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# WINSOL ENGINEERS LIMITED

Corporate Identity Numbers: U40100GJ2015PLC085516

Our Company was incorporated as 'Winsol Engineers Private Limited' at Jamnagar, Gujarat as a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 30, 2015, 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 December 09, 2023, and consequently the name of our Company was changed to 'Winsol Engineers Limited', pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Gujarat, on December 21, 2023. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Matters" beginning on page no. 143 of the Red Herring Prospectus.

Registered Office: Shop No. 301, Madhav Commercial Complex, Near Crystal Mall, Khodiyar Colony, Jamnagar, Gujarat, India 361006

Website: www.winsol.info; | E-Mail: info@winsol.info; Telephone No: 0288-2710708 | Company Secretary and Compliance Officer: Mrs. Rishibha Sat

PROMOTERS OF OUR COMPANY: MR. RAMESH JIVABHAI PINDARIYA, MRS. AMRI RAMESH PINDARIYA, MS. PINDARIYA KASHMIRA, MS. KASHISH RAMESH PINDARIYA AND MR. KISHOR JIVABHAI PINDARIYA

Our company is an integrated engineering, procurement, construction and commissioning company providing Balance of Plant (BoP) Solutions for both Wind and Solar power generation companies. Our core services for BoP Solutions includes Foundation work, Substation Civil and Electrical work, Right of Way services, Cabling to substation and Grid, and Miscellaneous work.

## THE ISSUE

INITIAL PUBLIC ISSUE OF 3115200 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF WINSOL ENGINEERS LIMITED ("WINSOL", "WEL" 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 158400 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 2956800 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 27.01% 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. 219 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: ₹ 71/- to ₹ 75/- per Equity Share of Face Value ₹ 10/- each.**

The Floor Price is 7.1 times of the Face Value and the Cap Price is 7.5 times of the Face Value.

Bids can be made for a minimum of 1600 Equity Shares and in multiples of 1600 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:

- We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- Our registered office from where we operate is not owned by us.
- We have experienced negative cash flows from operations in the recent past, and we may have negative cash flows in the future.
- Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or compensation payment.
- We are dependent on our Promoters, our senior management and other key personnel, and the loss of, or our inability to attract or retain, such persons could affect our business, results of operations, financial condition and cash flows.
- We derive majority of our revenue from Engineering & Consulting Work and any reduction in the demand of such services could have an adverse effect on our business, results of operations and financial conditions.
- Our business is operating under various laws which require us to obtain approvals from the concerned statutory/regulatory authorities in the ordinary course of business and our inability to obtain, maintain or renew requisite statutory and regulatory permits and approvals for our business operations could materially and adversely affect our business, prospects, results of operations and financial condition.

- We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.
- We are dependent on the performance of industries in which our customers operate, particularly Renewable Energy (RE) industry especially power generated by our customers through wind mills, and fluctuations in the performance of such RE industries may result in a loss of such customers, a decrease in the volume of work we undertake or the price at which we offer our services.
- Our business is entirely concentrated in, and dependent on, the Renewable Energy (RE) sector, which in general has many challenges and effective addressing of these risks are key to the growth of the sector. If risks in the RE sector generally are not managed effectively, our business and operations will be adversely affected.
- The Merchant Banker associated with the Issue has handled 35 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	35	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 229 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).

## BASIS FOR ISSUE PRICE

The Issue Price will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares through the Book Building Process and on the basis of quantitative and Equity Qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Issue Price is 7.1 times the face value at the lower end and 7.5 times the face value at the higher end of the Price Band. Investors should also refer to "Business Overview", "Risk Factors", "Restated Financial Information" and "Management's Discussion and Analysis of Financial Position and Results of Operations" beginning on pages 111, 28, 178 and 181, respectively of the Red Herring Prospectus, to have an informed view before making an investment decision.

### Qualitative Factors

- Experienced Promoters and Management Team
- End-to-end execution capabilities
- Optimal Utilization of Resources
- Long-standing relationships with our customers

For details of qualitative factors, please refer to the paragraph "Our Competitive Strengths" in the chapter titled "Business Overview" beginning on page no. 111 of this Red Herring Prospectus.

### Quantitative Factors

#### Basic & Diluted Earnings Per Share (EPS):

$$\text{Basic earnings per share (₹)} = \frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding}}$$

$$\text{Diluted earnings per share (₹)} = \frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding after adjusting for the effects of all dilutive potential equity shares}}$$

Financial Year/Period	Basic and Diluted EPS (in ₹)	Weights
Financial Year ended March 31, 2023	6.15	3
Financial Year ended March 31, 2022	1.29	2
Financial Year ended March 31, 2021	0.59	1
<b>Weighted Average</b>	<b>3.60</b>	-
Period ended December 31, 2023*	8.04	-

\*Not Annualized

### Notes:

1. Earnings per share is computed in accordance with AS 20 with taking the effect of the following:

- Our Board of Directors in its meeting held on December 06, 2023 approved issue of 420 (Two) bonus shares fully paid for each equity share of ₹ 10/- (i.e. in the ratio of 420:1), which were subsequently duly approved by our Shareholders in their extra ordinary general meeting held on December 09, 2023 pursuant to which allotment was made on December 11, 2023.

2. Weighted Average = Aggregate of year wise weighted EPS divided by the aggregate of weights i.e. (EPS x weight) for each year / Total of weights.

#### Price to Earnings (P/E) ratio in relation to Issue Price of ₹ [●]:

$$\text{Price to Earnings Ratio (P/E)} = \frac{\text{Floor/Cap/Issue Price}}{\text{Restated Earnings Per Share}}$$

Particulars	EPS (in ₹)	P/E at the Floor Price	P/E at the Cap Price
a. Based on EPS of Financial Year ended March 31, 2023	6.15	11.55	12.20
b. Based on Weighted Average EPS	3.60	19.72	20.83
c. Based on Simple Average EPS	2.68	26.49	27.99
d. Based on EPS of period ended December 31, 2023*	8.04	-	-

\*Not Annualized

### Industry PE:

Industry Average	P/E Ratio
Highest	38.67
Lowest	38.67
Average	38.67

### Return on Net Worth:

$$\text{Return on Net Worth (\%)} = \frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Net Worth}} \times 100$$

Financial Year/Period	Return on Net Worth (%)	Weights
Financial Year ended March 31, 2023	59.28%	3
Financial Year ended March 31, 2022	31.54%	2
Financial Year ended March 31, 2021	20.72%	1
<b>Weighted Average</b>	<b>43.61%</b>	-
Period ended December 31, 2023*	44.35%	-

\*Not annualized

Note: 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.

