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Tasty Dairy SPECIALITIES LTD.

TASTY DAIRY SPECIALITIES LIMITED

CORPORATE IDENTIFICATION NUMBER: U15202UP1992PLC014593

Our Company was originally incorporated as Tasty Dairy Specialities Private Limited on July 30, 1992 with the Registrar of Companies, Kanpur as a Private Limited company under the provisions of the Companies Act, 1956. Subsequently our Company was converted into Public Limited Company and the name of our Company was changed to Tasty Dairy Specialities Limited. A fresh certificate of incorporation consequent upon conversion to public limited Company was issued by the Registrar of Companies, Kanpur on November 25, 2004. For further details of our Company, please refer "General Information" and "History and Certain Other Corporate Matter" beginning on page no 42 and 106 respectively of the Prospectus.

Registered Office: D-3, UPSIDC Industrial Area, Jainpur, Kanpur Dehat-209 311, Uttar Pradesh
Administrative Office: G-6, 12/483, Ratandham McRobert Ganj, Kanpur-208 001, Uttar Pradesh
Tel. No.: + 91 512 7107777 | **Telefax No.:** +91 512 2551643 | **Email:** info@tastydairy.com | **Website:** www.tastydairy.com
Contact Person: Ms. Nishi, Company Secretary and Compliance Officer

THE ISSUE

PUBLIC ISSUE OF 54,30,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH FULLY PAID UP OF "TDSL" OR "THE COMPANY" OR "THE ISSUER" FOR CASH AT A PRICE OF ₹ 45 PER EQUITY SHARE (THE "ISSUE PRICE") (INCLUDING SHARE PREMIUM OF ₹ 35 PER EQUITY SHARE) AGGREGATING ₹ 2443.50 LAKHS (THE "ISSUE") BY OUR COMPANY OF WHICH 2,76,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH FULLY PAID UP WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 51,54,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH FULLY PAID UP IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.58% AND 25.23% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF THE COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH.
THE ISSUE PRICE IS ₹ 45. THE ISSUE PRICE IS 4.5 TIMES THE FACE VALUE.

THIS ISSUE IS BEING IN TERMS OF CHAPTER XB OF THE SEBI (ICDR) REGULATIONS, 2009 (AS AMENDED FROM TIME TO TIME)

THIS ISSUE IS A FIXED PRICE ISSUE AND ALLOCATION IN THE NET ISSUE TO THE PUBLIC WILL BE MADE IN TERMS OF REGULATION 43(4) OF THE SEBI (ICDR) REGULATIONS, 2009, AS AMENDED. FOR FURTHER DETAILS PLEASE REFER TO SECTION TITLE ISSUE PROCEDURE BEGINNING ON PAGE 210 OF THE PROSPECTUS

MINIMUM APPLICATION SIZE OF 3,000 EQUITY SHARES AND IN MULTIPLES OF 3,000 EQUITY SHARES THEREAFTER.

ISSUE

OPENS ON WEDNESDAY, FEBRUARY 07, 2018

CLOSES ON MONDAY, FEBRUARY 12, 2018

ASBA*	Simple, Safe, Smart way of Application- Make use of it !!!	* Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.	Mandatory in Public Issues from January 01, 2016 No cheques will be accepted.

PLEASE NOTE THAT IN ACCORDANCE WITH THE PROVISIONS OF SEBI CIRCULAR BEARING NUMBER CIR/CFD/POLICYCELL/11/2015 DATED NOVEMBER 10, 2015, ALL APPLICANTS SHALL MANDATORILY INVEST THROUGH ASBA PROCESS.

PROMOTERS OF OUR COMPANY: MR. ATUL MEHRA, MRS. SONIA MEHRA AND MR. PREM NANDAN MEHRA

LISTING: The Equity Shares offered through this Prospectus are proposed to be listed on the SME Platform of BSE Limited ("BSE"). Our Company has received an in-principle approval letter dated January 17, 2018 from BSE Limited for using its name in this Offer Document for listing of our Equity Shares on the SME Platform of BSE. For the purpose of this Issue, the Designated Stock Exchange will be the BSE Limited ("BSE").

