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Initial Public Offer of equity shares on the main board of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges") in compliance with Chapter II of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

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WAAREE ENERGIES LIMITED



Waaree Energies Limited (our "Company" or the "Issuer") was originally incorporated as 'Anmol Fluid Connectors Private Limited' at Mumbai, Maharashtra as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated December 18, 1990, issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC"). The name of our Company was changed to 'Waaree Solar Private Limited', pursuant to a fresh certificate of incorporation issued by the RoC on April 25, 2007. The name of our Company was further changed to 'Waaree Energies Private Limited', pursuant to a fresh certificate of incorporation issued by the RoC on October 15, 2007. The name of our Company was further changed to 'Waaree Energies Private Limited', pursuant to a fresh certificate of incorporation issued by the RoC on December 12, 2007. 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 March 8, 2013, and consequently the name of our Company was changed to its present name i.e., 'Waaree Energies Limited', pursuant to a fresh certificate of incorporation issued by the RoC on May 2, 2013. For details of registered office of our Company, see "History and Certain Corporate Matters" on page 273 of the Red Herring Prospectus dated October 14, 2024 to be read with the corrigendum to the red herring prospectus dated October 15, 2024 ("RHP" or "Red Herring Prospectus") filed with the RoC.

Corporate Identity Number: U29248MH1990PLC059463
Registered and Corporate Office: 602, 6th Floor, Western Edge - I, Western Express Highway, Borivali (East), Mumbai - 400 066, Maharashtra, India; Telephone: +91 22 6644 4444;
Contact Person: Rajesh Ghanshyam Gaur, Company Secretary and Compliance Officer; Telephone: +91 22 6644 4415; E-mail: investorrelations@waaree.com; Website: www.waaree.com

OUR PROMOTERS: HITESH CHIMANLAL DOSHI, VIREN CHIMANLAL DOSHI, PANKAJ CHIMANLAL DOSHI AND WAAREE SUSTAINABLE FINANCE PRIVATE LIMITED

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹10 EACH OF OUR COMPANY ("EQUITY SHARES") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER") COMPRISES A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 36,000 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 4,800,000 EQUITY SHARES ("OFFERED SHARES") AS PER THE DETAILS PROVIDED IN THE BELOW TABLE. THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER".

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND THE WEIGHTED AVERAGE COST OF ACQUISITION

Name of Selling Shareholder	Type	NUMBER OF EQUITY SHARES OFFERED (UP TO)	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE*
Waaree Sustainable Finance Private Limited	Promoter Selling Shareholder	4,350,000	3.77
Chandurkar Investments Private Limited	Other Selling Shareholder	450,000	225.00

* As certified by S G C O & Co LLP, Chartered Accountants pursuant to their certificate dated October 14, 2024.

Our Company is primarily a solar PV module manufacturer

The Offer is being made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations
QIB Portion: Not more than 50% of the Net Offer | Non-Institutional Portion: Not less than 15% of the Net Offer | Retail Portion: Not less than 35% of the Net Offer
Employee Reservation Portion: Up to [●] Equity Shares aggregating up to ₹ 650 Million

PRICE BAND: ₹1,427 TO ₹1,503 PER EQUITY SHARE OF FACE VALUE OF ₹10 EACH.
THE FLOOR PRICE AND THE CAP PRICE ARE 142.70 TIMES AND 150.30 TIMES THE FACE VALUE OF THE EQUITY SHARES RESPECTIVELY.
BIDS CAN BE MADE FOR A MINIMUM OF 9 EQUITY SHARES AND IN MULTIPLES OF 9 EQUITY SHARES THEREAFTER.

In accordance with the recommendation of the Committee of Independent Directors of our Company, pursuant to their resolution dated October 15, 2024, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for the Offer Price' section beginning on page 150 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in 'Basis for the Offer Price' section beginning on page 150 of the RHP and provided below in the advertisement.

In making an investment decision and purchase in the Offer, potential investors must only rely on the information included in the RHP and the terms of the Offer, including the merits and risks involved and not rely on any other external sources of information about the Offer available in any manner.

RISK TO INVESTORS

For details refer to section titled "Risk Factors" on page 32 of the RHP

1. Offer related risk:

The Offer consists of a Fresh Issue and an Offer for Sale. Further, while our Company will receive proceeds from the Fresh Issue, it will not receive any proceeds from the Offer for Sale. The Selling Shareholders will be entitled to the net proceeds from the Offer for Sale, which comprises proceeds from the Offer for Sale net of Offer Expenses shared by the Selling Shareholders, and we will not receive any proceeds from the Offer for Sale.

2. Customer concentration risk:

We generate a significant portion of our revenue from, and are therefore dependent on, certain key customers for a substantial portion of our business. The table below sets forth our revenue from our top 10 customers, top five customers and our largest customer, as a percentage of our revenue from operations for the year/period indicated:

Particulars	Fiscal 2022		Fiscal 2023		Fiscal 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Top 1 Customer	5,238.55	18.35%	10,768.32	15.95%	10,158.62	8.91%
Top 5 customers	9,595.29	33.62%	35,196.24	52.14%	45,748.34	40.13%
Top 10 customers	12,210.59	42.78%	44,486.24	65.90%	64,719.27	56.77%

Particulars	Three months ended June 30, 2023		Three months ended June 30, 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Top 1 Customer	6,965.90	20.93%	6,214.86	18.23%
Top 5 customers	19,060.75	57.27%	16,554.78	48.56%
Top 10 customers	25,332.39	76.11%	19,910.68	58.41%

3. Export risk:

We export our products to various international markets. Our largest export jurisdiction for last three financial years and three months ended June 30, 2023 and June 30, 2024 was the United States of America. The table below sets forth our total Export Sales, and in our largest and top 5 jurisdictions as a percentage of our revenue from operations for the year/period indicated:

Particulars	Fiscal 2022		Fiscal 2023		Fiscal 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Export Sales	6,578.22	23.05%	46,165.39	68.38%	65,690.96	57.64%

Particulars	Fiscal 2022		Fiscal 2023		Fiscal 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Export Sales to largest jurisdiction, i.e., USA	6,466.37	22.66%	45,549.99	67.47%	65,431.16	57.14%
Export Sales to top five jurisdictions	6,553.68	22.96%	45,620.93	67.58%	65,467.53	57.45%

Particulars	Three months ended June 30, 2023		Three months ended June 30, 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Export Sales	24,412.07	73.35%	13,400.94	39.31%
Export Sales to largest jurisdiction, i.e., USA	21,863.25	65.69%	13,400.94	39.31%
Export Sales to top five jurisdictions	24,412.07	73.35%	13,400.94	39.31%

4. Import Risk:

A significant part of our materials used in the production of our modules, particularly solar cells, is imported from China and other South East Asian jurisdictions. We source raw materials from a number of international suppliers as well as from vendors in India. The table below sets forth our cost of imported materials from China and top three jurisdictions (including China) as a percentage of our total cost of materials imported for the year/period indicated:

Particulars	Fiscal 2022		Fiscal 2023		Fiscal 2024	
	Amount (₹ million)	Percentage of Total Cost of Materials Imported (%)	Amount (₹ million)	Percentage of Total Cost of Materials Imported (%)	Amount (₹ million)	Percentage of Total Cost of Materials Imported (%)
Cost of Imported Materials from China	17,170.28	80.23%	23,412.91	34.46%	42,225.22	54.08%
Cost of Imported Materials from Top Three Import Jurisdictions ⁽¹⁾	20,689.34	96.68%	57,469.45	84.58%	68,600.31	87.87%

⁽¹⁾ Top three import jurisdictions include China, Taiwan and Vietnam for Fiscal 2022; China, Thailand and Malaysia for Fiscal 2023 and China, Malaysia and Thailand for Fiscal 2024 and China, Vietnam and Thailand respectively, for the three months ended June 30, 2024.

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Particulars	Three months ended June 30, 2023		Three months ended June 30, 2024	
	Amount (₹ million)	Percentage of Total Cost of Materials Imported (%)	Amount (₹ million)	Percentage of Total Cost of Materials Imported (%)
Cost of Imported Materials from China	9,156.85	43.56%	21,576.27	84.90%
Cost of Imported Materials from Top Three Import Jurisdictions ⁽²⁾	19,959.04	94.95%	25,388.21	99.90%

⁽²⁾Top three import jurisdictions include China, Taiwan and Vietnam for Fiscal 2022; China, Thailand and Malaysia for Fiscal 2023 and China, Malaysia and Thailand for Fiscal 2024 and China, Vietnam and Thailand respectively, for the three months ended June 30, 2024.

5. **PLI Scheme for the proposed Project:**

For the 6GW of Ingot Wafer, Solar Cell and Solar PV Module manufacturing facility in Odisha, India (“**Project**”) being part financed from the Net Proceeds, we have been awarded with an outlay of ₹ 19,232.40 million under the Scheme Guidelines for Implementation of the Production Linked Incentive Scheme (Tranche II) under National Programme on High Efficiency Solar PV Modules (“**PLI Scheme**”) awarded by the GoI to enhance our backward integration capabilities. The award under the PLI Scheme is subject to certain terms and conditions such as completion of the facility in a timely manner with the scheduled commissioning date for commissioning of full manufacturing facility by April 18, 2025. However, the Project is expected to be completed by Fiscal 2027. While we have applied for an extension in the scheduled commissioning by an additional 24 months with Solar Energy Corporation of India Limited, however, we cannot assure you that any extension or full extension will be given by the relevant authority. In the event there is a delay in the commissioning of the facility, it may attract a reduction of the PLI period from the maximum timelines.

6. **Risk of Retail Sales:**

Our ability to grow our Retail Sales, particularly the commercial and industrial, and residential business verticals depends on our relationship with our franchisees, and our ability to further grow our retail network. As of March 31, 2022, 2023 and 2024 and as of June 30, 2023 and June 30, 2024, our retail network consisted of 373, 253, 335, 284 and 369 franchisees across India, respectively. Our revenue from Retail Sales has increased from Fiscal 2022 to Fiscal 2024, however as a percentage to revenue from operations has been declining. The table below provides details of our Retail Sales for Fiscal 2022, 2023 and 2024:

Particulars	Fiscal 2022		Fiscal 2023		Fiscal 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Retail Sales	5,825.23	20.41%	6,724.90	9.96%	11,570.82	10.15%

The table below provides details of our Retail Sales for the three months ended June 30, 2023 and June 30, 2024:

Particulars	Three months ended June 30, 2023		Three months ended June 30, 2024	
	Amount (₹ million)	Percentage of Revenue from Operations (%)	Amount (₹ million)	Percentage of Revenue from Operations (%)
Retail Sales	1,975.40	5.94%	6,972.80	20.45%

7. **Order Book risk:**

As of June 30, 2024, our Company’s pending order book of solar PV modules was 16.66 GW which included domestic orders, export orders, and franchisee orders and 3.75 GW of orders for our Subsidiary, Waaree Solar Americas Inc. located in the United States with majority of the orders of our Company to be fulfilled by Fiscal 2027 while the outstanding order of the Subsidiary to be fulfilled by Fiscal 2030. We cannot guarantee that the income anticipated in our order book will be realized on time, or at all. Any cancellations or scope adjustments, which may occur from time to time, could reduce the amount of our order book and the income and profits that we ultimately earn from the contracts. Any delay, cancellation or payment default could have a material adverse effect on our business, results of operations and cash flows.

