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S A TECH SOFTWARE INDIA LIMITED

CORPORATE IDENTITY NUMBER: U72900PN2012FLC145261

Our Company was originally incorporated as 'SA Tech Software India Private Limited' a private limited company under the Companies Act, 1956 at Pune, Maharashtra, pursuant to a certificate of incorporation dated November 01, 2012, issued by the Registrar of Companies, Maharashtra, Pune ("RoC"). Thereafter, name of our Company was changed from 'SA Tech Software India Private Limited' to 'SA Tech Software India Limited', consequent to conversion of our Company from private to public company, pursuant to a special resolution passed by the shareholders of our Company on October 16, 2023, and a fresh certificate of incorporation consequent to change of name was issued by the RoC on November 03, 2023. Our Company's Corporate Identity Number is U72900PN2012FLC145261. For details of change in Registered office of our Company, please refer to the chapter titled "History and Certain Corporate Matters" on page 131 of this Red Herring Prospectus.

Registered Office: Off No. D-6030, 6th Floor Solitaire Bus. Hub Viman Nagar, Pune 411014, Maharashtra, India, **Contact Number:** +91 9022909131; **Website:** www.satincorp.com;

Contact Person: Ms. Arnika Choudhary; **E-mail Id:** cs@satincorp.com;

OUR PROMOTERS: SA TECHNOLOGIES INC., USA, MR MANOJ JOSHI, MRS PRIYANKA JOSHI, M/S MINDPOOL TECHNOLOGIES LIMITED, MR. RITESH SHARMA AND MRS. POONAM SHARMA

INITIAL PUBLIC OFFER OF UPTO 39,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH ("EQUITY SHARES") OF S A TECH SOFTWARE INDIA LIMITED (THE "COMPANY" OR "S A TECH" OR "ISSUER") AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ [•] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,84,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 36,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH, AT AN ISSUE PRICE OF ₹ [•] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ [•] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 29.86 % AND 27.69 % RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- **QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE**
- **RETAIL PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE**
- **NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET ISSUE**
- **MARKET MAKER PORTION: UP TO 2,84,000 EQUITY SHARES OR 7.28% OF THE ISSUE**

PRICE BAND: ₹ 56 TO ₹ 59 PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH

THE FLOOR PRICE IS 5.6 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 5.9 TIMES OF THE FACE VALUE OF THE EQUITY SHARES. BIDS CAN BE MADE FOR A MINIMUM OF 2,000 EQUITY SHARES AND IN MULTIPLES OF 2,000 EQUITY SHARES THEREAFTER.

RISKS TO INVESTORS

- We are required to obtain, renew or maintain statutory and regulatory permits, licenses and approvals to operate our business, and any delay or inability in obtaining, renewing or maintaining such permits, licenses and approvals could result in an adverse effect on our results of operations.
- The Merchant Banker associated with the Issue has handled 27 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- The length of our sales cycle may fluctuate significantly and depends on several external factors which may result in significant fluctuations in our revenues.
- The Price/ Earnings ratio based on Diluted EPS for year ended March 2024 for the company at the upper end of the Price Band is 14.53.
- Weighted Average Return on Net worth for Fiscals 2024, 2023 and, 2022 is 6.73%

BID/ISSUE PROGRAM

ANCHOR INVESTOR BIDDING DATE⁽¹⁾ : THURSDAY, JULY 25, 2024

BID/ ISSUE OPENS ON⁽¹⁾ : FRIDAY, JULY 26, 2024

BID/ ISSUE CLOSES ON : TUESDAY, JULY 30, 2024

⁽¹⁾Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 223 of Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/ Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/ Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. 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 Applicants' sole risk. Bidders/ Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID 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.

