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# APRAMEYA ENGINEERING LIMITED



CIN: U51909GJ2021PLC128294

Our Company was originally formed as a partnership firm in the name and style of "M/s. Aprameya Engineering" pursuant to a deed of partnership dated September 05, 2003, registered as on August 13, 2004 vide Registration certificate issued by Registrar of Firms, Ahmedabad City, Ahmedabad having Registered No. GUJ/AMS/26352 under the provisions of the Indian Partnership Act, 1932. Subsequently, our Company was incorporated pursuant to a certificate of incorporation dated December 28, 2021 issued by the Registrar of Companies, Central Registration Centre following the conversion of the partnership firm "M/s. Aprameya Engineering" to a Private Limited Company. Further, pursuant to special resolution passed by the shareholders of the Company at the Extra Ordinary General Meeting held on April 22, 2022, our Company was converted into a Public Limited Company and consequently the name of our Company was changed from "Aprameya Engineering Private Limited" to "Aprameya Engineering Limited" vide a fresh certificate of incorporation consequent upon conversion dated May 12, 2022, issued by the Registrar of Companies, Ahmedabad, Gujarat bearing CIN: U51909GJ2021PLC128294.

**Registered Office:** 908, 9th Floor, Venus Atlantis Corporate Park, Anandnagar, Prahladhagar, Ahmedabad, Gujarat-380015 India.

**Tel No:** +91-079-40068827; **E-mail:** cs@aelhealth.com; **Website:** www.aelhealth.com; **CIN:** U51909GJ2021PLC128294

**Contact Person:** Sanjoly Alkesh Jalan, Company Secretary & Compliance Officer

**OUR PROMOTERS: SAURABH KISHORBHAI BHATT, CHETAN MOHAN JOSHI, POOJA SAURABH BHATT AND ARCHANA CHETAN JOSHI**

**"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 SME PLATFORM OF NSE."**

We are engaged in the business of installation, set up & maintenance of Intensive Care Units ("ICU"), Neonatal Intensive Care Units ("NICU"), Pediatric Intensive Care Units ("PICU"), Operation Theatre and prefabricated structure ward (hereinafter referred to as "Healthcare Infrastructure projects") in the hospitals and medical care centres on turnkey basis.

## THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 50,40,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF APRAMEYA ENGINEERING LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF (●) PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ (●) LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,54,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE FOR CASH, AGGREGATING ₹ (●) LAKHS 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. OF 47,86,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ (●) LAKHS IS HEREIN REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.47% AND 25.14% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- **QIB PORTION:** NOT MORE THAN 50.00% OF THE NET ISSUE
- **NON-INSTITUTIONAL PORTION:** NOT LESS THAN 15.00% OF THE NET ISSUE
- **RETAIL PORTION:** NOT LESS THAN 35.00% OF THE NET ISSUE
- **MARKET MAKER PORTION:** UPTO 2,54,000 EQUITY SHARES OR 5.04% OF THE ISSUE

**PRICE BAND: RS. 56 TO RS. 58 PER EQUITY SHARE OF FACE VALUE RS. 10/- EACH**

**THE FLOOR PRICE IS 5.6 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 5.8 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.S**

**BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER.**

## RISKS TO INVESTORS

- Loss of any of our key customers or significant reduction in demand from, our significant customers may materially and adversely affect our business and financial performance
- Many of our work orders are awarded primarily through competitive bidding processes. There is no assurance that future contracts will be awarded to us by these customers. Also, the tenders floated by the government agencies have terms that are suitable to such agencies. This may result in an adverse effect on our business growth, financial and results of operations
- The Merchant Banker associated with the Issue has handled 51 public issues in the past three years out of which 2 Issue closed below the Issue Price on listing date.
- Average cost of acquisition of Equity Shares held by the Individual Promoters is
- The Weighted average cost of acquisition of all Equity Shares transacted in the last 1 year, 18 months and 3 years from the date of RHP is as given below:

