


		
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400025 Maharashtra, India Telephone: +91 22 6807 7100 E-mail: alliedblenders.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance ID: customercare@icicisecurities.com Contact person: Harsh Thakkar/ Rupesh Khant SEBI Registration No.: INM000011179	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801 – 804, Wing A, Building No 3 Inspire BKC, G Block, Bandra Kurla Complex East Mumbai 400 051, Maharashtra, India Telephone: +91 22 4009 4400 E-mail: Allied@nuvama.com Website: www.nuvama.com Investor Grievance E-mail: customerservice.mb@nuvama.com Contact Person: Lokesh Shah SEBI Registration No.: INM000013004	ITI Capital Limited (a part of The Investment Trust of India Limited Group) ITI House, Dr R. K. Shirodkar Marg, Parel, Mumbai – 400 012 Maharashtra, India Telephone: + 91 22 6911 3300 E-mail: ipo.alliedblenders@iticapital.in Website: iticapital.in Investor Grievance E-mail: investorgrievance@iticapital.in Contact Person: Pallavi Shinde SEBI Registration No.: INM000010924




SCHEDULE VI - DISCLOSURES IN THE OFFER DOCUMENT, ABRIDGED PROSPECTUS AND ABRIDGED LETTER OF OFFER																										
Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments																					
		<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;"></td> <td style="width: 30%;"></td> <td style="width: 30%;"></td> </tr> <tr> <td>Total equity</td> <td></td> <td></td> </tr> <tr> <td>Share capital*</td> <td></td> <td></td> </tr> <tr> <td>Reserves and surplus*</td> <td></td> <td></td> </tr> <tr> <td>Money received against share warrants*</td> <td></td> <td></td> </tr> <tr> <td>Total Capital</td> <td></td> <td></td> </tr> <tr> <td>Ratio: Non-current borrowings/ Total equity</td> <td></td> <td></td> </tr> </table> <p style="text-align: center;">*These terms shall carry the meaning as per Schedule III of the Companies Act, 2013 (as amended).</p>				Total equity			Share capital*			Reserves and surplus*			Money received against share warrants*			Total Capital			Ratio: Non-current borrowings/ Total equity					
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	(ix)	Management’s Discussion and Analysis of Financial Position and Results of Operations as reflected in the restated Indian GAAP CFS shall be provided in other financial information.	Not applicable.	-																						
	(x)	Overview of the business of the issuer	Not applicable.	-																						
	(xi)	Significant developments subsequent to the last financial year or when applicable subsequent to the stub period: A statement by the directors whether in their opinion there have arisen any circumstances since the date of the last financial statements as disclosed in the offer document and which materially and adversely affect or is likely to affect within the next twelve months : a. the trading or profitability of the issuer; or b. the value of its assets; or c. its ability to pay its liabilities.	Not applicable.	-																						

		
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	(xii)	Factors that may affect the results of operations.	Not applicable.		
	(xiii)	Discussion on the results of operations: This information shall, inter-alia, contain the following: <ol style="list-style-type: none"> a. A summary of the past financial results after adjustments as given in the auditor’s report for the past three full financial years and the stub period (if any) containing significant items of income and expenditure shall be given. b. A summary of major items of income and expenditure for the last three years and most recent audit period c. The income and sales on account of major product/ main activities. d. In case the other income constitutes more than 10% of the total income, the break-up of the same along with the nature of the income, i.e., recurring or non-recurring shall be stated. e. If a material part of the income is dependent upon a single customer/supplier or a few major customers/suppliers, disclosure of this fact along with relevant data. Similarly if any foreign customer/supplier constitutes a significant portion of the issuer’s business, disclosure of the fact along with its impact on the business on account of exchange rate fluctuations. f. In case the issuer has deviated from statutorily prescribed manner for recording sales and revenues, its impact may be analysed and disclosed. g. The nature of miscellaneous income and miscellaneous expenditure for the interim period and the preceding years, if applicable. 	Not applicable.	-	

		
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	(xiv)	Comparison of last three years and the stub period on the major heads of the profit and loss statement, including an analysis of reasons for the changes in significant items of income and expenditure shall also be given, inter-alia, containing the following: <ol style="list-style-type: none"> a. unusual or infrequent events or transactions including unusual trends on account of business activity, unusual items of income, change of accounting policies and discretionary reduction of expenses etc. b. significant economic changes that materially affected or are likely to affect income from continuing operations; c. known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations; d. expected future changes in relationship between costs and revenues, in case of events such as future increase in labour or material costs or prices that will cause a material change are known; e. the extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or services or increased sales prices; f. total turnover of each major industry segment in which the issuer operated; g. status of any publicly announced new products or business segment; h. the extent to which business is seasonal; 	Not applicable.	-	

		
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		i. any significant dependence on a single or few suppliers or customers; j. competitive conditions.			
12.		Legal and Other Information			
	(A)	Outstanding Litigation and Material Developments:			
	(1)	Pending Litigations involving the issuer/ its directors/ promoters/ subsidiaries:			
	(i)	All criminal proceedings;	Complied with to the extent applicable.	460, 468, 469	
	(ii)	All actions by regulatory authorities and statutory authorities;	Complied with to the extent applicable.	460-466, 468, 469	
	(iii)	Disciplinary action including penalty imposed by SEBI or stock exchanges against the promoters in the last five financial years including outstanding action;	Not applicable.	469	A negative statement to this effect has been included in the DRHP.
	(iv)	Claims related to direct and indirect taxes, in a consolidated manner, giving the number of cases and total amount;	Complied with to the extent applicable.	470-472	
	(v)	Other pending litigations - As per the policy of materiality defined by the board of directors of the issuer and disclosed in the offer document	Complied with to the extent applicable.	466-468, 469, 470	
	(2)	Outstanding dues to creditors:			
	(i)	Based on the policy on materiality defined by the board of directors of the issuer, details of creditors which include the consolidated number of creditors and the aggregate amount involved	Complied with to the extent applicable.	472	

		
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	(ii)	Consolidated information on outstanding dues to micro, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved;	Complied with to the extent applicable.	472	
	(iii)	Complete details about outstanding overdues to material creditors along with the name and amount involved for each such material creditor shall be disclosed, on the website of the company with a web link thereto.	Complied with to the extent applicable.	472	The details pertaining to outstanding dues to Material Creditors, along with the name and amount involved for each such Material Creditor, are available on the website of our Company at https://www.abdindia.com/investorrelations/investor-information/reports .
	(3)	If any of the above mentioned litigations, material developments, dues to creditors etc., arise after the filing the offer document, the facts shall be incorporated appropriately in the offer document. In case there are no such cases, a distinct negative statement is required to be made in this regard in the offer document. Material developments since the date of the last balance sheet.	Noted for compliance.	473	
	(4)	Disclosures pertaining to wilful defaulters or fraudulent borrowers in case of a further public offer or a rights issue: If the issuer or any of its promoter or director has been declared as a wilful defaulter or fraudulent borrower, it shall make the following disclosures with respect to each such person separately:	Not applicable.	-	

