

This is an abridged prospectus (Abridged Prospectus) containing salient features of the Red Herring Prospectus dated April 11, 2019 (RHP).
You are encouraged to read greater details available in the RHP.

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

You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges (as defined below), Members of the Syndicate, Registered Brokers, Collecting Depository Participants (CDPs), Registrar to the Offer, Registrar and Share Transfer Agents (RTAs), Underwriters, Bankers to the Offer, Stock Broker, Investor's association or Self Certified Syndicate Banks (SCSBs). You may also download the RHP from the websites of the Securities and Exchange Board of India (SEBI) at www.sebi.gov.in, the book running lead manager (Book Running Lead Manager or BRLM) at www.ingaadvisors.com and the co-book running lead manager (Co-Book Running Lead Manager or CBRLM) at www.bksec.com, and the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) (collectively, the Stock Exchanges) at www.bseindia.com and www.nseindia.com, respectively, where the Equity Shares are proposed to be listed. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP. Bidders are advised to retain a copy of the RHP/ Abridged Prospectus for their future reference.



NEOGEN CHEMICALS LIMITED

Registered and Corporate Office: 1002, 10th Floor, Dev Corpora Bldg, Opp. Cadbury Junction,
Off Pokhran Road No. 2, Khopat, Thane - 400 601, Maharashtra, India

Contact Person: Lalit Ashok Karne, Company Secretary and Compliance Officer;

Tel: +91 22 2549 7300; **Fax:** +91 22 2549 7399 **Email:** investor@neogenchem.com; **Website:** www.neogenchem.com;

Corporate Identity Number: U24200MH1989PLC050919;

PROMOTERS OF OUR COMPANY: HARIDAS THAKARSHI KANANI AND HARIN HARIDAS KANANI

OFFER DETAILS, LISTING AND PROCEDURE

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹10 EACH (EQUITY SHARES) OF NEOGEN CHEMICALS LIMITED (OUR COMPANY) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) AGGREGATING UP TO ₹ [●] MILLION (OFFER). THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 700.00 MILLION BY OUR COMPANY (FRESH ISSUE) AND AN OFFER FOR SALE OF UP TO 1,699,600 EQUITY SHARES BY HARIDAS THAKARSHI KANANI (PROMOTER SELLING SHAREHOLDER) AND UP TO 1,200,400 EQUITY SHARES BY BEENA HARIDAS KANANI (PROMOTER GROUP SELLING SHAREHOLDER, AND ALONG WITH THE PROMOTER SELLING SHAREHOLDER COLLECTIVELY REFERRED TO AS THE SELLING SHAREHOLDERS) AGGREGATING UP TO ₹ [●] MILLION (OFFER FOR SALE). THE OFFER SHALL CONSTITUTE [●] % OF THE POST-OFFERED PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10.00 EACH. THE PRICE BAND AND THE MINIMUM BID LOT DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE BRLM AND THE CBRLM WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH NATIONAL DAILY NEWSPAPER BUSINESS STANDARD, ALL EDITIONS OF THE HINDI NATIONAL DAILY NEWSPAPER BUSINESS STANDARD AND THE MUMBAI EDITION OF THE MARATHI DAILY NEWSPAPER NAVSHAKTHI (MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST 2 (TWO) WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO THE BSE LIMITED (BSE) AND THE NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE, AND TOGETHER WITH BSE REFERRED TO AS TO THE STOCK EXCHANGES) FOR THE PURPOSES OF UPLOADING ON THEIR RESPECTIVE WEBSITES. BSE SHALL BE THE DESIGNATED STOCK EXCHANGE.

The Equity Shares offered in the Offer through the Red Herring Prospectus are proposed to be listed on the BSE and the NSE. In-principle approvals of BSE and NSE for listing the Equity Shares have been received pursuant to letters dated December 6, 2018 and December 19, 2018, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be BSE.

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 BRLM, CBRLM or download it from the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com, and the websites of the BRLM and the CBRLM at www.ingaadvisors.com and www.bksec.com, respectively.