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper end of the Price Band (Rs. 58) is "X" times the weighted Average cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last 1 year	Nil	Nil	Nil
Last 18 months	Nil	Nil	Nil
Last 3 years	5.00	11.6	0-10

- The Weighted average cost of acquisition compared to Floor Price and Cap Price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor Price (i.e. ₹ 56)	Cap Price (i.e. ₹ 58)
WACA of primary issuance (exceeding 5% of the pre issue capital)	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>
WACA for secondary sale / acquisition (exceeding 5% of the pre issue capital)	NA <sup>^</sup>	NA <sup>^</sup>	NA <sup>^</sup>
Weighted average cost of acquisition of primary issuances/ secondary transactions as per paragraph 8(c) above	5.00	11.2 times	11.6 times

**Note:**

<sup>^</sup>There were no primary/ new issue of shares/secondary transactions (equity/ convertible securities) as mentioned in paragraph 8(a) & 8(b) above, in last 18 months from the date of the Red Herring Prospectus.

## BASIS FOR ISSUE PRICE

Investors should read the following summary with the section titled "Risk Factors", the details about our Company under the section titled "Our Business" and its financial statements under the section titled "Financial Information of the Company" beginning on page 28, 98 and 146 respectively of the Red Herring Prospectus. The trading price of the Equity Shares of our Company could decline due to these risks and the investor may lose all or part of his investment.

Price Band/ Issue Price shall 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 the qualitative and quantitative factors as described in this section. The face value of the Equity Shares is ₹ 10/- each and the Issue Price is 5.6 times of the face value at the lower end of the Price Band and 5.8 times of the face value at the upper end of the Price Band.

### QUALITATIVE FACTORS

We believe the following business strengths allow us to successfully compete in the industry:

- a. Rapid growth in the business with focus on setting up of healthcare infrastructure.
- b. Track record of execution capabilities of setting up ICUs/ NICUS/ PICUS as well as Operation Theatre.
- c. Firm arrangement with many medical equipment suppliers and manufacturers.
- d. Wide customer base including many Private and Government Hospital/ Medical college.
- e. Experienced Promoters with technical team having domain knowledge.
- f. Asset light scalable business model.

For a detailed discussion on the qualitative factors which form the basis for computing the price, please refer to sections titled "Our Business" beginning on page 98 of the Red Herring Prospectus.

### QUANTITATIVE FACTORS

The information presented below relating to our Company is based on the Restated Financial Statements. For details, please refer section titled "Financial Information of the Company" on page 146 of the Red Herring Prospectus.

Some of the quantitative factors which may form the basis for calculating the Issue Price are as follows:

1. **Basic and Diluted Earnings Per Share ("EPS") at face value of ₹ 10/-, as adjusted for change in capital:**

As per the Restated Financial Statements and as adjusted for change in capital:-

Sr. No	Period	Basic & Diluted (Rs.)	Weights
1.	FY 2021-22	11.87	1
2.	FY 2022-23	3.84	2
3.	FY 2023-24	2.47	3
	<b>Weighted Average</b>	<b>4.49</b>	

**Notes:**

- i. The figures disclosed above are based on the Restated Financial Statements of the Company as adjusted for change in capital.
- ii. The face value of each Equity Share is Rs.10.00.
- iii. Earnings per Share has been calculated in accordance with Ind AS 33 – "Earnings per Share" issued by the Institute of Chartered Accountants of India.
- iv. Basic Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of equity shares outstanding during the year/ period
- v. Diluted Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of diluted potential equity shares outstanding during the year/ period.
- vi. **Price Earning (P/E) Ratio in relation to the Price Band of ₹ 56 to ₹ 58 per Equity Share of Face Value of ₹ 10/- each fully paid up.**

Particulars	(P/E) Ratio at the Floor Price	(P/E) Ratio at the Cap Price
P/E ratio based on the Basic & Diluted EPS, as restated for FY 2023-24	22.67	23.48
P/E ratio based on the Weighted Average EPS, as restated.	12.47	12.92

### 3. Industry Peer Group P/E ratio

There are no listed companies in India that engage in a business similar to that of our Company. Accordingly, it is not possible to provide an industry comparison in relation to our Company