### Net Asset Value per Equity Share:

$$\text{Restated Net Asset Value per equity share (₹)} = \frac{\text{Restated Net Worth as at the end of the year}}{\text{Number of Equity Shares outstanding}}$$

Particular	Amount (in ₹)
Financial Year ended March 31, 2023	10.38
Financial Year ended March 31, 2022	4.08
Financial Year ended March 31, 2021	2.83
Period ended December 31, 2023 ^	18.14
<b>After completion of the Issue</b>	
Based on Upper Price band	33.49
Based on Lower Price band	32.41
Issue Price band per equity share	71-75

\*To be determined after the book-building process

^ Not Annualised

Notes: Number of shares are adjusted by following:

- Our Board of Directors in its meeting held on December 06, 2023 approved issue of 420 (Two) bonus shares fully paid for each equity share of ₹ 10/- (i.e. in the ratio of 420:1), which were subsequently duly approved by our Shareholders in their extra ordinary general meeting held on December 09, 2023 pursuant to which allotment was made on December 11, 2023.

#### Comparison of Accounting Ratios with Peer Group Companies:

Name of the company	Face Value (₹)	Current Market Price (₹)	EPS (₹) Basic and Diluted	P/E Ratio	RoNW (%)	NAV per Equity Share (₹)	Revenue from operations (₹ in Lakhs)
Winsol Engineers Limited	10.00	[●]	6.15	[●]	59.28%	10.38	6,538.66
Peer Group*							
Konstelec Engineers Limited	10.00	N.A. <sup>(1)</sup>	6.53	N.A. <sup>(1)</sup>	11.58%	56.40	15,031.46
Konstelec Engineers Limited	10.00	252.60 <sup>(1)</sup>	6.53	38.67 <sup>(1)</sup>	11.58%	56.40	15,031.46

Source: All the financial information for our company mentioned above is on a basis sourced from the Restated Financial Information.

All the financial information for listed industry peer mentioned above is on a standalone basis sourced from the Annual Reports/Information of the peer company uploaded on the NSE website for the year ended March 31, 2023 and February 14, 2024.

### Notes:

- P/E Ratio has been computed based on the closing market price of equity shares on the NSE on February 14, 2024 divided by the Basic and Diluted EPS as Market Price for March 31, 2023 was not available as peer company was listed on January 31, 2024.
- RoNW is computed as net profit after tax divided by the closing net worth. Net worth has been computed as sum of share capital and reserves and surplus.
- NAV is computed as the closing net worth divided by the closing outstanding number of equity shares adjusted for bonus issue of shares.
- The face value of Equity Shares of our Company is ₹ 10/- per Equity Share and the Issue price is [●] times the face value of equity share.
- The Issue Price of ₹ [●] is determined by our Company in consultation with the Book Running Lead Manager is justified based on the above accounting ratios. For further details, please refer to the section titled "Risk Factors" and chapters titled "Business Overview" and "Restated Financial Information" beginning on page nos. 28, 111 and 178 respectively of this Red Herring Prospectus.

Particulars	For the Period / Year ended on			
	31-Mar-21	31-Mar-22	31-Mar-23	31-Dec-23
Revenue from Operations (₹ in Lakhs)	2,216.35	6,070.19	6,538.66	5,195.23
Growth in Revenue from Operations (YoY %)	-	173.88%	7.72%	-
Gross Profit (₹ in Lakhs)	1,032.26	1,478.23	2,186.76	3,434.32
Gross Profit Margin (%)	46.57%	24.35%	33.44%	66.11%
EBITDA (₹ in Lakhs)	154.35	225.89	784.59	988.71
EBITDA Margin (%)	6.96%	3.72%	12.00%	19.03%
Profit After Tax (₹ in Lakhs)	49.44	108.46	518.07	677.26
PAT Margin (%)	2.23%	1.79%	7.92%	13.04%
RoE (%)	22.33%	37.24%	85.08%	56.41%
RoCE (%)	11.71%	16.14%	46.19%	44.18%
Net Fixed Asset Turnover (In Times)	6.63	22.27	26.73	22.75
Operating Cash Flows (₹ in Lakhs)	(163.81)	(36.09)	(93.14)	634.39

Source: The Figure has been certified by our statutory auditors M/s. Raichura & Co. Chartered Accountants vide their certificate dated February 14, 2024 bearing UDIN: 24158018BKCPCIS2060.

### Notes:

- Revenue from Operations means the Revenue from Operations as appearing in the Restated Financial Statements.
- Growth in Revenue from Operations (%) is calculated as a percentage of Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period.
- Gross Profit is calculated as Revenue from Operations less Cost of Materials consumed and Changes in inventories of work-in-progress.
- Gross Profit Margin (%) is calculated as Gross Profit divided by Revenue from Operations.
- EBITDA is calculated as profit for the period/year, plus tax expenses (consisting of current tax, deferred tax and Minimum Alternative Taxes Credit Entitlement), finance costs and depreciation and amortization expenses reduced by other income.
- EBITDA Margin (%) is calculated as EBITDA divided by Revenue from Operations.
- Profit After Tax Means Profit for the period/year as appearing in the Restated Financial Statements.

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- 8) PAT Margin (%) is calculated as Profit for the year/period as a percentage of Revenue from Operations.
- 9) RoE (Return on Equity) (%) is calculated as net profit after tax for the year / period divided by Average Shareholder Equity.
- 10) RoCE (Return on Capital Employed) (%) is calculated as earnings before interest and taxes reduced by other income divided by average capital employed. Capital Employed includes Equity Shares, Reserves and surplus, Long-Term Borrowing, Short-Term Borrowing and Deferred Tax Liability/(Asset).
- 11) Net Fixed Asset Turnover is calculated as Net Turnover divided by Average Fixed Assets which consists of property, plant and equipment, capital work-in-progress and intangible assets, if any.
- 12) Operating cash flows means net cash generated from operating activities as mentioned in the Restated Financial Statements.

Particulars	Winsol Engineers Limited			Konstelec Engineers Limited		
	For the Period / Year ended on			For the Period / Year ended on		
	31-Mar-21	31-Mar-22	31-Mar-23	31-Mar-21	31-Mar-22	31-Mar-23
Revenue from Operations (₹ in Lakhs)	2,216.35	6,070.19	6,538.66	10,073.73	10,592.35	15,031.46
Growth in Revenue from Operations (%)	-	173.88%	7.72%	-	5.15%	41.91%
Gross Profit (₹ in Lakhs)	1,032.26	1,478.23	2,186.76	6,424.48	6,691.93	7,941.85

Particulars	Winsol Engineers Limited			Konstelec Engineers Limited		
	For the Period / Year ended on			For the Period / Year ended on		
	31-Mar-21	31-Mar-22	31-Mar-23	31-Mar-21	31-Mar-22	31-Mar-23
Gross Profit Margin (%)	46.57%	24.35%	33.44%	63.77%	63.18%	52.83%
EBITDA (₹ in Lakhs)	154.35	225.89	784.59	675.94	725.33	1,426.13
EBITDA Margin (%)	6.96%	3.72%	12.00%	6.71%	6.85%	9.49%
Profit After Tax (₹ in Lakhs)	49.44	108.46	518.07	243.01	376.57	718.55
PAT Margin (%)	2.23%	1.79%	7.92%	2.41%	3.56%	4.78%
RoE (%)	22.33%	37.24%	85.08%	4.81%	7.05%	12.25%
RoCE (%)	11.71%	16.14%	46.19%	8.15%	8.18%	15.01%
Net Fixed Asset Turnover (In Times)	6.63	22.27	26.73	13.47	14.04	19.24
Operating Cash Flows (₹ in Lakhs)	(163.81)	(36.09)	(93.14)	(457.06)	42.92	(333.84)

Source: The Figure has been certified by our statutory auditors M/s. Raichura & Co. Chartered Accountants vide their certificate dated February 14, 2024 UDIN: 24158018BKPCIS2060.

