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Khadim's® | KHADIM INDIA LIMITED

Our Company was originally incorporated as S.N. Footwear Industries Private Limited under the provisions of the Companies Act, 1956 pursuant to a certificate of incorporation dated December 3, 1981 issued by the Registrar of Companies, West Bengal at Kolkata ("RoC"). The name of our Company was changed to Khadim Chain Stores Private Limited pursuant to a fresh certificate of incorporation dated April 17, 1998. The name of our Company was further changed to Khadim Chain Stores Limited, on conversion into a public limited company, pursuant to a fresh certificate of incorporation dated June 24, 2005. Subsequently, the name of the Company was further changed to Khadim India Limited, pursuant to a fresh certificate of incorporation dated August 26, 2005. For further details of change in the name and Registered and Corporate Office of our Company, please see the section entitled "History and Certain Corporate Matters" on page 125 of the RHP.

Registered and Corporate Office: Kankaria Estate, 5th Floor, 6, Little Russell Street, Kolkata 700 071; **Contact Person:** Abhijit Dan, Company Secretary and Compliance Officer; **Tel:** +91 33 4009 0501; **Fax:** +91 33 4009 0500;
E-mail: compliance@khadims.com; **Website:** www.khadims.com; **Corporate Identity Number:** U19129WB1981PLC034337

OUR PROMOTERS: SIDDHARTHA ROY BURMAN AND KNIGHTSVILLE PRIVATE LIMITED

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF KHADIM INDIA LIMITED (OUR "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹ [•] MILLION, COMPRISING A FRESH ISSUE OF UP TO [•] EQUITY SHARES AGGREGATING UP TO ₹ 500 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 6,574,093 EQUITY SHARES AGGREGATING UP TO ₹ [•] MILLION, COMPRISING AN OFFER FOR SALE OF UP TO 722,000 EQUITY SHARES BY SIDDHARTHA ROY BURMAN (THE "PROMOTER SELLING SHAREHOLDER") AND 5,852,093 EQUITY SHARES BY FAIRWINDS TRUSTEES SERVICES PRIVATE LIMITED, ACTING IN ITS CAPACITY AS THE TRUSTEE TO RELIANCE ALTERNATIVE INVESTMENTS FUND – PRIVATE EQUITY SCHEME – I (THE "INVESTOR SELLING SHAREHOLDER") (THE INVESTOR SELLING SHAREHOLDER AND THE PROMOTER SELLING SHAREHOLDER ARE COLLECTIVELY, THE "SELLING SHAREHOLDERS") (THE "OFFER FOR SALE", TOGETHER WITH THE FRESH ISSUE, THE "OFFER"). THE OFFER WILL CONSTITUTE [•]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

Price Band: ₹ 745 to ₹ 750 per Equity Share of Face Value of ₹ 10 each
The Floor Price is 74.50 times the Face Value and the Cap Price is 75.00 times the Face Value
Bids can be made for a minimum of 20 Equity Shares and in multiples of 20 Equity Shares thereafter

Risks to Investors:

1. The two Book Running Lead Managers associated with the Offer have handled 31 public issues in the past three financial years out of which 8 public issues closed below the issue price on listing date.
2. The Price/Earnings ratio based on diluted Earnings Per Share (EPS) as per our Restated Financial Statements for the Financial Year 2017, at the upper end of the Price Band, is as high as 42.18.
3. The average cost of acquisition of Equity Shares for the Promoter Selling Shareholder and Investor Selling Shareholder in Offer is ₹ 6.55 and ₹153.79 respectively, and Offer Price at upper end of the price band is ₹ 750.

BASIS FOR OFFER PRICE

The Offer Price will be determined by our Company and the Investor Selling Shareholder in consultation with the BRLMs on the basis of an assessment of market demand for the Equity Shares through the Book Building Process and on the basis of the following qualitative and quantitative factors. The face value of the Equity Shares of our Company is ₹10 each and the Offer Price is 74.50 times of the face value at the lower end of the Price Band and 75.00 times the face value at the higher end of the Price Band.

