

Date: October 17, 2024

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

Dear Sir/Madam,

Ref: Proposed Initial Public Offering of equity shares of the face value of ₹10/- each (the "Equity Shares") of Eleganz Interiors Limited (the "Company" or "Issuer") comprising fresh issue of Equity Shares (the "Issue")

Sub.: Due-Diligence Certificate as per Form A and Form G of Schedule V of SEBI ICDR Regulations

We, Vivro Financial Services Private Limited, have been appointed by the Company as book running lead manager ("BRLM") to the Issue, confirm that

- (1) We have examined various documents including those relating to litigation, including commercial disputes, patent disputes, disputes with collaborators, etc. and other material while finalising the draft red herring prospectus dated October 17, 2024, (the "Draft Red Herring Prospectus") for the Issue. - Complied with to the extent applicable.
- (2) On the basis of such examination and discussions with the Issuer, its directors and other officers, other agencies, and independent verification of the statements concerning the objects of the Issue, price justification, content of the documents and other papers furnished by the issuer, we confirm that:
 - (a) The Draft Red Herring Prospectus filed with the EMERGE Platform of National Stock Exchange of India Limited ("NSE EMERGE") is in conformity with the documents, materials and papers that are material to the Issue,
 - (b) all material legal requirements relating to the Issue as specified by the Securities and Exchange Board of India (the "SEBI" or "Board") the Central Government and any other competent authority or the behalf, have been duly complied with; and
 - (c) the material disclosures made in the Draft Red Herring Prospectus are true and adequate to enable the investors to make a well informed decision as to the investment in the proposed Issue and such disclosures are in accordance with the requirements of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable legal requirements.
- (3) Besides ourselves, all intermediaries named in the Draft Red Herring Prospectus are registered with the Board and that till date, such registration is valid. - Complied with and noted for compliance
- (4) We have satisfied ourselves with the capability of the underwriters to fulfil their underwriting commitments. - Noted for compliance
- (5) Written consent from the promoter has been obtained for inclusion of their specified securities as part of the promoter's contribution subject to lock in and the specified securities proposed to form part of the promoter's contribution subject to lock-in shall not be disposed or sold or transferred by the promoter during the period starting from the date of filing the Draft Red Herring Prospectus with the Board till the



date of commencement of lock-in period as stated in the Draft Red Herring Prospectus and noted for compliance

- (5) All applicable provisions of these regulations, which relate to specified securities ineligible for computation of promoter's contribution, have been and shall be duly complied with and appropriate disclosures as to compliance with the said regulation(s) have been made in the Draft Red Herring Prospectus - Complied with and noted for compliance
- (7) All applicable provisions of these regulations which relate to receipt of promoter's contribution prior to opening of the Issue, shall be complied with. Arrangements have been made to ensure that the promoter's contribution shall be received at least one day before the opening of the Issue and that the auditors' certificate to this effect shall be duly submitted to the Board. We further confirm that arrangements have been made to ensure that the promoter's contribution shall be kept in an escrow account with a scheduled commercial bank and shall be released to the Issuer along with the proceeds of the Issue. - Complied with and noted for compliance
- (8) Necessary arrangements shall be made to ensure that the monies received pursuant to the Issue are credited or transferred to a separate bank account as per the provisions of sub-section (3) of section 49 of the Companies Act, 2013 and that such monies shall be released by the said bank only after permission is obtained from all the stock exchanges, and that the agreement entered into between the bankers to the Issue and the Issuer specifically contains this condition. - Noted for compliance
- (9) The existing business as well as any new business of the issuer for which the funds are being raised fall within the 'main objects' in the object clause of the Memorandum of Association or other charter of the Issuer and the activities which have been carried in the last ten years are valid in terms of the object clause of the Memorandum of Association. Complied with to the extent applicable and noted for compliance
- (10) Following disclosures have been made in the draft offer document:
- (a) An undertaking from the issuer that at any given time, there shall be only one denomination for the equity shares of the issuer, excluding SR equity shares, where an issuer has outstanding SR equity shares, and - Complied with to the extent applicable. There are no SR equity shares issued by the Company
- (b) An undertaking from the issuer that it shall comply with all disclosure and accounting norms specified by the Board. - Complied with
- (11) We shall comply with the regulations pertaining to advertisements in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Noted for compliance
- (12) If applicable, the entity is eligible to list on the innovators' growth platform in terms of the provisions of Chapter X of these regulations. - Not Applicable

We enclose a note explaining the process of due diligence that has been exercised by us including in relation to the business of the Company, the risks in relation to the business, the experience of the promoter and that the related party transactions entered into for the period disclosed in the Draft Red Herring Prospectus have been entered into by the Company in accordance with applicable laws. - please refer to the due diligence process note enclosed as Annexure A to this certificate

We enclose a checklist containing regulation-wise compliance with the applicable provisions of SEBI ICDR Regulations, containing details such as the regulation number, its texts, the status of compliance, the page number



of the Draft Red Herring Prospectus where the regulations have been complied with and our comments, if any, - please refer to the due diligence checklist as Annexure B, to this certificate

Additional confirmation as per Part G of Schedule V of SEBI (ICDR) Regulations:

We, Vivro Financial Services Private Limited, Lead Manager to the issue, further confirm that:

- (1) None of the intermediaries named in the Draft Red Herring Prospectus are debarred from functioning by any regulatory authority. - **Complied with and noted for compliance**
- (2) The abridged prospectus/abridged letter of offer contains all disclosures as specified in these regulations. - **Noted for compliance**
- (3) All material disclosures in respect of the Issuer have been made in the Draft Red Herring Prospectus and any material development in the Issuer or relating to the Issue up to the commencement of listing and trading of the specified securities offered through this Issue shall be informed through public notices/advertisements in all those newspapers in which previous advertisement and advertisement for opening or closure of the Issue have been given. - **Noted for compliance**
- (4) Agreements have been entered into with the depositories for the dematerialisation of the specified securities of the Issuer. - **Complied with**
- (5) The underwriting and market-making arrangements as per the requirements of regulations 261 and 262 of these regulations have been made. - **Complied with and Noted for compliance**
- (6) The Issuer has resolved at least ninety-five percent of the complaints received from the investors till the end of the quarter immediately preceding the month of the filing of the offer document with the Registrar of Companies. - **Noted for compliance**

Yours faithfully,

Vivro Financial Services Private Limited



Vivek Vaishnav
Director
DIN: 00225416



Place: Mumbai

Encl: Annexure A & B

Due Diligence Process Note

We have carried out a due diligence exercise in relation to the current business of the Company and its background for the purposes of complying with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and other applicable laws and to the extent that it is customary for initial public offerings of this nature in India, along with other professionals and experts engaged in this Issue. All capitalized terms used herein and not specifically defined shall have the same meanings ascribed to such terms in the Draft Red Herring Prospectus dated October 17, 2024 ("Draft Red Herring Prospectus").

The due diligence process carried out by us commenced with interactions with the Promoter, Directors, Key Managerial Personnel and other members of the senior management of the Company, *inter alia*, to gain an understanding of the business of the Company, key risks involved, background of the Promoter and financial overview, amongst others. In this regard, we provided the Company with a due diligence questionnaire and information requisition list prepared in consultation with the Legal Counsel (defined below). In response to the questionnaire and the information requisition list, the Company provided us with supporting documents for review and diligence.

In the due diligence process, we were assisted by the Legal Counsel and the Statutory Auditor (defined below). In this regard, Rajni Associates, Advocates & Solicitors, appointed as the legal counsel to the Issue (the "Legal Counsel"), have assisted us in carrying out the due diligence and drafting of the Draft Red Herring Prospectus in compliance with the SEBI ICDR Regulations and other applicable laws, and advising the Company and us on other legal matters as appropriate and issuing customary opinions, in relation to the Issue to us. We were also assisted by the Statutory Auditor of the Company, Jayesh Sanghrajka & Co. LLP ("Statutory Auditor") in our due diligence process. The Statutory Auditor has consented to be named as an expert in the Draft Red Herring Prospectus.

1. Business and Commercial Diligence

The due diligence process in relation to general business and commercial matters included:

- a. Organizing and attending the kick-off discussion to develop an understanding of the business of the Company and other related matters of the Company. The meeting was attended by the senior management of the Company, including the Directors of the Company, the Legal Counsel, Statutory Auditor and our representatives. A broad overview of the business of the Company, the industry in which it operates, regulatory framework with respect to the business, the corporate structure, the capital structure, and financial statements, its shareholding pattern, proposed objects of the Issue and details of the Promoter of the Company were presented to us followed by detailed discussions;
- b. Regularly interacting with the senior management of the Company including the Directors, Managing Director, the Company Secretary and Chief Financial Officer as well as the senior personnel from the secretarial, legal and finance departments, for the purpose of gaining an understanding about the business, of the Company, the risks involved and the financial overview of the Company, amongst other matters. These interactions included (i) due diligence meetings (including virtual meetings), drafting sessions and conference calls to discuss the disclosures in the Draft Red Herring Prospectus, (ii) detailed discussion with heads of various departments of the Company (ii) due diligence sessions and calls to receive updated information from the Company before filing the DRHP, (iv) seeking appropriate clarifications from the Company for key operational data and other information; (iv) bring down due diligence calls to receive updated information from the Company before filing the Draft Red Herring Prospectus; and (v) seeking appropriate certifications from the Company, the Statutory Auditor and the Key Managerial



Personnel. These interactions were conducted with an objective to assist the Company to prepare disclosures as required under the SEBI ICDR Regulations, 2013 and other applicable laws with regard to the Issue. We expect these interactions and due diligence calls and discussions to continue until the closure of the Issue.

- c. Visiting the Company's registered office, located in Mumbai and manufacturing facility located at Vasai, Maharashtra, holding virtual meetings, interacting with the Directors, Promoter and their representatives and Key Management Personnel in charge of the operations of the Company to review the nature of activities of the Company and understand the day to day operations of the Company, key business processes, aspects relating to key performance indicators of the Company and to verify the disclosures being made in the DRHP.
 - d. Requesting and assisting the Company to make available the due diligence documents in a virtual data room and reviewing those documents along with the Legal Counsel, to comply with the diligence requirements as stipulated under the SEBI ICDR Regulations and other applicable laws;
 - e. Obtaining and relying on certificates and formal representations, confirmations and undertakings from the Company and its Directors, Promoter, members of the Promoter Group/ Group Companies, the Key Managerial Personnel and the Statutory Auditor and other documents, including extracts of reports by independent industry sources, in support of certain disclosures included in the Draft Red Herring Prospectus. We have also relied on the management representation for certain numbers relating to the business and operations of the Company.
 - f. Assisting the Company in obtaining report titled "*Research Report on Indian Real Estate and Office Fit-Out*" ("*Cartridge Report*") dated October 15, 2024 which has been prepared by CARE Analytics Advisory Private Limited ("CARE") and such Cartridge Report has been commissioned by and paid for by the Company, exclusively in connection with the Issue and other publicly available sources for disclosure in the section titled "*Summary of the Offer Document*", "*Risk Factors*", "*Industry Overview*", "*Management Discussion and Analysis of Financial Condition and Results of Operations*" and "*Our Business*" in the Draft Red Herring Prospectus. Further, we coordinated with the Company to ensure that necessary consent was obtained from CARE to disclose the contents of its report in the Draft Red Herring Prospectus;
 - g. Obtaining certifications including circle-ups from the Statutory Auditor on financial information, on the operational data and/or certain finance-related information included in the Draft Red Herring Prospectus;
 - h. Reviewing of the contracts and agreements entered into by the Company, including (a) purchase orders of the customers, invoices each on a sample basis and (b) various internal policies pertaining to its business operations, as adopted, and implemented by the Company.
 - i. Scheduling and attending weekly due diligence calls with the management of the Company to receive updated information from the Company.
2. **Financial Information of the Company and Financial Indebtedness**

We conducted due diligence on financial matters, which included meeting- and due diligence calls with the Statutory Auditor, discussions with the finance department of the Company, and review of the auditors' examination reports and other related documents. The Statutory Auditors provided the restated financial information of the Company, which was prepared in accordance with the ICAAP, the Companies Act, 2013, (as amended), the Guidance Note on Reports in Company Prospectuses (Revised 2015) issued by the Institute of Chartered Accountants of India and other regulations and restated in accordance with the SEBI ICDR Regulations for the quarter ended June 30, 2024 and financial year ended March 31, 2024.