ELIGIBILITY FOR THE OFFER- REGULATION 26(1) OF THE SEBI ICDR REGULATIONS

Whether the Company is compulsorily required to allot at least 75% of the Issue to Qualified Institutional Buyers – No

INDICATIVE TIMELINES

Bid/Offer Opening Date	April 24, 2019	Initiation of refunds (if any, for Anchor Investors) / unblocking of funds from ASBA Account	On or about May 6, 2019
Bid/Offer Closing Date*	April 26, 2019	Credit of Equity Shares to depository accounts of Allottees	On or about May 7, 2019
Finalisation of basis of allotment with the Designated Stock Exchange	On or about May 3, 2019	Commencement of trading of Equity Shares on the Stock Exchanges	On or about May 8, 2019

*Our Company and Selling Shareholders may, in consultation with the BRLM and the CBRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this 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 this 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 the Securities and Exchange Board of India (SEBI), nor does SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specific attention of the investors is invited to the section “Risk Factors” on page 19 of the RHP and on page 7 of this Abridged Prospectus.

PRICE INFORMATION OF PAST ISSUES HANDLED BY THE BRLM AND CBRLM

This is the first public issue being handled by Inga Advisors Private Limited. Further, Batlivala & Karani Securities India Private Limited has not handled any public issues during the current financial year and two financial years preceding the current financial year. Accordingly, there is no track record disclosed herein.

NAMES AND CONTACT DETAILS (TELEPHONE AND EMAIL ID) OF THE BRLM AND CBRLM

INGA ADVISORS PRIVATE LIMITED Telephone: +91 22 2681 6003 Email: neogen.ipo@ingaadvisors.com Investor Grievance Email: investors@ingaadvisors.com	BATLIVALA & KARANI SECURITIES INDIA PRIVATE LIMITED Telephone: +91 22 4031 7000 Email: merchantbanking@bksec.com Investor Grievance Email: grievance.mbd@bksec.com
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Names of Syndicate Members	Batlivala & Karani Securities India Private Limited, Bonanza Portfolio Limited and Hem Securities Limited
Name of Registrar to the Offer and contact details	LINK INTIME INDIA PRIVATE LIMITED Telephone: +91 22 4918 6200 Fax: +91 22 4918 6195 E-mail: neogenchem.ipo@linkintime.co.in Investor Grievance E-mail: neogenchem.ipo@linkintime.co.in
Name of Statutory Auditor	JMT & Associates, Chartered Accountants
Self Certified Syndicate Banks	The list of banks that have been notified by SEBI to act as SCSBs for the ASBA. The list of banks that have been notified by SEBI to act as SCSBs for the ASBA process is provided on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 and updated from time to time. For further details of the Designated Branches of the SCSBs to receive the ASBA Forms from the Designated Intermediaries and as updated from time to time, please refer to the abovementioned link. For further details, please refer to the chapter ‘Offer Procedure’ on page 462 of the RHP.
Non Syndicate Registered Brokers	You can submit Bid Cum Application Forms in the Offer to the Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com , as updated from time to time. For further details, please refer to the chapter ‘Offer Procedure’ on page 462 of the RHP.
Details regarding website address(es)/link(s) from which the investor can obtain list of registrar to issue and share transfer agents, Collecting depository participants and stock brokers who can accept application from investor (as applicable)	The list of the RTAs and CDPs eligible to accept ASBA Forms at the Designated RTA Locations or Designated CDP Locations, as the case may be including details such as address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com , as updated from time to time. For further details, please refer to the chapter ‘Offer Procedure’ on page 462 of the RHP.

OUR PROMOTERS

Haridas Thakarshi Kanani is the Chairman and Managing Director of our Company. He oversees the manufacturing, research and development and general operation and management of our Company’s manufacturing units. He holds a bachelor’s degree in chemical engineering from the Indian Institute of Technology, Bombay. He has previously worked with Excel Industries Limited. He then founded Chem Ocean Industries which set up one of India’s first Bromine plants using indigenous technology at Navalakhi, Gujarat. Due to a flood in the 1970s the Bromine Plant was destroyed, and he set up the firm Chem Ocean Consultant which provided consultancy, technology and engineering technologies to set up Bromine plants for other companies. In 1985 he set up Prachi Chemicals to manufacture organic and inorganic bromides. He then later established our Company in 1989 and has since served on the Board of our Company.