**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 PHASED III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023 ON MADATORY 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. 229 OF THE 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).**

<b>BID / ISSUE PROGRAM</b>	<b>ANCHOR INVESTORS :</b> <b>Friday, May 03, 2024</b>	<b>BID OPENING DATE :</b> <b>Monday, May 06, 2024</b>	<b>BID CLOSING DATE (T day) :</b> <b>Thursday, May 09, 2024</b>
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<b>Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day)</b>	<b>On or before Friday, May 10, 2024</b>	<b>Credit of Equity Shares to demat accounts of Allotees (T + 2 Days)</b>	<b>On or before Monday, May 13, 2024</b>
<b>Initiation of Unblocking of Funds/refunds (T + 2 Days)</b>	<b>On or before Monday, May 13, 2024</b>	<b>Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)</b>	<b>On or before Tuesday, May 14, 2024</b>

**Timelines for Submission of Application**

<p><b>Application Submission by Investors</b></p> <p>Electronic Applications (Online ASBA through 3-in-1 accounts) – Upto 5 pm on T day.</p> <p>Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – Upto 4 pm on T day.</p> <p>Electronic Applications (Syndicate Non-Retail, Non Individual Applications) – Upto 3 pm on T day.</p> <p>Physical Applications (Bank ASBA) – Upto 1 pm on T day.</p> <p>Physical Applications (Syndicate Non-Retail, Non Individual Applications of QIBs and NIIIs) – Upto 12 pm on T day and Syndicate members shall transfer such applications to banks before 1 pm on T day.</p>	<p><b>UPI Mandate acceptance time:</b> T day – 5 pm</p> <p><b>Issue Closure:</b></p> <p><b>T day – 4 pm</b> for QIB and NII categories</p> <p><b>T day – 5 pm</b> for Retail and other reserved categories</p>
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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 229 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 143 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 291 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 ₹ 12,50,00,000 divided into 12500000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 8,42,00,000 divided into 8420000 Equity Shares of ₹ 10 each. For details of the Capital Structure, see “Capital Structure” on the page 62 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 to 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. Ramesh Jivabhai Pindariya – 6000 Equity Shares and Mrs. Amri Ramesh Pindariya – 4000 Equity Shares. For details of the Capital Structure, see “Capital Structure” on the page 62 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 April 16, 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 April 26, 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 291 of the Red Herring Prospectus.

**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 208 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 209 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 28 of the Red Herring Prospectus.

<p><b>BOOK RUNNING LEAD MANAGER TO THE ISSUE</b></p> <p><b>BEELINE</b></p> <p><b>BEELINE CAPITAL ADVISORS PRIVATE LIMITED</b></p> <p>SEBI Registration Number: INM000012917</p> <p>Address: B 1311-1314, Thirteenth Floor, Shilp Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmedabad, Gujarat – 380054, India.</p> <p>Telephone Number: 079 4918 5784</p> <p>Email Id: mb@beelinemb.com</p> <p>Investors Grievance Id: ig@beelinemb.com</p> <p>Website: www.beelinemb.com</p> <p>Contact Person: Mr. Nikhil Shah</p> <p>CIN: U67190GJ2020PTC114322</p>	<p><b>REGISTRAR TO THE ISSUE</b></p> <p><b>KFINTECH</b></p> <p><b>KFin Technologies Limited</b></p> <p>SEBI Registration Number: INR00000221</p> <p>Address: Selenium Tower-B, Plot 31 &amp; 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana.</p> <p>Tel. Number: +91 40 6716 2222</p> <p>Toll Free No: 1800 309 4001</p> <p>Email Id: npil ipo@kfinetech.com</p> <p>Investors Grievance Id: einward.ris@kfinetech.com</p> <p>Website: www.kfinetech.com</p> <p>Contact Person: M Murali Krishna</p> <p>CIN: L72400TG2017PLC117649</p>	<p><b>COMPANY SECRETARY AND COMPLIANCE OFFICER</b></p> <p><b>WinSol ENGINEERS</b></p> <p><b>WINSOL ENGINEERS LIMITED</b></p> <p><b>Mrs. Rishibha Kasat</b></p> <p>Address: Shop No. 301, Madhav Commercial Complex, Near Crystal Mall, Khodiyar Colony, Jamnagar, Gujarat, India 361006</p> <p>Tel No: 0288-2710708;</p> <p>Email: info@winsol.info</p> <p>Website: www.winsol.info</p> <p>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.</p>
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**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, website of the Company at www.winsol.info, the website of the BRLM to the Issue at www.beelinemb.com, the website of NSE i.e. www.nseindia.com, respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Winsol Engineers Limited, Telephone: 0288-2710708; 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.**

**Place: Jamnagar**  
**Date: April 26, 2024**

**On behalf of Board of Directors**  
**For, WINSOL ENGINEERS LIMITED**  
sd/-  
**Ramesh Jivabhai Pindariya**  
**Chairman, Executive Director and CEO**

**Disclaimer:** Winsol Engineers 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, Gujarat on April 26, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at info@winsol.info., the website of the BRLM to the Issue at www.beelinemb.com, the website of NSE i.e. 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 28 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.

garima advt.



THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA.



# WINSOL ENGINEERS LIMITED

Corporate Identity Numbers: U40100GJ2015PLC085516

Our Company was incorporated as 'Winsol Engineers Private Limited' at Jamnagar, Gujarat as a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 30, 2015, 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 December 09, 2023, and consequently the name of our Company was changed to 'Winsol Engineers Limited', pursuant to a fresh certificate of incorporation issued by the Registrar of Companies, Gujarat, on December 21, 2023. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Matters" beginning on page no. 143 of the Red Herring Prospectus.