March 31, 2023 and March 31, 2022. Additionally, the audited financial statements, as applicable, are available on the company's website: www.eleganz.co.in www.vivro.net

We reviewed the Statutory Auditor's reports and obtained certifications with respect to certain financial information and operational information included in the Draft Red Herring Prospectus from the Statutory Auditor. We conducted due diligence on financial matters, which included meetings and due diligence calls with the Statutory Auditor, had discussions with the finance team of the Company, review of the Statutory Auditor's report and other related documents. Further, the Statutory Auditor was requested to review the financial information relating to the Company in the Draft Red Herring Prospectus and has delivered a customary circle-up confirmation to the Book Running Lead Manager for the accuracy of the financial information contained in the Draft Red Herring Prospectus. Such letters will be re-issued or brought down at certain future dates as the Issue progresses.

We have also obtained certifications from the Statutory Auditor with respect to certain other financial information in the Draft Red Herring Prospectus including financial indebtedness, details of transactions with related parties and weighted and average cost of acquisition of equity shares by the Promoter.

3. Object of the Issue

a. To meet working capital requirements

We discussed with the management of the Company about the normal operating working capital cycle of the Company and gained understanding on the working capital requirements of the Company. We also gained an understanding of the relationship between the working capital requirements of the Company and the business model of the Company. We evaluated historical patterns of critical items of working capital viz., trades receivables, inventories, trades payables and other current assets and liabilities. Based on our understanding and discussion held with the management, we assisted the Company to prepare a business plan for the forthcoming financial year(s) and assess the working capital requirements of the Company. We also requested the Statutory Auditor to verify and certify the business plan prepared by the Company.

b. Repayment, in full or in part, of certain borrowings availed by the Company

We reviewed the outstanding borrowings and indebtedness of the Company as on September 30, 2024 and material documents pertaining to such borrowings such as sanction letters, loan statements, master facility agreement and charge documents. We also discussed and understood from the management the rationale for repayment of loan and the impact of such repayment on the business operations and financial position of the Company. We requested the Statutory Auditor to verify and certify loan utilization for loans which the Company intends to repay as per the requirements of Clause 9(A)(2)(b) of Part A of Schedule VI of the SEBI ICDR Regulations.

4. Promoter, Promoter Group, Group Companies, Directors and Key Managerial Personnel of the Company

For the purpose of making certain disclosures with respect to the Promoter, Promoter Group, Group Companies, Directors, Key Managerial Personnel, in the Draft Red Herring Prospectus, we have obtained supporting documents such as walksheet screenshots, certifications from the relevant entities / persons.

The Group Company was identified in accordance with the SEBI ICDR Regulations and the Company's materiality policy approved by the Board of the Company on October 8, 2024 (the "Materiality Policy").



but the outcome of which could, nonetheless, have a material effect on the business, operations, performance, prospects, financial position or reputation of the Company.

Further, it is clarified that for the purpose of the above, any tax litigation that involves a claim greater than the materiality threshold as defined above, will be disclosed individually and pre-litigation notices received by our Company, or Directors or Promoter or Group Companies from third parties shall in no event be considered as litigation until such time that our Company or Directors or Promoter or Group Companies are impleaded as defendants in litigation proceedings before any judicial forum and accordingly have not been disclosed in this section.

In accordance with the materiality policy, the lowest of the following is considered as the materiality threshold in terms of Regulation 30(1) of Listing Regulations for determining Material Creditors of our Company:

- a) 2% of the revenue from operations of our Company on a consolidated basis;
- b) 2% of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative;
- c) 5% of the profit after tax, on a consolidated basis, derived from the most recently completed fiscal year as per the Restated Consolidated Financial Information included in such Issue Document.

Based on this criterion, a creditor of our Company shall be considered to be material for the purpose of disclosure in the Draft Red Herring Prospectus, if amounts due to such creditor by our Company is equal to, or in excess of ₹45.44 lakhs as at the end of the latest fiscal year in the Restated Financial Information.

7. Industry Information

We have relied on industry and market data derived from industry report on "Research Report on Indian Real Estate and Office Fit-Out" (CareEdge Report) prepared by CARE Analytics and Advisory Private Limited (CARE), which has been commissioned by the company for the purpose of confirming its understanding of the industry in connection with the issue. The information contained in certain sections of the Draft Red Herring Prospectus, including "Industry Overview" has been included from this report.

As part of the due diligence exercise, we scheduled and attended a due diligence call with CareEdge to understand the sources of information provided in their respective industry reports. The industry-related information contained in certain sections of the Draft Red Herring Prospectus, including "Summary of the Offer Document", "Risk Factors", "Industry Overview", "Our Business" and "Management's Discussion and Analysis of Financial Position and Results of Operations", have been included from these reports.

8. Price Information of past issues (during the current Financial Year and two Financial Years preceding the current Financial Year) handled by Vivro Financial Services Private Limited



S. No.	Issuer	Issue Size (Rs. Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on the listing date	Kadamb Marg, Lower Parel, Mumbai - 400013		
						change in closing price, +/- % change in closing benchmark 30 th calendar days from listing	change in closing price, +/- % change in closing benchmark 40 th calendar days from listing	change in closing price, +/- % change in closing benchmark 180 th calendar days from listing
1.	Shri Textchem Limited	101.35	166.00	October 15, 2024	239.60	Not Applicable	Not Applicable	Not Applicable
1.	Bundlari Engineering Limited	42.72	75.00	Aug 30, 2023	142.50	-123.07% [+0.65%]	+192.33% [+1.16%]	+114.74% [-12.18%]

Source: Price Information www.bseindia.com

Note:

- The BSE SENSEX is considered as the Benchmark Index
- "Issue Price" is taken as "Base Price" for calculating "% Change in Closing Price of the respective Issuer on the 30th/40th/180th Calendar days from listing
- "Closing Benchmark" on the listing day of the script is taken as "Base Benchmark" for calculating "% Change in Closing benchmark on 30th/40th/180th Calendar days from listing. Although it shall be noted that for comparing the script with the Benchmark, the % Change in the Closing Benchmark has been calculated based on the Closing Benchmark on the issue day, as that of calculated for the script in the details provided in Note No. 4 below
- In case the 30th/40th/180th day is not a trading day, the closing price on BSE of the previous trading day for the script has been considered, however, if the script is not traded on that previous trading day, then last trading price has been considered

Financial Year	Total no. of IPOs	Total amount of funds raised (Rs. Cr.)	No. of IPOs trading at discount - 30 th calendar days from listing			No. of IPOs trading at a premium - 30 th calendar days from listing			No. of IPOs trading at discount - 180 th calendar days from listing			No. of IPOs trading at a premium - 180 th calendar days from listing		
			Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%	Over 50%	Between 25-50%	Less than 25%
2024-25	1	101.35	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2023-24	1	42.72	-	-	-	1	-	-	-	-	1	-	-	
2022-23	Nil													

Note:



1. Issue opening date is considered for the calculation of *the total number of IPOs in the respective financial year*
2. Source: www.secdatabase.com

Note: All capitalised terms not specifically defined here will have the same meaning ascribed to them in the Draft Red Herring Prospectus.

For Vivro Financial Services Private Limited

Vivek Vaishnav
Director
DIN: 00925446



Date: October 17, 2021
Place: Mumbai

To:
Chief General Manager,
Listing Operator,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Indira Nagar, Complex,
Bandra (E)
Mumbai - 400 05

Dear Sir/Madam:

Re: Proposed Initial public offering of equity shares of the face value of ₹10/- each (the "Issue") by Eleganz Interiors Limited (the "Company")

Subject: Checklist for compliance of SME IPO

CHECKLIST FOR COMPLIANCE WITH CHAPTER IX (SME) AND PART A OF SCHEDULE VI OF SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018

CHAPTER -IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
211	Unless otherwise provided in this Chapter, an issuer making an initial public offer of equity securities shall comply with the conditions of this Chapter as at the date of filing of the draft offer document with the SME Exchange, and also as on the date of filing the offer document with the Registrar of Companies.	Y	Cover Page, 63, 96, 274, 277	The Company has been satisfying the conditions of the chapter IX as of the date of filing of the draft offer Prospectus dated October 17, 2024 ("DRIFP") and will comply also as of the date of filing the offer document with the Registrar of Companies.
PART I: ELIGIBILITY REQUIREMENTS				
Entity is not eligible to make an initial public offer				
223	An issuer shall not be eligible to make an initial public offer:			
	(a) if the issuer any of its promoters, promoter group or directors or holding shares which are duly paid for is accessing the capital market by the Board,	Y	192, 277	The issuer comprises of only promoters.
	(b) if any of the promoters or directors of the issuer is a promoter or director of a public company which is delisted from accessing the capital market by the Board,	Y	142, 274, 277	-
	(c) if the power of any of the promoters or directors is a willful defaulter as a fraudster/ defaulter,	Y	179, 191, 274, 277	-
	(d) if any of its promoters or directors is a fugitive economic offender.	Y	191, 274, 277 and 288	-
	Explanation: The restrictions under clause (a) and (b) shall not apply to the persons or entities are fined through, who were delisted in the past by the Board and the period of delisting is already over as on the date of filing of the draft offer document with the SME Exchange.	NA	-	-
Eligibility requirements for an initial public offer				
229(1)	An issuer shall be eligible to make an initial public offering if it possesses net asset value per equity capital is less than or equal to ten crore rupees.	NA	-	The Company's post-issue paid-up capital will be more than ₹10 crores but less than ₹25 crores.
229(2)	An issuer, whose paid-up share value at any time does not exceed rupees one crore and up to twenty-five crore rupees, may, for issue specified securities in accordance with provisions of this Chapter.	Y	274 and 284	-
229(3)	An issuer may make an initial public offer if it satisfies the criteria and other eligibility conditions of the SME Exchange or which is specified securities are proposed to be listed.	Y	235	



CHAPTER IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	Provided that in case of an issuer which has been a partnership firm or a limited liability partnership, the track record of operating profit of the partnership firm or the limited liability partnership shall be considered only if the financial statements of the partnership business for the period during which the issuer was a partnership firm or a limited liability partnership, conform to and are revised in the format prescribed for companies under the Companies Act, 2013 and also comply with the conditions as given under the regulations.	NA	-	-
	Provided further that in case of an issuer formed out of merger or a division of an existing company, the track record of the resulting issuer shall be considered only if the requirements regarding financial statements as specified above in the first proviso are complied with.	NA	-	-
General conditions				
23011	An issuer making an initial public offer shall ensure that:			
	(a) it has made an application to one or more SME exchanges for listing of its specified securities, or such SME exchanges) and has chosen one of them as the designated stock exchange, in terms of Schedule XIX;	Y	Cover Page, 10, 274, 276 and 280	The Company has filed DRHP with NSE and will make an application to NSE for listing of its Equity Shares on the SME Platform of NSE Exchange.
	(b) it has entered into a agreement with a depository for dematerialisation of its specified securities already issued and proposed to be issued;	Y	276, 287, 289, 354	-
	(c) all its existing partly paid-up equity shares have either been fully paid-up or offered;	Y	83-85 and 276	-
	(d) all specified securities held by the promoters are in the dematerialised form;	Y	92 and 275	-
	(e) it has made firm arrangements of "raise through variable means" towards seventy-five per cent of the stated means of finance for the project proposed to be funded from the issue proceeds, excluding the amount to be raised through the proposed public offer or through existing identifiable financial accounts. Explanation: "project" means the objects for which monies are proposed to be raised to cover the objects of the issue.	NA	98 and 277	The entire fund requirements are to be finalised from the Net Cash Issu. Proceeds and there is no requirement to make firm arrangement of finance under Regulation 213(1)(c) of the SEBI (ICDR) Regulations, 2018.
23012	The amount for general corporate purposes, as mentioned in objects of the issue in the draft offer document and the offer document shall not exceed twenty-five per cent of the amount being raised by the issuer.	Y	21, 97-98 and 104	Noted for compliance.
23013	The amount for: (i) general corporate purposes; and (ii) such objects where the issuer company has not identified means (an or financial target) as mentioned in objects of the issue in the draft offer document and the offer document, shall not exceed thirty-five percent of the amount being raised by the issuer;	Y	22, 89, 90-92	Noted for compliance. The Company is not raising any fund for unidentified and financial target.
	Provided that the amount raised for objects where the issuer company has not identified means (an or financial target) as mentioned in objects of the issue in the draft offer document and the offer document, shall not exceed twenty-five per cent of the amount being raised by the issuer.	NA	-	-
	Provided further that such limits shall not apply if the proposed acquisition or strategic investment object has been disclosed and suitable specific disclosures about such acquisitions or investments are made in the draft offer document and the offer document at the time of filing of offer documents.	NA	-	-