		
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		(a) Name of the person declared as a wilful defaulter or fraudulent borrower; (b) Name of the Bank declaring the person as a wilful defaulter or fraudulent borrower; (c) Year in which the person was declared as a wilful defaulter or fraudulent borrower; (d) Outstanding amount when the person was declared as a wilful defaulter or fraudulent borrower; (e) Steps taken, if any, by the person for removal of its name from the list of wilful defaulters or fraudulent borrowers; (f) Other disclosures, as deemed fit by the issuer, in order to enable investors to take an informed decision; (g) Any other disclosure as specified by the Board			
	(5)	The fact that the issuer or any of its promoters or directors is a wilful defaulter or fraudulent borrower shall be disclosed prominently on the cover page with suitable cross-referencing to the inside pages.	Not applicable.	479	None of the Promoters or Directors are wilful defaulters or a fraudulent borrower. A distinct negative statement to this effect has been included in “Other Regulatory and Statutory Disclosures” section of the DRHP.
	(6)	Disclosures specified herein shall be made in a separate chapter or section, distinctly identifiable in the Index /Table of Contents.	Not applicable	-	
	(B)	Government approvals:			

		
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	(1)	Investment approvals (GoI/ RBI, etc., as applicable), letter of intent or industrial license and declaration of the Central Government, Reserve Bank of India or any regulatory authority about the non-responsibility for financial soundness or correctness of the statements;	Not applicable.	-	
	(2)	All government and other approvals which are material and necessary for carrying on the business and operations of the issuer and material subsidiaries.	Complied with.	474-477	
13.		Information with respect to group companies			
	(A)	<p>In case of an issuer not being a government company, statutory authority or corporation or any special purpose vehicle set up by any of them, the names and registered office address of all the group companies shall be disclosed in the Offer Document.</p> <p>The following information based on the audited statements in respect of top five group companies (based on market capitalization for listed/ based on turnover in case of unlisted) for the preceding three years shall be hosted on the website of the respective group company (listed/ unlisted):</p> <ul style="list-style-type: none"> (i) reserves (excluding revaluation reserve); (ii) sales; (iii) profit after tax; (iv) earnings per share; (v) diluted earnings per share; and (vi) net asset value. 	Complied with to the extent applicable.	307-310	Details can be found under the section, “Our Group Companies” of the DRHP.

		
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		The offer document shall refer the website where the details of the group companies shall be available.			
	(B)	Any pending litigation involving the group company which has a material impact on the issuer.	Not applicable.	310	A distinct negative statement has been included to this effect in “Our Group Companies” section of the DRHP.
	(C)	Common Pursuits: (i) In case there are common pursuits amongst the group companies/ subsidiaries/associates companies and the issuer, the reasons and justification for the same shall be spelt out and the conflict of interest situations shall be stated. (ii) The related business transactions within the group and their significance on the financial performance of the issuer. (iii) If any of the other group companies/subsidiaries/associate companies has business interests in the issuer then the amount of commercial business that the said company has /proposes to have with the issuer may be quantified. If no, a distinct negative statement may be incorporated to this effect.	Complied with to the extent applicable.	310	
14.		Other Regulatory and Statutory Disclosures:			
	(A)	Authority for the issue and details of resolution(s) passed for the issue.	Complied with.	478	
	(B)	A statement by the issuer that the issuer, promoters, promoter group, directors, person(s) in control of the promoter or issuer, if applicable, or selling shareholders are not prohibited from accessing the capital market	Complied with to the extent applicable.	478	

		
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		or debarred from buying, selling or dealing in securities under any order or direction passed by the Board or any securities market regulator in any other jurisdiction or any other authority/court.			
	(C)	A confirmation that the issuer, any of its promoters, promoter group or selling shareholders is in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018.	Complied with.	479	
	(D)	A confirmation whether any of the directors of the issuer are associated with the securities market in any manner, and if yes, any outstanding action against them initiated by the Board in the past five years	Complied with to the extent applicable.	479	
	(E)	Eligibility of the issuer to enter the capital market in terms of these Regulations. (Details of compliance with eligibility requirements to make a fast track issue, if applicable.)	Complied with to the extent applicable.	479-480	The Company is eligible for the Offer in accordance with the Regulation 6(1) of the SEBI ICDR Regulations. Further, the Offer is an initial public offering of Equity Shares.
	(F)	Compliance with Part B of this Schedule, as the case may be, if applicable	Not applicable.	-	The Offer is an initial public offering of Equity Shares.
	(G)	Disclaimer clauses: (1) The offer document shall contain the following disclaimer clause in bold capital letters:	Complied with.	481-482	

		
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		<p>"It is to be distinctly understood that submission of the draft offer document/draft letter of offer/offer document to the Securities and Exchange Board of India (SEBI) should not in any way be deemed or construed that the same has been cleared or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any scheme or the project for which the issue is proposed to be made or for the correctness of the statements made or opinions expressed in the draft offer document/draft letter of offer/offer document. The lead manager(s), has certified that the disclosures made in the draft offer document/draft letter of offer/offer document are generally adequate and are in conformity with the Regulations. This requirement is to facilitate investors to take an informed decision for making investment in the proposed issue.</p> <p>It should also be clearly understood that while the issuer is primarily responsible for the correctness, adequacy and disclosure of all relevant information in the draft offer document/draft letter of offer/offer document, the lead manager(s) is expected to exercise due diligence to ensure that the issuer discharges its responsibility adequately in this behalf and towards this purpose, the lead manager(s)_____has furnished to SEBI a due diligence certificate dated _____in the format prescribed under Schedule V(A) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p>			

		
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		<p>The filing of the draft offer document/draft letter of offer/offer document does not, however, absolve the issuer from any liabilities under the Companies Act, 2013 or from the requirement of obtaining such statutory or other clearances as may be required for the purpose of the proposed issue. SEBI further reserves the right to take up, at any point of time, with the lead manager(s) any irregularities or lapses in the draft offer document/draft letter of offer/offer document."</p> <p>(2) Disclaimer Statement from the issuer and lead manager(s): A statement to the effect that the issuer and the lead manager(s) accept no responsibility for statements made otherwise than in the draft offer document/draft letter of offer/offer document or in the advertisement or any other material issued by or at the instance of the issuer and that anyone placing reliance on any other source of information would be doing so at their own risk.</p>			
	(H)	Disclaimer in respect of jurisdiction: A brief paragraph mentioning the jurisdiction under which provisions of law and the rules and regulations are applicable to the draft offer document/ draft letter of offer/ offer document	Complied with.	482	
	(I)	Disclaimer clause of the stock exchanges	Complied with and noted for compliance.	485	The disclaimer clause as intimated by the stock exchanges to the Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red

