



**SECMARK CONSULTANCY LIMITED**  
(Formerly known as “SecMark Consultancy Private Limited”)  
Corporate Identification Number: U67190MH2011PLC220404

Our Company was originally incorporated as a private limited company under the Companies Act, 1956 in the name and style of “SecMark Consultancy Private Limited” bearing Corporate Identification Number: U67190MH2011PTC220404 dated August 03, 2011 issued by the Registrar of Companies, Mumbai, Maharashtra. Subsequently, our Company was converted into public limited company pursuant to a shareholders’ resolution passed at an Extra-Ordinary General Meeting held on January 28, 2020, and name of our Company was changed to “SecMark Consultancy Limited” and fresh Certificate of Incorporation dated March 02, 2020, was issued by Registrar of Companies, Mumbai, Maharashtra. The Corporate Identification Number of our Company is U67190MH2011PLC220404. For further details of incorporation, change of name and Registered Office of our Company, please refer to section titled ‘History and Certain Other Corporate Matters’ beginning on page 105 of the Prospectus.

**PUBLIC ISSUE OF UPTO 11,14,000 EQUITY SHARES OF FACE VALUE OF ₹10.00 EACH (“EQUITY SHARES”) OF SECMARK CONSULTANCY LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹125.00 PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO ₹1503.90 LAKHS (“THE ISSUE”) OF WHICH 56,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH FOR CASH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 125.00 PER EQUITY SHARE AGGREGATING TO ₹ 75.60 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION i.e. ISSUE OF 10,58,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH AT A PRICE OF ₹ 135.00 PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ 125.00 PER EQUITY SHARE AGGREGATING TO ₹ 1428.30 LAKHS IS HEREINAFTER REFERRED TO AS THE “NET ISSUE”. THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.01% AND 25.65% 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 certain key rules, processes and procedures applicable to public issues in accordance with the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956 (“SCRA”), the Securities Contracts (Regulation) Rules, 1957 (“SCRR”), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) (as amended from time to time). Applicants should not construe the contents of this General Information Document as legal advice and should consult their own legal counsel and other advisors in relation to the legal matters concerning the Issue. For taking an investment decision, the Applicants should rely on their own examination of the Issuer and the Issue, and should carefully read the Prospectus before investing in the Issue.*

*SEBI through its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 has proposed to introduce an alternate payment mechanism using Unified Payments Interface (“UPI”) and consequent reduction in timelines in a phased manner. From January 1, 2019, the UPI mechanism for RIIs applying through Designated Intermediaries will be made effective along with the existing process*

*and existing timeline of T+6 days. The same will continue for a period of three months or launch of five main board public issues, whichever is later (“UPI Phase I”). Thereafter, for application by RIIs through Designated Intermediaries, the existing process of physical movement of forms from Designated Intermediaries to SCSBs for blocking of funds will be discontinued and only the UPI mechanism with existing timeline of T+6 days will continue for a period of three months or launch of five main board public issues, whichever is later (“UPI Phase II”). Subsequently, the final reduced timeline will be made effective using the UPI mechanism for applications by RIIs (“UPI Phase III”), as may be prescribed by SEBI.*

**Important Note:**

**This General Information Document relates to the Public Issue of 11,14,000 Equity Shares of Rs. 10.00 each fully paid of SecMark Consultancy Limited (“the Issuer”, "Issuer Company", “the Company”, “our Company”) for Cash at a Price of Rs. 135.00 Per Equity Share in Terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 (as amended from time to time), under the Fixed Price method and are proposed to be listed on the SME Platform of BSE Limited (“BSE SME”).**

**Accordingly, the Investors are advised to refer to the particulars of this GID in context of Fixed Price Issue being made under Chapter IX of the SEBI (ICDR) Regulations, 2018 (as amended from time to time).**

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## **SECTION 1: PURPOSE OF THE GENERAL INFORMATION DOCUMENT**

This document is applicable to the public issues undertaken through the Fixed Price Issue. 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 ICDR Regulations.

Applicants should note that investment in equity and equity related securities involves risk and Applicant should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. The specific terms relating to securities and/ or for subscribing to Equity Shares in an Issue and the relevant information about the Issuer undertaking the Issue are set out in the Prospectus filed by the Issuer with the Registrar of Companies, Mumbai, Maharashtra (“**RoC**”). Applicants should carefully read the entire Prospectus, the Application Form and the abridged prospectus of the Issuer in which they are proposing to invest through the Issue. In case of any difference in interpretation or conflict and/ or overlap between the disclosure included in this document and the Prospectus, the disclosures in the Prospectus shall prevail. The Prospectus of the Issuer is available on the websites of stock exchange [www.bseindia.com/](http://www.bseindia.com/) on the website of the Lead Manager to the Issue at [www.indorient.in](http://www.indorient.in), website of the Issuer [www.secmark.in](http://www.secmark.in) and on the website of 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 under Chapter IX of SEBI (ICDR) regulation 2018, an Issuer is inter-alia required to comply with the eligibility requirements of in terms of Regulation 228, Regulation 229 and Regulation 230 of the ICDR Regulations. For details of compliance with the eligibility requirements by the Issuer Applicants may refer to the Prospectus.

The present Issue being made under Regulation 229 (1) of Chapter IX of ICDR Regulation.

### **2.2 Other Eligibility Requirements**

In addition to the eligibility requirements specified in paragraphs 2.1, an Issuer proposing to undertake an IPO is required to comply with various other requirements as specified in the ICDR Regulations, the Listing Regulations, the Companies Act, 2013 (to the extent notified and in effect), the SCRR, industry-specific regulations, if any, and other applicable laws for the time being in force.

Following are the eligibility requirements for an IPO in SME platform of BSE under Chapter IX of ICDR Regulation:

- i) In accordance with Regulation 260 of ICDR Regulation, Issue has to be 100% underwritten and the Lead Manager has to underwrite at least 15% of the total issue size.
- ii) In accordance with regulation 268 of ICDR Regulation, total number of proposed Allottees in the Issue shall be greater than or equal to 50, otherwise the entire Application Amount will be unblocked forthwith. If such money is not repaid within 8 days from the date our Company

becomes liable to repay it, than our Company and every officer in default shall, on and from expiry of 8 days, be liable to repay such Application Amount, with interest as prescribed under Section 40 of the Companies Act, 2013.

- iii) In terms of Regulation 246 (1) of the ICDR Regulations, a copy of the Prospectus will be filed with the SEBI through the Lead Manager immediately upon filing of the Prospectus with the Registrar of Companies.

However, as per Regulation 246 (2) of the ICDR Regulations, SEBI shall not issue any observation on the Prospectus.

Further, in terms of Regulation 246 (3) of the ICDR Regulations, the Lead Manager will also submit a due diligence certificate as per format prescribed by SEBI along with the Prospectus to SEBI.

Further, in terms of Regulation 246 (4) of the ICDR Regulations, the Prospectus will be displayed from the date of filing in terms of sub-regulation (1) on the website of SEBI, the Lead Manager and the BSE SME.