PART II: ISSUE OF CONVERTIBLE DEBT INSTRUMENTS AND WARRANTS



CHAPTER –IX- INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
231	An issuer shall be eligible to make an initial public offer of convertible debt instruments only without making a prior public issue of its equity shares and listing thereof.	NA	-	The Company is proposing an initial public offer of equity shares and no convertible debt instruments are proposed to be issued by the Company.
	Provided that an issuer shall not be eligible if it is in default of payment of interest or repayment of principal amount in respect of debt instruments issued by it to the public, if any, for a period of more than six months.	NA	-	-
Additional requirements for issue of convertible debt instruments				
232(1)	In addition to other requirements laid down in these regulations, an issuer making an initial public offer of convertible debt instruments shall also comply with the conditions mentioned in the regulation.	NA	-	-
232(2)	The issuer shall redeem the convertible debt instruments as stipulated in the offer document.	NA	-	-
Conversion of optionally convertible debt instruments into equity share capital				
233(1)	The issuer shall not convert its optionally convertible debt instruments into equity shares unless the holders of such convertible debt instruments have sent their positive consent to the issuer and non-receipt of reply to any notice sent by the issuer for this purpose shall not be construed as consent for conversion of any convertible debt instruments.	NA	-	-
233(2)	Where the value of the convertible portion of any listed convertible debt instruments issued by an issuer exceeds fifty lakh rupees and the issuer has not determined the conversion price of such convertible debt instruments at the time of making the issue, the holders of such convertible debt instruments shall be given the option of not converting the convertible portion into equity shares.	NA	-	-
	Provided that where the upper limit on the price of such convertible debt instruments and provided as a condition is determined and disclosed to the investors at the time of making the issue, it shall not be necessary to give such option to the holders of the convertible debt instruments for converting the convertible portion into equity share capital within the said upper limit.	NA	-	-
233(3)	Where an option is to be given to the holders of the convertible debt instruments in terms of sub-regulation (2) and if one or more of such holders do not exercise the option to convert the instruments into equity share capital at a price determined in the general meeting of the shareholders, the issuer shall reflect that part of the instruments within one month from the date on which option is to be exercised, at a price which shall not be less than its face value.	NA	-	-
233(4)	The provision of sub-regulation (3) shall not apply if each such option is in terms of the disclosures made in the offer document.	NA	-	-
Issue of convertible debt instruments for financing				
234	An issuer shall not issue convertible debt instruments for financing or for providing loans to or for acquiring shares of any person who is part of the promoter group or group companies.	NA	-	-
	Provided that an issuer shall be eligible to issue fully convertible debt instruments for finance purposes if the period of conversion of such debt instruments is less than eighteen months from the date of issue of such debt instruments.	NA	-	-
Issue of warrants				
235	An issuer shall be eligible to issue warrants in an initial public offer, subject to the conditions as given under the regulations.	NA	-	-

PART III: PROMOTERS' CONTRIBUTION



CHAPTER -IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
Minimum promoters' contribution				
236(1)	The promoters of the issuer shall hold at least twenty per cent. of the post-issue capital.	Y	91	-
	Provided that in case the minimum shareholding of the promoters is less than twenty per cent., alternative investment funds or foreign venture capital investors or scheduled commercial banks or public financial institutions or insurance companies registered with Insurance Regulatory and Development Authority of India or any non-individual public shareholder holding at least five per cent of the post-issue capital or any entity (individual or non-individual) forming part of promoter group (other than the promoters) may contribute to meet the shortfall in minimum contribution as specified for the promoters, subject to a maximum of ten per cent. of the post-issue capital without being identified as promoter(s).	NA	-	-
	Provided further that the requirement of minimum promoters' contribution shall not apply in case an issuer does not have any identifiable market.	NA	-	-
236(2)	The minimum promoters' contribution shall be as follows:			
	1) the promoters shall contribute twenty per cent. as stipulated sub-regulation (1), as the case may be, either by way of equity shares or by way of subscription to the convertible securities;	Y	91	Aggregate of 20.00% of the Post-Issue Equity Share Capital held by the promoters shall be considered as promoters' contribution.
	Provided that if the price of the equity share related pursuant to clause (a) is not pre-determined and is at discretion in the offer document, the promoters shall contribute only by way of subscription to the convertible securities being issued in the public offer and shall undertake in writing to subscribe to the equity shares pursuant to conversion of such securities;	NA	-	-
	2) in case of any issue of convertible securities which are convertible into shares irrespective of the dates and of the promoters' contribution is by way of equity shares (pre-conversion price being pre-determined), such contribution shall not be at a price lower than the weighted average price of the equity share capital at time of conversion of such securities.	NA	-	-
	3) subject to the provisions of clause (a) and (b) above, in case of an initial public offer of convertible debt instruments without a prior public issue of equity shares, the promoters shall bring in a contribution of at least twenty per cent. of the project cost in the form of equity shares, subject to committing at least twenty per cent. of the issue size for its cost funds in the form of equity shares.	NA	-	-
	Provided that if the project is to be implemented in stages, the promoters' contribution shall be with respect to total equity proportion of the respective stage (viz. i) the debt raised or proposed to be raised through the public offer.	NA	-	-
	d) The promoters shall satisfy the requirements of this regulation at least one day prior to the date of opening of the issue.	Y	87	Noted for compliance
	e) In case the promoters have to subscribe to equity shares or convertible securities towards minimum promoters' contribution, the amount of promoters' contribution shall be kept in an escrow account with a scheduled commercial bank, which shall be released to the issuer along with the release of the issue proceeds.	NA	-	-
	Provided that where the promoters' contribution has already been brought in and utilised, the issuer shall give the cash flow statement disclosing the use of such funds in the offer document.	NA	-	-



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	<p>Explanation: For the purpose of this regulation:</p> <p>(I) Promoters' contribution shall be computed on the basis of the post-issue expanded capital</p> <p>(a) assuming full proposed conversion of convertible securities into equity shares,</p> <p>(b) assuming exercise of all vested options, where any employee stock options are outstanding at the time of initial public offer.</p> <p>(II) For computation of "weighted average price":</p> <p>(a) "weight" means the number of equity shares arising out of conversion of such specified securities into equity shares at various stages,</p> <p>(b) "price" means the price of equity shares on conversion arrived at after taking into account predetermined conversion price at various stages.</p>			
Securities ineligible for minimum promoters' contribution				
237(1)	For the computation of minimum promoters' contribution, the specified securities as given in the regulation shall not be eligible.	Y	92-93	Even after excluding the specified securities as explained in Regulation 237(1) Promoters are complying with requirement of minimum promoters' contribution.
237(2)	Specified securities referred to in clauses (c) and (d) of sub-reg (1) above shall be eligible for the computation of promoters' contribution, if such securities are acquired pursuant to a scheme that has been approved under the Companies Act, 2011 or any previous company law.	NA	-	-
PART IV: LOCK-IN AND RESTRICTIONS ON TRANSFERABILITY				
Lock-in of specified securities held by the promoters				
238	The specified securities held by the promoters shall not be transferable (hereinafter referred to as 'lock-in') for the periods as stipulated hereunder:			
	a) minimum promoters' contribution including contribution made by alternative investment funds or (hereafter venture capital investors or scheduled commercial banks or public financial institutions or insurance companies registered with Insurance Regulatory and Development Authority of India or any notified stock exchange) holding at least five per cent of the post-issue capital or any entity (individual or non-individual) forming part of promoter group other than the promoter(s), as applicable, shall be locked-in for a period of three years from the date of commencement of commercial production or date of allotment in the initial public offer, whichever is later;	Y	51-53	-
	b) promoters' holding in excess of minimum promoters' contribution shall be locked-in for a period of one year from the date of allotment in the initial public offer.	Y	92, 93	-
	Explanation: For the purposes of this clause, the expression "date of commencement of commercial production" means the last date of the month in which commercial production of the project in respect of which the funds raised are proposed to be utilised as stated in the offer document, is expected to commence.			
Lock-in of specified securities held by persons other than the promoters				
239	The entire pre-issue capital held by persons other than the promoters shall be locked-in for a period of one year from the date of allotment in the initial public offer.	Y	93	



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Regulation	Text	Complied with- Y/N/NA	Fig. No.	Comments
	Provided that nothing contained in this regulation shall apply to			
	an equity shares allotted to employees, whether currently an employee or not, under an employee stock option or employee stock purchase scheme of the issuer prior to the initial public offer, if the issuer has made full disclosures with respect to such options or scheme in accordance with Part A of Schedule VI;	NA	-	-
	of equity shares held by an employee stock option trust or transferred to the employees by an employee stock option trust pursuant to exercise of options by the employees, whether currently employees or not, in accordance with the employee stock option plan or employee stock purchase scheme.	NA	-	-
	Provided that the equity shares allotted to the employees shall be subject to the provisions of Section 43A of the Securities and Exchange Board of India (SSE) (Securities Based Employee Benefits and Sweat Equity) Regulations, 2021	NA	-	-
	of equity shares held by a venture capital fund or alternative investment fund of category I or Category II or a foreign venture capital investor;	NA	-	-
	Provided that such equity shares shall be locked in for a period of at least one year from the date of purchase by the venture capital fund or alternative investment fund or foreign venture capital investor. Explanation: For the purpose of clause (a), in case such equity shares have reached premium to conversion of fully paid-up convertible convertible securities, the holding period of such convertible securities as well as that of resultant equity shares together shall be considered for the purpose of calculation of one year period and convertible securities shall be deemed to be fully paid-up if the entire consideration payable thereon has been paid and no further consideration is payable at the time of their conversion.	NA	-	-
Lock-in of specified securities lent to stabilising agent under the green shoe option				
240	The lock-in provisions shall not apply with respect to the specified securities lent to stabilising agent for the purpose of green shoe option during the period starting from the date of lending of such specified securities and ending on the date on which they are returned to the lender in terms of sub-regulation (5) or (6) of regulation 279.	NA	74	Negative statement has been mentioned in the offer document.
	Provided that the specified securities shall be locked-in for the entire period from the date on which they are returned to the lender.	NA	-	-
Inscription or recording of non transferability				
241	The certificates of specified securities which are subject to lock-in shall contain the inscription "non-transferable" and specify the lock-in period and in case such specified securities are dematerialised, the issuer shall ensure that the lock-in is recorded by the depository.	Y	94	Noted for compliance.
Pledge of locked-in specified securities				
242	specified securities held by the promoters and locked-in may be pledged as a collateral security for a loan granted by a scheduled commercial bank or a public financial institution or a systemically important non-banking finance company or a housing finance company subject to the following:	Y	94	Noted for compliance.
	that if the specified securities are locked-in in terms of clause (a) of regulation 238, the loan has been granted to the issuer company or its subsidiary(ies) for the	Y	94	Noted for compliance.



