

**COMMON BID CUM APPLICATION FORM**

**ROSSARI BIOTECH LIMITED - INITIAL PUBLIC OFFER - NR**  
Registered and Corporate Office: 201 A - B, 2<sup>nd</sup> Floor, Akniti Corporate Park, L.B.S. Marg, next to GE Gardens, Kanjurmarg (W), Mumbai 400 079, India,  
Tel: (+91 22) 6123 3800; Contact Person: Ms. Parul Gupta, Company Secretary and Compliance Officer, Tel: (+91 22) 6123 3800  
E-mail: cs@rossarilimited.com; Website: www.rossarilimited.com  
Corporate Identity Number: U24100MH2009PLC194818

**FOR NON-RESIDENTS INCLUDING FPIs, ELIGIBLE NRIS APPLYING ON A REPATRIATION BASIS, FVCIS AND REGISTERED BILATERAL AND MULTILATERAL INSTITUTIONS**



To,  
The Board of Directors  
**ROSSARI BIOTECH LIMITED**

**100% BOOK BUILDING OFFER**  
**ISIN : INE02A801020**

**Bid cum Application Form No.**

<b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>	<b>REGISTERED BROKER/SCSB/CDP/RTA STAMP &amp; CODE</b>	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>
		Mr. / Ms. / M/s. _____
		Address _____
		_____ Email _____
<b>BANK BRANCH SERIAL NO.</b>	<b>SCSB SERIAL NO.</b>	Tel. No. (with STD code) / Mobile _____
		<b>2. PAN OF SOLE / FIRST BIDDER</b>
		_____

<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b>	<input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
_____	

For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

4. BID OPTIONS (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")										5. CATEGORY		6. INVESTOR STATUS								
Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures only)				Retail Individual Investor <input type="checkbox"/>	Non-Institutional Investor <input type="checkbox"/>	QIB <input type="checkbox"/>	Non-Resident Indian(s) (Repatriation basis) - NRI <input type="checkbox"/>	Foreign Portfolio Investor - FPI <input type="checkbox"/>	Foreign Venture Capital Investor - FVCI <input type="checkbox"/>	Registered Bilateral and Multilateral Development Financial Institutions - RBM <input type="checkbox"/>	Others (Please Specify) - OTH <input type="checkbox"/>
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please tick)								
Option 1													<input type="checkbox"/>							
(OR) Option 2													<input type="checkbox"/>							
(OR) Option 3													<input type="checkbox"/>							

<b>7. PAYMENT DETAILS [IN CAPITAL LETTERS]</b>	<b>PAYMENT OPTION : FULL PAYMENT <input checked="" type="checkbox"/> PART PAYMENT <input checked="" type="checkbox"/></b>
Amount Blocked (₹ in figures) _____ (₹ in words) _____	
ASBA Bank A/c No. _____	
Bank Name & Branch _____	
OR	
UPI ID (Maximum 45 characters) _____	

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM, THE COMPANY'S PRELIMINARY OFFERING MEMORANDUM THE ATTACHED ABRIDGED PROSPECTUS, THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.

<b>8A. SIGNATURE OF SOLE/ FIRST BIDDER</b>	<b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b>	<b>SYNDICATE MEMBER/ REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
Date : _____, 2020	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____	
	2) _____	
	3) _____	

TEAR HERE



**ROSSARI BIOTECH LIMITED**  
**INITIAL PUBLIC OFFER - NR**

Acknowledgement Slip for Syndicate Member/Registered Broker/SCSB/CDP/ RTAs/Sub-Syndicate/Agents

**Bid cum Application Form No.**

<b>DPID / CLID</b>	<b>PAN of Sole / First Bidder</b>
_____	_____
Amount Blocked (₹ in figures) _____	ASBA Bank A/c No./UPI ID _____
Bank Name & Branch _____	Stamp & Signature of SCSB Branch _____
Received from Mr./Ms./M/s. _____	
Telephone / Mobile _____	Email _____

TEAR HERE

<b>ROSSARI BIOTECH LIMITED - INITIAL PUBLIC OFFER - NR</b>	Option 1	Option 2	Option 3	Stamp & Signature of Syndicate Member/Registered Broker/SCSB/CDP/RTAs/Sub-Syndicate/Agents	Name of Sole / First Bidder _____
	No. of Equity Shares				
	Bid Price				
	Amount Blocked (₹)				<b>Acknowledgement Slip for Bidder</b>
	ASBA Bank A/c No./UPI ID _____				
Bank Name & Branch _____					
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.					<b>Bid cum Application Form No.</b>
					_____

**ROSSARI BIOTECH LIMITED**

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

### BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

**(IN CASE OF A JOINT BID, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)**

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. On the basis of the Red Herring Prospectus dated July 4 2020 (the "RHP") filed with the Registrar of Companies, Maharashtra at Mumbai (the "RoC") (if I am/we are in India) or the preliminary international wrap dated July 4, 2020 together with the RHP (the "Preliminary Offering Memorandum") (if I am/we are outside India), General Information Document for investing in public issues ("GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I/we hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on bidding has been blocked with the relevant SCSB. I/we agree to accept the Equity Shares Bid for, or such lesser number as may be Allotted to me/us subject to the terms of the RHP, Preliminary Offering Memorandum, Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/we undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the Depository records and to place my/our name on the register of members of the Company. I/we note that in case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) the Book Running Lead Managers (the "BRLMs") (only in the Specified Locations) have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Investors and Retail Individual Investors based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/we authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the RoC without intimation to me/us and use this Bid cum Application Form as the Application Form for the purpose of the Offer. I/we confirm that I/we have made the RHP or for Bidders outside India, the Preliminary Offering Memorandum.

**I/WE CONFIRM THAT:** I/We and any person we represent or the accounts on whose behalf we are purchasing the Equity Shares confirm that I am/we are, or at any time the Equity Shares are purchased will be, the beneficial owner of such Equity Shares and I/we and any customer I/we represent, (A) I/we and any customer represent, am/are located outside the United States within the meaning of Regulation S under the U.S. Securities Act of 1933, as amended, (the "U.S. Securities Act") and am/are purchasing the Equity Shares in an "offshore transaction" as defined in Regulation S; (B) I/we have received a copy of the RHP (if we are in India) or the Preliminary Offering Memorandum (if we are outside India) and that my/our investment decision is based solely on the RHP or the Preliminary Offering Memorandum, as applicable, (C) I/we have read and agree to the representations, warranties and agreements contained in the section "Legal and Other Information - Other Regulatory and Statutory Disclosures - Eligibility for the Offer" of the RHP or the sections "Restrictions on Foreign Ownership of Indian Securities" and "Transfer Restrictions" of the Preliminary Offering Memorandum, as applicable, and (D) I am/we are not an affiliate of the Company or a person acting on behalf of such affiliate. I am/we are and any person we represent or the accounts on whose behalf we are purchasing the Equity Shares (E) understand the Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. This Bid cum Application Form is being issued to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgements set out in "Other Regulatory and Statutory Disclosures" and "Offer Procedure" sections on pages 305 and 322, respectively, of the RHP and (ii) agree to abide by (1) this Common Bid cum Application Form and (2) the RHP (if you are in India) or the Preliminary Offering Memorandum (if you are outside India), together with the terms and conditions contained therein.