### 4. Return on Net worth (RoNW)

Sr. No	Period	RoNW (%)	Weights
1	F.Y. 2021-22	114.38	1
2	F.Y. 2022-23	26.95	2
3	F.Y. 2023-24	14.79	3
	<b>Weighted Average</b>	<b>35.44</b>	

\*Restated Profit after tax/Net Worth

**Note:**

- i. The RoNW has been computed by dividing net profit after tax (excluding exceptional items) with restated Networth.

ii. The company was originally formed as a partnership firm in the name of M/s Aprameya Engineering. Subsequently, the partnership firm was converted to the Company pursuant to a certificate of incorporation dated December 28, 2021 issued by the ROC. The shares were issued at par against the fixed capital of partners outstanding as on date of conversion i.e. 27.12.2021. The current capital portion of the Partners capital was transferred to unsecured loan from directors pursuant to conversion into Company.

### 5. Net Asset Value (NAV) per Equity Share:

Sr. No.	NAV per Equity Share	(Amt. in Rs.)
1.	As on March 31, 2024	16.69
2.	As on March 31, 2023	14.23
3.	As on March 31, 2022	10.38
5.	NAV per Equity Share after the Issue	
	i) At Floor Price	27.10
	ii) At Cap Price	27.63
6.	Issue Price	10

Net Asset Value per equity share represents net worth as at the end of the fiscal year divided by the number of Equity Shares outstanding at the end of the year.

### 6. Comparison of Accounting Ratios with Industry Peers:

There are no listed companies in India that engage in a business similar to that of our Company. Accordingly, it is not possible to provide an industry comparison in relation to our Company.

### 7. Key Performance Indicators

The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help us in analyzing the growth of our company.

The KPIs herein have been certified by CNK & Associates LLP, Chartered Accountants, by their certificate dated July 13, 2024.

The KPIs of our Company have been disclosed in the sections titled "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations – Key Performance Indicators" on pages 98 and 205, respectively. We have described and defined the KPIs as applicable in "Definitions and Abbreviations" on page 1.

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

### Key Performance Indicators of our Company

(All amounts in Rs. Lakhs)

Key Financial Performance	31-Mar-24	31-Mar-23	31-Mar-22
Revenue from operations <sup>(1)</sup>	6,516.23	7,811.91	19,999.46
EBITDA <sup>(2)</sup>	593.07	874.63	2475.41
EBITDA Margin <sup>(3)</sup>	9.10%	11.20%	12.38%
PAT <sup>(4)</sup>	345.67	536.92	1,661.91
PAT Margin <sup>(5)</sup>	5.30%	6.87%	8.31%
RoE (%) <sup>(6)</sup>	15.97%	31.17%	182.04%
RoCE (%) <sup>(7)</sup>	9.60%	18.22%	88.38%

**Notes:**

- (1) Revenue from operations means revenue from sales and other operating revenues
- (2) EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income
- (3) 'EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations
- (4) PAT is calculated as Profit before tax – Tax Expenses
- (5) 'PAT Margin' is calculated as PAT for the year divided by revenue from operations.

(6) Return on Equity is ratio of Profit after Tax and Average Shareholder Equity

(7) Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current).

### Explanation for KPI metrics:

KPI	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin (%)	PAT Margin (%) is an indicator of the overall profitability and financial performance of business.
RoE (%)	RoE provides how efficiently Company generates profits from shareholders' funds.
RoCE (%)	RoCE provides how efficiently Company generates earnings from the capital employed in the business.

Set forth below are the details of comparison of key performance indicators with our listed industry peer:

There are no listed companies in India that engage in a business similar to that of our Company. Accordingly, it is not possible to provide a comparison of key performance indicators of listed industry peers with our Company.

