



**ROCKINGDEALS CIRCULAR ECONOMY LIMITED**  
**CIN: U29305DL2002PLC116354**

Our Company was originally incorporated on July 29, 2002 as a Private Limited Company as “Technix Electronics Private Limited” vide Registration No. 116354 under the provisions of the Companies Act, 1956 with the Registrar of Companies, N.C.T. of Delhi and Haryana. Pursuant to a special resolution passed by the Shareholders at their Extraordinary General Meeting held on April 20, 2023, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to “Technix Electronics Limited” and a Fresh Certificate of Incorporation consequent to Conversion was issued on July 10, 2023 by the Registrar of Companies, NCT of Delhi. Subsequently, pursuant to a special resolution passed by our shareholder in the Extra – Ordinary General Meeting held on August 04, 2023 the name of our Company was changed to “Rockingdeals Circular Economy Limited” and a Fresh Certificate of Incorporation was issued on August 17, 2023 by the Registrar of Companies, Delhi. The Corporate Identification Number of our Company is U29305DL2002PLC116354. For further details of change in name and change in Registered Office of our Company, please refer to section titled ‘Our History and Certain Other Corporate Matters’ beginning on page 113 of the Red Herring Prospectus.

**Registered Office:** Shop Kh No 424 Basement Ghitorni Gadaipur South West Delhi-110030  
**Corporate Office:** 12/3, Milestone, Near Sarai Metro Station, Mathura Road, Faridabad, Haryana 121003.  
**Tel:** +91 - 83760 36354; **E-mail:** [compliance@rockingdeals.in](mailto:compliance@rockingdeals.in); **Website:** <https://www.rockingdeals.in/>;  
**Contact Person:** Ms. Deepika Dixit, Company Secretary and Compliance Officer;

**OUR PROMOTERS: MR. AMAN PREET, MRS. KULBIR CHOPRA AND MRS. AVNEET CHORPA**

**PUBLIC ISSUE OF 15,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (“EQUITY SHARES”) OF ROCKINGDEALS CIRCULAR ECONOMY LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ [●] PER EQUITY (THE “ISSUE PRICE”) AGGREGATING TO ₹ [●] LAKH (THE “THE ISSUE”) COMPRISING OF A FRESH ISSUE OF 15,00,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE “FRESH ISSUE”) OF WHICH 85,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 14,15,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE “NET ISSUE”). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.51% AND 25.00% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

**GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES**

*This General Information Document (“GID”) highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013, Companies Act, 1956 (without reference to the provisions thereof that have ceased to have effect upon the notification of the Companies Act, 2013), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Applicants shall not construe the contents of this General Information Document as legal advice and shall consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For taking an investment decision, the Applicants shall rely on their own examination of the Issuer and the Issue and shall carefully read the Red Herring Prospectus before Investing in the Issue.*

*Disclaimer: The General Information Document is provided by SEBI under SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated march 17, 2020 afterwards SEBI through its circular SEBI/HO/CFD/TPD1/CIR/P2023/140 dated August 09, 2023 proposed the reduced timelines for listing of shares in Public Issue from existing T+6 days to T+3 days.*

*The new frame work under the T+3 days listing will be as follows:*

**Indicative timeline of activities for listing of shares through Public Issues on T+3 day**

| <b>Sequence of Activities</b>   | <b>Listing within T+3 days (T is Issue Closing Date)</b>   |
|---|--|
| <b>Application Submission by Investors</b>  | <p>Electronic Applications (Online ASBA through 3-in-1 accounts) – <b>Upto 5 pm on T day.</b></p> <p>Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – <b>Upto 4 pm on T day.</b></p> <p>Electronic Applications (Syndicate Non-Retail, Non-Individual Applications) – <b>Upto 3 pm on T day.</b></p> <p>Physical Applications (Bank ASBA) – <b>Upto 1 pm on T day.</b></p> <p>Physical Applications (Syndicate Non-Retail, Non-Individual Applications of QIBs and NIIs) – <b>Upto 12 pm on T day</b> and Syndicate members shall transfer such applications to banks <b>before 1 pm on T day.</b></p> |
| <b>Bid Modification</b>   | From Issue opening date up to <b>5 pm on T day</b>   |
| <b>Validation of bid details with depositories</b>  | From Issue opening date up to <b>5 pm on T day</b>   |
| <b>Reconciliation of UPI mandate transactions</b><br>(Based on the guidelines issued by NPCI from time to time):<br><br>Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPs** – Issuer Banks;<br><br>Reporting formats of bid information, UPI analysis report and compliance timelines. | <p>On Daily basis</p> <p>Merchant Bankers to submit to SEBI, as and when sought.</p>   |
| <b>UPI Mandate acceptance time</b>  | <b>T day – 5 pm</b>  |
| <b>Issue Closure</b>  | <p><b>T day – 4 pm</b> for QIB and NII categories</p> <p><b>T day – 5 pm</b> for Retail and other reserved categories</p>  |
| <b>Third party check on UPI applications</b>  | On daily basis and to be completed before <b>9:30 AM on T+1 day.</b>   |
| <b>Third party check on Non-</b>  | On daily basis and to be completed before <b>1 pm on T+1</b>   |

|  |  |
|--|--|
| <b>UPI applications.</b>   | <b>day.</b>  |
| <b>Submission of final certificates:</b><br>-For UPI from Sponsor Bank<br>- For Bank ASBA, from all SCSBs<br>- For syndicate ASBA  | UPI ASBA – Before <b>09:30 pm on T day.</b><br><br>All SCSBs for Direct ASBA – Before <b>07:30 pm on T day</b><br><br>Syndicate ASBA - Before <b>07:30 pm on T day</b>                   |
| <b>Finalization of rejections and completion of basis</b>  | Before <b>6 pm on T+1 day.</b>   |
| <b>Approval of basis by Stock Exchange</b>   | Before <b>9 pm on T+1 day.</b>   |
| <b>Issuance of fund transfer instructions in separate files for debit and unblock.</b><br><br>For Bank ASBA and Online ASBA – To all SCSBs<br><br>For UPI ASBA – To Sponsor Bank | Initiation not later than <b>09:30 am on T+2 day;</b><br><br>Completion before <b>2 pm on T+2 day</b> for fund transfer;<br><br>Completion before <b>4 pm on T+2 day</b> for unblocking. |
| <b>Corporate action execution for credit of shares</b>   | Initiation before <b>2 pm on T+2 day</b><br><br>Completion before <b>6 pm on T+2 day</b>   |
| <b>Filing of listing application with Stock Exchanges and issuance of trading notice</b>   | Before <b>7:30 pm on T+2 day</b>   |
| <b>Publish allotment advertisement</b>   | On website of Issuer, Merchant Banker and RTI - before <b>9 pm on T+2 day.</b><br><br>In newspapers – On <b>T+3 day</b> but not later than <b>T+4 day</b>                                |
| <b>Trading starts</b>  | <b>T+3 day</b>   |

**\*\*PSPs/TPAPs = Payment Service Providers/Third Party Application Providers.**

SEBI through its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 and circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, has introduced an alternate payment mechanism using Unified Payments Interface (UPI) and consequent reduction in timelines for listing in a phased manner. From January 1, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. (“UPI Phase I”). The UPI Phase I was effective till June 30, 2019. With effect from July 1, 2019, with respect to Application by retail individual investors through Designated Intermediaries (other than SCSBs), the existing process of physical movement of forms from such Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism for such Bids with existing timeline of T+6 days will continue for a period of three months or launch of five main board public issues, whichever is later (“UPI Phase II”). SEBI has vide its circular SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019 extended the timeline for implementation of Phase II till March 31, 2020. On March 30, 2020 vide circular number SEBI/HO/CFD/DIL2/CIR/P/2 SEBI has further extended UPI Phase II timeline till further notice.

Subsequently, the final reduced timeline will be made effective using the UPI Mechanism for applications by retail individual investors (“UPI Phase III”), as may be prescribed by SEBI. Accordingly, the issue will be made under UPI Phase II, unless UPI Phase III becomes effective and applicable on or prior to the Bid / Offer Opening Date. The

processing fees for applications made by Retail Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 02, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/2022/75 dated May 30, 2022 and any subsequent circulars or notifications issued by SEBI in this regard. The final reduced timeline of T+3 days for the UPI Mechanism for applications by UPI Bidders (“UPI Phase III”), and modalities of the implementation of UPI Phase III may be notified and made effective subsequently as may be prescribed by SEBI. SEBI, vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 (the “T+3 Circular”), has made reduced timeline of T+3 days effective on a voluntary basis for all public issues opening on or after September 1, 2023 and on a mandatory basis for all public issues opening on or after December 1, 2023. (for more details please refer the page no. 1 of this General Information Document.

**Merchant Banker shall be the nodal entity for any issues arising out of public issuance process.**

**In terms of regulation 23(5) and regulation 271 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the timelines and processes mentioned in SEBI Circular. No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 shall continue to form part of the agreements being signed between the intermediaries involved in the public issuance process and lead managers shall continue to coordinate with intermediaries involved in the said process. For delayed unblock applications, investor must be compensated at a uniform rate of Rs. 100/- per day for the entire duration of delay since ‘T+4’. Merchant banker will fix the liability on the intermediary responsible for the delay in unblocking.**

**Important Note:** This General Information Document relates to the Public Issue of Equity Shares of ₹10/- each fully paid of Rockingdeals Circular Economy Limited (“Issuer” or the “Company”) for an aggregate amount of ₹ [●] Lakhs (“the Issue”) in Terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 (As amended from time to time), under the Book Building Mode and are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited i.e., NSE Emerge. Accordingly, the Investors are advised to refer to the particulars of this GID in context of Book Building Issue being made under Chapter IX of the SEBI (ICDR) Regulations, 2018.

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#### **SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT (GID)**

This document is applicable to the public issues undertaken through the Book-Building Process as well as to the Fixed Price Offers. The purpose of the “General Information Document for Investing in Public Issues” is to provide general guidance to potential Bidders/Applicants in IPOs and FPOs, and on the processes and procedures governing IPOs and FPOs, undertaken in accordance with the provisions of the SEBI ICDR Regulations.

Bidders/Applicants should note that investment in equity and equity related securities involves risk and Bidder/Applicant should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/ or for subscribing to securities in an Offer and the relevant information about the Issuer undertaking the Offer are set out in Red Herring Prospectus (“RHP”) / Prospectus filed by the Issuer with the Registrar of Companies (“RoC”). Bidders/Applicants should carefully read the entire RHP/Prospectus, the Bid cum Application Form/ Application Form and the Abridged Prospectus of the Issuer in which they are proposing to invest through the Offer. In case of any difference in interpretation or conflict and/or overlap between the disclosure included in this document and the Prospectus, the disclosures in the Prospectus shall prevail. The Prospectus of the Issuer will be available on the websites of stock exchanges, on the website(s) of the Lead Manager to the Offer and on the website of

Securities and Exchange Board of India (“SEBI”) at [www.sebi.gov.in](http://www.sebi.gov.in).

For the definitions of capitalized terms and abbreviations used herein Bidders/Applicants may refer to the section “Glossary and Abbreviations”.



## SECTION 2: BRIEF INTRODUCTION TO IPO ON SME EXCHANGE

### 2.1 Initial public offer (IPO)

An IPO means an offer of specified securities by an unlisted Issuer to the public for subscription and may include an Offer for Sale of specified securities to the public by any existing holder of such securities in an unlisted Issuer.

For undertaking an IPO under Chapter IX of the SEBI (ICDR) Regulations, 2018, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of Regulations 228, 229 and 230 of the SEBI (ICDR) Regulations, 2018. For details of compliance with the eligibility requirements by the Issuer, Applicants may refer to the Prospectus.

The present Issue being made under Regulation 229(1) of the SEBI (ICDR) Regulations, 2018.

### 2.2 Other Eligibility Requirements

In addition to the eligibility requirements specified in paragraphs 2.1, an Issuer proposing to undertake an IPO is required to comply with various other requirements as specified in the SEBI (ICDR) Regulations, 2018, the Companies Act, 2013, the Securities Contracts (Regulation) Rules, 1957 (the “SCRR”), industry-specific regulations, if any, and other applicable laws for the time being in force.

Following are the eligibility requirements for making an SME IPO under Chapter IX of the SEBI (ICDR) Regulations, 2018:

- In accordance with regulation 260 of the SEBI (ICDR) Regulations, 2018, this Issue will be 100% underwritten and that the LM will underwrite at least 15% of the total issue size. For further details pertaining to underwriting by LM and underwriter, please refer to chapter titled “General Information” beginning on page no. 41 of the Red Herring Prospectus.
- In accordance with Regulation 268 of the SEBI (ICDR) Regulations, 2018, we shall ensure that the total number of proposed allottees in the Issue is greater than or equal to fifty, otherwise, the entire application money will be refunded forthwith. If such money is not repaid within four days from the date our company becomes liable to repay it, then our company and every officer in default shall, on and from expiry of Four day, be liable to repay such application money, with interest as prescribed under Section 40 of the Companies Act, 2013.
- In accordance with Regulation 246 the SEBI (ICDR) Regulations, 2018, we have filed Offer Document with SEBI however SEBI does not issue any observations on Offer Document. We shall also ensure that our Lead Manager submits the copy of Prospectus along with a Due Diligence Certificate including additional confirmations to Stock Exchange, Securities Exchange Board of India and the Registrar of Companies.
- In accordance with Regulation 261 of the SEBI (ICDR) Regulations, 2018, the Lead Manager will ensure compulsory market making for a minimum period of three years from the date of listing of Equity Shares offered in the Issue. For further details of the market making arrangement, see chapter titled “General Information” beginning on page no. 41 of the Red Herring Prospectus.

Our Company also complies with the eligibility conditions laid by the NSE Emerge for listing of our Equity Shares. The point wise Criteria for NSE Emerge and compliance thereof are given hereunder;

#### 1. Incorporation: *The Company has been incorporated under the Companies Act, 1956 / 2013 in India*

Our Company was incorporated on July 29, 2002 under the Companies Act, 1956.

#### 2. Post Issue Paid up Capital:

The post issue paid up capital of the company (face value) shall not be more than ₹25 crore.

| Particulars                 | Present Issued Capital | Proposed IPO (Fresh Equity Shares) | Post IPO Issued Capital (assumed) |
|-----------------------------|------------------------|------------------------------------|-----------------------------------|
| No. of Equity Shares        | 41,59,000              | 15,00,000                          | 56,59,000                         |
| Face Value (In Rs.)         | ₹ 10/- each            | ₹ 10/- each                        | ₹ 10/- each                       |
| Paid-up Value (In Hundreds) | ₹4,15,900.00           | ₹ 1,50,000.00                      | ₹ 5,65,900.00                     |

Hence, our Post Issue Paid up Share Capital will be ₹5,65,00,000 which is less than 25 crores.

#### 3. Track record

A. The company should have a (combined) track record of at least 3 years.

Our Company got incorporated on July 29, 2002 therefore our company satisfies the track record criteria of 3 years.

- B. The Company has combined positive cash accruals (earnings before depreciation and tax) from operations for at least 2 financial years out of 3 Financial years preceding the application and its net worth is positive.

(In Hundreds)

| Particulars   | As on June 30, 2023 | As on March 31, 2023 | As on March 31, 2022 | As on March 31, 2021 |
|---|---------------------|----------------------|----------------------|----------------------|
| Operating profit (earnings before interest, depreciation and tax) | 1,87,193.43         | 2,56,728.17          | 30,507.51            | 62,261.56            |

(In Hundreds)

| Particulars               | As on June 30, 2023 | As on March 31, 2023 | As on March 31, 2022 | As on March 31, 2021 |
|---------------------------|---------------------|----------------------|----------------------|----------------------|
| Share Capital             | 3,67,887.00         | 12,262.90            | 12,262.90            | 12,262.90            |
| Add: Reserves and Surplus | 4,50,576.05         | 6,81,048.41          | 5,26,709.26          | 5,27,213.76          |
| Net Worth                 | 8,18,463.05         | 6,93,311.31          | 5,38,972.16          | 5,39,476.66          |

Net worth includes Share Capital and Reserves (excluding revaluation reserves), Miscellaneous Expenditure not written-off, if any & Debit Balances of Profit and Loss Account not written-off, if any).