Moreover, in terms of Regulation 246 (5) of the ICDR Regulations, a copy of this Draft Prospectus and Prospectus shall also be furnished to SEBI in a soft copy.

- iv) In accordance with Regulation 261 of the ICDR Regulation, the Lead Manager has to ensure compulsory market making for a minimum period of 3 years from the date of listing of Equity Shares offered in the Issue.
- v) Our Company should be incorporated under the Companies Act.
- vi) The post-Issue paid up capital of our Company (face value) shall not be more than ₹2,500.00 Lakhs.
- vii) Our Company should have positive net-worth.
- viii) Our Company should have net tangible assets of at least ₹300.00 Lakhs as per the latest audited financial results
- ix) Our Company should have a track record of at least 3 years.
- x) Our Company should have combined positive cash accruals (earnings before depreciation and tax) from operations for at least 2 Financial Years preceding the Application and its net worth should be positive.
- xi) Our Company should have a website.
- xii) It is mandatory for our Company to facilitate trading in demat securities and enter into an agreement with both the Depositories.
- xiii) There should not be any change in the Promoters of our Company in preceding 1 year from date of filing the application to BSE for listing under SME segment.
- xiv) Our Company should not have been referred to Board for Industrial and Financial Reconstruction.
- xv) No petition for winding up is admitted by a court or a liquidator has not been appointed of competent jurisdiction against our Company.

xvi) No material regulatory or disciplinary action should have been taken by any stock exchange or regulatory authority in the past 3 years against the Issuer.

Issuer shall also comply with all the other requirements as laid down for such an Issue under Chapter IX of SEBI (ICDR) Regulations 2018 and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

Thus, the Company is eligible for the Issue in accordance with Regulation 229 (1) and other provision of Chapter IX of ICDR Regulations, as the post-Issue face value capital does not exceed ₹1,000.00 Lakhs. Company also complies with the eligibility conditions laid by the SME Platform of BSE for listing of our Equity Shares.

### **2.3 Types of Public Offers – Fixed Price Offers and Book Built Offers**

In accordance with the provisions of the ICDR Regulations, an Issuer can either determine the Issue Price through the Book Building Process (“**Book Built Offer**”) or undertake a Fixed Price Issue (“**Fixed Price Issue**”).

The Issuer shall announce the Issue Price through an advertisement in all newspapers in which the Issue advertisement was given at least 2 Working Days before the Issue Opening Date, in case of an IPO and determine the Issue Price at a later date before registering the Prospectus with the Registrar of Companies.

The Issue Price cannot be lesser than the face value of the Equity Shares.

Applicants should refer to the Draft Prospectus/Prospectus or Issue advertisements to check whether the Issue is a Book Built Offer or a Fixed Price Issue.

The present Issue is a Fixed Price Issue.

### **2.4 Issue Period**

The Issue shall be kept open for a minimum of 3 Working Days (for all categories of Applicants) and not more than 10 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 the Stock Exchange.

In case of force majeure, banking strike or similar circumstances, the Issuer may, for reasons to be recorded in writing, extend the bidding (Issue) period for a minimum period of 3 Working Days, subject to the total Issue Period not exceeding 10 Working Days.

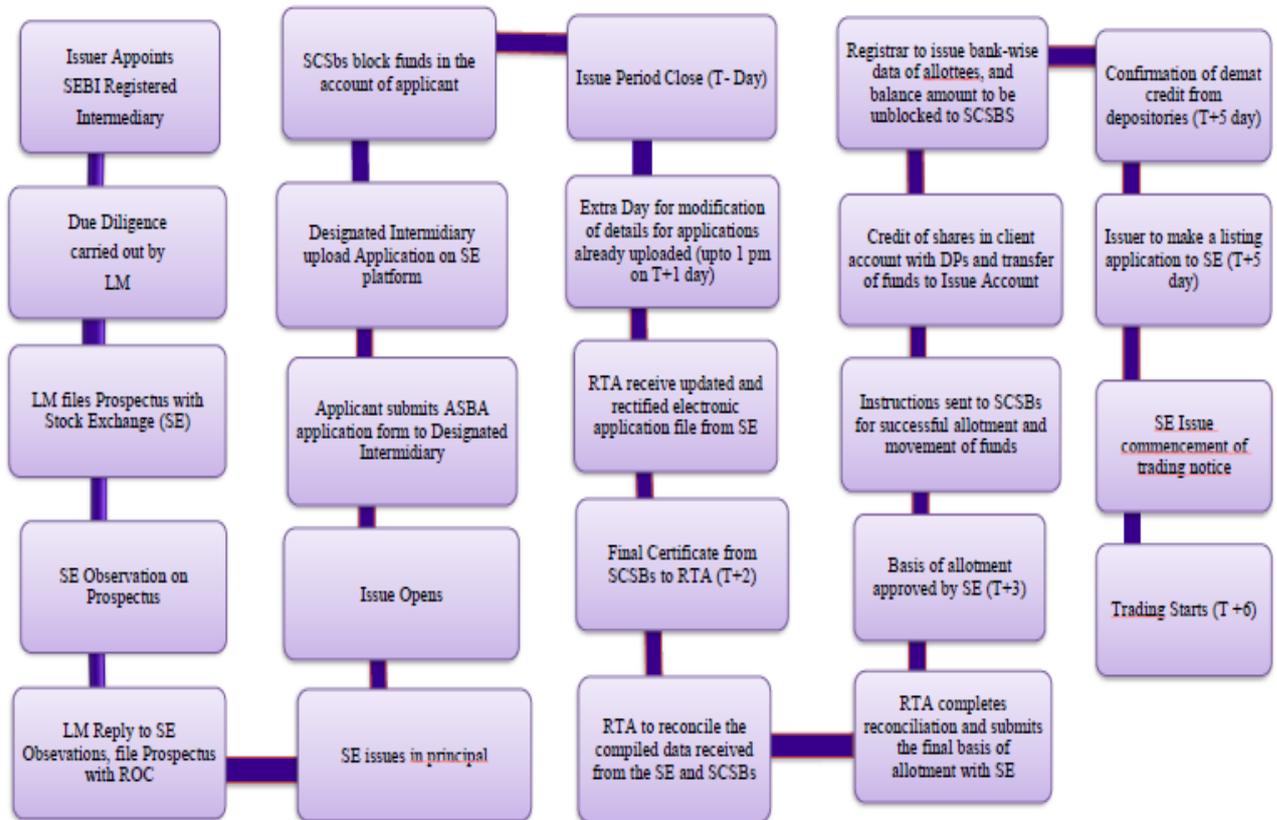
### **2.5 Migration to Main Board**

SME Issuer may migrate to the main board of stock exchange from the SME platform of BSE at a later date in accordance with Regulation 277 of the ICDR Regulations mentioned below:

An issuer, whose specified securities are listed on a SME Exchange and whose post-issue face value capital is more than ₹ 1,000.00 Lakhs and up to ₹ 2,500.00 Lakhs, may migrate its specified securities to the main board of the stock exchanges if its shareholders approve such a migration by passing a special resolution through postal ballot to this effect and if such issuer fulfils the eligibility criteria for listing laid down by the Main Board:

Provided that the special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

## 2.6 Flowchart of Timelines



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

*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 or in specific sectors as specified under applicable law. Applicants are requested to refer to the Prospectus for more details.