Registered Office: Shop No. 301, Madhav Commercial Complex, Near Crystal Mall, Khodiyar Colony, Jamnagar, Gujarat, India 361006

Website: www.winsol.info; | E-Mail: info@winsol.info; Telephone No: 0288-2710708 | Company Secretary and Compliance Officer: Mrs. Rishibha Kasat

**PROMOTERS OF OUR COMPANY: MR. RAMESH JIVABHAI PINDARIYA, MRS. AMRI RAMESH PINDARIYA, MS. PINDARIYA KASHMIRA, MS. KASHISH RAMESH PINDARIYA AND MR. KISHOR JIVABHAI PINDARIYA**

Our company is an integrated engineering, procurement, construction and commissioning company providing Balance of Plant (BoP) Solutions for both Wind and Solar power generation companies. Our core services for BoP Solutions includes Foundation work, Substation Civil and Electrical work, Right of Way services, Cabling to substation and Grid, and Miscellaneous work.

## THE ISSUE

INITIAL PUBLIC ISSUE OF 3115200 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF WINSOL ENGINEERS LIMITED ("WINSOL", "WEL" 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 158400 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 2956800 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 27.01% 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. 219 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: ₹ 71/- to ₹ 75/- per Equity Share of Face Value ₹ 10/- each.**

**The Floor Price is 7.1 times of the Face Value and the Cap Price is 7.5 times of the Face Value.**

**Bids can be made for a minimum of 1600 Equity Shares and in multiples of 1600 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:

- I. We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- II. Our registered office from where we operate is not owned by us.
- III. We have experienced negative cash flows from operations in the recent past, and we may have negative cash flows in the future.
- IV. Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or compensation payment.
- V. We are dependent on our Promoters, our senior management and other key personnel, and the loss of, or our inability to attract or retain, such persons could affect our business, results of operations, financial condition and cash flows.
- VI. We derive majority of our revenue from Engineering & Consulting Work and any reduction in the demand of such services could have an adverse effect on our business, results of operations and financial conditions.
- VII. Our business is operating under various laws which require us to obtain approvals from the concerned statutory/regulatory authorities in the ordinary course of business and our inability to obtain, maintain or renew requisite statutory and regulatory permits and approvals for our business operations could materially and adversely affect our business, prospects, results of operations and financial condition.

VIII. We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.

IX. We are dependent on the performance of industries in which our customers operate, particularly Renewable Energy (RE) industry especially power generated by our customers through wind mills, and fluctuations in the performance of such RE industries may result in a loss of such customers, a decrease in the volume of work we undertake or the price at which we offer our services.

X. Our business is entirely concentrated in, and dependent on, the Renewable Energy (RE) sector, which in general has many challenges and effective addressing of these risks are key to the growth of the sector. If risks in the RE sector generally are not managed effectively, our business and operations will be adversely affected.

XI. The Merchant Banker associated with the Issue has handled 35 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	35	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 229 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. 229 OF THE 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 :**  
**Friday, May 03, 2024**

**BID OPENING DATE :**  
**Monday, May 06, 2024**

**BID CLOSING DATE (T day) :**  
**Thursday, May 09, 2024**

Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day)	On or before <b>Friday, May 10, 2024</b>	Credit of Equity Shares to demat accounts of Allotees (T + 2 Days)	On or before <b>Monday, May 13, 2024</b>
Initiation of Unblocking of Funds/refunds (T + 2 Days)	On or before <b>Monday, May 13, 2024</b>	Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)	On or before <b>Tuesday, May 14, 2024</b>

## Timelines for Submission of Application

<b>Application Submission by Investors</b> 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 NIIs) – Upto 12 pm on T day and Syndicate members shall transfer such applications to banks before 1 pm on T day.	<b>UPI Mandate acceptance time:</b> T day – 5 pm <b>Issue Closure:</b> <b>T day – 4 pm for QIB and Nil categories</b> <b>T day – 5 pm for Retail and other reserved categories</b>
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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 229 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 143 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 291 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 ₹ 12,50,00,000 divided into 12500000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 8,42,00,000 divided into 8420000 Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on the page 62 of the Red Herring Prospectus.

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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 28 of the Red Herring Prospectus.

(Continued on next Page...)

BENGALURU

(... Continued from previous page)

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

**BEELINE**  
BEELINE CAPITAL ADVISORS PRIVATE LIMITED

SEBI Registration Number: INM00012917  
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: INF00000221  
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: npil ipo@kfinetech.com  
Investors Grievance Id: einward.ris@kfinetech.com  
Website: www.kfinetech.com  
Contact Person: M Murali Krishna  
CIN: L72400TG2017PLC117649

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**WINSOL ENGINEERS**  
WINSOL ENGINEERS LIMITED  
Mrs. Rishibha Kasat

Address: Shop No. 301, Madhav Commercial Complex, Near Crystal Mall, Khodiyar Colony, Jammagar, Gujarat, India 361006  
Tel No: 0288-2710708  
Email: info@winsol.info  
Website: www.winsol.info

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, website of the Company at www.winsol.info, the website of the BRLM to the issue at www.beelinemb.com, the website of NSE i.e. www.nseindia.com, respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Winsol Engineers Limited, Telephone: 0288-2710708; 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.

Place: Jamnagar  
Date: April 26, 2024

On behalf of Board of Directors  
For, WINSOL ENGINEERS LIMITED  
sd/-  
Ramesh Jivabhai Pindariya  
Chairman, Executive Director and CEO

**Disclaimer:** Winsol Engineers 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, Gujarat on April 26, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at info@winsol.info, the website of the BRLM to the Issue at www.beelinemb.com, the website of NSE i.e. 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 28 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.

**DEBTS RECOVERY TRIBUNAL-I, DELHI**  
4TH FLOOR, JEEVAN TARA BUILDING,  
PARLIAMENT STREET, NEW DELHI-110001.  
OA No. 651/2023  
CANARA BANK  
VS  
AAR ENTERPRISES & ORS

To,  
(1) Aary Enterprises, Ground Floor, G 41 V35 Mall, Plot No. 12, Laxmi Nagar, Delhi-110092, East, Delhi-110092  
Also At: Ground Floor, 47, Bungalow Road, Kamla Nagar, Delhi-110007  
Also At: H.No. 163, Sec-37, Arun Vihar, Noida, Gautam Budh Nagar, Uttar Pradesh-201301  
(2) Bhupendra Singh Chauhan, S/o Bhupinder Singh Chauhan, H.No. 1498, 1st Floor, Park View Apartment, Sec-29, Noida, Gautam Budh Nagar, U.P-201301  
Also At: Mohalla Kavi Nagar Tanda Ujjain, Ward No. 06, Kashipur, Udhampur Singh Nagar, Uttarakhand-244713  
(3) Anuj Sharma S/o Sh. Kedar Nath Sharma 43-B, Regal Shigra Society, Indraprastha, I.e. Shahababad, Ghaziabad, UP-201010  
Also At: 39/1, Village Dyal, Tehsil Dehra, Dist. Kangra, Himachal Pradesh-177105

Whereas the above named applicant has instituted a case for recovery of Rs.24,39,462.73 (Rupees TWENTY FOUR LAKH THIRTY NINE THOUSAND FOUR HUNDRED SIXTY TWO AND SEVENTY THREE PAISA ONLY) against you and whereas it has been shown to the satisfaction of the Tribunal that it is not possible to serve you in ordinary way. Therefore, this notice is given by advertisement directing you to make appearance before DRT Registrar on 29.08.2024 at 10:30 A.M. (for further details kindly visit DRT website www.drttribunal.gov.in Phone Number: 011-23748473 Take notice that in case of your failure to appear on the above mentioned day before this Tribunal, the case will be heard and decided in your absence.