### Weighted average cost of acquisition

a) **The price per share of our Company based on the primary/ new issue of shares (equity/ convertible securities)**

There has been no issuance of Equity Shares during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

b) **The price per share of our Company based on the secondary sale/ acquisition of shares (equity shares)**

There have been no secondary sale/ acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts of shares), during the 18 months preceding the date of this certificate, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

c) Since there are no such transactions to report to under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter / Promoter Group entities or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to irrespective of the size of transactions, is as below:

### Primary Transaction

Date	Shares allotted	Face Value	Issue Price	Nature of allotment	Nature of consideration	Total consideration
December 28, 2021	70,00,000	10	10	On incorporation	Cash	7,00,00,000
August 06, 2022	70,00,000	10	Nil	Bonus Issue	Nil	-
	<b>1,40,00,000</b>					

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FRIDAY • 19-07-2024

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## Secondary Transaction

Date	Name of Transferor	Name of Transferee	No. of Shares	Price per share	Adjusted price	Nature of transaction	Total consideration
April 18, 2022	Chetan Mohan Joshi	Mohan Champalal Joshi	20,000	10	-	Gift	-
		Archana Chetan Joshi	30,000				-
		Pooja Saurabh Bhatt	30,000				-
	Saurabh Kishoribhai Bhatt	Devyanibhai Kishoribhai Bhatt	10,000	10	-	Gift	-
		Kishoribhai Ichhasankar Bhatt	10,000				-
			1,00,000				-

## Weighted average cost of acquisition &amp; Issue price

Types of transactions	Weighted average cost of acquisition (Rs. per Equity Shares)	Floor price (i.e., Rs. 56)	Cap Price (i.e., Rs. 56)
Weighted average cost of acquisition of primary / new issue as per paragraph 8(a) above.	NA <sup>1</sup>	NA <sup>1</sup>	NA <sup>1</sup>
Weighted average cost of acquisition for secondary sale / acquisition as per paragraph 8(b) above.	NA <sup>1</sup>	NA <sup>1</sup>	NA <sup>1</sup>
Weighted average cost of acquisition of primary issuances / secondary transactions as per paragraph 8(c) above	5.00	[*] times	[*] times

## Note:

<sup>1</sup>There were no primary/ new issue of shares/secondary transactions (equity/ convertible securities) as mentioned in paragraph 8(a) & 8(b) above, in last 18 months from the date of the Red Herring Prospectus.

This is a Book Built Issue and the price band for the same shall be published 2 working days before opening of the Issue in all editions of the English national newspaper Business Standard, all editions of Hindi national newspaper Business Standard and Gujarati edition of regional newspaper Ahmedabad Expresswhere the registered office of the Company is situated each with wide circulation.

The Issue Price of ₹ (₹) will be determined by our Company in consultation with the BRLM and will be justified by us in consultation with the BRLM on the basis of the above information. Investors should read the above mentioned information along with **"Our Business", "Risk Factors"** and **"Restated Financial Statements"** on pages 58, 28 and 146 respectively of the Red Herring Prospectus to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" or any other factors that may arise in the future and you may lose all or part of your investments.

## BID/ ISSUE PROGRAM

BID/ ISSUE OPENS ON<sup>(1)</sup>: THURSDAY, JULY 25, 2024

BID/ ISSUE CLOSES ON: MONDAY, JULY 29, 2024

<sup>1</sup>Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

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. Any revision in the Bid/Issue Period not exceeding 10 Working Days, 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 website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI (ICDR) Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, 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% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, 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% 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% of the Net Issue shall be available for allocation on a proportionate basis to Non-institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI (ICDR) Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RBIS using the UPI Mechanism, if applicable, in which the Corresponding Bid Amounts will be blocked by the SCSSBs or by the Sponsor Bank 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"** beginning on page 249 of the 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 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 Bidders/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 recorded 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. Investors must ensure that their PAN is linked with AADHAR and in compliance with CDDT Notification dated February 13, 2020 and press release dated June 25, 2021.**

**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 Corporate Structure"** on page 119 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 310 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MOA:** The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The Authorized share Capital of the Company is Rs 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crore Lakhs) Equity Shares of Rs.10/- each. The issued, subscribed and paid-up share capital of the Company before the issue Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) divided into 1,40,00,000 (One Crore Forty Lakhs Only) Equity Shares of Rs.10 each. For details of the Capital Structure, see **"Capital Structure"** on the page 63 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company, Saurabh Kishoribhai Bhatt – 35,00,000, Chetan Mohan Joshi – 35,00,000 Equity Shares aggregating to 70,00,000 Equity Shares of Rs.10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see **"History and Corporate Structure"** on page 119 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see **"Capital Structure"** on page 63 of the Red Herring Prospectus.