**FOR QIB BIDDERS:** I/We confirm that the Bid size/maximum Equity Shares applied for by us do not exceed the relevant regulatory approvals/limits. I am/ We are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including the Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

**Further:** 1) In accordance with ASBA process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP, I/we authorise (a) the Syndicate Members (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs (at Designated SCSB Branches) or the RTAs (at Designated RTA locations) or the CDPs (at Designated CDP locations), as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account of the Applicant maintained with the SCSB as specified in the Bid cum Application Form or in the bank account of the Applicant linked with the UPI ID provided in the Bid cum Application Form, as the case may be, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer or the Sponsor Bank, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or Sponsor Bank, as the case may be, to issue instruction to the SCSBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the application. 3) I/we hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs (at Designated SCSB Branches) or CDPs (at Designated CDP locations) or the RTAs (at Designated RTA locations), as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band. As per existing policy of the Government of India and RBI, OCBs cannot participate in this Offer. For further details, see "Offer Procedure" on page 322 of the RHP, respectively.

I/We hereby provide my / our consent to the Stock Exchanges / Sponsor Banks / NPCI / RTA for collecting, storing and usage validating my/our PAN details from the bank account where my/our amount is blocked by the relevant SCSBs.

**FOR CANADIAN BIDDERS:** I/we hereby confirm that I am/we are a resident of Canada and are both an "accredited investor" and a "permitted client" as defined under applicable law. I/we (on behalf of joint bidders, if any) hereby also confirm that I/we will provide the duly filled in Accredited Investor and Permitted Client Certificate to the BRLMs or Syndicate Members, in a form satisfactory to them.

### INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the Depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means 'Indication to make an offer' during the Bid/Offer period by a Bidder and not 'an offer'.
- The First Bidder, should mention his/ her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by persons who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, and any other category of Bidders including without limitation, multilateral/bilateral institutions the Bidders, or in the case of Bid in joint names, the First Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain Demographic Details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Members of the Syndicate nor the Registered Brokers nor the Registrar to the Offer or RTAs/CDPs or the SCSBs nor the Company nor any of the Selling Shareholders shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The face value of Equity Shares is ₹ 2/- each. The Price Band has been decided by our Company and the Selling Shareholders in consultation with the Book Running Lead Managers ("BRLMs") and the minimum Bid Lot have been decided by our Company in consultation with the BRLMs, and advertised in all editions of Financial Express (a widely circulated English national daily newspaper) and all editions of Jansatta (a widely circulated Hindi national daily newspaper) and all editions of Navshakti (a widely circulated Marathi national daily newspaper, Marathi being the regional language of Mumbai where our Registered and Corporate Office is located), at least two (2) Working Days prior to the Bid/Offer Opening Date and have been made available to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges") and have been uploaded on their respective websites in accordance with SEBI ICDR Regulations. In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three (3) additional Working Days after such revision of the Price Band, subject to the Bid/Offer Period not exceeding ten (10) Working Days. In case of a force majeure, banking strike or similar circumstances, our Company and the Selling Shareholders, in consultation with the BRLMs, may for reasons to be recorded in writing extend the Bid/Offer Period for minimum three working days subject to the Bid/Offer Period not exceeding 10 working days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a press release and also by indicating the changes on the respective websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to the Sponsors Bank & Designated Intermediaries.

**Maximum and Minimum Bid Size:** In case of Retail Individual Investors, such number of Equity Shares in multiples of Bid Lot such that the Bid Amount less discount (as applicable) does not exceed ₹ 200,000/- Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Investors and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of Bid Lot such that Bid Amount exceeds ₹ 200,000/-. The maximum Bid by any investor should not exceed the investment limits prescribed for them by Applicable Laws and under the RHP or Preliminary Offering Memorandum.

- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your Depository records.
- Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.** All Bidders can obtain the Bid cum Application Form from the Company's Registered Office and Corporate Office or from any of the members of the Syndicate or CDPs or RTAs or Registered Brokers from their offices. In accordance with applicable law and UPI Circulars, Bidders please ensure that your Bank has notified Designated SCSB Branch in the city where the Bid cum Application Form is being submitted.
- Please note that application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.
  - QIB and Non Institutional Investors cannot use UPI mechanism to apply.
  - For Retail Individual Investors applying using UPI.**
    - Please ensure that your Bank is offering UPI facility for Public Issues.
    - Please mention UPI ID clearly in CAPITAL LETTERS only.
    - UPI ID cannot exceed 45 characters.
    - Please ensure that you are using your UPI ID only and not the UPI ID of any third party.
    - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to ensure with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
    - Retail Individual Bidders using the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 322 of the RHP.

9. Only the First Bidder is required to sign the Bid cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected. Necessary revisions in the Bidders undertaking and institution will be required depending upon the jurisdiction in which the sale of Equity Shares is proposed.

10. **Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that Syndicate Members, Registered Broker, CDPs, RTAs and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.

11. The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic Bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the Depository database, the Bid cum Application Form is liable to be rejected.

12. You will be sent either the RHP or the Prospectus (if you are in India) and Preliminary Offering Memorandum and the Final Offering Memorandum (if you are outside India other than in the United States) in each case either in physical form or electronic form or both. You shall distribute or forward these documents and these documents are subject to the disclaimers and restrictions contained in or accompanying them. This common Bid cum Application Form is being issued to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgements set out in (1) "Other Regulatory and Statutory Disclosures" and "Offer Procedure" sections of the RHP or (2) with respect to investors outside of India, the Preliminary Offering Memorandum, in each case are true and correct and (ii) agree to abide by (1) this common Bid cum Application Form and (2) the RHP or with respect to investors outside of India, the Preliminary Offering Memorandum; in each case together with the terms and conditions contained therein.

