



## POWERFUL TECHNOLOGIES LIMITED

Corporate Identity Number: U26900DL2015PLC277265

Our Company was incorporated as Powerful Technologies Private Limited under the provisions of the Companies Act, 2013 vide certificate of incorporation dated February 26, 2015, issued by Registrar of Companies, NCT of Delhi & Haryana. Subsequently, the name of the Company was changed to Powerful Technologies Limited pursuant to conversion into a public company vide shareholder's approval dated February 12, 2018 and vide fresh certificate of incorporation dated February 28, 2018, issued by Registrar of Companies, NCT of Delhi & Haryana.

PUBLIC ISSUE OF 26,56,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FULLY PAID UP OF POWERFUL TECHNOLOGIES LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF RS. 51/- PER EQUITY SHARE (THE "ISSUE PRICE") (INCLUDING A SHARE PREMIUM OF RS. 41/- PER EQUITY SHARE AGGREGATING TO RS. 1354.56 LAKHS (THE "ISSUE") BY OUR COMPANY, OF WHICH 1,34,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FULLY PAID UP WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 25,22,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FULLY PAID UP IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.50% AND 25.17% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY.

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

*This General Information Document highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013 (to the extent notified and in effect), the 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, 2009 as amended. Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For taking an investment decision, the Applicants should rely on their own examination of the Issuer and the Issue, and should carefully read the Prospectus before investing in the Issue.*

#### **Important Note:**

**This General Information Document relates to the Public Issue of 26,56,000 Equity Shares of Face Value Rs. 10/- each fully paid of POWERFUL TECHNOLOGIES LIMITED ("PTL", "Our Company" OR "The Issuer") for Cash at a Price of Rs. 10/- Per Equity Share in Terms of Chapter XB of the SEBI (ICDR) Regulations, 2009 (as amended from time to time), under the Fixed Price method and are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited.**

**Accordingly, the Investors are advised to refer to the particulars of this GID in the context of Fixed Price Issue being made under Chapter XB of the SEBI (ICDR) Regulations, 2009 (as amended from time to time).**

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

This document is applicable to the public issues undertaken inter-alia through the Fixed Price Issues. The purpose of the “General Information Document for Investing in Public Issues” is to provide general guidance to potential Applicants in IPOs, on the processes and procedures governing IPOs, undertaken in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI ICDR Regulations, 2009”) as amended.

Applicants should note that investment in equity and equity related securities involves risk and Applicant should not invest any funds in the Issue 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 Issue and the relevant information about the Issuer undertaking the Issue; are set out in the Prospectus filed by the Issuer with the Registrar of Companies (“RoC”). Applicants should carefully read the entire Prospectus and the Application Form and the Abridged Prospectus of the Issuer in which they are proposing to invest through the Issue. 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 is available on the websites of stock exchanges, on the website(s) of the LM(s) to the Issue, website of the Issuer Company at [www.powerfultech.in](http://www.powerfultech.in) 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 Applicants may refer to the section “Glossary and Abbreviations”.

## SECTION 2: BRIEF INTRODUCTION TO IPOs 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, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of either Regulation 26 (1) or Regulation 26 (2) of the SEBI ICDR Regulations, 2009 if applicable. For details of compliance with the eligibility requirements by the Issuer, Applicants may refer to the Prospectus.

The Issuer may also undertake IPO under Chapter XB of SEBI (ICDR) regulations, wherein as per,

- Regulation 106M(1) : An issuer whose post-issue face value capital does not exceed ten crore rupees shall issue its specified securities in accordance with provisions of this Chapter.
- Regulation 106M(2) : An issuer whose post-issue face value capital is more than ten crore rupees and upto twenty five crore rupees, may also issue its specified securities in accordance with provisions of this Chapter.

The present Issue being made under Regulation 106 M (2) of Chapter XB of SEBI (ICDR) Regulation.

### 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, 2009, the Companies Act, 1956 and the Companies Act, 2013 as may be applicable (“the Companies Act), 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 Regulation 106M (2) of Chapter XB of SEBI (ICDR) Regulation:

- a) In accordance with Regulation 106(P) of SEBI (ICDR) Regulation, Issue has to be 100% underwritten and the LM has to underwrite at least 15% of the total issue size.
- b) In accordance with regulation 106(R) of SEBI (ICDR) Regulation, total number of proposed allottees in the Issue shall be greater than or equal to fifty, otherwise the entire application money will be unblocked

forthwith. If such money is not repaid within prescribed time from the date the company becomes liable to repay it, than the Company and every officer in default shall, on and from expiry of prescribed time, be liable to repay such application money, with interest as prescribed under Section 40 of the Companies Act, 2013.

- c) In accordance with Regulation 106(O) the SEBI (ICDR) Regulation, Company is not required to file any Offer Document with SEBI nor has SEBI issued any observations on the Offer Document. The Lead Manager shall submit the copy of Prospectus along with a Due Diligence Certificate including additional confirmations as required to SEBI at the time of filing the Prospectus with Stock Exchange and the Registrar of Companies.
- d) In accordance with Regulation 106(V) of the SEBI (ICDR) Regulation, the LM has to ensure compulsory market making for a minimum period of three years from the date of listing of Equity Shares offered in the Issue.
- e) The Company has Net Tangible assets of at least Rs. 1 crore as per the latest audited financial results.
- f) The Net worth (excluding revaluation reserves) of the Company is at least Rs. 1.00 crore as per the latest audited financial results. Net worth of the Company as on March 31, 2018 is Rs. 12.60 crores.
- g) The Post-issue paid up capital of the Company shall be at least Rs. 1 Crore. The paid-up capital shall be Rs. 10.02 Crores after the issue.
- h) The Company shall mandatorily facilitate trading in demat securities. We have entered into the agreements with both the depositories.
- i) The issuer should not been referred to Board for Industrial and Financial Reconstruction as on date.
- j) No petition for winding up is admitted by a court of competent jurisdiction against the Issuer.
- k) No material regulatory or disciplinary action has been taken by any 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.
- l) No defaults in respect of payment of interest and/or principal to the debenture/bond/fixed deposit holders, banks, FIs have been made by the Company, promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) during the past three years.
- m) The Company, promoters/promoting company(ies), group companies, companies promoted by the promoters/promoting company(ies) litigation record, the nature of litigation, and status of litigation have been disclosed in the Prospectus.
- n) There is no track record of the directors, with respect to 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 etc.
- o) The Company has a website: [www.powerfultech.in](http://www.powerfultech.in).

Issuer shall also comply with all the other requirements as laid down for such an Issue under Chapter X-B of SEBI (ICDR) Regulations and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

As per Regulation 106 (M) (3) of SEBI (ICDR) Regulation, 2009 the provisions of regulations 6(1), 6(2), 6(3), Regulation 7, Regulation 8, Regulation 9, Regulation 10, Regulation 25, Regulation 26, Regulation 27 and Sub regulation (1) of Regulation 49 of SEBI (ICDR) Regulations, 2009 shall not apply to this Issue.

Thus the Company is eligible for the Issue in accordance with Regulation 106M(2) and other provision of Chapter XB of SEBI (ICDR) Regulations as the post-Issue face value capital does not exceed ten crore rupees. Company also complies with the eligibility conditions laid by the Emerge Platform of National Stock Exchange of India Limited for listing of our Equity Shares.

## **2.3 TYPES OF PUBLIC ISSUES – FIXED PRICE ISSUES AND BOOK BUILT ISSUES**

In accordance with the provisions of the SEBI ICDR Regulations, 2009, 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 this Draft 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 five 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.

