



**PALM JEWELS LIMITED**  
**(CIN: U36910GJ2005PLC046809)**

Our Company was originally incorporated as Shilvi Jewels Private Limited on September 22, 2005 under the Companies Act, 1956 vide certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Subsequently, the name of company was changed to “Palm Jewels Private Limited” on October 28, 2016 under the Companies Act, 2013 vide certificate of incorporation issued by the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Thereafter, Our Company was converted in to a public company and consequently name was changed to “Palm Jewels Limited” (PJL) vide fresh certificate of incorporation dated February 21, 2018 issued by Registrar of Companies, Gujarat, Dadra and Nagar Havelli. For details of the changes in our name and registered office, please refer to the chapter titled ‘*History and Certain Corporate Matters*’ beginning on page no. 90 of this Prospectus.

**PUBLIC ISSUE OF 29,68,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (“EQUITY SHARES”) OF PALM JEWELS LIMITED (“OUR COMPANY” OR “THE ISSUER”) FOR CASH AT A PRICE ₹ 30/- PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 20/- PER EQUITY SHARE) (“ISSUE PRICE”) AGGREGATING TO ₹ 890.40 LAKHS (“THE ISSUE”), OF WHICH 1,52,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR A CASH PRICE OF ₹ 30/- PER EQUITY SHARE, AGGREGATING TO ₹45.60 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER (“MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 28,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ 30 PER EQUITY SHARE AGGREGATING TO ₹ 844.80 LAKHS (IS HEREINAFTER REFERRED TO AS THE “NET ISSUE”). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 40.20 % AND 38.14 %, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

## **General Information Document for Investing in Public Issues**

*This General Information Document highlights the key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 1956, 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. Bidders/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 Bidders/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 29,80,000 Equity Shares of Rs. 10/- each fully paid of Palm Jewels Limited (“PJL” or “Company” or “The Issuer”) for Cash at a Price of Rs. 30/- Per Equity Share in Terms of Chapter XB of the SEBI (ICDR) Regulations, 2009 (As amended from time to time), under the Fixed Price Mode and are proposed to be listed on the SME Platform of BSE.**

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

## TABLE OF CONTENT

|                  |   |    |
|------------------|---|----|
| <b>SECTION 1</b> | PURPOSE OF THE GENERAL INFORMATION DOCUMENT               | 3  |
| <b>SECTION 2</b> | BRIEF INTRODUCTION TO IPOs ON SME EXCHANGE                | 3  |
| <b>SECTION 3</b> | CATEGORY OF INVESTORS ELIGIBLE TO PARTICIPATE IN AN ISSUE | 6  |
| <b>SECTION 4</b> | APPLYING IN THE ISSUE                                     | 6  |
| <b>SECTION 5</b> | ISSUE PROCEDURE IN FIXED PRICE ISSUE                      | 18 |
| <b>SECTION 6</b> | ISSUE PROCEDURE IN BOOK BUILT ISSUE                       | 19 |
| <b>SECTION 7</b> | ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT                | 19 |
| <b>SECTION 8</b> | INTEREST AND REFUNDS                                      | 20 |
| <b>SECTION 9</b> | GLOSSARY AND ABBREVIATIONS                                | 21 |

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

This document is applicable to the public issues undertaken inter-alia through Fixed Price Issues / Offer. 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”).

Applicants should note that investment in equity and equity related securities involves risk and Applicant should not invest any funds in the Issue / Offer unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/or for subscribing to securities in an Issue/ Offer and the relevant information about the Company undertaking the Issue / Offer; are set out in the Prospectus filed by the Company with the Registrar of Companies (“RoC”). Applicants should carefully read the entire Prospectus and the Application Form and the Abridged Prospectus of the Company in which they are proposing to invest through the Issue / Offer. In case of any difference in interpretation or conflict and/or overlap between the disclosure included in this document and the Prospectus, the disclosures in the Prospectus shall prevail. The Prospectus of the Company is available on the websites of stock exchange(s), on the website(s) of the LM(s) to the Issue / Offer and on the website of Securities and Exchange Board of India (“SEBI”) at [www.sebi.gov.in](http://www.sebi.gov.in).

For the definitions of capitalized terms and abbreviations used herein 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 / Company 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 / Company may also undertake IPO under of chapter XB of the 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 specified securities in accordance with provisions of this Chapter.

The present Issue being made under Regulation 106M(1) of Chapter XB of SEBI (ICDR) Regulations.

### **2.2 OTHER ELIGIBILITY REQUIREMENTS**

In addition to the eligibility requirements specified in paragraphs 2.1, an Issuer / Company proposing to undertake an IPO is required to comply with various other requirements as specified in the SEBI ICDR Regulations, 2009, the Companies Act, 2013, the Companies Act, 1956 (to the extent 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(1) of Chapter XB of SEBI (ICDR) Regulations:

- In accordance with Regulation 106(P) of the SEBI (ICDR) Regulations, Issue / Offer has to be 100% underwritten and the LM has to underwrite at least 15% of the total issue / Offer size.
- In accordance with Regulation 106(R) of the SEBI (ICDR) Regulations, total number of proposed allottees in the Issue / Offer shall be greater than or equal to fifty, otherwise, the entire application money will be refunded forthwith. If such money is not repaid within eight days from the date the company becomes liable to repay it, than the Company, the Selling Shareholder(s) and every officer in default shall, on and from expiry of eight days, be liable to repay such application money, with interest as prescribed section 73 under Companies Act, 2013.
- In accordance with Regulation 106(O) the SEBI (ICDR) Regulations, 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.
- In accordance with Regulation 106(V) of the SEBI ICDR Regulations, 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 / Offer.
  - The Issuer / Company shall have Net Tangible assets of at least Rs. 3 Crores as per the latest audited financial results.
  - The Net worth (excluding revaluation reserves) of the Issuer / Company shall be atleast Rs. 3 Crores as per the latest audited financial results.
  - The Issuer / Company should have a track record of distributable profits in terms of section 123 of Companies Act, 2013 for two out of immediately preceding three financial years or it should have networth of atleast Rs. 5 Crores.
  - The Post-issue / Offer paid up capital of the Issuer / Company shall be at least Rs. 3 Crores.
  - The Issuer / Company shall mandatorily facilitate trading in demat securities.
  - The Issuer / Company should not been referred to Board for Industrial and Financial Reconstruction.
  - No petition for winding up is admitted by a court of competent jurisdiction against the Issuer / Company nor has a liquidator been appointed.
  - No material regulatory or disciplinary action should have been taken by any stock exchange or regulatory authority in the past three years against the Issuer.
  - No change in the promoter/s of the Company in the preceding one year from date of filing application to BSE for listing on SME segment.
  - The Company should have a website.

Issuer / Company shall also comply with all the other requirements as laid down for such an Issue / Offer under Chapter XB 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) Regulations, 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 / Offer.

Thus Company is eligible for the Issue / Offer in accordance with regulation 106M(1) and other provisions of chapter XB of the SEBI (ICDR) Regulations as the post issue / Offer face value capital does not exceed Rs. 10 Crores. Company also complies with the eligibility conditions laid by the SME Platform of BSE for listing of our Equity Shares.

For details of compliance with the eligibility requirements by the Issuer /Company, Applicants may refer to the Draft Prospectus/ Prospectus.

### **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 / Company 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 / Company may mention Floor Price or Price Band in the RHP (in case of a Book Built Issue) and a Price or Price Band in the Prospectus (in case of a fixed price Issue) and determine the price at a later date before registering the Prospectus with the Registrar of Companies.

The cap on the Price Band should be less than or equal to 120% of the Floor Price. The Issuer / Company 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 Issue Opening Date, in case of an IPO and at least one Working Day before the 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(s).