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Regulation	Text	Complied with- Y/NA	Pg. No.	Comments
	purpose of financing one or more of the objects of the issue and pledge of specified securities is one of the terms of sanction of the loan.			
	h) if the specified securities are locked-in in terms of clause (b) of regulation 238 and the pledge of specified securities is one of the terms of sanction of the loan.	Y	94	Noted for compliance.
	Provided that such lock-in shall continue pursuant to the invocation of the pledge and such transferee shall not be eligible to transfer the specified securities till the lock-in period stipulated in these regulations has expired.	Y	94	Noted for compliance.
Transferability of locked-in specified securities				
243	Subject to the provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, the specified securities held by the promoters and locked-in as per regulation 238 may be transferred to another promoter or any person of the promoter group or a new promoter or a person in control of the issuer and the specified securities held by persons other than the promoters and locked-in as per regulation 239 may be transferred to any other person (including promoter or promoter group) holding the specified securities which are locked-in along with the securities proposed to be transferred.	Y	94	Noted for compliance.
	Provided that the lock-in of such specified securities shall continue for the remaining period with the transferee and such transferee shall not be eligible to transfer them if the lock-in period stipulated in these regulations has expired.	Y	94	Noted for compliance.
PART V: APPOINTMENT OF LEAD MANAGERS, OTHER INTERMEDIARIES AND COMPLIANCE OFFICER				
244(1)	The issuer shall appoint one or more merchant bankers, which are registered with the Board, as lead manager(s) to the issue.	Y	Cover Page, 71	-
244(2)	Where the issue is managed by more than one lead manager, the rights, obligations and responsibilities, including any disclosure requirements, related to underwriting obligations, if any, of each lead manager shall be predetermined and disclosed in the draft offer document and the offer document as specified in sub-rule 4.	NA	71	-
244(3)	At least one lead manager to the issue shall not be an associate (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992) of the issuer and if any of the lead managers or members of the issuer, it shall disclose itself as an associate of the issuer and its role shall be limited to non-setting of the issue.	Y	71	-
244(4)	The issuer shall, in consultation with the lead manager(s), appoint other intermediaries which are registered with the Board other than the lead manager(s) have independently assessed the capability of other intermediaries to carry on their obligations.	Y	-	-
244(5)	The issuer shall enter into an agreement with the lead manager(s) in the format specified in Schedule II and enter into agreements with other intermediaries as required under the respective regulations applicable to the intermediary concerned.	Y	115	Noted for compliance.
	Provided that such agreements may include such other clauses as the issuer and the intermediaries may deem fit without diminishing or limiting in any way the liabilities and obligations of the lead manager(s), other intermediaries and the issuer under the Act, the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996	Y	-	-



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	and the rules and regulations made thereunder or any statutory modification or statutory enactment thereof.			
	Provided further that in case of NSBA process, the issuer shall have cognizance of the deemed agreement of the issuer with self-certified syndicate banks.	Y	292	Noted for compliance
244(6)	The issuer shall, in case of an issue made through the book building process, appoint syndicate member(s) and in the case of any other issue, appoint bankers to issue, at centres specified in Schedule XII.	Y	-	Noted for Compliance
244(7)	The issuer shall appoint a registrar to the issue, registered with the Board, which has connectivity with all the depositories.	Y	Cover Page, 12, 71-72	-
	Provided that if issuer itself is a registrar, it shall not appoint itself as registrar to the issue;	NA	-	-
	Provided further that the lead manager shall not act as a registrar to the issue in which it is also handling the post-issue responsibilities.	NA	-	-
244(8)	The issuer shall appoint a compliance officer who shall be responsible for monitoring the compliance of the securities laws and for redressal of investors' grievances.	Y	Cover Page, 7, 70, 285	-
PART VI: DISCLOSURES IN AND FILING OF OFFER DOCUMENTS				
245(1)	The offer document shall contain all material disclosures which are true and adequate to enable the applicants to take a fair and informed investment decision.	Y	-	-
245(2)	Without prejudice to the generality of sub-regulation (1), the offer document shall contain:			
	a) disclosures specified in the Companies Act, 2013, and	Y	-	-
	b) disclosures specified in Part A of Schedule VI.	Y	-	-
245(3)	The lead manager(s) shall exercise due diligence and verify themselves about all aspects of the issue including the veracity and adequacy of disclosure in the draft offer document and the offer document.	Y	-	-
245(4)	The lead manager(s) shall call upon the issuer, its promoters and its directors in case of an offer for sale and the selling shareholders, to fulfil their obligations as disclosed by them in the draft offer document or offer document, as the case may be, and as required in terms of these regulations.	Y	-	Noted for compliance.
245(5)	The lead manager(s) shall ensure that the information contained in the offer document and the particulars as permitted financial statements in the offer document are not more than six months old from the issue opening date.	Y	-	Complied with and Noted for Further compliance.
Filing of the offer document				
246(1)	The issuer shall file a copy of the offer document with the Stock Exchange through the lead manager(s), immediately upon filing of the offer document with the Registrar of Companies.	Y	-	Noted for compliance.
246(2)	The Board shall not issue any observation on the offer document.	Y	-	-
246(3)	The lead manager(s) shall submit a due-diligence certificate as per Form A of Schedule V (including additional contributions as provided in Form G of Schedule V along with the offer document to the Regulator.	Y	-	Noted for Compliance
246(4)	The offer document shall be displayed from the date of filing in terms of sub-regulation (1) on the websites of the issuer, the Board, the lead manager(s) and the SME exchange(s).	Y	74 and 280	Noted for compliance
246(5)	The offer document(s) shall also be furnished to the Board on a soft copy.	Y	-	Noted for compliance
Offer document to be made available to public				



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
247(1)	The issuer and the lead manager(s) shall ensure that the offer documents are hosted on the websites as required under these regulations and its contents are the same as the versions as filed with the Registrar of Companies, Board and the SME exchange(s)	Y	-	Noted for compliance
247(2)	The lead manager and the SME exchange(s) shall provide copies of the offer document to the public as and when requested and may charge a reasonable sum for providing a copy of the same	Y	-	Noted for compliance.
PART VII PRICING:				
Face value of equity shares				
248	The disclosure about the face value of equity shares shall be made in the offer document, offer document, advertisements and application form, along with the price band of the issue, in an identical font size.	Y	Cover Page	Complied with and Noted for further compliance
Pricing				
249(1)	The issuer may convert the price of equity shares, and in case of convertible securities, the coupon rate and the conversion price, in consultation with the lead manager(s), or through the book building process, as the case may be	Y	Cover Page and 37	Noted for compliance.
249(2)	The issuer shall undertake the book building process in the manner specified in Schedule III	Y	Cover Page and 27	Noted for Compliance
Price and price band				
250(1)	The issuer may mention a price or a price band in the offer document, in case of a fixed price issue and a floor price or a price band in the red herring prospectus (in case of a book-built issue) and determine the price or a floor price before filing the prospectus with the Registrar of Companies	Y	-	Noted for compliance
	Provided that the prospectus filed with the Registrar of Companies shall contain only one price or floor-specific coupon rate, as the case may be	Y	-	Noted for compliance
250(2)	The cap on the price band and the coupon rate in case of convertible debt instruments shall be less than or equal to one hundred and twenty percent of the issue price	Y	-	Noted for compliance
250(3)	The floor price or the 'low' price shall not be less than the face value of the specified securities.	Y	-	Noted for compliance
250(4)	Where the issuer intends to make the disclosure of the floor price or price band in the advertising prospectus, the issuer shall announce the floor price or the price band at least two working days before the opening of the issue by the newspapers in which the pre-issue advertisement was released or together with the pre-issue advertisement in the format prescribed under Part A of Schedule X	Y	-	Noted for Compliance
250(5)	The announcement referred to in sub-regulation (4) shall contain relevant financial ratios computed for last upper and lower end of the price band and also a statement drawing attention of the investors to the section titled "basis of issue price" of the offer document	Y	-	Noted for Compliance
250(6)	The announcement referred to in sub-regulation (4) and the relevant financial ratios referred to in sub-regulation (5) shall be disclosed on the websites of the SME exchange(s) and shall also be pre-filled on the application forms to be made available on the websites of the SME exchange(s)	Y	-	Noted for Compliance
Differential pricing				
251(1)	The issuer may offer its specified securities at different prices, subject to the following:			
	at equal individual investors or retail individual shareholders or employees entitled for reservation	NA	-	



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	may offer regulation 254 may be offered specified securities at a price not lower than by more than ten percent of the price at which an offer is made to other categories of applicants, excluding anchor investors.			
	by the differential pricing and the price at which an offer is proposed to be made to other categories of applicants shall be within the range such that the minimum application lot size shall remain uniform for all the applicants.	NA	-	-
	in case of a book-built issue, the price of the specified securities offered to the anchor investors shall not be lower than the price offered to other applicants.	Y	-	Noted for Compliance
254(2)	Discount, if any, shall be expressed in rupee terms in the offer document	NA	-	-
PART VIII: ISSUANCE CONDITIONS AND PROCEDURE				
Minimum offer to public				
252	The minimum offer to the public shall be as per the provisions of clause (b) of sub-rule (2) of rule 19 of Securities Contracts (Regulations) Rules, 1957.	Y	61, 96, 275 and 130	-
Allocation in the net offer				
253(1)	The allocation in the net offer category shall be as follows: (a) not less than thirty-five percent to retail individual investors, (b) not less than fifteen percent to non-institutional investors (c) not more than fifty percent, to qualified institutional buyers, five percent of which shall be allocated to mutual funds. Provided that the unsubscribed portion in either of the categories specified in clauses (a) or (b) may be allocated to applicants in any other category. Provided further that in addition to five per cent Allocation available in terms of clause (c), mutual funds shall be eligible for allocation under the balance available for qualified institutional buyers.	Y	63, 75 and 163	Noted for compliance
253(2)	In an issue made other than through the book building process, the allocation in the net offer category shall be made as follows: (a) minimum fifty per cent to retail individual investors, and the remaining to, (i) individual applicants other than retail individual investors, and (ii) other investors including corporate bodies or institutions, irrespective of the number of specified securities applied for. Provided that the unsubscribed portion in either of the categories specified in clause (a) or (b) may be allocated to applicants in the other category. Explanation: For the purpose of sub-regulation (2), if the retail individual investor category is entitled to more than fifty per cent of the issue size on a proportionate basis, the retail individual investors shall be allocated that higher percentage.	NA	-	The issue is being made through the book building process
Reservation on a competitive basis				
254(1)	The issuer may make reservations on a competitive basis out of the issue size excluding promoters' contribution in favor of the following categories of persons: (a) employees; (b) shareholders (other than promoters and promoter group) of listed subsidiaries or listed promoter companies.	NA	-	



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	Provided that the issuer shall not make any reservation for the lead manager(s), registrar, syndicate members, their promoters, directors and employees and for the group or associate companies (as defined under the Companies Act, 2013) of the lead manager(s), registrar, and syndicate member(s) and their promoters, directors and employees.	Y	-	Noted for compliance. The company has not made any reservation other than for the Market Maker which is made in compliance with the SEBI (ICDR) Regulation, 2018.
254(2)	The reservations on a competitive basis shall be subject to following conditions:			
	at the aggregate of reservations for employee(s) shall not exceed five per cent of the post-issue capital of the issuer and the value of allotment to any employee shall not exceed two lakhs rupees; Provided that in the event of under-subscription in the employee reservation portion, the unsubscribed portion may be allotted on a pro-rata basis, for a value in excess of two lakhs rupees, subject to the total allotment to an employee not exceeding five lakhs rupees.	NA	-	-
	If reservation for shareholders shall not exceed ten per cent of the issue size.	NA	-	-
	no further application for subscription in the net offer can be made by persons (except an employee and retail individual shareholder) in favour of whom reservation on a competitive basis is made.	NA	-	-
	if any unsubscribed portion in any reserved category may be added to any other reserved category(ies) and the unsubscribed portion, if any, after such inter-se adjustments among the reserved categories, shall be added to the net offer category;	NA	-	-
	in case of under-subscription in the net offer category, spill-over to the extent of under-subscription shall be permitted from the reserved category to the net public offer.	NA	-	-
254(3)	An applicant in any reserved category may make an application for any number of special securities but not exceeding the reserved portion for that category.	Y	-	Noted for compliance.
Abridged prospectus				
255(1)	The abridged prospectus shall mention the disclosures as specified in Part E of Schedule VI and shall not contain any matter extraneous to the contents of the offer document.	Y	-	Noted for compliance.
255(2)	Every application form distributed by the issuer or any other person in relation to an issue shall be accompanied by a copy of the abridged prospectus.	Y	-	Noted for compliance.
ASBA				
256	The issuer shall accept bids using only the ASBA facility in the manner specified by the Board.	Y	Cover Page and 291	Noted for compliance.
Availability of Issue Material				
257	The lead manager(s) shall ensure availability of the offer document and other issue material, including application forms to stock exchanges, syndicate members, registrar to issue, registrar and share transfer agents, depository participants, stock brokers, underwriters, bankers to the issue, investors associations and self-certified syndicate banks before the opening of the issue.	Y	301	Noted for compliance.
Prohibition on payment of incentives				
258	Any person connected with the distribution of the issue, shall not offer any incentive, whether direct or indirect, to any person, whether in cash or kind or services or otherwise to any person for making an application in the initial public offer, except for fees or commission for services rendered in relation to the issue.	Y	96 and 284	Noted for compliance.