		
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400025 Maharashtra, India Telephone: +91 22 6807 7100 E-mail: alliedblenders.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance ID: customercare@icicisecurities.com Contact person: Harsh Thakkar/ Rupesh Khant SEBI Registration No.: INM000011179	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801 – 804, Wing A, Building No 3 Inspire BKC, G Block, Bandra Kurla Complex East Mumbai 400 051, Maharashtra, India Telephone: +91 22 4009 4400 E-mail: Allied@nuvama.com Website: www.nuvama.com Investor Grievance E-mail: customerservice.mb@nuvama.com Contact Person: Lokesh Shah SEBI Registration No.: INM000013004	ITI Capital Limited (a part of The Investment Trust of India Limited Group) ITI House, Dr R. K. Shirodkar Marg, Parel, Mumbai – 400 012 Maharashtra, India Telephone: + 91 22 6911 3300 E-mail: ipo.alliedblenders@iticapital.in Website: iticapital.in Investor Grievance E-mail: investorgrievance@iticapital.in Contact Person: Pallavi Shinde SEBI Registration No.: INM000010924

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					Herring Prospectus prior to the RoC filing.
	(J)	Disclaimer clause of the Reserve Bank of India, the Insurance Regulatory and Development Authority of India or of any other relevant regulatory authority.	Not applicable.	-	
	(K)	Listing: Names of the designated stock exchange and other stock exchanges to which application has been made for listing of the specified securities offered in the present issue.	Complied with and noted for compliance.	485	The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the BSE and the NSE.
	(L)	Consent of the directors, auditors, solicitors or advocates, lead manager(s), registrar to the issue, bankers to the issuer and experts.	Complied with and noted for compliance.	486	
	(M)	Expert opinion obtained, if any.	Complied with.	486	
	(N)	Previous public or rights issues, if any, during the last five years: (1) Closing date. (2) Date of allotment. (3) Date of refunds. (4) Date of listing on the stock exchange(s). (5) If the issue(s) was at premium or discount, the amount thereof.	Not applicable.	486	
	(O)	Commission or brokerage on previous issues in last five years.	Not applicable.	487	A negative statement to this effect has been included in the DRHP.

		
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400025 Maharashtra, India Telephone: +91 22 6807 7100 E-mail: alliedblenders.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance ID: customercare@icicisecurities.com Contact person: Harsh Thakkar/ Rupesh Khant SEBI Registration No.: INM000011179	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801 – 804, Wing A, Building No 3 Inspire BKC, G Block, Bandra Kurla Complex East Mumbai 400 051, Maharashtra, India Telephone: +91 22 4009 4400 E-mail: Allied@nuvama.com Website: www.nuvama.com Investor Grievance E-mail: customerservice.mb@nuvama.com Contact Person: Lokesh Shah SEBI Registration No.: INM000013004	ITI Capital Limited (a part of The Investment Trust of India Limited Group) ITI House, Dr R. K. Shirodkar Marg, Parel, Mumbai – 400 012 Maharashtra, India Telephone: + 91 22 6911 3300 E-mail: ipo.alliedblenders@iticapital.in Website: iticapital.in Investor Grievance E-mail: investorgrievance@iticapital.in Contact Person: Pallavi Shinde SEBI Registration No.: INM000010924


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	(P)	Following particulars in regard to the issuer and other listed group companies/subsidiaries/associates which made any capital issue during the last three years shall be given: (1) Name of the Company. (2) Year of Issue. (3) Type of Issue (public/rights/composite). (4) Amount of issue. (5) Date of closure of issue. (6) Date of allotment and date of credit of securities to the demat account. (7) Date of completion of the project, where object of the issue was financing the project. (8) Rate of dividend paid.	Not applicable.	487	A negative statement to this effect has been included in the DRHP.
	(Q)	Performance vis-à-vis objects			
	(1)	Issuer: (a) A list of all the public/rights issues made during the preceding five years, along with the year of issue. (b) Details of non-achievement of objects, with quantification of shortfall and delays for such public/rights issues.	Not applicable.	486	A negative statement to this effect has been included in the DRHP.
	(2)	Listed Subsidiaries/Listed Promoters: (a) A separate paragraph entitled "Performance vis-à-vis objects - Last one public/rights issue of subsidiaries/Listed Promoters ", indicating whether all the objects mentioned in the offer document of the last one issue of each of such companies during the preceding five years were met.	Not applicable.	487	A negative statement to this effect has been included in the DRHP.

		
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		(b) If not, details of non-achievement of objects, with quantification of shortfall and delays.																														
	(R)	Price information of past issues handled by the lead manager(s) in the format below: TABLE I <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Sr. No.</th> <th>Issue Name</th> <th>Issue Size (Rs. Cr.)</th> <th>Issue Price (Rs.)</th> <th>Listing Date</th> <th>Opening Price as listing date</th> <th>+/- % change in closing price, [+/- % change in closing benchmark] 30th calendar days from listing</th> <th>+/- % change in closing price, [+/- % change in closing benchmark] 90th calendar days from listing</th> <th>+/- % change in closing price, [+/- % change in closing benchmark] 180th calendar days from listing</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> <tr> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>	Sr. No.	Issue Name	Issue Size (Rs. Cr.)	Issue Price (Rs.)	Listing Date	Opening Price as listing date	+/- % change in closing price, [+/- % change in closing benchmark] 30th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] 90th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] 180th calendar days from listing																			Complied with.	488-493	
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		<p>TABLE 1: SUMMARY STATEMENT OF DISCLOSURE</p> <table border="1"> <thead> <tr> <th rowspan="2">Financial Year</th> <th rowspan="2">Total no. of IPOs</th> <th rowspan="2">Total amount of funds raised (₹ Cr)</th> <th colspan="3">No. of IPOs trading at discount - 30th calendar days from listing</th> <th colspan="3">No. of IPOs trading at premium - 30th calendar days from listing</th> <th colspan="3">No. of IPOs trading at discount - 180th calendar days from listing</th> <th colspan="3">No. of IPOs trading at premium - 180th calendar days from listing</th> </tr> <tr> <th>Over 50%</th> <th>Between 25-50%</th> <th>Less than 25%</th> <th>Over 50%</th> <th>Between 25-50%</th> <th>Less than 25%</th> <th>Over 50%</th> <th>Between 25-50%</th> <th>Less than 25%</th> <th>Over 50%</th> <th>Between 25-50%</th> <th>Less than 25%</th> </tr> </thead> <tbody> <tr> <td>20-21</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>21-22</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>Note:</p> <ol style="list-style-type: none"> Disclosures to be given for three financial years (current financial year and two financial years preceding the current financial year) Disclosures are subject to maximum 10 rows (initial public offerings) managed by blockchart function in Table 1 In Table 1, percentage change for benchmark indices to be provided in brackets with positive or negative sign, as applicable Separate table for each merchant banker responsible for pricing the issue In case the 30th/60th/90th calendar day is a holiday, data from previous trading day to be considered. Designated Stock Exchange as disclosed by the respective Issuer at the time of the issue shall be considered for disclosing the price information. 	Financial Year	Total no. of IPOs	Total amount of funds raised (₹ Cr)	No. of IPOs trading at discount - 30th calendar days from listing			No. of IPOs trading at premium - 30th calendar days from listing			No. of IPOs trading at discount - 180th calendar days from listing			No. of IPOs trading at premium - 180th calendar days from listing			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	20-21															21-22																	
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20-21																																																														
21-22																																																														
	(S)	Stock market data for equity shares of the issuer, if listed: Particulars of: (1) high, low and average market prices of the equity shares of the issuer during the preceding three years; (2) monthly high and low prices for the six months preceding the date of filing the draft offer document with the Board which shall	Not applicable.	494	A negative statement to this effect has been included in the DRHP.																																																									

