August 22, 2024, Bank branches at the aforesaid locations will not accept any First and Final Call Money.  
 vii. The Company will not be liable for any delayed receipt and reserves the right to reject such delayed receipts unless accompanied with applicable interest payment.  
 viii. Payment Slip should be complete in all respects. The Payment Slip found incomplete with regard to any of the particulars required to be given therein are liable to be rejected.

**Non-payment**  
 Please note that, failure to pay the First and Final Call Money, as aforesaid, shall render the partly paid-up equity share(s), including the amount already paid thereon, liable to be forfeited in accordance with the Act, the Articles of Association of the Company, and the Letter of Offer.

**Other Information**

- The trading in ISIN - IN9148101010 representing partly paid-up equity shares of face value ₹ 2 each (₹ 0.67 paid-up) has been suspended by the Stock Exchanges with effect from Monday, July 22, 2024.
- In case of non-receipt of the First and Final Call Notice, Eligible Shareholders can request by e-mail or letter, for the First and Final Call Notice to the Registrar or may also download the same from the Company's website: <https://www.sammaancapital.com> or the Registrar's website: <https://rights.kfintech.com/callmoney/>
- The Eligible Shareholder must mention his/her PAN number allotted under the Income Tax Act, 1961.
- Eligible Shareholders must ensure that their PAN is linked with Aadhaar and are in compliance with the notification dated 13<sup>th</sup> February 2020, issued by Central Board of Direct Taxes and press release dated 25<sup>th</sup> June 2021 and 17<sup>th</sup> September 2021.
- Eligible Shareholders residing at locations where the ASBA facility or Bank's collection centers are not available, may send their First and Final Call Money along with the completed Payment Slip by registered post/speed post at the office of the Registrar: **Kfin Technologies Limited** stating the requisite details along with Cheque payable at par/Demand Draft payable at Hyderabad, such that the same are received on or before the last date of payment of the First and Final Call Money i.e. August 22, 2024.
- All correspondence in this regard may be addressed to:

**Kfin Technologies Limited**  
 Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, India  
 Telephone: +91 40 6716 2222  
 Toll Free no.: 1800-309-4001  
 Fax: +91 40 6716 1563  
 Email: einward.ris@kfintech.com  
 Website: www.kfintech.com  
 Contact Person: Mr. Murali Krishna  
 SEBI Reg. No.: INR00000221

All capitalized terms not defined herein would have the same meaning as attributed to it in the Letter of Offer.

Yours sincerely,  
**For Sammaan Capital Limited**  
 (formerly known as Indiabulls Housing Finance Limited)  
**Amit Kumar Jain**  
 Company Secretary and Compliance Officer

Date : July 24, 2024  
 Place: Mumbai

CONCEPT

**Nippon Life** निप्पोन Asset Management Ltd

**Nippon Life India Asset Management Limited**  
 (CIN - L65910MH1995PLC220793)  
 Registered Office: 4th Floor, Tower A, Peninsula Business Park, Ganapatrao Kadam Marg, Lower Parel (W), Mumbai - 400 013. Tel No. +91 022 6808 7000  
 Fax No. +91 022 6808 7097 • mf.nipponindiaim.com

**CAUTION NOTICE**

Nippon Life India Asset Management (NAM India) hereby issues this notice to alert the general public and investors about fraudulent activities being conducted by certain unknown individuals over social media. These individuals have created a WhatsApp group titled "NIMF M537-AGPT 8x plan", "66 Wealth Leaders Group" and a WhatsApp community titled "NIMF Common Team" and are using the said group and/ or community to lure unsuspecting members of the public to invest into certain fraudulent investment schemes being run by these individuals.

It has come to the knowledge of NAM India that the fraudsters are using images of certain senior officials of NAM India and the corporate logo of Nippon India Mutual Fund and NAM India to create a deception. The fraudsters are using inter alia using the following mobile numbers: +91 9867734257, +91 8097405814, +91 8097852697, +91 8306794316, and +91 8735847817.

These fraudster entities are attempting to deceive and defraud the public by unlawfully using the Nippon India Mutual Fund logo and images of senior officials of NAM India to solicit funds under the pretence of purchasing stocks promising high returns.

In addition to the aforementioned WhatsApp group and mobile numbers, these impostors are utilizing the website <https://app.nilitqa.com/#/> and the mobile application NILIT. The general public and investors are hereby cautioned that NAM India AMC, Nippon India Mutual Fund, Nippon Life India Trustee Limited, and their respective employees and directors have no association with the aforementioned groups, communities, phone numbers, websites and mobile application.

NAM India and its related entities denounce these fraudulent activities and advise the investors in particular and public at large to remain vigilant against such scams and exercise due caution.

Nippon India Mutual Fund shall not bear responsibility for, and expressly disclaims all liabilities arising from, any damages resulting from the use of, reference to, or reliance on any information disseminated by these fraudulent WhatsApp groups or any other platforms making false claims.

Investors and the general public are strongly advised not to engage with these fraudulent groups, channels, platforms, or any material promoted by these impostors, as they do so at their own risk.

We further advise downloading only official NAM India AMC applications from verified app stores and play stores.

The official website of the AMC is <https://mf.nipponindiaim.com> and the AMC has official handles on social media platforms i.e. Facebook, Instagram, X, LinkedIn and YouTube. These profiles can be accessed via links provided on the AMC official website.

For inquiries or further information, please contact us at +91 22 69259696/1860 266 0111 email us at [customercare@nipponindiaim.in](mailto:customercare@nipponindiaim.in) or visit our official website at <https://mf.nipponindiaim.com>

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