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PETRO CARBON AND CHEMICALS LIMITED

CORPORATE IDENTIFICATION NUMBER: U24110WB2007PLC120212

Our Company was incorporated as 'Petro Carbon and Chemicals Private Limited' in Kolkata, West Bengal as a private limited company within the meaning of Companies Act, 2013, pursuant to a certificate of incorporation dated November 05, 2007 Issued by Deputy Registrar of Companies, West Bengal. Thereafter, our Company was converted from a private limited company to a public limited company pursuant to a special resolution passed in the extraordinary general meeting of our Shareholders held on January 09, 2024, and consequently, the name of our Company was changed to Petro Carbon and Chemicals Limited, and a fresh certificate of incorporation dated February 23, 2024 was Issued by the RoC to our Company. For details relating to changes in the name and registered office of our Company, please refer to "History and Certain Corporate Matters" on page 126 of this Red Herring Prospectus.

Registered Office: Avani Signature, 6th Floor, 91A/1, Park Street, Kolkata, West Bengal, India, 700016;
Telephone: 033-40118400; **E-mail:** pccl@athagroup.in ; **Facsimile:** N.A;
Website: www.pccl.in; **Contact Person:** Ms. Manisha Somani, Company Secretary & Compliance Officer;

PROMOTERS OF OUR COMPANY: KISHOR KUMAR ATHA, DILIP KUMAR ATHA, GAURAV ATHA, VISHAL ATHA AND BHARAT ATHA,

INITIAL PUBLIC OFFER OF UPTO 66,17,600 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF PETRO CARBON AND CHEMICALS LIMITED (THE "COMPANY" OR "PETRO CARBON AND CHEMICALS" OR "PCCL" OR "OFFERER") AT AN OFFER PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ [•] LACS THROUGH AN OFFER FOR SALE BY PROMOTER SELLING SHAREHOLDERS ("PUBLIC OFFER") OUT OF WHICH 4,30,400 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH, AT AN OFFER PRICE OF ₹ [•] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [•] LACS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE OFFER (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC OFFER LESS MARKET MAKER RESERVATION PORTION I.E. OFFER OF [•] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN OFFER PRICE OF ₹ [•] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ [•] LACS IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE PUBLIC OFFER AND NET OFFER WILL CONSTITUTE [•] % AND [•] % RESPECTIVELY OF THE POST- OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- QIB PORTION: NOT MORE THAN 50.00% OF THE NET OFFER
- RETAIL PORTION: NOT LESS THAN 35.00% OF THE NET OFFER
- NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET OFFER
- MARKET MAKER PORTION: UP TO 4,30,400 EQUITY SHARES OR 6.50% OF THE OFFER

PRICE BAND: ₹ 162 TO ₹ 171 PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH

THE FLOOR PRICE IS 16.2 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 17.1 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.
BIDS CAN BE MADE FOR A MINIMUM OF 800 EQUITY SHARES AND IN MULTIPLES OF 800 EQUITY SHARES THEREAFTER.

RISKS TO INVESTORS

- The Promoter Selling Shareholders, will receive the entire proceeds from the Offer for Sale. Our Company will not receive or benefit from any proceeds from the Offer for Sale.
- We depend on the success of our relationships with our customers. Our revenue is generated from certain of our key customers, and the loss of one or more such customers, the deterioration of their financial condition or prospects, or a reduction in their demand for our products could adversely affect our business, results of operations, financial condition and cash flows.
- Average cost of acquisition of Equity Shares held by our Promoters Kishor Kumar Atha, Dilip Kumar Atha, Gaurav Atha, Vishal Atha And Bharat Atha is Rs. 11.98, Rs. 9.29, Rs 2.56 , 11.67 and Rs. 4.96 per Equity Share and the Issue Price at the upper end of the Price Band is Rs. 171 per Equity Share.
- The Merchant Banker associated with the Issue has handled 25 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- The Price/ Earnings ratio based on Diluted EPS for year ended March 2023 for the company at the upper end of the Price Band is 66.02.
- Weighted Average Return on Net worth for Fiscals 2023, 2022 and, 2021 is 15.21%

BASIS FOR ISSUE PRICE

The Price Band, Floor Price and Offer Price will be determined by our Company and Promoter Selling shareholders in consultation with the BRLM, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and on the basis of the qualitative and quantitative factors as described below. The face value of the Equity Shares is ₹ 10/- and the Offer Price is 16.2 times the face value at the lower end of the Price Band and 17.1 times the face value at the higher end of the Price Band.