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 131 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 290 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. 14,00,00,000/- (Rupees Fourteen Crore only) divided into 1,40,00,000 (One Crore forty Lakhs) Equity Shares of Rs.10/- (Rupees Ten only) each. For details of the Capital Structure, see "Capital Structure" on the page 68 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: 9,999 equity shares were subscribed by SA Technologies Inc., USA and 1 equity share was subscribed by Mr. Bhavin Goda Equity Shares of Rs.10/- Each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 131 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 68 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 July 02, 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 July 21, 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 290 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 198 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 EMERGE ("EMERGE Platform of NSE") should not in any way be deemed or construed that the contents of the Prospectus or the price at which the equity shares are offered has been cleared, solicited or approved by NSE, nor does it certify the correctness, accuracy or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer clause pertaining to 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!!!



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 RIBs applying through Registered Brokers, DP's & RTAs. RIBs 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 "Issue Procedure" beginning on page 223 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. HDFC 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@gycrcapitaladvisors.com).

| BOOK RUNNING LEAD MANAGER TO THE ISSUE | REGISTRAR TO THE ISSUE | COMPANY SECRETARY AND COMPLIANCE OFFICER |
|---|---|--|
| GYR CAPITAL ADVISORS PRIVATE LIMITED Address: 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@gycrcapitaladvisors.com Website: www.gycrcapitaladvisors.com Investor grievance: investors@gycrcapitaladvisors.com Contact Person: 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-400093, Maharashtra, India. Tel No.: +91 22 6263 8200 Fax: +91 22 6263 8299 Website: www.bigshareonline.com Email: ipo@bigshareonline.com Investor Grievance Email: investor@bigshareonline.com Contact Person: Sagar Pathare SEBI Registration No.: INR000001385 | Ms. Arnika Choudhary, is the Company Secretary and Compliance Officer of our Company. Her contact details are set forth hereunder. Address: Off No. D-6030, 6th Floor Solitaire Bus. Hub Viman Nagar, Pune 411014, Maharashtra, India. Telephone: +91 9022909131 Facsimile: N.A. E-mail: cs@satincorp.com 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. |

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://www.satincorp.com/investor-corner/>, the website of the BRLM to the Issue at: www.gycrcapitaladvisors.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: Off No. D-6030, 6th Floor Solitaire Bus. Hub Viman Nagar, Pune 411014, Maharashtra, 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 ISSUE ACCOUNT BANK/ SPONSOR BANK: HDFC 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.

Place: Pune
Date: July 21, 2024

Disclaimer: S A TECH SOFTWARE 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Maharashtra, Pune ("RoC") situated at Pune on July 21, 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://www.satincorp.com/investor-corner/>, the website of the BRLM to the Issue at: www.gycrcapitaladvisors.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.



For All Advertisement Booking

Call : 0120-6651214



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- The Merchant Banker associated with the Issue has handled 27 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- The length of our sales cycle may fluctuate significantly and depends on several external factors which may result in significant fluctuations in our revenues.
- The Price/ Earnings ratio based on Diluted EPS for year ended March 2024 for the company at the upper end of the Price Band is 14.53.
- Weighted Average Return on Net worth for Fiscals 2024, 2023 and, 2022 is 6.73%

BASIS FOR ISSUE PRICE

The Issue Price will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares through the Book Building Process and on the basis of quantitative and Equity Qualitative factors as described below. The face value of the Equity Shares is Rs. 10 each and the Issue Price is 5.6 times the face value at the lower end of the Price Band and 5.9 times the face value at the higher end of the Price Band. Investors should also refer to "Our Business", "Risk Factors", "Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on pages 110, 34, 161 and 170, respectively of the Red Herring Prospectus, 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:

- Experienced Promoter and Qualified Senior Management Team;
 - Global presence of our Company;
 - Scalable Business Model;
 - Strategy to build capacity and capabilities necessary to develop and increase the value of the business by growth across multiple dimensions, including strengthening our relationships with our existing clients; expansion of our digital engineering and embedded capabilities.;
 - Our Customer- Centric Approach;
 - Marque set of clients;
 - Exclusive Agreement for Certain Domains;
 - In- House Expertise/Human Resource- Our team comprises of highly skilled professionals with a prudent mix of experienced and young professional with diverse expertise.
- For further details, see "Our Business—Our Competitive Strengths" on page 118.