		
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		be updated till the time of filing the offer document with the Registrar of Companies; (3) number of shares traded on the days when high and low prices were recorded in the relevant stock exchange(s) during the said period of (a) and (b) above and indicating the total number of days of trading during the preceding six months and the average volume of equity shares traded during that period and a statement if the equity shares were not frequently traded; (4) stock market data referred to above shall be shown separately for periods marked by a change in capital structure, with such period commencing from the date the relevant stock exchange recognises the change in the capital structure (e.g. when the shares have become ex-rights or ex-bonus); (5) market price of equity shares immediately after the date on which the resolution of the board of directors approving the issue; (6) volume of securities traded in each month during the six months preceding the date on which the offer document is filed with the Registrar of Companies; and (7) volume of shares traded along with high, low and average prices of shares of the issuer shall also be stated for respective periods. Explanation: If the equity shares of the issuer are listed on more than one stock exchange, the above information shall be provided for each stock exchange separately. Average market prices in point (1) above should be calculated on closing price on the stock exchange.			

		
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	(T)	Mechanism evolved for redressal of investor grievances: (1) arrangements or mechanism evolved by the issuer for redressal of investor grievances including through SEBI Complaints Redress System (SCORES) (2) number of investor complaints received during the preceding three years and the number of complaints disposed off during that period (3) number of investor complaints pending on the date of filing the draft offer document (4) number of investor complaints pending on the date of filing the draft offer document in respect of the five largest (in terms of market capitalization) listed group companies. (5) time normally taken by the issuer for disposal of various types of investor grievances. (6) Disclosures prescribed under sub-clauses (2) to (5) shall also be made in regard to the listed subsidiaries.	Complied with to the extent applicable and noted for compliance.	494-495	
	(U)	Exemption from complying with any provisions of securities laws, if any, granted by SEBI shall be disclosed.	Not applicable.	495	
15.		Offering Information			
	(A)	Terms of the Issue:			
	(a)	Statement that the shares issued in the issue shall be pari passu with the existing shares in all respects including dividends. In case of companies having SR equity shares, a statement that the shares issued in the issue shall be pari passu with the existing shares (excluding SR equity shares) in all respects including dividends.	Complied with to the extent applicable.	497	

		
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	(b)	Statement that in the case of offer for sale, the dividend for the entire year shall be payable to the transferees.	Complied with.	497	
	(c)	Face value and issue price/ floor price/ price band.	Complied with and noted for the compliance.	497	
	(d)	Rights of the instrument holders. In case of an issuer having SR equity shares, the special rights of such SR shareholders shall be disclosed along with the circumstances in which the SR equity shares shall be treated as ordinary equity shares.	Not applicable.	498	The Company does not have any equity shares with superior voting rights.
	(e)	Market lot.	Complied with.	498	
	(f)	Nomination facility to investor.	Complied with.	499	
	(g)	Period of subscription list of the public issue.	Complied with and noted for compliance.	499	
	(h)	Statement that “if, as prescribed, minimum subscription in the issue shall be 90% of the fresh issue portion” the issuer does not receive the minimum subscription of ninety per cent. of the offer through offer document (except in case of an offer for sale of specified securities) on the date of closure of the issue, or if the subscription level falls below ninety per cent. after the closure of issue on account of cheques having being returned unpaid (in case of rights issues) or withdrawal of applications, or after technical rejections, or if the listing or trading permission is not obtained from the stock exchanges for the securities so offered under the offer document, the issuer shall forthwith refund the entire subscription amount received. If there is a delay beyond fifteen days after the issuer becomes liable to pay the amount, the issuer and every director of the issuer who	Complied with.	499-500	

		
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		are officers in default, shall pay interest at the rate of fifteen per cent. per annum.”			
	(i)	For Composite Issues: Statement that the requirement of 'minimum subscription' is satisfied both jointly and severally, i.e., independently for both rights and public issues, and that if the issuer does not receive the minimum subscription in either of the issues, the issuer shall refund the entire subscription received.	Not applicable.	-	The Offer is an initial public offering of Equity Shares.
	(j)	Arrangements for Disposal of Odd Lots: (a) Any arrangements made by the issuer for providing liquidity for and consolidation of the shares held in odd lots, particularly when such odd lots arise on account of issues by way of rights, bonus, conversion of debentures or warrants, etc., shall be intimated to the shareholders or investors. (b) The issuer is free to make arrangements for providing liquidity in respect of odd lot shares through any investment or finance company, broking firms or through any other agency and the particulars of such arrangement, if any, may be disclosed in the offer document related to the concerned issue of capital. (c) The lead merchant banker shall ascertain whether the issuer coming for fresh issue of capital proposes to set up trusts in order to provide service to the investors in the matter of disposal of odd lot shares of the issuer held by them and if so, disclosures relating to setting up and operation of the trust shall be contained in the offer document.	Not applicable.	-	There are no arrangements for disposal of odd lots since Equity Shares will be traded in dematerialised form only and tradable lot will be one Equity Share. A negative statement to this effect has been included in “Offer Information” section of the DRHP.

		
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		(d) Whenever any issue results in issue of shares in odd lots, the issuer, shall as far as possible issue certificates in the denomination of 1-2-5-10-20-50 shares.			
	(k)	Restrictions, if any, on transfer and transmission of shares or debentures and on their consolidation or splitting.	Complied with, to the extent applicable.	500	
	(l)	New Financial Instruments: Terms and conditions including redemption, security, conversion and any other relevant features of any new financial instruments such as deep discount bonds, debentures with warrants, secured premium notes etc.	Not applicable.	500	Our Company is not issuing any new financial instruments through this Offer.
	(m)	Allotment only in Dematerialised Form: A statement to the effect that specified securities shall be allotted only in dematerialised form.	Complied with.	500	
	(B)	Issue Procedure:			
	(1)	Fixed price issue or book building procedure as may be applicable, including details regarding bid form/application form, who can bid/apply, maximum and minimum bid/application size, bidding process, bidding, bids at different price levels, etc.	Complied with, to the extent applicable.	510	
	(2)	Issue of securities in dematerialised form:			
	(a)	In case of a public issue or rights issue (subject to sub-regulation (1) of regulation 91, the specified securities issued shall be issued only in dematerialized form in compliance with the Companies Act, 2013. A statement that furnishing the details of depository account is mandatory and applications without depository account shall be treated as incomplete and rejected. Investors will not have the option of getting the allotment of specified securities	Complied with, to the extent applicable, and noted for compliance.	510, 514, 515, 521, 512, 513	