Investors should also refer to "Our Business", "Risk Factors", "Restated Financial Statements", "Management's Discussion and Analysis of Financial Position and Results of Operations" and "Other Financial Information" on pages,,, and respectively, to have an informed view before making an investment decision.

Qualitative Factors

Some of the qualitative factors and our strengths which form the basis for computing the Issue Price are:

- Well positioned to capture the growth potential of the Indian carbon industry
- Track record of growth and efficient operations
- Strategic location of our plant provides us with competitive advantages
- Strong track record of financial performance
- Experienced senior management and large pools of skilled manpower

For further details, see "Our Business–Strengths" on page 108.

Quantitative Factors

The information presented below relating to our company is based on the Restated Financial Statements of the Company for the nine months period ended December 31, 2023 and financial year ended March 31, 2023, 2022 and 2021. For more details, please refer the section titled "Restated Financial Statements" beginning on page 154 of this Red Herring Prospectus.

Investors should evaluate our Company taking into consideration its earnings and based on its growth strategy.

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

I. Basic and Diluted Earnings per share ("EPS")

Fiscal Year ended	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
FY 2020-21	0.04	0.04	01
FY 2021-22	2.20	2.20	02
FY 2022-23	2.59	2.59	03
Weighted Average		2.04	
For the Nine months period ended December 31, 2023*		27.54	

*Not Annualised

Notes:

- Basic EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the period/ year.
- Diluted EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the period/year for diluted EPS.
- Weighted average number of Equity Shares is the number of Equity Shares outstanding at the beginning of the year/period adjusted by the number of Equity Shares issued during the year/period multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of the total number of days during the year/period.
- The above statement should be read with significant accounting policies and notes on Restated Financial Statements as appearing in the Financial Statements.
- The EPS has been calculated in accordance with AS 20 Earnings Per Share (EPS) issued by Institute of Chartered Accountants of India.

II. Price/Earning ("P/E") ratio in relation to Price Band of ₹ 162 to ₹ 171 per Equity Share:

Particulars	(P/E) Ratio at the Floor Price**	(P/E) Ratio at the Cap Price**
a) P/E ratio based on Basic and Diluted EPS as at March 31, 2023	62.55	66.02
b) P/E ratio based on Basic and Diluted EPS as at March 31, 2022	73.64	77.73
c) P/E ratio based on Basic and Diluted EPS as at March 31, 2021	4050.00	4275.00
d) P/E ratio based on Weighted Average EPS	79.41	83.82
e) For the nine-month period ended December 31, 2023*	5.88	6.21

Industry Peer Group P/E ratio

Particulars	Industry P/E (number of times)
Highest	13.85
Lowest	8.76
Average	11.30

Notes:

- The industry high and low has been considered from the industry peer set provided above. The industry composite has been calculated as the arithmetic average P/E of the industry peer set disclosed above
- P/E Ratio has been computed based on the closing market price of equity shares on BSE on March 15, 2024, divided by the diluted EPS.
- All the financial information for listed industry peers mentioned above is sourced from the annual reports of the relevant companies for Fiscal 2023, as available on the websites of the Stock Exchanges.