### **2.5 MIGRATION TO MAIN BOARD**

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

(a) If the Paid up Capital of our 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 our Company has obtained in-principal approval from the main board), we shall have to apply to BSE for listing our shares on its Main Board subject to the fulfillment of the eligibility criteria for listing of specified securities laid down by the Main Board.

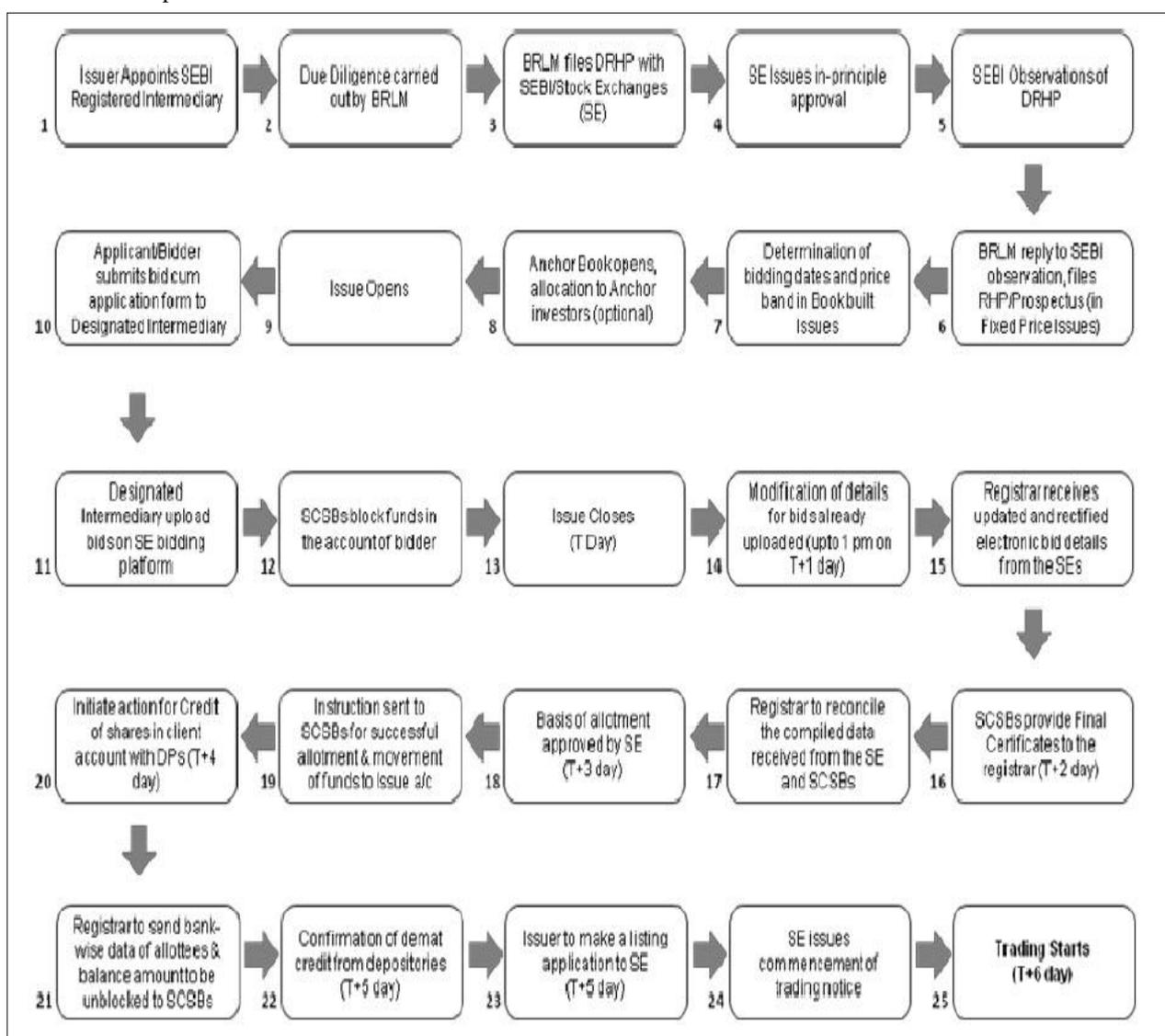
OR

(b) If the Paid up Capital of the company is more than Rs. 10 crores but below Rs. 25 crores, we 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. The above clause is further subject to Exchange circular on migration to main board as amended from time to time.

As per BSE Circular dated November 26, 2012 and BSE SME guidelines, it is mandatory for the company to be listed and traded on the BSE SME Platform for a minimum period of two years before seeking migration to the Main Board.

## 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 Applicants, such as NRIs, 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:

1. Indian nationals resident in India who are not incompetent to contract in single or joint names (not more than three) or in the names of minors through natural/legal guardian;
2. Hindu Undivided Families or HUFs, in the individual name of the Karta. The Applicant should specify that the application is being made in the name of the HUF in the Application Form as follows: Name of Sole or First applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;
3. Companies, Corporate Bodies and Societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
4. Mutual Funds registered with SEBI;
5. Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws.
6. NRIs other than Eligible NRIs are not eligible to participate in this Issue;
7. Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);
8. FPIs other than Category III FPI; VCFs and FVCIs registered with SEBI;
9. Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
10. State Industrial Development Corporations;
11. Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;
12. Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
13. Insurance Companies registered with IRDA;
14. Provident Funds and Pension Funds with minimum corpus of Rs. 2,500 Lakhs and who are authorized under their constitution to hold and invest in equity shares;
15. Multilateral and Bilateral Development Financial Institutions;
16. 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;
17. Insurance funds set up and managed by army, navy or air force of the Union of India or by Department of Posts, India;
18. Any other person eligible to apply in this Issue, under the laws, rules, regulations, guidelines and policies applicable to them under Indian laws.

As per the existing regulations, OCBs cannot participate in this Issue.

### SECTION 4: APPLYING IN THE ISSUE

**Fixed Price Issue:** Applicants should only use the specified Application Form either bearing the stamp of Collection Bank(s) or SCSBs as available or downloaded from the websites of the Stock Exchanges. Application Forms are available with the Branches of Collection Banks or Designated Branches of the SCSBs, at the registered office of the Issue/Company and at the office of LM. 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 colour of the Application Form for various categories of Applicants is as follows:

| Category  | Color          |
|---|----------------|
| Resident Indian, Eligible NRIs applying on a non-repatriation basis   | White          |
| NRIs, FVCIs, FPIs, their Sub-Accounts (other than Sub-Accounts which are foreign corporate(s) or foreign individuals applying under the QIB), on a repatriation basis | Blue           |
| Anchor Investors (where applicable) & Applicants applying in the reserved category  | Not Applicable |

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 rematerialised 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 the 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**

TEAR HERE

**COMMON APPLICATION FORM** Address \_\_\_\_\_ Contact details \_\_\_\_\_ CIN \_\_\_\_\_ **XYZ - INITIAL PUBLIC ISSUE - R** **FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRIs APPLYING ON A NON-REPATRIATION BASIS**

