

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RHP

This is an abridged prospectus containing salient features of the Red Herring Prospectus dated August 31, 2017 ("RHP").

You are encouraged to read greater details available in the RHP.

THE DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, this abridged prospectus and the General Information Document (GID) for investing in public issues before applying in the Issue. You may obtain a physical copy of the Bid-cum-Application Form and the RHP from Stock Exchanges, members of the Syndicate, Registered Brokers, Collecting Depository Participants ("CDPs"), Collecting Registrar and Share Transfer Agents ("CRTAs"), Registrar to the Issue, Underwriters, Escrow Bank, Investors' Associations or Self Certified Syndicate Banks ("SCSBs"). You may also download the RHP from the websites of the Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") where the Equity Shares are proposed to be listed and Book Running Lead Managers ("BRLMs") i.e. www.sebi.gov.in; www.bseindia.com; www.nseindia.com; www.axiscapital.co.in; www.iifcap.com; www.vivro.net. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.



CAPACIT'E INFRAPROJECTS LIMITED

Registered and Corporate Office: 605-607, Shrikant Chambers, Phase-I, 6th Floor, Adjacent to R. K. Studios, Sion-Trombay Road, Mumbai 400 071, Maharashtra, India ; **Telephone:** +91 (22) 7173 3717; **Facsimile:** +91 (22) 7173 3733; **Contact Person:** Ms. Sai Kedar Katkar, Company Secretary and Compliance Officer; **Email:** compliance@capacite.in; **Website:** www.capacite.in; **Corporate Identity Number:** U45400MH2012PLC234318

PROMOTERS OF THE COMPANY

MR. ROHIT R. KATYAL, MR. RAHUL R. KATYAL AND MR. SUBIR MALHOTRA

ISSUE DETAILS, LISTING AND PROCEDURE

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE ₹ 10 EACH ("EQUITY SHARES") OF CAPACIT'E INFRAPROJECTS LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE, AGGREGATING UP TO ₹ 4,000 MILLION, (THE "ISSUE"). THE ISSUE SHALL CONSTITUTE UP TO [●]% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH. THE ISSUE PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("BRLMs"), AND WILL BE ADVERTISED IN ALL EDITIONS OF BUSINESS STANDARD (WHICH IS A WIDELY CIRCULATED ENGLISH AND HINDI NEWSPAPER) AND MUMBAI EDITION OF MUMBAI TARUN BHARAT (WHICH IS A WIDELY CIRCULATED MARATHI NEWSPAPER, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST FIVE WORKING DAYS PRIOR TO THE ISSUE OPENING DATE IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED ("ICDR REGULATIONS") AND SUCH ADVERTISEMENT SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES. THESE EQUITY SHARES ARE PROPOSED TO BE LISTED ON NSE AND BSE (DESIGNATED STOCK EXCHANGE). DETAILS ABOUT THE BASIS OF ISSUE PRICE WILL BE AVAILABLE ON WEBSITES OF BSE AND NSE.

PROCEDURE:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the GID from the BRLMs or download it from the websites of the BSE and NSE at www.bseindia.com and www.nseindia.com and the BRLMs at www.axiscapital.co.in, www.iifcap.com; www.vivro.net.

ELIGIBILITY FOR THE ISSUE- Regulation 26(1) of ICDR Regulations

Whether the Company is compulsorily required to allot at least 75% of the net issue to public, to QIBs – No

INDICATIVE TIMELINE

Bid/Issue Opening Date*	September 13, 2017	Initiation of refunds (if any, for Anchor Investors)/ unblocking of funds from ASBA Accounts	On or about September 22, 2017
Bid/Issue Closing Date	September 15, 2017	Credit of Equity Shares to demat accounts of Allottees	On or about September 22, 2017
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about September 21, 2017	Commencement of trading of Equity Shares on the Stock Exchanges	September 25, 2017

* Our Company in consultation with the BRLMs, may consider participation by Anchor Investors, in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/Issue Opening Date.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the 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 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 have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does the SEBI guarantee the accuracy or adequacy of the contents of RHP. Specific attention of the investors is invited to "Risk Factors" on page 17 of RHP and "Internal Risk Factors" on page 7 of this Abridged Prospectus..