Due to ongoing Pandemic Situation, all the matters will be taken up through Video Conferencing and for that purpose-All the Advocates/Litigants shall download the "Cisco Webex" application/Software, "Meeting ID" and "Password" for the next date of hearing your cases to be taken by "Registrar/Recovery Officer-I" and Recovery Officer-II shall be available one day prior to the next date at DRT Official Portal i.e. "drt.gov.in" under the Public Notice Head. In any exigency you that, the Advocates/Litigants can contact the concerned official at Ph. No.011-23748473.  
Given under my hand and seal of the Tribunal on this 18th April, 2024.  
By order of this Tribunal Assistant Registrar

**DEBTS RECOVERY TRIBUNAL-I, DELHI**  
4TH FLOOR, JEEVAN TARA BUILDING,  
PARLIAMENT STREET,  
NEW DELHI-110001.  
OA No. 702/2023  
CANARA BANK  
VS  
METAL STRUCTURE INDUSTRIES SINGH

To,  
(1) METAL STRUCTURE INDUSTRIES SINGH D/W/S/O- DHARMENDRA HATHIMALLA, PO NAJARGANG BAHARI BAREILLY, U.P.-243201 Bareilly UTAR PRADESH-243201  
Also At : D/17, STREET NO.2, CHAUHANPUR, KARAWAL NAGAR, DELHI-110094

Whereas the above named applicant has instituted a case for recovery of Rs. 38,07,383.58 (Rupees THIRTY EIGHT LAKH SEVEN THOUSAND FIFTY EIGHT HUNDRED EIGHTY THREE AND THIRTY EIGHT PAISA ONLY) against you and whereas it has been shown to the satisfaction of the Tribunal that it is not possible to serve you in ordinary way. Therefore, this notice is given by advertisement directing you to make appearance before DRT Registrar on 05.08.2024 at 10:30 A.M. (for further details kindly visit DRT website www.drttribunal.gov.in Phone Number: 011-23748473 Take notice that in case of your failure to appear on the above mentioned day before this Tribunal, the case will be heard and decided in your absence.

Due to ongoing Pandemic Situation, all the matters will be taken up through Video Conferencing and for that purpose-All the Advocates/Litigants shall download the "Cisco Webex" application/ Software; "Meeting ID" and "Password" for the next date of hearing your cases to be taken by "Registrar/Recovery Officer-I" and Recovery Officer-II shall be available one day prior to the next date at DRT Official Portal i.e. "drt.gov.in" under the Public Notice Head. In any exigency you that, the Advocates/Litigants can contact the concerned official at Ph. No.011-23748473.  
Given under my hand and seal of the Tribunal on this 18th April 2024.  
By order of this Tribunal Assistant Registrar

**HINDUJA HOUSING FINANCE LIMITED**  
Corporate Office: No. 167-169, 2nd Floor, Anna Salai, Saidapet, Chennai-600015.  
2nd Floor, D-59/103, D-4, Asha Kunj, Mahmoorganj Road, Sigra, Varanasi-221010  
RLM- Mr. Arun Kumar Singh 9506011777, CLM- Mr. Vinil Trivedi - 9648728888, RRM- Mr. Pankaj Singh Chaudhary 7081828333, CRM - Mitesh Mishra 9552692996

**SYMBOLIC POSSESSION NOTICE**

Whereas the undersigned being the Authorized Officer of the HINDUJA HOUSING FINANCE LIMITED under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (No. 3 of 2002) and in exercise of powers conferred under section 13(12) read with Rule 3 of the Security Interest (Enforcement) Rules, 2002 issued a demand notice was issued on the dates mentioned against each account and stated hereinafter calling upon the borrower (hereinafter the borrower and guarantors are collectively referred to as the "the Borrowers") to repay the amount within 60 days from the date of receipt of said notice.

The borrowers having failed to repay the amount, notice is hereby given to the borrowers and the public in general that the undersigned has taken possession of the property described herein below in exercise of powers conferred on him under sub-section 4 of section 13 of Act read with rule 8 of the Security Interest Enforcement Rules, 2002 on this the dates mentioned against each account.

The borrower/guarantor in particular and the public in general is hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of the HINDUJA HOUSING FINANCE LIMITED for an amount and future interest at the contractual rate on the aforesaid amount together with incidental expenses, costs, charges, etc. thereon.

The borrower's attention is invited to provisions of sub-section (8) of section 13 of the Act, in respect of time available, to redeem the secured assets.

Sr. No.	Name of Borrowers/ Guarantors	Demand Notice Date Date of Possession	Amount Outstanding	Details of Immovable Property
1	Application No. UP/KNP/VRSI/A000000658 Jeetendra Kumar Sonkar, Mrs. Sima Sonkar & Mr. Pintu Sonkar, All at: A36/62 D-n.vijay Sirohi Nagar, Adampur, Varanasi UP, Vijay Sirohangan, Near Adampur Thana, Semirubar, Varanasi, Uttar Pradesh, India-221001	13-07-2023 23-04-2023 SYMBOLIC	₹ 15,97,503/- as on 07-12-2023 plus interest thereon	Mauza - Kajjapura, Mohalla Rajghat, Ward Adampur, Varanasi.P.S. P.S.No.-Khata No.-S.M .Plot No.- part of House No.A 36/62 Constructed over S.M Plot No.302 Sub-Registry+ District-VaranasiArea admeasuring - 3260 Sq.ft with 70 Sq.ft covered area. Bounded as: North : 6 Ft Wide Rasta. South: 6 Ft Wide Rasta. East : 6 Ft Wide Rasta West: House of Lalji

Dated : 26-04-2024, Place : Varanasi  
Authorised Officer, HINDUJA HOUSING FINANCE LIMITED

POST OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED)

**ROUTE MOBILE LIMITED**  
Registered Office: 4<sup>th</sup> Dimension, 3<sup>rd</sup> floor, Mind Space, Malad (West), Mumbai, Maharashtra - 400 064, India  
Corporate Identification Number (CIN): L72900MH2004PLC146323  
Tel: 022-40337676; Website: www.routemobile.com