Qualitative Factors

Some of the qualitative factors and our strengths which form the basis for the Offer Price are: 1. A leading footwear brand, offering affordable fashion across various price segments; 2. Strong design capabilities to maintain seasonal trends and leading premiumisation through sub-brands; 3. Two pronged market strategy that straddles efficiently across retail and distribution models; 4. Extensive geographical reach and penetration across East and South India; 5. Asset light model leading to higher operating leverage; 6. Experienced Promoters supported by professionally qualified, experienced and entrepreneurial management team. For further details, see the sections entitled "Our Business" and "Risk Factors" on pages 104 and 14, respectively of the RHP.

Quantitative Factors

The information presented below relating to our Company is based on the Restated Financial Statements prepared in accordance with Indian GAAP, the Companies Act, 1956 and the Companies Act, 2013 and restated in accordance with the SEBI Regulations.

For details, see the section entitled "Financial Statements" on page 160 of the RHP.

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

I. Basic and Diluted Earnings/Loss per Share ("EPS")

As per our Restated Financial Statements:

Year/Period ended	Basic EPS (₹)	Diluted EPS (₹)	Weight
March 31, 2017	17.78	17.78	3
March 31, 2016	14.59	14.59	2
March 31, 2015	-11.98	-10.79	1
Weighted Average	11.76	11.96	
Three month period ended June 30, 2017*	4.11	4.11	

*Not annualized

Note:

1. Earnings per share calculations are done in accordance with Accounting Standard 20 Earnings Per Share ('AS 20'), notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014
2. The face value of each Equity Share is ₹10.
3. Basic Earnings per share = Net Profit/(loss) after tax, as restated, attributable to equity shareholders/Weighted average number of equity shares outstanding during the quarter/year
4. Diluted Earnings per share = Net Profit/(loss) after tax, as restated, attributable to equity shareholders/Weighted average number of diluted equity shares outstanding during the quarter/year

II. Price Earning Ratio (P/E) in relation to the Price Band of ₹ 745 to ₹ 750 per Equity Share of the face value of ₹10 each

Particulars	As per our Restated Financial Statements
P/E ratio based on Basic EPS for the financial year ended March 31, 2017 at the Floor Price	41.90
P/E ratio based on Diluted EPS for the financial year ended March 31, 2017 at the Floor Price	41.90
P/E ratio based on Basic EPS for the financial year ended March 31, 2017 at the Cap Price	42.18
P/E ratio based on Diluted EPS for the financial year ended March 31, 2017 at the Cap Price	42.18

Industry P/E ratio

	P/E
Highest	68.00
Lowest	50.62
Average	59.47

Note: The industry high and low has been considered from the industry peer set provided later in this section. The industry composite has been calculated as the arithmetic average of P/E for industry peer set disclosed in this section. For further details, see "– Comparison with listed industry peers" on page 85 of the RHP.

III. Return on Net Worth (RoNW)

Return on net worth as per Restated Financial Statements:

Period/Year ended	RoNW (%)	Weight
March 31, 2017	16.61%	3
March 31, 2016	16.35%	2
March 31, 2015	-14.45%	1
Weighted Average	11.35%	
Three months ended June 30, 2017*	3.70%	

*Not annualized

RoNW (%) = Net Profit/Loss after tax (as restated)attributable to equity shareholders * 100 / Net worth at the end of the quarter/year

IV. Minimum Return on Total Net Worth after Offer needed to maintain pre-Offer EPS for the financial year ended March 31, 2017

a) For Basic EPS

Particulars	(%)
At the Floor Price	13.59
At the Cap Price	13.58

b) For Diluted EPS

Particulars	(%)
At the Floor Price	13.59
At the Cap Price	13.58

V. Net Asset Value (NAV) per Equity Share

Particulars	NAV (₹)
As on March 31, 2017	107.04
As at June 30, 2017	111.14
After the Offer	
-At the Floor Price	130.86
-At the Cap Price	130.90
Offer Price	[•]

Notes: • Offer Price per Equity Share will be determined on conclusion of the Book Building Process.• Net Asset Value per Equity Share represents Net worth at the end of the year/ Total number of Equity Shares outstanding at the end of year.