8. **Market Risk:**

Our revenue from operations and restated profit for the year for Fiscal 2024 was ₹113,976.09 million and ₹ 12,743.77 million respectively.

Particulars	At Floor Price	At Cap Price
Market capitalization to revenue from operations for Fiscal 2024	3.30	3.47
Price to earnings ratio (based on profit after tax for Fiscal 2024)	29.82	31.40

9. **Weighted Average Return on Net Worth for Financial Year ended 2024, 2023 and 2022 is 26.95%.**

10. **Weighted average cost of acquisition for all shares transacted in the last one year, 18 months and 3 years preceding the date of the Red Herring Prospectus is as follows:**

Period	Weighted average cost of acquisition per Equity (in ₹)*	Cap Price is ‘X’ times the weighted average cost of acquisition	Range of acquisition price per Equity Share: lowest price –highest price (in ₹)*
Last one year preceding the date of the Red Herring Prospectus	746.28	2.01	550-2,100
Last 18 months preceding the date of the Red Herring Prospectus	626.71	2.40	550-2,100
Last three years preceding the date of the Red Herring Prospectus	286.05	5.25	225-2,100

Note: Please note that the details in the table above have been calculated for all the Equity Shares acquired by the Promoters, Promoter Group and Selling Shareholders. Our Company does not have any Shareholders entitled with right to nominate directors or any other right.

**As certified by S G C O & Co LLP, Chartered Accountants, pursuant to their certificate dated October 15, 2024*

11. **Average cost of acquisition per Equity Share for the Selling Shareholders as on the date of the Red Herring Prospectus is as follows:**

Name	Number of Equity Shares of face value of ₹ 10 each held	Average cost of acquisition per Equity Share (in ₹)*
Waaree Sustainable Finance Private Limited [#]	57,117,331	3.77
Chandurkar Investments Private Limited	450,000	225.00

**As certified by S G C O & Co LLP, Chartered Accountants, by way of their certificate dated October 14, 2024.*

[#]Also the Promoter Selling Shareholder.

12. **Weighted Average Cost of Acquisition at Floor and Cap Price**

Past transactions	Weighted average cost of acquisition per Equity Share (in ₹)	Floor price ₹1,427/- per Equity Share	Cap price ₹1,503/- per Equity Share
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity/ convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing 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 rolling 30 days	N.A.	N.A.	N.A.
Weighted average cost of acquisition for last 18 months for secondary sale/acquisition of shares equity/convertible securities), where promoter/ promoter group entities or selling shareholders or shareholder(s) having the right to nominate director(s) or selling shareholder in the Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of the Red Herring Prospectus, where either acquisition or sale is equal to or more than five per cent 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 rolling 30 days	N.A.	N.A.	N.A.
Since there were no primary or secondary transactions of Equity Shares of our Company during the 18 months preceding the date of the Red Herring Prospectus, where either issuance or acquisition/ sale is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), the information has been disclosed for price per share of our Company based on the last five primary or secondary transactions where promoters / members of the promoter group or Selling Shareholders or shareholder(s) having the right to nominate director(s) on the Board, are a party to the transaction, during the last three years preceding the date of the Red Herring Prospectus irrespective of the size of the transaction.			
Based on secondary transactions undertaken during the three immediately preceding years	₹1,140	1.25	1.32

Note: The above details have been certified by S G C O & Co LLP, Chartered Accountants by their certificate dated October 15, 2024. WACA has been calculated by dividing the total consideration involved in the last five transactions by the total number of shares transacted in the last five transactions. Further, the above table excludes Equity Shares of face value of ₹10 each issued under the ESOP Scheme.

13. **The 7 BRLMs associated with the Offer have handled 82 public Issues in the past three financial years, out of which 22 Issues closed below the offer price on listing date:**

Name of the BRLMs	Total Issues	Issues closed below IPO Price on listing date
Axis Capital Limited*	21	5
IIFL Securities Limited*	19	5
Jefferies India Private Limited*	2	0
Nomura Financial Advisory and Securities (India) Private Limited*	2	0
SBI Capital Markets Limited*	4	0
Intensive Fiscal Services Private Limited*	0	0
ITI Capital Limited*	3	1
Common issues of above BRLMs	31	11
Total	82	22

**Issues handled where there were no common BRLMs*

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Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors and the basis of such allocation will be on a discretionary basis by our Company, in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations (the "Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the price at which allocation is made to Anchor Investors ("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 QIB Portion (other than the Anchor Investor Portion) (the "Net QIB Portion"). Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, subject to valid Bids being received at or above the Offer Price, 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 Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders ("Non-Institutional Portion") of which one-third of the Non-Institutional Portion shall be available for allocation to Bidders with an application size of more than ₹ 200,000 and up to ₹ 1,000,000 and two-thirds of the Non-Institutional Portion shall be available for allocation to Bidders with an application size of more than ₹ 1,000,000 and under-subscription in either of these two sub-categories of the Non-Institutional Portion may be allocated to Bidders in the other sub-category of the Non-Institutional Portion in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, not less than 35% of the Net Offer shall be available for allocation to Retail Individual Portion ("Retail Portion"), in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. All Bidders (except Anchor Investors) shall mandatorily participate in this Offer only through the Application Supported by Blocked Amount ("ASBA") process and shall provide details of their respective bank account (including UPI ID (defined hereinafter) in case of UPI Bidders (defined hereinafter) in which the Bid Amount will be blocked by the Self Certified Syndicate Banks ("SCSBs") or pursuant to the UPI Mechanism, as the case may be. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure" on page 555 of the RHP.

Bidders/ Applicants should ensure that DP ID, PAN, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, 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. Bidders/Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorised the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the Depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Offer. 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. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2021 and press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023 and any subsequent press releases in this regard.