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

- Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, in single or joint names (not more than 3);
- Applications belonging to an account for the benefit of a minor (under guardianship);
- 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 may be considered at par with Applications from individuals;
- Companies, corporate bodies and societies registered under applicable law in India and authorised to hold and invest in Equity Shares under their respective constitutional and charter documents;
- QIBs;
- Eligible NRIs on a repatriation basis or on a non-repatriation basis subject to applicable law. NRIs other than

- Eligible NRIs are not eligible to participate in this Issue;
- Indian Financial Institutions, regional rural banks, co-operative banks (subject to RBI regulations and the ICDR Regulations and other laws, as applicable);
- FPIs other than FPIs which are individuals, corporate bodies and family offices Bidding under the QIBs category;
- FPIs which are individuals, corporate bodies and family offices, Bidding under the NIIs category;
- Trusts/ societies registered under the Societies Registration Act, 1860, as amended or under any other law relating to trusts/ societies and who are authorised under their respective constitutions to hold and invest in Equity Shares;
- Scientific and or Industrial Research Organizations authorized to invest in Equity Shares;
- National Investment Fund set up by resolution no. F. No. 2/3/2005-DD-II dated November 23, 2005 of the GoI published in the Gazette of India;
- Limited liability partnerships registered under the Limited Liability Partnership Act, 2008 and authorized to invest in Equity Shares; and
- Any other person eligible to apply in the Issue, under the laws, rules, regulations, guidelines and policies applicable to them and under Indian laws; and

Application should not be made by:

- Minors (Except under guardianship);
- Partnership firms or their nominees;
- Foreign Nations (Except NRIs); and
- As per the existing regulations, OCBs are not allowed to participate in an issue.

#### SECTION 4: APPLYING IN THE ISSUE

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

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

Category	Color of the Application Form
Resident Indian, Eligible NRIs applying on a non repatriation basis	White
NRIs applying on a repatriation basis, FPIs	Blue

*Please note that in terms of Regulation 256 of the SEBI (ICDR), 2018 read with SEBI Circular CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, all the Applicants applying in this Issue shall use only Application Supported by Blocked Amount (ASBA) facility for making payment i.e. just writing their bank account numbers and authorizing the banks to make payment in case of Allotment by signing the Application Forms. As an alternate payment mechanism, Unified Payments Interface (UPI) has been introduced (vide SEBI Circular Ref: SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018) as a payment mechanism in a phased manner with ASBA for applications in public issues by retail individual investors through intermediaries (Syndicate members, Registered Stock Brokers, Registrar and Transfer agent and Depository Participants.*

*Applicants are advised to carefully refer SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018 and SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 for the procedure to be followed for applying through UPI. Retail Individual Investors have to apply through UPI mechanism. Retail Individual Investors whose bank is not live on UPI as on the date of this circular, may use the other alternate channels available to them viz. submission of application*



## Application Form – For Non-Residents

<b>COMMON BID CUM APPLICATION FORM</b>	<b>XYZ LIMITED - INITIAL PUBLIC OFFER - NR</b> Corporate Identity Number: ..... Registered office: ..... Tel: ..... Fax: ..... Corporate office: ..... Contact Person: ..... Company Secretary and Compliance Officer, Tel: ..... Fax: ..... E-mail: ..... Website: .....	FOR NON-RESIDENTS, INCLUDING ELIGIBLE NRI APPLICING ON A REPATRIATION BASIS, FPIs, FVCI AND REGISTERED MULTI LATERAL AND BI LATERAL DEVELOPMENT FINANCIAL INSTITUTIONS ETC.
LOGO	To, The Board of Directors XYZ LIMITED	Bid cum Application Form No. _____ 100% BOOK BUILT OFFER ISIN : XXXXXXXXXX
SYNDICATE MEMBER'S STAMP & CODE	REGISTERED BROKER/SCSB/CDP/RTA STAMP & CODE	<b>1. NAME &amp; CONTACT DETAILS OF SOLE / FIRST BIDDER</b> Mr./Ms./M/s. _____ Address _____ _____ _____ Email _____ Tel. No. (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	<b>2. PAN OF SOLE / FIRST BIDDER</b> _____
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	<b>3. BIDDER'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
Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)	Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures only)
Option 1	8 7 6 5 4 3 2 1	Bid Price    Retail Discount    Net Price    "Cut-off" (Please tick)
(OR) Option 2	8 7 6 5 4 3 2 1	Bid Price    Retail Discount    Net Price    "Cut-off" (Please tick)
(OR) Option 3	8 7 6 5 4 3 2 1	Bid Price    Retail Discount    Net Price    "Cut-off" (Please tick)
<b>5. CATEGORY</b> <input type="checkbox"/> Retail Individual Bidder <input type="checkbox"/> Non-Institutional Bidder <input type="checkbox"/> QIB		<b>6. INVESTOR STATUS</b> <input type="checkbox"/> NRI Non-Resident Indian(s) (Repatriation basis) <input type="checkbox"/> FVCI Foreign Venture Capital Investor <input type="checkbox"/> FPI Foreign Portfolio Investor, other than foreign portfolio investors which are individuals, corporate bodies and family offices <input type="checkbox"/> RBMI Registered Bilateral and Multi Lateral Development Financial Institutions <input type="checkbox"/> OTH Others (Please Specify)
<b>7. PAYMENT DETAILS [IN CAPITAL LETTERS]</b> Amount blocked (₹ in figures) _____ (₹ in words) _____ ASBA Bank A/c No. _____ Bank Name & Branch _____ OR UPI ID (Maximum 45 character) _____		PAYMENT OPTION : <input checked="" type="checkbox"/> FULL PAYMENT <input type="checkbox"/> PART PAYMENT
I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC OFFERS ("GID") AND HEREBY AGREE AND CONFIRM THE "BIDDER'S UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.		
<b>8A. SIGNATURE OF SOLE/ FIRST BIDDER</b> _____ Date : _____	<b>8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)</b> I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer. 1) _____ 2) _____ 3) _____	SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)
LOGO	<b>XYZ LIMITED</b> <b>INITIAL PUBLIC OFFER - NR</b>	Acknowledgement Slip for Syndicate Member / Sub Syndicate / Registered Broker / SCSB / CDP / RTA Bid cum Application Form No. _____
DPID / CLID	ASBA Bank A/c No./UPI Id	PAN of Sole / First Bidder
Amount blocked (₹ in figures)	ASBA Bank A/c No./UPI Id	Stamp & Signature of SCSB Branch
Bank Name & Branch	Received from Mr./Ms./M/s. _____	Telephone / Mobile _____ Email _____
Option 1	Option 2	Option 3
No. of Equity Shares	Bid Price	Amount Blocked (₹ in figures)
ASBA Bank A/c No./UPI Id	Bank Name & Branch	Stamp & Signature of Syndicate Member / Sub Syndicate / Registered Broker / SCSB / CDP / RTA
Important Note : Application made using third party UPI or ASBA Bank A/c are liable to be rejected.		Name of Sole / First Bidder _____ <b>Acknowledgement Slip for Bidder</b> Bid cum Application Form No. _____

### 4.1.1. Field Number 1: Name and Contact Details of the Sole/ First Applicant

- (a) Applicants should ensure that the name provided in this field is exactly the same as the name in

which the Depository Account is held.