#### C. Positive Net worth

Net worth of the Company as on June 30, 2023 is ₹ 8,18,46,305/-

#### 4. Other Listing Condition

- The Company has not been referred to Board for Industrial and Financial Reconstruction (BIFR) or no proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies
- No petition for winding up is admitted by the NCLT/ Court.
- No material regulatory or disciplinary action has been taken by any stock exchange or regulatory authority in the past three years against the company.

#### 5. Disclosures

- Any material regulatory or disciplinary action by a stock exchange or regulatory authority in the past one year in respect of promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) of the applicant company. **None**
- Defaults in respect of payment of interest and/or principal to the debenture/bond/fixed deposit holders, banks, FIs by the applicant, promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) during the past three years. **None** (Amount is negligible, like there is delay of payment of interest and penal amount charged between Rs. 1- Rs. 317, as the delay is generally of 1 or 2 days only)
- The applicant, promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) litigation record, the nature of litigation, and status of litigation. **None**
- In respect of the track record of the directors, the status of criminal cases filed or nature of the investigation being undertaken with regard to alleged commission of any offence by any of its directors and its effect on the business of the company, where all or any of the directors of issuer have or has been charge-sheeted with serious crimes like murder, rape, forgery, economic offences. **None**

#### 2.3 Types of Public Issues – Fixed Price Issues and Book Built Issues

In accordance with the provisions of the SEBI (ICDR) Regulations, 2018, an Issuer can either determine the Issue Price through the Book Building Process (“**Book Built Issue**”) or undertake a Fixed Price Issue (“**Fixed Price Issue**”). An Issuer may mention Floor Price or Price Band in the RHP (in case of a Book Built Issue) and a Price or Price Band in the Prospectus (in case of a fixed price Issue) and determine the price at a later date before registering the Prospectus with the Registrar of Companies.

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The Issuer shall announce the Price or the Floor Price or the Price Band through advertisement in all newspapers in which the pre-issue advertisement was given at least two Working Days before the Bid/Issue Opening Date, in case of an IPO and at least one Working Day

before the Bid/Issue Opening Date, in case of an FPO.

The Floor Price or the Issue price cannot be lesser than the face value of the securities.

The present issue is Book Built Issue.

## **2.4 Issue Period**

The Issue may be kept open for a minimum of three Working Days (for all category of Applicants) and not more than ten Working Days. Applicants are advised to refer to the Application Form and Abridged Prospectus or Prospectus for details of the Issue Period. Details of Issue Period are also available on the website of Stock Exchange.

## **2.5 Migration To Main Board**

Our company may migrate to the main board of NSE at a later date subject to the following:

If the Paid up Capital of our Company is likely to increase above ₹ 25,00,00,000/- by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc. (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal and for which the company has obtained in- principal approval from the main board), our Company shall apply to NSE for listing of its shares on its Main Board subject to the fulfilment of the eligibility criteria for listing of specified securities laid down by the Main Board.

OR

If the paid-up Capital of our company is more than ₹ 10,00,00,000/- but below ₹ 25,00,00,000/-, our Company may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Any company voluntarily desiring to migrate to the Main board from the EMERGE Platform, amongst others, has to fulfill following conditions:

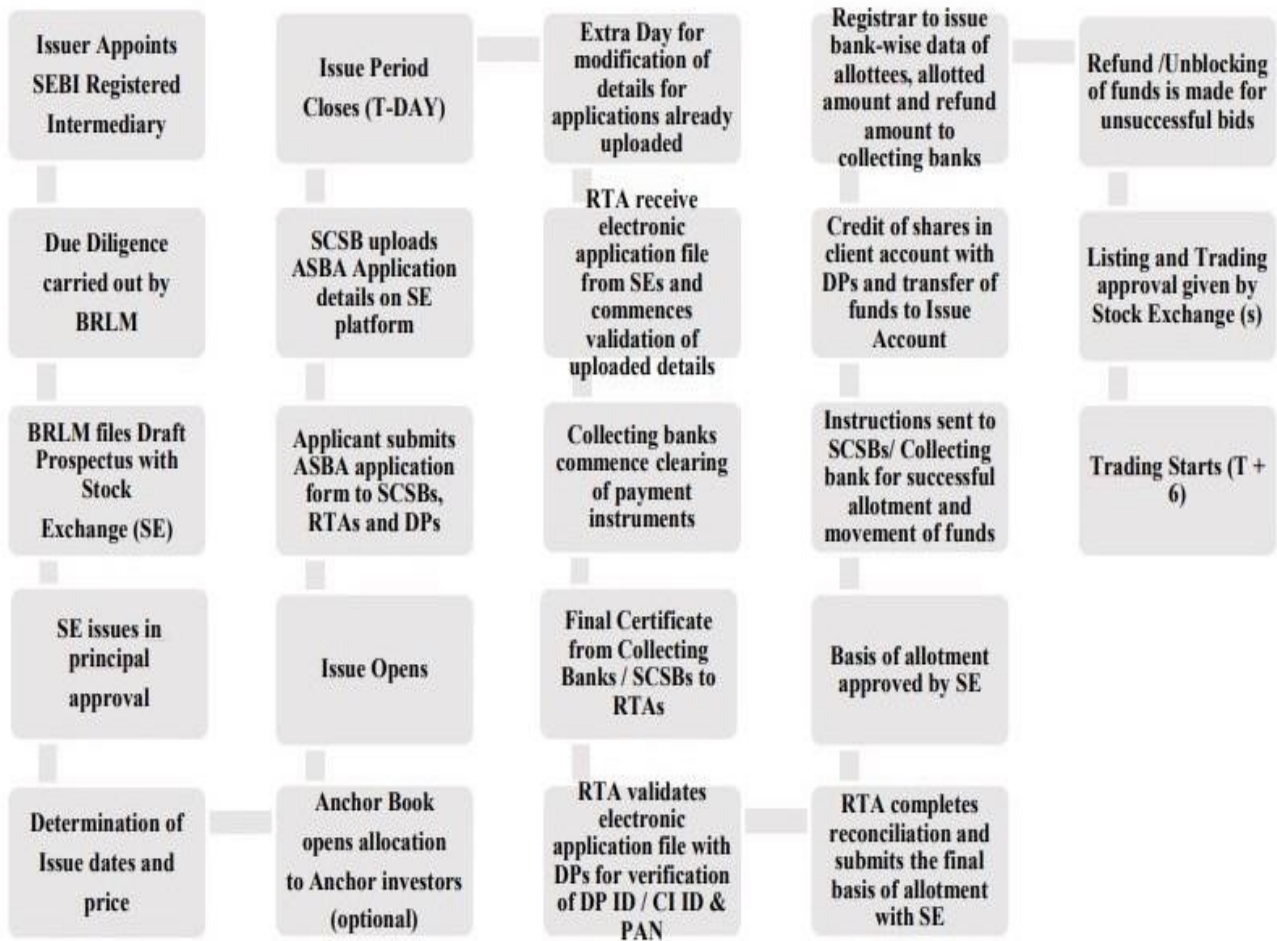
- a. The paid-up equity capital of the applicant shall not be less than 10 crores and the capitalisation of the applicant's equity shall not be less than 25 crores.
- b. The applicant company should have positive cash accruals (Earnings before Interest, Depreciation and Tax) from operations for each of the 3 financial years preceding the migration application and has positive PAT in the immediate Financial Year of making the migration application to Exchange.
- c. The applicant should have been listed on SME platform of the Exchange for at least 3 years.
- d. The applicant Company has not referred to the Board of Industrial & Financial Reconstruction (BIFR) &/OR No proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies.
- e. The company has not received any winding up petition admitted by a NCLT.
- f. The networth of the company should be at least 50 crores
- g. Total number of public shareholders on the last day of preceding quarter from date of application should be at least 1000.

## **2.6 Flow of Timeline for Phase II**

The Revised timelines as per SEBI circular for T+3 listing of shares in public issue is provided on page no. 1 of this GUID. Further as per the old-time line for Phase II. A flow chart of process flow in Book Built Issue and Fixed Price Issue is as follows:



A flow chart of process flow in Fixed Price and Book Built Issues is as follows. Bidders/ Applicants may note that this is not applicable for Fast Track FPOs.



### SECTION 3: CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN ISSUE

Each Bidder/Applicant should check whether it is eligible to apply under applicable law. Furthermore, certain categories of Bidders/Applicants, such as NRIs, FPIs and FVCIs may not be allowed to Bid/Apply in the Offer or to hold Equity Shares, in excess of certain limits or in specific sectors as specified under applicable law. Bidders/ Applicants are requested to refer to the RHP/Prospectus for more details.

Subject to the above, an illustrative list of Bidders/ Applicants is as follows:

- a) Indian nationals resident in India who are not incompetent to contract under the Indian Contract Act, 1872, as amended, in single or as a joint application and minors having valid demat account as per Demographic Details provided by the Depositories. Furthermore, based on the information provided by the Depositories, our Company shall have the right to accept the Applications belonging to an account for the benefit of minor (under guardianship);
- b) Hindu Undivided Families or HUFs, in the individual name of the Karta. The Applicant should specify that the application is being made in the name of the HUF in the Application Form as follows: "Name of Sole or First applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Applications by HUFs would be considered at par with those from individuals;
- c) Companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
- d) QIBs;
- e) Mutual Funds registered with SEBI;
- f) Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Issue;
- g) Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);
- h) Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
- i) Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the Non-Institutional applicant's category;
- j) Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;
- k) Foreign Venture Capital Investors registered with the SEBI;
- l) Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;
- m) Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
- n) Insurance Companies registered with Insurance Regulatory and Development Authority, India;
- o) Provident Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;
- p) Pension Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;
- q) National Investment Fund set up by Resolution no. F.No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;
- r) Insurance funds set up and managed by army, navy or air force of the Union of India;
- s) Multilateral and bilateral development financial Institution;
- t) Eligible QFIs;
- u) Insurance funds set up and managed by army, navy or air force of the Union of India;
- v) Insurance funds set up and managed by the Department of Posts, India;
- w) Any other person eligible to applying in this Issue, under the laws, rules, regulations, guidelines and policies applicable to them.

**Applications not to be made by:**

1. Minors (except under guardianship)
2. Partnership firms or their nominees
3. Foreign Nationals (except NRIs)
4. Overseas Corporate Bodies

**SECTION 4: APPLYING IN THE ISSUE**

**Book Built Offer:** Bidders should only use the specified Bid cum Application Form bearing stamp of a Designated Intermediary as available or downloaded from the websites of the Stock Exchanges.

Bid cum Application Forms are available with the Designated Intermediaries at the Bidding Centers and at the registered office of the Issuer. Electronic Bid cum Application Forms will be available on the websites of the Stock Exchanges at least one day prior to the Bid/Offer Opening Date. For further details regarding availability of Bid cum Application Forms, Bidders may refer to the RHP/Prospectus and advertisements in the newspaper(s). For Anchor Investors, Bid cum Application Forms shall be available at the offices of the BRLMs.

**Fixed Price Issue:** Applicants should only use the specified Bid cum Application Form bearing the stamp of the Designated Intermediary as available or downloaded from the websites of the Stock Exchanges. Application Forms will also be available with the Designated Branches of the SCSBs and at the registered office of the Issuer. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus.

Bidders/Applicants should ensure that they apply in the appropriate category. The prescribed color of the Bid cum Application Form for various categories of Bidders/ Applicants is as follows:

| Category   | Colour* |
|--|---------|
| Resident Indians including resident QIBs, Non-Institutional Investors, Retail Individual Investors and Eligible NRIs applying on a non- repatriation basis | White   |
| Non-Residents including FPIs, Eligible NRIs applying on a repatriation basis, FVCIs and registered bilateral and multilateral institutions                 | Blue    |
| Anchor Investors**   | White   |

\*Excluding Electronic Bid cum Application Form

\*\* Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.

Securities issued in an IPO can only be in dematerialized form in accordance with Section 29 of the Companies Act, 2013. Bidders/Applicants will not have the option of getting the Allotment of specified securities in physical form. However, they may get the specific securities rematerialized subsequent to Allotment.

**4.A. Instructions For Filing Application Form/ Application Form (Book Building Issue)**

Bidders/Applicants may note that Bid cum Application Form not filled completely or correctly as per instructions provided in this GID, the RHP/Prospectus and the Bid cum Application Form/Application Form are liable to be rejected.

Instructions to fill each field of the Bid cum Application Form can be found on the reverse side of the Bid cum Application Form.

The samples of the Bid cum Application Form for resident Bidders and the Bid cum Application Form for non-resident Bidders are reproduced below:

|                               |  |  |  |  |   |
|-------------------------------|--|--|--|--|---|
| COMMON<br>APPLICATION<br>FORM | <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - R</b>  |  |  |  | FOR RESIDENT INDIANS, INCLUDING<br>RESIDENT QIBs, NON INSTITUTIONAL<br>INVESTORS, RETAIL INDIVIDUAL<br>INVESTORS AND ELIGIBLE NRI APPLYING<br>ON A NON-REPATRIATION BASIS |
|                               | Registered Office:<br>Tel. No.:      Fax No.:      Email:      Website:<br>Contact Person:      CIN: |  |  |  |   |

|      |  |   |                               |
|------|--|---|-------------------------------|
| LOGO | TO,<br>THE BOARD OF DIRECTORS<br>XYZ LIMITED | FIXED PRICE SME ISSUE<br>ISIN : XXXXXXX | Application<br>Form No. _____ |
|------|--|---|-------------------------------|

|   |                                  |  |
|---|----------------------------------|--|
| SYNDICATE MEMBER'S STAMP & CODE         | BROKER/SCSB/CDP/RTA STAMP & CODE | 1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT<br>Mr. / Ms. _____<br>_____<br>_____<br>Address _____<br>_____<br>Email _____<br>_____<br>Tel. No (with STD code) / Mobile _____ |
| SUB-BROKER'S / SUB-AGENT'S STAMP & CODE | SCSB BRANCH STAMP & CODE         |  |
| BANK BRANCH SERIAL NO.                  | SCSB SERIAL NO.                  |  |

|   |                               |                               |  |
|---|-------------------------------|-------------------------------|--|
| 3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS  | <input type="checkbox"/> NSDL | <input type="checkbox"/> CDSL | 6. INVESTOR STATUS<br><input type="checkbox"/> Individual(s)      • IND<br><input type="checkbox"/> Non-Resident Indians      • NRI<br><input type="checkbox"/> (Non-Repatriation Basis)<br><input type="checkbox"/> Hindu Undivided Family*      • IRUF<br><input type="checkbox"/> Bodies Corporate      • CO<br><input type="checkbox"/> Banks & Financial Institutions      • FI<br><input type="checkbox"/> Mutual Funds      • MF<br><input type="checkbox"/> National Investment Funds      • NIF<br><input type="checkbox"/> Insurance Funds      • IF<br><input type="checkbox"/> Insurance Companies      • IC<br><input type="checkbox"/> Venture Capital Funds      • VCF<br><input type="checkbox"/> Alternative Investment Funds      • AIF<br><input type="checkbox"/> Others (Please Specify)      • OTH |
| For NSDL enter 8 Digit DP ID followed by 8 Digit Client ID / For CDSL enter 16 Digit Client ID. |                               |                               |  |

|  |  |  |
|--|--|--|
| 4. APPLICATION DETAILS (Only Retail Individual Investor can apply at "Cut-Off")  |  | 5. CATEGORY  |
| No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ [•]/- per share <sup>1</sup>  | <input type="checkbox"/> "Cut-Off" Price | <input type="checkbox"/> Retail Individual<br><input type="checkbox"/> Non-Institutional<br><input type="checkbox"/> QIB |
| (In Figures) _____   | (In Words) _____                         |  |
| ALLOTMENT WILL BE IN DEMAT MODE ONLY <sup>2</sup>  |  |  |
| <sup>1</sup> Please note that applications must be made in minimum of [•] shares and further multiples of [•] shares accordingly.<br><sup>2</sup> Please note that the equity shares on allotment will be allotted only in the dematerialized mode on the SME Platform of BSE. |  |  |