Applicants should refer to the Prospectus or Issue advertisements to check whether the Issue is a Book Built Issue or a Fixed Price 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**

SME Issuer may migrate to the Main Board of Stock Exchange from the SME Exchange at a later date subject to the following:

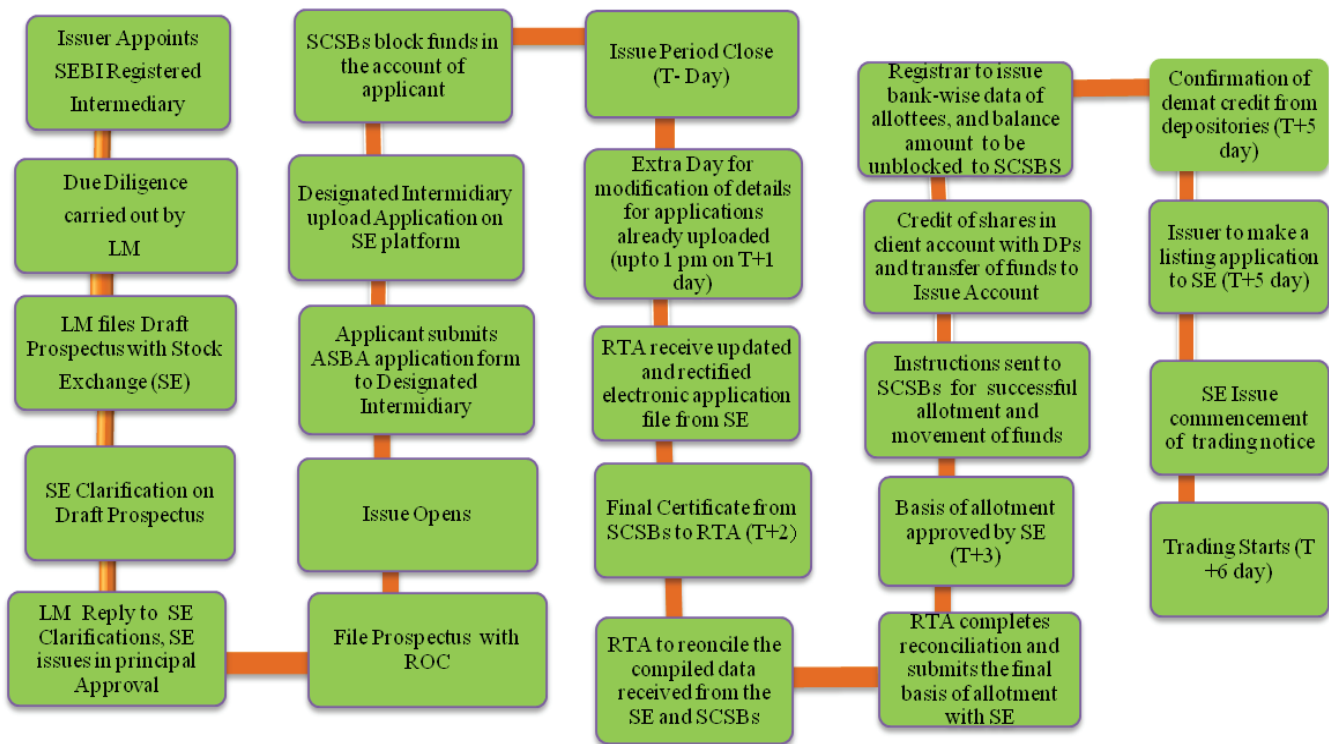
- a) If the Paid up Capital of the Company is likely to increase above Rs. 25 crores by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc. (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favour 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), The Company shall apply to SE for listing of its shares on its Main Board subject to the fulfillment of the eligibility criteria for listing of specified securities laid down by the Main Board.

OR

- b) If the Paid up Capital of the company is more than 10 crores but below Rs. 25 crores, the 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 favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

## 2.6 FLOWCHART OF TIMELINES

A flow chart of process flow in Fixed Price Issues is as follows



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

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

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

- Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, in single or joint names (not more than three) or in the names of minors as natural / legal guardian;
- Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder/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 may be considered at par with those from individuals;
- Companies, corporate bodies and societies registered under applicable law in India and authorized to invest in equity shares under their respective constitutional and charter documents;
- QIBs registered with SEBI;
- Eligible NRIs on a repatriation basis or on a non-repatriation basis subject to applicable law; NRIs other than Eligible NRIs are not eligible to participate in this Issue.
- Indian Financial Institutions, scheduled commercial banks regional rural banks, co-operative banks (subject to RBI regulations and the SEBI ICDR Regulations, 2009 and other laws, as applicable);
- FPIs other than Category III foreign portfolio investors, VCFs and FVCIs registered with SEBI.
- Limited liability partnerships registered in India and authorized to invest in equity shares.
- State Industrial Development Corporations.

- Trusts/societies registered under the Societies Registration Act, 1860, as amended or under any other law relating to trusts/societies and who are authorized under their respective constitutions to hold and invest in equity shares;
- Scientific and/ or Industrial Research Organizations authorized to invest in equity shares.
- Insurance Companies registered with IRDA;
- Provident Funds and Pension Funds with minimum corpus of Rs. 2500 Lakhs and who are authorized under their constitution to hold and invest in equity shares;
- Multilateral and Bilateral Development Financial Institutions;
- 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;
- Insurance funds set up and managed by army, navy, air force of the Union of India or by Department of Posts, India;
- Any other person eligible to apply to this Issue, under the laws, rules, regulations, guidelines, and policies applicable to them and under Indian Laws.

As per the existing regulations, OCBs are not allowed to participate in an Issue.

#### SECTION 4: APPLYING IN THE ISSUE

**Fixed Price Issue:** Applicants should only use the specified Application Form either bearing the stamp of Designated Intermediaries as available or downloaded from the websites of the Stock Exchanges. Application Forms are available with the registered office of the Issuer Company, and office of the RTA, at the office of the LM collection branches and designated branches of SCSBs. For further details regarding availability of Application Forms, Applicants may refer to the Prospectus.

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

| Category  | Color of the Application |
|---|--------------------------|
| Resident Indian, Eligible NRIs applying on a non -repatriation basis  | White                    |
| NRIs, FVCIs, FIIs, their Sub-Accounts (other than Sub-Accounts which are foreign corporate(s) or foreign individuals bidding under the QIB), FPIs on a repatriation basis | Blue                     |

Securities Issued in an IPO can only be in dematerialized form in compliance with Section 29 of the Companies Act, 2013. Applicants will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities rematerialized subsequent to allotment.

#### **4.1 INSTRUCTIONS FOR FILING THE APPLICATION FORM (FIXED PRICE ISSUE)**

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

Instructions to fill each field of the Application Form can be found on the reverse side of the Application Form. Specific instructions for filling various fields of the Resident Application Form and Non-Resident Application Form and samples are provided below.

The samples of the Application Form for resident Applicants and the Application Form for non-resident Applicants are reproduced below:

### R Application Form

| <b>COMMON BID-CUM APPLICATION FORM</b>  | <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - R</b><br>Address: _____ Contact Details: _____ CRN No: _____                                       | <b>FOR RESIDENT APPLICANTS INCLUDING RESIDENT QIBs AND RESIDUAL QIBs APPLYING ON A NON-REPATRIATION BASIS</b>   |  |           |                              |   |
|---|--|---|--|-----------|------------------------------|---|
| <b>LOGO</b>   | <b>TO THE BOARD OF DIRECTORS XYZ LIMITED</b>   | <b>FIXED PRICE BOND ISSUE</b><br>[INE00000000000]   |  |           |                              |   |
|   |  | Bid cum Application Form No. _____  |  |           |                              |   |
| <b>ENROLLED NUMBER / STATE &amp; CODE</b>   | <b>BOOKED IN OR OF HIS NAME &amp; CODE</b>   | <b>I. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>   |  |           |                              |   |
|   |  | Mr / Ms: _____  |  |           |                              |   |
|   |  | Address: _____  |  |           |                              |   |
|   |  | Email: _____  |  |           |                              |   |
|   |  | Tel. No (with STD code) / Mobile: _____   |  |           |                              |   |
| <b>NAME / SERIAL NO.</b>  | <b>ID NO / SERIAL NO.</b>  | <b>II. PAN OF SOLE / FIRST BIDDER</b>   |  |           |                              |   |
|   |  | _____   |  |           |                              |   |
| <b>III. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> DEMAT <input type="checkbox"/> CASH  |  | <b>IV. INVESTOR STATUS</b>  |  |           |                              |   |
|   |  | <input type="checkbox"/> Individual - IND<br><input type="checkbox"/> Hindu Undivided Family - HUF<br><input type="checkbox"/> Trusts / Companies - CO<br><input type="checkbox"/> Banks & Financial Institutions - FI<br><input type="checkbox"/> Mutual Funds - MF<br><input type="checkbox"/> Non Resident Indians - NRI (Non Repatriation basis)<br><input type="checkbox"/> National Investment Fund - NF<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 |  |           |                              |   |
| <b>V. BID OPTIONS (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")</b>   |  |   |  |           |                              |   |
| Bid Options   | No. of Equity Shares that the Applicant bids, used to be multiple of Bid Lot as advertised   | Price per Equity Share (₹) - "Cut-off" (Price to multiple of 50, only in figures)   |  |           | Bidder's Preference (Yes/No) | Bidder's Category   |
|   |  | Bid Price   | Market Discount  | Net Price |                              |   |
| Option 1  |  |   |  |           | <input type="checkbox"/>     | <input type="checkbox"/> Retail Investor Bidder<br><input type="checkbox"/> Non-Resident Bidder<br><input type="checkbox"/> QIB |
| (O1) Option 2   |  |   |  |           | <input type="checkbox"/>     |   |
| (O2) Option 3   |  |   |  |           | <input type="checkbox"/>     |   |
| <b>VI. PAYMENT DETAILS</b>  |  | <b>PAYMENT OPTION - FULL PAYMENT</b> <input type="checkbox"/> <b>PART PAYMENT</b> <input type="checkbox"/>  |  |           |                              |   |
| Amount paid (₹ in figures) _____ (₹ in words) _____   |  |   |  |           |                              |   |
| <b>ASBA Bank A/c No.</b> _____<br><b>Bank Name &amp; Branch</b> _____   |  |   |  |           |                              |   |
| <small>WE (THE BOARD OF DIRECTORS) OF XYZ LIMITED CONFIRM TO HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID-CUM APPLICATION FORM AND THE APPLICANT AGREES TO ACCEPT THE GENERAL INFORMATION (ASSET) OR MISSING IN PUBLIC ISSUE/ IPO/ AND BIDDING AND CONFIRM THE BIDDING INFORMATION AS GIVEN OVERLEAF AND IN DETAILS OF BIDDING APPLICATIONS. IF ANY BIDDERS CONFIRM THAT WE HAVE READ THE ENTIRE FORM AND ALL INFORMATION OF THE BID-CUM APPLICATION FORM OVER OVERLEAF.</small> |  |   |  |           |                              |   |
| <b>RS. SIGNATURE OF SOLE / FIRST BIDDER</b>   | <b>RS. SIGNATURE OF ASBA BANK ACCOUNT HOLDER (AS PER BANK RECORDS)</b>   |   | <b>SEAL (To be affixed by applicant)</b>   |           |                              |   |
|   | I, _____<br>(Name)<br>_____<br>(Signature)   |   | _____<br>(Seal)  |           |                              |   |
| <b>YEAR HERE</b>  |  |   |  |           |                              |   |
| <b>LOGO</b>   | <b>XYZ LIMITED</b><br><b>INITIAL PUBLIC ISSUE - R</b>  | <b>Acknowledgement Slip for Depositor / Bidder / DP/RA</b>  | Bid cum Application Form No. _____   |           |                              |   |
|   |  | <b>PAN of Sole / First Bidder</b>   |  |           |                              |   |
| (DP/RA / CRN) _____<br>Amount paid (₹ in figures) _____ Bank & Branch _____<br>ASBA Bank A/c No. _____<br>Received from Mr/Ms _____<br>Telephone / Mobile _____ Email _____   |  | Stamp & Signature of NRI Branch _____<br>_____<br>_____<br>_____  |  |           |                              |   |
| <b>YEAR HERE</b>  |  |   |  |           |                              |   |
| <b>FOR RESIDENT APPLICANTS ONLY - INITIAL PUBLIC ISSUE - R</b>  | Option 1    Option 2    Option 3<br>No. of Equity Shares<br>Bid Price<br>Amount Paid (₹)<br>ASBA Bank A/c No. _____<br>Bank & Branch _____ | Stamp & Signature of Bidder / DP/RA / DP/RA<br>_____<br>_____<br>_____  | Name of Sole / First Bidder<br>_____<br>_____<br>_____<br><b>Acknowledgement Slip for Bidder</b><br>Bid cum Application Form No. _____ |           |                              |   |



