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# RAJPUTANA BIODIESEL LIMITED



Our Company was originally incorporated as "Rajputana Biodiesel Private Limited" a private limited company under the Companies Act, 2013 with the Registrar of Companies ("ROC"), Jaipur pursuant to Certificate of Incorporation dated November 10th, 2016. Subsequently, our Company was converted into Public Limited Company and name of company was changed from "Rajputana Biodiesel Private Limited" to "Rajputana Biodiesel Limited" pursuant to a special resolution passed by our shareholders at the Extra Ordinary General Meeting held on May 13, 2024 and a fresh certificate of incorporation was issued by the Central Processing Centre, Manesar dated July 08th, 2024. The CIN of the Company is U74999RJ2016PLC056359. For further details please refer to the chapter titled "History and Corporate Structure" beginning on Page No. 118 of the Red Herring Prospectus.

Registered Office: Jaipuria Mansion Panch Batti, M.I. Road, Jaipur, Rajasthan, India, 302001. Telephone: +91-9509222333; Email: cs@rajputanabiodiesel.com; Website: https://rajputanabiodiesel.com/  
 Contact Person: Rohit Kumar Gauttam, Company Secretary and Compliance Officer, Corporate Identification Number: U74999RJ2016PLC056359

## PROMOTERS OF OUR COMPANY: SARTHAK SONI, MADHURI SURANA, SUDEEP SONI AND TANAY ATTAR

INITIAL PUBLIC ISSUE OF UPTO 19,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF RAJPUTANA BIODIESEL LIMITED (THE "COMPANY" OR "RAJPUTANA" OR "ISSUER") AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ [●] LACS ("PUBLIC ISSUE") OUT OF WHICH UPTO 1,41,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LACS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF UPTO 17,59,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ [●] LACS IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE UPTO [●]% AND UPTO [●]% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. INITIAL PUBLIC ISSUE OF UP TO 19,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF RAJPUTANA BIODIESEL LIMITED.

- 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
- Market Maker Portion: Upto 1,41,000 Equity Shares or 10.00% of the Issue

## PRICE BAND: ₹ 125 TO ₹ 130 PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH

THE FLOOR PRICE IS 12.5 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 13.00 TIMES OF THE FACE VALUE. BIDS CAN BE MADE FOR A MINIMUM OF 1000 EQUITY SHARES AND IN MULTIPLES OF 1000 EQUITY SHARES THEREAFTER.

### RISK TO INVESTORS

- Our business is subject to government policies. If we fail to comply with the applicable regulations prescribed by governments and regulatory agencies, our business, results of operations and financial condition could be adversely affected.
- We require certain approvals and licenses in the ordinary course of business and are required to comply with certain rules and regulations to operate our business, any failure to obtain, retain and renew such approvals and licenses or comply with such rules and regulations may adversely affect our operations.
- If we are not able to obtain, renew or maintain the statutory and regulatory permits and approvals required to operate our business it may We may face resistance to change from existing users of conventional fossil fuel.
- Our production is based on competitive bidding process by government authorities/bodies. We may not be able to qualify for, compete and win future projects, which could adversely affect our business and results of operations.
- The availability, quality and timely delivery of raw material is an important factor for our business, any fluctuation, delay or increase in cost in same may affect our business and prices.
- Our financial performance is dependent primarily on the sale of Biodiesel.
- Absence of entry barriers into bio-fuel production may attract many players from both organized and unorganized sectors which will escalate competition and resultant price pressure on the products.
- Our top ten customers contribute majority of our revenues from operations. Any loss of business from one or more of them may adversely affect our revenues and profitability.
- Our top ten suppliers contribute majority of our purchases. Any loss of business with one or more of them may adversely affect our business operations and profitability.
- Any delay in production at, or shutdown of our manufacturing facilities, could adversely affect our business, results of operations and financial condition.

### ANCHOR PORTION ISSUE OPENS/CLOSES ON: NOVEMBER 25, 2024\*

BID/ISSUE OPENS ON: NOVEMBER 26, 2024\*

BID/ISSUE CLOSES ON: NOVEMBER 28, 2024\*\*

BID/ISSUE PERIOD

\*The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/ Issue Period shall be one Working Day prior to the Bid/Issue Opening Date.  
 \*\*Our Company may in consultation with the BRLMs, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations

In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of three Working Days, subject to the Bid/Issue Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a press release and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and 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, may 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 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. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" on page 183 of the Red Herring Prospectus.

All potential investors shall participate in the Issue through an Application Supported by Blocked Amount ("ASBA") process including through UPI mode (as applicable) by providing details about the bank account which will be blocked by the Self Certified Syndicate Banks ("SCSBs") for the same. For details in this regard, specific attention is invited to "Issue Procedure" on page 183 of the Red Herring Prospectus. A copy of Red Herring Prospectus will be delivered to the Registrar of Companies for filing in accordance with Section 26 and 32 of the Companies Act, 2013.

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 authorised 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 Participants 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 to its objects: For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 118 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 215 of the Red Herring Prospectus.

Liability of members of the Company: Limited by shares.  
 AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: Authorized Share Capital of ₹ 8,00,00,000 (Rupees Eight Crores only) divided into 80,00,000 (Eighty Lakhs) Equity Shares of ₹ 10/- each. Issued, Subscribed & Paid-up Share Capital prior to the Issue: ₹ 5,13,35,000 divided into 51,33,500 Equity Shares of ₹ 10/- each. For details of the Capital Structure, please refer "Capital Structure" on page 62 of the Red Herring Prospectus.