\*IRUF Should apply only through Karta (Application by IRUF would be treated on par with individual)

|   |  |   |
|---|--|---|
| 7. PAYMENT DETAILS  |  | PAYMENT OPTION : Full Payment   |
| Amount Blocked (₹ in Figures) _____ (₹ in words) _____  |  |   |
| ASBA Bank A/c No. _____<br>Bank Name & Branch _____<br>OR<br>UPI Id _____<br>(Maximum 45 characters)  |  |   |
| I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY), HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN THE PUBLIC ISSUE ("GID") AND HEREBY AGREE AND CONFIRM THE "INVESTOR UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE APPLICATION FORM GIVEN OVERLEAF. |  |   |
| 8 A. SIGNATURE OF SOLE / FIRST APPLICANT  | 8 B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)                          | SYNDICATE MEMBER / REGISTERED BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Application in Stock Exchange System) |
| Date: _____, 2019   | I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue |   |
|   | 1) _____   |   |
|   | 2) _____   |   |
|   | 3) _____   |   |

|  |  |
|--|--|
| TEAR HERE  |  |
| LOGO   | <b>XYZ LIMITED</b><br><b>INITIAL PUBLIC ISSUE - R</b><br>Acknowledgement Slip for<br>SYNDICATE MEMBER / REGISTERED<br>BROKER / SCSB / DP / RTA |
| Application Form No. _____                                   | PAN of Sole/First Applicant _____  |
| DPID / CLID _____  | Stamp & Signature of SCSB Branch   |
| Amount Blocked (₹ in figures) _____ ASBA Bank & Branch _____ |  |
| ASBA Bank A/c No./UPI Id _____                               |  |
| Received from Mr./Ms. _____                                  |  |
| Telephone / Mobile _____ Email _____                         |  |

|  |  |
|--|--|
| TEAR HERE  |  |
| XYZ LIMITED - INITIAL PUBLIC ISSUE - R   | Stamp & Signature of SYNDICATE MEMBER / REGISTERED BROKER / SCSB / DP / RTA<br>Name of Sole / First Applicant<br>_____<br>_____<br>_____<br>Acknowledgement Slip for Applicant<br>Application Form No. _____ |
| In Figures<br>No. of Equity Shares<br>Amount Blocked (₹)<br>ASBA Bank A/c No. / UPI Id<br>Bank & Branch: |  |

Important Note: Application made using third party UPI Id or ASBA Bank A/c are liable to be rejected.

|                               |  |  |  |  |  |
|-------------------------------|--|--|--|--|--|
| COMMON<br>APPLICATION<br>FORM | XYZ LIMITED - INITIAL PUBLIC ISSUE - NR  |  |  |  | FOR ELIGIBLE NRIs, FIIs/FPIs,<br>FVCI, ETC., APPLYING ON A<br>REPATRIATION BASIS |
|                               | Registered Office:<br>Tel. No.:      Fax No.:      Email:      Website:<br>Contact Person:      CIN: |  |  |  |  |

|      |  |  |                               |
|------|--|--|-------------------------------|
| LOGO | TO,<br>THE BOARD OF DIRECTORS<br>XYZ LIMITED | FIXED PRICE SME ISSUE<br>ISIN : XXXXXXXX | Application<br>Form No. _____ |
|------|--|--|-------------------------------|

|  |                                  |   |
|--|----------------------------------|---|
| SYNDICATE MEMBER'S STAMP & CODE                  | BROKER/SCSB/CDP/RTA STAMP & CODE | 1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT<br>Mr. / Ms. _____<br>_____<br>_____<br>Address _____<br>_____<br>Email _____<br>_____<br>Tel. No. (with STD code) / Mobile _____ |
| SUB-BROKER'S / SUB-AGENT'S STAMP & CODE          | SCSB BRANCH STAMP & CODE         |   |
| BANK BRANCH SERIAL NO.                           | SCSB SERIAL NO.                  |   |
| 2. PAN OF SOLE/FIRST APPLICANT<br>_____<br>_____ |                                  |   |

|  |                               |  |  |
|--|-------------------------------|--|--|
| 3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS   | <input type="checkbox"/> NSDL | <input type="checkbox"/> CDSL  | 6. INVESTOR STATUS<br><input type="checkbox"/> Non-Resident Indians - NRI (Repatriation basis)<br><input type="checkbox"/> Foreign Institutional Investor - FII/<br><input type="checkbox"/> Foreign Portfolio Investor - FPI<br><input type="checkbox"/> Foreign Venture Capital Investor - FVCI<br><input type="checkbox"/> FII Sub Account Corporate / Individual - FIISA<br><input type="checkbox"/> Others - OTH (please specify) |
| For NSDL enter 8 Digit DP ID followed by 8 Digit Client ID / For CDSL enter 16 Digit Client ID.  |                               |  |  |
| 4. APPLICATION DETAILS (Only Retail Individual Investor can apply at "Cut-Off")  |                               | 5. CATEGORY  |  |
| No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ [•]/- per share <sup>1</sup> <input type="checkbox"/> "Cut-Off" Price<br>(In Figures) _____ (In Words) _____<br>ALLOTMENT WILL BE IN DEMAT MODE ONLY <sup>2</sup> |                               | <input type="checkbox"/> Retail Individual<br><input type="checkbox"/> Non-Institutional<br><input type="checkbox"/> QIB |  |

<sup>1</sup> Please note that applications must be made in minimum of [•] shares and further multiples of [•] shares accordingly.  
<sup>2</sup> Please note that the equity shares on allotment will be allotted only in the dematerialized mode on the SME Platform of BSE.

|  |                               |
|--|-------------------------------|
| 7. PAYMENT DETAILS   | PAYMENT OPTION : Full Payment |
| Amount Blocked (₹ in Figures) _____ (₹ in words) _____   |                               |
| ASBA Bank A/c No. _____<br>Bank Name & Branch _____<br>OR<br>UPI Id _____<br>(Maximum 45 characters) |                               |

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

|  |   |  |
|--|---|--|
| 8 A. SIGNATURE OF SOLE / FIRST APPLICANT<br>_____<br>Date: _____, 2019 | 8 B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)<br>I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue<br>1) _____<br>2) _____<br>3) _____ | SYNDICATE MEMBER / REGISTERED BROKER / SCSB / DP / RTA STAMP<br>(Acknowledging upload of Application in Stock Exchange System) |
|--|---|--|

TEAR HERE

|                               |  |   |                               |
|-------------------------------|--|---|-------------------------------|
| LOGO                          | XYZ LIMITED<br>INITIAL PUBLIC ISSUE - NR | Acknowledgement Slip for<br>SYNDICATE MEMBER / REGISTERED<br>BROKER / SCSB / DP / RTA | Application<br>Form No. _____ |
| DPID /<br>CLID                | PAN of Sole/First Applicant              |   |                               |
| Amount Blocked (₹ in figures) | ASBA Bank & Branch                       | Stamp & Signature of SCSB Branch  |                               |
| ASBA Bank A/c No./UPI Id      |  |   |                               |
| Received from Mr./Ms.         |  |   |                               |
| Telephone / Mobile            | Email                                    |   |                               |

TEAR HERE

|   |                                   |            |          |  |                                    |
|---|-----------------------------------|------------|----------|--|------------------------------------|
| XYZ LIMITED -<br>INITIAL<br>PUBLIC ISSUE - NR | No. of Equity Shares              | In Figures | In Words | Stamp & Signature of SYNDICATE MEMBER /<br>REGISTERED BROKER / SCSB / DP / RTA | Name of Sole / First Applicant     |
|   | Amount Blocked (₹)                |            |          |  |                                    |
|   | ASBA Bank A/c No. / UPI Id: _____ |            |          |  | Acknowledgement Slip for Applicant |
|   | Bank & Branch: _____              |            |          |  |                                    |
|   |                                   |            |          | Application<br>Form No. _____  |                                    |

Important Note: Application made using third party UPI Id or ASBA Bank A/c are liable to be rejected.



#### 4.A.1 FIELD NUMBER 1: NAME AND CONTACT DETAILS OF THE SOLE/ FIRST APPLICANT:

Applicants should ensure that the name provided in this field is exactly the same as the name in which the Depository Account is held.

- a.) **Mandatory Fields:** Applicants should note that the name and address fields are compulsory and e-mail and/or telephone number/ mobile number fields are optional. Applicants should note that the contact details mentioned in the Application Form may be used to dispatch communications (letters notifying the unblocking of the bank accounts of Applicants) in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Application Form may be used by the Issuer, the members of the Syndicate the Registered Broker and the Registrar to the Issue only for correspondence(s) related to an Issue and for no other purposes.
- b.) **Joint Applicants:** In the case of Joint Applicants, the Application should be made in the name of the Applicant whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Applicant would be required in the Application Form and such first Applicant would be deemed to have signed on behalf of the joint holders. All payments may be made out in favour of the Applicant whose name appears in the Application Form or the Revision Form and all communications may be addressed to such Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.
- c.) **Impersonation:** Attention of the Bidders/Applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

“Any person who:

- (a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or
- (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
- (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under Section 447.”

The liability prescribed under Section 447 of the Companies Act, 2013 is as follows:

- Where involving an amount of at least ten lakh rupees or one per cent. of the turnover of the company, whichever is lower, Any person who is found to be guilty of fraud punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years (Provided that where the fraud involves public interest, such term shall not be less than three year) and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud,
  - Further that where the fraud involves an amount less than ten lakh rupees or one per cent. of the turnover of the company, whichever is lower, and does not involve public interest, any person guilty of such fraud shall be punishable with imprisonment for a term which may extend to five years or with fine which may extend to fifty lakh rupees or with both.
- d.) **Nomination Facility to Bidder/Applicant:** Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. For Allotment of the Equity Shares in dematerialized form, there will be no separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders/Applicants should inform their respective DP.

#### 4.A.2 FIELD NUMBER 2: PAN NUMBER OF SOLE /FIRST APPLICANT:

- a.) PAN (of the sole/ first Applicant) provided in the Application Form should be exactly the same as the PAN of the person(s) in whose name the relevant beneficiary account is held as per the Depositories' records.
- b.) PAN is the sole identification number for participants transacting in the securities market irrespective of the amount of transaction except for Application on behalf of the Central or State Government, Application by officials appointed by the courts and Application by Applicant residing in Sikkim (“PAN Exempted Applicant”). Consequently, all Applicants, other than the PAN Exempted Applicant, are required to disclose their PAN in the Application Form, irrespective of the Application Amount. An Application Form without PAN, except in



case of Exempted Applicants, is liable to be rejected. Application by the Applicant whose PAN is not available as per the Demographic Details available in their Depository records, are liable to be rejected.

- c.) The exemption for the PAN Exempted Applicant is subject to (a) the Demographic Details received from the respective Depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining in “active status”; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same.
- d.) Application Forms which provide the General Index Register Number instead of PAN may be rejected.
- e.) Applications by Applicant whose demat accounts have been “suspended for credit” are liable to be rejected pursuant to the circular issued by SEBI on July 29, 2010, bearing number CIR/MRD/DP/22/2010. Such accounts are classified as “Inactive demat accounts” and Demographic Details are not provided by depositories.

#### **4.A.3 FIELD NUMBER 3: APPLICANT’S DEPOSITORY ACCOUNT DETAILS**

- a.) Applicants should ensure that DP ID and the Client ID are correctly filled in the Application Form. The DP ID and Client ID provided in the Application Form should match with the DP ID and Client ID available in the Depository database, otherwise, the Application Form is liable to be rejected.
- b.) Applicants should ensure that the beneficiary account provided in the Application Form is active.
- c.) Applicants should note that on the basis of DP ID and Client ID as provided in the Application Form, the Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for sending allocation advice and for other correspondence(s) related to an Issue.
- d.) 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.

#### **4.A.4 FIELD NUMBER 4: BID OPTIONS**

- a.) Price or Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) may be disclosed in the Prospectus/RHP by the Issuer. The Issuer is required to announce the Floor Price or Price Band, minimum Bid Lot and Discount (if applicable) by way of an advertisement in at least one English, one Hindi and one regional newspaper, with wide circulation at the place where the Issuer’s registered office is situated, at least two Working Days before Bid/Offer Opening Date in case of an IPO, and at least one Working Day before Bid/Offer Opening Date in case of an FPO.
- b.) The Bidders may Bid at or above Floor Price or within the Price Band for IPOs /FPOs undertaken through the Book Building Process. In the case of Alternate Book Building Process for an FPO, the Bidders may Bid at Floor Price or any price above the Floor Price (For further details Bidders may refer to (Section 5.6 (e))
- b.) **Cut-Off Price:** Retail Individual Investors or Employees or Retail Individual Shareholders can make application at the Cut-off Price indicating their agreement to apply for and purchase the Equity Shares at Issue Price as determined in terms of Prospectus. Making Application at the Cut-off Price is prohibited for QIBs and NIIs and such Applications from QIBs and NIIs may be rejected.
- c.) **Minimum Application Value and Application Lot:** For Application made by Retail Individual Investors, minimum application of 1000 Equity Shares to ensure that the Application value does not exceed ₹2,00,000. For Application made by QIBs and Non-Institutional Investors, minimum application of 2000 Equity Shares and in multiples of 1000 Equity Shares thereafter to ensure that the minimum Application value is exceeding 2,00,000.
- d.) **Allotment:** The Allotment of specified securities to each RII shall not be less than the minimum application Lot, subject to availability of shares in the RII category, and the remaining available shares, if any, shall be Allotted on a proportionate basis. Also, in case if the RII category is entitled to more than the allocated equity shares on proportionate basis, the RII category shall be allotted that higher percentage.

##### **4.1.4.1 Maximum and Minimum Application Size**

- a. The Applicants may apply for the desired number of Equity Shares in multiple of 1000 equity shares at Issue Price. Applications by Retail Individual Investors must be for 1000 equity shares, so as to ensure that the Application Amount, payable by the Applicants does not exceed ₹ 2,00,000.

In case the Application Amount exceeds ₹ 2, 00,000 due to revision of the Application or any other reason, the Application may be considered for allocation under the Non-Institutional Category or if it is at the Cut-off Price, then such Application may be rejected.

- b. For NRIs, Application Amount of up to ₹ 2,00,000 may be considered under the Retail Category for the purposes of allocation and Application Amount exceeding ₹ 2,00,000 may be considered under the Non- Institutional Category for the purposes of allocation.
- c. Application by QIBs and NIIs must be for 2000 equity shares such that the Application Amount exceeds ₹2,00,000 and in multiples of 1000 Equity Shares thereafter, as may be disclosed in the Application Form and the Prospectus, or as advertised by the Issuer, as the case may be. Non-Institutional Investors and QIBs are not allowed to make.
- d. For Anchor Investors, if applicable, the Bid Amount shall be least ₹ 2 crores. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors. Bids by various schemes of a Mutual Fund shall be aggregated to determine the Bid Amount. A Bid cannot be submitted for more than 60% of the QIB Category under the Anchor Investor Portion. Anchor Investors cannot withdraw their Bids or lower the size of their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after the Anchor Investor Bid/Offer Period and are required to pay the Bid Amount at the time of submission of the Bid. In case the Anchor Investor Allocation Price is lower than the Offer Price, the balance amount shall be payable as per the pay-in-date mentioned in the revised CAN. In case the Offer Price is lower than the Anchor Investor Allocation Price, the amount in excess of the Offer Price paid by the Anchor Investors shall not be refunded to them.
- e. RII may revise or withdraw their application until Issue Closing Date. QIBs and NII's cannot withdraw or lower their Application (in terms of quantity of Equity Shares or the Application Amount) at any stage after making application and are required to pay the Application Amount upon submission of the Application.
- f. In case the Application Amount reduces to ₹ 2,00,000 or less due to a revision of the Price, Application by the Non-Institutional Investors who are eligible for allocation in the Retail Category would be considered for allocation under the Retail Category.
- g. An application cannot be submitted for more than the net issue size.
- h. The maximum application by any applicant including QIB applicant should not exceed the investment limits prescribed for them under the applicable laws.