**LISTING:** The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE Emerge. Our Company has received an "in-principle" approval from the National Stock Exchange of India Limited (hereinafter referred to as NSE) for the listing of the Equity Shares pursuant to letter Ref.: NSE/LIST/2970 dated February 16, 2024. For the purposes of the Issue, the Designated Stock Exchange shall be NSE. A signed copy of the Red Herring Prospectus dated July 18, 2024 has been delivered for filing to the ROC and Prospectus shall be delivered for filing 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 310 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):** Since the Issue is being made under Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 229 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF NSE ("NSE EMERGE") (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 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 NSE.

**TRACK RECORD OF BOOK RUNNING LEAD MANAGERS:** The Merchant Banker associated with the Issue has handled 51 public issues in the past three years out of which 2 Issue closed below the Issue Price on listing date.

**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 Issuer 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.

## 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 (SCSSBs) 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 249 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIB"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website of NSE ("NSE Emerge")

\*\* List of banks supporting UPI is also available on the website of SEBI at [www.sebi.gov.in](http://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, 2016, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail ID- [ipo.upi@npci.org.in](mailto: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](http://www.sebi.gov.in). For issue related grievance investors may contact: Hem Securities Limited-Saurabh Garg (+91 141-4051000) (Email ID: [rb@hemsecurities.com](mailto:rb@hemsecurities.com)).

## BOOK RUNNING LEAD MANAGER TO THE ISSUE

## REGISTRAR TO THE ISSUE

## COMPANY SECRETARY AND COMPLIANCE OFFICER



## HEM SECURITIES LIMITED

Address: 904, A Wing, Namam Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India

Tel No.: +91-22-49060000; Email: [rb@hemsecurities.com](mailto:rb@hemsecurities.com)

Investor Grievance Email: [redressal@hemsecurities.com](mailto:redressal@hemsecurities.com); Website: [www.hemsecurities.com](http://www.hemsecurities.com);

Contact Person: Saurabh Garg;

SEBI Reg. No.: IM0000010961; CIN: U67120RJ1995PLC010030



## LINK Intime LINK INTIME INDIA PRIVATE LIMITED

Address: C-101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai – 400 083 Maharashtra, India.

Tel No: +91 810 811 4949; Email: [aprameya.smeipo@linkintime.co.in](mailto:aprameya.smeipo@linkintime.co.in)

Investor Grievance Email: [aprameya.smeipo@linkintime.co.in](mailto:aprameya.smeipo@linkintime.co.in)

Website: [www.linkintime.co.in](http://www.linkintime.co.in); Contact Person: Shanti Gopalakrishnan

SEBI Reg. No.: INR0000040568

CIN: U67190MH1999PTC118308



## SANJOLY ALKESH JALAN APRAMEYA ENGINEERING LIMITED

Office: 908, 9th Floor, Venus Atlantis Corporate Park, Anandnagar, Prahladnagar, Ahmedabad, Gujarat- 380015 India. Tel No: +91-079-40068827; E-mail: [cs@ajalhealth.com](mailto:cs@ajalhealth.com);

Website: [www.ajalhealth.com](http://www.ajalhealth.com); CIN: U51909GJ2021PLC128294

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 Company at [www.ajalhealth.com](http://www.ajalhealth.com) the website of the BRLM to the Issue at [www.hemsecurities.com](http://www.hemsecurities.com), the website of NSE Emerge at [www.nseindia.com/companies-listing/corporate-filings-offer-documents&se](http://www.nseindia.com/companies-listing/corporate-filings-offer-documents&se), offer respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Aprameya Engineering Limited, Telephone: + 079-40068827; BRLM: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Finlease Private Limited, Telephone: +91-22-4906 0000 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 SCSSBs, the list of which is available at websites of the stock exchanges and SEBI.

**ESCRROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** Axis Bank Limited. **LINK TO DOWNLOAD ABRIDGED PROSPECTUS:** <https://enlacecode.com/aprameya/demo/assets/img/prospectus/Abridged%20Prospectus.pdf>

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: Ahmedabad  
Date: July 18, 2024

**Disclaimer:** Aprameya Engineering Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares the Red Herring Prospectus dated July 18, 2024 has been filed with the Registrar of Companies, Gujarat, Ahmedabad, and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of NSE Emerge at [www.nseindia.com/companies-listing/corporate-filings-offer-documents&se](http://www.nseindia.com/companies-listing/corporate-filings-offer-documents&se), offer and is available on the websites of the BRLM at [www.hemsecurities.com](http://www.hemsecurities.com). 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 Red Herring Prospectus 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 issued 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 issues and sales are made. There will be no public offering in the United States.

On behalf of Board of Directors

Aprameya Engineering Limited

Sd/-

Sanjoly Alkesh Jalan

Company Secretary and Compliance Officer

## તાલાલા તાલુકાના 16 ગામના ગામ તળના પ્રશ્નોનું સુખદ નિરાકરણ સાંસદ, ધારાસભ્ય તેમજ કલેક્ટરની ઉપસ્થિતિમાં સરપંચો અને આગેવાનોએ ગામતળમાં વિકાસના કામોને આવકાર્યા

ગૌર સોમનાથ | તા.18

તાલાલા તાલુકાના બામણાસા, ધાવા, જાવંતી સહિત 16 ગામોના ગામતળના પ્રશ્નો વર્ષોથી સ્થગિત રહ્યા હતાં. સાંસદ શ્રી રાજેશભાઈ ગુડાસા અને ધારાસભ્ય શ્રી ભગવાનભાઈ ભારડાના પ્રયત્નથી ગામતળનાં કલેક્ટર શ્રી જોગેશભાઈ માર્ગદર્શનમાં વહીવટીતંત્રની સમજૂતી કરાખોડીથી આ પ્રશ્નોનું સુખદ નિરાકરણ આવ્યું છે. તાલાલા તાલુકાના જાવંતી, હિરણવેલ, હમીરતી સહિત 16 ગામોમાં વન વિભાગની જમીનમાંથી ગામતળ

વધારવાનો પ્રશ્ન 30 વર્ષથી પડતર હતો. જનપ્રતિનિધિશ્રી તેમજ કલેક્ટરશ્રીએ ગામજનોને સમજૂતી કરતા 16 ગામના પ્રતિનિધિઓએ આ પ્રશ્ન કરવામાં સહમતિ આપી છે અને આ વર્ષો જૂના પડતર પ્રશ્નોનું સુખદ નિરાકરણ લાવવા બદલ વહીવટી તંત્ર અને જનપ્રતિનિધિશ્રીઓના પ્રયત્નોને બિરદાવ્યું હતું. આ અંગે વધુ વિગતો આપતા સાંસદશ્રીએ જણાવ્યું હતું કે, 16 ગામની વિસ્તૃતતાને કારણે વિવિધ કારણોસર ગામતળના કમજોર બાંધકામને નહોતા પરંતુ વહીવટીતંત્ર અને

જનપ્રતિનિધિશ્રીઓના સહયોગ પ્રયત્નો તેમ જ ગામજનોના સહકારથી આ ક્ષપૂર્ણ થઈ શક્ય બન્યું છે. હવે ગામતળ સ્વીકારવાના કરશે ગામજનોને આરોગ્ય કેન્દ્ર પ્લોટની ફળવણી જેવા વિકાસના કામોને વેગ મળશે અને ગામ પંચાયતોને વધુ સારી સુવિધાઓ ઉપલબ્ધ થશે. ધારાસભ્ય શ્રી ભગવાનભાઈ ભારડે જણાવ્યું હતું કે, ગામજનો વહીવટી તંત્રની અસરકારક કામગીરીને ધ્યાનમાં લે અને વધુજમાં વધુ સહયોગ આપી ભવિષ્યના કાર્યકારોના કામમાં લઈ હકારાત્મક વલણ રાખી ગામતળ સ્વીકારી લેવું જોઈએ.