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

*“Any person who:*

- (a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or*
  - (b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or*
  - (c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,*
- shall be liable for action under Section 447.”*

The liability prescribed under Section 447 of the Companies Act, 2013 includes imprisonment for a term which shall not be less than 6 months extending up to 10 years (provided that where the fraud involves public interest, such term shall not be less than 3 years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount.

- (e) **Nomination Facility to Applicant:** Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. For Allotment of the Equity Shares in dematerialized form, there will be no separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Applicants should inform their respective DP.

#### **4.1.2.Field Number 2: PAN 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 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 PAN 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 beneficial 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 the PAN, 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 any correspondence(s) related to the 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: Price, Application Quantity and Application Amount**

- (a) The Issuer may mention an Issue Price in the Prospectus. However, a Prospectus filed with RoC contains one price.
- (b) Maximum and Minimum Application Size

##### **For Retail Individual Investors**

The Application must be for a minimum of 1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter, at an Issue Price.

Applications by Retail Individual Investors must be for such number of Equity Shares so as to ensure that the Application Amount, payable by the Applicant does not exceed ₹2.00 Lakhs, they can make an Application for maximum one lot i.e. 1,000 Equity Shares.

##### **For Other Applicants (Non-Institutional Applicants and QIBs)**

The Application must be for a minimum of such number of Equity Shares that the Application

Amount exceeds ₹ 2,00,000 and in multiples of 1,000 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 ₹ 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 Application should submit only one Application Form. Submission of a second Application Form to either the same or to another Designated Intermediary and duplicate copies of Application Forms bearing the same Application number shall be treated as multiple Applications and are liable to be rejected.

- (i) Applicants are requested to note the following procedures may be followed by the Registrar to the Issue to detect multiple Applications:
  - (a) All Applications may be checked for common PAN as per the records of the Depository. For Applicants other than Mutual Funds and FPIs which utilise the multi investment manager structure of the same beneficial owner as provided under Regulation 20 (4)(d)(xiii) of the SEBI Foreign Portfolio Regulations, 2019, Applicants bearing the same PAN may be treated as multiple Applications by an Applicant and may be rejected.
  - (b) For Applications from Mutual Funds and FPIs that utilise the multi investment manager structure, 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. Such Applications which have the same DP-ID and Client-ID may be treated as multiple Applications and are liable to be rejected.
- (ii) The following Applications may not be treated as multiple Applications:
  - (a) 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.
  - (b) Applications by Mutual Funds submitted with the same PAN but with different beneficiary account numbers, Client-IDs and DP-IDs.
  - (c) Applications by following FPIs, submitted with the same PAN but with different beneficiary account numbers, Client-IDs and DP-IDs:
    - FPIs which utilise the multi investment manager structure;
    - Offshore Derivative Instruments (ODI) which have obtained separate FPI registration for ODI and proprietary derivative investments;
    - Sub funds or separate class of investors with segregated portfolio who obtain separate FPI registration;
    - FPI registrations granted at investment strategy level/sub fund level where a Collective Investment Scheme or fund has multiple investment strategies/sub- funds with identifiable differences and managed by a single investment manager;
    - Multiple branches in different jurisdictions of foreign bank registered as FPIs;
    - Government and Government related investors registered as Category I FPIs;
    - Entities registered as Collective Investment Scheme having multiple share classes;
    - The bids belonging to the aforesaid seven structures and having same PAN may be collated and identified as a single bid in the bidding process. The shares allotted in the bid may be proportionately distributed to the applicant FPIs (with same PAN).

#### **4.1.5. Field Number 5: Category of Applicants**

- (a) The categories of Applicants identified as per the ICDR Regulations 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 Equity Shares applied for).
- (b) An Issuer can make reservation for certain categories of Applicants as permitted under the ICDR Regulations. For details of any reservations made in the Issue, Applicants may refer to the Prospectus.
- (c) The ICDR Regulations, specify the allocation or Allotment that may be made to various categories of Applicants in an Issue depending upon compliance with the eligibility conditions. Details pertaining to allocation are disclosed on reverse side of the Revision Form. For Issue specific details in relation to allocation Applicant may refer to the Prospectus.

#### **4.1.6. Field Number 6: Applicant 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 Number 7: Payment Details**

- (a) Applicants are required to enter either the ASBA Bank account details or the UPI-ID in this field. In case the Applicant doesn't provide any of the ASBA Bank account details or the UPI-ID then the Application would be rejected. For Application submitted to Designated Intermediaries (other than SCSBs), Applicants providing both, the ASBA Bank account details as well as the UPI-ID, the UPI-ID will be considered for processing of the Application.
- (b) All Applicants are required to make use of ASBA for applying in the Issue.
- (c) RIIs submitting their applications through Designated Intermediaries (other than SCSBs) can participate in the Offer only through the UPI mechanism, using their UPI ID linked with their bank account. RIIs applying in the Offer through the UPI mechanism shall ensure that the name of the bank, with which the RII maintains his account, appears in the list of SCSBs displayed on the SEBI website, which are live on UPI. RIIs shall also ensure that the name of the mobile application and the UPI handle being used for making the application in the Offer are also appearing in the "list of mobile applications for using UPI in public issues" displayed on the SEBI website. NRIs applying in the Offer through the UPI mechanism are advised to enquire with the relevant Bank, whether their account is UPI linked, prior to making such application through Channel III.
- (d) Application Amount cannot be paid in cash, cheque or demand drafts through money order or through postal order or through stock invest.

#### 4.1.7.1. Payment instructions for Applicants

- (a) **RIIs applying through Designated Intermediaries** should note that with the introduction of UPI as a payment mechanism, there are three channels of making applications in public issues available to them in UPI Phase II (i.e., from July 1, 2019 until March 31, 2020). The three channels for making applications in public issues available to RIIs bidding through Designated Intermediaries are as follows:

Channel I	Channel II	Channel III
RIIs may submit the Application Form with ASBA as the sole mechanism for making payment either physically (at the branch of the SCSB) or online. For such Applications the existing process of uploading the Application and blocking of funds in the RIIs account by the SCSB would continue.	RIIs may submit the Application Form online using the facility of linked online trading, demat and bank account (3-in-1 type accounts) provided by some of the brokers.	RIIs may submit the Application Form with any of the Designated Intermediaries (other than SCSBs) and use his/her UPI ID for the purpose of blocking of funds.