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PRICE INFORMATION OF BRLMs^s

Issue Name*	Name of Merchant Banker	+/- % change in closing price, [+/- % change in closing benchmark]		
		30 th calendar days from listing [#]	90 th calendar days from listing [#]	180 th calendar days from listing [#]
Security and Intelligence Services (India) Limited	Axis, IIFL	-	-	-
Central Depository Services (India) Limited	Axis	+127.92%,[5.84%]	-	-
Eris Lifesciences Limited	Axis	+0.87%,[+5.37%]	-	-
Tejas Networks Limited	Axis	+28.04%,[+5.35%]	-	-
S Chand And Company Limited	Axis	-17.37%,[+3.59%]	-8.89%,[+4.07%]	-
Avenue Supermarts Limited	Axis	+145.08%, [-0.20%]	+166.35%,[+5.88%]	-
BSE Limited	Axis	+17.52%,[+2.55%]	+24.41%,[+6.53%]	+34.43%,[+15.72%]
ICICI Prudential Life Insurance Company Limited	IIFL	-7.6%, [-1.2%]	-11.6%, [-8.1%]	+11.3%, [+4.1%]
RBL Bank Limited	IIFL, Axis	+29.4%, [-1.5%]	59.8%, [-6.9%]	+107.9%, [+1.7%]
DilipBuildcon Limited	IIFL, Axis	+5.1%, [3.4%]	-3.9%, [-1.7%]	+20.3%, [+2.3%]
Qess Corp Limited	IIFL, Axis	+67.9%, [+1.5%]	+94.6%, [+2.8%]	+110.8%, [-2.6%]
Ujjivan Financial Services Limited	IIFL, Axis	+74.1%, [+4.3%]	+115.4%, [+10.7%]	+98.3%, [+7.2%]
Healthcare Global Enterprises Limited	IIFL	-15.9%, [+3.3%]	-17.4%, [+7.0%]	-1.3%, [+14.8%]

^sSource: www.nseindia.com * Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each BRLM, with common issues disclosed once. # Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for few of the above issues, data for same is not available.

Names of BRLMs and contact details (telephone and email id) of each BRLM

Axis Capital Limited 1 st Floor, Axis House, C-2, Wadia International Centre P.B. Marg, Worli, Mumbai 400 025 Maharashtra, India Tel: + 91 22 4325 2183 E-mail: eris.ipo@axiscap.in Investor grievance E-mail: complaints@axiscap.in Website: www.axiscapital.co.in		IIFL Holdings Limited 10th Floor, IIFL Centre Kamala City, Senapati Bapat Marg Lower Parel (West) Mumbai 400 013 Maharashtra, India Telephone: +91 (22) 4646 4600 E-mail: capacite.ipo@iiflcap.com Investor Grievance email: ig.ib@iiflcap.com Website: www.iiflcap.com	Vivro Financial Services Private Limited 607/608, 6th Floor, Marathon Icon Veer Santaji Lane, Off Ganpatrao Kadam Marg Opp. Peninsula Corporate Park, Lower Parel, Mumbai 400 013, Maharashtra, India Telephone: +91 (22) 6666 8040/42 Email: capacite.ipo@vivro.net Investor grievance email: investors@vivro.net Website: www.vivro.net
Name of Registrar to the Issue and contact details (telephone and email id)		Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032, Telangana, India Telephone: +91 (40) 6716 2222; Facsimile: +91 (40) 2343 1551 Email: einward.ris@karvy.com ; Investor Grievance e-mail: capacite.ipo@karvy.com ; Website: https://karisma.karvy.com/	
Names of Syndicate Members	India Infoline Limited		
Name of Statutory Auditor	S R B C & CO, LLP		
Name of Credit Rating Agency and grading obtained	Not Applicable		
Self-Certified Syndicate Banks			
The list of banks is available on http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes			
Non Syndicate Registered Brokers			
You can submit Bid-cum-Application Forms to Non Syndicate Registered Brokers at the Non Syndicate Broker Centres. For further details, see section “ <i>Issue Procedure</i> ” beginning on page 367 of the RHP			
Details regarding website address(es)/link(s) from which the investor can obtain list of CRTAs, CDPs and Registered Brokers who can accept application from Investor			

List of CRTAs and CDPs who can accept application from Investor can be obtained from below links as updated from time to time:

- <http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6>
- https://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm

List of Registered Brokers who can accept application from Investor can be obtained from below links as updated from time to time:

- http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3
- http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm

For further details, see section “**Issue Procedure**” beginning on page 367 of the RHP

PROMOTERS OF OUR COMPANY

Mr. Rohit R. Katyal is the Executive Director of our Company. He is also currently the Chief Financial Officer of our Company. He has been associated with our Company on a continuous basis since March 1, 2014. He holds a bachelors’ degree in commerce from the University of Mumbai with specialization in financial accounting and auditing. He has approximately 25 years of experience. Prior to joining our Company, he has been on the board of directors of Pratibha Industries Limited till 2012 and CSL till 2014 where he was on the board of directors for about 16 years. He is currently focused on the finance, commerce and accounts functions of our Company.

Mr. Rahul R. Katyal is the Managing Director of our Company. He has been associated with our Company since incorporation. He holds a higher secondary certificate from the Maharashtra State Board of Secondary and Higher Secondary Education Divisional Board. He has approximately 23 years of experience. Prior to incorporating our Company, he has been on the board of directors of CSL and a key managerial personnel at Pratibha Industries Limited till 2012. He is currently focused on business development and operations of our Company.

Mr. Subir Malhotra is an Executive Director of our Company. He has been associated with our Company since incorporation. He holds a bachelor’s degree in civil engineering (honours) from the Birla Institute of Technology & Science, Pilani. He has approximately 28 years of experience. He currently serves as a director on the board of our Group Company, CEPL and is also a proprietor of MAS Designs. He is currently focused on business development and operations of our Company in the North zone.

We do not have any listed Group Companies.

BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

We are a fast growing construction company focussed on Residential, Commercial and Institutional buildings, with growth in consolidated revenue from operations from ₹ 2,142.59 million for Fiscal 2014 to ₹ 11,570.40 million for Fiscal 2017, and an Order Book of ₹ 46,024.76 million as at May 31, 2017 comprising 56 ongoing projects.

We provide end-to-end construction services for residential buildings (“**Residential**”), multi level car parks, corporate office buildings and buildings for commercial purposes (collectively, “**Commercial**”) and buildings for educational, hospitality and healthcare purposes (“**Institutional**”). Our capabilities include constructing concrete building structures as well as composite steel structures. We also provide mechanical, electrical and plumbing (“**MEP**”) and finishing works. Based on the categorisation provided in the CRISIL Report, the buildings that we construct may be considered as (i) buildings with 40 or more floors as super high-rise buildings (“**Super High Rise Building(s)**”); and (ii) buildings with seven or more floors as high-rise buildings (“**High Rise Building(s)**”). We consider (i) a single premise or land parcel containing at least four buildings, which may include High Rise Buildings or Super High Rise Buildings as a gated community (“**Gated Community**”); (ii) duplex houses and row houses as villaments (“**Villaments**”); and (iii) buildings other than Super High Rise Buildings, High Rise Buildings, Gated Community and Villaments as other buildings (“**Other Building(s)**”).

Our Competitive Strengths

- Exclusive focus on construction of buildings in major cities
- Large Order Book with marquee client base and repeat orders
- Experienced Promoters, Directors and management team
- Ownership of modern system formworks and other Core Assets
- Access to skilled workforce
- Strong financial performance

Our Strategies

- Continue to remain focused on building construction
- Expand in the mass housing segment
- Expand our presence in cities with high growth potential
- Undertake projects on a design – build basis
- Increase our focus on and execute greater number of projects on a lock-and-key basis
- Bid for, and undertake, projects in the public sector
- Capitalise on changes in the construction industry that will arise on account of the implementation of the RERD Act