QUANTITATIVE FACTORS

The information presented in this section is based on the restated financial statements of the Company for the three months period ended June 30, 2024 and financial year ended March 31, 2024, 2023 and 2022. For more details on financial information, investors please refer the chapter titled "Restated Financial Information" beginning on Page No. 161 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 price are as follows:

1. Basic & Diluted Earnings per share (EPS) (Face value of ₹ 10 each):

As per the Restated Financial Statements:

| Year ended | Basic and Diluted EPS (in ₹) * | Weight |
|---|--------------------------------|--------|
| March 31, 2024 | 4.06 | 3 |
| March 31, 2023 | 1.20 | 2 |
| March 31, 2022 | (6.07) | 1 |
| Weighted Average | 1.42 | |
| Three months period ended June 30, 2024# | 2.71 | |

Not Annualised

* After giving effect of Bonus

Note:

- The ratios have been computed as below:

Basic Earnings per Share (₹) =
$$\frac{\text{(Net profit/ (loss) as restated, attributable to Equity Shareholders)}}{\text{(Weighted average number of Equity Shares outstanding during the year/period)}}$$

Diluted Earnings per Share (₹) =
$$\frac{\text{(Net profit/ (loss) as restated, attributable to Equity Shareholders)}}{\text{(Weighted average number of Diluted Equity Shares outstanding during the year/period)}}$$

2. Price Earning (P/E) Ratio in relation to the Price Band of ₹ 56 to ₹ 59 per Equity Share of Face Value of ₹ 10/- each fully paid up:

| Particulars | (P/E) Ratio at the Floor Price# | (P/E) Ratio at the Cap Price# |
|--|---------------------------------|-------------------------------|
| P/E ratio based on the Basic and Diluted EPS, as at March 31, 2022 | -9.22 | -9.71 |
| P/E ratio based on the Basic and Diluted EPS, as at March 31, 2023 | 46.55 | 49.04 |
| P/E ratio based on Basic and Diluted EPS as at March 31, 2024 | 13.79 | 14.53 |
| P/E ratio based on Weighted Average EPS, as restated | 39.46 | 41.58 |
| P/E ratio based on Basic and Diluted EPS as at June 30, 2024** | 20.67 | 21.78 |

Will be included in the Prospectus

** Not annualised

3. Industry Peer Group P/E ratio

| Particulars | Industry P/E |
|-------------|--------------|
| Highest | 34.29 |
| Lowest | 34.29 |
| Average | 34.29 |

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 January 05, 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.

4. Return on Net worth (RoNW) *

| Fiscal Year ended | RoNW (%) | Weight |
|--|---------------|--------|
| March 31, 2024 | 31.63% | 3 |
| March 31, 2023 | 14.06% | 2 |
| March 31, 2022 | -82.58% | 1 |
| Weighted Average (of the above three financial years) | 6.73% | |
| Three months period ended on June 30, 2024 | 17.54% | |

Not Annualised

Note: Return on Net worth has been calculated as per the following formula:

RoNW =
$$\frac{\text{(Net profit/loss after tax, as restated)}}{\text{(Net worth excluding revaluation reserve)}}$$

Network 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 Network of the Company.

5. Net Asset Value (NAV) per Equity Share (face value of ₹ 10/- each):

| Particulars | NAV per equity share (₹) * |
|---|----------------------------|
| As on March 31, 2024 | 12.74 |
| As on March 31, 2023 | 8.56 |
| As on March 31, 2022 | 7.36 |
| As on Three months ended June 30, 2024# | 15.45 |
| After the Completion of the Issue: | |
| - At Floor Price | 27.56 |
| - At Cap Price | 28.45 |
| - At Issue Price (2) | [•] |

Not Annualised

* After giving effect of Bonus

Note: Net Asset Value has been calculated as per the following formula:

NAV =
$$\frac{\text{(Net worth excluding preference share capital and revaluation reserve)}}{\text{(Outstanding number of Equity shares at the end of the year/period)}}$$

Network 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 Network of the Company.