RIIs applying in the Issue through UPI shall make such Applications only through the SCSBs/ mobile applications whose name appears on the SEBI website – [www.sebi.gov.in](http://www.sebi.gov.in) at the following path:

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

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

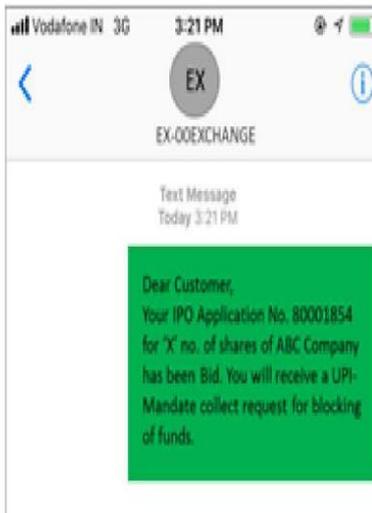
RIIs whose bank is not live on UPI may use the other alternate channels available to them, i.e., submission of application form with SCSB (Channel I) or using the facility of linked online trading, demat and bank account (Channel II).

NRIs applying in the Issue through the UPI mechanism are advised to enquire with the relevant Bank, whether their account is UPI linked, prior to making such application through Channel III.

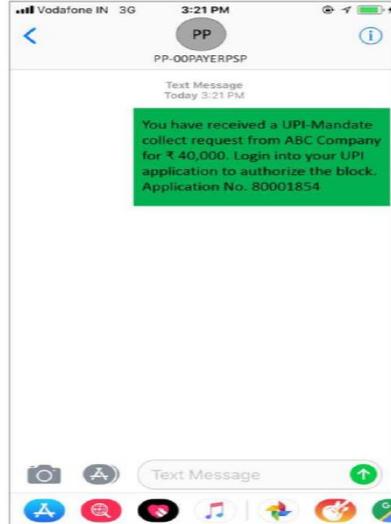
For UPI Phase III, RIIs will also have the option to use the same channels (as described above) for making applications in a public issue.

Please see below a graphical illustrative process of the investor receiving and approving the UPI Mandate Request.

**Illustrative SMS**



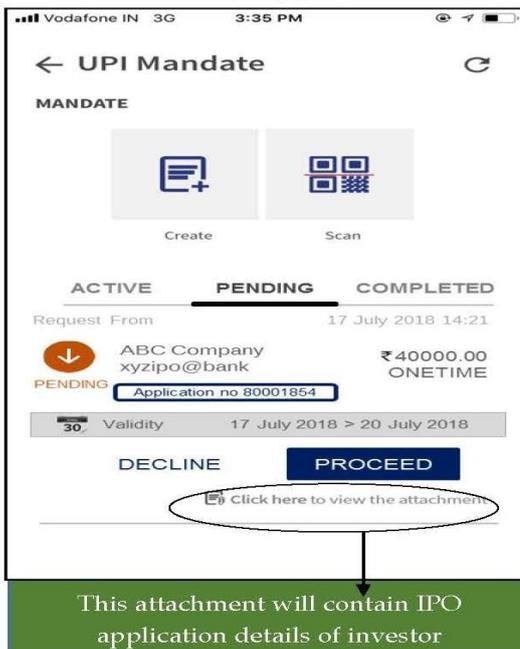
**Block request SMS to investor**



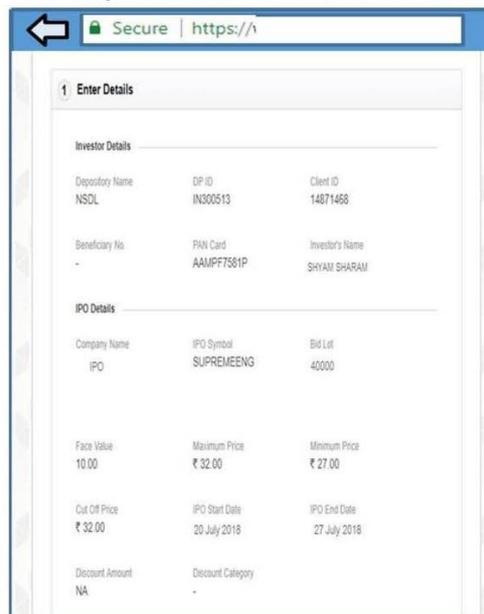
**Block request intimation through UPI application**



**1. Investor UPI application screen**



**2. Sample of IPO details in attachment**



### 3. Post verification of details above

**Create Mandate**

TO  
ABC Company  
xyzipo@bank **Verified Merchant**

Mandate Amount  
₹ 40000.00

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

Frequency  
**ONETIME**

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

Users account will be debited within validity period.

REMARKS  
Application no 80001834

[Click here to view the attachment](#)

**PROCEED**

### 4. Pre-confirmation page

Please check the below details as the amount will be **blocked** for the validity period and will be debited as per the mandate inputs. In case of non-execution of the Mandate, the amount will be unblocked

**Mandate Details**

To  
ABC Company  
xyzipo@bank

AMOUNT  
₹ 0000.00

FREQUENCY  
ONETIME

VALIDITY  
20 JULY 2018 to 27 JULY 2018

REMARKS  
Application no 80001834

**CANCEL** **CONFIRM**

- (b) **QIB and NII Applicant may submit the Application Form either**
- To SCSBs in physical or electronic mode through the internet banking facility offered by an SCSB authorizing blocking of funds that are available in the ASBA account specified in the Application Form, or
  - In physical mode to any Designated Intermediary.
- (c) Applicants must specify the Bank Account number or the UPI-ID (for RIIs applying using the UPI mechanism), as applicable, in the Application Form. The Application Form submitted by a Applicant and which is accompanied by cash, demand draft, cheque, money order, postal order or any mode of payment other than blocked amounts in the ASBA Account, may not be accepted.
- (d) Applicants should note that Application made using third party UPI-ID or ASBA Account is liable to be rejected.
- (e) NRIs applying in the Issue through the UPI mechanism are advised to enquire with the relevant Bank, whether their account is UPI linked, prior to making such application through Channel III.
- (f) Applicants shall note that for the purpose of blocking funds under ASBA facility clearly demarcated funds shall be available in the ASBA Account.
- (g) Applicants (other than RIIs applying through the non-UPI mechanism) should submit the Application Form only at the bidding centers, i.e. to the respective member of the Syndicate at the Specified Locations, the SCSBs, the Registered Broker at the Broker Centres, the CRTA at the Designated RTA Locations or CDP at the Designated CDP Locations. RIIs applying through the non-UPI mechanism should either submit the physical Application Form with the SCSBs or Designated Branches of SCSBs under Channel I or submit the Application Form online using the facility of 3-in1 type accounts under Channel II.
- (h) **Applicants (other than RIIs applying through the non-UPI mechanism) applying through Designated Intermediaries other than a SCSB**, should note that ASBA Forms submitted to such Designated Intermediary may not be accepted, if the SCSB where the ASBA Account, as specified in the Application Form, is maintained has not named at least one branch at that location for such Designated Intermediary, to deposit ASBA Forms.
- (i) **Applicants 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.