#### **Multiple Applications**

- i. Applicant should submit only one Application Form. Submission of a second Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker and duplicate copies of Application Forms bearing the same application number shall be treated as multiple Applications and are liable to be rejected.
- j. Applicants are requested to note the following procedures that may be followed by the Registrar to the Issue to detect multiple Applications:
  - i. All Applications may be checked for common PAN as per the records of the Depository. For Applicants other than Mutual Funds and FII sub-accounts, Applications bearing the same PAN may be treated as multiple Application by Applicants and may be rejected.
  - ii. For Application from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Application on behalf of the PAN Exempted Applicants, the Application Forms may be checked for common DP ID and Client ID. Such Applications which have the same DP ID and Client ID may be treated as multiple applications and are liable to be rejected.
- k. **The following Applications may not be treated as multiple Applications:**
  - i. Applications by Reserved Categories making application in their respective Reservation Portion as well as application made by them in the Issue portion in public category.
  - ii. Separate Applications by Mutual Funds in respect of more than one scheme of the Mutual Fund provided that the Applications clearly indicate the scheme for which the Application has been made.
  - iii. Applications by Mutual Funds, and sub-accounts of FIIs (or FIIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs.

#### **4.A.5 FIELD NUMBER 5: CATEGORY OF APPLICANTS**

- a.) The categories of Applicants are identified as per the SEBI (ICDR) Regulations, 2018 for the purpose of Applications, allocation and allotment in the Issue are RIIs, NIIs and QIBs.
- b.) Up to 60% of the QIB Category can be allocated by the Issuer, on a discretionary basis subject to the criteria of minimum and maximum number of Anchor Investors based on allocation size, to the Anchor Investors, in accordance with SEBI ICDR Regulations, with one-third of the Anchor Investor Portion reserved for domestic Mutual Funds subject to valid Bids being received at or above the Offer Price. For details regarding allocation to Anchor Investors, Bidders may refer to the RHP/Prospectus.
- c.) An Issuer can make reservation for certain categories of Applicants as permitted under the SEBI (ICDR) Regulations, 2018. For details of any reservations made in the Issue, Applicants may refer to the Prospectus.
- d.) The SEBI (ICDR) Regulations, 2018, specify the allocation or allotment that may be made to various categories of Application in an issue depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form.
- e.) For Issue specific details in relation to allocation, Applicants may refer to the Prospectus.

#### **4.A.6 FIELD NUMBER 6: INVESTOR STATUS**

- a.) Each Applicants should check whether it is eligible to apply under applicable law and ensure that any prospective allotment to it in the Issue follows the investment restrictions under applicable law.
- b.) Certain categories of Applicants, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Issue or hold Equity Shares exceeding certain limits specified under applicable law. Applicants are requested to refer to the Prospectus for more details.
- c.) Applicants should check whether they are eligible to apply on non-repatriation basis or repatriation basis and should accordingly provide the investor status. Details regarding investor status are different in the Resident Application Form and Non-Resident Application Form.
- d.) Applicants should ensure that their investor status is updated in the Depository records.

#### **4.A.7 FIELD NUMBER 7: PAYMENT DETAILS**

- a.) Applicants are required to enter either the ASBA Bank account details or the UPI ID in this field. In case the Applicants doesn't provide any of the ASBA Bank account details or the UPI ID then the application would be rejected. For application submitted by RII to Designated Intermediaries (other than SCSBs), Applicants providing both the ASBA Bank account details as well as the UPI ID, the UPI ID will be considered for processing of the application.
- b.) The full Application Amount shall be blocked based on the authorization provided in the Application Form.
- c.) RIIs who make application at Cut-off price shall be blocked on the Cap Price.
- d.) All Applicants (other than Anchor Investors) can participate in the Issue only through the ASBA mechanism.
- e.) RIIs submitting their applications through Designated Intermediaries can participate in the Issue through the UPI mechanism, through their UPI ID linked with their bank account.
- f.) Application Amount cannot be paid in cash, cheque, and demand draft, through money order or through postal order.

##### **(a) Instructions for Anchor Investors:**

- (a) Anchor Investors shall submit their Bids only with any of the BRLMs to the Offer.
- (b) Payments should be made either by direct credit, RTGS, NACH or NEFT.
- (c) The Anchor Escrow Bank(s) shall maintain the monies in the Anchor Escrow Account for and on behalf of the Anchor Investors until the Designated Date

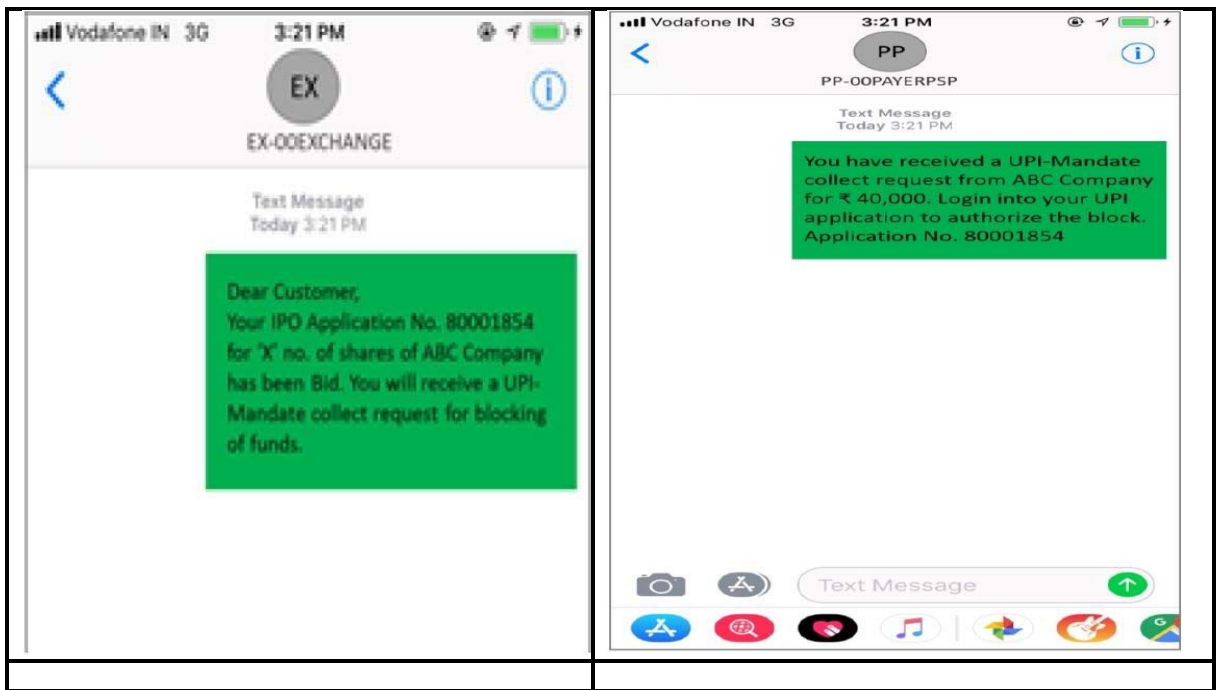
##### **(b) Payment instructions for Applicants (other than Anchor Investors)**

From July 1, 2019 in Phase II, RIIs shall use only Channel I, Channel II and Channel IV (as described below) for making applications in a public issue:

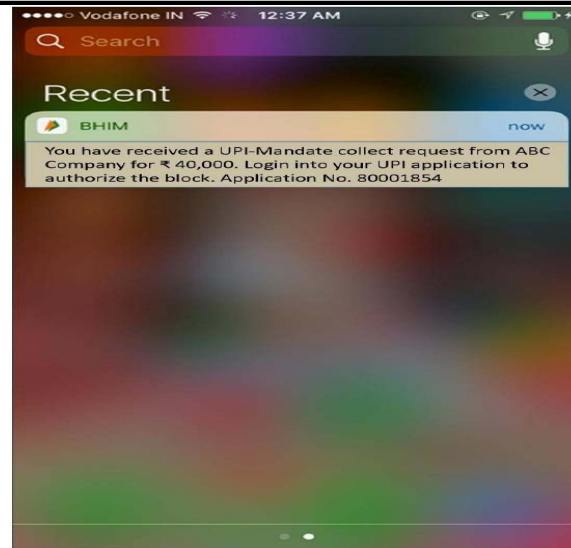
| Category of Investor             | Channel I   | Channel II   | Channel III  | Channel IV  |
|----------------------------------|---|--|--|---|
| Retail Individual Investor (RII) | Investor may submit the Application Form with ASBA as the sole mechanism for making payment either physically (at the branch of the SCSB) or online.<br><br>For such applications the existing process of uploading the Application and blocking of funds in the RIIs account by the SCSB would continue. | Investor may submit the Application Form online using the facility of linked online trading, demat and bank account (3-in-1 type accounts) provided by Registered Brokers. | Not Applicable   | RIIs may submit the Application Form with any of the Designated Intermediaries and use his/her UPI ID for the purpose of blocking of funds. |
| Non-Institutional Investor (NII) |   |  | Investor may submit the Application Form with any of the Designated Intermediaries, along with details of his/her ASBA Account for blocking of funds.<br><br>For such applications the Designated Intermediary will upload the Application in the stock exchange bidding platform and forward the application form to Designated Branch of the concerned SCSB for blocking of funds. | Not Applicable  |

Please see below a graphical illustrative process of the investor receiving and approving the UPI mandate request:

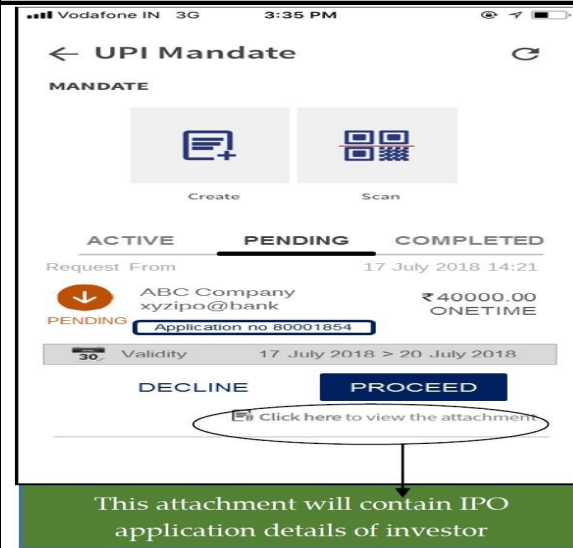
|                         |                                      |
|-------------------------|--------------------------------------|
| <b>ILLUSTRATIVE SMS</b> | <b>BLOCK REQUEST SMS TO INVESTOR</b> |
|-------------------------|--------------------------------------|



## BLOCK REQUEST INTIMATION THROUGH UPI APPLICATION



## BLOCK REQUEST SMS TO INVESTOR



## SAMPLE OF IPO DETAILS IN ATTACHMENT

Secure | https://i

1 Enter Details

Investor Details

|                 |            |                 |
|-----------------|------------|-----------------|
| Depository Name | DP ID      | Client ID       |
| NSDL            | IN300513   | 14871468        |
| Beneficiary No. | PIN Card   | Investor's Name |
| -               | AAMPF7581P | SHYAM SHARAM    |

IPO Details

|                 |                   |               |
|-----------------|-------------------|---------------|
| Company Name    | IPO Symbol        | Bid Lot       |
| IPO             | SUPREMEENG        | 40000         |
| Face Value      | Maximum Price     | Minimum Price |
| 10.00           | ₹ 32.00           | ₹ 27.00       |
| Cut Off Price   | IPO Start Date    | IPO End Date  |
| ₹ 32.00         | 20 July 2018      | 27 July 2018  |
| Discount Amount | Discount Category |               |
| NA              | -                 |               |

## POST VERIFICATION OF DETAILS ABOVE

← Create Mandate

TO

ABC Company

✓ xyzipo@bank **Verified Merchant**

Mandate Amount

₹ 40000.00

The Amount entered will be blocked immediately & debited from payer account as per your Mandate inputs

Frequency

ONETIME

Validity

Start Date: 20 JULY 2018 > End Date: 27 JULY 2018

Users account will be debited within validity period.

REMARKS

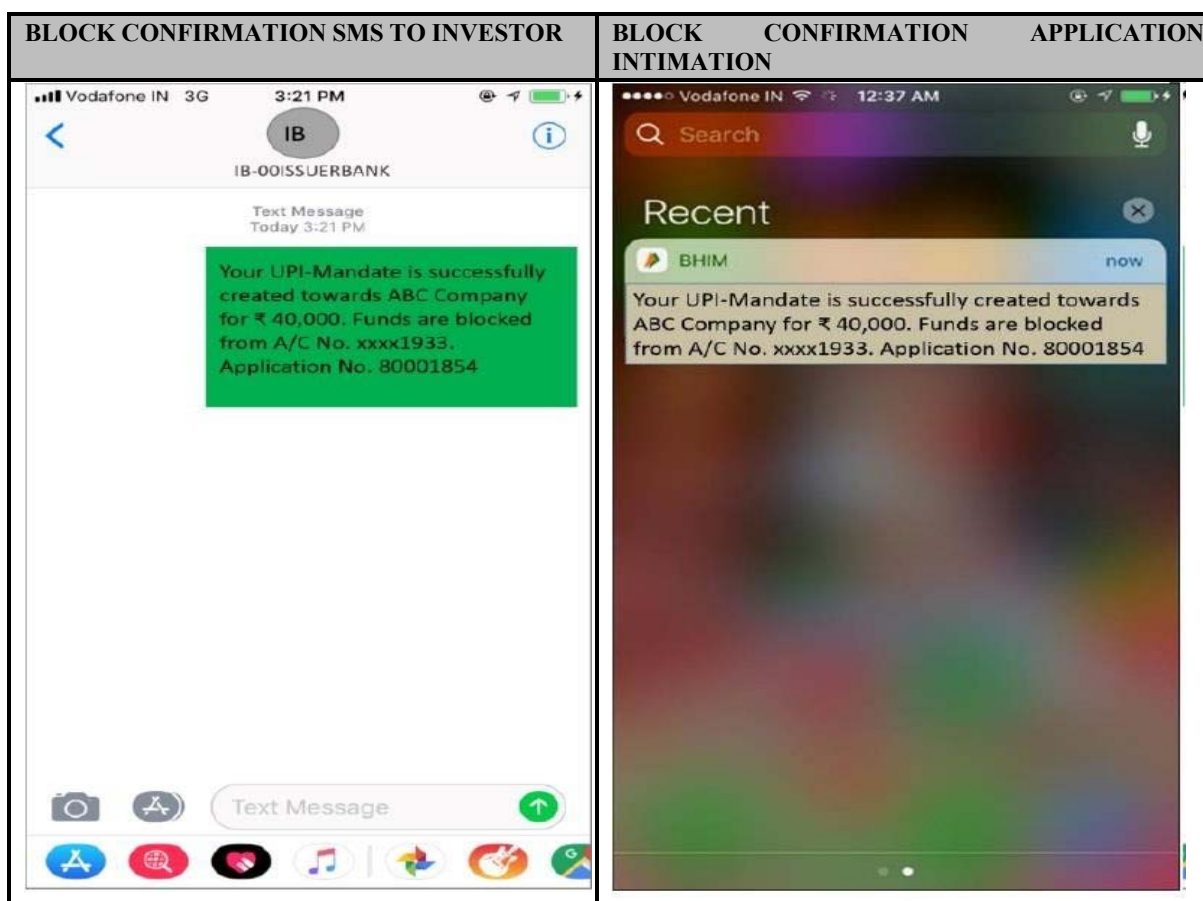
Application no 80001834

Click here to view the attachment

**PROCEED**



| PRE-CONFIRMATION PAGE   | ENTERING OF UPI PIN   |        |   |   |   |   |   |   |   |   |   |   |        |
|---|---|--------|---|---|---|---|---|---|---|---|---|---|--------|
| <p>Vodafone IN 3G 3:48 PM</p> <p>Please check the below details as the amount will be <b>blocked</b> for the validity period and will be debited as per the mandate inputs. In case of non-execution of the Mandate, the amount will be unblocked</p> <p><b>Mandate Details</b></p> <p>To<br/>ABC Company</p> <p>✓ xyzipo@bank</p> <p>AMOUNT<br/>₹ 0000.00</p> <p>FREQUENCY<br/>ONETIME</p> <p>VALIDITY<br/>20 JULY 2018 to 27 JULY 2018</p> <p>REMARKS<br/>Application no 80001854</p> <p>CANCEL CONFIRM</p> | <p>Vodafone IN 3G 1:39 AM</p> <p>CANCEL</p> <p>STATE BANK OF INDIA</p> <p>ABC Company ₹ 40000</p> <p>ENTER UPI PIN</p> <p>— — — —</p> <table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> </tr> <tr> <td>4</td> <td>5</td> <td>6</td> </tr> <tr> <td>7</td> <td>8</td> <td>9</td> </tr> <tr> <td>✕</td> <td>0</td> <td>SUBMIT</td> </tr> </table>  | 1      | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | ✕ | 0 | SUBMIT |
| 1   | 2   | 3      |   |   |   |   |   |   |   |   |   |   |        |
| 4   | 5   | 6      |   |   |   |   |   |   |   |   |   |   |        |
| 7   | 8   | 9      |   |   |   |   |   |   |   |   |   |   |        |
| ✕   | 0   | SUBMIT |   |   |   |   |   |   |   |   |   |   |        |
| CONFIRMATION PAGE   | APPROVED MANDATES VISIBLE IN UPI APPLICATION  |        |   |   |   |   |   |   |   |   |   |   |        |
| <p>Vodafone IN 3G 3:49 PM</p> <p></p> <p><b>Mandate Approved</b></p> <p>UPI ID: xyzipo@bank</p> <p>Amount: Rs 40000.00</p> <p>Frequency: ONETIME</p> <p>UMN: 5473tsfeh735489jsbyw457isntea59jdkn@upi</p> <p>Validity: 20<sup>th</sup> July 2018 to 27<sup>th</sup> July 2018</p> <p>VIEW DETAILS HOME</p>   | <p>Vodafone IN 3G 5:43 PM</p> <p>← <b>Active Mandate</b></p> <p>Received From 18 July 2018 14:21</p> <p>ABC Company ₹ 40000.00<br/>xyzipo@bank ONETIME</p> <p>ACTIVE Application No 80001834</p> <p><b>MANDATE DETAILS</b></p> <p>START DATE: 20 July 2018</p> <p>END DATE: 27 July 2018</p> <p>FREQUENCY: One Time</p> <p>UMN: 5473tsfeh735489jsbyw457isntea59jdkn@upi</p> <p>REMARKS: Application No 80001834</p> |        |   |   |   |   |   |   |   |   |   |   |        |