**LOGO** To, The Board of Directors XYZ **FIXED PRICE SME ISSUE** Application Form No. \_\_\_\_\_  
ISIN - \_\_\_\_\_

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

|   |   |
|---|---|
| <b>3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL<br>For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID | <b>6. INVESTOR STATUS</b><br><input type="checkbox"/> Individual(s) - IND<br><input type="checkbox"/> Hindu Undivided Family* - HUF<br><input type="checkbox"/> Bodies Corporate - CO<br><input type="checkbox"/> Banks & Financial Institutions - FI<br><input type="checkbox"/> Mutual Funds - MF<br><input type="checkbox"/> Non-Resident Indians - NRI (Non-Repatriation basis)<br><input type="checkbox"/> National Investment Fund - NIF<br><input type="checkbox"/> Insurance Funds - IF<br><input type="checkbox"/> Insurance Companies - IC<br><input type="checkbox"/> Venture Capital Funds - VCF<br><input type="checkbox"/> Alternative Investment Funds - AIF<br><input type="checkbox"/> Others (Please specify) - OTH _____<br><small>* HUF should apply only through Karu (Application by HUF would be treated on par with individual)</small> |
|---|---|

|  |  |
|--|--|
| <b>4. APPLICATION DETAILS</b><br>No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ 50 per share <sup>1&amp;2</sup><br>(In figures) _____ (In words) _____<br><small>1) Please note that applications must be made in minimum lot size of 3,000 shares and further multiples of 3,000 shares accordingly.<br/>                 2) Please note that allotment will be in demat mode only and trading of equity shares will be only in dematerialised mode on the SME PLATFORM of BSE.</small> | <b>5. CATEGORY</b><br><input type="checkbox"/> Retail Individual Applicant<br><input type="checkbox"/> Non-Institutional Applicant<br><input type="checkbox"/> QIB |
|--|--|

|   |                                      |
|---|--------------------------------------|
| <b>7. PAYMENT DETAILS</b><br>Amount Paid (₹ in figures) _____ (₹ in words) _____<br>ASBA Bank A/c No. _____<br>Bank Name & Branch _____ | <b>PAYMENT OPTION : FULL PAYMENT</b> |
|---|--------------------------------------|

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

|   |   |  |
|---|---|--|
| <b>8A. SIGNATURE OF SOLE / FIRST APPLICANT</b><br>Date: _____, 2017 | <b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b><br>I/We authorize the SCSB to do all acts as are necessary to make the Application in the Offer<br>1) _____<br>2) _____<br>3) _____ | <b>BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b> |
|---|---|--|

PLEASE FILL IN BLOCK LETTERS

TEAR HERE

**LOGO** **XYZ INITIAL PUBLIC ISSUE - R** **Acknowledgement Slip for Broker/SCSB/DP/RTA** Application Form No. \_\_\_\_\_

|  |   |
|--|---|
| DPID / CLID _____                                    | PAN of Sole / First Applicant _____                                 |
| Amount Paid (₹ in figures) _____ Bank & Branch _____ | Stamp & Signature of SCSB Branch _____                              |
| ASBA Bank A/c No. _____                              | Received from Mr./Ms. _____<br>Telephone / Mobile _____ Email _____ |

TEAR HERE

|  |  |
|--|--|
| <b>XYZ - INITIAL PUBLIC ISSUE - R</b><br>No. of Equity Shares _____<br>Amount Paid (₹) _____<br>ASBA Bank A/c No. _____<br>Bank & Branch _____ | Stamp & Signature of Broker / SCSB / DP / RTA _____<br>Name of Sole / First Applicant _____<br><b>Acknowledgement Slip for Applicant</b><br>Application Form No. _____ |
|--|--|

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# NR APPLICATION FORM

|                                |  |  |
|--------------------------------|--|--|
| <b>COMMON APPLICATION FORM</b> | <b>XYZ - INITIAL PUBLIC ISSUE - NR</b> | <b>FOR NON-RESIDENTS AND ELIGIBLE NRI'S, FPI's/FPIs, FVCI'S, ETC. APPLYING ON A REPATRIATION BASIS</b> |
| Address _____                  | Contact details _____                  | CIN _____  |

|             |                                      |  |                            |   |
|-------------|--------------------------------------|--|----------------------------|---|
| <b>LOGO</b> | To,<br>The Board of Directors<br>XYZ | <b>FIXED PRICE SME ISSUE</b><br>ISIN - _____ | Application Form No. _____ | ISSUE OPENS ON : _____<br>ISSUE CLOSES ON : _____ |
|-------------|--------------------------------------|--|----------------------------|---|

|                                   |   |  |
|-----------------------------------|---|--|
| BROKER'S/SCSB/DP/RTA STAMP & CODE | SUB-BROKER'S / SUB-AGENT'S STAMP & CODE | <b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST APPLICANT</b> |
|                                   |   | Mr. / Ms. _____  |
|                                   |   | Address _____  |
|                                   |   | Email _____  |
|                                   |   | Tel. No. (with STD code) / Mobile _____                        |
|                                   |   | <b>2. PAN OF SOLE / FIRST APPLICANT</b>                        |
|                                   |   | _____  |

|   |   |
|---|---|
| <b>3. INVESTOR'S DEPOSITORY ACCOUNT DETAILS</b> <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL | <b>6. Investor Status Tick (✓)</b>                                      |
| For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID              | <input type="checkbox"/> Non-Resident Indian (Repatriation basis) - NRI |
|   | <input type="checkbox"/> Foreign Institutional Investor - FI            |
|   | <input type="checkbox"/> Foreign Portfolio Investor - FPI               |
|   | <input type="checkbox"/> Foreign Venture Capital Investor - FVCI        |
|   | <input type="checkbox"/> FPI Sub Account Corporate / Individual - FISA  |
|   | <input type="checkbox"/> Others (please specify) - OTH                  |

|  |  |
|--|--|
| <b>4. APPLICATION DETAILS</b>  | <b>5. CATEGORY</b>                                   |
| No. of Equity Shares of ₹ 10/- each applied at the Issue Price i.e. at ₹ 50 per share <sup>1&amp;2</sup>   | <input type="checkbox"/> Retail Individual Applicant |
| (In figures) _____ (In words) _____  | <input type="checkbox"/> Non-Institutional Applicant |
| <small><sup>1</sup> Please note that applications must be made in minimum lot size of 3,000 shares and further multiples of 3,000 shares accordingly.<br/><sup>2</sup> Please note that the trading of equity shares will be only in dematerialized mode on the SME PLATFORM of BSE.</small> | <input type="checkbox"/> QIB                         |

|   |                                      |
|---|--------------------------------------|
| <b>7. PAYMENT DETAILS</b>                           | <b>PAYMENT OPTION : FULL PAYMENT</b> |
| Amount Paid (₹ in figures) _____ (₹ in words) _____ |                                      |
| ASBA Bank A/c No. _____                             |                                      |
| Bank Name & Branch _____                            |                                      |

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

|  |  |  |
|--|--|--|
| <b>8A. SIGNATURE OF SOLE / FIRST APPLICANT</b> | <b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b>  | <b>BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b> |
| Date: _____, 2017                              | I/We authorize the SCSB to do all acts as are necessary to make the Application in the Offer<br>1) _____<br>2) _____<br>3) _____ |  |

|             |                                      |  |                            |
|-------------|--------------------------------------|--|----------------------------|
| <b>LOGO</b> | <b>XYZ INITIAL PUBLIC ISSUE - NR</b> | <b>Acknowledgement Slip for Broker/SCSB/DP/RTA</b> | Application Form No. _____ |
|-------------|--------------------------------------|--|----------------------------|

|                   |                                     |                                  |                     |   |
|-------------------|-------------------------------------|----------------------------------|---------------------|---|
| DPID / CLID _____ | PAN of Sole / First Applicant _____ | Amount Paid (₹ in figures) _____ | Bank & Branch _____ | <b>Stamp &amp; Signature of SCSB Branch</b> |
|                   |                                     | ASBA Bank A/c No. _____          |                     |   |
|                   |                                     | Received from Mr./Ms. _____      |                     |   |
|                   |                                     | Telephone / Mobile _____         | Email _____         |   |

|  |                            |          |  |   |
|--|----------------------------|----------|--|---|
| <b>XYZ - INITIAL PUBLIC ISSUE - NR</b> | In Figure                  | In words | <b>Stamp &amp; Signature of Broker / SCSB / DP / RTA</b> | Name of Sole / First Applicant _____      |
|  | No. of Equity Shares _____ |          |  |   |
|  | Amount Paid (₹) _____      |          |  |   |
|  | ASBA Bank A/c No. _____    |          |  |   |
|  | Bank & Branch _____        |          |  |   |
|  |                            |          |  | <b>Acknowledgement Slip for Applicant</b> |
|  |                            |          |  | Application Form No. _____                |