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Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
Underwriting				
260(1)	The initial public offer shall be underwritten for hundred per cent of the offer and shall not be restricted up to the minimum subscription level.	Y	78, 274, 291	-
260(2)	The lead manager(s) shall underwrite at least 50 per cent of the issue size on their own account(s).	Y	274	The issue will be 100% underwritten.
260(3)	The issuer, in consultation with lead manager(s), shall appoint merchant bankers or stock brokers registered with the Board, to act as underwriters and the lead manager(s) may enter into an agreement with the nominated investors indicating therein the number of specified securities which they agree to subscribe at the issue price in case of under-subscription.	Y	78	The issue will be 100% underwritten.
260(4)	The lead manager(s) shall file an undertaking to the Board that the issue has been hundred per cent underwritten along with the list of underwriters, nominated investors and sub-underwriters indicating the extent of underwriting or subscription commitment made by each of them, one day before the opening of issue.	Y	-	Noted for compliance.
260(5)	If any of the underwriters fail to fulfil their underwriting obligations or the nominated investors fail to subscribe to the unsubscribed portion, the lead manager(s) shall fulfil the underwriting obligations.	NA	-	The issue will be 100% underwritten.
260(6)	The underwriters' sub-underwriters, other than the lead manager(s) and the nominated investors, who have entered into an agreement for subscribing to the issue in case of under-subscription, shall not subscribe to the issue made under this Chapter in any manner except for fulfilling their obligations under their respective agreements with the lead manager(s) in this regard.	Y	272	Noted for compliance.
260(7)	All underwriting and subscription arrangements made by the lead manager(s) shall be disclosed in the offer document.	Y	-	Noted for compliance.
Market making				
261(1)	The lead manager(s) shall enter compulsory market making through the stock makers of the SME Exchange(s) appointed by the issuer, in the manner specified by the Board for a minimum period of three years from the date of listing of the specified securities or from the date of migration from the Main Board in terms of regulation 276.	Y	275 and 291	Noted for compliance.
261(2)	The market maker or issuer, in consultation with the lead manager(s) may enter into an agreement with the nominated investors for receiving or delivering the specified securities in market making, subject to the prior approval of the SME exchange.	Y	-	Noted for compliance.
261(3)	The issuer shall disclose the details of the market making arrangement in the offer document.	Y	-	Noted for compliance.
261(4)	The specified securities being bought or sold in the process of market making may be transferred to or from the nominated investors with whom the lead manager(s) and the issuer have entered into an agreement for market making.	Y	-	Noted for compliance.
	Provided that the inventory of the market maker, as on the date of allotment of the specified securities shall be at least five per cent of the specified securities proposed to be listed on SME exchange.	Y	-	Noted for compliance.
261(5)	The market maker shall buy the entire shareholding of a shareholder of the issuer in one lot where the value of such shareholding is less than the minimum contract size allowed for trading on the SME exchange.	Y	288	Noted for compliance.
	Provided that market maker shall not sell in lots less than the minimum contract size allowed for trading on the SME exchange.	Y	-	Noted for compliance.



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Regulation	Text	Complied with- Y/NA	Pg. No.	Comments
26(16)	The market maker shall not buy the shares from the promoters or persons belonging to the promoter group of the issuer or any person who has acquired shares from such promoter or person belonging to the promoter group during the compulsory market making period.	Y	-	Noted for compliance.
26(17)	The promoters' holding shall not be eligible for offering to the market maker during the compulsory market making period.	Y	-	Noted for compliance.
	Provided that the promoters' holding which is not locked-in as per these regulations can be traded with prior permission of the SME exchange, in the manner specified by the Board.	Y	-	Noted for compliance.
26(18)	The lead manager(s) may be represented on the board of directors of the issuer subject to the agreement between the issuer and the lead manager(s) who have the responsibility of market making.	Y	-	Noted for compliance.
Monitoring agency				
26(21)	If the issue size, excluding the size of offer for sale by selling shareholders, exceeds one hundred crore rupees, the issuer shall make an arrangement for the use of proceeds of the issue to be monitored by a credit rating agency registered with the Board.	NA	73	As the Net Proceeds of the Issue will be less than ₹10,000 lakhs, under the SEBI ICDR Regulations, it is not required that a monitoring agency be appointed by the Company.
	Provided that nothing contained in this clause shall apply to an issue of specified securities made by a bank or public financial institution or an insurance company.	NA	-	-
26(22)	The monitoring agency shall submit its report to the issuer in the format specified in Schedule XI on a quarterly basis till hundred per cent of the proceeds of the issue have been raised.	NA	-	-
26(23)	The board of directors and the management of the issuer shall provide their comments on the findings of the monitoring agency as specified in Schedule XI.	NA	-	-
26(24)	The issuer shall, within forty-five days from the end of each quarter, publicly disseminate the report of the monitoring agency by uploading the same on its website as well as submitting the same to the stock exchange on which its equity shares are listed.	NA	-	-
Public communications, publicity materials, advertisements and research reports				
263	All public communications, publicity materials, advertisements and research reports shall comply with provisions of Schedule IX.	Y	-	Noted for compliance.
Issue-related advertisements				
26(11)	Notwithstanding the provisions of the Companies Act, 2013, the issuer shall, after filing the prospectus with the Registrar of Companies, make a pre-issue advertisement in one English national daily newspaper with wide circulation, Hindi national daily newspaper with wide circulation and one regional language newspaper with wide circulation at the place where the registered office of the issuer is situated.	Y	311	Noted for compliance.
26(12)	The pre-issue advertisement shall be in the format set forth in the disclosures specified in Part A of Schedule X.	Y	231	Noted for compliance.
	Provided that the disclosures in relation to price band or floor price and financial ratios contained therein shall only be applicable where the issuer opts to announce the price band or floor price along with the pre-issue advertisement pursuant to sub-regulation (4) of regulation 250.	Y	-	Noted for Compliance.
26(13)	The issuer may issue advertisements for issue opening and issue closing advertisements, which shall be in the formats specified in Parts B and C of Schedule X.	Y	-	Noted for compliance.
26(14)	During the period the issue is open, or subscription, or advertisement shall be released giving the provision	Y	-	Noted for compliance.



CHAPTER IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	that the issue has been fully subscribed or oversubscribed or indicating investors' response to the issue.			
264(1)	An announcement regarding closure of the issue shall be made only after the lead manager(s) is satisfied that at least ninety per cent. of the offer has been subscribed and a certificate has been obtained to that effect from the registrar to the issue.	Y	-	Noted for compliance.
	Provided that such an announcement shall be made before the date on which the issue is to be closed except for issue closing advertisement made in the format prescribed in these regulations.	Y	-	Noted for compliance.
Opening of the issue				
265	The issue shall be opened after at least three working days from the date of filing the offer document with the Registrar of Companies.	Y	8	Noted for compliance.
Period of subscription				
266(1)	Except as otherwise provided in these regulations, a public issue shall be kept open for at least three working days and not more than ten working days.	Y	Cover Page	Noted for compliance.
266(2)	In case of a revision in the price band, the issuer shall extend the bidding (issue) period disclosed in the red herring prospectus for a minimum period of three working days, subject to the provisions of sub-regulation (1).	Y	Cover Page	Noted for compliance.
266(3)	In case of force majeure, banking strike or similar unforeseen circumstances, the issuer may, for reasons to be recorded in writing, extend the bidding (issue) period disclosed in the red herring prospectus (in case of a book built issue) or the same period disclosed in the prospectus (in case of a fixed price issue), for a period of one working day, subject to the provisions of sub-regulation (1).	Y	Cover Page	Noted for compliance.
Application and minimum application value				
267(1)	A person shall not make an application in the net offer category for a number of specified securities that exceeds the total number of specified securities offered to the public.	Y	-	Noted for compliance.
	Provided that the maximum application by individual investors shall not exceed total number of specified securities offered in the issue less total number of specified securities offered in the issue to qualified institutional buyers.	Y	-	Noted for compliance.
267(2)	The minimum application size shall be one lakh rupees per application.	Y	287 and 292	Noted for compliance.
267(3)	The issuer shall invite applications in multiples of the minimum application amount, an illustration whereof is given in Part B of Schedule XIV.	Y	287, 295 and 296	Noted for compliance.
267(4)	The minimum sum payable on application per specified security shall be least be twenty-five per cent. of the issue price.	NA	95 and 310	The entire issue price per share is payable on application.
	Provided that, in case of an offer for sale, the full issue price for each specified security shall be payable on application.	NA	-	The entire issue constitutes a fresh issue of Equity Shares.
	Explanation: For the purpose of this regulation, "minimum application value" shall be with reference to the issue price of the specified securities and not with reference to the amount payable on application.			
Allotment procedure and basis of allotment				
268(1)	The issuer shall not make an allotment pursuant to a public issue if the number of allottees in an initial public offer is less than fifty.	Y	275, 277 and 292	Noted for compliance.
268(2)	The issuer shall not make any allotment in excess of the specified securities offered through the offer document, except in case of oversubscription for the	Y	352	Noted for compliance.



CHAPTER - IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	increase of rounding off to make allotment in consultation with the designated stock exchange.			
	Provided that in case of oversubscription, an allotment of not more than ten per cent of the net offer to public may be made for the purpose of making allotment in minimum lots.	Y	252	Noted for compliance.
268(3)	The allotment of specified securities to applicants other than retail individual investors and anchor investors shall be on proportionate basis within the specified investor categories and the number of securities allotted shall be rounded off to the nearest integer, subject to minimum allotment being equal to the minimum application size as determined and disclosed in the offer document.	Y	252	Noted for compliance.
	Provided that the value of specified securities allotted to any person, except in case of employees, or purchase of reservation share under clause (a) of sub-regulation (1) or clause (a) of sub-regulation (2) of regulation 254, shall not exceed ten lakhs rupees.	NA	-	-
268(4)	The authorized employees of the stock exchange, along with the lead manager(s) and registrars to the issue, shall ensure that the basis of allotment is finalised in a fair and proper manner in accordance with the allotment procedure as specified in Part A of Schedule XIV.	Y	-	Noted for compliance.
Allotment, refund and payment of interest				
269(1)	The registrars to the issue, in consultation with the issuer and lead manager(s) shall ensure that the specified securities are allotted under application number not rejected or unblocked within such time as may be specified by the Board.	Y	-	Noted for compliance.
269(2)	The lead manager(s) shall ensure that the allotment, credit of dematerialised securities, refunding or blocking of application numbers, as may be applicable, are done electronically.	Y	243 and 256	Noted for compliance.
269(3)	Where the specified securities are not allotted and/or application number are not refunded or unblocked within the period stipulated in sub-regulation (1) above, the issuer shall undertake to pay interest at the rate of three per cent per annum and within such time as disclosed in the offer document and the lead manager(s) shall ensure the same.	Y	275	Noted for compliance.
Post-issue advertisements				
270(1)	The lead manager(s) shall ensure that advertisement giving details relating to subscription, basis of allotment, number, value and percentage of all applications including ASBA number, time and percentage of successful allottees for all applications including ASBA, date of completion of dispatch of refund orders, as applicable, or instructions to self-certified syndicate banks by the Registrar, date of credit of specified securities and date of filing of listing application, etc. is released within ten days from the date of completion of the various activities in at least one English national daily newspaper with wide circulation, one Hindi national daily newspaper with wide circulation and one regional language daily newspaper with wide circulation at the place where registered office of the issuer is situated.	Y	-	Noted for compliance.
270(2)	Exemplar specified in sub-regulation (1) shall also be placed on the website of the stock exchanges.	Y	-	Noted for compliance.
Post-issue responsibilities of the lead manager(s)				
271(1)	The responsibility of the lead manager(s) shall continue until completion of the issue process and for any issue related matter thereafter.	Y	-	Noted for compliance.