**Note:** Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLMs and Stock Exchanges.

TEAR HERE

	COMPANY CONTACT DETAILS	REGISTRAR CONTACT DETAILS
<ul style="list-style-type: none"><li>In case of queries related to Allotment/ credit of Allotted Equity Shares, the Bidders should contact Registrar to the Offer.</li><li>In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB.</li><li>In case of queries related to upload of Bids submitted to the Syndicate Member/RTAs/ Registered Brokers/CDPs, as applicable the Bidders should contact the relevant Designated Intermediary.</li><li>For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail <a href="mailto:ld-ipo.upi@npci.org.in">ld-ipo.upi@npci.org.in</a>.</li></ul>	<p><b>ROSSARI BIOTECH LIMITED</b> <b>Registered and Corporate Office:</b> 201 A - B, 2nd Floor, Akuriti Corporate Park, L.B.S. Marg, Next to GE Gardens, Kanjurmarg (W), Mumbai 400 079, India; <b>Tel:</b> (+91 22) 6123 3800 <b>Contact Person:</b> Ms. Parul Gupta, Company Secretary and Compliance Officer; <b>Tel:</b> (+91 22) 6123 3800 <b>E-mail:</b> <a href="mailto:cs@rossarimail.com">cs@rossarimail.com</a>; <b>Website:</b> <a href="http://www.rossari.com">www.rossari.com</a></p>	<p><b>Link Intime India Private Limited</b> C-101, 1st Floor, 247 Park Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India <b>Tel:</b> (+91 22) 4918 6200 <b>Email:</b> <a href="mailto:rossaribio.ipo@linkintime.co.in">rossaribio.ipo@linkintime.co.in</a> <b>Website:</b> <a href="http://www.linkintime.co.in">www.linkintime.co.in</a> <b>Contact Person:</b> Ms. Shanti Gopalkrishnan <b>SEBI Registration No:</b> INR000004058</p>

This is an Abridged Prospectus containing salient features of the red herring prospectus dated July 04, 2020 ("Red Herring Prospectus" or "RHP").  
You are encouraged to read greater details available in the Red Herring Prospectus.

**THIS ABRIDGED PROSPECTUS CONTAINS FOUR PAGES OF BID CUM 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 offers undertaken through the Book Building Process before applying in the Offer (as defined below). The investors are advised to retain a copy of RHP/Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid cum Application Form and the RHP from Stock Exchanges (as defined below), Members of the Syndicate, Registered Brokers, Collecting Depository Participants ("CDPs"), Registrar and Share Transfer Agents ("RTAs"), Registrar to the Offer, Underwriters, Bankers to the Offer and Self Certified Syndicate Banks ("SCSBs"). You may also download the RHP from the websites of the Securities and Exchange Board of India ("SEBI"), National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE" or the "Designated Stock Exchange") (NSE and BSE, collectively, "Stock Exchanges") where the Equity Shares are proposed to be listed and the websites of the Book Running Lead Managers ("BRLMs") i.e. Axis Capital Limited at www.axiscapital.co.in and ICICI Securities Limited at www.icicisecurities.com, respectively. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.



## ROSSARI BIOTECH LIMITED

Our Company was initially incorporated as "Rossari Labtech" on March 6, 2003, as a partnership firm under the Indian Partnership Act, 1932, pursuant to a certificate of registration dated June 22, 2003, issued by the Registrar of Firms, Mumbai. The name of the partnership firm was changed to "Rossari Biotech" on December 5, 2003 and further the firm converted into a joint stock company on August 10, 2009, under part IX of the Companies Act, 1956 as "Rossari Biotech Limited" with a certificate of incorporation granted by the Registrar of Companies, Maharashtra at Mumbai ("RoC"). We received our certificate of commencement of business on August 13, 2009. For details of the change in the registered office of our Company, see "History and Certain Corporate Matters" on page 171 of the RHP.

**Corporate Identity Number:** U24100MH2009PLC194818

**Registered and Corporate Office:** 201 A - B, 2<sup>nd</sup> Floor, Akuruti Corporate Park, L.B.S. Marg, next to GE Gardens, Kanjurmarg (W),  
Mumbai 400 079, India; **Tel:** (+91 22) 6123 3800

**Contact Person:** Ms. Parul Gupta, Company Secretary and Compliance Officer; **Tel:** (+91 22) 6123 3800 **E-mail:** cs@rossarimail.com; **Website:** www.rossari.com

### OUR PROMOTERS: MR. EDWARD WALTER MENEZES AND MR. SUNIL SRINIVASAN CHARI

**INITIAL PUBLIC OFFERING OF [●] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF ROSSARI BIOTECH LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION COMPRISING A FRESH ISSUE OF [●] EQUITY SHARES AGGREGATING UP TO ₹ 500.00\* MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 10,500,000 EQUITY SHARES (THE "OFFERED SHARES") AGGREGATING UP TO ₹ [●] MILLION, COMPRISING AN OFFER FOR SALE OF UP TO 5,250,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY MR. EDWARD MENEZES AND UP TO 5,250,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY MR. SUNIL CHARI (THE "PROMOTER SELLING SHAREHOLDERS" OR THE "SELLING SHAREHOLDERS"), (THE "OFFER FOR SALE", AND TOGETHER WITH THE FRESH ISSUE, THE "OFFER"). THE OFFER SHALL CONSTITUTE [●]% OF THE POST-OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

\*OUR COMPANY HAS, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("BRLMs"), UNDERTAKEN A PRIVATE PLACEMENT OF EQUITY SHARES AGGREGATING TO ₹ 999.99 MILLION ("PRE-IPO PLACEMENT"). THE SIZE OF THE FRESH ISSUE OF UP TO ₹ 1,500.00 MILLION HAS BEEN REDUCED BY ₹ 999.99 MILLION PURSUANT TO THE PRE-IPO PLACEMENT AND ACCORDINGLY, THE SIZE OF THE FRESH ISSUE IS UP TO ₹ 500.00 MILLION.

(1) THE PRICE BAND WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS, IN CONSULTATION WITH THE BRLMs; AND (2) THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLMs, AND WILL BE ADVERTISED IN ALL EDITIONS OF THE FINANCIAL EXPRESS (A WIDELY CIRCULATED ENGLISH NATIONAL NEWSPAPER), ALL EDITIONS OF JANSATTA (A WIDELY CIRCULATED HINDI NATIONAL NEWSPAPER) AND ALL EDITIONS OF NAVSHAKTI (A WIDELY CIRCULATED MARATHI NATIONAL NEWSPAPER, MARATHI BEING THE REGIONAL LANGUAGE OF MUMBAI, WHERE OUR REGISTERED AND CORPORATE OFFICE IS LOCATED) AT LEAST 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, THE "STOCK EXCHANGES") FOR UPLOADING ON THEIR RESPECTIVE WEBSITES.