Harin Haridas Kanani is the Joint Managing Director of our Company. He heads various business divisions of our Company including research and development, business development, quality control, purchase, marketing and finance. He holds a bachelor’s degree in chemical engineering from the Indian Institute of Technology, Bombay and a master’s degree and a doctorate in chemical engineering from the University of Maryland. He has also served as a research fellow at the University of Maryland, where he has published 4 first author manuscripts in the field of chemical engineering, he has also presented various talks and presentations at national and international conferences. He has also participated in the Small and Medium Enterprises Programme from IIM Ahmedabad. He has previously worked with companies such as Asian Paints India Limited and as a senior research scientist at Pioneer Hi-Bred International Inc. in the United States. He joined our Company in 2008 as a general manager and has been on the Board of our Company as Joint Managing Director since the year 2017.

For further details, on the Promoters of our Company, please refer to the chapter ‘Promoters and Promoter Group’ on page 199 of the RHP. We do not have any listed Group Companies.

BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

We are one of India's leading manufacturers of bromine-based, and lithium-based, specialty chemicals. Specialty chemicals are those chemicals that impart different properties to a variety of products (i.e. the effect that specialty chemicals have varies based on the product) and have a high degree of value addition. Specialty chemicals are, also generally, in the Indian context, manufactured in smaller volumes when compared to non-specialty chemicals. Specialty chemicals, including bromine and lithium-based compounds, comprise pharmaceutical intermediates, agrochemical intermediates, engineering fluids, electronic chemicals, polymers additives, water treatment chemicals, construction chemicals and flavours and fragrances.

Specialty chemicals are widely used for specialised applications to meet industry-specific requirements and can be classified based on application industries. Additionally, certain specialty chemicals find application in multiple industries.

We manufacture specialty organic bromine-based chemical compounds (**Bromine Compounds**) and other specialty organic chemical compounds as well as specialty inorganic lithium-based chemicals compounds (**Lithium Compounds** and together with the Bromine Compounds the **Products**). We commenced our business operations in 1991, at our Mahape, Navi Mumbai manufacturing facility with a few Bromine Compounds and Lithium Compounds. Over the years we have expanded our range of products and, presently, manufacture an extensive range of specialty chemicals which find application across various industries in India and globally. As on February 28, 2019, we have manufactured an aggregate of 198 products comprising 181 organic chemicals and 17 inorganic chemicals.

We operate out of our manufacturing facilities located in Mahape, Navi Mumbai in Maharashtra (**Mahape Facility**) and Karakhadi, Vadodara in Gujarat (**Vadodara Facility**). Our corporate office is located in Thane, Maharashtra. We are, presently, developing a green-field manufacturing unit in Dahej SEZ, in Gujarat (**Proposed Dahej Facility**) and are also proposing to expand our operations in Karakhadi, Vadodara (**Proposed Vadodara Facility**). Our manufacturing facilities in aggregate are spread across approximately 40 acres with an additional 12 acres of leased property in Dahej SEZ. Our manufacturing units at Vadodara and Mahape also contain our research and development (**R&D**) units comprising a dedicated 20 member in-house team.

Our aggregate manufacturing capacity, and a break-up of our capacity, across our manufacturing units is set out below:

1. Aggregate manufacturing capacity of organic chemicals – approximately 1,30,400 litres (reactor volume); and
2. Aggregate manufacturing capacity of inorganic chemicals – 1,200,000 Kg. per annum of products.

As on February 28, 2019, we employed 152 full time, 45 fixed term contract employees (generally a 5-year contract) and 4 retainers.

Strengths: (a) Experienced promoters with domain knowledge; (b) Large and diverse array of products; (c) Diversified and stable customer base; (d) Growth led by continuous investment in R&D; (e) Management expertise; (f) Specialised business model with high entry barriers; and (g) Established and stable relationship with suppliers.