# NR Application Form

|   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|---|--|--|---|------------------------------------|----------------------------|-------|-------|-----------|-------|-------|-----------------|-------|-------|--|---|-----------------------------|-------|-------|
| <b>COMMON BID CUM APPLICATION FORM</b>  | <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - NR</b><br>Address : _____ Contact Details : _____ CIN No. _____  | <b>For Eligible NRI, FI, FVCI, applying on Restriction Basis</b>   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| LOGO  | TO,<br>THE BOARD OF DIRECTORS<br>XYZ LIMITED   | <table border="1" style="width: 100%;"> <tr> <td style="text-align: center;"><b>FIXED PRICE BME ISSUE</b></td> <td style="text-align: center;">Bid cum Application Form No. _____</td> </tr> <tr> <td style="text-align: center;"><b>INE000000000000</b></td> <td></td> </tr> </table>   | <b>FIXED PRICE BME ISSUE</b>                      | Bid cum Application Form No. _____ | <b>INE000000000000</b>     |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>FIXED PRICE BME ISSUE</b>  | Bid cum Application Form No. _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>INE000000000000</b>  |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| SYNDICATE MEMBER'S STAMP & CODE   | BROKER/SCSB/DP/RTA STAMP & CODE  | <b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b>  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|   |  | Mr / Ms _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| SUB-BROKER'S / SUB-AGENT'S STAMP & CODE   | ESCROW BANK/SCSB BRANCH STAMP & CODE   | Address _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|   |  | Email _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| BANK BRANCH SERIAL NO.  | SCSB SERIAL NO.  | Tel. No (with STD code) / Mobile _____   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|   |  | <b>2. PAN OF SOLE / FIRST BIDDER</b>   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL   |  | <b>6. Investor Status</b>  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <table border="1" style="width: 100%;"> <tr> <td style="width: 50%;"><input type="checkbox"/> NSDL</td> <td style="width: 50%;"><input type="checkbox"/> CDSL</td> </tr> </table>   |  |  | <input type="checkbox"/> NSDL                     | <input type="checkbox"/> CDSL      |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <input type="checkbox"/> NSDL   | <input type="checkbox"/> CDSL  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| For NSDL, enter 8 digit ID followed by 16 digit Client ID / For CDSL, enter 16 digit Client ID  |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>4. BID OPTIONS (ONLY RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")</b>   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>5. CATEGORY</b>  | <input type="checkbox"/> Retail Investor Bidder<br><input type="checkbox"/> Non-Institutional Bidder<br><input type="checkbox"/> QIB<br><input type="checkbox"/> Others (Please specify) _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>Bid Option:</b>  | <b>No. of Equity Shares Bid (in figures)</b><br><i>(Bid must be in multiples of Bid Lot as advertised)</i>   | <b>Price per Equity Share (₹) "Cut-off"</b><br><i>(Price in multiples of ₹ 1/- only) (in figures)</i>  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|   | Bid Price    Retail Discount    Net Price    'Cut-off' Please tick   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Option 1  | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| (OR) Option 2   | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| (OR) Option 3   | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>7. PAYMENT DETAILS</b>   |  | <b>PAYMENT OPTION - FULL PAY</b>   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Amount paid (₹ in figures) _____ (₹ in words) _____   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| ASBA Bank A/c No. _____   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Bank Name & Branch _____  |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <small>BY THE BIDDER OR JOINT APPLICANTS, IF ANY: I HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE APPLICABLE PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR ISSUING IN PUBLIC ISSUES (GIDPI) AND HEREBY AGREE AND CONFIRM THE BIDDER'S UNDERTAKING AS GIVEN OVERLEAF AND ON BEHALF OF JOINT APPLICANTS, IF ANY: I HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILING OF THE BID CUM APPLICATION FORM GIVEN OVERLEAF.</small> |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>8A. SIGNATURE OF SOLE / FIRST BIDDER</b>   | <b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S)</b><br><small>(AS PER BANK RECORDS)</small>  | <b>BROKER / SCSB / DP / RTA STAMP</b> (Acknowledging upload of Bid in Stock Exchange system)   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
|   | (We authorize the SCSB to DP/RTA as necessary to make the Application in full)   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| 1) _____  | 2) _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| 3) _____  | 3) _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Date : _____  |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| TEAR HERE   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| LOGO  | <b>XYZ LIMITED</b><br><b>INITIAL PUBLIC ISSUE - NR</b>   | <table border="1" style="width: 100%;"> <tr> <td style="text-align: center;"><b>Acknowledgment Slip for Broker/SCSB/DP/RTA</b></td> <td style="text-align: center;">Bid cum Application Form No. _____</td> </tr> <tr> <td style="text-align: center;">PAN of Sole / First Bidder</td> <td style="text-align: center;">_____</td> </tr> </table> | <b>Acknowledgment Slip for Broker/SCSB/DP/RTA</b> | Bid cum Application Form No. _____ | PAN of Sole / First Bidder | _____ |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>Acknowledgment Slip for Broker/SCSB/DP/RTA</b>   | Bid cum Application Form No. _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| PAN of Sole / First Bidder  | _____  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| CIN No. _____   | Amount paid (₹ in figures) _____   | Bank & Branch _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| ASBA Bank A/c No. _____   | Stamp & Signature of SCSB Branch   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Received from Mr/Ms _____   | _____  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Telephone / Mobile _____  | Email _____  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| TEAR HERE   |  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - NR</b>  | <table border="1" style="width: 100%;"> <tr> <td style="width: 30%;">Option 1</td> <td style="width: 30%;">Option 2</td> <td style="width: 30%;">Option 3</td> </tr> <tr> <td style="text-align: center;">No. of Equity Shares</td> <td style="text-align: center;">_____</td> <td style="text-align: center;">_____</td> </tr> <tr> <td style="text-align: center;">Bid Price</td> <td style="text-align: center;">_____</td> <td style="text-align: center;">_____</td> </tr> <tr> <td style="text-align: center;">Amount Paid (₹)</td> <td style="text-align: center;">_____</td> <td style="text-align: center;">_____</td> </tr> </table> | Option 1   | Option 2  | Option 3                           | No. of Equity Shares       | _____ | _____ | Bid Price | _____ | _____ | Amount Paid (₹) | _____ | _____ | <table border="1" style="width: 100%;"> <tr> <td style="text-align: center;">Stamp &amp; Signature of Broker / SCSB / DP / RTA</td> <td style="text-align: center;">Name of Sole / First Bidder</td> </tr> <tr> <td style="text-align: center;">_____</td> <td style="text-align: center;">_____</td> </tr> </table> | Stamp & Signature of Broker / SCSB / DP / RTA | Name of Sole / First Bidder | _____ | _____ |
| Option 1  | Option 2   | Option 3   |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| No. of Equity Shares  | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Bid Price   | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Amount Paid (₹)   | _____  | _____  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Stamp & Signature of Broker / SCSB / DP / RTA   | Name of Sole / First Bidder  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| _____   | _____  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| ASBA Bank A/c No. _____   | <b>Acknowledgment Slip for Bidder</b>  |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |
| Bank & Branch _____   | Bid cum Application Form No. _____   |  |   |                                    |                            |       |       |           |       |       |                 |       |       |  |   |                             |       |       |

#### 4.1.1 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 (including 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,
- b) The Designated Intermediaries and the Registrar to the Issue only for correspondence(s) related to an Issue and for no other purposes.
- c) **Joint Applications:** In the case of Joint Applications, the Applications 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 Bid cum Application Form/Application Form and such first Applicant would be deemed to have signed on behalf of the joint holders 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.
- d) **Impersonation:** Attention of the 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:

- **Makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or**
  - **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**
  - **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.”**
- e) **Nomination Facility to Applicant:** Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Applicants should inform their respective DP.

#### 4.1.2 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 Applications on behalf of the Central or State Government, Applications by officials appointed by the courts and Applications by Applicants residing in Sikkim (“PAN Exempted Applicants”). Consequently, all Applicants, other than the PAN Exempted Applicants, are required to disclose their PAN in the Application Form, irrespective of the Application Amount and Application Form without PAN, except in case of Exempted Applicants, is liable to be rejected. Applications by the Applicants 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 Applicants 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 Applicants 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.

#### 4.1.3 FIELD NUMBER 3: APPLICANTS 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 Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for unblocking of ASBA Account or 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.

#### 4.1.4 FIELD NUMBER 4: APPLICATION DETAILS

- a) The Issuer may mention Price as per Prospectus. However a Prospectus registered with RoC contains one price.
- b) Minimum and Maximum Application Size
  - i. For Retails Individual Applicants

The Application must be for a minimum of 2,000 equity shares. As the application price payable by the retail individual applicants cannot exceed Rs. 2,00,000/- they can make Application for only minimum Application size i.e. for 2,000 equity shares.
  - ii. For Other Applicants (Non Institutional Applicants and QIBs):

The Application must be for a minimum of such number of equity shares such that the Application Amount exceeds Rs. 2,00,000/- and in multiples of 2,000 equity shares thereafter. An application cannot be submitted for more than the Issue Size. However, the maximum application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Applicant cannot withdraw its Application after the Issue Closing Date and is required to pay 100% QIB Margin upon submission of Application. In case of revision of Applications, the Non Institutional Applicants, who are individuals, have to ensure that the Application Amount is greater than Rs. 2,00,000/- for being considered for allocation in the Non Institutional Portion. Applicants are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of equity shares that can be held by them under prescribed law or regulation or as specified in this Prospectus.
- c) **Multiple Applications:** An applicant should submit only one Application Form. Submission of a second Application Form to either the same or to the Designated Intermediaries and duplicate copies of Application Forms bearing the same application number shall be treated as multiple applications and are liable to be rejected.
- d) Applicants are requested to note the following procedures 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 FPI sub-accounts, applications bearing the same PAN may be treated as multiple applications by an Applicant and may be rejected.
  - ii. For applications from Mutual Funds and FPI sub-accounts, submitted under the same PAN, as well as Applications on behalf of the PAN Exempted Applicants, the Application Forms may be checked for common DP ID and Client ID. In any such applications which have the same DP ID and Client ID, these may be treated as multiple applications and may be rejected.
- e) The following applications may not be treated as multiple applications:
  - i. Application by Reserved Categories in their respective reservation portion as well as that made by them in the Net 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 Application clearly indicates the scheme for which the application has been made.
- iii. Application by Mutual Funds, and sub-accounts of FPIs (or FPIs and its sub-accounts) submitted with the same PAN but with different beneficiary account numbers, Client IDs, and DP IDs.