VI. Comparison with listed industry peers

Following is the comparison with branded footwear peer companies listed in India and with size of company and portfolio of products which may be comparable to ours:

Name of the company	Total Revenue (₹ in million)	Face Value per Equity Share (₹)	P/E	EPS (Basic) (₹)	Return on Net Worth (%)	Net Asset Value/ Share (₹)
Company*	6,255.47	10	[•]	17.78	16.61	107.04
Peers						
Bata India Limited^	25,503.56	5	59.78	12.37[1]	12.00[2]	103.04[3]
Relaxo Footwears Limited**	17,435.7	1	50.62	10.24[1]	20.33[2]	50.34[3]
Liberty Shoes Limited***	4,978.63	10	68.00	3.75[1]	3.94[2]	95.20[3]

* Based on Restated Financial Statements as on and for period ended March 31, 2017

** Source: Audited standalone financials prepared under Indian GAAP and submitted to stock exchanges for fiscal period ended March 31, 2017

*** Source: Audited consolidated financials prepared under Indian GAAP and submitted to stock exchanges for fiscal period ended March 31, 2017

^ Source: Consolidated IND (AS) audited financials submitted to stock exchanges for fiscal period ended March 31, 2017

Notes: (1) Basic Earnings per share as reported in the relevant audited financials for FY 2017. (2) Return on Net Worth (%) = Net profit after tax/Net worth at the end of the year (3) Net Asset Value per Equity Share represents Net worth at the end of the year/Total number of equity shares outstanding at the end of year. (4) P/E figures for the peer is computed based on closing market price as on October 6, 2017, of relevant peer companies as available at NSE, (available at www.nseindia.com) divided by Basic EPS for FY 17 reported as mentioned in Note(1) above

VII. The average cost of acquisition of Equity Shares by our Promoters Siddhartha Roy Burman and Knightsville Private Limited is ₹ 6.55 and ₹ 3.52, respectively.

The Offer Price of ₹ [•] has been determined by our Company and the Investor Selling Shareholder in consultation with the BRLMs on the basis of the demand from investors for the Equity Shares through the Book Building Process. Our Company, the Investor Selling Shareholder and BRLMs believe that the Offer Price of ₹ [•] is justified in view of the above qualitative and quantitative parameters. Investors should read the above mentioned information along with "Risk Factors", "Business" and "Financial Statements" on pages 14, 104 and 160, respectively of the RHP, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.

For further details, please see the section entitled "Basis for Offer Price" on page 83 of the RHP.

BID/OFFER PROGRAMME*

BID/OFFER OPENS ON THURSDAY, NOVEMBER 2, 2017 | BID/OFFER CLOSES ON MONDAY, NOVEMBER 6, 2017

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

ASBA* | **Simple, Safe, Smart way of Application - Make use of it !!!**

***Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.**

Mandatory in public issues from January 01, 2016. No cheque will be accepted.

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the total Bid/ Offer Period not exceeding ten 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 change on the websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to the Designated Intermediaries. In terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended **("SCRR")**, this is an Offer for at least 25% of the post-Offer paid-up Equity Share capital of our Company. The Offer is being made through the Book Building Process in accordance with Regulation 26(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the **"SEBI Regulations"**) wherein 50% of the Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers **("QIBs")** (the **"QIB Portion"**), provided that our Company and the Investor Selling Shareholder in consultation with the BRLMs may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI Regulations, subject to valid Bids being received at or above the Offer Price. All potential Bidders, other than Anchor Investors, are mandatorily required to participate in the Offer through an Application Supported by Blocked Amount **("ASBA")** process by providing details of their respective bank account which will be blocked by the Self Certified Syndicate Banks **("SCSBs")**. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA Process. For details, please see the section entitled "Offer Procedure" on page 277 of RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Offer. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, see "History And Certain Corporate Matters" on page 125 of the RHP and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" on page 402 of the RHP.

LIABILITY OF THE MEMBERS OF THE COMPANY: Limited by shares

AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 600 million divided into 60,000,000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of our Company before the Issue is ₹ 172,985,310 divided into 17,298,531 Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on the page 60 of the RHP.