ગૌર સોમનાથ | તા.18

ગૌર સોમનાથ જિલ્લાનાં ખેડૂતો દિન પ્રતિદિન ગાય આધારીત પ્રાકૃતિક ખેતી તરફ વળવા લાગ્યા છે. વેરાણ તાલુકાના હસનાવદરના પ્રતાપભાઈ ભારડે પ્રાકૃતિક ખેતી કરીને શ્રેષ્ઠ ઉત્પાદન મેળવી રહ્યા છે. પ્રતાપભાઈ ભારડે પ્રાકૃતિક ખેતી પધ્ધતિની સફળતાની વાત કરતા જણાવ્યું હતું કે, પ્રાંતી ખાતે સુભાષ પાલેડરી પ્રાકૃતિક ખેતી સેમિનારથી પ્રેરણા મેળવી હતી. ત્યારબાદ આમાંથી પ્રાકૃતિક ખેતી કરવા ખેતીમાં બાજીવારનું જીવન, આજીવન, શરૂઆત કરી હતી. વધુમાં તેમણે ઉમેર્યું હતું કે, જ્યારે રસાયણિક ખેતી કરતો હતો ત્યારે એક



અને આમાં અપનાવીને 2024થી 15 વિધા ખેતીમાં ગાય આધારિત ખેતીમાં મગફળી, ઘઉં, ચણા, પાપા, તુવેર, અળદ, મગ માટેની પાયાની તાલીમ મેળવી હતી. પ્રાકૃતિક ખેતીમાં બાજીવારનું જીવન, આજીવન, શરૂઆત કરી હતી. વધુમાં તેમણે ઉમેર્યું હતું કે, જ્યારે રસાયણિક ખેતી કરતો હતો ત્યારે એક

વિધા ખેતીમાં રસાયણિક ખાતર દવાઓનો ખર્ચ રૂ. 3000 જેવો થતો હતો પણ પ્રાકૃતિક ખેતી કરવાથી એક વિધામાં ખર્ચ નહિવત્ થાય છે. ઉપરાંત બહારથી કોઈપણ વસ્તુઓ ખરીદવાની જરૂર રહેતી નથી. જેથી વધારે ઉત્પાદન સામે ખર્ચ નહિવત્ થાય છે. પ્રાકૃતિક

ખેતી કરવાના કારણે વિવિધ ઉત્પાદનો પણ વધારે થાય છે. આ સાથે જ જમીનની ફળદ્રુપતા વધવાથી જમીનમાં જીવાત રોગ પ્રમાણ ઓછું થવા લાગ્યું છે. સાથે જ શ્રેષ્ઠ અને રસાયણિક મુક્ત ઉત્પાદનોને વહેરદાર, અમદાવાદ, રાજકોટ જેવા શહેરોમાં સારી એવી કિંમતમાં વેચાણ સહેલાઈથી થઈ શકે છે. આ સાથે જ પ્રતાપભાઈએ સાબિત કરી બતાવ્યું કે, પ્રાકૃતિક ખેતી પધ્ધતિ કરવા માટે સુચરેલા આયામોનું સંપૂર્ણપણે અનુકરણ કરીને ખેતી કરવાથી સારું ઉત્પાદન મેળવી શકાય છે. જેથી જિલ્લાના ખેડૂતોએ પોતાની જમીનમાં પ્રાકૃતિક ખેતી કરીને લોકોના સ્વાસ્થ્ય અને પર્યાવરણ બચાવવા પ્રાકૃતિક ખેતી કરવા અપીલ કરી હતી.