BOOK RUNNING LEAD MANAGERS						REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
 AXIS CAPITAL	 IIFL SECURITIES	 Jefferies	 NOMURA	 SBICAPS <small>Corporate & Institutional Banking Solutions</small>	 Intensive	 ITI CAPITAL LIMITED	 LINK Intime
Axis Capital Limited 1 st Floor, Axis House Pandurang Budhkar Marg, Worli Mumbai – 400 025, Maharashtra, India Telephone: +91 22 4325 2183 E-mail: waaree ipo@axiscap.in Investor grievance e-mail: complaints@axiscap.in Website: www.axiscapital.co.in Contact person: Sagor Jatakia SEBI registration no.: INM000012029	IIFL Securities Limited 24 th Floor, One Lodha Place Senapati Bapat Marg, Lower Parel (W), Mumbai – 400 013 Maharashtra, India Telephone: +91 22 4646 4728 Email: waaree ipo@iiflcap.com Investor grievance email: igp_ib@iiflcap.com Website: www.iiflcap.com Contact person: Devendra Maydeo/ Pawan Jain SEBI registration no: INM000010940	Jefferies India Private Limited 16 th Floor, Express Towers, Nariman Point, Mumbai – 400 021 Maharashtra, India Telephone: +91 22 4356 6000 Email: Waaree.IPO@jefferies.com Investor grievance email: jipl.grievance@jefferies.com Website: www.jefferies.com Contact person: Suhani Bhareja SEBI registration no: INM000011443	Nomura Financial Advisory and Securities (India) Private Limited Ceejay House, Level 11 Plot F, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai – 400 018, Maharashtra, India Telephone: +91 22 4037 4037 Email: waareeipo@nomura.com Investor grievance email: investor.grievances-in@nomura.com Website: www.nomuraholdings.com/company/group/asia/india/index.html Contact person: Arun Narayana / Vishal Kanjani SEBI registration no: INM000011419	SBI Capital Markets Limited 1501, 15 th Floor, Parinee Crescenzo G Block, Bandra Kurla Complex Bandra (East), Mumbai - 400051 Maharashtra, India Telephone: +91 22 4006 9807 Email: waaree ipo@sbicaps.com Investor grievance email: investor.relations@sbicaps.com Website: www.sbicaps.com Contact person: Raghavendra Bhat / Aditya Deshpande SEBI registration no: INM000003531	Intensive Fiscal Services Private Limited 914, 9 th Floor, Raheja Chambers, Free Press Journal Marg, Nariman Point, Mumbai - 400 021 Maharashtra, India Telephone: +91 22 69113300/ +91 22 6911 3371 Email: ipo.waaree@intensivefiscal.com Investor grievance email: investor.grievance@intensivefiscal.com Website: www.intensivefiscal.com Contact person: Harish Khanjanchi / Anand Rawal SEBI Registration No.: INM000011112	ITI Capital Limited ITI House 36, Dr. R. K. Shirodkar Marg, Parel, Mumbai – 400 012 Maharashtra, Mumbai Telephone: +91 22 69113300/ +91 22 6911 3371 Email: ipo.waaree@iticapital.in Investor grievance email: investor.grievance@iticapital.in Website: www.iticapital.co.in Contact person: Pallavi Shinde SEBI registration no: INM000010924	Link Intime India Private Limited C-101, 247 Park, LBS Marg, Surya Nagar, Gandhi Nagar Vikhroli (West), Mumbai - 400 083 Maharashtra, India Telephone: +91 81081 14949 E-mail: waaree ipo@linkintime.co.in Investor grievance e-mail: waaree ipo@linkintime.co.in Website: www.linkintime.co.in Contact person: Shanti Gopalkrishnan SEBI registration number: INR000004058 Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances including non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all Offer related queries and for redressal of complaints, Investors may also write to the BRLMs.

AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the section titled "**Risk Factors**" on page 32 of the RHP, before applying in the Offer. A copy of the RHP shall be available on website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of the Company at www.waaree.com and on the websites of the BRLMs, i.e. Axis Capital Limited, IIFL Securities Limited, Jefferies India Private Limited, Nomura Financial Advisory and Securities (India) Private Limited, SBI Capital Markets Limited, Intensive Fiscal Services Private Limited and ITI Capital Limited at www.axiscapital.co.in, www.iiflcap.com, www.jefferies.com, www.nomuraholdings.com/company/group/asia/india/index.html, www.sbicaps.com, www.intensivefiscal.com and www.iticapital.in, respectively.

AVAILABILITY OF THE ABRIDGED PROSPECTUS: A copy of the abridged prospectus shall be available on the website of the Company, the BRLMs and the Registrar to the Offer at www.waaree.com, www.axiscapital.co.in, www.iiflcap.com, www.jefferies.com, www.nomuraholdings.com/company/group/asia/india/index.html, www.sbicaps.com, www.intensivefiscal.com and www.iticapital.in, respectively.

AVAILABILITY OF BID CUM APPLICATION FORMS: Bid cum Application Forms can be obtained from the Registered and Corporate Office of **WAAREE ENERGIES LIMITED**, Telephone: +91 22 6644 4444; **BRLMs : Axis Capital Limited**, Telephone: +91 22 4325 2183; **IIFL Securities Limited**, Telephone: +91 22 4646 4728; **Jefferies India Private Limited**, Telephone: +91 22 4356 6000, **Nomura Financial Advisory and Securities (India) Private Limited**, Telephone: +91 22 4037 4037, **SBI Capital Markets Limited**, Telephone: +91 22 4006 9807, **Intensive Fiscal Services Private Limited**, Telephone: +91 22 6911 3300/ +91 22 6911 3371, **Syndicate Member: SBICAP Securities Limited**, Telephone: +91 22 6931 6204; **Investec Capital Services (India) Private Limited**, Telephone: +91 22 6849 7400 and **Antique Stock Broking Limited**, Telephone: +91 22 6911 3300 and at the select locations of the Sub-syndicate Members (as given below), SCSBs, Registered Brokers, RTAs and CDPs participating in the Offer. ASBA Forms will also be available on the websites of BSE and NSE and the Designated Branches of SCSBs, the list of which is available at website of the Stock Exchanges and SEBI.