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BOARD OF DIRECTORS

Sl. No.	Name	Designation	Experience including current/past position held in other firms
1	Mr. Deepak Mitra	Chairman and Independent Director	He has approximately 56 years of experience. Prior to joining our Company, he was on the board of directors of Petron Civil Engineering Private Limited for over 26 years.
2	Mr. Rahul R. Katyal	Managing Director	For details please refer to “Promoters of Our Company” on page 5 of this Abridged Prospectus.
3	Mr. Subir Malhotra	Executive Director	For details please refer to “Promoters of Our Company” on page 5 of this Abridged Prospectus.
4	Mr. Rohit R. Katyal	Executive Director and Chief Financial Officer	For details please refer to “Promoters of Our Company” on page 5 of this Abridged Prospectus.
5	Mr. Sumeet S. Nindrajog	Non - Executive Director (Nominee)	He has approximately 16 years of experience. Prior to joining our Company, he has worked at Ares Management in Los Angeles and UBS in the Investment Banking Group. He is currently a partner at Paragon Advisor Partners, LLP.
6	Mr. Siddharth D. Parekh	Non - Executive Director (Nominee)	He has approximately 16 years of experience. Prior to joining Company, he has worked at International Finance Corporation in Washington D. C. and the Boston Consulting Group in New York. He is currently a partner at Paragon Advisor Partners, LLP.
7	Ms. Rupa R. Vora	Independent Director	She has over 33 years of experience in finance. She was associated with the IDFC Group for more than a decade. She has also worked at Antwerp Diamond Bank N.V. in Mumbai. She has previously worked with KBC Bank N.V.
8	Mr. V. M. Kannimbele	Independent Director	He has approximately 59 years of experience. Prior to joining our Company, he was on the board of directors of Petron Civil Engineering Private Limited for over 27 years.

OBJECTS OF THE ISSUE

Details of means of finance - We intend to completely finance the Objects from the Net Proceeds, share capital, internal accruals and financing from banks and financial institutions including non-banking financial institutions.

The fund requirements for each of the objects of the Issue are stated as follows

(₹ in millions)

Sr. No.	Object	Amount to be funded from Net Proceeds	Amount to be deployed from the Net Proceeds in Fiscal 2018	Amount to be deployed from the Net Proceeds in Fiscal 2019
1	Funding working capital requirements	2,500.00	1,824.03	675.97
2	Funding purchase of capital assets (system formwork)	519.50	364.59	154.91
3	General corporate purposes*	[●]	[●]	[●]
Total		[●]	[●]	[●]

*To be finalised upon determination of the Issue Price. The amount utilised for general corporate purposes shall not exceed 25% of the gross proceeds of the Issue.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years. – Not Applicable

Name of Monitoring Agency - Axis Bank Limited

Shareholding pattern of the Company as on the date of RHP

Sl. No.	Particulars	Pre Issue number of shares	% holding of Pre-Issue
1	Promoter and Promoter Group	29,728,846	57.29
2	Public	22,162,651	42.71
	Total	51,891,497	100.00

Number of equity shares proposed to be sold by Selling Shareholders – Not Applicable

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RESTATED AUDITED FINANCIAL STATEMENTS (₹ in million except per share data)

Standalone	FY 2017	FY 2016	FY 2015	FY 2014	For the period 9-Aug-2012 to 31-Mar-13
Revenue from operations	11,250.84	8,039.59	5,051.68	1,734.95	26.09
Restated Profit /(loss) before tax	1,056.25	725.97	444.04	109.71	(21.86)
Restated Profit / (loss) for the year	693.14	476.81	307.66	50.52	(23.22)
Share Capital	436.09	77.71	49.42	85.52	30.00
Reserves and Surplus	2,555.31	1,625.95	519.54	145.78	31.78
Net worth	2,991.40	1,703.66	568.96	231.30	61.78
Basic earning per share (₹)	17.20	12.03	10.56	2.28	(1.74)
Diluted earning per share (₹)	14.00	10.83	9.52	2.27	(1.74)
Return on net worth (%)	23.17%	27.99%	54.07%	21.84%	(37.58%)
Net asset value per share (₹)	74.24	295.96	115.13	57.48	20.59
Consolidated	FY 2017	FY 2016	FY 2015	FY 2014	For the period 9-Aug-2012 to 31-Mar-13
Revenue from operations	11,570.40	8,532.90	5,556.97	2,142.59	177.86
Restated Profit / (loss) before tax	1,066.06	743.41	461.14	109.13	(30.77)
Restated Profit / (loss) for the year	693.78	486.32	316.45	35.71	(31.54)
Share Capital	436.09	77.71	49.42	85.52	30.00
Reserves and Surplus	2,560.38	1,632.45	514.56	132.01	32.82
Net worth	2,996.47	1,710.16	563.98	217.53	62.82
Basic earning per share (₹)	17.22	12.27	10.86	1.61	(2.37)
Diluted earning per share (₹)	14.01	11.05	9.80	1.61	(2.37)
Return on net worth (%)	23.15%	28.44%	56.11%	16.42%	(50.21%)
Net asset value per share (₹)	74.36	297.09	114.12	54.06	20.94