Names of the signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them: Given below are the names of the signatories of the Memorandum of Association of our Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association of our Company - 100 Equity Shares were allotted to Satya Prasad Roy Burman, 50 Equity Shares were allotted to Namita Roy Burman, 25 Equity Shares were allotted to Partha Roy Burman, 25 Equity Shares were allotted to Siddhartha Roy Burman and 25 Equity Shares were allotted to Jaysree Roy Burman.

LISTING: The Equity Shares offered through this Red Herring Prospectus are proposed to be listed on the BSE and the NSE. Our Company has received an 'in-principle' approval from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated July 10, 2017 and July 14, 2017, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be NSE. A copy of the Red Herring Prospectus and the Prospectus shall be delivered for registration to the RoC in accordance with the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Offer Closing Date, please see the section entitled "Material Contracts and Documents for Inspection" on page 402 of the RHP.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. Investors are advised to refer to page 256 of the RHP for the full text of the Disclaimer Clause of SEBI.

DISCLAIMER CLAUSE OF THE BSE : It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to page 261 of the RHP for the full text of the Disclaimer clause of the BSE.

DISCLAIMER CLAUSE OF THE NSE (The Designated Stock Exchange) : It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 261 of the RHP for the full text of the Disclaimer clause of the NSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer 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 this RHP. Specific attention of the investors is invited to the section entitled "Risk Factors" on page 14 of the RHP.

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER	COMPANY SECRETARY & COMPLIANCE OFFICER
AXIS CAPITAL	IDFC BANK	LINKIntime	
Axis Capital Limited Axis House, 1st Floor, C-2, Wadia International Center, P. B. Marg, Worli Mumbai 400 025; **Tel:** +91 22 4325 2183; **Fax:** +91 22 4325 3000 **E-mail:** khadim.ipo@axiscap.in **Investor grievance e-mail:** complaints@axiscap.in **Website:** www.axiscapital.co.in **Contact Person:** Lohit Sharma **SEBI Registration No.:** INM000012029	**IDFC Bank Limited** Naman Chambers, C – 32, G Block Bandra Kurla Complex, Bandra (E), Mumbai 400 051, Maharashtra, India; **Tel:** +91 22 6622 2600; **Fax:** +91 22 6622 2501; **E-mail:** khadim.ipo@idfcbank.com **Investor Grievance E-mail:** mb.ig@idfcbank.com **Website:** www.idfcbank.com **Contact Person:** Mangesh Ghogle **SEBI Registration No.:** INM000012250	**Link Intime India Private Limited** C-101, 247 Park, L B S Marg , Vikhroli West Mumbai 400 083 **Tel:** +91 22 4918 6200; **Fax:** +91 22 4918 6195 **E-mail:** khadim.ipo@linkintime.co.in **Investor grievance e-mail:** khadim.ipo@linkintime.co.in **Website:** www.linkintime.co.in **Contact Person:** Shanti Gopalkrishnan **SEBI Registration No.:** INR000004058	**Abhijit Dan** Kankaria Estate, 5th Floor, 6, Little Russell Street, Kolkata 700 071 **Tel:** +91 33 4009 0501; **Fax:** +91 33 4009 0500 **E-mail:** compliance@khadims.com **Website:** www.khadims.com Investors can contact the Company Secretary and Compliance Officer, the BRLMs, the Registrar to the Offer, in case of any pre-Offer or post-Offer related problems, such as non-receipt of Allotment Advice, non-credit of Allotted Equity Shares in the respective beneficiary account or refund orders, and non-receipt of funds by electronic mode. For all Issue related queries and for redressal of complaints, investors may also write to the BRLMs.

AVAILABILITY OF RHP: Investors are advised to refer to the RHP and the Risk Factors contained therein before applying in the Offer. Full copy of the RHP will be available on the website of the SEBI at www.sebi.gov.in, the websites of the BRLMs at www.axiscapital.co.in and www.idfcbank.com, the Stock Exchanges at www.bseindia.com and www.nseindia.com, respectively.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application form can be obtained from the Registered Office of Company, **KHADIM INDIA LIMITED,** Tel: +91 33 4009 0501; Fax: +91 33 4009 0500; **BRLMs: Axis Capital Limited,** Tel: +91 22 4325 2183 Fax: +91 22 4325 3000, and **IDFC Bank Limited,** Tel: +91 22 6622 2600 Fax: +91 22 6622 2501at selected locations of Sub-Syndicate Members (as given below), Registered Brokers, designated RTA locations and designated CDP locations for participating in the Issue. ASBA Forms will also be available on the websites of the Stock Exchanges and all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI : **Syndicate Member :** Sharekha Limited and IDFC Securities Limited.

