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N R VANDANA TEX INDUSTRIES LIMITED

CIN: U17299WB1992PLC055341

Our company was originally incorporated and registered as a Private Limited Company under Companies Act, 1956 in the name and style of N.R. Design Centre Private Limited vide certificate of incorporation dated May 04, 1992 bearing registration number 21-55341 issued by the Registrar of Companies, West Bengal. Further, the name of our Company was changed to "N R Vandana Tex Industries Private Limited" and a fresh certificate of incorporation dated May 31, 2024 was issued by Registrar of Companies, Central Processing Centre. Pursuant to a resolution passed by our Board on June 03, 2024 and a resolution passed by our shareholders on June 07, 2024, our Company was converted into a public limited company. Consequently, the name of our company was changed to 'N R Vandana Tex Industries Limited', and a fresh certificate of incorporation consequent upon conversion to public company issued by Registrar of Companies, Central Processing Centre on August 13, 2024. For further details regarding the change of name, please see section titled "History and Certain Corporate Matters" on page 163.

Registered Office: 220, Mahatma Gandhi Road, Barabazar, Kolkata, West Bengal – 700007, India.
Tel No: +91 9331281999; **E-mail:** cs@vandanafashion.com ; **Website:** www.vandanafashion.com ; **Contact Person:** Sweta Agarwal (Company Secretary and Compliance officer);

THE PROMOTERS OF OUR COMPANY ARE

MR. NARAIN PRASAD LOHIA, MR. PRABHU LOHIA AND MR. GYANESH LOHIA

"THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")."

THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 61,98,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") OF N R VANDANA TEX INDUSTRIES LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹45 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF 35 PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ 2789.10 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 3,12,000 EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN ISSUE PRICE OF ₹45 PER EQUITY SHARE FOR CASH, AGGREGATING ₹ 140.4 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 58,86,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹45 PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹ 2648.7 LAKHS IS HERE INAFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.61 % AND 25.27% RESPECTIVELY OF THE POST- ISSUE PAID- UP EQUITY SHARE CAPITAL OF OUR COMPANY.

**Subject to basis of allotment*

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION, AS APPLICABLE – Not Applicable as the entire issue constitutes fresh issue of Equity Shares
THE ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS IN TERMS OF THE REGULATION 229(2) OF THE SEBI ICDR REGULATIONS.

PRICE BAND: ₹ 42/- to ₹ 45/- PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH
THE FLOOR PRICE IS 4.2 TIMES THE FACE VALUE AND CAP PRICE IS 4.5 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.
THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE IS 8.35 TIMES AND AT THE CAP PRICE IS 8.95 TIMES.
BIDS CAN BE MADE FOR A MINIMUM OF 2 LOTS AND FURTHER IN MULTIPLES OF 3000 EQUITY SHARES THEREAFTER

BID/ ISSUE PROGRAM	ISSUE OPENED
	ISSUE CLOSING DATE (T DAY) FRIDAY, MAY 30, 2025*#

**Our Company, in consultation with the BRLMs, may decide to close the Bid / Issue Period for QIBs one Working Day prior to the Bid / Issue Closing Date, in accordance with the SEBI (ICDR) Regulations.
#The UPI mandate end time and date shall be at 4:00 p.m. on Bid / Issue Closing Day.*

Brief description of the business of the issuer company: We are engaged into designing, manufacturing and wholesale business of cotton textile products including a variety of high-quality cotton sarees, salwar suits and bed sheets. Our products are recognised in textile industry under our own brand name "Vandana" and "Tanaya". Our Company have been awarded "Best Debutant – Apparels" by Ajo Business Partnership Meet – 2022. Our Company operates into B2B business model, focusing on selling our products through a network of 1397 wholesalers as of March 31, 2025 spread across 31 states and union territories in India and through a channel of B2B e-commerce platform.

THIS ISSUE IS MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACT (REGULATION) RULES, 1957, AS AMENDED. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" ON PAGE 291 OF THE RED HERRING PROSPECTUS. A COPY OF THE RED HERRING PROSPECTUS IS FILED WITH REGISTRAR OF COMPANIES, KOLKATA, AS REQUIRED UNDER SECTION 26 AND 32 OF THE COMPANIES ACT, 2013
THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED. NATIONAL STOCK EXCHANGE OF INDIA LIMITED SHALL BE THE DESIGNATED STOCK EXCHANGE.

ALLOCATION OF THE ISSUE	
QIB PORTION	NOT MORE THAN 50.00% OF THE NET ISSUE
INDIVIDUAL 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	UPTO 3,12,000 EQUITY SHARES OR 5.03% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE OFFER, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER.

CORRIGENDUM TO THE RED HERRING PROSPECTUS - NOTICE TO THE INVESTORS ("THE CORRIGENDUM")