6. Comparison of Accounting Ratios with Industry Peers:

| Name of the Company | Face Value (₹) | Current Market Price* | EPS (₹) | | P/E Ratio* | RoNW (%) | Net Asset Value Per Share | Total Income (₹ in Lakhs) |
|---|----------------|-----------------------|---------|---------|------------|----------|---------------------------|---------------------------|
| | | | Basic | Diluted | | | | |
| S A Tech Software India Limited (Our company) | 10.00 | [•] | 1.19 | 1.19 | [•] | 13.96 | 178.63 | 5673.05 |
| Peer Group | | | | | | | | |
| ASM Technologies Limited | 10.00 | 474.85 | 15.06 | 15.06 | 55.14 | 13.31 | 67.05 | 14,963.50 |
| Moschip Technologies Ltd | 2.00 | 98.82 | 0.32 | 0.30 | 165.18 | 5.46 | 6.8 | 17,565.90 |
| Infobans Technologies Ltd | 10.00 | 440.55 | 15.18 | 15.09 | 30.34 | 13.24 | 111.98 | 24,835.00 |
| Onward Technologies Ltd | 10.00 | 620.50 | 7.34 | 7.16 | 55.77 | 6.60 | 77.94 | 32,461.84 |
| 3i Infotech Ltd | 10.00 | 53.64 | 3.10 | 3.05 | 343.13 | 0.21 | 38.16 | 39,120.00 |

* Closing market price of the peers considered as January 05, 2024 on BSE

Notes:

- The EPS, NAV, RoNW and Total Income of our company are taken as per Restated Financial Statement for the Financial year ended March 31, 2023.
- NAV per share is computed as the closing net worth divided by the weighted average number of paid-up equity shares as on March 31, 2023.
- RoNW has been computed as net profit after tax divided by closing net worth.
- Net worth has been computed in the manner as specified in Regulation 2(1) (hh) of SEBI (ICDR) Regulations, 2018.
- The face value of Equity Shares of our company is ₹ 10/- per Equity Share and the Issue Price is [•] times the face value of equity share.
- As per restated financials of the period ended Sept 30, 2023.

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.

7. Key Performance Indicators:

| Key Performance Indicator | (Rs. In Lakhs except percentages and ratios) | | | |
|--|--|-----------------------------------|-----------------------------------|-----------------------------------|
| | For the period ended June 30, 2024 | For the year ended March 31, 2024 | For the year ended March 31, 2023 | For the year ended March 31, 2022 |
| Revenue from Operations ⁽ⁱ⁾ | 2,388.87 | 7,188.22 | 5,639.31 | 4,106.11 |
| Growth in revenue from operations (%) | N.A. | 27.47% | 37.34% | (24.48%) |
| Total Income ⁽ⁱⁱ⁾ | 2,397.18 | 7,238.12 | 5,673.05 | 4,154.37 |
| EBITDA ⁽ⁱⁱⁱ⁾ | 413.93 | 875.32 | 520.10 | (399.00) |
| EBITDA Margin (%) ⁽ⁱⁱⁱ⁾ | 17.33% | 12.18% | 9.22% | (9.72%) |
| Restated profit for the period/year ^(iv) | 248.07 | 368.86 | 108.59 | (548.25) |
| Restated profit for the period/year Margin (%) ^(iv) | 10.38% | 5.13% | 1.93% | (13.35%) |
| Return on Net worth ^(v) | 17.54% | 31.63% | 14.06% | (82.58%) |
| Return on Average Equity ("RoAE") (%) ^(vi) | 19.22% | 38.05% | 15.12% | (58.45%) |
| Return on Capital Employed("RoCE") (%) ^(vi) | 10.95% | 32.24% | 19.66% | (17.35%) |
| Debt-Equity Ratio ^(vii) | 1.49 | 1.10 | 1.89 | 2.95 |