SUB-SYNDICATE MEMBERS: Achivers Equities Limited, Ajcon Global Services Limited, Almondz Global Securities Limited, Amit Jasani Financial Services Pvt Limited, Amrapali Capital & Finance Services Limited, Anand Rathi Share & Stock Brokers Limited, Anand Share Consultancy, Anil Dhulia, ANS Pvt Limited, Ashika Stock Broking Limited, Ashwani Dandia & Co, Asit C Mehta Investment Interrmediates Limited, Axis Securities Limited, Centrum Broking Limited, Edelweiss Broking Limited, Eureka Stock & Share Broking Services Limited, G Raj & Co. (Consultants) Limited, Guiness Securities Limited, HDFC Securities Limited, Hem Securities Limited, Hitesh Shah, ICICI Securities Limited, IDBI Capital Markets & Securities Limited, India Infoline Limited, Indiabull Ventures Limited, Inventure Growth & Securities Limited, Jhaveri Securities, JM Financial Services Limited, Jobanputra Fiscal Services Pvt Limited, Kalpataru Multiplier Limited, Kamlesh D Joshi, Karvy Stock Broking Limited, Kaushik N Shah, Keynote Capitals Limited, KJMC Capital Market Services Limited, Kotak Securities Limited, Lakshmishree Investment & Securities Pvt Limited, LKP Securities Limited, Marwadi Shares & Finance Limited, Mehta Equities Limited, Motilal Oswal Securities Limited, MPSE Securities Limited, MSM Enterprise, Mukesh D Joshi, Networth Wealth Solutions Limited, Nirmal Bang securities Pvt Limited, O J Financial Services Limited, Patel Wealth Advisors Pvt Limited, Prabhudas Lilladher Pvt Limited, Pravin Ratilal Share & Stock Brokers Limited, Religare Securities Limited, Religare Securities Limited, RR Equity Brokers Pvt Limited, Safal capital (India) Limited, SBICAP Securities Limited, Sharekhan Limited, SMC Global Securities Limited, SS Corporate Securities Limited, Standard Chartered Securities (I) Limited, Tanna Financial Services, Tradebulls Securities (P) Limited, VCK Share & Stock Broking Services Limited, Viren M Shah.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors have to apply through the ASBA process. ASBA has to be availed by all the investors except anchor investors. For details on the ASBA process, please refer to the details given in the ASBA Form and the abridged prospectus and also please refer to the section "Offer Procedure" on page 277 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Form can be obtained from SCSBs (the list of which is available on the website of SEBI at http://www.sebi.gov.in), Syndicate Members, Registered Brokers, RTAs and CDPs

Escrow Collection Bank: HDFC Bank Limited

Refund Bank: Axis Bank Limited

Public Offer Banks: Axis Bank Limited and HDFC Bank Limited

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

Place: Kolkata
Date: October 25, 2017

For **KHADIM INDIA LIMITED**
On behalf of the Board of Directors
Company Secretary and Compliance Officer

KHADIM INDIA LIMITED is proposing, subject to applicable statutory and regulatory requirements receipt of requisite approvals, market conditions and other considerations to make an initial public offering of its Equity Shares and has filed the RHP with the ROC, West Bengal at Kolkata. The RHP will be available on the website of the SEBI at www.sebi.gov.in, the websites of the Stock Exchanges, www.bseindia.com and www.nseindia.com and the websites of the BRLMs at www.axiscapital.co.in and www.idfcbank.com. Investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, see "**Risk Factors**" beginning on page 14 of the RHP.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("Securities Act") or any state securities laws in the United States, and unless so registered, and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and the applicable laws of each jurisdictions where such offers and sales are made. There will be no public offering in the United States.

CONCEPT