**OPEN OFFER FOR ACQUISITION OF UP TO 1,64,05,338 (ONE CRORE SIXTY-FOUR LAKH FIVE THOUSAND THREE HUNDRED AND THIRTY-EIGHT) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10 (INDIAN RUPEES TEN) EACH ("EQUITY SHARES"), REPRESENTING 26.00% (TWENTY-SIX PER CENT) OF THE EXPANDED VOTING SHARE CAPITAL OF ROUTE MOBILE LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY PROXIMUS OPAL ("ACQUIRER") ALONG WITH PROXIMUS ("PAC"), IN ITS CAPACITY AS PERSON ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSES OF THE OPEN OFFER, PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (THE "SEBI (SAST) REGULATIONS") (THE "OPEN OFFER"/"OFFER").**

This post-offer advertisement ("Post-Offer Advertisement") is being issued by Morgan Stanley India Company Private Limited, the manager to the Open Offer ("Manager"), for and on behalf of the Acquirer and the PAC, in connection with the Open Offer to the Public Shareholders of the Target Company, in compliance with Regulation 18(12) of the SEBI (SAST) Regulations. The detailed public statement dated 22 July 2023 ("Detailed Public Statement" or "DPS") with respect to the aforementioned Open Offer was published on 24 July 2023 in the following newspapers: Financial Express (English), Jansatta (Hindi) and Navshakti (Marathi) (collectively, the "Newspapers"). This Post-Offer Advertisement should be read in continuation of, and in conjunction with the: (a) public announcement dated 17 July 2023 ("Public Announcement" or "PA"); (b) Detailed Public Statement; (c) letter of offer dated 15 March 2024 ("Letter of Offer" or "LoF"); and (d) pre-offer advertisement cum corrigendum to the DPS and the PA, dated 20 March 2024, published on 22 March 2024 in the Newspapers.

This Post-Offer Advertisement is being published in the Newspapers. Capitalized terms used but not defined in this Post-Offer Advertisement shall have the same meaning assigned to such terms in the Letter of Offer. The Public Shareholders of the Target Company are requested to kindly note the following information with respect to the Open Offer:

1. Name of the Target Company:	Route Mobile Limited
2. Name of the Acquirer and the PAC:	Acquirer: Proximus Opal PAC: Proximus
3. Name of the Manager to the Open Offer:	Morgan Stanley India Company Private Limited
4. Name of the Registrar to the Open Offer:	KFin Technologies Limited
5. Open Offer Details (a) Date of opening of the Open Offer: (b) Date of closure of the Open Offer:	27 March 2024 (Wednesday) 12 April 2024 (Friday)
6. Date of payment of consideration:	24 April 2024 (Wednesday)

Sr. No.	Particulars	Proposed in the Open Offer Document (Letter of Offer)	Actuals
1.	Offer Price (per equity share)	₹1,644.67 per Equity Share being the aggregate of Offer Price of ₹1,626.40 payable along with the Applicable Interest of ₹18.27 per Equity Share	₹1,644.67 per Equity Share being the aggregate of Offer Price of ₹1,626.40 payable along with the Applicable Interest of ₹18.27 per Equity Share
2.	Aggregate number of shares tendered	1,64,05,338*	1,57,68,803
3.	Aggregate number of shares accepted	1,64,05,338*	1,57,68,803
4.	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 26,98,13,67,249**	₹ 25,93,44,77,231
5.	Shareholding of the Acquirer and the PAC before agreements/Public Announcement (Number of Equity Shares and % of Expanded Voting Share Capital)	Acquirer: Nil (0.00%) PAC: Nil (0.00%)	Acquirer: Nil (0.00%) PAC: Nil (0.00%)
6.	Shares acquired by way of agreements • Number • % of the Expanded Voting Share Capital	Acquirer: 3,64,14,286 (57.71%) PAC: Nil (0.00%)	Acquirer: 3,64,14,286* (57.71%) PAC: Nil (0.00%)
7.	Shares acquired by way of Open Offer • Number • % of the Expanded Voting Share Capital	Acquirer: 1,64,05,338* (26.00%) PAC: Nil (0.00%)	Acquirer: 1,57,68,803 (24.99%) PAC: Nil (0.00%)
8.	Shares acquired after Detailed Public Statement • Number of shares acquired • Price of the shares acquired • % of the Expanded Voting Share Capital	Acquirer: Nil (0.00%) PAC: Nil (0.00%)	Acquirer: Nil (0.00%) PAC: Nil (0.00%)
9.	Post offer shareholding of the Acquirer and the PAC • Number • % of the Expanded Voting Share Capital	Acquirer: 5,28,19,624* (83.71%) PAC: Nil (0.00%)	Acquirer: 5,21,83,089 (82.70%) PAC: Nil (0.00%)
10.	Pre and Post offer shareholding of the public • Number • % of the Expanded Voting Share Capital	Pre-offer: 2,66,83,166 <sup>†</sup> (42.29%) Post-offer: 1,02,77,828* (16.29%)	Pre-offer: 2,66,83,166 <sup>†</sup> (42.29%) Post-offer: 1,09,14,363 (17.30%)

Notes:  
\* Assuming full acceptance under the Open Offer.  
† Aggregate of (a) ₹26,68,16,41,723 i.e., the maximum consideration payable under this Open Offer assuming full acceptance at the Offer Price; and (b) ₹29,97,25,526 in interest at the Applicable Interest of ₹18.27 per Equity Share.  
‡ The Underlying Transaction contemplated by the Share Purchase Agreement is yet to be consummated and it will be consummated within the time-period prescribed under the SEBI (SAST) Regulations.  
§ This includes 3,08,920 outstanding employee stock options of the Target Company already vested as on the date of the Letter of Offer, exercisable into equal number of Equity Shares.  
¶ The Acquirer, the PAC along with their respective directors severally and jointly accept full responsibility for the information contained in this Post-Offer Advertisement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Target Company and/or the Sellers) also for the obligations of the Acquirer and the PAC laid down in the SEBI (SAST) Regulations.  
‡ This Post-Offer Advertisement will also be available on SEBI's website (www.sebi.gov.in), BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and at the registered office of the Target Company.