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#### 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 in case the communication sent to the address available with the Depositories are returned undelivered or are not available. The contact details provided in the Application Form may be used by the Issuer, the members of the Syndicate, the Registered Broker and the Registrar to the Issue only for correspondence(s) related to an Issue and for no other purposes.
- b) **Joint 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 Application Form and such first Applicant would be deemed to have signed on behalf of the joint holders. All payments may be made out in favor of the Applicant whose name appears in the Application Form or the Revision Form and all communications may be addressed to such Applicant and may be dispatched to his or her address as per the Demographic Details received from the Depositories.
- c) **Impersonation:** Attention of the 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 of the said Act.”*
- d) **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. An 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 giving refunds and allocation advice (including through physical refund warrants, direct credit, NECS, NEFT and RTGS), or 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 in the Draft Prospectus/Prospectus. However, a Prospectus registered with RoC contains one price.
- b) Minimum And Maximum Application Size:
  - i. For Retail Individual Applicants  
The Application must be for a minimum of 4,000 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 4,000 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. 200,000 and in multiples of 4,000 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 in 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 applicable law or regulation or as specified in the Prospectus.

- c) **Multiple Applications:** An Applicant should submit only one Application Form. Submission of a second Application Form to either the same or to Collection Intermediary(s) 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. Applications 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 Applications clearly indicate the scheme for which the Application has been made.
  - iii. Applications 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

- i. The categories of applicants identified as per the SEBI ICDR Regulations, 2009 for the purpose of Application, allocation and allotment in the Issue are RIIs, individual applicants other than RII's and other investors (including corporate bodies or institutions, irrespective of the number of specified securities applied for).
- ii. An Issuer can make reservation for certain categories of Applicants permitted under the SEBI ICDR Regulations, 2009. For details of any reservations made in the Issue, applicants may refer to the Prospectus.
- iii. 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/ 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, 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 7: PAYMENT DETAILS

- a) All Applicants are required to make payment of 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 payment shall be made for an 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 Applicants have to apply their respective reservation portion only through the ASBA mechanism ("ASBA Mechanism").
- c) Application Amount paid in cash, cheque, by money order or by postal order or by stockinvest, or ASBA Application Form accompanied by cash, cheque, draft, money order, postal order or any mode of payment other than blocked amounts in the SCSB bank accounts, shall not be accepted.
- d) **Please note that, providing bank account details in the space provided in the application form is mandatory and applications that do not contain such details are liable to be rejected.**

##### 4.1.7.1 INSTRUCTIONS FOR NON-ASBA APPLICANTS: NOT APPLICABLE.

*Pursuant to SEBI Circular dated 27th September, 2011 and bearing CIR/CFD/DIL/4/2011, the Application Form has been standardized. Further, in accordance with the SEBI circular no.-CIR/CFD/POLICYCELL/11/2015 dated 10th November, 2015 all the Applicants has to compulsorily apply through the ASBA Mode only.*

##### 4.1.7.2 Payment instructions for ASBA Applicants

- a) Applicants may submit the Application Form in physical mode to the Application Collecting Intermediaries or Designated Branch of an SCSB where the Applicants have ASBA Account.
- b) Applicants shall only use the specified Application Form for the purpose of making an application in terms of the Prospectus.
- c) The Application Form shall contain information about the Applicant and the price and the number of equity shares that the applicants wish to apply for.
- d) The Applicants should specify the bank account details in the space provided in the Application Form. Applications that do not contain such details are liable to be rejected.
- e) The Application Form submitted by an ASBA 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, shall not be accepted.
- f) The entire Issue Price of Rs. 30/- per Equity Share is payable on application. In case of Allotment of lesser number of Equity Shares than the number applied, the SCSBs shall unblock the excess amount paid on

- Application as per the instruction received by the Registrar to the Public Issue Bank Account.
- g) Applicants should ensure that the Application Form is also signed by the ASBA Account holder(s) if the Applicant is not the ASBA Account holder;
  - h) Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the account.
  - i) From one ASBA Account, a maximum of five Application Forms can be submitted.
  - j) Applicants 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. In case Applicants applying through Application Collecting Intermediary other than SCSBs, after verification and upload, the Application Collecting Intermediary shall send to SCSB for blocking of funds.
  - k) Upon receipt of the Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.
  - l) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form and may upload the details on the Stock Exchange Platform.
  - m) 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.
  - n) Upon submission of a completed Application Form each ASBA 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.
  - o) 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.
  - p) SCSBs applying in the Issue must apply through an ASBA Account maintained with any other SCSB; else their Applications are liable to be rejected.
  - q) Application forms downloaded and printed from the websites of the stock exchanges shall bear a system generated unique application number.
  - r) Applicants are required to submit their applications only through any of the following Application Collecting Intermediaries:
    - (i) an SCSB, with whom the bank account to be blocked, is maintained.
    - (ii) a syndicate member( or sub-syndicate member),
    - (iii) a stock broker registered with a recognized stock exchange(and whose name is mentioned on the website of the stock exchange as eligible for this activity)("broker"),
    - (iv) a depository participant ('DP') (and whose name is mentioned on the website of the stock exchange as eligible for this activity),
    - (v) a registrar to an issue and share transfer agent('RTA')(and whose name is mentioned on the website of the stock exchange as eligible for this activity)("broker"),
  - s) 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.
  - t) The upload of the details in the electronic bidding system of stock exchange will be done by:

|   |  |
|---|--|
| For applications submitted by investors to SCSBs:                           | After accepting the form, SCSB shall capture and upload the relevant details in the electronic bidding system as specified by the stock exchange(s) and may begin blocking the funds available in the bank account specified in the form, to the extent of the application money specified.  |
| For applications submitted by investors to intermediaries other than SCSBs: | After accepting the application form, respective intermediary shall capture and upload the relevant details in the electronic bidding system as specified by the stock exchange(s). Post uploading, they shall forward a schedule as per prescribed format along with the application forms to the designated branches of the respective SCSBs for blocking of the funds within one day of the closure of Issue. |

- u) Upon completion and submission of the Application Form to the Application Collecting Intermediaries, the Applicants are deemed to have authorized our Company to make the necessary changes in the prospectus, without prior or subsequent notice of such changes to the Applicants.

#### 4.1.7.3 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 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 ASBA Applications, if any, along with reasons for rejection and details of withdrawn or unsuccessful Applications, 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 ASBA Application to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.
- c) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Issue may give instructions to the SCSB to unblock the Application Amount in the relevant ASBA Account within 6 Working Days of the Issue Closing Date.

#### **4.1.7.4 Discount (if applicable)**

- a) The Discount is stated in absolute rupee terms.
- b) RIIs, Employees and Retail Individual Shareholders are only eligible for discount. For Discounts offered in the Issue, applicants may refer to the Prospectus.
- c) The Applicants entitled to the applicable Discount in the Issue may make payment for an amount i.e. the Application Amount less Discount (if applicable).

#### **4.1.7.5 Additional Payment Instructions for NRIs**

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

#### **4.1.8 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 ASBA Applicant., then the Signature of the ASBA Account holder(s) is also required.
- c) In relation to the ASBA 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.