Strategy: (a) Expanding our production capacities; (b) Increasing our contract manufacturing portfolio; (c) Augmenting growth in domestic and global markets; (d) Improving financial performance through focus on operational efficiencies and functional excellence; and (e) Focus on advanced specialty intermediates which offer higher value addition.

For further details please refer to the chapter 'Our Business' on page 154 of the RHP.

BOARD OF DIRECTORS

Sr. No.	Name	Designation (Independent / Whole time / Executive / Nominee)	Experience including current / past position held in other firms
1.	Haridas Thakarshi Kanani	Chairman and Managing Director	He established our Company in 1989 and has since served on the Board of our Company. He has previously worked with Excel Industries Limited before founding Chem Ocean Industries. Thereafter, he set up Chem Ocean Consultant and later, Prachi Industries. He is a partner of Neogen Advance Sciences LLP.
2.	Harin Haridas Kanani	Joint Managing Director	He has previously worked with companies such as Asian Paints India Limited and as a senior research scientist at Pioneer Hi-Bred International Inc. in the United States. He is a partner of Neogen Advance Sciences LLP.
3.	Sanjay Natwarlal Mehta	Independent Director	He is a practicing chartered accountant with 42 years of experience. He is a director on the board of Span Divergent Limited, Span Finstock Private Limited, Athreyas Wellness Private Limited, Meera Industries Limited and Cognate Biolabs Private Limited. He is a partner with M/s Akkad Mehta & Co. and S N F & Associates LLP. He is also a trustee of various trusts.
4.	Hitesh Bharatkumar Reshamwala	Independent Director	He is a practicing Chartered Accountant with 29 years of practice. He is a director of various companies including OCS Energy Services India Private Limited, OCS Technical Solutions India Private Limited, OCS Integrated Solutions India Private Limited, Association for Nutrition and Development Action, Radhakrishna Food Services Private Limited and Radhakrishna Foodland Private Limited. In addition, he is a partner with firms including Hitesh Reshamwala & Associates.

Sr. No.	Name	Designation (Independent / Whole time / Executive / Nominee)	Experience including current / past position held in other firms
5.	Shyamsundar Radheshyam Upadhyay	Executive Director	He has 41 years of work experience in the field of chemicals and has previously been associated with companies such as Savita Chemicals, Wimco, Gharda Chemicals, Clariant India, Tytan Organics Limited, Arch Pharmalabs Limited and Laxmi Organic Industries Limited.
6.	Anurag Surana	Non-Executive Director	He founded a consulting company Kagashin Global Network Private Limited. He was previously an executive director on the board of PI Industries Limited, an agrochemical and specialty chemicals manufacturer, for 14 years. He is also a director of companies including Nichino Chemical India Private Limited and IFFCO-MC Crop Science Private Limited.
7.	Avi Kersi Sabavala	Independent Director	She is a former president of the Baroda Management Association, she is also a visiting faculty for the Gujarat Energy Training & Research Institute from 2008.
8.	Ranjan Kumar Malik	Independent Director	He was a former professor at the department of chemical engineering at the Indian Institute of Technology, Bombay for 30 years. He is currently an Emeritus Fellow at the Indian Institute of Technology, Bombay. He is also a member of the Indian Institute of Chemical Engineers.

For further details of our Board of Director please refer to the chapter 'Our Management' on page 181 of the RHP.

OBJECTS OF THE OFFER

The Offer comprises of the Fresh Issue and the Offer for Sale. Our Company will not receive any proceeds from the Offer for Sale.

We expect to deploy the entire Net Proceeds in Fiscal 2020. The fund requirement for each of the objects of the Offer are stated as follows:

(in ₹ million)

Particulars	Amount sanctioned / as on February 28, 2019	Outstanding amount as on February 28, 2019*	Amount proposed to be funded from the Net Proceeds	Estimated utilisation in Fiscal 2020
Prepayment or repayment of all or a portion of certain borrowings availed by our Company*	245.50	233.57	205.00	205.00
Redemption of 9.8% FRCPS	107.00	115.00	115.00	115.00
Long term working capital	-	-	200.00	200.00
General corporate purposes**	[●]	[●]	[●]	[●]
Total	[●]	[●]	[●]	[●]

* We propose to repay the term loans availed of by us from State Bank of India and Citibank N.A. The amounts mentioned in the table above are the aggregate sanctioned amounts and the outstanding amounts under the terms loans from the aforementioned banks.