		
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		<p>in physical form. However, they may get the specified securities rematerialised subsequent to allotment.</p> <p>(b) Statement that the specified securities, on allotment, shall be traded on stock exchanges in demat mode only.</p> <p>(c) Statement that single bid from any investor shall not exceed the investment limit/maximum number of specified securities that can be held by such investor under the relevant regulations/statutory guidelines.</p> <p>(d) Statement that the correct procedure for applications by Hindu Undivided Families and the fact that applications by Hindu Undivided Families would be treated as on par with applications by individuals;</p> <p>(e) Applications by mutual funds:</p> <p>(i) Statement under the heads "Procedure for applications by mutual funds" and "Multiple Applications" to indicate that a separate application can be made in respect of each scheme of an Indian mutual fund registered with the Board and that such applications shall not be treated as multiple applications.</p> <p>(ii) Statement that applications made by an asset management company or a custodian of a mutual fund shall clearly indicate the name of the concerned scheme for which the application is being made.</p> <p>(f) Applications by non-resident Indians:</p> <p>(i) Statement that "Non-resident Indian applicants may please note that only such applications as are</p>			

		
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		<p>accompanied by payment in free foreign exchange shall be considered for allotment under the reserved category. The non-resident Indians who intend to make payment through Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians and shall not use the forms meant for reserved category."</p> <p>(g) Application by ASBA investors:</p> <p>(i) Details of Application Supported by Blocked Amount process including specific instructions for submitting Application Supported by Blocked Amount.</p> <p>(ii) A statement that each application form shall bear the stamp of the syndicate member/SCSBs/registrar and share transfer agents/depository participants/stock brokers and if not, the same shall be rejected.</p>			
	(3)	Escrow mechanism for anchor investors: Escrow account of the issuer.	Complied with and noted for compliance.	526-527	
	(4)	Terms of payment and payment into the escrow collection account by anchor investors.	Complied with and noted for compliance.	526-527	
	(5)	Electronic registration of bids.	Complied with.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for Investing in Public Issues prepared and issued in accordance with the

		
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					circular dated March 17, 2020 and the UPI Circulars (the “ General Information Document ”) for this information.
	(6)	Build-up of the book and revision of bids. In this regard, it may be specifically disclosed that qualified institutional buyers and non-institutional investors can neither lower or withdraw their bids at any stage and retail individual investors can withdraw or revise their bids till issue closure date	Complied with and noted for compliance.	507	
	(7)	Price discovery and allocation.	Noted for compliance.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(8)	Signing of underwriting agreement.	Complied with and noted for compliance.	527	
	(9)	Filing of the offer document.	Noted for compliance.	-	
	(10)	Announcement of pre-issue advertisement.	Noted for compliance.	-	
	(11)	Issuance of Confirmation of Allocation Note (“ CAN ”) and allotment in the Issue	Noted for compliance.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.

		
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	(12)	Designated date.	Noted for compliance.	-	
	(13)	General instructions: (a) Do's and don'ts. (b) Instructions for completing the bid form. (c) Bidders' bank account details. (d) Bids by non-resident Indians or foreign portfolio investors, foreign venture capital investors on repatriation basis	Complied with.	521-526	
	(14)	Payment instructions: (a) Payment into escrow account of the issuer (b) Payment instructions for Application Supported by Blocked Amount.	Complied with.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(15)	Submission of bid form.	Complied with.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(16)	Other instructions: (a) Joint bids in the case of individuals. (b) Multiple bids. (c) Instructions to the applicants to mention the Permanent Account Number of the sole / first holder in the application form, irrespective of the amount for which application or bid is made, along with the instruction that applications without Permanent Account Number would be rejected except where the	Complied with.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.

		
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		requirement to hold a permanent account number has been specifically exempt under applicable law. (d) Instances when an application would be rejected on technical grounds (e) Equity shares in demat form with the depositories. (f) Investor’s attention shall also be invited to contact the compliance officer in case of any pre-issue or post-issue related problems regarding share certificates/demat credit/refund orders/unblocking etc			
	(17)	Disposal of applications.	Complied with.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(18)	Provisions of the Companies Act, 2013, as applicable, relating to punishment for fictitious applications, including to any person who: (a) makes or abets making of an application in a fictitious name to accompany 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/her name or surname for acquiring or subscribing for its securities, shall be punishable with fine and/or imprisonment for such amount and/or term as may be prescribed under section 447 of the Companies Act 2013.	Complied with and noted for compliance.	527-528	

		
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	(19)	Interest on refund of excess bid amount, in case of anchor investors.	Noted for compliance.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(20)	Names of entities responsible for finalising the basis of allotment in a fair and proper manner.	Complied with and noted for compliance.	526	
	(21)	Procedure and time of schedule for allotment and demat credit.	Noted for compliance.	-	
	(22)	Method of allotment as may be prescribed by the Board from time to time.	Noted for compliance.	-	
	(23)	Letters of Allotment or refund orders or instructions to Self-Certified Syndicate Banks in Application Supported by Blocked Amount process. The issuer shall ensure that “at par” facility is provided for encashment of refund orders for applications other than Application Supported by Blocked Amount process.	Noted for compliance.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.
	(24)	Mode of making refunds: (a) The mode in which the issuer shall refund the application money to applicants in case of an oversubscription or failure to list. (b) If the issuer proposes to use more than one mode of making refunds to applicants, the respective cases where each such mode will be adopted. (c) The permissible modes of making refunds and unblocking of funds are as follows: (i) In case of applicants residing in any of the centres specified by the Board: by crediting of refunds to the	Noted for compliance.	509	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.

		
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		bank accounts of applicants through electronic transfer of funds by or NACH (National Automated Clearing House), as applicable, Direct Credit, RTGS (Real Time Gross Settlement) or NEFT (National Electronic Funds Transfer), as is for the time being permitted by the Reserve Bank of India; (ii) In case of other applicants: by dispatch of refund orders by registered post/unblocking in case of ASBA			
	(25)	Payment of Interest in case of delay in despatch of allotment letters or refund orders/instruction to self-certified syndicate banks by the registrar in the case of public issues: (a) in case of a fixed price issue, a statement that 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 despatched 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. (b) In case of a book-built issue, a statement that the issuer shall allot securities offered to the public within the period prescribed by the Board. The issuer further agrees that it shall pay interest at	Complied with to the extent applicable and noted for compliance.	494, 506	In the DRHP, it is stated that all Bidders should read the General Information Document for this information.

