



(Please scan this QR Code to view the Prospectus)

# KALAHRIDHAAN TRENDZ LIMITED

CIN: U17299GJ2016PLC092224

Our Company was originally incorporated as "Kalahridhaan Trendz Private Limited" as a private limited company under the provisions of Companies Act, 2013 vide Certificate of Incorporation dated May 27, 2016 bearing Corporate Identification Number U17299GJ2016PTC092224 issued by the Registrar of Companies, Central Registration Centre. Subsequently, our Company was converted into a public limited Company pursuant to a special resolution passed by our shareholders at the EGM held on November 7, 2017 and consequently the name of our Company was changed to "Kalahridhaan Trendz Limited" and a fresh certificate of incorporation was issued by the Registrar of Companies, Ahmedabad dated November 27, 2017. The Corporate Identification Number of our Company is U17299GJ2016PLC092224. For further Details of Incorporation and Change in Registered Office of our Company, please refer to section titled "Our History and Certain Other Corporate Matters" beginning on page No. 110 of the Prospectus.

**Registered office:** 57 Ashra Industrial Estate, B/H Mahalaxmi Fabrics, Nr. Narol Cross Road, Ahmedabad 382405, Gujarat, India; | **Tel No.:** +91 6353302166; **Website:** www.kalahridhaan.com; | **E-Mail:** cs@kalahridhaan.com | **Contact Person:** Kushang Thakkar, Company Secretary and Compliance Officer

## OUR PROMOTERS NIRANJAN AGARWAL, SUNITADEVI AGARWAL AND ADITYA AGARWAL

### ▲ THE ISSUE ▲

INITIAL PUBLIC ISSUE OF UPTO 49,98,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF KALAHRIDHAAN TRENDZ LIMITED ("KTL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 45 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 35 PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ 2249.10 LACS ("THE ISSUE"), OF WHICH 2,52,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR CASH AT A PRICE OF ₹ 45 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 35 PER EQUITY SHARE AGGREGATING TO ₹ 113.40 LACS 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 47,46,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT A PRICE OF ₹ 45 PER EQUITY SHARE AGGREGATING TO ₹ 2135.70 LACS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 29.08 % AND 27.61 % RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER TO SECTION TITLED "TERMS OF THE ISSUE" BEGINNING ON PAGE NO. 185 OF THE PROSPECTUS.

**The Face Value of The Equity Shares is ₹ 10/- Each and The Issue Price is ₹ 45 Each.**

**The Issue Price is 4.5 Times of The Face Value**

THIS ISSUE IS BEING MADE THROUGH FIXED PRICE PROCESS IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AS AMENDED ("SEBI ICDR REGULATIONS") AND ALLOCATION IN THE NET ISSUE TO THE PUBLIC WILL BE MADE IN TERMS OF REGULATION 253 OF THE SEBI ICDR REGULATIONS. IN TERMS OF THE REGULATION 19(2)(B)(I) OF THE SECURITIES CONTRACTS (REGULATIONS) RULES, 1957, AS AMENDED (THE "SCRR"), THE ISSUE IS BEING MADE FOR AT LEAST 25% OF THE POST-PAID-UP SHARE CAPITAL OF OUR COMPANY. ALL THE BIDDERS, SHALL PARTICIPATE IN THE ISSUE THROUGH THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS BY PROVIDING DETAILS OF THEIR RESPECTIVE BANK ACCOUNT (INCLUDING UPIID FOR RIIS USING UPI MECHANISM) WHEREIN THE BID AMOUNT WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS THE CASE MAY BE, TO THE EXTENT OF RESPECTIVE BID AMOUNTS. FOR DETAILS PLEASE REFER TO CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 194 OF THE PROSPECTUS.