Sub-Syndicate Members: Achievers Equities Limited, Almondz Global Securities Limited, Anand Rath Share & Stock Brokers Limited, Anand Share Consultancy, ANS Pvt Limited, Ashwani Dandia & Co, Asit C. Mehta Investment Intermediates Limited, Axis Securities Limited, Bonanza Portfolio Limited, Centrum Broking Limited, Dalal & Broacha Stock Broking Private Limited, DB (International) Stock Brokers Limited, Dhani Stocks Limited, Edelweiss Securities Limited, G Raj & Co. (Consultants) Limited, Globe Capital Market Limited, ICICI Securities Limited, Innovate Securities Private Limited, Jainam Share Consultants Private Limited, Jhavani Securities, JM Financial Services Limited, Jobanputra Fiscal Services Private Limited, Kalpataru Multiplier Limited, Kantilal Chhargani Securities Pvt.Ltd., Keynote Capitals Limited, KJMC Capital Market Services Limited, Kotak Securities Limited, Lakshminshree Investment & Securities Pvt Limited, LKP Securities Limited, Marwadi Shares & Finance, Matalla Stock Broking Private Limited, Mittal Oswal Financial Services Limited, Nirmal Bang Securities Pvt Limited, Nuvama Wealth and Investment Limited (Edelweiss Broking Limited), O. J. Financial Services Limited, Patel Wealth Advisors Pvt Limited, Prabhudas Lilladher Private Limited, Pravin Ratilal Share & Stock Brokers Limited, Rikhav Securities Limited, RR Equity Brokers Pvt Limited, Sharekhan Limited, SMC Global Securities Limited, SS Corporate Securities Limited, Sykes & Ray Equities (India) Limited, Tanna Financial Services, Upstox Securities Private Limited, Viren M Shah, Way2Wealth Brokers Private Limited and Yes Securities (India) Limited.

Escrow Collection Bank and Refund Bank: Kotak Mahindra Bank Limited

Public Offer Account Bank: ICICI Bank Limited **Sponsor Banks:** Kotak Mahindra Bank Limited and ICICI Bank Limited

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

Place: Mumbai
Date: October 15, 2024

WAAREE ENERGIES LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the RHP with RoC on October 14, 2024. The RHP shall be available on the website of SEBI at www.sebi.gov.in, as well as on the websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com, respectively, on the website of the Company at www.waaree.com and on the websites of the BRLMs, i.e. Axis Capital Limited, IIFL Securities Limited, Jefferies India Private Limited, Nomura Financial Advisory and Securities (India) Private Limited, SBI Capital Markets Limited, Intensive Fiscal Services Private Limited and ITI Capital Limited at www.axiscapital.co.in, www.iiflcap.com, www.jefferies.com, www.nomuraholdings.com/company/group/asia/india/index.html, www.sbicaps.com, www.intensivefiscal.com and www.iticapital.in, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see "**Risk Factors**" on page 32 of the RHP. Potential Bidders should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. The Equity Shares offered in the Offer have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended ("**U.S. Securities Act**") and 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 U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (a) within the United States solely to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) pursuant to Section 4(a) of the U.S. Securities Act, and (b) outside the United States in offshore transactions as defined in and in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made. There will be no offering of securities in the United States.



GREATER BANK
The Greater Bombay Co-operative Bank Limited

जॅती हाऊस, नळ मजला, प्लॉट क्र. ए-५६, रोड क्र. १, एमआयडीसी मरोळ, दि इन्टरनॅशनल बाय युनॉ हॉटेलच्या प्लॉट, मुळगाव, अंधेरी पूर्व, मुंबई ४०० ०९३. फ्र. २२६१६२५९००
www.greaterbank.com

संदर्भ क्र. : जीबीसीबी/एसएच/एसबीए/२३५/२०२४ दि. ०६.०९.२०२४

प्रति,

१. श्री. क्रिष्णन (कर्जदार)

प्राप्ता: श्री. निमेश गोपी

रिवासी पत्ता : फ्लॅट क्र. १८, मालाड सक्कर को-ऑप. हा. सोसायटी, मालाड पोलीस स्टेशनच्या मागे, मालाड (प), मुंबई ४०० ०६४.

व्यवस्थापक पत्ता : मे. दिती क्रिष्णन

गाळा क्र. ८०, मेहाडा डे. इस्ट, लिबर्टी गार्डन क्र. ३, मालाड (प), मुंबई ४०० ०६४.

२. श्री. मारुतगूरू रेड्ढान मोडल (हमीदार)

रूम क्र. १३, बरकत अली दांग, जयकत वाडी, वडाळा (प), मुंबई ४०० ०६३.

३. श्रीम. पुनम निमेश गोपी (हमीदार)

फ्लॅट क्र. १८, मालाड सक्कर को-ऑप. हा. सोसायटी, मालाड पोलीस स्टेशनच्या मागे, मालाड (प) मुंबई ४०० ०६४.

विषय : सिक्स्युरिटीयुटोरेशन अँड रिस्कन्यूटुरेशन ऑफ फायनान्सियल असेट्स अँड एफोर्समेंट ऑफ सिक्स्युरिटी इंडेन्टर अँड, २००२ (५४/२००२) (यापुढे सर अँड म्हणून संदर्भित) याचा अनुच्छेद १३(२) अंतर्गत सिक्स्युरिटी इंडेन्टरच्या एफोर्समेंटच्या आधारे बँक सूचनेसह रु. ३१.९५ लाख खाते क्र. ३०२०९५१३८१ यांना तुमचे गाहण करू सिक्तता.