- (j) Upon receipt of the Application Form, the Designated Branch of the SCSB may verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form.
- (k) If sufficient funds are available in the ASBA Account, the SCSB may block an amount equivalent to the Application Amount mentioned in the Application Form and for Application directly submitted to SCSB by Applicant, may enter each Application Form into the electronic bidding system as a separate Application.
- (l) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB may not upload such Applications on the Stock Exchange platform and such Applications are liable to be rejected.
- (m) Upon submission of a completed Application Form each Applicant (not being a RII who has opted for the UPI mechanism and provided a UPI-ID with the Application Form) may be deemed to have agreed to block the entire Application Amount and authorized the Designated Branch of the SCSB to block the Application Amount specified in the Application Form in the ASBA Account maintained with the SCSBs. For details regarding blocking of Application Amount for RIIs who have provided a UPI-ID with the Application Form please refer to paragraph 4.1.7.4.
- (n) The Bid Amount may remain blocked in the aforesaid ASBA Account until finalisation of the Basis of Allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Offer Account, or until withdrawal or failure of the Offer, or until withdrawal or rejection of the Bid, as the case may be.
- (o) SCSBs bidding in the Issue must apply through an Account maintained with any other SCSB; else their Bids are liable to be rejected.

#### **4.1.7.2. Unblocking of ASBA Account**

- (a) Once the Basis of Allotment is approved by the Designated Stock Exchange, the Registrar to the Issue may provide the following details to the controlling branches of each SCSB or the Sponsor Bank, as the case may be, along with instructions to unblock the relevant ASBA Accounts and for successful applications transfer 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 ASBA Account to the Public Issue Account, for each Application, (iii) the date by which funds referred to in (ii) above may be transferred to the Public Issue Account and (iv) details of rejected/ partial/ non-allotment of ASBA Applications, if any, along with reasons for rejection and details of withdrawn or unsuccessful Applications, if any, to enable the SCSBs or the Sponsor Bank, as the case may be, to unblock the respective ASBA Accounts.
- (b) On the basis of instructions from the Registrar to the Issue, the SCSBs or the Sponsor Bank, as the case may be, may transfer the requisite amount against each successful Applicant to the Public Issue Account and may unblock the excess amount, if any, in the ASBA Account.
- (c) In the event of withdrawal or rejection of the Application Form and for unsuccessful Applications, the Registrar to the Issue may give instructions to the SCSB or to the Sponsor Bank to revoke the mandate and, as the case may be, to unblock the Application Amount in the relevant account within 4 Working Days of the Issue Closing Date.

**4.1.7.3. Additional Payment Instructions for RIIs bidding through Designated Intermediaries (other than SCSBs) using the UPI mechanism**

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

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

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

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

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

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

- (c) RIIs shall mention his / her UPI ID along with the Application details in the Application Form in capital letters and submit the Application Form to any of the Designated Intermediaries (other than SCSBs). It is clarified that if an RII submits a third party UPI-ID instead of his/her own UPI-ID in the Application Form, the Application is liable to be rejected.
- (d) The Designated Intermediary (other than SCSBs) upon receipt of the Application Form will upload the Application details along with UPI-ID in the Stock Exchange bidding platform.
- (e) Once the Application has been entered into the Stock Exchange bidding platform, the Stock Exchange will validate the PAN and Demat Account details of the RII with the Depository. The Depository will validate the aforesaid details on a real time basis and send a response to the Stock Exchange which will be shared by the Stock Exchange with the respective Designated Intermediary through its bidding platform, for corrections, if any.
- (f) Once the Application details have been validated by the Depository, the Stock Exchange will, on a continuous basis, electronically share the Application details along with the UPI-ID of the concerned RII with the Sponsor Bank appointed by the Issuer.
- (g) The Sponsor Bank will validate the UPI-ID of the RII before initiating the Mandate request.
- (h) The Sponsor Bank after validating the UPI-ID will initiate a UPI Mandate Request for valid UPI-ID on the RII which will be electronically received by the RII as an SMS / intimation on his / her mobile number / mobile app associated with the UPI-ID linked account. The RII shall ensure that the details of the Application are correct by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. Upon the authorization of the mandate using his/her UPI-PIN, an RII may be deemed to have verified the attachment containing the Application details of the RII in the UPI Mandate

Request and have agreed to block the entire Application Amount mentioned in the Application Form and subsequent debit in case of Allotment.

- (i) Upon successful validation of the block request by the RII, the said information would be electronically received by the RII's bank, where the funds, equivalent to the Application Amount would get blocked in the ASBA Account of the RII. Intimation regarding confirmation of such blocking of funds in the ASBA Account of the RII would also be received by the RII. Information on the block status request would be shared with the Sponsor Bank which in turn would share it with the Stock Exchange which in turn would share it with the Registrar in the form of a file for the purpose of reconciliation and display it on the Stock Exchange bidding platform for the information of the Designated Intermediary.
- (j) RIIs may continue to modify or withdraw the Application till the closure of the Issue Period. For each modification of the Application, the RII will submit a revised Application and will receive a UPI Mandate Request from the Sponsor Bank to be validated as per the process indicated above.
- (k) RIIs to check the correctness of the details on the mandate received before approving the Mandate Request.
- (l) Post closure of the Issue, the Stock Exchange will share the Application details with the Registrar along with the final file received from the Sponsor Bank containing status of blocked funds or otherwise, along with the ASBA Account details with respect to Applications made by RIIs using UPI ID.

#### **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) The signature has to be correctly affixed in the authorization/ undertaking box in the Application Form, or an authorisation has to be provided to the SCSB or using the UPI to the Sponsor Bank, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Amount mentioned in the Application Form.
- (c) Applicants must note that an 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 Slip or the acknowledgement number duly signed and stamped by a Designated Intermediary, 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, unblocking of funds, the Applicants should contact the Registrar to the Issue.
  - ii. In case of Applications submitted to the Designated Branches of the SCSBs, the Applicants should contact the relevant Designated Branch of the SCSB.
  - iii. In case of queries relating to uploading of Syndicate ASBA Applications, the Applicants should contact the relevant Syndicate Member.
  - iv. In case of queries relating to uploading of Applications by a Designated Intermediary, the Applicants should contact the relevant Designated Intermediary.
  - v. In case of queries relating to uploading of Applications through the UPI Mechanism, the

Applicants should contact the Designated Intermediary/Lead Manager.

- vi. Applicant may contact the Company Secretary and Compliance Officer or Lead Manager in case of any other complaints in relation to the Issue.
  
- (c) The following details (as applicable) should be quoted while making any queries –
  - i. Full name of the sole or First Applicant, Application Form number, Applicants' DP-ID, Client-ID, PAN, number of Equity Shares applied for, amount paid on Application.
  - ii. Name and address of the Designated Intermediary, where the Application was submitted along with the Acknowledgment Slip from Designated Intermediary or
  - iii. Applications, ASBA Account number or the UPI-ID (for RIIs who make the payment of Application Amount through the UPI mechanism) linked to the ASBA Account where the Application Amount was blocked.