- c.) QIB and NII Applicants may submit the Application Form either;
- i. to SCSB in physical or electronic mode through the internet banking facility offered by an SCSB authorizing blocking of funds that are available in the ASBA account specified in the Application Form, or
  - ii. In physical mode to any Designated Intermediary.
- d.) Applicants must specify the Bank Account number, or the UPI ID, as applicable, in the Application Form. The Application Form submitted by Applicants and which is accompanied by cash, demand draft, cheque, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account, may not be accepted.
- e.) Applicants should note that application made using third party UPI ID or ASBA Bank account are liable to be rejected.
- f.) Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the ASBA Account.
- g.) Applicants should submit the Application Form only at the Bidding Centers, i.e. to the respective member of the Syndicate at the Specified Locations, the SCSBs, the Registered Broker at the Broker Centers, the RTA at the Designated CRTA Locations or CDP at the Designated CDP Locations.
- h.) **Applicants making application through Designated Intermediaries** other than a SCSB, should note that ASBA Forms submitted to such Designated Intermediary may not be accepted, if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for such Designated Intermediary, to deposit ASBA Forms.
- i.) **Applicants making application directly through the SCSBs** should ensure that the Application Form is submitted to a Designated Branch of a SCSB where the ASBA Account is maintained.
- j.) Upon receipt of the Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.

- k.) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form and for application directly submitted to SCSB by investor, may enter each application details into the electronic bidding system as a separate application.
- l.) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Application on the Stock Exchange platform and such Applications are liable to be rejected.
- m.) Upon submission of a completed Application Form each Applicants (not being a RII who has opted for the UPI payment mechanism and provided a UPI ID with the Application Form) may be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount specified in the Application Form in the ASBA Account maintained with the SCSBs. For details regarding blocking of Application Amount for RIIs who have provided a UPI ID with the Application Form, please refer to graphical illustrative process of the investor receiving and approving the UPI mandate request provided in clause (a).
- n.) The Application Amount may remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment and consequent transfer of the Application Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal or failure of the Issue, or until withdrawal or rejection of the Application, as the case may be.
- o.) SCSBs making application in the Issue must apply through an Account maintained with any other SCSB; else their Applications are liable to be rejected.

#### **4.A.8 FIELD NUMBER 8: UNBLOCKING OF ASBA ACCOUNT**

- a.) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB or the Sponsor Bank, as the case may be, along with instructions to unblock the relevant ASBA Accounts and for successful applications transfer therequisite money to the Public Issue Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted against each Application, (ii) the amount to be transferred from the relevant ASBA Account to the Public Issue Account, for each Application, (iii) the date by which funds referred to in (ii) above may be transferred to the Public Issue Account, (iv) the amount to be unblocked, if any in case of partial allotments and (v) details of rejected ASBA Application, if any, along with reasons for rejection and details of withdrawn or unsuccessful Application, if any, to enable the SCSBs or the Sponsor Bank, as the case may be, to unblock the respective ASBA Accounts.
- b.) On the basis of instructions from the Registrar to the Issue, the SCSBs or the Sponsor Bank, as the case may be, may transfer the requisite amount against each successful Applicants to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.
- c.) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Issue may give instructions to the SCSB or to the Sponsor Bank to revoke the mandate and, as the case may be, to unblock the Application Amount in the Relevant Account within four Two Days of the Issue Closing Date.

#### **Additional Payment Instructions for RIIs applying through Designated Intermediaries using the UPI mechanism**

- d.) Before submission of the application form with the Designated Intermediary, an RII shall download the mobile application, associated with the UPI ID linked bank account, for UPI and create a UPI ID (xyz@bankname) of not more than 45 characters with its bank and link it to his/ her bank account where the funds equivalent to the application amount is available. RIIs shall also ensure that the name of the mobile application and the UPI handle being used for making the application in the Offer are appearing in the following path on SEBI website – [www.sebi.gov.in](http://www.sebi.gov.in):

Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » list of mobile applications for using UPI in public issues

It is clarified that if a RII makes an application through a UPI handle not covered in the prescribed list (as mentioned in the path above), such an application is liable to be rejected.

- e.) RIIs shall ensure that the bank, with which it has its bank account, where the funds equivalent to the application amount is available for blocking has been notified as Issuer Banks for UPI. A list of such banks is available at the following path on SEBI website – [www.sebi.gov.in](http://www.sebi.gov.in):

Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » Self-Certified Syndicate Banks eligible as Issuer Banks for UPI

It is clarified that if a RII makes an application using a bank account of an SCSB or bank which is not covered in the prescribed list (as mentioned in the path above), such an application is liable to be rejected.

- f.) RIIs shall mention his / her UPI ID along with the application details in the Application Form in capital letters and submit the Application Form to any of the Designated Intermediaries.
- g.) The Designated Intermediary upon receipt of the Application Form will upload the application details along with UPI ID in the stock exchange bidding platform.
- h.) Once the application has been entered into the Stock Exchange bidding platform, the stock exchange will validate the PAN and Demat Account details of the RII with the Depository. The Depository will validate the aforesaid details on a real time basis and send a response to the stock exchange which will be shared by the stock exchange with the Designated Intermediary through its bidding platform, for corrections, if any.
- i.) Once the application details have been validated by the Depository, the stock exchange will, on a continuous basis, electronically share the application details along with the UPI ID of the concerned RII with the Sponsor Bank appointed by the Issuer.
- j.) The Sponsor Bank will validate the UPI ID of the RII before initiating the Mandate request.
- k.) The Sponsor Bank after validating the UPI ID will initiate a UPI Mandate Request for valid UPI ID on the RII which will be electronically received by the RII as an SMS / intimation on his / her mobile number / mobile app associated with the UPI ID linked account. The RII shall ensure that the details of the application are correct by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI MandateRequest using his/her UPI PIN. Upon the authorization of the mandate using his/her UPI PIN, an RII may be deemed to have verified the attachment containing the application details of the RII in the UPI Mandate Request and have agreed to block the entire application Amount and authorized the Sponsor Bank to block the application Amount mentioned in the Application Form and subsequent debit in case of allotment.
- l.) Upon successful validation of the block request by the RII, the said information would be electronically received by the RII's bank, where the funds, equivalent to the application amount would get blocked in the ASBA Account of the RII. Intimation regarding confirmation of such blocking of funds in the ASBA Account of the RII would also be received by the RII. Information on the block status request would be shared with the Sponsor Bank which in turn would share it with the stock exchange which in turn would share it with the Registrar in the form of a file for the purpose of reconciliation and display it on the stock exchange bidding platform for the information of the Designated Intermediary.
- m.) RIIs may continue to modify or withdraw the application till the closure of the Issue Period. For each modification of the application, the RII will submit a revised application and will receive a new UPI Mandate Request from the Sponsor Bank to be validated as per the process indicated above.
- n.) RIIs to check the correctness of the details on the mandate received before approving the Mandate Request.
- o.) Post closure of the Issue, the stock exchange will share the application details with the Registrar along with the final file received from the Sponsor Bank containing status of blocked funds or otherwise, along with the ASBA Account details with respect to applications made by RIIs using UPI ID.

**Discount: NOT APPLICABLE**

#### **ADDITIONAL PAYMENT INSTRUCTION FOR NRIs**

The Non-Resident Indians who intend to block funds through Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians (non-repatriation basis). In the case of applications by NRIs applying on a repatriation basis, payment shall not be accepted out of NRO Account.

#### **4.A.9 FIELD NUMBER 9: SIGNATURES AND OTHER AUTHORISATIONS**

- a.) Only the First Applicant is required to sign the Application Form. Applicants should ensure that signatures are in one of the languages specified in the Eighth Schedule to the Constitution of India.
- b.) In relation to the Applications, signature has to be correctly affixed in the authorization/undertaking box in the Application Form, or an authorization has to be provided to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the application amount mentioned in the Application Form.
- c.) Applicants must note that Application Form without signature of Applicants and /or ASBA Account holder is liable to be rejected.

#### **4.A.10 FIELD NUMBER 10: ACKNOWLEDGEMENT AND FUTURE COMMUNICATION**

- a.) Applicant should ensure that they receive the acknowledgment duly signed and stamped by Application Collecting Intermediary or SCSB, as applicable, for submission of the Application Form.
- b.) All communications in connection with Application made in the Issue should be addressed as under:
  - i. In case of queries related to Allotment, non-receipt of Allotment Advice, credit of allotted equity shares, the Applicant should contact the Registrar to the Issue.

- ii. In case of ASBA Application submitted to the Designated Branches of the SCSBs, the Applicant should contact the relevant Designated Branch of the SCSB.
- iii. Applicants may contact the Company Secretary and Compliance Officer or Lead Manager in case of any other complaints in relation to the Issue.
- iv. In case of queries relating to uploading of Application by a Syndicate Member, the Applicant should contact the relevant Syndicate Member.
- v. In case of queries relating to uploading of Application by a Registered Broker, the Applicant should contact the relevant Registered Broker
- vi. In case of queries relating to uploading of Bids through the UPI Mechanism, the Bidders/  
Applicants should contact the Designated Intermediary/BRLM
- vii. In case of Application submitted to the RTA, the Applicant should contact the relevant RTA.
- viii. In case of Application submitted to the DP, the Applicant should contact the relevant DP.
- ix. In case of queries relating to uploading of Application through the UPI Mechanism, the Applicant should contact the Sponsor Bank;
- c.) The following details (as applicable) should be quoted while making any queries –
  - i. Full name of the sole or First Applicant, Application Form number, Applicants' DP ID, Client ID, PAN, number of Equity Shares applied for, amount paid on Application.
  - ii. name and address of the Designated Intermediary, where the Application was submitted; or
  - iii. Applications, ASBA Account number or the UPI ID (for RIIs who make the payment of Application Amount through the UPI mechanism) linked to the ASBA Account where the Application Amount was blocked in which the amount equivalent to the Application Amount was blocked.

For further details, Applicants may refer to the Prospectus and the Application Form.

#### **4.B. INSTRUCTIONS FOR FILLING THE REVISION FORM**

- a.) During the Issue Period, any Applicants (other than QIBs and NIIs, who can only revise their Application amount upwards) who has registered his or her interest in the Equity Shares for a particular number of shares is free to revise number of shares applied using revision forms available separately.
- b.) RII may revise / withdraw their Application till closure of the Issue period.
- c.) Revisions can be made only in the desired number of Equity Shares by using the Revision Form.
- d.) The Applicant can make this revision any number of times during the Issue Period. However, for any revision(s) in the Application, the Applicants will have to use the services of the SCSB through which such Applicant had made the original Application. It is clarified that RIIs whose original Application is made using the UPI mechanism, can make revision(s) to their Application using the UPI mechanism only, whereby each time the Sponsor Bank will initiate a new UPI Mandate Request. Applicants are advised to retain copies of the blank Revision Form and the Application(s) must be made only in such Revision Form or copies thereof.

A sample Revision form is reproduced below:

|   |  |                                  |  |  |  |      |  |  |  |      |  |  |  |  |  |
|---|--|----------------------------------|--|--|--|------|--|--|--|------|--|--|--|--|--|
| SYNDICATE MEMBER'S STAMP & CODE         |  | BROKER/SCSB/CDP/RTA STAMP & CODE |  | 1. NAME & CONTACT DETAILS OF SOLE/FIRST APPLICANT  |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  | Mr. / Ms.  |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  | Address  |  |      |  |  |  |      |  |  |  |  |  |
| SUB-BROKER'S / SUB-AGENT'S STAMP & CODE |  | SCSB BRANCH STAMP & CODE         |  |  |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  | Tel. No (with STD code) / Mobile   |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  |  |  |      |  |  |  |      |  |  |  |  |  |
| BANK BRANCH SERIAL NO.                  |  | SCSB SERIAL NO.                  |  |  |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  | 1. INVESTOR'S DEPOSITORY ACCOUNT DETAILS   |  | NSDL |  |  |  | CDSL |  |  |  |  |  |
|   |  |                                  |  |  |  |      |  |  |  |      |  |  |  |  |  |
|   |  |                                  |  | For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID |  |      |  |  |  |      |  |  |  |  |  |

|  |  |   |  |   |  |                                       |  |  |  |
|--|--|---|--|---|--|---------------------------------------|--|--|--|
| <div style="border: 1px solid black; padding: 5px; display: inline-block;"> <b>LOGO</b> </div> |  | <b>XYZ LIMITED</b><br><b>REVISION FORM - INITIAL PUBLIC ISSUE - R</b> |  | <b>Acknowledgment Slip for</b><br><b>SYNDICATE MEMBER / REGISTERED</b><br><b>BROKER / SCSE / DP / RTA</b> |  | <b>Application</b><br><b>Form No.</b> |  |  |  |
| DPID /<br>CLID   |  |   |  |   |  | PAN                                   |  |  |  |
| Additional Amount Blocked (₹ in figures)   |  |   |  | ASBA Bank & Branch  |  | Stamp & Signature of SCSE Branch      |  |  |  |
| ASBA Bank A/c No./UPI Id   |  |   |  |   |  |                                       |  |  |  |
| Received from Mr./Ms.  |  |   |  |   |  |                                       |  |  |  |
| Telephone / Mobile   |  | Email   |  |   |  |                                       |  |  |  |