१. तुम्हाला आमच्या बँकेकडून सूचित करण्यात आले होते व मूळरीत्या वर्ष २०१८ रोजी फ्लेसी ओवरहाउटप सूचिमात्रपणे रु. १५.०० लाखा बँकेच्या नावे प्रतियुती व्याज तयार करून कर्ज होतो.

२. तुम्हाला विशेष निमित्तान व पुढील दस्तावेज अंमलातून सरद पत्र सुविधा पुढे वित्ताल/ पुनःआजी/ एन्हाइ/ रिस्कुडेव केली आहे. तसेच बँकेने २९.०९.२०२० रोजी मंजूर पत्र धारक संदर्भ क्र. सीएसीसी/सीई/आयएआरसी/१०/२०२०-२१, मूळ फंडेड व्याज मुदत कर्ज सुविधा (एफआयटीएल) रु. १.९५लाखा दि. ०९.०३.२०२० ते ३१.०८.२०२० पासून आजीआय मार्गदर्शित अनुसार केले आहेत.

त्यानंतर तुम्हच्या विनंतीवर सरद सुविधा अंतिमरित्या मंजूर पत्र दि. १०.१२.२०२० अंतर्गत संदर्भ क्र. सीएसीसी/सीई/आयएआरसी/११/२०२०-२१ गाहण कर्ज रु. ३१.९५ लाखा केले आहे. तुम्ही वित्तीय सहाय्या सरद विविध सहाय्ये पुनःप्रदान करण्यात आली सरद कार्या/ दस्तावेज संश्लेषण प्राप्त केला आहे.

३. तुम्ही तुम्हच्या पूर्वी दाखिल्या प्रदान करण्यात कसूर केली असल्याने, आम्ही तुम्हाला देणी स्थावर मालमतेच्या प्रतियुती मंजूर करून बँकेच्या नावे केली आहे. कर्जाचे गाहण खालीलप्रमाणे निदेशित करते :

अनु. क्र.	सुविधा व खाते क्रमांक	मंजूर दिनांक	रक्कम रु. लाखा	प्रतियुती / मागण्या प्रभावी बँकेकडे दिवसा
१	गाहण कर्ज खाते	१०.१२.२०२०	३१.९५	१. फ्लॅट क्र. १८, ४ था मजला, मालाड सक्कर सीएएस लि., किस्म क्रॉस रोड, अंधेरी रोड, मालाड (पश्चिम), मुंबई ४०० ०६४ येथे गाहण. श्रीम. पुनम निमेश गोपी यांचाव्हाटारे मालकीचे.

४. आम्ही तुम्हाला असेही सूचित केले की, आमच्याकडे देय असलेल्या संपूर्ण रकमेच्या पुनःप्रदानासाठी आमच्या बाबतावा मागणी सुचानंतरही व मौखिक मागण्यांनंतरही तुम्हीला आजगावण सरद रक्कम प्रदान केली नाही तर तुमचे खाते दि. १६.०३.२०२२ अनुसार अकार्यल मालमला म्हणून रिस्क व बँक ऑडिटा यांच्याद्वारे संचालक/ मार्गदर्शक तत्त्वांनुसार सिद्ध केले जाईल.

५. तुम्हाला जॉर्जियन असेल की आमच्याकडून तुम्हाला मंजूर मर्यादा ही तुम्हाला आमच्याकडून पुढील मालमला /प्रतिभुत करार म्हणून मंजूर करण्यात आली आहे व अकार्यल मालमला (एनपीए) १६.०३.२०२४ अनुसार केली आहे.

साध्याची धकित उर्वरित दि. २९.०८.२०२४ खालीलप्रमाणे आहे :

अनु. क्र.	सुविधा वरच्या	प्रत्युक्त धक्काकी	व्याज	ढंडावक व्याजचे अन्य प्रचार	एकूण
१	गाहण कर्ज सुविधा	२०.१३.२४.२४.५०	१,९९,९५४.००	६९,२९६.००	२१,०२,४०४.५०

६. वरील नोंदीत कर्जासाठी आम्ही तुम्हाला सरद सूचनेच्या प्राप्तीपासून सार दिवसांच्या आत आमच्याकडे तुमचे पूर्वी दाखिल्या प्रदान करण्याचे निदेश देतो आहोत, अन्यथा सरद कायद्याच्या अनुच्छेद १३(२) अंतर्गत प्राप्ता अधिकाऱ्या वार वरील निदेशित प्रतिभुत मालमतेविरोधात कस. सरद कायद्याच्या अनुच्छेद १३४ अंतर्गत प्राप्ता अधिकाऱ्याचे १३.००६ रु.मा. (प्रदान मासिक) अनुसार हस्तांतरण करून प्रतिभुत मालमतेची वसुली करणे, सरद अँडच्या अनुच्छेद १४ या तत्तुद अनुसार १३ च्या उप-अनुच्छेद १३ अंतर्गत सर्व अधिकार राखून आहेत.

७. सूचना देणान वेत आहे की, सरद कायद्याच्या अनुच्छेद ३७ अंतर्गत सरद सूचना बँकेस त्यांचे अधिकार/ छाटला व कापदेनदार प्रक्रिया वा अन्य कोणतेही कायद्याचे लागू तत्तुद अनुसार सूचित करण्यास वेत आहे. मान्यवर,

वि. प्रेर दावे को-ऑपरेटिव्ह बँक लि.करिता प्राधिकृत अधिकारी

प्रार :

एलबी. अजय/ सन्या. सचिव

फ्लॅट क्र. १८, ४ था मजला, मालाड सक्कर सीएएस लि., किस्म क्रॉस रोड, अंधेरी रोड, मालाड (पश्चिम), मुंबई ४०० ०६४.