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

#### **4.2. Instructions for filing the Revision Form**

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

A sample revision form is reproduced below:



#### 4.2.2. Field 4 & 5: Application Revision ‘From’ and ‘To’

- (a) Apart from mentioning the revised options in the Revision Form, the Applicant must also mention the details of Equity Shares applied in his or her Application Form or earlier Revision Form. For example, if a Applicant has applied for three options in the Application Form and such Applicant is changing only one of the options in the Revision Form, the Applicant must still fill the details of the other two options that are not being revised, in the Revision Form. The Designated Intermediaries may not accept incomplete or inaccurate Revision Forms
- (b) In case of revision of Applications by RIIs, such Applicants should ensure that the Application Amount, subsequent to revision, does not exceed ₹2.00 Lakhs. In case the Application Amount exceeds ₹2.00 Lakhs due to revision of the Application or for any other reason, 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 authorize blocking of the full Application Amount at the time of submitting the Revision Form.
- (b) Applicant may issue instructions to block the revised amount in the ASBA Account, to the same Designated Intermediary through whom such Applicant had placed the original Application to enable the relevant SCSB to block the additional Application Amount, if any.

#### 4.2.4. Field 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 Application Form/ Revision Form

#### 4.3.1. Applicants may submit completed Application Form / Revision Form in the following manner:

Mode of Application	Submission of Application Form
Applications from QIBs and NIIs	a) To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres or the CRTAs at the Designated RTA Locations or the CDPs at the Designated CDP Locations; and b) To the Designated Branches of the SCSBs where the ASBA Account is maintained
Applications from RIIs applying through UPI mechanism	a) To members of the Syndicate in the Specified Locations or Registered Brokers at the Broker Centres or the CRTAs at the Designated RTA Locations or the CDPs at the Designated CDP Locations; and
Applications from RIIs applying through non-UPI mechanism	a) To the Designated Branches of the SCSBs where the ASBA Account is maintained b) To the Brokers providing the facility of linked online trading, demat and bank account (3-in-1 type accounts) online

- (a) Applicants should submit the Revision Form to the same Designated Intermediary through which such Applicant had submitted the original Application.
- (b) Upon submission of the Application Form, the Applicant will be deemed to have authorized the Issuer to make the necessary changes in the Prospectus and the Application Form as

would be required for filing Prospectus with the Registrar of Companies and as would be required by the RoC after such filing, without prior or subsequent notice of such changes to the relevant Applicant.

- (c) Upon registering of the Prospectus with the RoC, the application will be considered as the Application Form.

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

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

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

### **6.1. Applicants May Note That There Is No Bid Cum Application Form In A Fixed Price Issue**

As the Issue Price is mentioned 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 to the any of the Application Collecting Intermediaries or in the electronic form to the SCSB or the Designated branches of the SCSBs authorizing blocking of funds that are available in the bank account specified in the Application Form only (“ASBA Account”). The Application Form is also made available on the websites of the Stock Exchange 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% 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.

### **6.2. Grounds of Rejections**

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

- a. Amount blocked does not tally with the amount payable for the highest value of Equity Shares applied for;
- b. In case of partnership firms, Application for Equity Shares made in the name of the firm. However, a limited liability partnership can apply in its own name;
- c. Application by persons not competent to contract under the Indian Contract Act, 1872 as amended, (other than minors having valid Depository Account as per Demographic Details provided by Depositories);;
- d. GIR number furnished instead of PAN;
- e. Applications for lower number of Equity Shares than specified for that category of investors;
- f. Applications at a price other than the Fixed Price of the Issue;
- g. Applications for number of Equity Shares which are not in multiples of 1,000;
- h. Category not ticked;

- i. Multiple Applications as defined in the Prospectus;
- j. In case of Application under power of attorney or by limited companies, corporate, trust etc., where relevant documents are not submitted;
- k. Applications of Applicant accompanied by cash, draft, cheques, money order or any other mode of payment other than amounts blocked in the Applicant's ASBA Account Signature of sole Applicant is missing;
- l. 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;
- m. In case no corresponding record is available with the Depositories that matches the DP ID, the Client ID and the PAN;
- n. Applications for amounts greater than the maximum permissible amounts prescribed by the regulations;
- o. Applications by OCBs;
- p. DP ID and Client ID not mentioned in the Application Form;
- q. In case of Application by RIIs (applying through the UPI mechanism) through a UPI handle not covered in the prescribed list of SEBI.
- r. In case of Application by RIIs (applying through the UPI mechanism) using a bank account of an SCSB or bank which is not covered in the prescribed list of SEBI;
- s. PAN not mentioned in the Application Form except for Applications by or on behalf of the Central or State Government and officials appointed by the court and by the investors residing in the State of Sikkim, provided such claims have been verified by the Depository Participant;
- t. Submission of Application Form using third party UPI ID or ASBA Bank Account;
- u. Submission of more than one Application Form per ASBA Account by Applicants bidding through Designated Intermediaries (except in case of joint account holders);
- v. In case of joint Application, submission of Application Form using second or third party's UPI ID or ASBA Bank Account;
- w. Bank account mentioned in the Application Form (for Applicants applying through the non-UPI mechanism) may not be an account maintained by SCSB. Inadequate funds in the ASBA Account to block the Application Amount specified in the Application Form at the time of blocking such Application Amount in the ASBA Account;
- x. In case of Applications by RIIs (applying through the UPI mechanism), the UPI ID is not mentioned in the Application Form;
- y. Where no confirmation is received from SCSB for blocking of funds;
- z. Applications by QIB and NII Applicants not submitted through ASBA process;
- aa. Application Form submitted to Designated Intermediaries at locations other than the Bidding Centers, to the issuer or the Registrar to the Issue;

- bb. Applications by US persons other than in reliance on Regulation S or “qualified institutional buyers” as defined in Rule 144A under the Securities Act;
- cc. In case of applications by Individual, the details such as name, date and similar compulsory details as indicated in the application form are missing.
- dd. Applications not duly signed by the sole/ first Applicant;
- ee. Applications by any persons outside India if not in compliance with applicable foreign and Indian laws;
- ff. Applications that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;
- gg. Applications by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;
- hh. Applications by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws, rules, regulations, guidelines, and approvals;
- ii. Applications or revisions thereof by QIB Applicants, Non-Institutional Applicants where the Application Amount is in excess of ₹ 2,00,000, received after 3.00 pm on the Issue Closing Date, unless the extended time is permitted by SE.
- jj. Applications not containing the details of Bank Account and/ or Depositories Account.
- kk. ASBA Account number or UPI ID not mentioned or incorrectly mentioned in the Application Form/Application Form;
- ll. Submission of more than Application Form per UPI ID by RIIs Application through Designated Intermediaries;
- mm. In case of applications by RIIs (applying through the UPI mechanism), the UPI ID mentioned in the Application Form is linked to a third-party bank account;
- nn. The UPI Mandate is not approved by Retail Individual Investor
- oo. Application Form submitted physically by RIIs through the non-UPI mechanism to Designated Intermediaries other than SCSBs
- pp. Applications not uploaded on the terminals of the Stock Exchange
- qq. Applications by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Application Form;
- rr. The original Application is made using the UPI mechanism and revision(s) to the Application is made using ASBA either physically or online through the SCSB, and vice- versa. And
- ss. Applicants are required to enter either the ASBA Bank account details or the UPI ID in the Application Form. In case the Applicant doesn't provide any of the ASBA Bank account details or the UPI ID then the application would be rejected. For application submitted to Designated Intermediaries (other than SCSBs), Applicant providing both the ASBA Bank account details as well as the UPI ID, the UPI ID will be considered for processing of the application;