#### **4.1.5 FIELD NUMBER 5: CATEGORY OF APPLICANTS**

- a) The categories of Applicants identified as per the SEBI ICDR Regulations, 2009 as amended for the purpose of Application, allocation and allotment in the Issue are RIIs, Individual applicants other than RIIs, and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).
- b) An Issuer can make reservation for certain categories of Applicants as permitted under the SEBI ICDR Regulations, 2009 as amended. For details of any reservations made in the Issue, Applicants may refer to the Prospectus.
- c) The SEBI ICDR Regulations, 2009, specify the allocation or allotment that may be made to various categories of Applicants in an Issue depending upon compliance with the eligibility conditions. For details pertaining to allocation and Issue specific details in relation to allocation Applicant may refer to the Prospectus.

#### **4.1.6 FIELD NUMBER 6: INVESTOR STATUS**

- a) Each Applicant should check whether it is eligible to apply under applicable law and ensure that any prospective allotment to it in the Issue is in compliance with the investment restrictions under applicable law.
- b) Certain categories of Applicants, such as NRIs, FIIs, 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.

#### **4.1.7 FIELD NUMBER 7: PAYMENT DETAILS**

- a) All Applicants are required to use ASBA facility to block the full Amount (net of any Discount, as applicable) along-with the Application Form. If the Discount is applicable in the Issue, the RIIs should indicate the full Amount in the Application Form and the funds shall be blocked for Amount net of Discount. Only in cases where the Prospectus indicates that part payment may be made, such an option can be exercised by the Applicant.
- b) All categories of investors can participate in the Issue only through ASBA mechanism.
- c) Application Amount cannot be paid in cash, through money order or through postal order or through stock invest.

##### **4.1.7.1 Payment instructions for Applicants**

- (a) Applicants may submit the Application Form either in physical mode or online mode to any Designated Intermediaries.
- (b) Applicants should specify the Bank Account number in the Application Form. The Application Form submitted by an Applicant and which is accompanied by cash, demand draft, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account maintained with an SCSB, may not be accepted.
- (c) Applicant should ensure that the Application Form is also signed by the ASBA Account holder(s) if the Applicant is not the ASBA Account holder;
- (d) Applicant shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.
- (e) From one ASBA Account, a maximum of five Application Forms can be submitted.
- (f) Applicants applying through a member of the Syndicate should ensure that the Application Form is submitted to a member of the Syndicate only at the Specified Locations. Applicants should also note that Application

Forms submitted to the Syndicate at the Specified Locations may not be accepted by the member of the Syndicate 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 the members of the Syndicate to deposit Application Forms (a list of such branches is available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries>).

- (g) Applicants applying through a Registered Broker, RTA or CDP should note that Application Forms submitted to them may not be accepted, if the SCSB where the ASBA Account, as specified in Application Form, is maintained has not named at least one branch at that location for the Registered Brokers, RTA or CDP, as the case may be, to deposit Application Forms.
- (h) ASBA Applicant applying 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.
- (i) Upon receipt of 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.
- (j) 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 may upload the details on the Stock Exchange Platform.
- (k) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Applications on the Stock Exchange platform and such Applications are liable to be rejected.
- (l) Upon submission of a completed Application Form each Applicant 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.
- (m) The Application Amount may remain blocked in the aforesaid ASBA Account until finalisation 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.
- (n) SCSBs applying in the Issue must apply through an Account maintained with any other SCSB; else their Application is liable to be rejected.

#### **4.1.8 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, along with instructions to unblock the relevant bank accounts and for successful applications transfer the requisite money to the Public Issue Account designated for this purpose, within the specified timelines: (i) the number of Equity Shares to be Allotted, if any, against each Application, (ii) the amount to be transferred from the relevant bank 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, and (iv) details of rejected/ non allotment / partial allotment ASBA Application, if any, along with reasons for rejection and details of withdrawn or unsuccessful Application, if any, to enable the SCSBs to unblock the respective bank accounts.
- b) On the basis of instructions from the Registrar to the Issue, the SCSBs may transfer the requisite amount against each successful Application to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.

In the event of withdrawal or rejection of the Application Form and for unsuccessful Application, the Registrar to the Issue may give instructions to the SCSB to unblock the Application Amount in the relevant ASBA Account within 6 Working Days of the Issue Closing Date.

##### **4.1.8.1 Discount (if applicable)**

- a) The Discount is stated in absolute rupee terms.
- b) RII, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Issue, Applicants may refer to the Prospectus.
- c) For the Applicants entitled to the applicable Discount in the Issue the Application Amount less Discount (if applicable) shall be blocked.

#### **4.1.8.2 Additional Instructions for NRIs**

The Non-Resident Indians who intend to block funds in their Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians (non-repatriation basis). In the case of Application by NRIs applying on a repatriation basis, blocking of funds in their NRO account shall not be accepted.

#### **4.1.9 FIELD NUMBER 8: 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) If the ASBA Account is held by a person or persons other than the Applicant, then the Signature of the ASBA Account holder(s) is also required.
- c) 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.
- d) Applicants must note that Application Form without signature of Applicant and /or ASBA Account holder is liable to be rejected.

#### **4.1.10 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION**

Applicants should ensure that they receive the acknowledgment duly signed and stamped by the Designated Intermediary, as applicable, for submission of the Application Form.

- a) All communications in connection with Applications 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, unblocking of funds the Applicants should contact the Registrar to the Issue.
  - ii. In case of Applications submitted to the Designated Branches of the SCSBs or Registered Brokers or Registered RTA/DP, the Applicants should contact the relevant Designated Branch of the SCSB or Registered Brokers or Registered RTA/DP, as the case maybe.
  - iii. Applicant may contact the Company Secretary and Compliance Officer or LM(s) in case of any other complaints in relation to the Issue.
- b) The following details (as applicable) should be quoted while making any queries –
  - i. Full name of the sole or 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. In case of ASBA Applications, ASBA Account number in which the amount equivalent to the Application Amount was blocked.

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

#### **4.2 INSTRUCTIONS FOR FILING THE REVISION FORM**

- a) During the Issue Period, any Applicant (other than QIBs and NIIs, who can only revise their application upwards) who has registered his or her interest in the Equity Shares at a particular number of shares is free to revise number of shares applied using revision forms available separately.
- b) RII may revise their applications till closure of the issue period or withdraw their applications until finalization of allotment.
- c) Revisions can be made in both the desired number of Equity Shares and the Bid Amount 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 same Designated Intermediary through which such Applicant had placed the original Application.

A sample Revision form is reproduced below:

|  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|--|--|---|-------------------------|--------------|----------|-----------------------------|--------------|--------------|--------------|------------------|--------------|--------------|--------------|-----------------------------------|--------------|--------------|--------------|--|
| <b>COMMON BID REVISION FORM</b>  | <b>XYZ LIMITED - INITIAL PUBLIC ISSUE - R</b><br>Address : ..... Contact Details: ..... CIN No .....   | <b>FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs, AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS</b>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>LOGO</b>  | TO,<br><b>THE BOARD OF DIRECTORS</b><br><b>XYZ LIMITED</b>   | <table border="1" style="margin:auto;"> <tr><td style="text-align:center;"><b>BOOK BUILT ISSUE</b></td></tr> <tr><td style="text-align:center;">ISIN : .....</td></tr> </table>   | <b>BOOK BUILT ISSUE</b> | ISIN : ..... |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>BOOK BUILT ISSUE</b>  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| ISIN : .....   |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  |  | Bid cum Application Form No. <span style="border:1px solid black; display:inline-block; width:100px; height:20px;"></span>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>SYNDICATE MEMBER'S STAMP &amp; CODE</b>   | <b>BROKER/SCSB/DP/RTA STAMP &amp; CODE</b>   | <b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b><br>Mr. / Ms. <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span><br>Address <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span> Email <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span><br>Tel. No (with STD code) / Mobile <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span> |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>SUB-BROKER'S / SUB-AGENT'S STAMP &amp; CODE</b>   | <b>ESCROW BANK/SCSB BRANCH STAMP &amp; CODE</b>  | <b>2. PAN OF SOLE / FIRST BIDDER</b><br><span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>BANK BRANCH SERIAL NO.</b>  | <b>SCSB SERIAL NO.</b>   | <b>3. BIDDER'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL<br><small>(For NSDL, enter 8 digit DP ID followed by 8 digit Client ID / For CDSL, enter 16 digit Client ID)</small>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>PLEASE CHANGE MY BID</b>  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>4. FROM (AS PER LAST BID OR REVISION)</b>   |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Bid Options:</b>  | <b>No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)</b><br>(In Figures)   | <b>Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)</b><br>(In Figures)  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | 8   7   6   5   4   3   2   1  | Bid Price   Retail Discount   Net Price   "Cut-off" (Please tick)   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| Option 1   | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| (OR) Option 2  | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| (OR) Option 3  | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>5. TO (Revised Bid) (Only Retail Individual Bidders can Bid at "Cut-off")</b>   |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Bid Options:</b>  | <b>No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)</b><br>(In Figures)   | <b>Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)</b><br>(In Figures)  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | 8   7   6   5   4   3   2   1  | Bid Price   Retail Discount   Net Price   "Cut-off" (Please tick)   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| Option 1   | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| (OR) Option 2  | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| (OR) Option 3  | <del>1</del>   | <del>1</del>   <del>1</del>   <del>1</del>   <input type="checkbox"/>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>6. PAYMENT DETAILS</b>  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Additional Amount Paid (₹ in figures)</b> <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span>   |  | <b>PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input type="checkbox"/></b>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>ASBA Bank A/c No.</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Bank Name &amp; Branch</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>   |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <small>I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID REVISION FORM AND THE APPLICABLE BID/ISSUE PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC ISSUES ("GID") AND HEREBY AGREE AND CONFIRM THE "BIDDERS 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 BID REVISION FORM GIVEN OVERLEAF.</small> |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>7A. SIGNATURE OF SOLE / FIRST BIDDER</b>  | <b>7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b><br><small>I/We authorize the NSDL/India Infolia as an necessary to make the Application in the law</small>   | <b>BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| Date : <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span>   | 1) <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span><br>2) <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span><br>3) <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| TEAR HERE  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>LOGO</b>  | <b>XYZ LIMITED</b><br>BID REVISION FORM - INITIAL PUBLIC ISSUE - R   | <b>Acknowledgement Slip for Broker/SCSB/DP/RTA</b><br>Bid cum Application Form No. <span style="border:1px solid black; display:inline-block; width:100px; height:20px;"></span>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  |  | <b>PAN of Sole / First Bidder</b> <span style="border:1px solid black; display:inline-block; width:100px; height:15px;"></span>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>DPID / CLID</b>   | <b>Additional Amount Paid (₹)</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>   | <b>Stamp &amp; Signature of SCSB Branch</b>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>ASBA Bank A/c No.</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>Bank &amp; Branch</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>Received from Mr./Ms.</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>Telephone / Mobile</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span> <b>Email</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>   |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| TEAR HERE  |  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>XYZ LIMITED - BID REVISION FORM - INITIAL PUBLIC ISSUE - R</b>  | <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:20%;"></td> <td style="width:20%; text-align:center;">Option 1</td> <td style="width:20%; text-align:center;">Option 2</td> <td style="width:20%; text-align:center;">Option 3</td> </tr> <tr> <td><b>No. of Equity Shares</b></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> </tr> <tr> <td><b>Bid Price</b></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> </tr> <tr> <td><b>Additional Amount Paid (₹)</b></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> <td style="text-align:center;"><del>1</del></td> </tr> </table> |   | Option 1                | Option 2     | Option 3 | <b>No. of Equity Shares</b> | <del>1</del> | <del>1</del> | <del>1</del> | <b>Bid Price</b> | <del>1</del> | <del>1</del> | <del>1</del> | <b>Additional Amount Paid (₹)</b> | <del>1</del> | <del>1</del> | <del>1</del> | <b>Stamp &amp; Signature of Broker / SCSB / DP / RTA</b><br><b>Name of Sole / First Bidder</b><br><span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span> |
|  | Option 1   | Option 2  | Option 3                |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>No. of Equity Shares</b>  | <del>1</del>   | <del>1</del>  | <del>1</del>            |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Bid Price</b>   | <del>1</del>   | <del>1</del>  | <del>1</del>            |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
| <b>Additional Amount Paid (₹)</b>  | <del>1</del>   | <del>1</del>  | <del>1</del>            |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>ASBA Bank A/c No.</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  | <b>Acknowledgement Slip for Bidder</b>  |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  | <b>Bank &amp; Branch</b> <span style="border:1px solid black; display:inline-block; width:100%; height:15px;"></span>  |   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |
|  |  | <b>Bid cum Application Form No.</b> <span style="border:1px solid black; display:inline-block; width:100px; height:20px;"></span>   |                         |              |          |                             |              |              |              |                  |              |              |              |                                   |              |              |              |  |

#### **4.2.1 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 4.1.1, 4.1.2 and 4.1.3.

#### **4.2.2 FIELD 4 & 5: BID OPTIONS REVISION ‘FROM’ AND ‘TO’**

- a) Apart from mentioning the revised options in the Revision Form, the Applicant must also mention the details of the share applied for given in his or her Application Form or earlier Revision Form.
- b) In case of revision of Applications by RIIs, Employees and Retail Individual Shareholders, such Applicants should ensure that the Application Amount, should not exceed Rs.200,000/- due to revision and the application may be considered, subject to the eligibility, for allocation under the Non-Institutional Category.

#### **4.2.3 FIELD 6: PAYMENT DETAILS**

Applicant may Issue instructions to block the revised amount in the ASBA Account, to the Designated Branch through whom such Applicant had placed the original Application to enable the relevant SCSB to block the additional Application Amount, if any.

#### **4.2.4 FIELDS 7: SIGNATURES AND ACKNOWLEDGEMENTS**

Applicants may refer to instructions contained at paragraphs 4.1.8 and 4.1.9 for this purpose.

#### **4.3 SUBMISSION OF REVISION FORM/APPLICATION FORM**

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

| <b>Mode of Application</b> | <b>Submission of Application Form</b> |
|----------------------------|---------------------------------------|
| 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 FIXED PRICE ISSUE**

#### **5.1 APPLICANTS MAY NOTE THAT THERE IS NO BID CUM APPLICATION FORM IN A FIXED PRICE ISSUE**

As the Issue Price is mentioned in the Fixed Price Issue therefore on filing of the Prospectus with the RoC, the Application so submitted is considered as the application form. Applicants may only use the specified Application Form for the purpose of making an Application in terms of the Prospectus which may be submitted through Designated Intermediary.

Applicants may submit an Application Form either in physical/ electronic form to Designated Intermediaries or the Designated Branches of the SCSBs authorizing blocking of funds that are available in the bank account specified in the Application Form only (“ASBA Account”). The Application Form is also made available on the websites of the Stock Exchanges at least one day prior to the Issue Opening Date.

In a fixed price Issue, allocation in the net offer to the public category is made as follows: minimum fifty per cent to Retail Individual Investors; and remaining to (i) individual investors other than Retail Individual Investors; and (ii) other Applicants including corporate bodies or institutions, irrespective of the number of specified securities applied for. The unsubscribed portion in either of the categories specified above may be allocated to the Applicants in the other category.