### 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 SEBI, NSE and BSE at www.sebi.gov.in, www.nseindia.com and www.bseindia.com, respectively and the BRLMs i.e. Axis Capital Limited at www.axiscapital.co.in and ICICI Securities Limited at www.icicisecurities.com, respectively.

### ELIGIBILITY FOR THE OFFER

The Offer is being made in terms of Rule 19(2)(b) of the SCRR, through the Book Building Process and in compliance with Regulation 6(1) of the SEBI ICDR Regulations. Whether the Company is compulsorily required to allot at least 75% of the net Offer to Qualified Institutional Buyers -No

### INDICATIVE TIMELINE

<b>Bid/Offer Opens Date*</b>	<b>July 13, 2020</b>	<b>Initiation of Refunds for Anchor Investors/Unblocking of Funds from ASBA Account**</b>	<b>On or about July 21, 2020</b>
<b>Bid/Offer Closes Date</b>	<b>July 15, 2020</b>	<b>Credit of Equity Shares to Depository Accounts</b>	<b>On or about July 22, 2020</b>
<b>Finalization of Basis of Allotment with the Designated Stock Exchange</b>	<b>On or about July 20, 2020</b>	<b>Commencement of trading of the Equity Shares on the Stock Exchange</b>	<b>On or about July 23, 2020</b>

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

\*\* In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day for the entire duration of delay exceeding four Working Days from the Bid/Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

**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 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 Red Herring Prospectus. Specific attention of the investors is invited to "**Risk Factors**" on page 24 of the RHP and "**Internal Risk Factors**" on page 7 of this Abridged Prospectus.

**PRICE INFORMATION OF PAST ISSUES HANDLED BY THE BRLMs**

S. No.	Issue name	Name of Merchant Banker	+/- % change in closing price, +/- % change in closing benchmark]- 30th calendar days from listing	+/- % change in closing price, +/- % change in closing benchmark]- 90th calendar days from listing	+/- % change in closing price, +/- % change in closing benchmark]- 180th calendar days from listing
1	SBI Cards and Payment Services Limited	Axis	-33.05%, [-2.23%]	-21.79%, [+8.41%]	-
2	CSB Bank Limited	Axis	+8.36%, [+2.03%]	-12.18%, [-7.51%]	-36.95%, [-20.41%]
3	Sterling And Wilson Solar Limited	Axis	-21.88%, [-1.60%]	-48.63%, [+7.97%]	-64.78%, [+9.95%]
		I-Sec	-21.88%, [-1.60%]	-48.63%, [+7.97%]	-64.78%, [+9.95%]
4	Spandana Sphoorty Financial Limited	Axis	-0.56%, [-2.14%]	+52.76%, [+7.61%]	+17.32%, [+9.59%]
		I-Sec	-0.56%, [-2.14%]	+52.76%, [+7.61%]	+17.32%, [+9.59%]
5	Polycab India Limited	Axis	+15.36%, [-5.35%]	+14.70%, [-1.99%]	+23.76%, [-4.09%]
6	Chalet Hotels Limited	Axis	+1.14%, [-0.31%]	+24.41%, [+3.87%]	+10.77%, [-1.87%]
7	Ircon International Limited	Axis	-27.04%, [-8.24%]	-6.60%, [-1.84%]	-15.71%, [+5.06%]
8	HDFC Asset Management Company Limited	Axis	+58.04%, [+1.17%]	+30.61%, [-7.32%]	+23.78%, [-4.33%]
		I-Sec	+58.04%, [+1.17%]	+30.61%, [-7.32%]	+23.78%, [-4.33%]
9	Sandhar Technologies Limited	Axis	+18.09%, [+5.17%]	+15.95%, [+4.92%]	-4.20%, [+7.04%]
		I-Sec	+18.09%, [+5.17%]	+15.95%, [+4.92%]	-4.20%, [+7.04%]
10	Galaxy Surfactants Limited	I-Sec	+1.14%, [-3.31%]	-0.85%, [+1.33%]	-14.68%, [+7.66%]
11	Aster DM Healthcare Limited	I-Sec	-13.66%, [-3.77%]	-4.97%, [+0.21%]	-8.16%, [+9.21%]
12	Creditaccess Grameen Limited	I-Sec	-21.16%, [-3.80%]	-14.91%, [-8.00%]	-5.71%, [-8.13%]
13	Aavas Financiers Ltd	I-Sec	-19.32%, [+1.76%]	+2.42%, [+3.67%]	+38.82%, [+12.74%]
14	IndiaMart InterMesh Ltd	I-Sec	+26.36%, [-7.95%]	+83.82%, [-4.91%]	+65.57%, [+2.59%]
15	Affle (India) Limited	I-Sec	+12.56%, [-0.78%]	+86.32%, [+8.02%]	+135.49%, [+6.12%]

Source: [www.nseindia.com](http://www.nseindia.com)

Notes:

- Issue Size derived from Prospectus/final post issue reports, as available.
- The CNX NIFTY is considered as the Benchmark Index.
- Price on NSE is considered for all of the above calculations.
- In case 30th/90th/180th day is not a trading day, closing price on NSE of the previous trading day has been considered.
- 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.

Book Running Lead Managers		Registrar to the Offer
<b>Axis Capital Limited</b> Tel: (+ 91 22) 4325 2183 E-mail: <a href="mailto:rbl@axiscap.in">rbl@axiscap.in</a> Website: <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a> Investor grievance E-mail: <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a>	<b>ICICI Securities Limited</b> Tel: (+91 22) 2288 2460 Email: <a href="mailto:rossari.ipo@icicisecurities.com">rossari.ipo@icicisecurities.com</a> Website: <a href="http://www.icicisecurities.com">www.icicisecurities.com</a> Investor Grievance E-mail: <a href="mailto:customercare@icicisecurities.com">customercare@icicisecurities.com</a>	<b>Link Intime India Private Limited</b> Tel: (+91 22) 4918 6200 Email: <a href="mailto:rossaribio.ipo@linkintime.co.in">rossaribio.ipo@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>
<b>Syndicate Member</b>	Axis Capital Limited and ICICI Securities Limited	
<b>Statutory Auditors to our Company</b>	Deloitte Haskins & Sells LLP	
<b>Self-Certified Syndicate Banks</b>	The list of SCSBs is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> on the website of SEBI, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which a Bidder (other than an Anchor Investor), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> on the SEBI website, and at such other websites as may be prescribed by SEBI from time to time.	



## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

<b>Registered Brokers</b>	You may submit Bid cum Application Forms in the Offer to Registered Brokers at the Broker Centres. For further details, see section titled “ <i>Offer Procedure</i> ” on page 322 of the RHP.
<b>Details regarding website address(es)/link(s) from which the investor can obtain list of Registrar to Offer and Share Transfer Agents, Depository Participants and stock brokers who can accept applications from investors, as applicable:</b>	In accordance with SEBI Circular No. CIR/CFD/14/2012 dated October 4, 2012 and CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, Bidders (other than Anchor Investors) can submit Bid cum Application Forms with the Registered Brokers at the Broker Centres, CDPs at the Designated CDP Locations or the RTAs at the Designated RTA Locations, respective lists of which, including details such as address and telephone number, are available at the websites of the Stock Exchanges at <a href="http://www.bseindia.com">www.bseindia.com</a> and <a href="http://www.nseindia.com">www.nseindia.com</a> and at the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> . The list comprising the details of branches of the SCSBs at the Broker Centres, named by the respective SCSBs to receive deposits of the Bid cum Application Forms from the Registered Brokers will be available on the website of the SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> and updated from time to time. For further details, see section titled “ <i>Offer Procedure</i> ” on page 322 of the RHP.

## PROMOTER OF OUR COMPANY

### Our Promoter

Mr. Edward Menezes and Mr. Sunil Chari are the Promoters of our Company. As on the date of the Red Herring Prospectus, our Promoters hold an aggregate of 42,708,140 Equity Shares, comprising 84.15% of the pre-Offer issued, subscribed and paid-up Equity Share capital of our Company. For details on shareholding of our Promoters in our Company, see “*Capital Structure*” on page 70 of the RHP.

### Details of our Promoters

**Mr. Edward Menezes**, aged 59 years, is our Promoter and Executive Chairman. He is a resident of 601 Gem House, Lake Boulevard Street, Near Panchakutir, Hiranandani Gardens, Powai, Mumbai 400 076, Maharashtra, India. For the complete profile of Mr. Edward Menezes along with details of his date of birth, educational qualification, experience in the business, positions/posts held in past, directorship, special achievements, his business and financial activities, see “*Our Management*” on page 176 of the RHP.

**Mr. Sunil Chari**, aged 54 years, is our Promoter and Managing Director. He is a resident of 27A & 27B, Eden Bungalow CHS LTD., Hiranandani Gardens, Powai, Mumbai 400 076, Maharashtra, India. For the complete profile of Mr. Sunil Chari along with details of his date of birth, educational qualification, experience in the business, positions/posts held in past, directorship, special achievements, his business and financial activities, see “*Our Management*” on page 176 of the RHP.

## BUSINESS OVERVIEW AND STRATEGY

**Overview:** We are one of the leading specialty chemicals manufacturing companies in India based on sales for Fiscal 2019 providing customized solutions to specific industrial and production requirements of our customers primarily in the FMCG, apparel, poultry and animal feed industries through our diversified product portfolio comprising home, personal care and performance chemicals; textile specialty chemicals; and animal health and nutrition products. We operate in India as well as in 17 foreign countries including Vietnam, Bangladesh and Mauritius. According to the F&S Report, as on September 30, 2019, we are the largest manufacturer of textile specialty chemicals in India providing textile specialty chemicals in a sustainable, eco-friendly yet competitive manner. As a manufacturer of specialty chemicals, we focus on functionality and application of our products which form a key ingredient to our customers’ manufacturing and industrial processes. Our Promoters, Mr. Edward Menezes, and Mr. Sunil Chari, commenced the specialty chemicals business in 2003, as a partnership firm in the name of ‘Rossari Labtech’ which was subsequently changed to ‘Rossari Biotech’ and further converted into our Company. Our Company was founded in 2009 by our Promoters, who are both career-technocrats cumulatively having over 45 years of experience in the specialty chemicals industry. We have focused on providing customised solutions to our customers in a cost and time efficient manner. We believe our success is the result of sustained efforts over the decades in every aspect of our business, such as product innovation, process improvements for our customers’ production cycle, agile customised solutions, our sustainable eco-friendly portfolio of products and increased scale of operations. Our business operations have been led by our Promoters and assisted by our experienced Key Managerial Personnel who have over 80 years of experience in the specialty chemicals industry cumulatively. Today, our Company is a pioneering force in the Indian specialty chemicals market and ‘Rossari’ is considered a well-known brand in this market (*Source: F&S Report*).

**COMPETITIVE STRENGTHS:** • Diversified product portfolio addressing the needs of varied and long-standing customers across industries. • Largest textile specialty chemical manufacturer in India • Extensive manufacturing and technical capabilities • Strong R&D capabilities with focus on innovation and sustainability • Wide sales and distribution network • Experienced Promoters with strong management team having domain knowledge • Proven track record of robust financial performance

**OUR STRATEGIES:** • Expand manufacturing capacity and increase production efficiency • Introduce new products and focus on green products which promote sustainability • Continue to focus on innovation and grow our business across customer segments • Increase wallet share with existing customers and continued focus to expand customer base • Expand our international operations • Inorganic growth through strategic acquisitions

**BOARD OF DIRECTORS**

Sr. No	Name	Designation	Experience including current / past position held in other firms
1	<b>Mr. Edward Menezes</b>	Executive Chairman	He was a founder of our Company. He has over 25 years of experience in the specialty chemicals industry and has more than ten years of experience in different roles within our Company.
2	<b>Mr. Sunil Chari</b>	Managing Director	He was a founder of our Company. He has over 20 years of experience in the specialty chemicals industry. He has more than ten years of experience in different roles within our Company.
3	<b>Mr. Goutam Bhattacharya</b>	Independent Director	He was appointed on the Board of our Company on December 6, 2018. He was previously associated with Pulcra Chemicals India Private Limited as a Managing Director and has over 20 years of experience in the specialty chemicals industry.
4	<b>Ms. Meher Castelino</b>	Independent Director	She joined the Board of our Company on July 4, 2018. At present, Ms. Meher Castelino is the director of VIP Clothing Limited and has been associated with them since 2015.
5	<b>Mr. Aseem Dhru</b>	Independent Director	He was appointed on the Board of our Company on November 12, 2019. He is currently the chief executive officer and managing director on the board of SBFC Finance Private Limited.
6	<b>Mr. Robin Banerjee</b>	Independent Director	He was appointed on the Board of our Company on November 12, 2019. He has been previously associated, amongst others, with Caprihans India Limited, Essar Steel Limited, Thomas Cook (India) Limited and Hindustan Cargo Limited.
7	<b>Mr. Sharabh Pachory</b>	Independent Director	He was appointed on the Board of our Company on November 12, 2019. As a senior retired defence officer who served from 1982 to 2018, he has over 35 years of experience in the fields of defence administration and planning.