III. Return on Networth ("RoNW")

Fiscal Year ended	RoNW (%)	Weight
FY 2020-21	0.46	01
FY 2021-22	18.54	02
FY 2022-23	17.91	03
Weighted Average		15.21
For the Nine-months period ended December 31, 2023*		66.00

*Not Annualised

Notes:

- Weighted average = Aggregate of year-wise weighted Return on Net Worth divided by the aggregate of weights i.e. (Return on Net Worth x Weight) for each year/Total of weights.
- Return on Net Worth (%) = Restated profit for the year divided by Net worth at the end of the period/year.
- 'Net worth': Equity Share capital and other equity less capital reserves

IV. Net asset value per Equity Share (face value of ₹ 10/- each)

Particulars	NAV per equity share (₹)
As on March 31, 2021	9.65
As on March 31, 2022	11.85
As on March 31, 2023	14.43
For the Nine-months period ended December 31, 2023*	43.13
After the Completion of the Issue:	
- At Floor Price	43.13
- At Cap Price	43.13
- At Issue Price(2)	[•]

*Not Annualised

Notes:

- RoNW is calculated as net profit after taxation and minority interest attributable to the equity shareholders of the Company divided by shareholders' funds for that year. Shareholders' funds = Share capital + reserves & surplus - revaluation reserves.
- Networth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account. It may be noted that equity component of financial instruments is excluded while calculating Networth of the Company.

Comparison of accounting ratios with listed industry peers

We believe following is our peer group which has been determined on the basis of listed public companies comparable in the similar line of segments in which our Company operates and whose business segment in part or full may be comparable with that of our business, however, the same may not be exactly comparable in size or business portfolio on a whole with that of our business.

Following is the comparison with our peer company listed in India:

Name of the Company	CMP*	EPS (₹)	Face Value (₹)	P/E Ratio*	RoNW (%)	NAV Per Share	Total Income (₹ in Lakhs)
Peer Group							
Goa Carbon Limited	773.85	88.24	10	8.	58.00%	130.82	1,37,695.04
India Carbon Limited	1250.00	90.28	10	13.85	6.14%	1637.97	57,627.02
Our Company**	NA	2.59	10	NA	17.92%	14.43	51,760.99

*Source: All the financial information for listed industry peers mentioned above is sourced from the Annual Reports of the aforesaid companies for the year ended March 31, 2023 and stock exchange data dated March 15, 2024 to compute the corresponding financial ratios. The current market price and related figures are as on March 15 2023.

- P/E figures for the peers are based on closing market prices of equity shares on BSE on June 18, 2024 divided by the Basic EPS as at March 31, 2023
- Basic and Diluted EPS refers to the Basic and Diluted EPS sourced from the Annual Reports for FY 22-23 of the listed peer companies.
- Return on Net Worth (%) for listed industry peers has been computed based on the Net Profit After Tax for the year ended March 31, 2023 divided by Total Equity as on March 31, 2023.
- NAV per share for listed peers is computed as the Total Equity as on March 31, 2023 divided by the outstanding number of equity shares as on March 31, 2023.

**The details shall be provided post the fixing of the price band by our Company at the stage of the red herring prospectus or the filing of the price band advertisement.

The trading price of the Equity Shares could decline due to the factors mentioned in the section "Risk Factors" on page 34 and any other factors that may arise in the future and you may lose all or part of your investments.

KEY FINANCIAL AND OPERATIONAL PERFORMANCE INDICATORS ("KPIs")

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Standalone Financial information. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the company

Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilization of the proceeds of the issue as per the disclosure made in the Objects of the Issue Section, whichever is later or for such other duration as may be required under the SEBI (ICDR) Regulations, 2018.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analyzing the growth of various verticals of the Company that have a bearing for arriving at the Basis for the issue Price

(Rs In Lakhs)

Key Performance Indicator	For the period ended December 31, 2023	FY 2022-23	FY 2021-22	FY 2020-21
Revenue from Operations	44570.06	51,550.67	27,696.83	15,200.36
Growth in Revenue from Operations (%)	-	86.12%	82.21%	-16.65%
Total Income	44,711.11	51,760.99	27,992.70	15,528.68
EBITDA	10,548.82	1,622.68	1,205.43	284.82
EBITDA Margin (%)	23.59%	3.13%	4.31%	1.83%
Net Profit for the Year / Period	7,031.16	672.20	570.99	11.64
PAT Margin (%)*	15.78%	1.30%	2.06%	0.08%
Return on Net Worth	66.00%	17.91%	18.54%	0.46%
Return on Capital Employed	60.36%	10.88%	10.09%	2.30%
Debt-Equity Ratio	0.54	2.15	2.56	1.15

Source: The Figure has been certified by our statutory auditors M/s. Kavita Agarwal & Co. Chartered Accountants vide their certificate dated June 18, 2024.