- tt. RIIs shall ensure that the bank, with which they have their bank account, where the funds equivalent to the application amount is available for blocking, has been notified as Issuer Banks for UPI. A list of such banks is available on SEBI website – [www.sebi.gov.in](http://www.sebi.gov.in):  
*Home » Intermediaries/Market Infrastructure Institutions » Recognised Intermediaries » Self Certified Syndicate Banks eligible as Issuer Banks for UPI*
- uu. In case of revision of Application by RII Applicant, if UPI Mandate Request for the revised Bid is not approved, the Application is liable to be rejected;

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 7: ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT**

### **7.1. Basis of Allotment**

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

- 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 1,000 Equity Shares the allotment will be made as follows:
  - i) Each successful applicant shall be allotted 1,000 Equity Shares;
  - 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 (b) above.
- d) If the proportionate allotment to an applicant works out to a number that is not a multiple of 1,000 Equity Shares, the applicant would be allotted Shares by rounding off to the lower nearest multiple of 1,000 Equity Shares subject to a minimum allotment of 1,000 Equity Shares.

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 1,000 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 this Prospectus.

- e) The above proportionate allotment of Shares in an Issue that is oversubscribed shall be subject to the reservation for Retail individual Investors as described below:
- i) As per Regulation 253 of SEBI (ICDR) Regulations, as the retail individual investor category is entitled to more than fifty% 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 i) or ii) 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 ₹ 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 SE.

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 SCSBs shall transfer the funds represented by allocation of Equity Shares into the Public Issue Account with the Bankers to the Issue.
- b) **Issuance of Allotment Advice:** Upon approval of the Basis of Allotment by the Designated Stock Exchange, the Registrar shall upload the same on its website. On the basis of the approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the Allotment and credit of Equity Shares. Applicants are advised to instruct their Depository Participant to accept the Equity Shares that may be allotted to them pursuant to the Issue.

Pursuant to confirmation of such corporate actions, the Registrar will dispatch Allotment Advice to the Applicants who have been Allotted Equity Shares in the Issue.

- c) The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract.
- d) Issuer will ensure that: (i) the Allotment of Equity Shares; and (ii) initiate corporate action for credit of shares to the successful Applicants Depository Account will be completed within 5 Working Days of the Issue Closing Date. The Issuer also ensures the credit of shares to the successful applicant depository account is completed within 5 Working Day from the Issue Closing Date.

## **SECTION 8: INTEREST AND REFUNDS**

### **8.1 Completion of Formalities for Listing and 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 Unblocking of Funds**

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

An Issuer makes an application to the Stock Exchange for permission to deal in/list and for an official quotation of the Equity Shares. The Stock Exchange from where such permission is sought is disclosed in Prospectus. The Designated Stock Exchange will be disclosed in the Prospectus with which the Basis of Allotment may be finalised.

If the Issuer fails to make application to the Stock Exchange and obtain permission for listing of the Equity Shares, in accordance with the provisions of Section 40 of the Companies Act, 2013, the Issuer may be punishable with a fine which shall not be less than ₹5.00 Lakhs but which may extend to ₹ 50.00 Lakhs and every officer of the Issuer who is in default shall be punishable with imprisonment for a term which may extend to 1 year or with fine which shall not be less than ₹ 0.50 Lakhs but which may extend to ₹3.00 Lakhs, or with both.

If the permissions to deal in and for an official quotation of the Equity Shares are not granted by the Stock Exchange, the Issuer may forthwith take steps to refund, without interest, all moneys received from the Applicants in pursuance of the Prospectus.

If such money is not refunded to Applicants within the prescribed time after the Issuer becomes liable to repay it, then the Issuer and every director of the Issuer who is an officer in default may, on and from such expiry of such period, be liable to repay the money, with interest at such rate, as disclosed in the Prospectus.

#### **8.2.2 Non-Receipt of Minimum Subscription**

This Issue is not restricted to any minimum subscription level. This Issue is 100% underwritten.

As per Section 39 of Companies Act, 2013 if the “stated minimum amount” has not been subscribed and the sum payable on Application is not received within a period of 30 days from the date of the Prospectus, the Application Amount has to be returned within such period as may be prescribed. If our Company does not receive the 100% subscription of the Issue through the Prospectus including devolvement of underwriter, if any, our Company shall forthwith unblock the entire Application Amount received. If there is a delay beyond the prescribed time after the Issuer becomes liable to pay or unblock the amount received from Bidders, then the Issuer and every director of the Issuer who is an officer in default may on and from expiry of prescribed time period under applicable laws, be jointly and severally liable to repay the money, with interest at the rate of 15% per annum in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended.

The minimum number of allottees in this Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50 no allotment will be made pursuant to this Issue and the amounts in the ASBA Account shall be unblocked within 6 Working Days of closure of the Issue.

Further in accordance with Regulation 267 of the SEBI (ICDR) Regulations, our Company shall ensure that the minimum application size in terms of number of specified securities shall not be less than ₹1.00 Lakh per Application. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Applications may not be made by persons in any such jurisdiction, except in compliance without the applicable laws of such jurisdiction.

### **8.2.3 Minimum Number of Allottees**

The Issuer may ensure that the number of prospective Allottees to whom Equity Shares may be Allotted may not be less than 50 failing which the entire Application Amount may be refunded forthwith.

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

1. **In case of ASBA Bids:** Within 6 Working Days of the Issue Closing Date, the Registrar to the Issue may give instructions to SCSBs or in case of Applications by RIIs applying through the UPI mechanism to the Sponsor Bank to revoke the mandate and for unblocking the amount for unsuccessful Applications or for any excess amount blocked on Application.
2. In the case of Applications from Eligible NRI Applicants and FPIs, refunds, if any, may generally be payable in Indian Rupees only and net of bank charges and/or commission. If so desired, such payments in Indian Rupees may be converted into U.S. Dollars or any other freely convertible currency as may be permitted by the RBI at the rate of exchange prevailing at the time of remittance and may be dispatched by registered post. The Company may not be responsible for loss, if any, incurred by the Applicant on account of conversion of foreign currency.

### **8.4 Interest in case of Delay in Allotment or Refund**

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

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