**Important Note:** Application made using third party UPI Id or ASBA Bank A/c are liable to be rejected.



|   |  |   |
|---|--|---|
| <b>COMMON APPLICATION REVISION FORM</b> | <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - NR</b><br>Registered Office:<br>Tel. No.:      Fax No.:      Website:<br>Contact Person:      Email:      CIN: | <b>FOR ELIGIBLE NRIs, FIIs/FPIs, FVCI, ETC., APPLYING ON A REPATRIATION BASIS</b> |
|---|--|---|

|             |  |  |                      |
|-------------|--|--|----------------------|
| <b>LOGO</b> | TO,<br><b>THE BOARD OF DIRECTORS</b><br><b>XYZ LIMITED</b> | <b>FIXED PRICE SME ISSUE</b><br><b>ISIN : XXXXXXXX</b> | Application Form No. |
|-------------|--|--|----------------------|

|  |   |  |
|--|---|--|
| <b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>         | <b>BROKER/SCSB/CDP/RTA STAMP &amp; CODE</b> | <b>1. NAME &amp; CONTACT DETAILS OF SOLE/FIRST APPLICANT</b><br>Mr. / Ms.<br>Address<br>Tel. No (with STD code) / Mobile   |
| <b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b> | <b>SCSB BRANCH STAMP &amp; CODE</b>         |  |
| <b>BANK BRANCH SERIAL NO.</b>                      | <b>SCSB SERIAL NO.</b>                      |  |
|  |   | <b>2. PAN OF SOLE/FIRST APPLICANT</b><br><b>3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS</b> NSDL    CDSL<br><small>For NSDL, enter 8 digit DP ID followed by 8 digit Client ID / For CDSL, enter 16 digit Client ID</small> |

|   |
|---|
| PLEASE CHANGE MY APPLICATION <input type="checkbox"/> <b>PHYSICAL</b> |
|---|

| 4. FROM (as per last Application or Revision) |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |
|---|--|---|---|---|---|---|---|---|---|---|--------------------------------|---|---|---|----------------------------|
| Options                                       | No. of Equity Shares Application<br>(Application must be in multiples of [•] Equity Share) |   |   |   |   |   |   |   |   |   | Price per Equity Share (₹) [•] |   |   |   | "Cut-off"<br>(Please tick) |
|   | (In Figures)   |   |   |   |   |   |   |   |   |   | (In Figures)                   |   |   |   |                            |
|   | 7  | 6 | 5 | 4 | 3 | 2 | 1 | 4 | 3 | 2 | 1                              | 4 | 3 | 2 |                            |
| Option 1                                      | ORIGINAL APPLICATION   |   |   |   |   |   |   |   |   |   | ORIGINAL APPLICATION           |   |   |   |                            |
| (OR) Option 2                                 |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |
| (OR) Option 3                                 |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |

| 5. TO (Revised Application) (Only Retail Individual Investor can apply at "Cut-Off") |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |
|--|--|---|---|---|---|---|---|---|---|---|--------------------------------|---|---|---|----------------------------|
| Options  | No. of Equity Shares Application<br>(Application must be in multiples of [•] Equity Share) |   |   |   |   |   |   |   |   |   | Price per Equity Share (₹) [•] |   |   |   | "Cut-off"<br>(Please tick) |
|  | (In Figures)   |   |   |   |   |   |   |   |   |   | (In Figures)                   |   |   |   |                            |
|  | 7  | 6 | 5 | 4 | 3 | 2 | 1 | 4 | 3 | 2 | 1                              | 4 | 3 | 2 |                            |
| Option 1   | REVISED APPLICATION  |   |   |   |   |   |   |   |   |   | REVISED APPLICATION            |   |   |   |                            |
| (OR) Option 2  |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |
| (OR) Option 3  |  |   |   |   |   |   |   |   |   |   |                                |   |   |   |                            |

| 6. PAYMENT DETAILS   |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|
| Additional Amount Blocked (₹ in Figures)      (₹ in words) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| ASBA Bank A/c No.      Bank Name & Branch                  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| OR      UPI Id (Maximum 45 characters)                     |  |  |  |  |  |  |  |  |  |  |  |  |  |  |

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

|   |   |  |
|---|---|--|
| <b>7A. SIGNATURE OF SOLE / FIRST APPLICANT</b><br><br>Date: _____, 2019 | <b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(s) (AS PER BANK RECORDS)</b><br>I/We authorize the SCSB to do all acts as are necessary to make the Application in the issue<br>1) _____<br>2) _____<br>3) _____ | <b>SYNDICATE MEMBER / REGISTERED BROKER / SCSB / DP / RTA STAMP</b><br><b>(Acknowledging upload of Application in Stock Exchange System)</b> |
|---|---|--|

-----TEAR HERE-----

|  |  |  |                      |
|--|--|--|----------------------|
| <b>LOGO</b>  | <b>XYZ LIMITED</b><br><b>REVISION FORM - INITIAL PUBLIC ISSUE - NR</b> | Acknowledgment Slip for<br>SYNDICATE MEMBER / REGISTERED<br>BROKER / SCSB / DP / RTA | Application Form No. |
| DPID / CLID  |  | PAN  |                      |
| Additional Amount Blocked (₹ in figures)      ASBA Bank & Branch |  | Stamp & Signature of SCSB Branch   |                      |
| ASBA Bank A/c No./UPI Id   |  |  |                      |
| Received from Mr./Ms.      Telephone / Mobile      Email         |  |  |                      |

-----TEAR HERE-----

|  |                               |          |          |   |  |
|--|-------------------------------|----------|----------|---|--|
| <b>XYZ LIMITED</b><br><b>REVISION FORM -</b><br><b>INITIAL PUBLIC ISSUE - NR</b> | Option 1                      | Option 2 | Option 3 | Stamp & Signature of SYNDICATE MEMBER / REGISTERED BROKER / SCSB / DP / RTA | <b>Name of Sole / First Applicant</b>    |
|  | No. of Equity Shares          |          |          |   |  |
|  | Issue Price                   |          |          |   |  |
|  | Additional Amount Blocked (₹) |          |          |   | <b>Acknowledgment Slip for Applicant</b> |
|  | ASBA Bank A/c No. / UPI Id    |          |          |   | Application Form No.                     |

Important Note: Application made using third party UPI Id or ASBA Bank A/c are liable to be rejected.

#### **4.B.1 FIELDS 1, 2 AND 3: NAME AND CONTACT DETAILS OF SOLE/FIRST APPLICANT, PAN OF SOLE/FIRST APPLICANT & DEPOSITORY ACCOUNT DETAILS OF THE APPLICANT**

Applicants should refer to instructions contained in paragraphs 1, 2 and 3 above under the heading “Instructions for Filling the Application Form”.

#### **4.B.2 FIELDS 4 AND 5: APPLICATION OPTIONS REVISION ‘FROM’ AND ‘TO’**

- a.) Apart from mentioning the revised number of shares in the Revision Form, the Applicants must also mention the details of shares applied for given in his or her Application Form or earlier Revision Form. For example, if Applicant has applied for 1000 equity shares in the Application Form and such applicant is changing number of shares applied for in the Revision Form, the applicant must fill the details of 1000 equity shares, in the Revision Form. The members of the Syndicate, the Registered Brokers and the Designated Branches of the SCSBs may not accept incomplete or inaccurate Revision Form.
- b.) In case of revision, applicants’ options should be provided by applicants in the same order as provided in the Application Form.
- c.) In case of revision of Bids by RIIs and Retail Individual Shareholders, such Bidders/Applicants should ensure that the Bid Amount, subsequent to revision, does not exceed ₹ 200,000. In case the Bid Amount exceeds ₹ 200,000 due to revision of the Bid or for any other reason, the Bid may be considered, subject to eligibility, for allocation under the Non-Institutional Category, not being eligible for Discount (if applicable) and such Bid may be rejected if it is at the Cut-off Price. The Cut-off Price option is given only to the RIIs, Employees and Retail Individual Shareholders indicating their agreement to Bid for and purchase the Equity Shares at the Offer Price as determined at the end of the Book Building Process.
- d.) In case the total amount (i.e., original Application Amount plus additional payment) exceeds ₹ 200,000, the Application will be considered for allocation under the Non-Institutional Category in terms of the Prospectus. If, however, the RII does not either revise the Application or make additional payment and the Issue Price is higher than the price disclosed in the Prospectus, the number of Equity Shares applied for shall be adjusted downwards for the purpose of allocation, such that no additional payment would be required from the RII and the RII is deemed to have approved such revised application at Cut-off Price.
- e.) In case of a downward revision in the Price Band, RIIs and Bids by Employees and Retail Individual Shareholders under the Reservation Portion, who have bid at the Cut-off Price could either revise their Bid or the excess amount paid at the time of Bidding will be unblocked.

#### **4.B.3 PAYMENT DETAILS**

- a.) All Applicants are required to make payment of the full Application Amount along with the Application Revision Form.
- b.) Applicant may Issue instructions to block the revised amount based on the revised Price in the ASBA Account of the UPI Linked Bank Account, to the same Designated Intermediary through whom such applicant had placed the original application to enable the relevant SCSB to block the additional Application Amount, if any.
- c.) In case the total amount (i.e., original Application Amount plus additional payment) exceeds ₹ 200,000, the Application may be considered for allocation under the Non-Institutional Category in terms of the Prospectus. If, however, the Applicant does not either revise the application or make additional payment and the Price is higher than Issue price disclosed in the Prospectus prior to the revision, the number of Equity Shares applied for may be adjusted downwards for the purpose of Allotment, such that additional amount is required blocked and the applicant is deemed to have approved such revised application at the Cut-off Price.
- d.) In case of a downward revision in the Price, RIIs and Retail Individual Shareholders, who have applied at the Cut-off Price, could either revise their application or the excess amount paid at the time of application may be unblocked.

#### **4.B.4 FIELD NUMBER 7: SIGNATURES AND ACKNOWLEDGEMENTS**

Applicants may refer to instructions contained at paragraphs 9 above under the heading “Instructions for Filling the Application Form” for this purpose.

#### **4.C. SUBMISSION OF REVISION FORM/APPLICATION FORM**

Applicants may submit completed application form / Revision Form in the following manner:-

| Mode of Application       | Submission of Application Form   |
|---------------------------|----------------------------------|
| All Investor Applications | To the Designated Intermediaries |

The aforesaid intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the application form, in physical or electronic mode respectively.

## **SECTION 5: ISSUE PROCEDURE IN BOOK BUILT ISSUE**

Book Building, in the context of the Offer, refers to the process of collection of Bids within the Price Band or above the Floor Price and determining the Offer Price based on the Bids received as detailed in Schedule XIII of SEBI ICDR Regulations 2018. The Offer Price is finalised after the Bid/Offer Closing Date. Valid Bids received at or above the Offer Price are considered for allocation in the Offer, subject to applicable regulations and other terms and conditions.

### **5.1 SUBMISSION OF BIDS**

- (a) During the Bid/Offer Period, ASBA Bidders/Applicants may approach any of the Designated Intermediary to register and submit their Bids. Anchor Investors who are interested in subscribing for the Equity Shares should approach one of the Book Running Lead Managers on the Anchor Investor Bidding Date to register and submit their Bid.
- (b) In case of Bidders/Applicants (excluding NIIs and QIBs) bidding at Cut-off Price, the Bidders/Applicants may instruct the SCSBs or the Sponsor Bank, as applicable, to block Bid Amount based on the Cap Price less discount (if applicable).
- (c) For details of the timing on acceptance and upload of Bids in the Stock Exchanges Platform Bidders/Applicants are requested to refer to the RHP.

### **5.2 ELECTRONIC REGISTRATION OF BIDS**

- (a) The Designated Intermediary may register the Bids using the on-line facility of the Stock Exchanges. The Designated Intermediaries can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line datafile into the on-line facilities for Book Building on a regular basis before the closure of the issue.
- (b) On the Bid/Offer Closing Date, the Designated Intermediaries may upload the Bids till such time as may be permitted by the Stock Exchanges.
- (c) Only Bids that are uploaded on the Stock Exchanges Platform would be considered for allocation/ Allotment. In UPI Phase II, the Designated Intermediaries are given time till the Bid/Offer Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/Offer Period after which the Stock Exchange(s) send the bid information to the Registrar to the Offer for further processing.

### **5.3 BUILD UP OF THE BOOK**

- (a) Bids received from various Bidders/Applicants through the Designated Intermediaries may be electronically uploaded on the Bidding Platform of the Stock Exchanges on a regular basis. The book gets built up at various price levels. This information may be available with the Book Running Lead Managers at the end of the Bid/Offer Period.
- (b) Based on the aggregate demand and price for Bids registered on the Stock Exchanges Platform, a graphical representation of consolidated demand and price as available on the websites of the Stock Exchanges may be made available at the Bidding centres during the Bid/Offer Period.

### **5.4 WITHDRAWAL OF BIDS**

- (a) RIIs can withdraw their Bids until Bid/Offer Closing Date. In case a RII wishes to withdraw the Bid, the same can be done by submitting a request for the same to the concerned Designated Intermediary, who shall do the requisite, including unblocking of the funds in the ASBA Account.
- (b) The Registrar to the Offer shall give instruction to the SCSB or the Sponsor Bank, as applicable, for unblocking the ASBA Account upon or after the finalization of basis of Allotment. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

### **5.5 REJECTION & RESPONSIBILITY FOR UPLOAD OF BIDS**

- (a) The Designated Intermediaries are individually responsible for the acts, mistakes or errors or omission in relation to
  - i. the Bids accepted by the Designated Intermediary;
  - ii. the Bids (including UP ID, as applicable) uploaded by the Designated Intermediary;and
  - iii. the Bid cum application forms accepted but not uploaded by the DesignatedIntermediaries.
- (b) The Book Running Lead Managers and their affiliate Syndicate Members, as the case may be, may reject Bids if all the information required is not provided and the Bid cum Application Form is incomplete in any respect.
- (c) The SCSBs or the Sponsor Banks, as applicable, shall have no right to reject Bids, except in case of unavailability of adequate funds in the ASBA Account or on technical grounds.
- (d) In case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors);and (ii) Book Running Lead Managers and their affiliate Syndicate Members (only in the specified locations) have the right to reject bids. However, such rejection shall be made at the time of receiving the Bid and only after assigning a reason for such rejection in writing.
- (e) All bids by QIBs, NIIs & RIIs Bids can be rejected on technical grounds listed herein.

#### **5.5.1 GROUNDS FOR TECHNICAL REJECTIONS**

Bid cum Application Forms/Application Form can be rejected on the below mentioned technical groundseither at the time of their submission to any of the Designated Intermediaries, or at the time of finalization of the Basis of Allotment. Bidders/Applicants are advised to note that the Bids/Applications are liable tobe rejected, among other things, on the following grounds, which have been detailed at various places inthis GID:-

- (a) Bid/Application by persons not competent to contract under the Indian Contract Act, 1872, as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);
- (b) Bids/Applications of Bidders (other than Anchor Investors) accompanied by cash, draft,cheques, money order or any other mode of payment other than amounts blocked in the Bidders' ASBA Account;
- (c) Bids/Applications by OCBs;
- (d) In case of partnership firms, Bid/Application for Equity Shares made in the name of the firm. However, a limited liability partnership can apply in its own name;
- (e) In case of Bids/Applications under power of attorney or by limited companies, corporate, trustetc., relevant documents are not being submitted along with the Bid cum application form/Application Form;
- (f) Bids/Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- (g) Bids/Applications by any person outside India if not in compliance with applicable foreign andIndian laws;
- (h) DP ID and Client ID not mentioned in the Bid cum Application Form/Application Form;
- (i) ASBA Account number or UPI ID not mentioned or incorrectly mentioned in the Bid cum Application Form/Application Form;