Issued on behalf of the Acquirer and the PAC by the Manager

**Morgan Stanley**  
Morgan Stanley India Company Private Limited  
Address: 18F, Tower 2, One World Center, Plot 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, India  
Contact Person: Ankit Garg  
Tel No: +91 22 6118 1000  
Fax No: +91 22 6118 1011  
Email: ankit.garg@morganstanley.com  
SEBI Registration Number: INM000011203  
Validity Period: Permanent Registration

Registrar to the Open Offer

**KFINTECH**  
KFin Technologies Limited  
Address: Selenium, Tower B, Plot No-31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy - 500 032, Telangana, India  
Contact Person: M. Murali Krishna  
Tel No.: +91 40 6716 2222/18003094001  
Fax No.: +91 40 6716 1563  
E-mail: rml.openoffer@kfinetech.com  
Investor Grievance E-mail: einward.ris@kfinetech.com  
SEBI Registration Number: INF00000221  
Validity Period: Permanent Registration

Issued by the Manager to the Open Offer For and on behalf of the Acquirer and PAC  
Proximus Opal (Acquirer)  
Proximus (PAC)

Place: Belgium  
Date: 26 April 2024

**GRIHUM HOUSING FINANCE LIMITED**  
(FORMERLY KNOWN AS POONAWALLA HOUSING FINANCE LTD)  
Registered Office: 602, 6th Floor, Zero One IT Park, Sr. No. 79/1, Ghorpadi, Mundhwa Road, Pune - 411036

Whereas, the undersigned being the Authorized Officer of Grihum Housing Finance Limited (formerly known as Poonawalla Housing Finance Limited changed to Grihum Housing Finance Limited with effect from 17 Nov 2023 (Previously known as Magma Housing Finance Limited and originally incorporated with name of GE Money Housing Finance Public Unlimited Company) herein after referred as Secured Creditor of the above Corporate/ Register office under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 (hereinafter referred as the "said Act") and in exercise of the powers conferred under Section 13(12) of the said Act read with Rule 3 of the Security Interest (Enforcement) Rules 2002, issued a demand notice below dated calling upon the below Borrowers to repay the amount mentioned in the notice within 60 days from the date of receipt of the said notice.

The borrowers having failed to repay the amount, notice is hereby given to the borrowers and the public in general that the undersigned has taken possession of the property described herein below in exercise of powers conferred on him/ her under Section 13(12) of the said Act read with Rule 8 of the said Rules of the Security Interest Enforcement Rules 2002 on this 25th Day of April of the Year 2024.

The borrowers in particular and the public in general are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of secured Creditor the amount and interest thereon. The borrower's attention is invited to provisions of sub-section (8) of section 13 of the Act, in respect of time available, to redeem the secured assets. Details of Property taken in possession are herein below.

Sr. No.	Name of Borrowers	Description of Property	Possession taken Date	Date of statutory Demand Notice	Amount in Demand Notice (Rs.)
1.	Kurmi Naveshbhai Jamunasingh, Kurami Anita Naveshbhai	All That Piece And Parcel Of The Araji No. 885 Area 3000.00 Sq Ft. Of 27.81 Sqm. At Mauza - Handiyadh, Pargana Kalesher, Tehsil Sadar, Distt. - Varanasi And Boundaries Of The Plot As Per Abs. - East - Open Plot Of Others West - Rasta 12' Wide North- House Of Malti Devi South - Rasta 12' Wide	25/04/2024	07/02/2024	Loan No. HF/0055H/20100103 Rs. 1196091.02/- (Rupees Eleven Lakh NinetySix Thousand NinetyNine Paise Two Only) payable as on 07/02/2024 along with interest @ 15.5 p.a. till the realization.
2.	RAJIV KUMAR GIRI, PRAGYA GIRI,	All That Pice & Parcel Of Flat No 3 Third Floor Arazi No Minz 119 Mauza Ram-repur Pargana Shivpur Ward Samath Tehsil Sadar District Varanasi Adm. 1328 Sq.Ft. Vikas Bhawan. Pin Code- 221003 Bounded By- East- Vacant Plot, West- Vacant Plot, North- Road 20 Feet, South- Other Property	25/04/2024	07/02/2024	Loan No. HF/0055H/21100209 Rs. 505466.47/- (Rupees Fifty Lakh FortyFive Thousand Six Hundred FortySix Paise Four/Seven Only) payable as on 07/02/2024 along with interest @ 13 p.a. till the realization.
3.	JYOTI KUMARI SHRAVAN KUMAR,	All That Pice & Parcel Of Arazi No 376m1 Mauza Gangapur Pargana Kaswar Sarkari Tehsil Rajatalab District Varanasi Adm. 1700.Sq.Ft. Om Ambike Aashram Pin Code- 221311 Bounded By- East- Vacant Plot, West- Road 12 Feet, North- Vacant Plot, South- Vacant Plot	25/04/2024	07/02/2024	Loan No. HF/0055H/21100291 Rs. 1104659.32/- (Rupees Eleven Lakh Four Thousand Six Hundred FiftyNine Paise Thirty Two Only) payable as on 07/02/2024 along with interest @ 16.5 p.a. till the realization.
4.	Avinash Kumar Vishwakarma, Richa Vishwakarma	All That Pice & Parcel Of Arazi No 1365 Mauza Doomela Pargana Kaswar Raja Tehsil Rajatalab District Varanasi Adm. 2796.Sq.Ft. Rajendra Masala Pin Code- 221001 Bounded By- East- Road 10 Feet, West- Vacant Plot North- Vacant Plot, South- Vacant Plot	25/04/2024	07/02/2024	Loan No. HF/0055H/21100320 Rs. 1325798.98/- (Rupees Thirteen Lakh TwentyFive Thousand Seven Hundred NinetyEight Paise NinetyEight Only) payable as on 07/02/2024 along with interest @ 16.25 p.a. till the realization.
5.	ABHINAV MISHRA, NEHA MISHRA	All That Pice & Parcel Of Plot Situated At Part Of Arazi No 524m1 Village Mohsinpur Kanpur Nagar Up Adm. 209.02 Sq.Mtrs. Pin Code- 208019 Bounded By- East- 8 Ft Gali And House Chaubey, West- 15 Ft Wide Road North- House Of Anwar Amd Sehaj, South- Part Of Plot Of Seller.	25/04/2024	07/02/2024	Loan No. HF/0045H/21100349 Rs. 1727294.17/- (Rupees Seventeen Lakh TwentySeven Thousand Two Hundred NinetyFour Paise SeventySeven Only) payable as on 07/02/2024 along with interest @ 13.25 p.a till the realization

Place: UTTAR PRADESH, Date: 29.04.2024  
Sd/- Authorised Officer, Grihum Housing Finance Limited. (Formerly known as Poonawalla Housing Finance Limited)

**Possession Notice (For Immovable Property) Rule 8(1)**

Whereas, the undersigned being the Authorized Officer of IIFL Home Finance Limited (Formerly known as India Infoline Housing Finance Ltd.) (IIFL HFL) under the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act 2002 and in exercise of powers conferred under section 13(12) read with Rule 3 of the Security Interest (Enforcement) Rules 2002, a Demand Notice was issued by the Authorized Officer of the company to the Borrower/Co-Borrowers mentioned herein below to repay the amount, notice is hereby given to the borrower and the public in general that the undersigned has taken possession of the property described herein below in exercise of powers conferred on him under Section 13(12) of the said Rules. The borrower in particular and the public in general are hereby cautioned not to deal with the property and any dealings with the property will be subject to the charge of IIFL HFL for an amount as mentioned herein under with interest thereon. The borrower's attention is invited to provisions of sub-section (8) of section 13 of the Act, if the borrower clears the dues of the "IIFL HFL" together with all costs, charges and expenses incurred, at any time before the date fixed for sale or transfer, the secured assets shall not be sold or transferred by "IIFL HFL" and no further step shall be taken by "IIFL HFL" for transfer or sale of the secured assets.