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 operations 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 interest cost, depreciation, and amortization expense.
- EBITDA margin is calculated as EBITDA as a percentage of total income.
- Restated profit for the period / year margin is calculated as restated profit for the period / year divided by revenue from operations.
- 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 Net worth at the end of respective period/year. Network means aggregate value of the paid-up equity share capital and reserves & surplus.
- RoAE is calculated as Net profit after tax divided by Average Equity.
- Return on capital employed calculated as Earnings before interest and taxes divided by capital employed as at the end of respective period/year. (Capital employed calculated as the aggregate value of total Tangible network, total debt and deferred tax liabilities)
- 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 share capital and reserves & surplus.

8. Past Transfer(s)/ Allotment(s)

There have been no secondary sales/ acquisitions of Equity Shares or any convertible securities equivalent to or exceeding 5% of the fully diluted paid up share capital of the Company (calculated on the date of completion of the sales), whether in a single transaction or a group of transactions during the 18 months preceding the date of the Draft Red Herring Prospectus or the Red Herring Prospectus. The Company has not undertaken any primary/ new issuance of Equity Shares or any convertible securities, whether in a single transaction or a group of transactions during the 18 months preceding the date of the Draft Red Herring Prospectus or the Red Herring Prospectus.

9. The Issue price is [•] times of the face value of the Equity Shares.

The Issue Price of ₹ [•] has been determined by our Company in consultation with the BRLM, on the basis of 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", and "Financial Statements" on pages 34, 110 and 161, respectively of the Red Herring Prospectus, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "Risk Factors" and you may lose all or part of your investments.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 93 of the RHP.

BID/ISSUE PROGRAM // **ANCHOR INVESTOR BIDDING DATE⁽¹⁾: THURSDAY, JULY 25, 2024**
BID/ ISSUE OPENS ON⁽¹⁾: FRIDAY, JULY 26, 2024
BID/ ISSUE CLOSES ON: TUESDAY, JULY 30, 2024

⁽¹⁾ Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 223 of Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/ Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. 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

Continued to next page...

* List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. HDFC 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-1800121740 and Mail Id- ipo_npci@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).

Disclaimer: S A TECH SOFTWARE 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Maharashtra, Pune ("RoC") situated at Pune on July 21, 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://www.satincorp.com/investor-corner/>, the website of the BRLM to the Issue at www.gvrcapitaladvisors.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.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRER
MRS. JAYSHREE RADHESHYAM SHARMA

| | |
|---|--|
|  | <p>NAVIGANT CORPORATE ADVISORS LIMITED 804, Meadows, Sahar Plaza Complex, J B Nagar, Andheri Kurla Road, Andheri East, Mumbai - 400059. Tel No. + 91 22 4120 4837 / 4973 5078 Email id: navigant@navigantcorp.com Website: www.navigantcorp.com SEBI Registration No: INM000012243 Contact Person: Mr. Sarthak Vijani</p> |
|---|--|

Place: Mumbai
Date: 20-07-2024

सीआईएन : L24100MP2018PLC067037

6वीं वार्षिक आम बैठक की सूचना

१) एजोएम और वाईफाई एंटीना की सूचना को सचित्र : उपरोक्त एजोएम परीक्षा और सीसे परीक्षा में एजोएम, वाईफाई वर्ष 2023-24 की वाईफाई परीक्षा में साथ एजोएम बुलने की सूचना, अन्य भाषा के साथ-साथ, ई-ऑनलाइन वाईफाई साहित्य, केवल इलेक्ट्रॉनिक प्रमाण द्वारा उन सदस्यों को भेजी जा रही है, जिसका ई-मेल पता कंपनी या डिजिटल प्रमाणित(गोपनीय) के साथ एजोएम परीक्षा है। सदस्यगण ध्यान दें कि वाईफाई एंटीना के साथ एजोएम की सूचना, कंपनी की वेबसाइट www.aarti-surfactants.com पर अपलोड की जा रही है। सूचना, उक्त एजोएम की वेबसाइट अर्थात् वीएसई लिमिटेड और मेनस्टील सॉल्यूट एक्सपोज ऑफ डिजिटल लिमिटेड की वेबसाइट www.bseindia.com और www.ncsindia.com से भी एजोएम की जा सकती है और एजोएमसीएल एंटीना ई-ऑनलाइन सूचना उपलब्ध करनेवाली एजोएम की वेबसाइट www.evoting.nsdl.com पर भी देखी जा सकती है।