CHAPTER IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/NO/NA	Pg. No.	Comments
271(2)	The lead manager(s) shall regularly monitor redressal of investor grievances arising from any issue related activities.	Y	-	Noted for compliance.
271(3)	The lead manager(s) shall be responsible, in and coordinate with the registries to the issue and with various intermediaries at regular intervals after the closure of the issue, to monitor the flow of applications for syndicate membership or collecting bank branches and or self-certified syndicate banks, processing of the applications including application form for ASBA and other matters till the basis of allotment is finalised, credit of the specified securities to the demat accounts of the allottees and unblocking of ASBA account despite of refund orders are completed and securities are listed as applicable.	Y	-	Noted for compliance.
271(4)	Any act of omission or commission on the part of any of the intermediaries notified by the lead manager(s) shall be duly reported by them to the Board.	Y	-	Noted for compliance.
271(5)	In case there is a development of underwriters, the lead manager(s) shall ensure that the notice for re-appointment vesting the obligation of the underwriters is issued within a period of ten days from the date of closure of the issue.	Y	-	Noted for compliance.
271(6)	In the case of undersubscribed issues that are underwritten, the lead manager(s) shall furnish information in respect of underwriters who have failed to meet their underwriting obligation to the Board in the format specified in Schedule XVIII.	Y	-	Noted for compliance.
Release of subscription money				
272(1)	The lead manager(s) shall confirm to the banker to the issue by way of copies of listing and trading approvals that all formalities in connection with the issue have been completed and that the banker is free to release the money to the issuer or to release the money for refund in case of failure of the issue.	Y	-	Noted for compliance.
272(2)	In case the issuer fails to obtain listing or trading permission from the stock exchanges where the specified securities were to be listed, it shall refund through certified means the entire money raised within four days of receipt of intimation from stock exchanges rejecting the application for listing of specified securities, and if any such money is not repaid within four days after the issuer becomes liable to repay. The issuer and every director of the company who is an officer in default shall be, and from the expiry of the fourth day, be jointly and severally liable to repay that money with interest at the rate of fifteen per cent per annum.	Y	-	Noted for compliance.
272(3)	The lead manager(s) shall ensure that the monies received in respect of the issue are released to the issuer in compliance with the provisions of the Section 40(3) of the Companies Act, 2013, as applicable.	Y	-	Noted for compliance.
Post-issue reports				
273	The lead manager(s) shall submit a final position report as specified in Part A of Schedule XVII, along with a due diligence certificate as per the format specified in Part B of Schedule V, within seven days of the date of finalization of basis of allotment or within seven days of refund of money in case of failure of issue.	Y	-	Noted for compliance.
Reporting of transactions of the promoters and promoter group				
274	The issuer shall ensure that all transactions in securities by the promoters and promoter group between the date of filing of the draft offer document or offer document, as the case may be, and the date of closure of the issue shall be reported to the stock	Y	-	Noted for compliance.



CHAPTER - IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	exchanges, within twenty-four hours of such transactions			
Listing				
275	Where any listed issuer issues specified securities in accordance with provisions of this Chapter, it shall migrate the specified securities already listed on any recognised stock exchange(s) to the SME exchange.	NA	-	-
Migration to the SME exchange				
276	A listed issuer whose post-issue face value capital is less than twenty five crore rupees may migrate its specified securities to SME exchange if its shareholders approve such migration by passing a special resolution through postal ballot in this effect and if such issuer fulfils the eligibility criteria for listing laid down by the SME exchange	NA	-	-
	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	NA	-	-
Migration to the main board				
277	An issuer, whose specified securities are listed on a SME Exchange and whose post-issue face value capital is more than ten crore rupees and up to twenty-five crore rupees, may migrate its specified securities to the main board of the stock exchanges if its shareholders approve such migration by passing a special resolution through postal ballot in this effect and if such issuer fulfils the eligibility criteria for listing laid down by the Main Board	NA	-	-
	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	NA	-	-
PART IX: MISCELLANEOUS				
Restriction on further capital issues				
278	An issuer shall not make any further issue of specified securities in any manner whether by way of public issue, rights issue, preferential issue, qualified institutional placement, issue of bonus shares or otherwise, except pursuant to an employee stock option scheme, during the period between the date of filing the draft offer document and the listing of the specified securities offered through the offer document on receipt of application, unless the issuer discloses regarding the total number of specified securities or amount proposed to be raised from such further issue in any of such draft offer document or offer document, as the case may be	Y	-	Noted for compliance.
Price stabilisation through green shoe option				
279(a)	The issuer may provide green shoe option for stabilising the post-listing price of its specified securities, subject to the conditions given in the regulations	NA	74	Negative statement has been mentioned in the offer document
279(b)	In case exercise of stabilisation of post-listing price of the specified securities, the stabilising agent shall determine the relevant aspects including the timing of buying such securities, quantity to be bought and the price at which such securities are to be bought from the market	NA	-	-
279(c)	The stabilisation process shall be available for a period not exceeding thirty days from the date on which trading permission is given by the stock exchanges in respect of the specified securities allotted in the public issue	NA	-	-



CHAPTER -IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
279(1)	The stabilising agent shall open a special account, distinct from the issue account, with a bank for crediting the monies received from the applicants against the over allotment and a special account with a depository participant for crediting specified securities to be bought from the market during the stabilisation period out of the monies applied in the special bank account.	NA	-	-
279(2)	The specified securities bought from the market and credited in the special account with the depository participant shall be remitted to the promoters or pre-issue shareholders immediately, in any case not later than two working days after the end of the stabilisation period.	NA	-	-
279(3)	On expiry of the stabilisation period, if the stabilising agent has not been able to buy specified securities from the market to the extent of such securities over-allotted, the issuer shall apply specified securities at issue price in dematerialised form to the extent of the shortfall to the special account with the depository participant, within five days of the closure of the stabilisation period and such specified securities shall be returned to the promoters or pre-issue shareholders by the stabilising agent in lieu of the specified securities borrowed from them and the account with the depository participant shall be closed thereafter.	NA	-	-
279(4)	The issuer shall make a trading application in respect of the further specified securities allotted under sub-regulation (5), to all the stock exchanges where the specified securities allotted in the public issue are listed and the provisions of Chapter VIII shall not be applicable to such allotment.	NA	-	-
279(5)	The stabilising agent shall remit the monies with respect to the specified securities allotted under sub-regulation (6) to the issuer from the special bank account.	NA	-	-
279(6)	Any monies left in the special bank account after remittance of monies to the issuer under sub-regulation (5) and deduction of expenses incurred by the stabilising agent for the stabilisation process shall be transferred to the Investor Protection and Education Fund established by the Board and the special bank account shall be closed thereafter.	NA	-	-
279(10)	The stabilising agent shall submit a report to the stock exchange on a daily basis during the stabilisation period and a final report to the Board in the format specified in Schedule XV.	NA	-	-
279(11)	The stabilising agent shall maintain a register for a period of at least three years from the date of the end of the stabilisation period and such register shall contain the following particulars:	NA	-	-
	a) The names of the promoters or pre-issue shareholders from whom the specified securities were borrowed and the number of specified securities borrowed from each of them;	NA	-	-
	b) The price, date and time in respect of each transaction effected in the course of the stabilisation process; and	NA	-	-
	c) The details of allotment made by the issuer on expiry of the stabilisation process.	NA	-	-
Alteration of rights of holders of specified securities				
280(1)	The issuer shall not alter the terms (including the terms of issue) of specified securities which may adversely affect the interests of the holders of that specified securities, except with the consent in writing of the holders of not less than three fourths of the specified	Y	-	Noted for compliance.



CHAPTER –IX: INITIAL PUBLIC OFFER BY SMALL AND MEDIUM ENTERPRISES

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	Securities of that class or with the sanction of a special resolution passed at a meeting of the holders of the specified securities of that class.			
280(2)	Where the post-issue free value capital of an issuer listed on a SME exchange is likely to increase beyond twenty five crore rupees by virtue of any further issue of capital by the issuer by way of rights issue, preferential issue, bonus issue, etc. the issuer shall migrate its specified securities listed on a SME exchange to the Main Board and seek listing of the specified securities proposed to be issued on the Main Board subject to the fulfilment of the eligibility criteria for listing of specified securities laid down by the Main Board.	Y	-	Noted for compliance.
	Provided that no further issue of capital by the issuer shall be made unless	Y	-	Noted for compliance.
	all the shareholders of the issuer have approved the migration by passing a special resolution through postal ballot wherein 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.	Y	-	Noted for compliance.
	the issuer has obtained an in-principle approval from the Main Board for listing of its entire specified securities on it.	Y	-	Noted for compliance.
Further Issues				
281	An issuer listed on a SME making a further issue, exchange of capital by way of a rights issue, or further public offer or preferential issue or bonus issue etc. may do so by adhering to applicable requirements mentioned in these regulations.	Y	-	Noted for compliance.