		
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		<p>the rate of fifteen per cent. per annum if the allotment letters or refund orders/ unblocking instructions have not been despatched 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 six days from the date of the closure of the issue.</p> <p>(c) In case of a rights issue, a statement that the issuer shall allot securities offered to the shareholders within fifteen days of the closure of the rights issue. The issuer further agrees that it shall pay interest at the rate of fifteen per cent. per annum if the allotment letters or refund orders/ unblocking instructions have not been despatched 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 fifteen days from the date of the closure of the issue.</p>			
	(26)	Undertaking by the issuer:			
	a)	<p>The following undertaking by the issuer shall be disclosed:</p> <p>(i) that the complaints received in respect of the issue shall be attended to by the issuer expeditiously and satisfactorily;</p> <p>(ii) that all steps for completion of the necessary formalities for listing and commencement of trading at all stock exchanges where the securities are to be listed are taken within the period prescribed by the Board;</p> <p>(iii) that the issuer shall apply in advance for the listing of equities on the conversion of debentures/ bonds;</p>	Complied with to the extent applicable.	528	

		
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		(iv) that the funds required for making refunds/unblocking to unsuccessful applicants as per the mode(s) disclosed shall be made available to the registrar to the issue by the issuer; (v) that where refunds are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within the specified period of closure of the issue giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund; (vi) that the promoters' contribution in full, wherever required, shall be brought in advance before the Issue opens for public subscription and the balance, if any, shall be brought on a pro rata basis before the calls are made on public in accordance with applicable provisions in these regulations; (vii) that no further issue of securities shall be made till the securities offered through the offer document are listed or till the application monies are refunded on account of non-listing, under subscription, etc., other than as disclosed in accordance with regulation 56 ; (viii) that adequate arrangements shall be made to collect all Applications Supported by Blocked Amount and to consider them similar to non-ASBA applications while finalizing the basis of allotment;			
	b)	In case of an issue of convertible debt instruments, the issuer shall also give the following additional undertakings: (i) it shall forward the details of utilisation of the funds raised through the convertible debt instruments duly certified by the	Not applicable.	-	The Offer is an initial public offering of Equity Shares.

		
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		statutory auditors of the issuer, to the debenture trustees at the end of each half-year. (ii) it shall disclose the complete name and address of the debenture trustee in the annual report. (iii) it shall provide a compliance certificate to the convertible debt instrument holders (on yearly basis) in respect of compliance with the terms and conditions of issue of convertible debt instruments, duly certified by the debenture trustee. (iv) it shall furnish a confirmation certificate that the security created by the issuer in favour of the convertible debt instrument holders is properly maintained and is adequate to meet the payment obligations towards the convertible debt instrument holders in the event of default (v) it shall extend necessary cooperation to the credit rating agency/agencies for providing true and adequate information till the debt obligations in respect of the instrument are outstanding			
	c)	A statement that the issuer reserves the right not to proceed with the issue after the bidding and if so, the reason thereof as a public notice within two days of the closure of the issue. The public notice shall be issued in the same newspapers where the pre-issue advertisement had appeared. The stock exchanges where the specified securities were proposed to be listed shall also be informed promptly.	Complied with and noted for compliance.	501	
	d)	a statement that if the issuer withdraws the issue at any stage including after closure of bidding, the issuer shall be required to file a fresh draft offer document with the Board.	Complied with and noted for compliance.	501	

		
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	(27)	Utilisation of Issue Proceeds:			
	(a)	A statement by the board of directors of the issuer to the effect that: (i) all monies received out of issue of specified securities to the public shall be transferred to a separate bank account other than the bank account referred to in the Companies Act,2013; (ii) details of all monies utilised out of the issue referred to in sub-item(i) shall be disclosed and continue to be disclosed till the time any part of the issue proceeds remains unutilised under an appropriate separate head in the balance sheet of the issuer indicating the purpose for which such monies had been utilised; and (iii) details of all unutilised monies out of the issue of specified securities referred to in sub-item (i) shall be disclosed under an appropriate separate head in the balance sheet of the issuer indicating the form in which such unutilised monies have been invested.	Complied with, to the extent applicable.	529	
	(b)	For an issue other than an offer for sale or a public issue made by any scheduled commercial bank or a public financial institution, a statement of the board of directors of the issuer to the effect that: (i) the utilisation of monies received under promoters' contribution and from reservations shall be disclosed and continue to be disclosed under an appropriate head in the balance sheet of the issuer, till the time any part of the issue proceeds remains unutilised, indicating the purpose for which such monies have been utilised;	Not applicable.	-	

		
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SCHEDULE VI - DISCLOSURES IN THE OFFER DOCUMENT, ABRIDGED PROSPECTUS AND ABRIDGED LETTER OF OFFER					
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		(ii) the details of all unutilised monies out of the funds received under promoters' contribution and from reservations shall be disclosed under a separate head in the balance sheet of the issuer, indicating the form in which such unutilised monies have been invested			
	(28)	Restrictions on foreign ownership of Indian securities, if any: (a) Investment by non-resident Indians. (b) Investment by foreign portfolio investors. (c) Investment by other non-residents.	Complied with, to the extent applicable.	530-531	
	(C)	Description of Equity Shares and Terms of the Articles of Association: Main provisions of the Articles of Association including rights of the members regarding voting, dividend, lien on shares and the process for modification of such rights, forfeiture of shares and restrictions, if any, on transfer and transmission of securities and their consolidation or splitting	Complied with.	532-603	
16.		Any other material disclosures, as deemed necessary.	Complied with, to the extent applicable.	-	
17.		In case of a fast track public issue, the disclosures specified in this Part, which have been indicated in Part D, need not be made.	Not applicable.	-	The Offer is an initial public offering of Equity Shares and is not a fast track public issue.
18.		Other Information: List of material contracts and inspection of documents for inspection: (1) Material contracts.	Complied with, to the extent applicable.	604-607	

		
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		(2) Material Documents (3) Time and place at which the contracts, together with documents, will be available for inspection from the date of the offer document until the date of closing of the subscription list. Provided that the material contracts and material documents shall also be made available for inspection through online means. (4) IPO grading reports for each of the grades obtained (5) The draft offer document/ draft letter of offer and offer document shall be approved by the Board of Directors of the issuer and shall be signed by all directors including the Managing Director within the meaning of the Companies Act, 2013 or Manager, within the meaning of the Companies Act, 2013 and the Chief Financial Officer or any other person heading the finance function and discharging that function. The signatories shall further certify that all disclosures are true and correct. DECLARATION BY THE ISSUER: We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the			

		
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		case may be. We further certify that all statements are true and correct.			

		
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SCHEDULE XIII - BOOK BUILDING PROCESS [See regulation 28(2), 30(1)(c), 32(2), 126(2), 128(1)(d), 129(3), 188(2), 190(1)(b), 250(2), 252(1)(c) and 291(4)]					
Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
		Part A- Book Building Process			
		An issuer proposing to issue specified securities through the book building process shall comply with the requirements of this Schedule.	Noted for compliance.	-	
(1)		Lead Manager(s) (a) The issuer shall appoint one or more merchant banker(s) as lead manager(s) and their name(s) shall be disclosed in the draft offer document and the offer document(s). (b) In case there is more than one lead manager(s), the rights, obligations and responsibilities of each shall be delineated in the inter-se allocation of responsibility as specified in Schedule I . (c) Co-ordination of various activities may be allocated to more than one lead manager.	Complied with. Complied with. Complied with and noted for compliance.	96, 100, 101	The responsibilities of the BRLMs for various activities in the Offer have been disclosed in the DRHP.
(2)		Syndicate Member(s) The issuer may appoint syndicate member(s).	Noted for compliance.	97	
(3)		Underwriting (a) The lead manager(s) shall compulsorily underwrite the issue and the syndicate member(s) shall sub-underwrite with the lead manager(s). (b) The lead manager(s) / syndicate member(s) shall enter into underwriting/ sub underwriting agreement on a date prior to	Noted for compliance.	103	