#### **4.1.9 ACKNOWLEDGEMENT AND FUTURE COMMUNICATION**

- a) Applicants should ensure that they receive the acknowledgment duly signed and stamped by an Application Collecting Intermediaries, as applicable, for submission of the Application Form.
- b) 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, the Applicants should contact the Registrar to the Issue.
  - ii. In case of Applications submitted to the Designated Branches of the SCSBs, the Applicants should contact the relevant Designated Branch of the SCSB.
  - iii. Applicant may contact the Company Secretary and Compliance Officer or LM(s) in case of any other complaints in relation to the Issue.
- c) The following details (as applicable) should be quoted while making any queries – full name of the sole or First Applicant, Application Form number, Applicants DP ID, Client ID, PAN, number of Equity Shares applied for, amount blocked on application and ASBA account number and name. 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 amount upwards) who has registered his or her interest in the Equity Shares for a particular number of shares is free to revise number of shares applied using revision forms available separately.
- b) RII may revise or withdraw their applications till closure of the Issue period.
- c) Revisions can be made only in the desired number of Equity Shares by using the Revision Form.
- d) The Applicant can make this revision any number of times during the Issue Period. However, for any revision(s) in the Application, the Applicants will have to use the services of the SCSB through which such Applicant had placed the original Application.

A sample Revision form is reproduced below:

REVISION FORM-R

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COMMON REVISION FORM **XYZ - INITIAL PUBLIC ISSUE - REVISION R** Address \_\_\_\_\_ Contact details \_\_\_\_\_ CIN \_\_\_\_\_ FOR RESIDENT INDIANS, INCLUDING RESIDENT QIBs AND ELIGIBLE NRI, APPLYING ON A NON-REPATRIATION BASIS

TEAR HERE

**LOGO** To, The Board of Directors **XYZ** **FIXED PRICE SME ISSUE** **ISIN - \_\_\_\_\_** **ISSUE OPENS ON : \_\_\_\_\_** **ISSUE CLOSES ON : \_\_\_\_\_** Application Form No. \_\_\_\_\_

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

PLEASE CHANGE MY APPLICATION  **PHYSICAL**

PLEASE FILL IN BLOCK LETTERS

**4. FROM (as per last Application or Revision)**

| Options       | No. of Equity Shares applied<br>(Application must be in multiples of 3,000 equity shares)<br>(In Figures) | Price per Equity Share ₹ 50/-<br>(In Figures) |                  |                |
|---------------|---|---|------------------|----------------|
|               |   | Offer Price                                   | Discount, if any | Net Price      |
| Option 1      | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |
| (OR) Option 2 | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |
| (OR) Option 3 | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |

**5. TO (Revised Application)**

| Options       | No. of Equity Shares applied<br>(Application must be in multiples of 3,000 equity shares)<br>(In Figures) | Price per Equity Share ₹ 50/-<br>(In Figures) |                  |                |
|---------------|---|---|------------------|----------------|
|               |   | Offer Price                                   | Discount, if any | Net Price      |
| Option 1      | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |
| (OR) Option 2 | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |
| (OR) Option 3 | NOT APPLICABLE  | NOT APPLICABLE                                | NOT APPLICABLE   | NOT APPLICABLE |

**6. PAYMENT DETAILS** **PAYMENT OPTION : Full Payment**

Amount Paid (₹ in figures) \_\_\_\_\_ (₹ in words) \_\_\_\_\_

ASBA Bank A/c No. \_\_\_\_\_

Bank Name & Branch \_\_\_\_\_

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

|  |  |  |
|--|--|--|
| <b>8A. SIGNATURE OF SOLE / FIRST APPLICANT</b> | <b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S)<br/>(AS PER BANK RECORDS)</b>                | <b>BROKER / SCSB / DP / RTA<br/>STAMP (Acknowledging upload of<br/>Bid in Stock Exchange system)</b> |
|  | I/We authorize the SCSB to do all acts as are necessary to make the Application in the Offer |  |
| Date: _____, 2017                              | 1) _____<br>2) _____<br>3) _____   |  |

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**LOGO** **XYZ** **REVISION - R** **Acknowledgement Slip for Broker/SCSB/DP/RTA** Application Form No. \_\_\_\_\_

DPID / CLID \_\_\_\_\_ PAN of Sole / First Applicant \_\_\_\_\_

Amount Paid (₹ in figures) \_\_\_\_\_ Bank & Branch \_\_\_\_\_ Stamp & Signature of SCSB Branch \_\_\_\_\_

ASBA Bank A/c No. \_\_\_\_\_

Received from Mr./Ms. \_\_\_\_\_

Telephone / Mobile \_\_\_\_\_ Email \_\_\_\_\_

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|                           |                      |          |          |   |                                |
|---------------------------|----------------------|----------|----------|---|--------------------------------|
| <b>XYZ - REVISION - R</b> | Option 1             | Option 2 | Option 3 | Stamp & Signature of Broker / SCSB / DP / RTA | Name of Sole / First Applicant |
|                           | No. of Equity Shares |          |          |   |                                |
|                           | Fix Price            |          |          |   |                                |
|                           | Amount Paid (₹)      |          |          |   |                                |
| ASBA Bank A/c No. _____   |                      |          |          | Acknowledgement Slip for Applicant            | Application Form No. _____     |
| Bank & Branch _____       |                      |          |          |   |                                |

REVISION FORM-NR

TEAR HERE

|                             |                            |   |
|-----------------------------|----------------------------|---|
| <b>COMMON REVISION FORM</b> | <b>XYZ - REVISION - NR</b> | <b>FOR NON-RESIDENTS AND ELIGIBLE NRI'S, FIIs/FPIs, FVCIIS, ETC. APPLYING ON A REPATRIATION BASIS</b> |
| Address _____               | Contact Details _____      | CIN _____   |

|             |                                      |  |                            |
|-------------|--------------------------------------|--|----------------------------|
| <b>LOGO</b> | To,<br>The Board of Directors<br>XYZ | <b>FIXED PRICE SME ISSUE</b><br>ISIN - _____ | Application Form No. _____ |
|-------------|--------------------------------------|--|----------------------------|

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

**PLEASE CHANGE MY APPLICATION**     **PHYSICAL**

|  |   |  |                  |           |  |  |  |  |  |
|--|---|--|------------------|-----------|--|--|--|--|--|
| <b>4. FROM (as per last Application or Revision)</b> |   |  |                  |           |  |  |  |  |  |
| Options:   | No. of Equity Shares applied<br>(Application must be in multiples of 3,000 equity shares)<br>(In Figures) | <b>Price per Equity Share ₹ 50/-</b><br>(In Figures) |                  |           |  |  |  |  |  |
|  |   | Offer Price  | Discount, if any | Net Price |  |  |  |  |  |
| Option 1   | 7 6 5 4 3 2 1   | 4 3 2 1  | 4 3 2 1          | 4 3 2 1   |  |  |  |  |  |
| (OR) Option 2  |   |  |                  |           |  |  |  |  |  |
| (OR) Option 3  |   |  |                  |           |  |  |  |  |  |

|                                    |   |  |                  |           |  |  |  |  |  |
|------------------------------------|---|--|------------------|-----------|--|--|--|--|--|
| <b>5. TO (Revised Application)</b> |   |  |                  |           |  |  |  |  |  |
| Options:                           | No. of Equity Shares applied<br>(Application must be in multiples of 3,000 equity shares)<br>(In Figures) | <b>Price per Equity Share ₹ 50/-</b><br>(In Figures) |                  |           |  |  |  |  |  |
|                                    |   | Offer Price  | Discount, if any | Net Price |  |  |  |  |  |
| Option 1                           | 7 6 5 4 3 2 1   | 4 3 2 1  | 4 3 2 1          | 4 3 2 1   |  |  |  |  |  |
| (OR) Option 2                      |   |  |                  |           |  |  |  |  |  |
| (OR) Option 3                      |   |  |                  |           |  |  |  |  |  |

|   |  |  |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|--|--|
| <b>6. PAYMENT DETAILS</b>                           |  |  |  |  |  |  |  |  |  |
| <b>PAYMENT OPTION : Full Payment</b>                |  |  |  |  |  |  |  |  |  |
| Amount Paid (₹ in figures) _____ (₹ in words) _____ |  |  |  |  |  |  |  |  |  |
| ASBA Bank A/c No. _____                             |  |  |  |  |  |  |  |  |  |
| Bank Name & Branch _____                            |  |  |  |  |  |  |  |  |  |