** To be finalised on determination of the Offer Price.

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.**

For further details, please refer to the Section 'Objects of the Offer' on page 107 of the RHP.

Since the Fresh Issue is for less than ₹ 1,000 million our Company is not required to appoint a monitoring agency.

No convertible securities are being issued through the Offer.

EQUITY SHAREHOLDING PATTERN

Sl. No.	Particulars	Pre-Offer number of shares	% holding of Pre-Offer
1.	Promoter & Promoter Group	19,233,453	95.79
2.	Public	845,340	4.21
	Total	20,078,793	100.00

Number of Equity Shares proposed to be sold by the Selling Shareholders - Upto 2,900,000 Equity Shares.

Sl. No.	Name of the Selling Shareholder	Maximum number of Equity Shares offered for sale
1.	Haridas Thakarshi Kanani	1,699,600
2.	Beena Haridas Kanani	1,200,400
	Total	2,900,000

RESTATED AUDITED FINANCIALS

(₹ in million except otherwise stated)

Standalone	9 months ended December 31, 2018	Fiscal 2018	Fiscal 2017	Fiscal 2016	Fiscal 2015	Fiscal 2014
Revenue from Operations	1,592.31	1,640.12	1,214.67	1,088.85	914.84	799.04
Total Income	1,598.81	1,648.16	1,218.80	1,090.47	924.80	803.14
Restated Profit / (Loss) before tax	171.15	174.38	115.73	84.81	80.65	61.89
Restated Profit / (Loss) after tax	122.88	106.00	77.50	51.80	50.85	36.43
Equity Share Capital	200.79	200.00	200.00	200.00	45.00	45.00
Reserves and Surplus (Other Equity)	416.43	302.31	220.32	75.49	189.87	150.94
Net worth	617.22	502.30	420.31	275.49	234.87	195.93
Basic earnings per share (₹)	6.12	5.30	3.87	2.59	11.30	8.10
Diluted earnings per share (₹)	6.12	5.30	3.87	2.59	11.30	8.10
Return on net worth (%)	19.91	21.10	18.44	18.80	21.65	18.60
Net asset value per share (₹)	30.74	25.12	21.02	13.77	52.19	43.54

(₹ in million except otherwise stated)

Consolidated	9 months ended December 31, 2018	Fiscal 2018	Fiscal 2017	Fiscal 2016	Fiscal 2015	Fiscal 2014
Revenue from Operations	1,592.31	1,640.12	1,214.67	1,088.85	914.84	799.04
Total Income	1,596.87	1,646.75	1,217.75	1,090.47	924.80	803.14
Restated Profit / (Loss) before tax	170.49	173.35	115.06	84.81	80.65	61.89
Restated Profit / (Loss) after tax	122.21	104.97	76.83	51.80	50.85	36.43
Equity Share Capital	200.79	200.00	200.00	200.00	45.00	45.00
Reserves and Surplus (Other Equity)	414.08	300.62	219.66	75.49	189.87	150.93
Net worth	614.87	500.62	419.66	275.49	234.87	195.93
Basic earnings per share (₹)	6.09	5.25	3.84	2.59	11.30	8.10
Diluted earnings per share (₹)	6.09	5.25	3.84	2.59	11.30	8.10
Return on net worth (%)	19.88	20.97	18.31	18.80	21.65	18.60
Net asset value per share (₹)	30.62	25.03	20.98	13.77	52.19	43.54

INTERNAL RISK FACTORS

Set out below are the top 10 risk factors disclosed in the RHP.