		
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Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
		filing of the prospectus or the red herring prospectus, as the case may be. (c) The details of the final underwriting arrangement indicating actual numbers of shares underwritten shall be disclosed and printed in the prospectus, or the red herring prospectus, as the case may be before it is filed with the Registrar of Companies. (d) In case of an under-subscription in an issue, the shortfall shall be made good by the lead manager(s) and the same shall be incorporated in the inter-se allocation of responsibility as specified in Schedule I .			
(4)		Agreement with the stock exchanges (a) The issuer shall enter into an agreement with one or more stock exchange(s) which have the facility of book building through the electronic bidding system. (b) The agreement shall specify inter-alia, the rights, duties, responsibilities and obligations of the issuer and the stock exchange(s) inter se. (c) The agreement may also provide for a dispute resolution mechanism between the issuer and the stock exchange.	Noted for compliance.	-	
(5)		Appointment of stock brokers as bidding/collection centres (a) The lead manager(s)/syndicate member(s) shall appoint stock brokers who are members of the stock exchange(s) and registered with the Board, for the purpose of accepting bids and	Noted for compliance.	-	

		
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		<p>placing orders with the issuer and ensure that the stock brokers so appointed are financially capable of honouring their commitments arising out of defaults of their clients/investors, if any;</p> <p>Provided that in case of Application Supported by Blocked Amount, the self certified syndicate banks, registrar and share transfer agents, depository participants and stock brokers shall also be authorised to accept and upload the requisite details in the electronic bidding system of the stock exchange(s).</p> <p>(b) The self certified syndicate banks, registrar and share transfer agents, depository participants and stock brokers accepting applications and application monies shall be deemed as ‘bidding/collection centres’.</p> <p>(c) The issuer shall pay to the SEBI registered intermediaries involved in the above activities a reasonable commission/fee for the services rendered by them. These intermediaries shall not levy service fee on their clients/investors in lieu of their services.</p> <p>(d) The stock exchanges shall ensure that no stock broker levies a service fee on their clients/investors in lieu of their services.</p>			
(6)		<p>Price not to be disclosed in the draft red herring prospectus</p> <p>The draft red herring prospectus shall contain the total issue size which may be expressed either in terms of the total amount to be raised or the total number of specified securities to be issued. and shall not contain the price of the specified securities.</p>	Complied with.	-	


		
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		In case the offer has an offer for sale and/or a fresh issue, each component of the issue may be expressed in either value terms or number of specified securities.			
(7)		Floor price and price band Subject to applicable provisions of these regulations and the provisions of this clause, the issuer may mention the floor price or price band in the red herring prospectus. (a) where the issuer opts not to make the disclosure of the price band or floor price in the red-herring prospectus, the following shall also be disclosed in the red-herring prospectus: (i) a statement that the floor price or price band, as the case may be, shall be disclosed at least two working days (in case of an initial public offer) and at least one working day (in case of a further public offer) before the opening of the issue; (ii) a statement that the investors may be guided by the secondary market prices (in case of a further public offer); (iii) names and editions of the newspapers where the announcement of the floor price or price band would be made; (iv) website addresses where the announcement is available.	Noted for compliance, to the extent applicable.	-	Statements to this effect have been made in the DRHP.


		
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		(b) where the issuer decides to opts for a price band instead of a floor price, the issuer shall also ensure compliance with the following conditions: (i) The cap of the price band should not be higher by more than 20 per cent. of the floor of the band; i.e. cap of the price band shall be less than or equal to 120 per cent. of the floor of the price band; Provided that the cap of the price band shall be at least one hundred and five per cent of the floor price. (ii) The price band can be revised during the bidding period, provided the maximum revision on either side shall not exceed 20 per cent. i.e. floor of price band can move up or down to the extent of 20 per cent. of floor of the price band disclosed in the red herring prospectus and the cap of the revised price band will be fixed in accordance with clause (i) above; (iii) Any revision in the price band shall be widely disseminated by informing the stock exchanges, by issuing public notice and also indicating the change on the relevant website and the terminals of the syndicate member(s). (iv) In case the price band is revised, the bidding period will be extended as per the provisions of these regulations. (v) The manner in which the shortfall, if any, in the project financing will be met, arising on account of lowering			


		
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		of the price band shall be disclosed in the red herring prospectus or the public notice and that the allotment shall not be made unless the financing is tied up.			
(8)		The manner and contents of the bid-cum-application form and revision form (accompanied with abridged prospectus) shall be as specified by the Board.	Noted for compliance.	-	
(9)		Extension of issue period (i) In case of a revision in the price band, the issuer shall extend the bidding (issue) period disclosed in the red herring prospectus, for a minimum period of three working days, subject to the total bidding (issue) period not exceeding ten working days. (ii) in case of force majeure, banking strike or similar circumstances, the issuer may, for reasons to be recorded in writing, extend the bidding/issue period for a minimum period of three working days, subject to the total bidding/issue period not exceeding ten working days	Noted for compliance.	-	
(10)		Anchor Investors a) An anchor investor shall make an application of a value of at least ten crore rupees in a public issue on the main board made through the book building process or an application for a value of at least two crore rupees in case of a public issue on the SME	Noted for compliance to the extent applicable.	-	

		
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		<p>exchange made in accordance with Chapter IX of these regulations.</p> <p>b) Up to sixty per cent. of the portion available for allocation to qualified institutional buyers shall be available for allocation/allotment (“anchor investor portion”) to the anchor investor(s).</p> <p>c) Allocation to the anchor investors shall be on a discretionary basis, subject to the following:</p> <p>(I) In case of public issue on the main board, through the book building process:</p> <p>(i) maximum of 2 such investors shall be permitted for allocation up to ten crore rupees</p> <p>(ii) minimum of 2 and maximum of 15 such investors shall be permitted for allocation above ten crore rupees and up to two fifty crore rupees, subject to minimum allotment of five crore rupees per such investor;</p> <p>(iii) in case of allocation above two fifty crore rupees; a minimum of 5 such investors and a maximum of 15 such investors for allocation up to two fifty crore rupees and an additional 10 such investors for every additional two fifty crore rupees or part thereof, shall be permitted, subject to a minimum allotment of five crore rupees per such investor.</p>			

		
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		<p>(II) In case of public issue on the SME exchange, through the book building process:</p> <p>(i) maximum of 2 such investors shall be permitted for allocation up to two crore rupees</p> <p>(ii) minimum of 2 and maximum of 15 such investors shall be permitted for allocation above two crore rupees and up to twenty five crore rupees, subject to minimum allotment of one crore rupees per such investor;</p> <p>(iii) in case of allocation above twenty five crore rupees; a minimum of 5 such investors and a maximum of 15 such investors for allocation up to twenty five crore rupees and an additional 10 such investors for every additional twenty five crore rupees or part thereof, shall be permitted, subject to a minimum allotment of one crore rupees per such investor.</p> <p>d) One-third of the anchor investor portion shall be reserved for domestic mutual funds.</p> <p>e) The bidding for anchor investors shall open one day before the issue opening date.</p> <p>f) The anchor investors shall pay on application the same margin which is payable by other categories of investors and the balance, if any, shall be paid within two days of the date of closure of the issue.</p> <p>g) The allocation to anchor investors shall be completed on the day of the bidding by the anchor investors.</p>			