DISCLAIMER CLAUSE OF SEBI: Since the Issue is being made in terms of Chapter XB of the SEBI (ICDR) Regulations 2009, the Draft Offer Document was not filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However investors may refer to the entire Disclaimer Clause of SEBI beginning on page no. 190 of the Prospectus.

DISCLAIMER CLAUSE OF NSE (DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by BSE Limited ("BSE") should not in any way be deemed or construed that the Prospectus has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus on Page No. 195 for the full text of the Disclaimer Clause of BSE.

IPO GRADING: Since the Issue is being made in terms of Chapter XB of the SEBI (ICDR) Regulations, there is no requirement of appointing an IPO Grading agency.

ADDITIONAL INFORMATION AS REQUIRED UNDER SECTION 30 OF THE COMPANIES ACT, 2013

MAIN OBJECTS AS PER MEMORANDUM OF ASSOCIATION OF THE COMPANY: The object clauses of the Memorandum of Association of our Company enable us to undertake the activities for which the funds are being raised in the present Issue. Furthermore, the activities of our Company which we have been carrying out until now are in accordance with the objects of the Memorandum. The objects of our Company are:

1. To carry on the business of manufactures, repackers, formulaters, franchise holders, stockists, agents, importers, exporters, consignors, merchants and dealers of all types of food concentrates, instant food mixes, food compounds, ghee, baby food and all milk products, including skim milk powder and other materials, which may be used as food excluding or with other modifications or additions and all other food stuffs or products.
2. To manufacture, process, prepare, can, bottle, buy, sell and deal whether as retailers or wholesaler, exporter or importers, or as agents in food, egg, poultry vegetables and processed food, agro products, oils of every description for human or animal consumption.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: Authorised share capital of ₹ 24,00,00,000 divided into 2,40,00,000 Equity Shares of face value of ₹ 10 each, issued, subscribed and paid up share capital prior to issue is ₹ 15,00,00,000 divided into 1,50,00,000fully paid up Equity Shares of face value of ₹ 10 each, proposed post issue paid up share capital ₹ 20,43,00,000 divided into 2,04,30,000 shares of ₹ 10 each.

LIABILITY OF MEMBERS: The Liability of the members of the Company is limited.

SIGNATORIES TO MOA AND SHARES SUBSCRIBED:

ORIGINAL SIGNATORIES			CURRENT PROMOTERS		
Name of the shareholder	Face Value (₹)	No. of shares	Name of the shareholder	Face Value (₹)	No. of shares
Mr. Atul Mehra	100	10	Mr. Atul Mehra	10	14,79,000
Mr. Prem Nandan Mehra	100	10	Mrs. Sonia Mehra	10	1,35,00,000
			Mr. Prem Nandan Mehra	10	15,000
	Total	20		Total	1,49,94,000

CORRIGENDUM TO THE PROSPECTUS DATED JANUARY 24, 2018

Price Band and Spreads: SEBI Circular bearing reference no: CIR/MRD/DP/ 02/2012 dated January 20, 2012, has laid down that for issue size up to Rs. 250 Crores, the applicable price bands for the first day shall be:

- In case equilibrium price is discovered in the Call Auction, the price band in the normal trading session shall be 5% of the equilibrium price.
- In case equilibrium price is not discovered in the Call Auction, the price band in the normal trading session shall be 5% of the issue price.
- Additionally, the trading shall take place in TFT segment for first 10 days from commencement of trading. The following spread will be applicable on the BSE SME Exchange / Platform.