For further information, see section titled “*Our Management*” on page 176 of the RHP.

**OBJECTS OF THE OFFER**

The Offer comprises of a Fresh Issue of [●] Equity Shares, aggregating up to ₹ 500.00 million by our Company and an Offer for Sale of up to 10,500,000 Equity Shares, aggregating to ₹ [●] million by the Selling Shareholders.

**The Offer for Sale**

The object of the Offer for Sale is to allow the Selling Shareholders to sell an aggregate of up to 10,500,000 Equity Shares held by them. Our Company will not receive any proceeds from the Offer for Sale.

**Fresh Issue:** The net proceeds of the Fresh Issue, i.e. gross proceeds of the Fresh Issue less the Offer expenses apportioned to our Company (“**Net Proceeds**”) and the proceeds from the Pre-IPO Placement are proposed to be utilised in the following manner: **1.** Repayment/prepayment of certain indebtedness availed by our Company (including accrued interest); **2.** Funding working capital requirements; and **3.** General corporate purposes.

In addition, we expect to achieve the benefit of listing of our Equity Shares on the Stock Exchanges.

The main objects and the objects incidental and ancillary to the main objects of our Memorandum of Association enables our Company to undertake the activities for which the funds are being raised in the Fresh Issue.

Details of fund requirements for each of the objects of the Offer:

(₹ in million)

S. No	Particulars	Total estimated amount / expenditure	Amount to be deployed from the Net Proceeds and proceeds from the Pre-IPO Placement in Fiscal 2021
1.	Repayment/prepayment of certain indebtedness availed by our Company (including accrued interest)	650.00	[●]
2.	Funding working capital requirements	500.00	[●]
3.	General corporate purposes**	[●]	[●]
	<b>Total Net Proceeds</b>	<b>[●]</b>	<b>[●]</b>

\*\*To be finalised upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. The amount utilised for general corporate purposes shall not exceed 25.00% of the gross proceeds of the Fresh Issue and the proceeds from the Pre-IPO Placement.

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**

Name of Monitoring Agency : Axis Bank Limited

**Shareholding Pattern**

Sr. no.	Particulars	Pre-Offer number of Equity Shares	%age holding pre-Offer
1	Promoter & Promoter Group	48,245,500	95.06
2	Public	2,507,420	4.94
3	Non Promoter-Non Public	-	-
	<b>Total</b>	<b>50,752,920</b>	<b>100</b>

**Number of Equity Shares proposed to be sold by the Selling Shareholders**

Sr. No.	Selling Shareholder	Number of Equity Shares
1	Mr. Edward Menezes	Up to 5,250,000
2	Mr. Sunil Chari	Up to 5,250,000

**RESTATED AUDITED FINANCIAL STATEMENTS***(₹ in million, unless stated otherwise)*

Particulars	As at 31st March 2020	As at 31st March 2019	As at 31st March 2018
Revenue from operations	6,000.94	5,162.18	2,990.61
Net profit/(loss) before tax & exceptional items	878.41	633.92	374.74
Net profit/(loss) after tax & exceptional items	652.53	456.83	254.03
Equity share capital	101.51	44.00	44.00
Reserves and surplus (other equity)	2,765.28	1,194.12	826.80
Net worth	2,866.79	1,238.12	870.80
Basic EPS	13.42	9.44	5.25
Diluted EPS	13.23	9.44	5.25
RoNW (%)	31.79	43.32	34.08
Net asset value per share	56.48	25.58	17.99

**INTERNAL RISKS FACTORS**

1. The continuing effect of the COVID-19 pandemic on our business and operations is highly uncertain and cannot be predicted.
2. Our Company is reliant on the demand from the textile industry for a significant portion of our revenue. Any downturn in the textile industry or an inability to increase or effectively manage our sales could have an adverse impact on our Company's business and results of operations.
3. We derive a significant portion of our revenue from a few major institutional customers in our TSC and HPPC product categories. Any loss of our major customers or a reduction in their demand for our products could adversely affect our business, results of operations, financial condition and cash flows.
4. Our manufacturing facility situated in Silvassa is critical for our business and any disturbance, slowdown or shutdown of our Silvassa Manufacturing Facility, may have an adverse impact on our business, results of operations and financial conditions.
5. We are subject to strict technical specifications, quality requirements, regular inspections and audits by our institutional customers. Our failure to comply with the quality standards and technical specifications prescribed by such customers may lead to loss of business from such customers and could negatively impact our reputation, which would have an adverse impact on our business prospectus and results of operations.
6. Increase in the cost of raw materials as a percentage of our revenue could have a material adverse effect on our results of operations and financial conditions.
7. Our success depends on our ability to develop and commercialize new products in a timely manner. If our research and development efforts do not succeed, the introduction of new products may be hindered, which could adversely impact our business, growth and financial condition.
8. Our commercial success depends on the success of our customer's products with end consumers. Any decline in the demand for our customer's products would adversely impact the demand for our products.
9. We do not have any long term agreements with most of our customers, and the loss of one or more of them or a reduction in their demand for our products could adversely affect our business, results of operations, financial condition and cash flows.
10. Our business depends on our ability to protect our patents, trademarks, our technical know-how and trade secrets against third parties. Our ability to compete effectively will be impaired if we fail to protect our brand, technical know-how and trade secrets.

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

**A. Total number of outstanding litigations against the company and amount involved**

S. No.	Name of Entity*	Criminal Proceedings	Tax proceedings	Statutory/ Regulatory proceedings*	Material civil litigation	Aggregate amount involved^ (in ₹ million)
1.	Against the Company	-	1	-	1	27.44

**B. Brief details of top 5 material outstanding litigations against the company and amount involved**

S. No.	Particulars/	Litigation filed by	Current status	Amount involved (₹ in million)
<b>Against the Company</b>				
1.	A commercial suit has been filed by Diversey (India) Hygiene Private Limited (“ <b>Plaintiff</b> ”) against, Mr. Amrutraj Kulkarni (“ <b>Defendant 1</b> ”), Buzil Rossari (“ <b>Defendant 2</b> ”) and our Company (“ <b>Defendant 3</b> ”, collectively as “ <b>Defendants</b> ”) in the High Court of Judicature at Bombay. Defendant 1 was associated with Plaintiff as a head of channels until 2018, post which he resigned and started working with Defendant 2 and Defendant 3. It is alleged that, while being the employee of the Plaintiff, Defendant 1 has stolen highly sensitive and confidential business information of the Plaintiff and later passed such information to the Defendants. Plaintiff has sought damages of ₹ 20 million along with the interest of 18% per annum from the Defendants.	Diversey (India) Hygiene Private Limited	Pending	20

**C. Regulatory Action, if any- disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any.**

There is no regulatory action or disciplinary action taken by SEBI or stock exchanges against the Promoters in last five financial years including outstanding action. For further details, see page 297 of the RHP.