Notes:

- Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.
- Total income includes revenue from operation and other income
- EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit before tax/ (loss) for the year / period and adding back finance costs, depreciation, and amortization expense.
- EBITDA margin is calculated as EBITDA as a percentage of total income.
- Net Profit for the year/period represents the restated profits of our Company after deducting all expenses.
- PAT Margin (%) is calculated as Profit for the year/period as a percentage of Revenue from Operations.
- Return on net worth is calculated as Net profit after tax, as restated, attributable to the owners of the Company for the year/ period divided by Closing Net worth (Closing total equity). total equity means the aggregate value of the paid-up share capital and reserve and surplus of the current financial year/period.
- Return on capital employed calculated as Earnings before interest and taxes divided by average capital employed (average capital employed calculated as average of the aggregate value of total equity, total debt and deferred tax liabilities of the current and previous financial year/period).
- Debt- equity ratio is calculated by dividing total debt by total equity. Total debt represents long term and short-term borrowings. Total equity is the sum of equity share capital and other equity. Interest coverage ratio is defined as Earnings before interest and taxes (EBIT) divided by finance cost for the year/period.

OPERATIONAL KPIs OF THE COMPANY:

Particulars	Product	Installed Capacity (MT)	Production Quantity (MT)	Capacity Utilization
Fiscal 2021	Raw Petroleum Coke to	93,744	66,300.020	70.72
Fiscal 2022	Calcined Petroleum Coke	93,744	54,233.200	57.85
Fiscal 2023	(CPC)	93,744	82,715.200	88.24
For the period ended December 31, 2023		93,744	64,896.100	92.30

Source: The Figure has been certified by our statutory auditors M/s. Kavita Agarwal & Co. Chartered Accountants vide their certificate dated June 18, 2024.

Explanation for the Key Performance Indicators:

KPIs	Explanations
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of our business and in turn helps assess the overall financial performance of our Company and size of our business.
Total Income	Total Income is used by our management to obtain a comprehensive view of all income including revenue from operations and other income
EBITDA	EBITDA provides information regarding the operational efficiency of our business
EBITDA Margin	EBITDA Margin is an indicator of the operational profitability and financial performance of our business.
Net Profit for the Year / Period	Net Profit for the year/period provides information regarding the overall profitability of our business
Return on Net Worth (in %)	Return on Net Worth provides how efficiently our Company generates profits from shareholders' funds.
Return on Capital Employed (in %)	Return on Capital Employed provides how efficiently our Company generates earnings from the capital employed in our business.
Debt- equity ratio (in times)	Debt- equity ratio is a gearing ratio which compares shareholder's equity to company debt to assess our company's amount of leverage and financial stability.

Continued to next page

Comparison of our key performance indicators with listed industry peers for the Financial Years/ periods included in the Restated Financial Information

(Rs In Lakhs)

Key Performance Indicator	Goa Carbon Limited			India Carbon Limited		
	F.Y 2022-23	F.Y 2021 -22	F.Y 2020 -21	F.Y 2022 -23	F.Y 2021 -22	F.Y 2020 -21
Revenue from Operations	1,36,436.07	76,611.65	35,278.59	56,571.86	45,612.37	19,624.61
Growth in Revenue from Operations (%)	78.09%	117.16%	-15.32%	24.03%	132.42%	-4.83%
Total Income	1,37,695.04	76,866.81	35,344.39	57,627.02	47,584.25	22,921.06
EBITDA	15,664.58	5,922.75	6,236.30	4269.83	11,937.98	5,520.80
EBITDA Margin (%)	11.48%	7.73%	17.68%	7.55%	26.17%	28.13%
Net Profit for the Year / Period	8,075.20	3,777.93	(481.20)	2,392.39	8,134.83	5,292.50
PAT Margin (%)	6.00%	5.00%	5.01%	4.23%	17.83%	27.48%
Return on Net Worth	58.00%	36.00%	40.26%	6.14%	22.31%	18.42%
Return on Capital Employed	0.25	0.16	0.17	0.09	0.27	0.16
Debt-Equity Ratio	2.27	2.01	2.50	.26	0.13	0.05

Source: All the information for listed industry peers mentioned above is on a standalone basis provided available on the website of the stock exchange.