I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT AND HEREBY AGREE AND CONFIRM THE 'APPLICANT UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT APPLICANTS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILING UP THE APPLICATION FORM GIVEN OVERLEAF.

|  |  |  |
|--|--|--|
| <b>8A. SIGNATURE OF SOLE / FIRST APPLICANT</b> | <b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S)</b><br>(AS PER BANK RECORDS)                 | <b>BROKER / SCSB / DP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)</b> |
|  | I/We authorize the SCSB to do all acts as are necessary to make the Application in the Offer |  |
| Date: _____, 2017                              | 1) _____<br>2) _____<br>3) _____   |  |

PLEASE FILL IN BLOCK LETTERS

|             |                          |   |                            |
|-------------|--------------------------|---|----------------------------|
| <b>LOGO</b> | <b>XYZ REVISION - NR</b> | <b>Acknowledgement Slip for Broker/SCSB/ DP/RTA</b> | Application Form No. _____ |
|-------------|--------------------------|---|----------------------------|

|                            |                               |                                  |
|----------------------------|-------------------------------|----------------------------------|
| DPID / CLID                | PAN of Sole / First Applicant | Stamp & Signature of SCSB Branch |
|                            |                               |                                  |
| Amount Paid (₹ in figures) | Bank & Branch                 |                                  |
| ASBA Bank A/c No.          |                               |                                  |
| Received from Mr./Ms.      |                               |                                  |
| Telephone / Mobile         | Email                         |                                  |

|                            |                                  |  |   |
|----------------------------|----------------------------------|--|---|
| <b>XYZ - REVISION - NR</b> | Option 1    Option 2    Option 3 | <b>Stamp &amp; Signature of Broker / SCSB / DP / RTA</b> | Name of Sole / First Applicant            |
| No. of Equity Shares       |                                  |  |   |
| Fix Price                  |                                  |  |   |
| Amount Paid (₹)            |                                  |  |   |
| ASBA Bank A/c No.          |                                  |  |   |
| Bank & Branch              |                                  |  |   |
|                            |                                  |  | <b>Acknowledgement Slip for Applicant</b> |
|                            |                                  |  | Application Form No. _____                |

TEAR HERE

Other than instructions already highlighted at paragraph 4.1 above, point wise instructions regarding filling up various fields of the Revision Form are provided below:

#### **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: APPLICATION REVISION "FROM" AND "TO"**

- a) Apart from mentioning the revised number of shares in the Revision Form, the Applicant must also mention the details of shares 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 exceed Rs. 2,00,000/- due to revision and the application may be considered, subject to eligibility, for allocation under the Non-Institutional Category.

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

- a) All Applicants are required to make payment of the full application amount along with the Revision Form.
- b) Applicant may Issue instructions to block the revised amount in the ASBA Account, to 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**

All Applicants may submit completed application form / Revision Form to the Application Collecting Intermediaries or Designated branches of the SCSBs where the ASBA Account is maintained or as mentioned in the Prospectus/ Application Form.

|  |
|--|
| <b>SECTION 5: ISSUE PROCEDURE IN FIXED PRICE ISSUE</b> |
|--|

#### **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.

All Applicants may submit an Application Form either in physical form or electronic form to the Application Collecting Intermediaries or Designated Branches of the SCSBs authorising 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 REJECTIONS**

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

- Amount blocked does not tally with the amount payable for the highest value of Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names 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 persons;

- PAN not mentioned in the Application Form;
- GIR number furnished instead of PAN;
- Applications for lower number of Equity Shares than 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 the Prospectus;
- In case of Application under power of attorney or by limited companies, corporate, trust etc., where relevant documents are not submitted;
- Applications accompanied by Stock invest/ money order/ postal order/ cash/cheque/demand draft/pay order;
- Signature of sole Applicant is missing;
- Application Forms are not delivered by the Applicant within the time prescribed as per the Application Forms, Issue Opening Date advertisement and the Prospectus and as per the instructions in the Prospectus and the Application Forms;
- In case no corresponding record is available with the Depositories that matches three parameters namely, names of the Applicants (including the order of names of joint holders), the Depository Participant's identity (DP ID) and the beneficiary's account number;
- Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Applications by OCBs;
- Applications by US persons other than in reliance on Regulation S or "qualified institutional buyers" as defined in Rule 144A under the Securities Act;
- In case of applications by Individual, the details such as name, date and similar compulsory details as indicated in the application form are missing.
- Applications not duly signed by the sole/first Applicant;
- Applications by any persons outside India if not in compliance with applicable foreign and Indian laws;
- Applications 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;
- Applications by persons who are not eligible to acquire Equity Shares of our Company in terms of all applicable laws, rules, regulations, guidelines, and approvals;
- Applications or revisions 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 BSE;
- Applications not containing the details of Bank Account and/ or Depositories Account.

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

**APPLICANTS 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 EXCHANGES BY THE APPLICATION COLLECTING INTERMEDIARIES 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 the SME Platform of BSE (The Designated Stock Exchange). In the event of oversubscription, the allotment will be made on a proportionate basis in marketable lots as set forth hereunder:

- 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 4,000 equity shares the allotment will be made as follows:

- i. Each successful Applicant shall be allotted 4,000 equity shares; and
  - ii. The successful Applicants out of the total applicants for that category shall be determined by the drawl 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 (2) above.
- d) If the proportionate allotment to an Applicant works out to a number that is not a multiple of 4,000 equity shares, the Applicant would be allotted Shares by rounding off to the nearest multiple of 4,000 equity shares subject to a minimum allotment of 4,000 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 or 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 Applicants applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of 4,000 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, up to 110% of the size of the offer specified under the Capital Structure mentioned in the 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 SEBI (ICDR), as the retail individual investor category is entitled to more than fifty per cent on proportionate basis, the retail individual investors shall be allocated that higher percentage.
    - ii. The balance net offer of shares to the public shall be made available for allotment to
      - individual applicants other than retails individual investors and
      - other investors, including corporate bodies/ institutions irrespective of number of shares applied for.
    - iii. The unsubscribed portion of the net offer to any one of the categories specified in a) or b) shall/may be made available for allocation to 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 BSE.

The Executive Director / Managing Director of BSE - the Designated Stock Exchange in addition to Lead Manager and Registrar to the Public Issue 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.

## 7.2 DESIGNATED DATE AND ALLOTMENT OF EQUITY SHARES

- a. **Designated Date:** On the Designated Date, the Escrow Collection Banks shall transfer the funds represented by allocation of Equity Shares from the Escrow Account, as per the terms of the Escrow Agreement, 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 one Working Day of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful Applicant's depository account is completed within one Working Days from the date of Allotment, after the funds are transferred from the Escrow Account to the Public Issue Account on the Designated 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 finalised.

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 repay, without interest, all moneys received from the Applicants in pursuance of the Prospectus.

If such money is not repaid within eight days after the Issuer becomes liable to repay it, then the Issuer and every director of the Issuer who is an officer in default may, on and from such expiry of eight days, be liable to repay the money, with interest at such rate, as prescribed under section 73 of the Companies Act, 2013 and as 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 the 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 the Issuer does not receive the subscription of 100% of the Issue through this offer document including devolvement of Underwriters within sixty days from the date of closure of the Issue, the Issuer shall forthwith refund the entire subscription amount received. If there is a delay beyond eight days after the Issuer becomes liable to pay the amount, the Issuer shall pay interest prescribed under of the Companies Act, 2013.