**D. Brief details of outstanding criminal proceedings against the Promoter**

There is no criminal proceeding against the Promoters. For further details, see page 297 of the RHP.

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

**DECLARATION BY THE OUR COMPANY**

We hereby certify and declare that all relevant provisions of the Companies Act 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI 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 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contract (Regulation) Rules, 1957 and the Securities and Exchange Board of India Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the disclosures made in the Red Herring Prospectus are true and correct.

**DECLARATION BY MR. EDWARD MENEZES**

Mr. Edward Menezes hereby confirms that all statements and undertakings made or confirmed by him in the Red Herring Prospectus about or in relation to himself as a Selling Shareholder and the Equity Shares offered by him through the Offer for Sale, are true and correct. Mr. Edward Menezes assumes no responsibility for any other statements, including, any of the statements made by or relating to the Company or any other Selling Shareholder or any other person(s) in the Red Herring Prospectus.

**DECLARATION BY MR. SUNIL CHARI**

Mr. Sunil Chari hereby confirms that all statements and undertakings made or confirmed by him in the Red Herring Prospectus about or in relation to himself as a Selling Shareholder and the Equity Shares offered by him through the Offer for Sale, are true and correct. Mr. Sunil Chari assumes no responsibility for any other statements, including, any of the statements made by or relating to the Company or any other Selling Shareholder or any other person(s) in the Red Herring Prospectus.



**THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK.**

**THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK.**

## IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

### BIDDER'S UNDERTAKING FOR REVISION FORM

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids are enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid cum Application Form submitted earlier by me/us.

I/We (on behalf of joint Bidders, if any) authorise you to reject this Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Revision Form.

### INSTRUCTIONS FOR FILLING UP THE REVISION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the Depository records.
- Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid Option, please write "NO CHANGE". In case you want to cancel the Bid Option, please write "CANCELLED".
- Bidders, please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
- Revision of Bids in case of Revision of Price Band:** In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut off Price could either (i) revise their Bid or (ii) make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 200,000/- if the Bidder wants to continue to Bid at Cut off Price), with the members of the Syndicate/Registered Brokers/RTAs/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 200,000/-, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut off Price. In case of a downward revision in the Price Band, announced as above, Retail Individual Bidders, who have bid at Cut off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked in the ASBA Account after the Allotment is finalised.
- Only the First Bidder is required to sign the Bid cum Application Form /Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form.
 

- Please note that application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.
  - QIB and Non Institutional Investors cannot use UPI mechanism to apply.
  - For Retail Individual Investors applying using UPI.**
    - Please ensure that your Bank is offering UPI facility for Public Issues.
    - Please mention UPI ID clearly in CAPITAL LETTERS only.
    - UPI ID cannot exceed 45 characters.
    - Please ensure that you are using your UPI ID only and not the UPI ID of any third party.
    - Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form
    - Retail Individual Bidders using the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 322 of the RHP.
- Other Instructions:** a. Revision to Bids must be made only in the prescribed Revision Form, as applicable b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Syndicate Members/ SCSBs/ Registered Brokers/RTAs/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgement Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid. Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof.

### OFFER STRUCTURE

	QIBs*	Non-Institutional Investors	Retail Individual Investors
Number of Equity Shares available for allocation**	Not more than [●] Equity Shares	Not less than [●] Equity Shares or Offer less allocation to QIBs and Retail Individual Investors	Not less than [●] Equity Shares or Offer less allocation to QIBs and Non-Institutional Investors
Percentage of Offer size available for allocation	Not more than 50% of the Offer size shall be available for allocation to QIBs. 5% of the QIB Category (excluding the Anchor Investor Portion) will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining balance QIB Category. The unsubscribed portion in the Mutual Fund Portion will be available for allocation to other QIBs	Not less than 15% of the Offer or the Offer less allocation to QIBs and Retail Individual Investors	Not less than 35% of the Offer less allocation to QIBs and Non Institutional Investors
Basis of Allotment if respective category is oversubscribed	Proportionate as follows (excluding the Anchor Investor Portion): (a) Up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above	Proportionate	Allotment to each Retail Individual Bidder shall not be less than the minimum bid lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares shall be allocated on a proportionate basis.
Mode of Bidding	Through ASBA process only (other than Anchor Investors)		
Minimum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹ 200,000	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount exceeds ₹ 200,000	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the Offer size, subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the Offer size (excluding the QIB Category), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹ 200,000
Mode of Allotment	Compulsorily in dematerialized form		
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		
Allotment Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter		[●] Equity Shares and in multiples of [●] Equity Shares thereafter subject to availability in the Retail Category
Trading Lot	One Equity Share		
Who can Apply***	Public financial institutions specified in Section 2(72) of the Companies Act 2013, FPIs registered with the SEBI (other than individuals, corporate bodies and family offices), scheduled commercial banks, mutual funds registered with the SEBI, venture capital funds registered with SEBI, FVCIs, Alternative Investment Funds, multilateral and bilateral development financial institutions, state industrial development corporations, NBFC-SI, insurance companies registered with the Insurance Regulatory and Development Authority, provident funds with a minimum corpus of ₹ 250 million, pension funds with a minimum corpus of ₹ 250 million, the National Investment Fund set up by resolution F. No. 2/3/2005-DD-II dated November 23, 2005 of the GoI, published in the Gazette of India, insurance funds set up and managed by the army, navy, or air force of the Union of India and insurance funds set up and managed by the Department of Posts, India	Resident Indian individuals, HUFs (in the name of Karta), companies, corporate bodies, Eligible NRIs, scientific institutions, societies and trusts and any individuals, corporate bodies and family offices which are recategorised as category II FPI and registered with SEBI	Resident Indian individuals, HUFs (in the name of the Karta) and Eligible NRIs
Terms of Payment	<b>In case of Anchor Investors:</b> Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids**** In case of all other Bidders: Full Bid Amount shall be blocked by the SCSBs in the bank account of the Bidders, or by the Sponsor Bank through the UPI Mechanism (other than Anchor Investors) that is specified in the Bid cum Application Form at the time of the submission of the Bid cum Application Form		

\* Our Company and the Selling Shareholders may, in consultation with the BRLMs, allocate up to 60% of the QIB Category to Anchor Investors at the price at which allocation is made to Anchor Investors, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹ 100 million, (ii) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹ 100 million but up to ₹ 2,500 million under the Anchor Investor Portion, subject to a minimum Allotment of ₹ 50 million per Anchor Investor, and (iii) in case of allocation above ₹ 2,500 million under the Anchor Investor Portion, a minimum of five such investors and a maximum of 15 Anchor Investors for allocation up to ₹ 2,500 million, and an additional 10 Anchor Investors for every additional ₹ 2,500 million or part thereof will be permitted, subject to minimum allotment of ₹ 50 million per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹ 100 million. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds, subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors, which price shall be determined by the Company in consultation with the BRLMs.