NAMES OF THE SIGNATORIES TO MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at time of signing of the Memorandum of Association of our Company: Sarthak Soni-5000 Equity shares and Tanay Attar-5000 Equity Shares.

LISTING: The Equity Shares Issued through the Red Herring Prospectus are proposed to be listed on EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") in terms of the Chapter IX of the SEBI ICDR Regulations, as amended from time to time. Our Company has received "in-principle" approval letter NSE/IST/4218 dated October 11, 2024 from National Stock Exchange of India Limited ("NSE") for using its name in the Red Herring Prospectus / Prospectus for listing of our shares on NSE EMERGE. For the purpose of this issue, the Designated Stock Exchange will be NSE.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA: The Equity Shares offered through this Red Herring Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited ("NSE") 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 October 11, 2024 from NSE for using its name in this offer document for listing our shares on the EMERGE Platform of the NSE. For the purpose of this issue, the Designated Stock Exchange will be National Stock Exchange of India Limited ("NSE").

DISCLAIMER CLAUSE OF NSE (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Issue Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Issue Document. The investors are advised to refer to the Issue Document for the full text of the "Disclaimer Clause of NSE" on page no. 168 of the Red Herring Prospectus.

GENERAL RISK: Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited of the section titled "Risk Factors" beginning on Page No. 29 of the Red Herring Prospectus.

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| <b>ASBA*</b> | Simple, Safe, Smart way of Application!!! | *Applications Supported by Blocked Amount ("ASBA") is a better way of applying to offers by simply blocking the fund in the bank account. For further details, check section on ASBA. | Mandatory in public issues. No cheque will be accepted. |
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**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 183 of the Red Herring Prospectus. 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.

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 183 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.  
 \*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Kotak Mahindra Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- ipo.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: GYR Capital Advisors Private Limited -Mr. Mohit Baid (+91 8777564648) (E-mail Id: info@gyrcapitaladvisors.com)

| BOOK RUNNING LEAD MANAGER  | REGISTRAR TO THE ISSUE   | COMPANY SECRETARY AND COMPLIANCE OFFICER   |
|--|--|--|
| <br><b>GYR Capital Advisors</b><br>GYR Capital Advisors Private Limited<br>428, Gala Empire, Near JB Tower, Drive in Road, Thaleji, Ahmedabad-380 054, Gujarat, India.<br>Telephone: +91 8777564648<br>E-mail id: info@gyrcapitaladvisors.com<br>Website: www.gyrcapitaladvisors.com<br>Investor Grievance e-mail ID: investors@gyrcapitaladvisors.com<br>Contact Person: Mohit Baid<br>SEBI Registration Number: INM000012810<br>CIN: U67200GJ2017PTC096908 | <br><b>Maashita</b><br>Maashita Securities Private Limited<br>451, Krishna Agra Business Square, Netaji Subhash Place, Pitampura, Delhi -110034, India<br>Telephone: 011-45121795<br>Email: ipo@maashita.com<br>Investor Grievance e-mail: investor.ipo@maashita.com<br>Website: www.maashita.com<br>Contact Person: Mr. Mukul Agarwal<br>SEBI registration number: INR000004370 | <b>Mr. Rohit Kumar Gauttam</b><br>Rajputana Biodiesel Limited<br>Address: Jaipuria Mansion Panch Batti, M. I. Road, Jaipur, Rajasthan, India, 302001<br>Telephone: +91 9509222333<br>E-mail: cs@rajputanabiodiesel.com<br>Website: https://rajputanabiodiesel.com/<br>Investors can contact the Company Secretary and Compliance Officer, the BRLM 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. |

AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the "Risk Factors" beginning on page 29 of the RHP before applying in the Issue. A copy of the RHP will be made available on the website of SEBI at www.sebi.gov.in and is available on the websites of the BRLM, GYR Capital Advisors Private Limited at www.gyrcapitaladvisors.com and the website of the Stock Exchange, for NSE EmERGE, at www.nseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, RAJPUTANA BIODIESEL LIMITED: Telephone: +91-9509222333; BRLM: GYR Capital Advisors Private Limited, Telephone: +91 8777564648 and at selected locations of Sub-Syndicate Members, Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Issue. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.nseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchange and SEBI.

ESCROW COLLECTION BANK(S)/ PUBLIC ISSUE ACCOUNT BANK(S)/ REFUND BANK(S)/ SPONSOR BANK: Kotak Mahindra Bank Limited.  
 UPI: UPI Bidders can also Bid through UPI Mechanism.

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

Place: Jaipur  
 Date: November 18, 2024

Disclaimer: RAJPUTANA BIODIESEL LIMITED is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed a red herring prospectus dated November 16, 2024 with the RoC. The RHP shall be made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLM i.e., GYR Capital Advisors Private Limited at www.gyrcapitaladvisors.com, the website of the NSE EmERGE at www.nseindia.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see "Risk Factors" beginning on page 29 of the RHP.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. This announcement does not constitute an offer of securities for sale in any jurisdiction, including the United States, and any securities described in this announcement may not be offered or sold in the United States absent registration under the Securities Act or an exemption from such registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the issuer that will contain detailed information about the company and management, as well as financial statements. No public offering or sale of securities in the United States is contemplated.

For RAJPUTANA BIODIESEL LIMITED  
 On behalf of the Board of Directors  
 Sd/-  
 Company Secretary & Compliance Officer