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(a), 175(1)(f), 259, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
Part A - Disclosures in offer document/letter of offer				
All disclosures specified under this Part shall be made in the draft offer document or the draft letter of offer and the offer document or the letter of offer, as applicable.				
Instructions				
(a)	All information shall be relevant and updated. The source and basis of all statements and claims shall be disclosed. Terms such as "market leader", "leading player", etc. shall be used only if these can be substantiated by citing a proper source.	Y	-	-
(b)	All blank spaces in the draft offer document shall be filled up with appropriate data before filing the offer document, as applicable, with the Registrar of Companies or filing the same with the recognised stock exchanges.	Y	-	Note for compliance.
(c)	Simple English shall be used to enable easy understanding of the contents. Technical terms, if any, used in explaining the business of the issuer shall be clarified in simple terms.	Y	-	-
(d)	Whenever it is mentioned that details are given elsewhere in the document, the same shall be adequately cross-referenced by indicating the paragraph heading and page number.	Y	-	-
(e)	There shall be no "forward-looking statements" that cannot be substantiated.	Y	-	-
(f)	Consistency shall be ensured in the style of disclosures. If first person is used, the same may be used throughout. Sentences that contain a combination of first and third persons may be avoided.	Y	-	-
(g)	For currency of presentation, only one standard financial unit shall be used.	Y	-	-
APPLICABILITY				
1	COVER PAGES: The cover pages shall be of adequate thickness (minimum thickness GSM 150) and shall be white in colour with no patterns.	Y	-	-
(1a)	Front Cover Pages:			
(1a)(1)	Front outside cover page shall contain issue and issue details, details of selling shareholders in circular format along with their average cost of acquisition and offer for sale details, and other details as may be specified by the Board from time to time.	Y	Cover Page	Complied with to the extent applicable
(1a)(2)	Front inside cover page shall contain only the following issue details:			
(1a)(2)(a)	The type of the offer document ("Draft Red Herring Prospectus", "Draft Letter of Offer", "Red Herring Prospectus", "Sh.I.F. Prospectus", "Prospectus", "Letter of Offer", as applicable)	Y	Cover Page	-
(1a)(2)(b)	Date of the draft offer document or offer document	Y	Cover Page	-
(1a)(2)(c)	Type of issuance ("book build" or "fixed price")	Y	Cover Page	-
(1a)(2)(d)	In case of a public issue, the following clause shall be incorporated in a prominent manner, below the title of the offer document: "Please read Section 32 of the Companies Act, 2013"	Y	Cover Page	-
(1a)(2)(e)	Name of the issuer, its legal status and place of its incorporation, corporate identity number, address of its registered and corporate offices, telephone number, contact person, website address and email address (where there has been any change to the address of the registered office or the name of the issuer, reference to the page in the offer document where details thereon are given)	Y	Cover Page	-
(1a)(2)(f)	Names of the promoter(s) of the issuer,	Y	Cover Page	-
(1a)(2)(g)	Nature, number and price of specified securities offered and issue size, as may be applicable, including any offer for sale by promoters or members of the promoter group or other shareholders.	Y	Cover Page	-
(1a)(2)(h)	Aggregate amount proposed to be raised through all the stages of offers made through a shelf prospectus.	NA	-	-
(1a)(2)(i)	In the case of the first issue of the issuer, the clause on "Risks in relation to the first issue" shall be incorporated in a box format.	Y	Cover Page	-
(1a)(2)(j)	The clause on "General Risk" shall be incorporated in a box format.	Y	Cover	-
(1a)(2)(k)	The clause on "Issuer's Absolute Responsibility" shall be incorporated in a box format.	Y	Cover Page	-
(1a)(2)(l)	Names, designations and addresses of all the lead manager(s) with their titles who have signed the due diligence certificate and filed the offer document with the Board, along with their telephone numbers, website addresses and e-	Y	Cover Page	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(c), 70(2), 122(2)(i), 175(1)(f), 239, 246(2)(b), 282(1)(d), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	usal addresses. (Where any of the lead manager(s) is an associate of the issuer, it shall disclose itself as an associate of the issuer, and that its role is limited to marketing of the issue.)			
1(a) (2)(iii)	Name, logo and address of the registrar to the issue, along with its telephone number, website address and e-mail address.	Y	Cover Page	-
1(a) (2)(iii)	Issue schedule:			
	(i) Anchor bid period, if any	Y	Cover Page	-
	(ii) Date of opening of the issue	Y	Cover Page	-
	(iii) Date of closing of the issue	Y	Cover Page	-
	(iv) Date of earliest closing of the issue, if any	NA	-	-
1(a) (2)(iv)	Credit rating, if applicable	NA	77	-
1(a) (2)(v)	IPU grading, if any	NA	76	-
1(a) (2)(vi)	Name(s) of the stock exchanges where the specified securities are proposed to be listed and the details of their respective approval for listing obtained from these stock exchange(s)	Y	Cover Page	-
1(b)	Back Cover Pages: The back inside cover page and back outside cover page shall be in white.	Y	-	-
1(c)	Table of Contents: The table of contents shall appear immediately after the front inside cover page.	Y	-	-
1(d)	DEFINITIONS AND ABBREVIATIONS:			
1(A)	Conventional General Terms	Y	1 and 3 - 6	-
1(B)	Issue related terms	Y	6 - 11	-
1(C)	Issue/industry related terms	Y	1 - 3 and 14 - 15	-
1(D)	Abbreviations	Y	3 and 14	-
1(e)	OFFER DOCUMENT SUMMARY:			
This section shall contain summary of the following information, as applicable:				
4(A)	Primary business of the issuer and the industry in which it operates, in not more than 100 words each.	Y	22	-
4(B)	Names of the promoters.	Y	22	-
4(C)	Size of the issue disclosing separately size of the fresh issue and offer for sale.	Y	22	-
4(D)	Objects of the issue in a tabular format.	Y	23	-
4(E)	Aggregate percentage shareholding of the promoter and promoter group selling shareholders as a percentage of the paid-up share capital of the issuer.	Y	23	-
4(F)	Following details as per the restated consolidated financial statements for past 3 years and sub-period in tabular format:			
	a. Share capital	Y	24	-
	b. Net Worth	Y	24	-
	c. Revenue	Y	24	-
	d. Profit after tax	Y	24	-
	e. Earnings per share	Y	24	-
	f. Net Asset Value per equity share, and	Y	24	-
	g. Total borrowings (a per balance sheet).	Y	24	-
4(G)	Auditor qualifications which have not been given effect to in the restated financial statements.	Y	24	-
4(H)	Summary table of outstanding litigation and a cross-reference to the section titled "Outstanding Litigation and Material Developments".	Y	24	-
4(I)	Cross-reference to the section titled "Risk Factors".	Y	25	-
4(J)	Summary table of contingent liabilities and a cross-reference to contingent liabilities of the issuer as disclosed in restated financial statements.	Y	24 and 25	-
4(K)	Summary of related party transactions for last 3 years and cross-reference to related party transactions disclosed in restated financial statements.	Y	26 and 27	-
4(L)	Details of all financing arrangements whereby the promoters, members of the promoter group, the directors of the company which is a promoter of the issuer, the directors of the issuer and their relatives have financed the purchase by any other person of securities of the issuer other than in the normal course of the business of the financing entity during the period of six months immediately preceding the date of the draft offer document/offer document.	NA	28	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(c), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
4(M)	Weighted average price at which specified security was acquired by each of the promoters and selling shareholders in the last one year	Y	28	-
4(N)	Average cost of acquisition of shares by promoter and selling shareholders	Y	28	-
4(O)	Size of the pre-IPO placement and allottees, upon completion of the placement.	NA	28	-
4(P)	Any issuances of equity shares made in the last one year for consideration other than cash	Y	28	-
4(Q)	Any split/reconsolidation of equity shares in the last one year	NA	28	-
4(R)	Exemption from complying with any provisions of securities law, if any granted by SEBI shall be disclosed	NA	28	-
5	RISK FACTORS			
5(A)	Risk factors shall be printed in a clear readable font (preferably of minimum 10 point font size).	Y	29	-
5(B)	Risk factors shall be classified as those which are specific to the project and material to the issuer and those which are external and beyond the control of the issuer	Y	29 and 56	-
5(C)	Risk factors shall be determined on the basis of their materiality. In doing so, the following shall be considered:	Y	-	-
5(C)1	Some risks may not be material individually but may be material when considered collectively	Y	-	-
5(C)2	Some risks may have an impact which is qualitative though not quantitative.	Y	-	-
5(C)3	Some risks may not be material at present but may have a material impact in the future.	Y	-	-
5(D)	Each risk factor shall appear in the following manner: (1) The risk as envisaged by the issuer; (2) Proposals, if any, to address the risk	Y Y	- -	- -
5(E)	Proposals to address the risks shall not contain any speculative statement as to the positive outcome of any matter of litigation etc. and shall not be given for any matter that is sub-judice before any court/tribunal.	Y	-	-
5(F)	Risk factors shall be disclosed in the descending order of materiality. Wherever risks about material impact are stated, likely or potential implications, including financial implications, wherever quantifiable shall be disclosed. If cannot be quantified, a distinct statement about the fact that the implications cannot be quantified shall be made	Y	-	-
5(G)	Risk factors covering the following subjects, shall necessarily be disclosed wherever applicable:			
5(G)1	Material statutory clearances and approval that are yet to be received by the issuer.	Y	57	-
5(G)2	Seasonality of the business of the issuer.	NA	253	Negative comment mentioned in the DRHP
5(G)3	Any issue of the specified securities by the issuer within the last twelve months at a price lower than the issue price (other than bonus issues).	NA	-	-
5(G)4	Where an object of the issue is to finance acquisitions and the acquisition targets have not been identified, details of interim use of funds and the probable date of completing the acquisitions.	NA	-	-
5(G)5	Risk associated with any asset not being leased/placed for plant and machinery in relation to the objects of the issue, indicating the percentage and the terms of the plant and machinery for which orders are yet to be secured	NA	-	-
5(G)6	Lack of significant experience of the issuer or its promoters in the industry segment for which the issue is being made	NA	-	-
5(G)7	If the issuer has incurred losses in the last three financial years.	NA	-	-
5(G)8	Dependence of the issuer or any of its business segments upon a single customer or a few customers, the loss of any one or more may have a material adverse effect on the issuer	Y	11	-
5(G)9	Refusal of listing of any securities of the issuer or any of its subsidiaries during last ten years by any of the stock exchanges in India or abroad.	NA	-	-
5(G)10	Failure of the issuer or any of its subsidiary to meet the listing requirements of any stock exchange in India or abroad and the details of penalty, if any, including suspension of trading, imposed by such stock exchanges	NA	-	-