- (j) In case of Bids by RIIs (applying through the UPI mechanism) through a UPI handle not covered in the prescribed list of SEBI.
- (k) In case of Bids by RIIs (applying through the UPI mechanism) using a bank account of an SCSB or bank which is not covered in the prescribed list of SEBI.
- (l) PAN not mentioned in the Bid cum Application Form/Application Form except for Bids/Applications by or on behalf of the Central or State Government and officials appointed by the court and by the investors residing in the State of Sikkim, provided such claims have been verified by the Depository Participant;
- (m) In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;
- (n) Bids/Applications for lower number of Equity Shares than the minimum specified for that category of investors;
- (o) Bids/Applications at a price less than the Floor Price & Bids/Applications at a price more than the Cap Price;
- (p) Bids/Applications at Cut-off Price by NIIs and QIBs;
- (q) The amounts mentioned in the Bid cum Application Form/Application Form does not tally with the amount payable for the value of the Equity Shares Bid/Applied for;
- (r) Bids/Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- (s) Submission of Bid cum Application Forms/Application Form using third party UPI ID or ASBA Bank Account;
- (t) Submission of more than one Bid cum Application Form per UPI ID by RIIs bidding through Designated Intermediaries other than SCSBs (except for RIIs applying as Retail Individual Shareholders also);
- (u) Submission of more than one Bid cum Application Form per ASBA Account by Bidders bidding through Designated Intermediaries (except in case of joint account holders);
- (v) In case of joint Bids, submission of Bid cum Application Forms/Application Form using second or third party's UPI ID or ASBA Bank Account;
- (w) Bids/Applications for number of Equity Shares which are not in multiples of Equity Shares as specified in the RHP;
- (x) Multiple Bids/Applications as defined in this GID and the RHP/Prospectus;
- (y) Bid cum Application Forms/Application Forms are not delivered by the Bidders/Applicants within the time prescribed as per the Bid cum Application Forms/Application Form, Bid/Offer Opening Date advertisement and as per the instructions in the RHP and the Bid cum Application Forms;
- (z) Bank account mentioned in the Bid cum Application Form (for Bidders applying through the non-UPI mechanism) may not be an account maintained by SCSB. Inadequate funds in the ASBA Account to block the Bid/Application Amount specified in the Bid cum Application Form/ Application Form at the time of blocking such Bid/Application Amount in the ASBA Account;
- (aa) In case of Bids by RIIs (applying through the UPI mechanism), the UPI ID mentioned in the Bid cum Application Form is linked to a third-party bank account;
- (bb) In case of Bids by RIIs (applying through the UPI mechanism), the UPI ID is not mentioned in the Bid cum Application Form;

- (cc) In case of Anchor Investors, Bids/Applications where sufficient funds are not available in Escrow Accounts as per final certificate from the Anchor Escrow Bank;
  - (dd) Where no confirmation is received from SCSB or the Sponsor Bank, as applicable, for blocking of funds;
  - (ee) Bids/Applications by QIB and NII Bidders (other than Anchor Investors) not submitted through ASBA process;
  - (ff) Bid cum Application Form submitted to Designated Intermediaries at locations other than the Bidding Centers or to the Anchor Escrow Bank (assuming that such bank is not a SCSB where the ASBA Account is maintained), to the issuer or the Registrar to the Offer;
  - (gg) Bid cum Application Form submitted physically by RIIs bidding through the non-UPI mechanism to Designated Intermediaries other than SCSBs;
  - (hh) Bids/Applications not uploaded on the terminals of the Stock Exchanges;
  - (ii) Bids/Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/Application Form.
  - (jj) The UPI Mandate is not approved by Retail Individual Investor; and
  - (kk) The original Bid/Application is made using the UPI mechanism and revision(s) to the Bid/Application is made using ASBA either physically or online through the SCSB, and vice-versa.
  - (ll) Bidders are required to enter either the ASBA Bank account details or the UPI ID in the Bid cum Application Form. In case the Bidder doesn't provide any of the ASBA Bank account details or the UPI ID then the application would be rejected. For application submitted to Designated Intermediaries (other than SCSBs), Bidder providing both the ASBA Bank account details as well as the UPI ID, the UPI ID will be considered for processing of the application.
  - (m) RIIs shall ensure that the bank, with which they have their bank account, where the fund equivalent to the application amount is available for blocking, has been notified as Issuer Banks for UPI. A list of such banks is available on SEBI website – [www.sebi.gov.in](http://www.sebi.gov.in):
- Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » Self-Certified Syndicate Banks eligible as Issuer Banks for UPI*
- (mm) In case of revision of Bids by RII Bidders, if UPI Mandate Request for the revised Bid is not approved, the Application is liable to be rejected.

## **5.6 BASIS OF ALLOCATION**

- (a) The SEBI ICDR Regulations specify the allocation or Allotment that may be made to various categories of Bidders/Applicants in an Offer depending on compliance with the applicable eligibility conditions. Certain details pertaining to the percentage of Offer size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP / Prospectus. For details in relation to allocation, the Bidder/Applicant may refer to the RHP / Prospectus.
- (b) Under-subscription in any category (except QIB category) is allowed to be met with spill-over from any other category or combination of categories at the discretion of the Issuer and in consultation with the Book Running Lead Managers and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations. Unsubscribed portion in QIB Category is not available for subscription to other categories.
- (c) In case of under subscription in the Net Offer, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Net Offer. For allocation in the event of an under-subscription applicable to the Issuer, Bidders/Applicants may refer to the RHP.



**(d) Illustration of the Book Building and Price Discovery Process**

*Bidders should note that this example is solely for illustrative purposes and is not specific to the Offer; it also excludes Bidding by Anchor Investors.*

Bidders can bid at any price within the price band. For instance, assume a price band of ₹ 20 to ₹ 24 per share, issue size of 3,000 equity shares and receipt of five bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the equity shares of the issuer at various prices and is collated from bids received from various bidders.

| Bid Quantity | Bid Amount (₹) | Cumulative Quantity | Subscription |
|--------------|----------------|---------------------|--------------|
| 500          | 24             | 500                 | 16.67%       |
| 1,000        | 23             | 1,500               | 50.00%       |
| 1,500        | 22             | 3,000               | 100.00%      |
| 2,000        | 21             | 5,000               | 166.67%      |
| 2,500        | 20             | 7,500               | 250.00%      |

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to offer the desired number of equity shares is the price at which the book cuts off, i.e., ₹ 22.00 in the above example. The issuer, in consultation with the Book Running Lead Managers, may finalise the Offer Price at or below such cut-off price, i.e., at or below ₹ 22.00. All bids at or above this Offer Price and cut-off bids are valid bids and are considered for allocation in the respective categories.

**(e) Alternate Method of Book Building**

In case of FPOs, Issuers may opt for an alternate method of Book Building in which only the Floor Price is specified for the purposes of Bidding (“**Alternate Book Building Process**”).

The Issuer may specify the Floor Price in the RHP or advertise the Floor Price at least one Working Day prior to the Bid/Offer Opening Date. QIBs may Bid at a price higher than the Floor Price and the Allotment to the QIBs is made on a price priority basis. The Bidder with the highest Bid Amount is allotted the number of Equity Shares Bid for and then the second highest Bidder is Allotted Equity Shares and this process continues until all the Equity Shares have been allotted. RIIs, NIIs and Employees are Allotted Equity Shares at the Floor Price and allotment to these categories of Bidders is made proportionately. If the number of Equity Shares Bid for at a price is more than available quantity then the Allotment may be done on a proportionate basis. Further, the Issuer may place a cap either in terms of number of specified securities or percentage of issued capital of the Issuer that may be Allotted to a single Bidder, decide whether a Bidder be allowed to revise the bid upwards or downwards in terms of price and/or quantity and also decide whether a Bidder be allowed single or multiple bids.

**SECTION 6: ISSUE PROCEDURE IN FIXED PRICE ISSUE**

**6.1. Applicants may note that there is no Bid cum Application Form in a Fixed Price Issue.**

As the Issue Price is mentioned a Book Build Issue procedure for Fixed Price Issue is not applicable.

**SECTION 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT**

**7.1. Basis of Allotment**

Allotment will be made in consultation with National Stock Exchange of India Limited (The Designated Stock Exchange). In the event of oversubscription, the allotment will be made on a proportionate basis in marketable lots as set forth here:

- The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e. the total number of Shares applied for in that category multiplied by the inverse of the over subscription ratio (number of applicants in the category x number of Shares applied for).
- The number of Shares to be allocated to the successful applicants will be arrived at on a proportionate basis in marketable lots (i.e. Total number of Shares applied for into the inverse of the over subscription ratio).
- For applications where the proportionate allotment works out to less than 1000 Equity Shares the allotment will be made as follow:
  - Each successful applicant shall be allotted 1000 Equity Shares;

- (ii). The successful applicants out of the total applicants for that category shall be determined by the drawal of lots in such a manner that the total number of Shares allotted in that category is equal to the number of Shares worked out as per (a) and (b) above.
- d) If the proportionate allotment to an applicant works out to a number that is not a multiple of 1000 Equity Shares, the applicant would be allotted Shares by rounding off to the lower nearest multiple of 1000 Equity Shares subject to a minimum allotment of 1000 Equity Shares.
- e) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the applicants in that category, the balance available Shares for allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful applicants in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising of applicants applying for the minimum number of Shares.
- f) The above proportionate allotment of shares in an Issue that is oversubscribed shall be subject to the reservation for Retail Individual applicants as described below:
  - (i). As per Regulation 253(1) of the SEBI (ICDR) Regulations, 2018, as the Retail Individual Investor category is entitled to not less than thirty-five percent on proportionate basis, the retail individual investors shall be allocated that.
  - (ii). Remaining to Individual applicants other than retail individual investors and other investors including corporate bodies or institutions, irrespective of the number of specified securities applied for;

Provided that the unsubscribed portion in either of the categories specified in (i) or (ii) above may be available for allocation to the applicants in the other category, if so required.

“Retail Individual Investor” means an investor who applies for shares of value of not more than ₹ 2,00,000. Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with National Stock Exchange of India Limited i.e., NSE Emerge.

The Executive Director/ Managing Director of the National Stock Exchange of India Limited, Designated Stock Exchange in addition to Lead Merchant Banker and Registrar to the Public Offer shall be responsible to ensure that the basis of allotment is finalized in a fair and proper manner in accordance with the SEBI (ICDR) Regulations, 2018.

## 7.2. Designated Date and Allotment of Equity Shares

- a) **Designated Date:** On the Designated Date, the SCSBs shall transfer the funds represented by allocation of Equity Shares into the Public Issue Account with the Bankers to the Issue.
- b) **Issuance of Allotment Advice:** Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Applicants are advised to instruct their Depository Participant to accept the Equity Shares that may be allotted to them pursuant to the Issue.  
  
Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Applicants who have been Allotted Equity Shares in the Issue.
- c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.
- d) Issuer will ensure that: (i) the Allotment of Equity Shares; and (ii) initiate corporate action for credit of shares to the successful Applicants Depository Account will be completed within 2 Working Days of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicant’s depository account is completed within 2 Working Days of the Issue Closing Date,

## SECTION 8: INTEREST AND REFUNDS

### 8.1. Completion of Formalities for Listing & Commencement of Trading

The Issuer may ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges are taken within 3 Working Days of the Issue Closing Date. The Registrar to the Issue may give instructions for credit to Equity Shares the beneficiary account with DPs, and dispatch the Allotment Advice within 2 Working Days of the Issue Closing Date.

### 8.2. Grounds for Unblocking of Funds

#### 8.2.1. Non-Receipt of Listing Permission

An Issuer makes an application to the Stock Exchange(s) for permission to deal in/list and for an official quotation of the Equity Shares. All the Stock Exchanges from where such permission is sought are disclosed in Prospectus. The Designated Stock Exchange may be as disclosed in the Prospectus with which the Basis of Allotment may be finalized.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by any of the Stock Exchange(s), the Issuer may forthwith initiate action to unblock the application amount from the Investors accounts. If such money is not repaid within the four days after the Issuer becomes liable to repay it, then the Issuer and every director of the Issuer who is an officer in default may, on and from such expiry of four days, be liable to repay the money, with interest at such rate and disclosed in the Prospectus.

#### **8.2.2. Minimum Subscription**

This Issue is not restricted to any minimum subscription level. This Issue is 100% underwritten as per Regulation 260(1) of SEBI ICDR Regulation.

If the issuer does not receive the subscription of hundred per cent (100%) of the offer through Red Herring Prospectus on the date of closure of the issue including devolvement of underwriters, if any, or if the subscription level falls below hundred per cent (100%) after the closure of issue on account of withdrawal of applications, or after technical rejections, or if the listing or trading permission is not obtained from the stock exchange for the securities so offered under the Draft Prospectus, the issuer shall forthwith refund the entire subscription amount received. If there is a delay beyond Four (4) Working Days after the issuer becomes liable to pay the amount, the issuer and every director of the issuer who are officers in default, shall pay interest at the rate of fifteen per cent per annum (15% p.a.).

The minimum number of allottees in this Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50, no allotment will be made pursuant to this Issue and the monies blocked by the SCSBs shall be unblocked within 2 working days of closure of issue.

**The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.**

#### **8.2.3. Minimum number of Allottees**

The Issuer may ensure that the number of prospective allottees to whom Equity Shares may be allotted may not be less than 50 failing which the entire application monies may be unblocked forthwith.

#### **8.3. Mode of Unblocking of Funds**

Within two Working Days of the Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs or in case of Applications by RIIs applying through the UPI mechanism to the Sponsor Bank, to revoke the mandate and for unblocking the amount in ASBA Accounts of unsuccessful Applicants and also for any excess amount blocked on Applications.

**In case of Anchor Investors:** Within two Working Days of the Bid/Offer Closing Date, the Registrar to the Offer may dispatch the refund orders for all amounts payable to unsuccessful Anchor Investors.

In case of Anchor Investors, the Registrar to the Offer may obtain from the depositories the Bidders' bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Anchor Investors in their Bid cum Application Forms for refunds. Accordingly, Anchor Investors are advised to immediately update their details as appearing on the records of their depositories. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay may be at the Anchor Investors' sole risk and neither the Issuer, the Registrar to the Offer, the Escrow Collection Banks, or the Syndicate, may be liable to compensate the Anchor Investors for any losses caused to them due to any such delay, or liable to pay any interest for such delay. Please note that refunds shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank.

The Registrar to the Issue may instruct the controlling branch of the SCSB to unblock the funds in the relevant ASBA Account for any withdrawn, rejected or unsuccessful ASBA Applications or in the event of withdrawal or failure of the Issue.

##### **8.3.1 Electronic mode of making refunds for Anchor Investors**

The payment of refund, if any, may be done through various electronic modes as mentioned below:

**i. NACH**—National Automated Clearing House is a consolidated system of ECS. Payment of refund would be done through NACH for Anchor Investors having an account at any of the centres specified by the RBI where such facility has been made available. This would be subject to availability of complete bank account details including Magnetic Ink Character Recognition (MICR) code wherever applicable from the depository. The payment of refund through NACH is mandatory for Anchor Investors having a bank account at any of the centres where NACH facility has been made

available by the RBI (subject to availability of all information for crediting the refund through NACH including the MICR code as appearing on a cheque leaf, from the depositories), except where the applicant is otherwise disclosed as eligible to get refunds through NEFT or Direct Credit or RTGS.

**ii. NEFT**—Payment of refund may be undertaken through NEFT wherever the branch of the Anchor Investors' bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which can be linked to the MICR of that particular branch. The IFSC may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Anchor Investors have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC of that particular bank branch and the payment of refund may be made to the Anchor Investors through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section.

**iii. Direct Credit**—Anchor Investors having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account.

**iv. RTGS**—Anchor Investors having a bank account with a bank branch which is RTGS enabled as per the information available on the website of RBI and whose refund amount exceeds ₹ 0.241 million, shall be eligible to receive refund through RTGS, provided the Demographic Details downloaded from the Depositories contain the nine digit MICR code of the Anchor Investor's bank which can be mapped with the RBI data to obtain the corresponding IFSC. Charges, if any, levied by the Anchor Escrow Bank for the same would be borne by our Company. Charges, if any, levied by the Anchor Investor's bank receiving the credit would be borne by the Anchor Investor. Please note that refunds through the abovementioned modes shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank. For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centers etc. Bidders/Applicants may refer to RHP/Prospectus.

#### **8.4. Interest in case of Delay in Allotment**

The issuer shall allot securities offered to the public shall be made within the period prescribed by the Board. The issuer shall also pay interest at the rate of fifteen per cent. Per annum if the allotment letters or refund orders have not been dispatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system in the disclosed manner within eight days from the date of the closure of the issue. However, applications received after the closure of issue in fulfilment of underwriting obligations to meet the minimum subscription requirement, shall not be entitled for the said interest.