#### **5.2 GROUNDS OF TECHNICAL REJECTIONS**

Applicants are advised to note that the Applications are liable to be rejected, inter-alia, on the following technical grounds:-

- Amount paid does not tally with the amount payable for the Equity shares applied for;



- In case of partnership firms, Application for Equity Shares made in the name of the individual partners and no firm as such shall be entitled to apply.
- Application by persons not competent to contract under the Indian Contract Act, 1872, including minors, insane person.
- PAN not mentioned in the Application Form.
- GIR number furnished instead of PAN.
- Applications for lower number of Equity Shares than the minimum specified for that category of investors;
- Applications at a price other than the Fixed Price of the Issue;
- Applications for number of Equity Shares which are not in multiples of 2,000;
- Category not ticked;
- Multiple Applications as defined in this Prospectus as such, based on common PAN;
- In case of Applications under power of attorney or by limited companies, corporate, trust etc., relevant documents are not being submitted;
- Signature of sole Applicant is missing;
- Application Forms are not delivered by the Applicants within the time prescribed as per the Application Form, Issue Opening Date advertisement and Prospectus as per the instructions in the Prospectus and Application Forms;
- In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;
- Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Applications by OCBs;
- Applications by US person other than in reliance on Regulation S or “ qualified institutional buyers” as defined in Rule 144A under the Securities Act;
- Application not duly signed by the sole applicant;
- Application by any person outside India if not in compliance with applicable foreign and Indian Laws;
- Application that do not comply with the securities laws of their respective jurisdictions are liable to be rejected.
- Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- Application by person not eligible to acquire equity shares of the company in terms of all applicable laws, rules, regulations, guidelines, and approvals.
- Application or revision thereof by QIB Applicants, Non Institutional Applicants where the Application Amount is in excess of Rs. 2,00,000/- received after 3.00 pm on the issue Closing date unless the extended time is permitted by NSE.
- Inadequate funds in the bank account to block the Application Amount specified in the Application Form/ Application Form at the time of blocking such Application Amount in the bank account;
- Where no confirmation is received from SCSB for blocking of funds;
- Applications by Applicants not submitted through ASBA process;
- Applications not uploaded on the terminals of the Stock Exchanges; and
- 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 Application Form.

- Details of ASBA Account not provided in the Application form

For details of instructions in relation to the Application Form, Applicants may refer to the relevant section of GID.

**APPLICANT SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THE STOCK EXCHANGE BY THE BROKERS DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE APPLICATION FORM IS LIABLE TO BE REJECTED.**

## **SECTION 6: ISSUE PROCEDURE IN BOOK BUILT ISSUE**

This being Fixed Price Issue, this section is not applicable for this Issue.

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

### **7.1 BASIS OF ALLOTMENT**

Allotment will be made in consultation with Emerge Platform of NSE (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:

- a) 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).
- b) 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).
- c) For applications where the proportionate allotment works out to less than 2,000 Equity Shares the allotment will be made as follows:
  - i. Each successful applicant shall be allotted 2,000 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 mentioned above.
- d) If the proportionate allotment to an applicant works out to a number that is not a multiple of 2,000 Equity Shares, the applicant would be allotted Shares by rounding off to the lower nearest multiple of 2,000 Equity Shares subject to a minimum allotment of 2,000 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. If as a result of the process of rounding off to the lower nearest multiple of 2,000 Equity Shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, upto 110% of the size of the offer specified under the Capital Structure mentioned in this Prospectus.
- 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 43(4) of the SEBI (ICDR) Regulations, as the Retail Individual Investor category is entitled to more than fifty percent on proportionate basis, the retail individual investors shall be allocated that higher percentage.

- 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;
- iii. The unsubscribed portion in either of the categories specified in (a) or (b) 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 Rs. 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 Emerge Platform of NSE.

The Executive Director/ Managing Director of the Emerge Platform of NSE, 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, 2009.

## **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 5 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 5 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 6 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 6 Working Days of the Issue Closing Date

### **8.2 GROUNDS FOR REFUND**

#### **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 time 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 prescribe time, be liable to repay the money, with interest at such rate, as prescribed under Section 73 of Companies Act, 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 Section 39 of Companies Act, 2013 if the “stated minimum amount” has not been subscribed and the sum payable on application is not received within a period of 30 days from the date of the Prospectus, the application money has to be returned within such period as may be prescribed. If our company does not receive the 100% subscription of the offer through the Offer Document including devolvement of underwriters, if any, within sixty (60) days from the date of closure of the issue, our company shall forthwith unblocked the entire application amount received. If there is a delay beyond eighty days after our company becomes liable to pay the amount, our company and every officer in default will, on and from the expiry of this period be jointly and severally liable to repay the money, with interest or other penalty as prescribed under SEBI Regulations and the Companies Act, 2013.

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 amounts in the ASBA Account shall be unblocked within 6 working days of closure of the issue.

Further in accordance with Regulation 106(Q) of the SEBI (ICDR) Regulations, our Company shall ensure that the minimum application size in terms of number of specified securities shall not be less than Rs.100000/- (Rupees One Lakh) per application.

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 without 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 6 Working Days of the Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Application and also for any excess amount blocked on Application.

### **8.3.1 Mode of making refunds for Applicants**

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.

## **8.4 Interest In Case Of Delay in Allotment**

The Issuer may pay interest at the rate of 15% per annum if demat credits are not made to Applicants or instructions for unblocking of funds in the ASBA Account are not dispatched within the 6 Working days of the Issue Closing Date.

The Issuer may pay interest at 15% per annum for any delay beyond 6 working days from the Issue Closing Date, if Allotment is not made.

## **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>Term</b>  | <b>Description</b>   |
|--|--|
| Allotment/ Allot/ Allotted                           | The allotment of Equity Shares pursuant to the Issue to successful Applicants  |
| Allottee   | An Applicant to whom the Equity Shares are Allotted  |
| Allotment Advice                                     | Note or advice or intimation of Allotment sent to the Applicants who have been allotted Equity Shares after the Basis of Allotment has been approved by the designated Stock Exchanges   |
| Application  | An indication to make an offer during the Issue Period by a prospective pursuant to submission of Application Form or during the Anchor Investor Issue Period by the Anchor Investors, to subscribe for or purchase the Equity Shares of the Issuer at a price including all revisions and modifications thereto.                                  |
| Application Form                                     | The form in terms of which the Applicant should make an application for Allotment in case of issues other than Book Built Issues, includes Fixed Price Issue   |
| Application Supported by Blocked Amount/(ASBA)/ ASBA | An application, whether physical or electronic, used by Applicants to make an application authorising an SCSB to block the Application Amount in the specified bank account maintained with such SCSB  |
| ASBA Account   | Account maintained with an SCSB which may be blocked by such SCSB to the extent of the Application Amount of the ASBA Applicant  |
| ASBA Application                                     | An Application made by an ASBA Applicant   |
| Application Amount                                   | The value indicated in Application Form and payable by the Applicant upon submission of the Application, less discounts (if applicable).   |
| Banker(s) to the Issue/                              | The banks which are clearing members and registered with SEBI as Banker to the Issue with whom the Public Issue Account(s) may be opened, and as disclosed in the prospectus and Application Form of the Issuer  |
| Basis of Allotment                                   | The basis on which the Equity Shares may be Allotted to successful Applicants under the Issue  |
| Bid  | An indication to make an offer during the Issue Period by a prospective Applicant pursuant to submission of Application Form or during the Anchor Investor Issue Period by the Anchor Investors, to subscribe for or purchase the Equity Shares of the Issuer at a price within the Price Band, including all revisions and modifications thereto. |
| Business Day   | Monday to Friday (except public holidays)  |
| CAN/Confirmation of Allotment Note                   | The note or advice or intimation sent to each successful Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange   |
| Client ID  | Client Identification Number maintained with one of the Depositories in relation to demat account  |
| Companies Act  | The Companies Act, 1956 and The Companies Act, 2013 (to the extant notified)   |
| DP   | Depository Participant   |
| DP ID  | Depository Participant's Identification Number   |
| Depositories   | National Securities Depository Limited and Central Depository Services (India) Limited   |
| Demographic Details                                  | Details of the Applicants including the Applicant's address, name of the Applicant's father/husband, investor status, occupation and bank account details  |