1. Neogen Corporation has filed a commercial intellectual property suit against our Company which if determined against our Company may have an adverse effect on this Offer, our business and results of operations.
2. There are proceedings pending against our Company and our Directors which if determined against our Company or these directors, may have an adverse effect on our business and results of operations.
3. Our Company is heavily reliant on the demand from application industries such as pharmaceuticals, agro chemicals, refrigeration and construction chemicals. Any downturn in the application industries could have an adverse impact on our Company's business and results of operations.
4. Our Company does not have long-term agreements with suppliers for our raw materials and an increase in the cost of, or a shortfall in the availability or quality of such raw materials could have an adverse effect on our business and results of operations.
5. This Red Herring Prospectus contains information from an industry report which we have commissioned from CRISIL Research.
6. Our Company is heavily reliant on certain customers and significant part of our revenue is generated from select clients and we do not have long term contracts with these customers.
7. Unsecured inter corporate deposits taken by our Company can be recalled by the lenders at any time.
8. We have certain contingent liabilities and capital commitments which may adversely affect our cash flows and financial condition.
9. We had negative net cash flows from investing activities in the past and may continue to have negative net cash flows in the future.
10. Our Promoter and member of promoter group are selling Equity Shares in the Offer and will receive proceeds as part of the Offer for Sale.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

- Total number of outstanding litigations against our Company are 7 and the aggregate amount involved, to the extent quantifiable, is ₹ 7.16 million.
- Brief details of top 5 material outstanding litigations against the Company and amount involved:

Neogen Corporation (**Petitioner**), a corporation incorporated in the United States of America had published a cautionary notice in India dated November 26, 2013 stating that they are the owners of the trade mark 'NEOGEN' (**Impugned Mark**). Our Company submitted a reply to the said cautionary notice stating that it uses the Impugned Mark as its trade mark and has registered trademarks in India with the said Impugned Mark. The Petitioner sent a reply dated January 30, 2014 to our Company stating that they are willing to come to an understanding to decide mutually separate areas of interest concerning the Impugned Mark. The Petitioner had filed various applications under the Trade Marks Act, 1999 to register the Impugned Mark as its trade mark in India. Our Company filed notices of opposition to the said applications dated July 18, 2018. The Petitioner has subsequently filed a commercial intellectual property suit (COMIP (L) 1705 of 2018) against our Company dated November 28, 2018 (**Suit**) and a notice of motion ((L) No. 3087 of 2018) in the High Court of Bombay (**High Court**), *inter alia* seeking a permanent injunction, and an injunction during the pendency of the Suit to prevent our Company from using the mark 'NEOGEN' *inter alia* to manufacture, market, trade or sell the products of our Company, to do an initial public offer (**IPO**) using the impugned mark as the name of our Company. The Petitioner has further prayed to the High Court that a Receiver be appointed to take charge and possession of all materials and goods belonging to our Company bearing the Impugned Mark (**Marked Goods**) during the pendency of the suit that our Company be directed to deliver to the Petitioner, Marked Goods to be destroyed. The Petitioner has also sought ₹ 5 million in damages along with an interest of 21% per annum, from the date of filing of the Suit or that our Company be ordered to render a true and faithful account of the profits earned using the Impugned Mark and be ordered to pay such amount. Our Company has filed a reply dated January 14, 2019 seeking a dismissal of the Suit and has filed a written statement on April 9, 2019. The Hon'ble High Court passed orders dated February 12, 2019 and February 27, 2019, *inter alia* directing the Petitioner to remove office objections. The Suit is currently pending before the High Court for hearing.

- 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: Nil
- Brief details of outstanding criminal proceedings against Promoters: Nil
- Any Other Important Information as per BRLM / CBRLM / Issuer: Nil

DECLARATION BY THE COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 1956, the Companies Act, 2013 and the rules/guidelines/regulations framed thereunder by the Government of India and, or, the rules/guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 1956, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992 and, or, any rules, guidelines or regulations issued thereunder, as the case may be. We further certify that all statements in the Red Herring Prospectus are true and correct.

DECLARATION BY SELLING SHAREHOLDERS

Each Selling Shareholder hereby certifies that all statements, disclosures and undertakings made or confirmed by such Selling Shareholder in the Red Herring Prospectus about or in relation to herself/ himself in connection with the Offer and the Offered Shares, are true and correct.

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