\*\*This Offer is being made in accordance with Rule 19(2)(b) of the SCRR, through the Book Building Process wherein not more than 50% of the Offer will be available for allocation to QIBs on a proportionate basis, provided that the Anchor Investor Portion may be allocated on a discretionary basis. Further, not less than 15% of the Offer will be available for allocation on a proportionate basis to Non-Institutional Investors subject to valid Bids being received at or above the Offer Price. Further, at least 35% of the Offer will be Allotted to Retail Individual Investors in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Under-subscription, if any, in any category, except the QIB Category, would be met with spill-over from any other category or categories, as applicable, at the discretion of our Company and the Selling Shareholders in consultation with the BRLMs and the Designated Stock Exchange, subject to applicable laws.

\*\*\*If the Bid is submitted in joint names, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the depository account held in joint names. The signature of only the First Bidder would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders.

\*\*\*\*Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Bid cum Application Form, provided that any difference between the price at which Equity Shares are allocated to the Anchor Investors and the Anchor Investor Offer Price, shall be payable by the Anchor Investor Pay-in Date as mentioned in the CAN.

Bidders will be required to confirm and will be deemed to have represented to our Company, the respective Selling Shareholders, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.

\*Assuming full subscription in the Offer.

**COMMON  
REVISION FORM**

**ROSSARI BIOTECH LIMITED - INITIAL PUBLIC OFFER - NR**  
Registered and Corporate Office: 201 A - B, 2<sup>nd</sup> Floor, Akurati Corporate Park, L.B.S. Marg, next to GE Gardens, Kanjurmarg (W), Mumbai 400 079, India;  
Tel: (+91 22) 6123 3800; Contact Person: Ms. Parul Gupta, Company Secretary and Compliance Officer, Tel: (+91 22) 6123 3800  
E-mail: cs@rossarilimited.com; Website: www.rossari.com  
Corporate Identity Number: U24100MH2009PLC194818

**FOR NON-RESIDENTS INCLUDING FPIs, ELIGIBLE  
NRIS APPLYING ON A REPATRIATION BASIS, FVCS  
AND REGISTERED BILATERAL AND MULTILATERAL  
INSTITUTIONS**



To,  
The Board of Directors  
**ROSSARI BIOTECH LIMITED**

**100% BOOK BUILDING OFFER**  
**ISIN : INE02A801020**

**Bid cum  
Application  
Form No.**

<b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>	<b>REGISTERED BROKER/SCSB/CDP/RTA STAMP &amp; CODE</b>	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>
		Mr. / Ms. / M/s. _____ Address _____ Email _____ Tel. No. (with STD code) / Mobile _____
<b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b>	<b>SCSB BRANCH STAMP &amp; CODE</b>	<b>2. PAN OF SOLE / FIRST BIDDER</b>
		_____
<b>BANK BRANCH SERIAL NO.</b>	<b>SCSB SERIAL NO.</b>	<b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
		For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

**PLEASE CHANGE MY BID**

4. FROM (AS PER LAST BID OR REVISION)													
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)				"Cut-off" (Please tick)
	(In Figures)								(In Figures only)				
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price		
Option 1													<input type="checkbox"/>
(OR) Option 2													<input type="checkbox"/>
(OR) Option 3													<input type="checkbox"/>
5. TO (REVISED BID) (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")													
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)				"Cut-off" (Please tick)
	(In Figures)								(In Figures only)				
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price		
Option 1													<input type="checkbox"/>
(OR) Option 2													<input type="checkbox"/>
(OR) Option 3													<input type="checkbox"/>

<b>6. PAYMENT DETAILS [IN CAPITAL LETTERS]</b>													<b>PAYMENT OPTION : FULL PAYMENT <input checked="" type="checkbox"/> PART PAYMENT <input type="checkbox"/></b>	
Additional Amount Blocked (₹ in figures) _____ (₹ in words) _____														
<b>ASBA</b>														
Bank A/c No. _____														
Bank Name & Branch _____														
OR _____														
UPI ID (Maximum 45 characters) _____														

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS REVISION FORM, THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE REVISION FORM GIVEN OVERLEAF.

<b>7A. SIGNATURE OF SOLE/ FIRST BIDDER</b>	<b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b>	<b>SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____ 2) _____ 3) _____	
Date : _____, 2020		

TEAR HERE

	<b>ROSSARI BIOTECH LIMITED</b>	<b>Acknowledgement Slip for Syndicate Member/Registered Broker/SCSB/ CDP/RTAs/Sub-Syndicate/Agents</b>	<b>Bid cum Application Form No.</b>
<b>BID REVISION FORM -INITIAL PUBLIC OFFER- NR</b>			

**PAN of Sole / First Bidder**

<b>DPID / CLID</b>																		
Additional Amount Blocked (₹)										ASBA Bank A/c No./UPI ID					<b>Stamp &amp; Signature of SCSB Branch</b>			
Bank Name & Branch																		
Received from Mr./ Ms./ M/s. _____																		
Telephone / Mobile										Email								

TEAR HERE

<b>ROSSARI BIOTECH LIMITED - BID REVISION FORM - INITIAL PUBLIC OFFER - NR</b>	<b>Option 1</b>	<b>Option 2</b>	<b>Option 3</b>	<b>Stamp &amp; Signature of Syndicate Member/Registered Broker/SCSB/CDP/RTAs/Sub-Syndicate/Agents</b>	<b>Name of Sole / First Bidder</b>
	No. of Equity Shares				
	Bid Price				
	Additional Amount Blocked (₹)				
	ASBA Bank A/c No./UPI ID				
Bank Name & Branch					
Important Note : Application made using third party UPI ID or ASBA Bank A/c are liable to be rejected.					
<b>Acknowledgement Slip for Bidder</b>					
<b>Bid cum Application Form No.</b>					