INTERNAL RISK FACTORS

Below are the top 10 Risk Factors as per the RHP:-

1. Our business is manpower intensive and we are dependent on the supply and availability of a sufficient pool of contract labourers from sub-contractors at our project locations. Unavailability or shortage of such a pool of contract labour or any strikes, work stoppages, increased wage demands by workmen or changes in regulations governing contractual labour may have an adverse impact on our cash flows and results of operations.
2. We may be subject to liability claims or claims for damages or termination of contracts with our clients for failure to meet project milestones or defective work, which may adversely impact our profitability, cash flows, results of operations and reputation.
3. We face certain risks relating to our reliance on sub-contractors and third parties for supply of raw materials, non-Core Assets and for providing certain services in the construction of our projects that may adversely affect our reputation, business and financial condition. Failure by our sub-contractors and third parties to adhere to regulatory requirements may subject us to penalties
4. Our Company may incur penalties in respect of allotment of equity shares which are not in compliance with the provisions of the Companies Act.
5. We are dependent on the availability of and prices of steel and ready-mix concrete. Any lack of availability of or upward fluctuations in the price of steel and ready-mix concrete or our ability to pass on any increased costs of raw materials to our clients may have a material adverse effect on our business, cash flows, results of operations and financial condition.
6. Projects awarded from certain clients contribute significant portion of our Order Book and the loss of such clients could adversely affect our business, cash flows, results of operations and financial condition.

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7. We may not be able to realise the amounts reflected in our Order Book which may materially and adversely affect our business, prospects, reputation, profitability, financial condition and results of operation.
8. Our projects and revenues are geographically concentrated in the Mumbai Metropolitan Region ("MMR"), Chennai, National Capital Region ("NCR") and Bengaluru. Consequently, we are exposed to risks emanating from economic, regulatory and other changes in these locations which we may not be able to successfully manage and which in turn may have an adverse effect on our revenues, cash flows, profits and financial condition.
9. Our clients operate in a highly regulated environment, and existing and new laws, regulations and government policies affecting the sector in which they operate could adversely affect our business, financial condition and results of operations. Any failure to obtain licenses and approvals by our clients, could adversely affect our business, financial condition and results of operations.
10. We are required to obtain approvals for our operations and any failure to obtain licenses and approvals by us could adversely affect our business, financial condition and results of operations.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

- A. Total number of outstanding litigations against the Company and amount involved:** There are no outstanding litigations against Company as determined to be material by our Board pursuant to their resolution dated March 8, 2017. However, a *suo-moto* application dated March 29, 2017 has been filed with the RoC under section 441 of the Companies Act, 2013 and section 621A of the Companies Act, 1956, by our Company, Promoters and Directors in view of lapses by our Company in complying with the relevant provisions of the Companies Act. For further details on the outstanding litigation against our Company, Promoters and Directors please see "*Outstanding Litigation and Material Developments*" on page 331 of RHP.
- B. Brief details of top 5 material outstanding litigations against the Company and amount involved:** There are no outstanding material litigations against Company. However, a *suo-moto* application dated March 29, 2017 has been filed with the RoC under section 441 of the Companies Act, 2013 and section 621A of the Companies Act, 1956, by our Company, Promoters and Directors in view of lapses by our Company in complying with the relevant provisions of the Companies Act. For further details on the outstanding litigation against our Company, Promoters and Directors please see "*Outstanding Litigation and Material Developments*" on page 331 of RHP.
- C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters / Group companies in last 5 financial years including outstanding action:**
There are no actions taken by a statutory/regulatory authority against the Promoters/Group Companies of the Company that are currently outstanding.
- D. Brief details of outstanding criminal proceedings against Promoters:** Nil

ANY OTHER IMPORTANT INFORMATION AS PER BRLM / ISSUER COMPANY - NIL

DECLARATION BY THE COMPANY

We, hereby certify and declare that all relevant provisions of the Companies Act, and rules, guidelines and regulations issued by the Government of India or the guidelines and regulations issued by SEBI, established under section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in RHP is contrary to the provisions of the Companies Act, the SCRA or the SEBI Act, or rules made thereunder or guidelines and regulations issued, as the case may be. We further certify that all statements in RHP are true and correct.

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