| <b>Term</b>   | <b>Description</b>   |
|---|--|
| Designated Branches                                       | Such branches of the SCSBs which may collect the Application Forms used by the ASBA Applicants applying through the ASBA and a list of which is available on <a href="http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries">http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries</a>                                 |
| Designated Date   | The date on which the amounts blocked by the SCSBs are transferred from the ASBA Accounts, as the case may be, to the Public Issue Account, as appropriate, after the prospectus is filed with the RoC, following which the board of directors may Allot Equity Shares to successful Applicants in the Issue   |
| Designated Stock Exchange                                 | The designated stock exchange as disclosed in the prospectus of the Issuer   |
| Discount  | Discount to the Issue Price that may be provided to Applicants in accordance with the SEBI ICDR Regulations, 2009.   |
| prospectus  | The prospectus filed with the Designated stock exchange in case of Fixed Price Issues and which may mention a price or a Price Band  |
| Employees   | Employees of an Issuer as defined under SEBI ICDR Regulations, 2009 and including, in case of a new company, persons in the permanent and full time employment of the promoting companies excluding the promoter and immediate relatives of the promoter. For further details /Applicant may refer to the prospectus   |
| Equity Shares   | Equity shares of the Issuer  |
| FCNR Account  | Foreign Currency Non-Resident Account  |
| Applicant   | The Applicant whose name appears first in the Application Form or Revision Form  |
| FPI(s)  | Foreign Portfolio Investor   |
| Fixed Price Issue/ Fixed Price Process/Fixed Price Method | The Fixed Price process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made   |
| FPO   | Further public offering  |
| Foreign Venture Capital Investors or FVCIs                | Foreign Venture Capital Investors as defined and registered with SEBI under the SEBI (Foreign Venture Capital Investors) Regulations, 2000   |
| IPO   | Initial public offering  |
| Issue   | Public Issue of Equity Shares of the Issuer including the Offer for Sale if applicable   |
| Issuer/ Company   | The Issuer proposing the initial public offering/further public offering as applicable   |
| Issue Closing Date  | The date after which the SCSBs may not accept any Application for the Issue, which may be notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation Applicants may refer to the prospectus for the Issue Closing Date         |
| Issue Opening Date  | The date on which the SCSBs may start accepting application for the Issue, which may be the date notified in an English national daily, a Hindi national daily and a regional language newspaper at the place where the registered office of the Issuer is situated, each with wide circulation. Applicants may refer to the prospectus for the Issue Opening Date |

| <b>Term</b>                         | <b>Description</b>  |
|-------------------------------------|---|
| Issue Period                        | The period between the Issue Opening Date and the Issue Closing Date inclusive of both days and during which prospective Applicants (can submit their application inclusive of any revisions thereof. The Issuer may consider closing the Issue Period for QIBs one working day prior to the Issue Closing Date in accordance with the SEBI ICDR Regulations, 2009. Applicants may refer to the prospectus for the Issue Period |
| Issue Price                         | The final price, less discount (if applicable) at which the Equity Shares may be Allotted in terms of the prospectus. The Issue Price may be decided by the Issuer in consultation with the Lead Manager(s)   |
| Lead Manager(s)/Lead Manager/ LM    | The Lead Manager to the Issue as disclosed in the prospectus/ prospectus and the Application Form of the Issuer.  |
| Maximum RII Allottees               | The maximum number of RIIs who can be allotted the minimum Application Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Application Lot.  |
| MICR                                | Magnetic Ink Character Recognition - nine-digit code as appearing on a cheque leaf  |
| Mutual Fund                         | A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations, 1996  |
| NECS                                | National Electronic Clearing Service  |
| NEFT                                | National Electronic Fund Transfer   |
| NRE Account                         | Non-Resident External Account   |
| NRI                                 | NRIs from such jurisdictions outside India where it is not unlawful to make an offer or invitation under the Issue and in relation to whom the RHP/ prospectus constitutes an invitation to subscribe to or purchase the Equity Shares  |
| NRO Account                         | Non-Resident Ordinary Account   |
| Net Issue                           | The Issue less Market Maker Reservation Portion   |
| Non-Institutional Investors or NIIs | All Applicants, including sub accounts of FPIs registered with SEBI which are foreign corporate or foreign individuals, that are not QIBs or RIBs and who have applied for Equity Shares for an amount of more than Rs. 2,00,000 (but not including NRIs other than Eligible NRIs)  |
| Non Institutional Category          | The portion of the Issue being such number of Equity Shares available for allocation to NIIs on a proportionate basis and as disclosed in the prospectus and the Application Form   |
| Non Resident                        | A person resident outside India, as defined under FEMA and includes Eligible NRIs, FPIs registered with SEBI and FVCIs registered with SEBI   |
| 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 trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEM             |
| Offer for sale                      | Public offer of such number of Equity Shares as disclosed in the prospectus through an offer for sale by the Selling Shareholder  |
| Other Investors                     | Investors other than Retail Individual Investors in a Fixed Price Issue. These include individual applicants other than retail individual investors and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.  |
| PAN                                 | Permanent Account Number allotted under the Income Tax Act, 1961  |

| <b>Term</b>   | <b>Description</b>   |
|---|--|
| prospectus  | The prospectus to be filed with the RoC in accordance with Section 60 of the Companies Act 1956 read with section 26 of Companies Act 2013, containing the Issue Price, the size of the Issue and certain other information                            |
| Public Issue Account                                | An account opened with the Banker to the Issue to receive monies from the ASBA Accounts on the Designated Date   |
| QIB Category Qualified Institutional Buyers or QIBs | The portion of the Issue being such number of Equity Shares to be Allotted to QIBs<br>on a proportionate basis As defined under SEBI ICDR Regulations, 2009  |
| RTGS  | Real Time Gross Settlement   |
| Refunds through electronic transfer of funds        | Refunds through ASBA   |
| Registrar to the Issue/RTI                          | The Registrar to the Issue as disclosed in the prospectus and Application Form   |
| Reserved Category/<br>Categories                    | Categories of persons eligible for making application under reservation portion  |
| Reservation Portion                                 | The portion of the Issue reserved for category of eligible Applicants as provided under the SEBI ICDR Regulations, 2009  |
| Retail Individual Investors / RIIs                  | Investors who applies or for a value of not more than Rs. 2,00,000.  |
| Retail Individual Shareholders                      | Shareholders of a listed Issuer who applies for a value of not more than Rs. 2,00,000.   |
| Retail Category                                     | The portion of the Issue being such number of Equity Shares available for allocation to RIIs which shall not be less than the minimum lot, subject to availability in RII category and the remaining shares to be allotted on proportionate basis.     |
| Revision Form                                       | The form used by the Applicant in an issue to modify the quantity of Equity Shares in an Application Forms or any previous Revision Form(s)  |
| ROC   | The Registrar of Companies   |
| SEBI  | The Securities and Exchange Board of India constituted under the Securities and Exchange Board of India Act, 1992  |
| SEBI ICDR Regulations, 2009                         | The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009  |
| Self Certified Syndicate Bank(s) or SCSB(s)         | A bank registered with SEBI, which offers the facility of ASBA and a list of which is available on <a href="http://www.sebi.gov.in/cms/sebi_data/attachdocs/1316087201341.html">http://www.sebi.gov.in/cms/sebi_data/attachdocs/1316087201341.html</a> |
| SME IPO   | Initial public offering as chapter XB of SEBI (ICDR) Regulation  |
| SME Issuer  | The Company making the Issue under chapter XB of SEBI (ICDR) Regulation  |
| Stock Exchanges/SE                                  | The stock exchanges as disclosed in the prospectus of the Issuer where the Equity Shares Allotted pursuant to the Issue are proposed to be listed  |
| Specified Locations                                 | Refer to definition of Broker Centers  |
| Underwriters  | Lead Manager (s)   |
| Underwriting Agreement                              | Underwriting Agreement entered between Company and Underwriters  |
| Working Day   | Working days shall be all trading days of stock exchanges excluding Sundays and bank holidays  |