1. WEIGHTED AVERAGE COST OF ACQUISITION**A) The price per share of the Company based on the primary/ new issue of shares (equity/convertible securities)**

The Company have not issued Equity Shares or convertible securities ("Security(ies)"), excluding shares issued under ESOP/ESOS and issuance of bonus shares, during the 18 months preceding the date of this certificate, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-Issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days:

B) The price per share of the Company based on secondary sale/acquisitions of shares (equity/ convertible securities)

There have been no secondary sale/acquisitions of Equity Shares or any convertible securities ("Security(ies)"), where the Promoter, members of the promoter group, selling shareholders, or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this certificate, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-Issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days:

C) Since there are no such transaction to report to under (A) therefore information for primary or secondary transactions (secondary transactions where Promoter / promoter group entities or selling shareholders or shareholder(s) having the right to nominate director(s) in the Board of the Issuer Company, are a party to the transaction), is as below:

Date of allotment	No. of equity shares allotted	Face value per equity share (₹)	Issue price per equity share (₹)	Nature of Allotment	Nature of consideration	Total Consideration (in Rs.)
NIL	NIL	NIL	NIL	NIL	NIL	NIL
Weighted average cost of acquisition (WACA)						NIL

II. WACA / Floor Price / Cap Price

Please see below details of the weighted average cost of acquisition, based on the details set out under (I) – (A), (B) and (C) above, as compared to the floor price and cap price:

Types of transactions	Weighted average cost of acquisition (Rs. per Equity Share)	Floor price (i.e. INR 162)	Cap price (i.e. INR 171)
Last 5 Primary issuances /Secondary transactions	NIL	NIL	NIL

Explanation for Offer Price being [•] times price of face value.

The Offer Price of ₹ [•] has been determined by our Company, in consultation with the BRLM, on the basis of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "Risk Factors", "Our Business", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Financial Information" on pages 34, 108,159, and 154 respectively, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "Risk Factors" on page 34 and you may lose all or part of your investment.

For further details, please see the chapter titled "Basis for Offer Price" beginning on page 90 of the RHP.

BID/ISSUE PROGRAM

ANCHOR INVESTOR BIDDING DATE⁽¹⁾: MONDAY JUNE 24, 2024

BID/ OFFER OPENS ON⁽¹⁾: TUESDAY JUNE 25, 2024

BID/ OFFER CLOSES ON: THURSDAY JUNE 27, 2024[^]

*The Company may, in consultation with the Book Running Lead Manager and promoter selling shareholders, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date.

**Our Company may in consultation with the BRLM, consider closing the Bid/ Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations

^ UPI mandate end time and date shall be at 5.00 p.m. on the Bid/ Offer Closing Date.

Submission of Bids (other than Bids from Anchor Investors):

Bid/ Issue Period (except the Bid/ Issue Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. IST
Bid/ Offer Closing Date	
Submission and Revision in Bids*	Only between 10.00 a.m. and 3.00 p.m. IST
Submission of Bids by QIBs and Non-Institutional Bidders	Only between 10.00 a.m. and 4:00 p.m IST
Submission of Bids by Retail Individual Bidders.	Only between 10.00 a.m. and 5:00 p.m IST

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 126 of the Red Herring Prospectus 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 Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 257 of the Red Herring Prospectus.

LIABILITY OF MEMBERS AS PER MOA: The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorized share Capital of the Company is Rs. 26, 00, 00,000/- (Rupees Twenty six Crore only) divided into 2,60,00,000 (Two Crore sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. For details of the Capital Structure, see "Capital Structure" on the page 67 of the Red Herring Prospectus.

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company: 9900 equity shares were subscribed by Bharat Atha and 100 equity shares were subscribed by Seshadri Krishna Sarma. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 126 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 67 of the Red Herring Prospectus.