### FIXED PRICE ISSUE AT ₹ 45 PER EQUITY SHARE

**MINIMUM APPLICATION OF 3000 EQUITY SHARES AND IN MULTIPLES OF 3000 EQUITY SHARES THEREAFTER**

**ISSUE ISSUE OPENS ON: THURSDAY, FEBRUARY 15, 2024**

**ISSUE CLOSES ON: TUESDAY, FEBRUARY 20, 2024**

### 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 issue No cheque / demand draft will be accepted**



**UPI – Now Mandatory in ASBA for Retail Individual Investors (RII) applying through Registered Brokers, DPs and RTAs. RII also have option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.**

**Investors are required to ensure that the Bank A/c used for bidding is linked to their PAN**

For details on ASBA and UPI process, please refer to the details given in Application Form, Abridged Prospectus and General Information Document for investing in the public issue and also please refer to Section "Issue Procedure" beginning on page 194 of the Prospectus. ASBA Forms can be downloaded from the websites of National Stock Exchange of India Limited ("NSE") and can be obtained from the list of banks that is displayed on the website of the Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in. List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link; www.sebi.gov.in.

IN TERMS OF THE CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015 DATED NOVEMBER 10, 2015 AND ALL POTENTIAL INVESTORS PARTICIPATE IN THE ISSUE ONLY THROUGH 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 CIRCULAR BEARING NO. SEBI/HO/CFD/DIL2/CIR/P/ 2019/76 DATED JUNE 28, 2019 FOR IMPLEMENTATION OF PHASE II FOR UPI FACILITY, WHICH IS EFFECTIVE FROM JULY 01, 2019. 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 ACCOUNT 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 MORE DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO THE "ISSUE PROCEDURE" ON PAGE NO. 194 OF THE PROSPECTUS. IN CASE OF DELAY, IF ANY IN UNBLOCKING/ REFUND THE FUND, OUR COMPANY SHALL PAY THE INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY.

#### PROPOSED LISTING

The Equity Shares offered through the Prospectus are proposed to be listed on the SME Platform of National Stock Exchange of India Limited ("NSE Emerge"), in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. Our Company has received an In-Principle Approval Letter dated January 12, 2024 from National Stock Exchange of India Limited for using its name in this offer document for listing of our shares on the NSE Emerge. For the purpose of this Issue, the Designated Stock Exchange will be the National Stock Exchange of India Limited.

#### 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 Offer Document was not filed with SEBI. In terms of the SEBI ICDR Regulations, SEBI shall not issue any observations on the Offer Document. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire "SEBI Disclaimer Clause" on page 178 of the Prospectus.

#### DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED (DESIGNATED STOCK EXCHANGE)

"It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the 'Disclaimer Clause of the NSE' on page 178 of the Prospectus."

#### RISK IN RELATION TO THE FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the securities of our Company. The face value of the shares is ₹ 10 per Equity Shares and the issue price is ₹ 45 per Equity Shares, which is 4.5 times of the face value. The Issue Price (as determined by our Company in consultation with the Lead Manager) as stated in the chapter titled on "Basis for Issue Price" beginning on page no. 66 of the Prospectus should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the equity shares of our Company or regarding the price at which the Equity Shares will be traded after listing.

#### 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 offering. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of this Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on page no. 20 of the Prospectus.

**CREDIT RATING:** This being the issue of Equity Shares, no credit rating is required.

**DEBENTURE TRUSTEES:** As this is an issue of Equity Shares, the appointment of Trustees is not required.

**IPO GRADING:** Since this issue is made in terms of Chapter IX of the SEBI (ICDR) Regulations, there is no requirement of appointing an IPO Grading Agency.

**BASIS OF ISSUE PRICE:** The Issue Price is determined by the Company in consultation with the Lead Manager. The financial data presented in section "Basis of Issue Price" on page no. 66 of the Prospectus are based on Company's Restated Financial Statements. Investors should also refer to the section titled "Risk factors" and "Restated Financial Statement" on page no. 20 and 128 respectively of the Prospectus.

#### INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013 CONTENTS OF MAIN OBJECTS AS PER MEMORANDUM OF ASSOCIATION OF OUR COMPANY

For information on the main objects of the Company, please refer "History and Certain Corporate Matters" on page 110 of the Prospectus and clause III of the Memorandum of Association of our Company. The Memorandum of Association of the Company is a material document which is available for inspection in relation to the Issue. For further details, please refer "Material Contracts and Documents for Inspection" on page 260 of the Prospectus.

#### LIABILITY OF MEMBERS

Liability of the Members of the Company is limited.

#### AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE

Authorised Share Capital is ₹ 1800.00 lakhs divided into 1,80,00,000 Equity Shares of face value of ₹ 10/- each. Issued, Subscribed and Paid-up Share Capital prior to the issue is ₹ 1218.90 Lakhs divided into 1,21,89,000 fully paid Equity Shares of ₹ 10/- each. Proposed post issue Equity paid up share capital will be ₹ 1718.70 Lakhs divided into 1,71,87,000 Equity Shares of ₹ 10/- each. For details of the share capital and capital structure of the Company, please refer to chapter titled "Capital Structure" on page no. 50 of the Prospectus.

#### NAME OF THE SIGNATORIES TO MEMORANDUM OF ASSOCIATION AND THE NUMBER OF SHARES SUBSCRIBED BY THEM

Mr. Aditya Agarwal and Mr. Niranjan Agarwal are the original subscribers to the Memorandum of Association who subscribed 5000 Equity Shares each respectively of ₹ 10/- each aggregating to 10,000 Equity Shares.

#### CORRIGENDUM

- In the Capital Structure on Page no. 50, "Share Capital Built-up of Promoters & Lock-In" on page no. 57-58 of prospectus, under the Promoter name titled "Niranjan Agarwal" kindly read No. of Shares Issued as Bonus Shares on January 30, 2019 as "12,82,430" instead of "12,82,430". This is with reference to Prospectus dated February 06, 2024 filed with Registrar of Companies, Ahmedabad ("ROC"). SME Platform (NSE Emerge) of National Stock Exchange of India (NSE) and Securities and Exchange Board of India ("SEBI") in relation to the Issue. All capitalized term used in the notice shall, unless the context otherwise requires, has the meaning ascribed in the prospectus.

**INVESTOR MAY PLEASE NOTE THE PROSPECTUS SHALL BE READ IN CONJUNCTION WITH THIS CORRIGENDUM.**

#### LEAD MANAGER OF THE ISSUE



#### INTERACTIVE FINANCIAL SERVICES LIMITED

**Address:** office No. 508, Fifth Floor, Priviera, Nehru Nagar, Ahmedabad- 380015, Gujarat, India.

**Tel No.:** 079 3521 7439

**(M)** +91-9898055647

**Web Site:** www.ifinservices.in

**Email:** mbd@ifinservices.in

**Investor Grievance Email:** info@ifinservices.in

**Contact Person:** Pradip Sandhir

**SEBI Reg. No.:** INM000012856

#### REGISTRAR TO THE ISSUE



#### BIGSHARE SERVICES PRIVATE LIMITED

**Address:** Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Aura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093

**Tel No.:** +91 22-62638200

**Fax No.:** +91 22-62638299

**Website:** www.bigshareonline.com

**E-Mail:** ipo@bigshareonline.com

**Investor Grievance Email:** investor@bigshareonline.com

**Contact Person:** Mr. Vinayak Morbale

**SEBI Reg. No.:** INR000001385

#### COMPLIANCE OFFICER OF THE ISSUER



#### Kushang Thakkar, Company Secretary and Compliance Officer Kalahridhaan Trendz Limited

**Address:** 57 Ashra Industrial Estate, B/H Mahalaxmi Fabrics, Nr. Narol Cross Road, Ahmedabad 382405, Gujarat, India

**Tel No.:** +91 63533 02166;

**Website:** www.kalahridhaan.com;

**E-mail:** cs@kalahridhaan.com

*Investors can contact our Company Secretary and Compliance Officer, the Lead Manager or the Registrar to the Issue, in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, non-credit of allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode etc.*

#### AVAILABILITY OF APPLICATION FORMS

Application forms can be obtained from the Registered Office of Kalahridhaan Trendz Limited and the Lead Manager to the Issue – Interactive Financial Services Limited. Application forms shall be available at selective location of Registered Brokers, Bankers to the Issue, RTA and Depository Participants. Application Forms can be obtained from the website of National Stock Exchange of India Limited and at the Designated Branches of SCSBs, the list of which is available on the website of National Stock Exchange of India Limited & Securities and Exchange Board of India.