तपश्लिकारिता व विनंती अनुसार संघटनांनी सरफेसी कायद्या अंतर्गत सरद सोसायटीमध्ये निदेशित त्यांचे प्लॉटस व सरद करतून यांच्या संश्लेषण धक्को बँकेद्वारे प्रक्रिया केली आहे व पेची बँकेच्या शाखा व नाव प्रदानित करून चेक ब्युचकतान वेत/ प्लॉट मार्किट प्रदान करून मत ३ महिन्यांकरिता तपशील व एपीअस देखावण, मॅनेज्मन् विल बायचासर धकित रकमेचे प्रदान करार.

जोडपत्र : भाग - १

कर्जदाराला अंतिम सूचना (एडी सह नोंदीकृत)

प्रति,

पत्र क्र.

महोदय/महोदया,

दिनांक : ८.१०.२४

सोने कर्ज,

रु. २,४०,०००/- करिता

खाते क्र. ४४७८४१७९१६३

खाते मध्ये सततची अनियमितता

तुम्हच्या मागणी कर्ज खाते नियमित करण्यासाठी तुम्हाला विनंती करण्याच्या दिनांकित पत्र क्र. करिता पुढील तपशीलनुसार आमच्या निराक्षणनुसार महिन्या करिता रु. ११,२००/- चे मुलत आणि व्याजाच्या परतफेड थकित आहे. तुम्हाला ह्या पत्राच्या प्राप्तीच्या एका महिन्याच्या कालावधीत कृपया कर्ज खाते बंद करण्यास विनंती आहे. आम्ही या द्वारे सूचना देत आहोत की, जर कर्ज खाते एका महिन्यात बंद न केल्यास प्रसिध्दी द्वारे अग्रिम साठी तारण ठेवलेले सोने दागिन्यांची विक्री करण्यात येईल आणि कमतरता साठी तुम्हच्या प्रॉपर्टीसरी नोट वर तुम्ही जबाबदार आसाल.

सोने दागिन्यांच्या जाहीर लिलावासाठी प्रस्तावित तारीख आणि ठिकाण पुढील प्रमाण :

सोने रु.२१.०.२०२४ रोजी दु. ४.०० वा.

स्टेट बँक ऑफ इंडिया वागळे सर्कल शाखा, वागळे इस्टेट, ठाणे - ४०० ६०४

आपले विश्वासू सही/- शाखा व्यवस्थापक आहे लागू नाही खोडून टाका

मुंबई खाते वसुली न्यायाधिकार-II

(भात सरकार, विम मंजाल)

३१ मजला, एमटीएनएल बिल्डिंग, स्टॅन्ड सिनेमा जवळ, कुलाबा मार्केट, कुलाबा, मुंबई-४०० ००५.

मूळ अर्ज क्र. १०११ सन २०२३ परी. क्र.: १२

मुनिय बँक ऑफ इंडिया ...अतिरिची

श्री. हरिण सुलेशीकर कुलकर्णी आणि इतर ...प्रतिरिची

याअर्थी, वरील मसूर ओर क्र. १०११ सन २०२३ नामदार पीठासि अधिकाऱ्यासमोर ०४.११.२०२४ रोजी सूचीबद्ध केला होता.

याअर्थी, नामदार न्यायाधिकारने कृपावसे होऊन ३१.१२.२०२३ च. च्या कर्जाच्या वसुलीसाठी तुम्ह्याविरुद्ध दाखल केलेला अर्कच्या करम ११(४) अंतर्गत सर अर्जवर (ओ.ए.) समस/मुन्या जात केले. (जोडलेल्या दस्तावेजांच्या अंतर्गत अर्ज.)

याअर्थी सर्वमान्य न्यायने समन्वयी बाजवाणी होऊ शकली नाही आणि याअर्थी ह्या समन्वयी न्यायाधिकार द्वारे पुरावी बाजवाणीच्या अर्जवर मुंदी देण्यात आली.

अर्कच्या करम ११ च्या पोट-करम (४) मुता, तुम्हा प्रतिवादीला खालीलप्रमाणे निदेश देण्यात येत आहे.

(i) विनंती केलेल्या अनुक्रमे मंजुरी का देऊ नसे त्याची समन्वयी बाजवाणीच्या ३० (तीस) दिवसांत कराये दाखल्यासाठी;

(ii) मूळ अर्जाच्या अनु. क्र. ३१ अंतर्गत अर्जदारांनी विनिर्दिष्ट केलेल्या मिळकती आणि मांगवित्यास अन्य मिळकती आणि मांगचे तपशील जाहीर करावे;

(iii) मिळकतीच्या तपशीलांच्या अर्जाविरुद्ध सुनाणी आणि निवाक प्रलंबित असल्याने मूळ अर्जाच्या अनु. क्रमांक ३१ अंतर्गत जाहीर केलेल्या अशा अन्य मता आणि मिळकतींना आणि तारण मांगचा व्यवहार करण्याचा किंवा त्या निवाकाला कायद्यात तुम्हाला मजबूत करण्यात आला आहे.

(iv) तुम्ही न्यायाधिकारणी पूर्वं परवानगी घेतल्याखेरीज न्यावर तारण हिलासंबंधे बनवले आहेत त्या कोणत्याही मंचीची आणि/किंवा मूळ अर्जाच्या अनु. क्रमांक ३१ अंतर्गत जाहीर किंवा विनिर्दिष्ट केलेल्या अन्य मता आणि मिळकतींचे त्यांच्या बाजवाणीच्या सामान्य कायकाबाजवितरित विक्री, भाडेपट्टा किंवा अन्य प्रकारे हस्तांतरण करणार नाहीत.