LISTING: The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE EMERGE (SME Platform of NSE). Our Company has received an 'in-principle' approval from the NSE for the listing of the Equity Shares pursuant to letter dated June 06, 2024. For the purpose of the Issue, the Designated Stock Exchange shall be NSE Limited (NSE). A signed copy of the Red Herring Prospectus has been delivered for registration to the ROC on June 18, 2024 and Prospectus shall be delivered for filing to the

RoC in accordance with Section 26(4) of 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/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 257 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI on page 188 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF 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 the Offer Document for the full text of the 'Disclaimer Clause of NSE'."

GENERAL RISK: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does 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 34 of the Red Herring Prospectus.

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

UPI-Now available in ASBA for Retail Individual Investors (RII)**

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI – Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.

Investors have to apply through the ASBA process. "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Offer Procedure" beginning on page 211 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

*ASBA forms can be downloaded from the website of NSE EMERGE ("SME Portal of NSE")

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. AXIS BANK Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact: GYR Capital Advisors Private Limited -Mr. Mohit Baid (+91 87775 64648) (Email Id: investors@gyrcapitaladvisors.com).

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 GYR CAPITAL ADVISORS PRIVATE LIMITED 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahmedabad -380 054, Gujarat, India. Telephone: +91 87775 64648 Facsimile: N.A. E-mail: info@gyrcapitaladvisors.com Website: www.gyrcapitaladvisors.com Investor grievance: investors@gyrcapitaladvisors.com Contact Person: Mr. Mohit Baid SEBI Registration Number: INM000012810	 BIGSHARE SERVICES PRIVATE LIMITED Office No. 56-2, 6th Floor, Pinnacle Business Park, Next to Ahura Center, Mahakali Caves Road, Andheri East, Mumbai-400 093, Maharashtra, India. Tel: +91 22 6263 8200 Fax: +91 22 6263 8299 Email: ipo@bigshareonline.com Website: www.bigshareonline.com Investor Grievance Email: investor@bigshareonline.com Contact Person: Mr. Vinayak Morbale SEBI Registration Number: INR000001385; CIN: - U99999MH1994PTC076534	 Ms. Manisha Somani, is the Company Secretary and Compliance Officer of our Company. Her contact details are set forth hereunder. Petro Carbon and Chemicals Limited Avani Signature, 6th Floor, 91A/1, Park Street, Kolkata, West Bengal, India, 700016 Telephone: +91 98749 32827 E-mail: pccl@athagroup.in Investor grievance id: investorgrievance.pccl@athagroup.in Website: www.pccl.in CIN: U24110WB2007PLC120212 <div style="border: 1px solid black; padding: 5px; font-size: 0.8em;"> Investors can contact the Company Secretary and Compliance Officer or the BRLM or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc. </div>

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at <https://pccl.in/>, the website of the BRLM to the Issue at: www.gyrcapitaladvisors.com, the website of NSE Emerge at <https://www.nseindia.com/companies-listing/corporate-filings-offer-documents> respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: 10 Community Centre, No 2 Ashok Vihar, Phase II, New Delhi, Delhi, 110052, India; Telephone: +91-9818222845; BRLM: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Syndicate Member: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Sub Syndicate Member: Eureka Stock & Share Broking Services Limited, Telephone: 033 66280000 (131) and the Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the website of NSE EMERGE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC OFFER ACCOUNT BANK/ SPONSOR BANK: AXIS BANK LIMITED

UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

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

On behalf of Board of Directors
For Petro Carbon and Chemicals Limited
Sd/-
Ms. Manisha Somani
Company Secretary & Compliance Officer

Place: Kolkata, West Bengal
Date: June 18, 2024

Disclaimer: Petro Carbon and Chemicals Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the RHP with the Registrar of Companies, West Bengal situated at Kolkata on June 18, 2024 and thereafter with SEBI and the Stock Exchange. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at <https://pccl.in/> the website of the BRLM to the Issue at: www.gyrcapitaladvisors.com, the website of NSE Emerge at <https://www.nseindia.com/companies-listing/corporate-filings-offer-documents>, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 34 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended or any state securities laws in the United States, and unless so registered, and may not be issued 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, 1933 and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in 'offshore transactions' in reliance on Regulation "S" under the Securities Act, 1933 and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.