Sr. No.	Market Price Slab (in ₹)	Proposed Spread (in % of Sale Price)
1.	Upto 50	9
2.	50 to 75	8
3.	75 to 100	6
4.	Above 100	5

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
MARK **MARK CORPORATE ADVISORS PVT. LTD.** 404/1, The Summit Business Bay, Sant Janabai Road (Service Lane), Off W. E. Highway, Vile Parle (East), Mumbai - 400 057. **Tel. No.:** +91 22 2612 3207/08 **Email:** smeipo@markcorporateadvisors.com **Investor Grievance Email:** investorgrievance@markcorporateadvisors.com **CIN:** U67190MH2008PTC181996 **Contact Person :** Mr. Manish Gaur **SEBI Registration No :** INM000012128	BSS **BIGSHARE SERVICES PVT. LTD.** 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Andheri East, Mumbai – 400 059. **Tel. No.:** +91 – 22 – 62638200 **Email :** ipo@bigshareonline.com **Website :** www.bigshareonline.com **Investor Grievance Email:** investor@bigshareonline.com **Contact Person :** Mr. Ashok S Shetty **SEBI Registration No. :** INR000001385	**Ms. Nishi** **TASTY DAIRY SPECIALITIES LIMITED** G-6, 12/483, Ratandham McRobert Ganj, Kanpur-208001, Uttar Pradesh **Telefax No.:** +91 512 2551643 **E-Mail :** cs@tastydairy.com **Website :** www.tastydairy.com **Investors may contact the Compliance Officer and/or the Registrar to the Issue and/or the Lead Manager to the Issue in case of any Pre-Issue or Post-Issue related matter such as non-receipt of letters of Allotment, credit of allotted Equity Shares in the respective beneficiary account, unblocking of amount in ASBA etc**

AVAILABILITY OF PROSPECTUS: Investors should note that Investment in Equity Shares involves a degree of risk and investors are advised to refer to the Prospectus and the Risk Factors contained therein, before applying in the Issue. Full copy of the Prospectus shall be available at the website of SEBI at www.sebi.gov.in; the website of Stock Exchange at www.bseindia.com , the website of Lead Manager at www.markcorporateadvisors.com and the website of the Issuer Company at www.tastydairy.com.

AVAILABILITY OF APPLICATION FORMS: Application forms can be obtained from the Stock Exchanges, Issuer Company: Tasty Dairy Specialities Limited, Lead Manager: Mark Corporate Advisors Private Limited, Banker to the Issue, Stock Brokers, Registrar to Issue and Share Transfer Agents, Depository Participants. Application Forms can also be downloaded from the website of Stock Exchange at www.bseindia.com and the list of SCSBs available on the website of SEBI at www.sebi.gov.in

APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors shall apply through the ASBA process. The investors are required to fill the ASBA form and submit the same to their banks. The SCSB will block the amount in the account as per the authority contained in ASBA form. On allotment, amount will be unblocked and account will be debited only to the extent required to be paid for allotment of shares. Hence, there will be no need of refund.

For more details on the ASBA process, please refer to the details given in application forms and Abridged Prospectus and also please refer to the section "Issue Procedure" on page 210 of the Prospectus.

BANKER TO THE ISSUE: IDFC Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Prospectus dated January 24, 2018.

For **TASTY DAIRY SPECIALITIES LIMITED**
On Behalf of the Board of Directors
Sd/-
Chairman and Whole Time Director

Place: Kanpur
Date: February 01, 2018

Tasty Dairy Specialities Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make a Public Issue of its Equity Shares and has filed the Prospectus with the Registrar of Companies, Kanpur, Uttar Pradesh. The Prospectus shall be available on the website of SEBI at www.sebi.gov.in, the website of the Lead Manager at www.markcorporateadvisors.com, the website of the BSE i.e. www.bseindia.com, and website of the Issuer Company at www.tastydairy.com. Applicants should note that investment in equity shares involves a high degree of risk and for details relating to the same, see the Prospectus, including, the section titled "Risk Factors" beginning on page no. 14 of the Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be offered within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be offered (i) in the United States only to "qualified institutional buyers", as defined in Rule 144A of the Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulation S under the Securities Act and in compliance with the applicable laws of the jurisdiction where those offers occur.

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