- With reference to the Red Herring Prospectus dated May 21, 2025 filed with ROC, SEBI and NSE, attention to the investors is drawn to the following**
- In the chapter "*Issue Structure*" on page 289 of RHP, In Maximum bid size for Individual Investors, the sentence "Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹ 2,00,000". shall be read as applied for the Equity Shares for a minimum application size of two lots wherein amount exceeds more than ₹ 200,000 in any of the bidding options in the Issue".
 - In the chapter "*Issue procedure*" under the heading "*Don'ts:*" on page 313 of RHP, the Sentence "Do not Bid for a Bid lot exceeding 2 lots (for Bids by IBs);" shall be deleted and under point 20 on page 314 of RHP "IBs can revise or withdraw their Bids on or before the Bid/Offer Closing Date" shall be read as "IBs cannot revise or withdraw their Bids on or before the Bid/Offer Closing Date";
 - In the chapter "Definitions and Abbreviations" under the heading "*Issue Related Terms*" on page 9 of RHP, in Revision Form definition, the sentence "Individual Applicants can revise their Applications during the Issue Period and withdraw their Applications until Issue Closing Date" shall be read as "Individual Applicants cannot revise downward /withdraw their Applications during the Issue Period until Issue Closing Date"
 - In the chapter "General Information" on page 66 of RHP, under the heading "book building process" the sentence "Individual Bidders can revise their Bids during the Bid/Issue Period and withdraw their Bids until the Bid/Issue Closing Date." shall be read as "Individual Bidders cannot revise downward /withdraw their Bids during the Bid/Issue Period until the Bid/Issue Closing Date."
 - In the chapter "Issue procedure" on page 310 under the heading "withdrawal of bids" point "a)" shall be read as "IBs cannot withdraw their Bids until Bid/ Offer Closing Date".
 - The words "withdrawal," "withdraw," or "withdrawn" wherever appearing on the following pages; Page Nos. 278, 284, 285, 293, 300, 307, and 308 shall be treated as deleted and should be ignored. This change is made to reflect the correct regulatory position that Individual Applicants are not permitted to withdraw their applications during the Issue Period until the Issue Closing Date.
 - The sentence "The UPI mandate end time and date shall be at 5:00 p.m. on Bid / Issue Closing Day" on cover page, Issue programme on page 283, Submission of bids on page 284 and 285 of the RHP shall be changed to 4:00 p.m.
 - The sentence "Until 5.00 p.m. IST or such extended time as permitted by the Stock Exchanges, in case of Bids by IBs." on page 284 shall be deleted.
 - The number "54" mentioned in Risk Factor 17 on page 37 shall be replaced as "99"
 - The number "102, 135, and 183" mentioned in Objects of the issue on page 92 shall be replaced by "140, 161 and 201" respectively.
 - The number "22.10, 22.10, and 22.10" mentioned in STATEMENT OF RELATED PARTY TRANSACTION on page 227 shall be replaced by "29.14, 29.14 and 29.14" respectively.
 - In the chapter Restated Financial statement, under the heading STATEMENT OF RELATED PARTY TRANSACTION , sub head Unsecured Loans Repaid, the number "-" mentioned for Kaberi Sales Private Limited , Vandana Finvest Private Limited for the F.Y 2023-24 on page 227 shall be replaced by "8.95""11.52" respectively.

The RHP, Abridged Prospectus, Application Form and GID and any other issue document material shall be read in conjunction with this corrigendum. The information in this corrigendum supersedes the information provided in the RHP to the extent inconsistent with the information provided in the RHP. The prospectus stands amended to the extent stated herein above.

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

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 MARWADI CHANDARANA GROUP MARWADI CHANDARANA INTERMEDIARIES BROKERS PRIVATE LIMITED Address: X-change Plaza, Office no. 1201 to 1205, 12th Floor, Building No. 53E, Zone-5, Road 5E, Gift City, Gandhinagar - 382355, Gujarat, India Telephone: 022- 69120027; E-mail: mb@marwadichandarana.com Investors Grievance e-mail: mbgrievances@marwadichandarana.com Contact Person: Radhika Maheshwari / Jigar Desai; Website: www.ib.marwadichandanagroup.com SEBI Registration Number: INM000013165	 CAMEO CAMEO CORPORATE SERVICES LIMITED Address: Subramanian Building, No.1 Club House Road, Chennai 600002, India Telephone: 044 - 40020700/ 28460390; E-mail: ipo@cameoindia.com Investor Grievance E-mail: investors@cameoindia.com Online Investor Portal: https://wisdom.cameoindia.com Website: www.cameoindia.com; Contact Person: Mr. K. Sreepriya SEBI registration number: INR000003753	 N R VANDANA TEX INDUSTRIES LIMITED Address: 220, Mahatma Gandhi Road, Barabazar, Kolkata, West Bengal – 700007, India. Contact Person: Sweta Agarwal (Company Secretary and Compliance Officer); Tel No.: +91 9331281999 E-mail: cs@vandanafashion.com; Website: www.vandanafashion.com; CIN: U17299WB1992PLC055341 Investors can contact the Company Secretary and Compliance Officer 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, credit of allotted shares in the respective beneficiary account and refund orders, etc.

Date: 28-05-2025
Place: Kolkata

For, N R Vandana Tex Industries Limited
On behalf of Board of Directors
Sd/-
Mr. Prabhu Lohia
Designation: Managing Director
DIN: 02621416

Disclaimer: N R Vandana Tex Industries Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the Red Herring Prospectus with the Registrar of Companies, Kolkata, West Bengal on May 21, 2025 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at www.vandanafashion.com and the Book Running Lead Manager at www.ib.marwadichandanagroup.com, the website of the NSE i.e., www.nseindia.com, 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 29 of the Red Herring Prospectus. Investor should note that investment in equity shares involves a high degree of risk. For details, investors should refer to and rely on the Red Herring Prospectus, including the section titled "**Risk Factors**" of the Red Herring Prospectus, which has been filed with ROC. The Equity Shares have not been and will not be registered under the US Securities Act of 1933, as amended ("**the Securities Act**") or any state securities laws in United States and may not be issued or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulations under the securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933 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 under the Securities Act and the applicable laws of each jurisdiction where such Offers and sales are made. There will be no public offering in the United States.