## **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 refunded forthwith.

## **8.3 MODE OF REFUND**

### **Mode of refunds**

The Registrar to the Issue shall instruct the relevant SCSBs to unblock the funds in the relevant ASBA Account to the extent of the Application Amount specified in the Application Forms for unsuccessful Applications and also for any excess amount blocked on Application within 6 working days from the Issue Closing Date.

### **8.3.1 Mode of making refunds**

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

## **8.4 INTEREST IN CASE OF DELAY IN ALLOTMENT OR REFUND**

The Issuer may pay interest at the rate of 15% per annum and/or demat credits are not made to Applicants or instructions for unblocking of funds in the ASBA Account are not dispatched within the 4 working days of the Issue Closing Date.

The Issuer may pay interest at 15% per annum for any delay beyond 6 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 Bidders/Applicants  |
| Allottee   | An Bidder/Applicant to whom the Equity Shares are Allotted   |
| Allotment Advice   | Note or advice or intimation of Allotment sent to the Bidders/Applicants who have been allotted Equity Shares after the Basis of Allotment has been approved by the designated Stock Exchanges   |
| Anchor Investor  | A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in SEBI ICDR Regulations, 2009.  |
| Anchor Investor Portion  | Up to 30% of the QIB Category which may be allocated by the Issuer in consultation with the BRLMs, to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion is reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to Anchor Investors   |
| 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 Bidders/Applicants to make a Bid authorising an SCSB to block the Bid 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 Bid Amount of the ASBA Bidder/Applicant   |
| ASBA Bid   | A Bid made by an ASBA Bidder   |
| ASBA Bidder/Applicant  | Prospective Bidders/Applicants in the Issue who Bid/apply through ASBA   |
| Banker(s) to the Issue/ Escrow Collection Bank(s)/ Collecting Banker | The banks which are clearing members and registered with SEBI as Banker to the Issue with whom the Escrow Account(s) may be opened, and as disclosed in the RHP/Prospectus and Bid cum Application Form of the Issuer  |
| Basis of Allotment   | The basis on which the Equity Shares may be Allotted to successful Bidders/Applicants under the Issue  |
| Bid  | An indication to make an offer during the Bid/Issue Period by a prospective Bidder pursuant to submission of Bid cum Application Form or during the Anchor Investor Bid/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. In case of issues undertaken through the fixed price process, all references to a Bid should be construed to mean an Application   |
| Bid /Issue Closing Date  | The date after which the Syndicate, Registered Brokers and the SCSBs may not accept any Bids 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/bidders may refer to the RHP/Prospectus for the Bid/ Issue Closing Date  |
| Bid/Issue Opening Date   | The date on which the Syndicate and the SCSBs may start accepting Bids 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/bidders may refer to the RHP/Prospectus for the Bid/ Issue Opening Date   |
| Bid/Issue Period   | Except in the case of Anchor Investors (if applicable), the period between the Bid/Issue Opening Date and the Bid/Issue Closing Date inclusive of both days and during which prospective Bidders/Applicants (other than Anchor Investors) can submit their Bids, inclusive of any revisions thereof. The Issuer may consider closing the Bid/ Issue Period for QIBs one working day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations, 2009. Applicants/bidders may refer to the RHP/Prospectus for the Bid/ Issue Period |
| Bid Amount   | The highest value of the optional Bids indicated in the Bid cum Application Form and   |

| <b>Term</b>   | <b>Description</b>   |
|---|--|
|   | payable by the Bidder/Applicant upon submission of the Bid (except for Anchor Investors), less discounts (if applicable). In case of issues undertaken through the fixed price process, all references to the Bid Amount should be construed to mean the Application Amount  |
| Bid cum Application Form  | The form in terms of which the Bidder/Applicant should make an offer to subscribe for or purchase the Equity Shares and which may be considered as the application for Allotment for the purposes of the Prospectus, whether applying through the ASBA or otherwise. In case of issues undertaken through the fixed price process, all references to the Bid cum Application Form should be construed to mean the Application Form   |
| Bidder/Applicant  | Any prospective investor (including an ASBA Bidder/Applicant) who makes a Bid pursuant to the terms of the RHP/Prospectus and the Bid cum Application Form. In case of issues undertaken through the fixed price process, all references to a Bidder/Applicant should be construed to mean an Bidder/Applicant   |
| Book Built Process/ Book Building Process/ Book Building Method | The book building process as provided under SEBI ICDR Regulations, 2009, in terms of which the Issue is being made   |
| Broker Centres  | Broker centres notified by the Stock Exchanges, where Bidders/Applicants can submit the Bid cum Application Forms/Application Form to a Registered Broker. The details of such broker centres, along with the names and contact details of the Registered Brokers are available on the websites of the Stock Exchanges.  |
| BRLM(s)/ Book Running Lead Manager(s)/Lead Manager/ LM          | The Book Running Lead Manager to the Issue as disclosed in the RHP/Prospectus and the Bid cum Application Form of the Issuer. In case of issues undertaken through the fixed price process, all references to the Book Running Lead Manager should be construed to mean the Lead Manager or LM   |
| Business Day  | Monday to Friday (except public holidays)  |
| CAN/Confirmation of Allotment Note                              | The note or advice or intimation sent to each successful Bidder/Applicant indicating the Equity Shares which may be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange  |
| Cap Price   | The higher end of the Price Band, above which the Issue Price and the Anchor Investor Issue Price may not be finalised and above which no Bids may be accepted   |
| Client ID   | Client Identification Number maintained with one of the Depositories in relation to demat account  |
| Companies Act   | The Companies Act, 1956  |
| Cut-off Price   | Issue Price, finalised by the Issuer in consultation with the Book Running Lead Manager(s), which can be any price within the Price Band. Only RIIs, Retail Individual Shareholders and employees are entitled to Bid at the Cut-off Price. No other category of Bidders/Applicants are entitled to Bid at the Cut-off Price   |
| 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 Bidders/Applicants including the Bidder/Applicant's address, name of the Applicant's father/husband, investor status, occupation and bank account details   |
| Designated Branches   | Such branches of the SCSBs which may collect the Bid cum Application Forms used by the ASBA Bidders/Applicants applying through the ASBA and a list of which is available on <a href="http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html">http://www.sebi.gov.in/cms/sebi_data/attachdocs/1365051213899.html</a>   |
| Designated Date   | The date on which funds are transferred by the Escrow Collection Bank(s) from the Escrow Account or the amounts blocked by the SCSBs are transferred from the ASBA Accounts, as the case may be, to the Public Issue Account or the Refund Account, as appropriate, after the Prospectus is filed with the RoC, following which the board of directors may Allot Equity Shares to successful Bidders/Applicants in the fresh Issue may give delivery instructions for the transfer of the Equity Shares constituting the Offer |

| <b>Term</b>  | <b>Description</b>  |
|--|---|
|  | for Sale  |
| Designated Stock Exchange                                | The designated stock exchange as disclosed in the RHP/Prospectus of the Issuer  |
| Discount   | Discount to the Issue Price that may be provided to Bidders/Applicants in accordance with the SEBI ICDR Regulations, 2009.  |
| Draft Prospectus   | The draft prospectus filed with SEBI 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 promoters and immediate relatives of the promoter. For further details Bidder/Applicant may refer to the RHP/Prospectus   |
| Equity Shares  | Equity shares of the Issuer   |
| Escrow Account   | Account opened with the Escrow Collection Bank(s) and in whose favour the Bidders/Applicants (excluding the ASBA Bidders/Applicants) may Issue cheques or drafts in respect of the Bid Amount when submitting a Bid   |
| Escrow Agreement   | Agreement to be entered into among the Issuer, the Registrar to the Issue, the Book Running Lead Manager(s), the Syndicate Member(s), the Escrow Collection Bank(s) and the Refund Bank(s) for collection of the Bid Amounts and where applicable, remitting refunds of the amounts collected to the Bidders/Applicants (excluding the ASBA Bidders/Applicants) on the terms and conditions thereof |
| Escrow Collection Bank(s)                                | Refer to definition of Banker(s) to the Issue   |
| FCNR Account   | Foreign Currency Non-Resident Account   |
| First Bidder/Applicant                                   | The Bidder/Applicant whose name appears first in the Bid cum Application Form or Revision Form  |
| FII(s)   | Foreign Institutional Investors as defined under SEBI (Foreign Institutional Investors) Regulations, 1995 and registered with SEBI under applicable laws in India   |
| 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  |
| Floor Price  | The lower end of the Price Band, at or above which the Issue Price and the Anchor Investor Issue Price may be finalised and below which no Bids may be accepted, subject to any revision thereto  |
| 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 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 Book Running Lead Manager(s)  |
| Maximum RII Allottees                                    | The maximum number of RIIs who can be allotted the minimum Bid Lot. This is computed by dividing the total number of Equity Shares available for Allotment to RIIs by the minimum Bid 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  |