### **SECTION 9: GLOSSARY AND ABBREVIATIONS**

*Unless the context otherwise indicates or implies, certain definitions and abbreviations used in this document may have the meaning as provided below. References to any legislation, act or regulation may be to such legislation, act or regulation as amended from time to time.*

| <b>Terms</b>                     | <b>Description</b>   |
|----------------------------------|--|
| Acknowledgement Slip             | The slip or document issued by a Designated Intermediary to a Bidder as proof of registration of the Bid cum Application Form.   |
| Allotment/ Allot/Allotted        | Unless the context otherwise requires, allotment of the Equity Shares pursuant to the Fresh Issue to the successful Applicants.  |
| Allotment Advice                 | Note or advice or intimation of Allotment sent to the Bidders who have been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange  |
| Allottee                         | The successful applicant to whom the Equity Shares are being / have been allotted.   |
| Anchor Investor Allocation Price | The price at which Equity Shares will be allocated to Anchor Investors at the end of the Anchor Investor Bid/Offer Period in terms of the Red Herring Prospectus and the Prospectus, which will be decided by the Company, in consultation with the BRLMs                  |
| Anchor Escrow Account            | Account opened with the Anchor Collection Bank and in whose favour the Anchor Investors may transfer money through NEFT/RTGS/direct credit in respect of the Bid Amount when submitting a Bid  |
| Anchor Escrow Bank               | Refer to definition of Banker(s) to the Offer  |
| Anchor Investor                  | A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in SEBI ICDR Regulations and the Red Herring Prospectus  |
| Anchor Investor Portion          | Up to 60% of the QIB Category which may be allocated by the Issuer in consultation with the BRLMs, to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion is reserved for domestic Mutual Funds, subject to valid Bids being received from |

| <b>Terms</b>                                   | <b>Description</b>  |
|--|---|
|  | domestic Mutual Funds at or above the price at which allocation is being done to Anchor Investors   |
| Applicant                                      | Any prospective investor who makes an application for Equity Shares of our Company in terms of this Red Herring Prospectus.   |
| Application Amount                             | The amount at which the Applicant makes an application for Equity Shares of our Company in terms of this Red Herring Prospectus.  |
| Application Form                               | The Form in terms of which the prospective investors shall apply for our Equity Shares in the Issue.  |
| ASBA/ Application Supported by Blocked Amount. | Applications Supported by Blocked Amount (ASBA) means an application for Subscribing to the Issue containing an authorization to block the application money in a bank account maintained with SCSB.  |
| ASBA Account                                   | Account maintained with an SCSB and specified in the Application Form which will be blocked by such SCSB or account of the RIIs blocked upon acceptance of UPI Mandate request by RIIs using the UPI mechanism to the extent of the appropriate Bid / Application Amount in relation to a Bid / Application by an ASBA Applicant.   |
| ASBA Investor/ASBA applicant                   | Any prospective investor(s)/applicants(s) in this Issue who apply(ies) through the ASBA process.  |
| Banker(s) to the Issue/Public Issue Bank(s).   | Collectively, the Escrow Collection Banks(s), Sponsor Bank, Refund Bank(s) and Public Issue Bank, in our case being YES Bank Limited.   |
| Basis of Allotment                             | The basis on which Equity Shares will be Allotted to the successful Applicants under the Issue and which is described under chapter titled “Issue Procedure” beginning on page 232 of this Red Herring Prospectus.  |
| Bid  | An indication to make an offer during the Bid/Offer Period by an ASBA Bidder pursuant to submission of the ASBA Form, or during the Anchor Investor Bidding Date by an Anchor Investor pursuant to submission of the Anchor Investor Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations and in terms of the Red Herring Prospectus and the relevant Bid cum Application Form. The term “Bidding” shall be construed accordingly.  |
| Bid cum Application Form                       | An application form, whether physical or electronic, used by Bidders, other than Anchor Investors, to make a Bid and which will be considered as the application for Allotment in terms of the Red Herring Prospectus and the Prospectus  |
| Bidding Centres                                | Centres at which the Designated Intermediaries accepted the ASBA Forms, i.e., Designated Branches of SCSBs, Specified Locations for members of the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs.   |
| Bid Lot  | 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter.   |
| Bid/Offer Closing Date                         | Except in relation to any Bids received from the Anchor Investors, the date after which the Designated Intermediaries will not accept any Bids, being Friday, November 24, 2023, which has been published on November 18, 2023, in English editions of Business Standard (a widely circulated English national daily newspaper) and in Hindi editions of Business Standard (a widely circulated Hindi national daily newspaper). Further Hindi is also the regional language of the place where our registered office is located at. Our Company, in consultation with the LM, may, 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. In case of any revision, the extended Bid/ Offer Closing Date shall be widely disseminated by notification to the Stock Exchanges, and also be notified on the websites of the BRLM and at the terminals of the Syndicate Members, if any and communicated to the Designated Intermediaries and the Sponsor Bank, which shall also be notified in an advertisement in same newspapers in which the Bid/ Offer Opening Date was published, as required under the SEBI ICDR Regulations. |
| Bid/Offer Opening Date                         | Except in relation to any Bids received from the Anchor Investors, the date on which the Designated Intermediaries shall start accepting Bids, being Wednesday, November 22, 2023 which has been published on November 18, 2023, in English editions of Business Standard (a widely circulated English national daily newspaper) and in Hindi editions of Business Standard   |

| Terms                              | Description  |
|------------------------------------|--|
|                                    | (a widely circulated Hindi national daily newspaper). Further Hindi is also the regional language of the place where our registered office is located at.  |
| Bid/ Offer Period                  | <p>Except in relation to Anchor Investors, the period between the Bid/ Offer Opening Date and the Bid/ Offer Closing Date, inclusive of both days, during which prospective Bidders can submit their Bids, including any revisions thereof in accordance with the SEBI ICDR Regulations and the terms of the Red Herring Prospectus. Provided, however, that the Bidding shall be kept open for a minimum of three Working Days for all categories of Bidders, other than Anchor Investors.</p> <p>Our Company, in consultation with the Lead Manager may consider closing the Bid/Offer Period for the QIB Portion One Working Day prior to the Bid/Offer Closing Date which shall also be notified in an advertisement in same newspapers in which the Bid/Offer Opening Date was published, in accordance with the SEBI ICDR Regulations. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the LM, for reasons to be recorded in writing, extend the Bid / Offer Period for a minimum of three Working Days, subject to the Bid/ Offer Period not exceeding 10 Working Days.</p> |
| Bidder                             | Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form and unless otherwise stated or implied, includes an Anchor Investor  |
| Book Building Process              | Book building process, as provided in Part A of Schedule XIII of the SEBI ICDR Regulations, in terms of which the Offer is being made.   |
| Business Day                       | Monday to Saturday (except 2nd and 4th Saturday of a month and public holidays)  |
| CAN/Confirmation of Allotment Note | The note or advice or intimation sent to each successful Bidder/Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange.   |
| Cap Price                          | The higher end of the Price Band, subject to any revisions thereto, above which the Offer Price and the Anchor Investor Offer Price will not be finalized and above which no Bids will be accepted.  |
| Controlling Branch                 | Such branch of the SCSBs which coordinate Applications under this Issue by the ASBA Applicants with the Registrar to the Issue and the Stock Exchange and a list of which is available at <a href="http://www.sebi.gov.in">http://www.sebi.gov.in</a> , or at such other website as may be prescribed by SEBI from time to time.   |
| Demographic Details                | The demographic details of the Applicants such as their address, PAN, occupation and bank account details.   |
| Depository Participant             | A Depository Participant as defined under the Depositories Act, 1996.  |
| Designated Branches                | Such branches of the SCSBs which shall collect the ASBA Forms from the ASBA Applicants and a list of which is available at <a href="http://www.sebi.gov.in">www.sebi.gov.in</a> , or at such other website as may be prescribed by SEBI from time to time.   |
| Designated Date                    | The date on which funds are transferred from the amount blocked by the SCSBs is transferred from the ASBA Account to the Public Issue Account, as appropriate, after the Issue is closed, following which the Equity Shares shall be allotted/transfer to the successful Applicants.   |
| Designated StockExchange           | Emerge Platform of National Stock Exchange of India Limited or NSE EMERGE.   |
| Draft Red Herring Prospectus       | Draft Red Herring prospectus filed with NSE EMERGE for obtaining In-Principle approval.  |
| Eligible NRIs                      | NRIs from jurisdictions outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom this Red Herring Prospectus constitutes an invitation to subscribe to the Equity Shares offered herein.  |
| Emerge Platform of NSE             | The EmERGE Platform of National Stock Exchange of India Limited for listing equity shares offered under Chapter IX of the SEBI (ICDR) Regulation which was approved by SEBI as an SME Exchange.  |
| First/ Sole Applicant              | The applicant whose name appears first in the Application Form or Revision Form.   |
| Floor Price                        | The lower end of the Price Band, subject to any revision(s) thereto, not being less than the face value of Equity Shares, at or above which the Offer Price and the Anchor Investor Offer Price will be Finalized and below which no Bids will be accepted.  |

| Terms   | Description  |
|---|--|
| Issue/ Issue Size/ Initial Public Issue/ Initial Public Offer/Initial PublicOffering/ IPO | Public Issue of <b>15,00,000</b> Equity Shares of face value of ₹10/- each fully paid of our Company for cash at a price of ₹ [●] per Equity Share (including a premium of ₹ [●] per Equity Share) aggregating ₹ [●] Lakhs by our Company.   |
| Issue Agreement   | The agreement dated <b>September 02, 2023</b> between our Company and the Lead Manager, pursuant to which certain arrangements are agreed to in relation to the Issue.   |
| Issue Closing Date  | The date on which Issue closes for subscription is <b>Friday, November 24, 2023</b> .  |
| Issue Opening Date  | The date on which Issue opens for subscription is <b>Wednesday, November 22, 2023</b> .  |
| Issue Period  | The period between the Issue Opening Date and the Issue Closing Date inclusive of both the days during which prospective investors may submit their application.   |
| Issue Price   | The price at which the Equity Shares are being issued by our Company under this Red Herring Prospectus being ₹ [●] per Equity Share of face value of ₹10/- each fully paid.  |
| Issue Proceeds  | Proceeds from the Issue that will be available to our Company, being ₹ [●].  |
| LM / Lead Manager   | Lead Manager to the Issue, in this case being <b>Corporate CapitalVentures Private Limited</b> .   |
| Listing Agreement   | The equity listing agreement to be signed between our Company and the National Stock Exchange of India Limited.  |
| Market Maker  | Market Makers appointed by our Company from time to time, in this case being <b>S S Corporate Securities Limited</b> having SEBI registration number INZ000219533 who have agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for any other period as may be notified by SEBI from time to time.  |
| Market MakingAgreement  | The Agreement entered into between the Book Running Lead Manager, Market Maker and our Company dated <b>November 09, 2023</b> .  |
| Market Maker Reservation  | The Reserved Portion of <b>85,000</b> Equity Shares of face value of ₹10/- each fully paid for cash at a price of ₹ [●] per Equity Share aggregating ₹ [●] for the Market Maker in this Issue.   |
| Mutual Fund(s)  | A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996, as amended from time to time.  |
| Net Issue/ Offer  | The Issue (excluding the Market Maker Reservation Portion) of <b>14,15,000</b> Equity Shares of face value of ₹10/- each of Issuer at ₹ [●] (including share premium of ₹ [●]) per equity share aggregating to ₹ [●].  |
| Net Proceeds  | The Issue Proceeds, less the Issue related expenses, received by the Company. For information about use of the Issue Proceeds and the Issue expenses, please refer to the chapter titled – “Objects of the Issue” beginning on page 63 of this Red Herring Prospectus.   |
| NIF   | National Investment Fund set up by resolution F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India.   |
| Non-InstitutionalApplicants   | All Applicants that are not Qualified Institutional Buyers or Retail Individual Investors and who have applied for Equity Shares for an amount more than ₹ 2,00,000/-  |
| OCB / Overseas Corporate Body   | A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs, including overseas trust in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly as defined under Foreign Exchange Management (Deposit) Regulations, 2000. OCBs are not allowed to invest in this Issue.  |
| Payment through electronic transfer of funds  | Payment through ECS / NECS, Direct Credit, RTGS or NEFT, as applicable.  |
| Prospectus  | The Prospectus, which is filed with the RoC containing, inter alia, the Issue opening and closing dates and other information.   |
| Price Band  | Price Band of a minimum price (Floor Price) of ₹ 136 and the maximum price (Cap Price) of ₹ 140 and includes revisions thereof. The Price Band has been decided by our Company in consultation with the BRLM and has been published on November 18, 2023 in all English editions of Business Standard (a widely circulated English national daily newspaper), in all Hindi editions of Business Standard (a widely circulated Hindi national daily newspaper), (Hindi being the regional language of Delhi, where our Registered Office is located). |
| Public Issue Account  | Account opened with the Banker to the Issue/Public Issue Bank i.e. YES Bank Limited by our Company to receive monies from the SCSBs from the bank accounts of the ASBA Applicants on the Designated Date.  |



| Terms                                       | Description   |
|---|---|
| Qualified Institutional Buyers / QIBs       | As defined under the SEBI ICDR Regulations, including public financial institutions as specified in Section 4A of the Companies Act, scheduled commercial banks, mutual fund registered with SEBI, FII and sub-account (other than a sub-account which is a foreign corporate or foreign individual) registered with SEBI, multilateral and bilateral development financial institution, venture capital fund registered with SEBI, foreign venture capital investor registered with SEBI, state industrial development corporation, insurance company registered with Insurance Regulatory and Development Authority, provident fund with minimum corpus of ₹ 2,500 Lakh, pension fund with minimum corpus of ₹ 2,500 Lakh, NIF and insurance funds set up and managed by army, navy or air force of the Union of India, Insurance funds set up and managed by the Department of Posts, India. |
| Refund Account                              | The account opened with the Refund Bank(s), from which refunds, if any, of the whole or part of the Bid Amount to Anchor Investors shall be made.   |
| Refund Bank                                 | The Bankers to the Offer with whom the Refund Account(s) are opened, in this case being YES Bank Limited.   |
| Refunds through electronic transfer offunds | Refunds through electronic transfer of funds means refunds through ECS, Direct Credit or RTGS or NEFT or the ASBA process, as applicable  |
| Registrar Agreement                         | The registrar agreement dated <b>September 02, 2023</b> between our Company and Registrar to the Issue in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue.   |
| Registrar/ Registrar to the Offer           | Registrar to the Offer being Skyline Financial Services Private Limited. For more information please refer —General Information on page 41 of this Red Herring Prospectus.  |
| Regulations                                 | Unless the context specifies something else, this means the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 as amended from time to time.  |
| Retail Individual Investors                 | Individual investors (including HUFs, in the name of Karta and Eligible NRIs) who apply for the Equity Shares of a value of not more than ₹ 2,00,000/-  |
| SCSB  | Shall mean a Banker to an Issue registered under SEBI (Bankers to an Issue) Regulations, 1994, as amended from time to time, and which offer the service of making Application/s Supported by Blocked Amount including blocking of bank account and a list of which is available on <a href="http://www.sebi.gov.in/cms/sebi_data/attachdocs/1480483399603.html">http://www.sebi.gov.in/cms/sebi_data/attachdocs/1480483399603.html</a> or at such other website as may be prescribed by SEBI from time to time.  |
| Sponsor Bank                                | Sponsor Bank means a Banker to the Issue registered with SEBI which is appointed by the Issuer to act as a conduit between the Stock Exchanges and NPCI in order to push the mandate collect requests and / or payment instructions of the retail investors into the UPI. In this case YES Bank Limited.  |
| Underwriter                                 | Underwriter to this Issue is Corporate Capital Ventures Private Limited.  |
| Underwriting Agreement                      | The agreement dated <b>November 10, 2023</b> entered into between Corporate Capital Ventures Private Limited and our Company.   |
| Unified Payments Interface / UPI            | The instant payment system developed by the National Payments Corporation of India.   |
| Working Days                                | <p>In accordance with Regulation 2(1)(mmm) of SEBI ICDR Regulations, working days means, all days on which commercial banks in the city as specified in this Red Herring Prospectus are open for business</p> <ol style="list-style-type: none"> <li>1. However, in respect of announcement of price band and bid/ Offer period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in the Haryana as notified in the Red Herring Prospectus are open for business</li> <li>2. In respect to the time period between the bid/ Offer closing date and the listing of the specified securities on the stock exchange, working day shall mean all trading days of the stock exchange, excluding Sundays and bank holidays in accordance with circular issued by SEBI.</li> </ol>   |