#### AVAILABILITY OF PROSPECTUS

Investors should note that Investment in Equity Shares involves a high degree of risk and investors are advised to refer to the Prospectus and the Risk Factors contained therein, before applying in the Issue. Full copy of the Prospectus will be available at the website of SEBI at www.sebi.gov.in, the website of Stock Exchange at www.nseindia.com, the website of our Company at www.kalahridhaan.com and also on website of Lead Manager at www.ifinservices.in.

#### APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA)

The investors are required to fill the application form and submit the same to the relevant SCSBs at the specific locations or registered brokers at the broker centers or RTA or DPs. The SCSB's will block the amount in the account as per the authority contained in application form. On allotment, amount will be unblocked and account will be debited only to the extent required to be paid for allotment of shares. Hence, there will be no need of refund. For more details on the ASBA process, please refer to the details given in application forms and Prospectus and also please refer to the chapter titled "Issue Procedure" on page 194 of the Prospectus.

#### APPLICATION SUPPORTED WITH UNIFIED PAYMENTS INTERFACE

Investors are advised to carefully refer SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018 and as modified through its SEBI circular (SEBI/HO/CFD/ DIL2/CIR/P/2019/50) dated April 3, 2019, SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, SEBI circular No. SEBI/HO/CFD/DIL2/CIR/ P/2019/85 dated July 26, 2019, SEBI Circular SEBI/HO/CFD/DCR2/CIR/P/2020/133 dated November 08, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, SEBI Circular No. SEBI/HO/DDHS /CIR/P/2020/233 dated November 23, 2020, SEBI Circular No. SEBI/HO/CFD/DIL2/ CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI Circular No. SEBI/HO/CFD/ DIL2/P/CIR/2021/570 dated June 02, 2021, for the procedure to be followed for applying through UPI. Retail Individual Investor have to apply through UPI Mechanism. Retail Individual Investor whose bank is not live on UPI as on date of this circular, may use the other alternate channels available to them viz. Submission of application form with SCSBs/ using the facility linked online trading, demat and bank account list. For further details, please refer the chapter titled "Issue Procedure" beginning on page 194 of the Prospectus.

**Sponsor Banker/ Banker to the Issue and Refund Banker to the Issue: ICICI Bank Limited**

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

**Investor should read the Prospectus carefully, including the "Risk Factors" beginning on page 20 of the Prospectus before making any investment decision.**

#### KALAHRIDHAAN TRENDZ LIMITED

On behalf of the Board of Directors

Sd/-

Niranjan Agarwal

Managing Director

DIN: 00413530

**Date:** February 13, 2024

**Place:** Ahmedabad

KALAHRIDHAAN TRENDZ 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 Prospectus with the Registrar of Companies, Ahmedabad, Gujarat. The Prospectus is available on the website of SEBI at www.sebi.gov.in, the website of the Lead Manager at www.ifinservices.in, website of the National Stock Exchange of India Limited at www.nseindia.com and website of Issuer Company at www.kalahridhaan.com.

Potential Investors should note that investment in Equity Shares involves a high degree of risk. For details, investors should refer to and rely on the Prospectus including the section titled "Risk Factors" beginning on page no. 20 of the Prospectus. The Equity Shares have not been and will not be registered under the US Securities Act (the "Securities Act") or any state securities law in United States and will not be issued or sold within the United States or to, or for the account or benefit of "U.S. persons" (as defined in the Regulations under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to the registration requirements of the Securities Act of 1933.