| <b>Term</b>                           | <b>Description</b>  |
|---------------------------------------|---|
| Mutual Funds Portion                  | 5% of the QIB Category (excluding the Anchor Investor Portion) available for allocation to Mutual Funds only, being such number of equity shares as disclosed in the RHP/Prospectus and Bid cum Application Form  |
| 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 reservation portion  |
| Non-Institutional Investors or NIIs   | All Bidders/Applicants, including sub accounts of FIIs registered with SEBI which are foreign corporate or foreign individuals, that are not QIBs or RIBs and who have Bid for Equity Shares for an amount of more than Rs. 200,000 (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 RHP/Prospectus and the Bid cum Application Form   |
| Non-Resident                          | A person resident outside India, as defined under FEMA and includes Eligible NRIs, FIIs 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 FEMA  |
| Offer for Sale                        | Public offer of such number of Equity Shares as disclosed in the RHP/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  |
| Price Band                            | Price Band with a minimum price, being the Floor Price and the maximum price, being the Cap Price and includes revisions thereof. The Price Band and the minimum Bid lot size for the Issue may be decided by the Issuer in consultation with the Book Running Lead Manager(s) and advertised, at least two working days in case of an IPO and one working day in case of FPO, prior to the Bid/ Issue Opening Date, in English national daily, Hindi national daily and regional language at the place where the registered office of the Issuer is situated, newspaper each with wide circulation |
| Pricing Date                          | The date on which the Issuer in consultation with the Book Running Lead Manager(s), finalise the Issue Price  |
| Prospectus                            | The prospectus to be filed with the RoC in accordance with Section 60 of the Companies Act after the Pricing Date, 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 Escrow Account and from the ASBA Accounts on the Designated Date  |
| Qualified Financial Investors or QFIs | Non-Resident investors, other than SEBI registered FIIs or sub-accounts or SEBI registered FVCIs, who meet 'know your client' requirements prescribed by SEBI and are resident in a country which is (i) a member of Financial Action Task Force or a member of a group which is a member of Financial Action Task Force; and (ii) a  |

| <b>Term</b>                                  | <b>Description</b>  |
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|  | signatory to the International Organisation of Securities Commission's Multilateral Memorandum of Understanding or a signatory of a bilateral memorandum of understanding with SEBI.<br>Provided that such non-resident investor shall not be resident in country which is listed in the public statements issued by Financial Action Task Force from time to time on: (i) jurisdictions having a strategic anti-money laundering/combatting the financing of terrorism deficiencies to which counter measures apply; (ii) jurisdictions that have not made sufficient progress in addressing the deficiencies or have not committed to an action plan developed with the Financial Action Task Force to address the deficiencies |
| QIB Category                                 | The portion of the Issue being such number of Equity Shares to be Allotted to QIBs on a proportionate basis   |
| Qualified Institutional Buyers or QIBs       | As defined under SEBI ICDR Regulations, 2009  |
| RTGS   | Real Time Gross Settlement  |
| Red Herring Prospectus/ RHP                  | The red herring prospectus issued in accordance with Section 60B of the Companies Act, which does not have complete particulars of the price at which the Equity Shares are offered and the size of the Issue. The RHP may be filed with the RoC at least three days before the Bid/Issue Opening Date and may become a Prospectus upon filing with the RoC after the Pricing Date. In case of issues undertaken through the fixed price process, all references to the RHP should be construed to mean the Prospectus  |
| Refund Account(s)                            | The account opened with Refund Bank(s), from which refunds (excluding refunds to ASBA Bidders/Applicants), if any, of the whole or part of the Bid Amount may be made   |
| Refund Bank(s)                               | Refund bank(s) as disclosed in the RHP/Prospectus and Bid cum Application Form of the Issuer  |
| Refunds through electronic transfer of funds | Refunds through NECS, Direct Credit, NEFT, RTGS or ASBA, as applicable  |
| Registered Broker                            | Registrar and share transfer agents registered with SEBI and eligible to procure Bids at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI  |
| Registrar to the Issue/RTI                   | The Registrar to the Issue as disclosed in the RHP/Prospectus and Bid cum Application Form  |
| Reserved Category/ Categories                | Categories of persons eligible for making application/bidding under reservation portion   |
| Reservation Portion                          | The portion of the Issue reserved for category of eligible Bidders/Applicants as provided under the SEBI ICDR Regulations, 2009   |
| Retail Individual Investors / RIIs           | Investors who applies or bids for a value of not more than Rs. 200,000.   |
| Retail Individual Shareholders               | Shareholders of a listed Issuer who applies or bids for a value of not more than Rs. 200,000.   |
| 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 bid lot, subject to availability in RII category and the remaining shares to be allotted on proportionate basis.  |
| Revision Form                                | The form used by the Bidders in an issue through Book Building process to modify the quantity of Equity Shares and/or bid price indicates therein in any of their Bid cum 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,                       | The Securities and Exchange Board of India (Issue of Capital and Disclosure   |

| <b>Term</b>                                 | <b>Description</b>   |
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| 2009  | Requirements) Regulations, 2009  |
| Self Certified Syndicate Bank(s) or SCSB(s) | The banks registered with SEBI under the SEBI (Bankers to an Issue) Regulations, 1994 and offering services in relation to ASBA, a list of all SCSBs is available on the website of SEBI at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</a>  |
| Specified Locations                         | Bidding centres where the Syndicate shall accept Bid cum Application Forms, a list of which is available on the website of SEBI at <a href="http://www.sebi.gov.in/">http://www.sebi.gov.in/</a> and updated from time to time   |
| Stock Exchanges/ SE                         | The stock exchanges as disclosed in the RHP/Prospectus of the Issuer where the Equity Shares Allotted pursuant to the Issue are proposed to be listed  |
| Syndicate                                   | The Book Running Lead Manager(s) and the Syndicate Member  |
| Syndicate Agreement                         | The agreement to be entered into among the Issuer, and the Syndicate in relation to collection of the Bids in this Issue (excluding Bids from ASBA Bidders/Applicants)   |
| Syndicate Member(s)/SM                      | The Syndicate Member(s) as disclosed in the RHP/Prospectus   |
| Underwriters                                | The Book Running Lead Manager(s) and the Syndicate Member(s)   |
| Underwriting Agreement                      | The agreement amongst the Issuer, and the Underwriters to be entered into on or after the Pricing Date   |
| Working Day                                 | <ul style="list-style-type: none"> <li>- Till Application / Issue closing date: All days other than 2<sup>nd</sup> and 4<sup>th</sup> Saturday of the month, Sunday or a public holiday;</li> <li>- Post Application / Issue closing date and till the Listing of Equity Shares: Working days shall be all trading days of stock exchanges excluding Sundays and bank holidays (in accordance with the SEBI circular no. SEBI/HO/CFD/DIL/CIR/P/2016/26 dated January 21, 2016).</li> </ul> |