Name of the Borrower (s) / Co-Borrower(s)	Description of the Secured Asset (Immovable Property)	Total Outstanding Dues (Rs.)	Date of Demand Notice	Date of Possession
Mr. Hardevinder Singh, Mrs. Sukhwinder Kaur, Brar Boutique, Brar Dairy Fram (Prospect No. IL10432251)	All that piece and parcel of Property out of khewat and khala no 257/335, Comprised in khasra No 88/7(2-11), Situated in Vill. Haraj, Teh. Talwandi Bhal, Distt. Firozpur, Punjab, India-142050. Area Admeasuring (In Sq.ft.): Property Type: Land Area, Built-Up Area, Carpet Area Property Area: 6942.00, 1322.00, 1057.00.	Rs. 8,97,77/- (Rupees Eight Lakh Forty Nine Thousand Nine Hundred and Seventy Seven Only)	13- Feb- 2024	25- Apr- 2024

For, further details please contact to Authorised Officer at Branch Office: SCO 21, 5th Floor, Ludhiana Ferozganj Market, Ludhiana, Punjab-141001 or Corporate Office: IIFL Tower, Plot No.98, Udyog Vihar, Ph-IV Gurgaon, Haryana.  
Place: Punjab, Date: 29-04-2024  
Sd/- Authorised Officer, For IIFL Home Finance Ltd.

**RAJ DARSHAN INDUSTRIES LIMITED**  
CIN: L14100RJ1980PLC02145, Regd. Off.: 59, Moti Magri Scheme, Udaipur-(Raj.) 313 001 India  
Tel: 0294-2427999, Web: www.rajdarshanindustrieslimited.com, Email: info@rajdarshanindustrieslimited.com

**NOTICE OF EXTRA ORDINARY GENERAL MEETING (EGM) AND E-VOTING**

Members are hereby informed that an Extra Ordinary General Meeting ("EGM") of the Members of Rajdarshan Industries Limited will be held on Tuesday, the May 21, 2024 at 11:30 a.m. Indian Standard Time, through Video Conferencing ("VC")/ Other Audio Visual Means ("DAVM"), in compliance with all the applicable provisions of the Companies Act, 2013 (Act), Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to transact the business set out in the Notice calling the EGM. Members attending the EGM through VC / DAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

In compliance with the relevant circulars, the Notice of EGM will be sent only through electronic mode to all the Members of the Company whose email addresses are registered with the Company/Registrar and Share Transfer Agent (RTA) or Depository Participant (DP). The aforesaid document(s) will also be available on the website of the Company at <https://www.rajdarshanindustrieslimited.com> and at the websites of the Stock Exchanges and Central Depository Services (India) Ltd.

The Company is providing remote e-voting facility ("remote e-voting") to all its Members to cast their votes on all the resolutions set out in the Notice of the EGM. Additionally, the Company is providing the facility of voting through e-voting system during the EGM ("e-Voting"). Detailed procedure for remote e-voting/ e-voting and participation in EGM through VC/DAVM by the Members (including for Members who are holding shares in physical form or who have not registered their email addresses with Company/DPs) has been provided in the Notice of the EGM.

The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on Friday, April 26, 2024 ("Cut-off date"). 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 shall only be entitled to join the EGM, avail the remote e-voting and e-voting facility during the EGM.

The remote e-voting period will commence at 9.00 a.m. on Saturday, May 18, 2024 and will end at 5.00 p.m. on Monday, May 20, 2024. In addition, the facility for voting through electronic voting system shall also be made available during the EGM. Members who have voted through remote e-voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at [info@rajdarshanindustrieslimited.com](mailto:info@rajdarshanindustrieslimited.com) along with the copy of the E-communication Registration Form available on the website of the Company. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to [info@rajdarshanindustrieslimited.com](mailto:info@rajdarshanindustrieslimited.com).

Any queries/grievances relating to remote e-voting may be addressed to the Company at E-mail: [info@rajdarshanindustrieslimited.com](mailto:info@rajdarshanindustrieslimited.com)

By Order of the Board  
For Rajdarshan Industries Limited  
Sd/-  
Kalp Shri Vaya (Company Secretary)

Place : Udaipur  
Date : April 27, 2024

**SALE/AUCTION NOTICE**  
**HANSRAJ AGROFRESH PRIVATE LIMITED (IN LIQUIDATION)**  
CIN : U15490UP2014PTC065749  
Registered Office: C-23, 2nd Floor, Swastik Gardenia Shivpur Varanasi UP 221003  
Factory Premises: Bahadur Colony, Talma, Jalpaiguri, West Bengal-735121

**Sale of the assets of the Corporate Debtor on a slump sale basis (In liquidation under Insolvency and Bankruptcy Code, 2016)**

Last date for submission of Expression of Interest (EOI): 13-May-2024 by 5.00 pm  
Last date for submission of Earnest Money Deposit (EMD): 31-May-2024 by 5.00 pm  
Date and Time of Auction: 03-June-2024 at 3.00 pm to 5.00 pm  
(With unlimited extension of 5 minutes each)

Notice is hereby given to the public in general for invitation of expression of interest in connection with sale of the assets of Hansraj Agrofresh Private Limited (In Liquidation) (Company) under slump sale, offered by the liquidator (appointed by the Honble NCLT Allahabad Bench) by-auction process as per the details mentioned in the table below:-  
The assets of the Corporate Debtor are being proposed to be sold under slump sale as per regulation 32(b) of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 on "AS IS WHERE IS", "AS IS WHAT IS", "WHATSOEVER THERE IS" and "NO RECOURSE BASIS" and as such said proposition for disposition is without any kind of warranties and indemnities.  
The sale of assets of the company under slump sale will be through the E-Auction platform: <https://www.nesl.co.in> (unlimited extension of 5 minutes each)

Sr. No.	DESCRIPTION OF ASSETS	Reserve Price (INR)	EMD (INR)	Bid Incremental Value (INR)
1.	Sale of the assets of the Corporate Debtor being, Land Building and Plant & Machinery situated at Bahadur Colony, Talma, Jalpaiguri, West Bengal-735121, as per regulation 32(b) of Insolvency & Bankruptcy Code of India (Liquidation Process), 2016 under slump sale	8,50,000,000/-	50,000,000/-	5,00,000/-