पानदराक मडल क आदरागुणिए
कृते आरती सरफ़वर्द्धस लिमिटेड
हस्ता./-
प्रियंका चौरसिया
कंपनी सचिव
आईसीएसआई स. सं. : P44258
स्थान : मुंबई
दिनांक : 20 जलाई 2024

एवद्वारा सर्वजनिक सूचना दी जाती है कि यह कंपनी को सरकार क्षेत्रीय निदेशक के साथ कंपनी अधिनियम, 2013 के प्राच 13 के तहत कोड सरकार क्षेत्रीय निदेशक को ज्ञापन का रूप प्रस्ताव करती है, जिसमें कंपनी अपने पंजिकृत कार्यालय पर "केन्द्र शासित प्रदेश सिद्धल से चरपर प्रदेश राज्य" बयलने में सक्षम बनाने के लिए **20.07.2024** को अद्ययित सभासल आम बैठक में पारित विशेष प्रस्ताव को अनुसार कंपनी मेंगेरुम आँफ एग्रीसिडल के परिवर्तन की पुष्टि करने की म की गई है।

ईसीई हाउस, 28-ए, कस्तूरबा गांधी मार्ग,
नई दिल्ली-110001

ईसीई इंस्टीट्यूट लिमिटेड के लिए
(प्रकाश कुमार मोहल
प्रबंध निदेशक)
सीआईएन: 0019129

दिनांक: 22.07.2024
स्थान: नई दिल्ली

खण्ड विकास अधिकारी
चरथावल (मुजफ्फरनगर)

ईट: www.sparkminda.com, ई-मेल: investor@mindacorporation.com

द्वारा सूचित किया जाता है कि कम्पनी के सदस्यों की 39वीं वार्षिक 3

सीए सक्कलर्स”) के साथ पठित सेबी (सचीयन दायित्व तथा उदघा

क 07 अक्टूबर, 2023 (सोबा सेवकुलर) क सोथ पोछा आर सेनव=स

मदस्यों की भौतिक उपस्थिति की आवश्यकता नहीं है, जिसमें एजीएम

के ईमेल पते कंपनी / डिपॉजिटरी प्रतिभागी(ओं) ("डिपॉजिटरी") के स

त बाएसई लिमिटेड तथा नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लि

सदस्यों के पास भौतिक प्रारूप में शेयर हैं और जिन्होंने अपने ई-मेल

अपना नाम, फोलियो नम्बर तथा सम्पूर्ण पते का उल्लेख करते हुए एवं

कम्पनी के साथ पंजीकृत सदस्य के पते के प्रमाण के समर्थन में

पैकॉनिक बैंक गैटवे") सा बिग्री अन्य साधन द्वारा आपने बैंक खाते में

लिखित विवरण / दस्तावेज भेजकर अपने इलेक्ट्रॉनिक बैंक मैडेट पंज

कोर बैंकिंग सॉल्यूशन के क्रियान्वयन के पश्चात् आपके बैंक द्वारा आ

यदि शेयर संयुक्त रूप से धारित हैं तो सदस्य या प्रथम धारक के नाम वा

इलेक्ट्रॉनिक बैंक मैडेट अपडेट कराने का निवेदन किया जाता है।

बिबद्धता दायित्व एवं प्रकटन अपेक्षाएँ) विनियम, 2015 के नियम 42

मैंने इन विषयों पर विचार किया है कि मैं अपने जीवन में क्या कर सकता हूँ।

चूँकि सचाना कसानी के सभी सदस्यों को सचाना तथा लाभ के लिए ज्ञान

22.07.2024