		
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		<p>h) If the price fixed as a result of book building is higher than the price at which the allocation is made to the anchor investors, the anchor investors shall pay the additional amount. However, if the price fixed as a result of book building is lower than the price at which the allocation is made to the anchor investors, the excess amount shall not be refunded to the anchor investors and the anchor investor shall be allotted the securities at the same price at which the allocation was made to it.</p> <p>i) The number of shares allocated to the anchor investors and the price at which the allocation is made, shall be made available to the stock exchange(s) by the lead manager(s) for dissemination on the website of the stock exchange(s) before opening of the issue.</p> <p>j) There shall be a lock-in of 90 days on fifty per cent of the shares allotted to the anchor investors from the date of allotment, and a lock-in of 30 days on the remaining fifty per cent of the shares allotted to the anchor investors from the date of allotment.</p> <p>k) Neither the (i) lead manager(s) or any associate of the lead managers (other than mutual funds sponsored by entities which are associate of the lead managers or insurance companies promoted by entities which are associate of the lead managers or Alternate Investment Funds (AIFs) sponsored by the entities which are associate of the lead manager or a foreign portfolio investor other than individuals, corporate bodies and family offices sponsored by entities which are associate of the lead</p>			

		
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		<p>manager) nor (ii) any person related to the promoter/promoter group/ shall apply under the Anchor Investors category.</p> <p>Explanation: For the purpose of clause (k) above, a qualified institutional buyer who has any of the following rights shall be deemed to be a person related to the promoters or promoter group of the issuer:</p> <p>(i) rights under a shareholders’ agreement or voting agreement entered into with promoters or promoter group of the issuer;</p> <p>(ii) veto rights; or</p> <p>(iii) right to appoint any nominee director on the board of the issuer.</p> <p>Further, for the purposes of this regulation, an anchor investor shall be deemed to be an “associate of the lead manager” if: (i) either of them controls, directly or indirectly through its subsidiary or holding company, not less than fifteen per cent. of the voting rights in the other; or (ii) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other; or (iii) there is a common director, excluding nominee director, amongst the anchor investor and the lead manager.</p> <p>1) Applications made by a qualified institutional buyer under the anchor investor category and under the non anchor Investor category shall not be considered as multiple applications.</p>			




		
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Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
(11)		Margin money (a) The entire application money shall be payable as margin money by all the applicants. (b) Payment accompanied with any revision of bid, shall be adjusted against the payment made at the time of the original bid or the previously revised bid.	Noted for compliance, to the extent applicable.		The entire Bid Amount is payable at the time of submission of the Bid.
(12)		Bidding process (a) The bidding process shall only be through an electronically linked transparent bidding facility provided by the stock exchange (s). (b) The lead manager(s) shall ensure the availability of adequate infrastructure with the syndicate member(s) for data entry of the bids in a timely manner. (c) At each of the bidding centres, at least one electronically linked computer terminal shall be available for the purpose of bidding. (d) During the period the issue is open to the public for bidding, the applicants may approach the stock brokers of the stock exchange/s through which the securities are offered under on-line system, self-certified syndicate bank(s), registrar and share transfer agents or depository participants, as the case may be, to place their bids. (e) Every stock broker, self-certified syndicate bank, registrar and share transfer agent and depository participant shall accept applications supported by blocked amount.	Noted for compliance.	-	

		
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Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
		(f) The qualified institutional buyers shall place their bids only through the stock broker(s) who shall have the right to vet the bids; (g) At the end of each day of the bidding period, the demand, shall be shown graphically on the bidding terminals of the syndicate member(s) and websites of the stock exchanges for information of the public (details in relation to allocation made to anchor investors shall also be disclosed). (h) The retail individual investors may either withdraw or revise their bids until the closure of the issue. (i) The qualified institutional buyers and the non-institutional investors shall not be permitted to withdraw or lower the size of their bids at any stage of the issue. (m) The issuer may decide to close the bidding by the qualified institutional buyers one day prior to the closure of the issue, subject to the following conditions: (i) the bidding period shall be minimum of three days for all categories of applicants; (ii) necessary disclosures are made in the red herring prospectus regarding the issuer's intent to close the bidding by the qualified institutional buyers one day prior to the closure of the issue. (n) The names of the qualified institutional buyers making the bids shall not be made public.			

		
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Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
		(o) The retail individual investors may bid at the "cut off" price instead of a specific bid price. (p) The stock exchanges shall continue to display on their website, the book building data in a uniform format, <i>inter alia</i> , giving category-wise details of the bids received, for a period of at least three days after the closure of the issue. Such display shall be as per the format specified in Part B of this Schedule.			
(13)		Determination of price (a) The issuer shall, in consultation with the lead manager(s), determine the final issue price based on the bids received, and on determination of the same, the number of specified securities to be offered or issue size shall be determined. (b) Once the final issue price is determined, all bidders whose bids have been at and above the final price shall be considered for allotment of specified securities.	Noted for compliance.	-	
(14)		Filing of prospectus with the Registrar of Companies A copy of the prospectus, which shall include the price and the number of specified securities, shall be filed by the issuer with the Registrar of Companies.	Noted for compliance.	-	
(15)		Manner of allotment/ allocation (a) The issuer shall make allotments only if the minimum subscription has been received.	Noted for compliance.	-	

		
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Regulation	Sub-Regulation	Contents	Status of compliance	Page No.	Comments
		<p>(b) The allotment/allocation to qualified institutional buyers, other than the anchor investors, shall be made on a proportionate basis as illustrated in this Schedule. The allotment to retail individual investors, non-institutional investors and allotment to employees shall be made in accordance with applicable provisions of these regulations.</p> <p>(c) In case of under-subscription in any category, the undersubscribed portion in that category shall be allocated to such bidders as described in the red herring prospectus; Provided that the unsubscribed portion in the qualified institutional buyer category shall not be available for subscription to other categories in the case of issues made under sub-regulation (2) of regulation 6 of these regulations.</p>			
(16)		<p>Maintenance of records</p> <p>(a) The final book of the demand showing the result of the allocation process shall be maintained by the lead manager and the registrar to the issue.</p> <p>(b) The lead manager(s) and other intermediaries associated in the book building process shall maintain records of the book building prices.</p> <p>(c) The Board shall have the right to inspect the records, books and documents relating to the book building process and such person shall extend full co-operation.</p>	Noted for compliance.	-	

		
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(17)		Applicability to Fast Track Issues Unless the context otherwise requires, in relation to the fast track issues, all references in this Schedule to ‘draft prospectus’ shall be deemed to have been made to the ‘red herring prospectus’.	Not applicable.		The Offer is initial public offering of equity shares.
Part B		Format of bid data displayed on stock exchange	Noted for compliance.	-	-