(v) व्यवसायाच्या नियमित कामकाजाच्या ओघात तारण मता किंवा अन्य मता व मिळकती यांच्या विक्रीतून रोखड झालेल्या विक्री मर्यादा हिलात देण्यात तुम्ही बांधील आसात व अशी विक्री रक्कम अशा मांगवर तारण हिलासंबंध धारण करणाऱ्या बँक किंवा वित्तीय संस्थेकडे ठेवलेल्या खात्यामध्ये जमा केली पाहिजे.

(vi) तुम्हाला ०९.१२.२०२४ रोजी स. ११-०० वा. लेकी निवेदन सादर करून त्याची एक तप अर्जदारांना सादर करण्याचे व प्रबंधकांसमोर हजर राहण्याचे देखील निदेश देण्यात येत आहे.

(vii) सूचना घ्यावी की, कसूर केल्यास, तुम्हच्या गैरवेव्हरीत अर्जावर सुनावणी होऊन निकाल दिला जाईल.

माझ्या हत्ये आणि ह्या न्यायाधिकार्याच्या निष्कामने जमा ०९ सप्टेंबर, २०२४ रोजी दिले.

सही/- प्रबंधक, डीअरटी- II, मुंबई

सर्व प्रतिवादींचे नाव आणि पत्ता

१. श्री. हरिण सुलेशीकर कुलकर्णी (कर्जदार), फ्लॅट क्र. बी/१०, मंदारामाला सीएएस लि., क्रॉस जी गुमा रोड, विष्णू नगर, डॉबिवली पश्चिम, कल्याण, ठाणे - ४२१२०२.

२. श्रीम. तपस्वी हरिण कुलकर्णी (सह-कर्जदार), फ्लॅट क्र. बी/१०, मंदारामाला सीएएस लि., क्रॉस जी गुमा रोड, विष्णू नगर, डॉबिवली पश्चिम, कल्याण, ठाणे - ४२१२०२.

Contents of the Memorandum of Association of our Company as regards its objects: For information on the main objects of our Company, please see the section "**History and Certain Corporate Matters**" on page 273 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, please see the section titled "**Material Contracts and Documents for Inspection**" on page 609 of the RHP.

Liability of the members of our Company: Limited by shares

Amount of share capital of our Company and Capital structure: As on the date of the RHP, the authorised share capital of the Company is ₹ 5,000,000,000 divided into 500,000,000 Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up share capital of the Company is ₹ 2,633,311,040 divided into 263,331,104 Equity Shares of face value ₹ 10 each. For details, please see the section titled "**Capital Structure**" on page 110 of the RHP.

Names of signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them: The initial signatories to the Memorandum of Association of our Company were Murlidhar Odhrani and Padma M. Odhrani who subscribed to 100 equity shares each of face value of ₹100 each. For details of the share capital history of our Company, please see the section titled "**Capital Structure**" on page 110 of the RHP.

Listing: The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received "*in-principle*" approvals from BSE and NSE for the listing of the Equity Shares pursuant to letters each dated February 28, 2024. For the purposes of the Offer, NSE is the Designated Stock Exchange. A copy of the Red Herring Prospectus has been filed and the Prospectus shall be filed with the RoC in accordance with Sections 26(4) and 32 of the Companies Act, 2013. For further details of the material contracts and documents that will be available for inspection from the date of the Red Herring Prospectus until the Bid / Offer Closing Date, see "**Material Contracts and Documents for Inspection**" on page 609 of the RHP.

Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 524 of the RHP for the full text of the disclaimer clause of SEBI.

Disclaimer Clause of NSE (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 page 527 of the RHP for the full text of the Disclaimer Clause of NSE.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Red Herring Prospectus has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to page 527 of the Red Herring Prospectus for the full text of the Disclaimer Clause of BSE.

General Risk: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer 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 Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares have not been recommended or approved by 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 32 of the RHP.

For **WAAREE ENERGIES LIMITED**
On behalf of the Board of Directors
Sd/-
Rajesh Ghanshyam Gaur
Company Secretary and Compliance Officer

THE COURT OF SMALL CAUSES AT MUMBAI R.A.E. SUIT NO. 1210 OF 2017

1. The Trustees of Fatmabai Binte Nakhuda Mohammed Ameen Rogay Religious and Charitable Trust. }
2. Nakhuda Mohammed Alí Rogay }
Age 55 years, Occ: Business }
3. Mohammed Bilal Satopay }
Age 50 years, Occ: Business }
4. Mrs. Rabiya Mohammed Alí Rogay }
Age 51 years, Occ: Chartered Accountant }
All the Trustees having their address at, }
92/94, Kazi Street, Mumbai - 400 003 }

.... Plaintiffs

Versus

1. Mr. Abdul Karim Jusab Ladakh Adult, Occ: Business,
2. Mr. Rafiq Ismail Sellar Adult, Occ: Business,
3. Mr. Imtiaz Ismail Sellar Adult, Occ: Business
4. Mr. Firoz Ismail Sellar Adult, Occ: Business
All claiming above at Room No. 24, Second floor, Fatmabai Building, Memomwada X Lane, 7/17, Nagdevi Street, Mumbai - 400 003.

.... Defendants

To,

The Defendant No. 1 abovenamed.

WHEREAS, the Plaintiffs have preferred the above suit against the Defendants praying therein that the Defendants be ordered and decreed to quit and vacate and handover quiet, vacant and peaceful possession of the suit premises being Room No. 24 situated on the Second floor of Fatmabai Building, 7/17, Nagdevi Street, Memomwada X Lane, Mumbai - 400 003 including the mezzanine floor and this Hon'ble Court be pleased to order an enquiry into the mense profits payable by the Defendants in respect of the suit premises and for such other and further reliefs, as prayed in