SCHEDULE VI - DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(vi), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
5(G)(11)	Limited or separate trading of any specified securities of the issuer on the stock exchanges.	NA	-	-
5(G)(12)	In case of outstanding debt instruments, any details in compliance with the material covenants such as in creation of full security as per terms of same, default in payment of interest, default in redemption, non-creation of debenture redemption reserve, default in payment of post-interest interest or applicable, non-availability or non-maintenance of asset cover, interest cover, debt-service cover, etc.	NA	-	-
5(G)(13)	Unsecured loans, if any taken by the issuer and its subsidiaries that can be recalled at any time.	NA	43	Negative comment mentioned in the LROF.
5(G)(14)	Default in repayment of deposits or payment of interest thereon by the issuer and subsidiaries, and the full cover of liability, if any.	NA	-	-
5(G)(15)	Preferential rights of interest of the promoters or directors of the issuer if involved with one or more ventures which are in the same line of activity or business as that of the issuer.	NA	-	-
5(G)(16)	Shortfall in performance vis-à-vis the objects stated in any of the issues made by the listed issuer or listed subsidiaries in the last ten years, as disclosed under the heading "Performance vis-à-vis Objects" in the section "Other Regulatory and Statutory Disclosures", quantifying such shortfalls or delays.	NA	-	-
5(G)(17)	Shortfall in performance vis-à-vis the objects stated in the issues made by any of its listed subsidiaries or listed promoters in the previous five years, as disclosed under the heading "Performance vis-à-vis Objects" in the section "Other Regulatory and Statutory Disclosures", quantifying such shortfalls or delays.	NA	-	-
5(G)(18)	Interests of the promoters, directors or key management personnel of the issuer other than reimbursement of expenses incurred or normal remuneration or benefits.	Y	179 and 182	-
5(G)(19)	Any parties of the issue proceeds that is proposed to be paid by the issuer to the promoter, directors or key managerial personnel of the issuer.	NA	-	-
5(G)(20)	Relationships of the promoter or directors of the issuer with the entities from whom the issuer has acquired or proposes to acquire land in the last 5 years, along with the relevant details.	NA	-	-
5(G)(21)	Existence of contract on any key managerial personnel for the project for which the issue is being made.	NA	-	-
5(G)(22)	Any material investment in debt instruments by the issuer which are in default.	NA	-	-
5(G)(23)	Non-consideration decline in the value of investments.	NA	-	-
5(G)(24)	Summary of all outstanding litigations and other matters disclosed in the section titled "Outstanding Litigations and Material Developments" in a tabular format along with amount involved where quantifiable. Issuer shall also separately highlight any criminal, regulatory or litigation matters which may have any material adverse effect on the issuer.	Y	74	-
5(G)(25)	The delay, if any, in the schedule of the implementation of the project for which the funds are being raised in the public issue.	NA	-	-
5(G)(26)	If guarantee agency is not required to be appointed as per these Regulations, the statement that deployment of the issue proceeds is entirely at the discretion of the issuer.	Y	73	-
5(G)(27)	Negative cash flow from operating activities in the last three financial years.	Y	49	-
5(G)(28)	If the land proposed to be acquired from proceeds of the issue is not registered in the name of the issuer.	NA	-	-
5(G)(29)	Any restrictive covenants as regards the interests of the equity shareholder or any shareholder agreement, promoters' agreement or any other agreement for share capital (secured and unsecured) and long-term borrowings.	Y	43	Negative statement has been mentioned in the offer document.
5(G)(30)	Existence of a large number of pending investor grievances against the issuer, listed subsidiaries.	NA	-	-
5(G)(31)	In case of issue of secured convertible debt instruments, risks associated with second or residual charge or subordinated obligation created on the asset cover.	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(D)(f), 70(2), 122(2)(ii), 175(1)(b), 239, 246(2)(b), 292(1)(b), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
5(G)(2)	In case of proforma financial statements / restated consolidated financial statements has been provided by peer review Chartered Accountants who is not statutory auditor of the Company, the Issuer Company shall put this as a Top 10 Risk Factor in its Offer Document (DRHP/BID/Prospectus)	NA	-	-
6	INTRODUCTION:			
6(A)	Issue details in brief	Y	63	-
6(B)	Summary of most dated financial information.	Y	66 - 68	Company to provide
7	GENERAL INFORMATION			
7(A)	Name and address of the registered and corporate offices, the registration number of the issuer, and the address of the Registrar of Companies where the issuer is registered.	Y	69	-
7(B)	Name, designation, address and DIN of each member of the board of directors of the issuer.	Y	69 and 70	-
7(C)	Names, addresses, telephone numbers and e-mail addresses of the Company Secretary, legal adviser and bankers to the issuer.	Y	71, 71 and 72	-
7(D)	Name, address, telephone number and e-mail address of the compliance officer.	Y	70	-
7(E)	Names, addresses, telephone numbers, contact person, website addresses and e-mail addresses of the lead managers), registrars to the issue, bankers to the issue, brokers to the issue and syndicate members (URL of SEBI website listing out the details of self-selected syndicate banks, up to 6 to the issue and their transfer agents, depository participants, etc.	Y	71, 72 and 73	-
7(F)	Names, addresses, telephone numbers, peer review number, firm registration number and e-mail addresses of the auditors of the issuer.	Y	71	-
7(G)	Statement of interest allocation of responsibilities among lead managers.	NA	71	Negative statement has been mentioned in the offer document.
7(H)	The following details of credit rating, in case of a public issue of convertible debt instruments:	NA	71	Negative statement has been mentioned in the offer document.
	(a) The names of all the credit rating agencies from which credit rating including unaccepted rating has been obtained for the issue of convertible debt instruments.	NA	-	-
	(b) The details of all the credit ratings including unaccepted ratings obtained for the issue of convertible debt instruments.	NA	-	-
	(c) All the credit ratings obtained during three years prior to the filing the offer document for any of the issuer's listed convertible debt instruments at the time of accessing the market through a convertible debt instrument.	NA	-	-
7(I)	Following details of IIR grading, if obtained.	NA	75	Negative statement has been mentioned in the offer document.
	(a) Names of all credit rating agencies from which IIR grading has been obtained.	NA	-	-
	(b) Details of all grades obtained from such credit rating agencies.	NA	-	-
	(c) Rationale or description of the grading (if) as furnished by the credit rating agencies.	NA	-	-
7(J)	Name, address, telephone number, website address and e-mail address of the debenture trustee, in case of a public issue of convertible debt instruments.	NA	74	-
7(K)	Name, address, telephone number and e-mail address of the monitoring agency, if appointed, and disclosure as to whether such appointment is pursuant to these regulations.	NA	75	-
7(L)	Name, address, telephone number and e-mail address of the appraising entity in case the project has been appraised.	NA	-	Negative statement has been



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(h), 57(1)(f), 70(2), 122(3)(ii), 175(1)(f), 239, 246(2)(h), 282(1)(D), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
				mentioned in the offer document.
7(A)	(i) Filing the draft offer document/draft letter of offer/offer document (ii) Under this head, the office of the Board where the draft offer document/draft letter of offer/offer document has been filed (iii) Address of the Registrar of Companies, where copy of the offer document having attached thereto the material contracts and documents referred to elsewhere in the offer document, has been filed.	NA Y	74 74	Noted for compliance -
7(B)	Where the issue is being made through the book building process, the brief explanation of the book building process.	Y	75	-
7(C)	Details of underwriting: (a) Names, addresses, telephone numbers, and e-mail addresses of the underwriters and the amount underwritten by each of them (b) Declaration by the board of directors of the issuer that the underwriters have sufficient resources to discharge their respective obligations. (c) In case of partial underwriting of the issue, the extent of such underwriting. (d) Details of the final underwriting arrangement indicating actual number of specified securities underwritten, to be provided in the prospectus before it is filed with the Registrar of Companies.	Y Y NA Y	78 78 78 78	Noted for compliance. - - Noted for compliance.
7(D)	Changes in the auditors during the last three years along with name, address, email address, peer review number and firm registration number of auditors and reasons thereof.	Y	74	-
7(Q)	Green Shoe Option, if applicable.	NA	74	Negative statement has been mentioned in the offer document.
7(Q)(a)	The name of the stabilising agent			
7(Q)(b)	The maximum number of equity shares, in number and as a percentage of the proposed issue size, proposed to be over-allotted by the issuer			
7(Q)(c)	Maximum period for which the issuer proposes to avail of the stabilisation mechanism			
7(Q)(d)	The stabilising agent shall disclose if it proposes to close the stabilisation mechanism prior to the maximum period.			
7(Q)(e)	Maximum increase in the equity share capital of the issuer and the post-issue shareholding pattern in case the issuer is required to offer further equity shares to the extent of over-allotment in the issue			
7(Q)(f)	Maximum amount of funds to be received by the issuer in case of further allotment and the use of these additional funds.			
7(Q)(g)	Details of the agreement or arrangement entered into by the stabilising agent with the promoters or shareholders to borrow equity shares from the latter. The details shall, inter-alia, include the name of the promoters or shareholders, their existing shareholding in the issuer, the number and percentage of equity shares to be lent by them and other important terms and conditions including rights and obligations of each party.			
7(Q)(h)	Exact number of equity shares to be allotted/considered pursuant to the public issue, stating separately the number of equity shares to be borrowed from the promoters or shareholders and over-allotted by the stabilising agent and the percentage of such equity shares in relation to the total issue size.			
(8)	CAPITAL STRUCTURE:			
8(A)	The capital structure in the following order in a tabular form:			
8(A)(a)	Authorised, issued, subscribed and paid-up capital (number of securities, description and aggregate nominal value).	Y	82	-
8(A)(b)	Size of the present issue, giving separately the promoters' contribution, if any, reservation for specified categories, if any, and net offer (number of securities, description, aggregate nominal value and issue amount) to be disclosed in the order and applicable percentages in case of a book-build issue	Y	82	Noted for compliance
8(A)(c)	Paid up capital: (i) After the issue (ii) After conversion of convertible instruments (if applicable)	Y NA	82 -	Noted for compliance. -
8(A)(d)	Share premium account (before and after the issue).	Y	-	Noted for compliance.



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(c), 70(2), 122(2)(ii), 175(1)(c), 239, 246(2)(b), 282(LK), 287(3), 291]

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
5(B)	The following table/notes shall be included after the table of the capital structure			
8(A)(a)	Details of the existing share capital of the issuer in a tabular form, indicating further with regard to each allotment, the date of allotment, the name of allottee, nature of allotment, the number of shares allotted, the face value of the shares, the issue price and the form of consideration.	Y	83	-
8(B)(i)	Where shares have been issued for consideration other than cash or call of redemption reserves at any point of time, details in a separate table, indicating the date of issue, date of redemption of assets, persons to whom issued, price, reasons for the issue and whether any benefits have accrued to the issuer out of the issue.	Y	85 and 86	-
8(B)(ii)	If shares have been allotted in terms of any scheme of arrangement approved under sections 191-204 of the Companies Act, 1956 or sections 230-234 of the Companies Act, 2013, as applicable, the details of such scheme allotted, along with the page numbers where details of such scheme is given.	NA	86	-
8(B)(d)	Where the issuer has issued equity shares under one or more employee stock option schemes, particulars of equity shares issued under the employee stock option schemes may be aggregated quarterly, indicating the aggregate number of equity shares issued, and the price range within which equity shares have been issued in each quarter.	NA	86	Negative statement has been mentioned in the DRHP.
8(B)(e)	If the issuer has made any issue of specified securities at a price lower than the issue price during the preceding one-year, specific details of the names of the persons to whom such specified securities have been issued, whether they are part of the promoter group, reasons for such issue and the price.	Y	87	Need for compliance
8(B)(f)	Shareholding pattern of the issuer in its form as prescribed under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Y	88	-
	(i) Following details regarding major shareholders, Names of the shareholders of the issuer holding 1% or more of the paid-up capital of the issuer as on the date of filing of the draft offer document or end of last week prior to the date of draft letter of offer and the offer document, as the case may be. Five day share details of shareholding, aggregating at least 80% of capital of company shall be disclosed.	Y	90	-
	(ii) Number of equity shares held by the shareholders specified in clause (i) or a long number of equity shares which they would be entitled to upon exercise of warrant, option or right to convert a debenture, loan or other instrument.	NA	-	There is no such warrants, option or right to convert a debenture, loan or other instrument.
	(iii) Particulars specified in items (i) and (ii) as on a date two years prior to the date of filing of the draft offer document/ draft letter of offer and the offer document, as the case may be.	Y	91	-
	(iv) Particulars specified in items (i) and (ii) as on a date one year prior to the date of filing of the draft offer document/ draft letter of offer and the offer document, as the case may be.	Y	91	-
	(v) The particulars specified in items (i) and (ii) as on a date ten days prior to the date of filing of the draft offer document/ draft letter of offer and the offer document, as the case may be.	Y	90	-
	(vi) If the issuer has made an initial public offer of specified securities in the past of ten years, the particulars specified in items (i), (ii), (iii) and (iv) shall be disclosed to and date separately the names of the persons who acquired equity shares by subscription to the public issue and those who acquired the equity shares by allotment on a firm basis or through private placement.	NA	-	-
8(B)(g)	Proposed structural, negotiations and consideration of the issuer to alter the capital structure by way of split or consolidation of the denomination of the shares, or issue of specified securities on a preferential basis or issue of bonus or rights or to the public offer of specified securities, within a period of six months from the date of opening of the issue.	NA	91	Negative statement given in DRHP.
8(B)(h)	Legal shareholding of each of the promoters in a tabular form, with the name of the promoter, nature of share, date of allotment/transfer, number	Y		-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(i), 135(1)(f), 239, 246(2)(b), 282(1)(f), 297(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	of shares, face value, issue price/issue deviation, date when the shares were made fully paid-up, percentage of the total pre and post-issue capital of any and the number and percentage of pledged shares, if any, held by each promoter.			
8(B)(i)	The number of membership shareholders of the issuer.	Y	91	-
8(B)(j)	The details of: <ul style="list-style-type: none"> (i) the aggregate shareholding of the promoter group and of the directors of the promoters, where the promoter is a body corporate; (ii) the aggregate number of specified securities purchased or sold by the promoter group and/or by the directors of the company which is a promoter of the issuer and/or by the directors of the issuer and their relatives in the preceding six months; (iii) all financing arrangements whereby the promoter group, the directors of the company which is a promoter of the issuer, the directors of the issuer and their relatives have financed the purchase by any other person of securities of the issuer other than in the normal course of the business of the financing entity in the six months immediately preceding the date of filing of the draft offer document/offer document; (iv) in case it is not possible to obtain information regarding sales and purchases of specified securities by any relatives of the promoter, details on the basis of the transfers as recorded in the books of the issuer and/or the depository, as applicable and a statement to such effect. 	NA		-
8(B)(k)	Promoters' contribution: <ul style="list-style-type: none"> (i) Details of promoters' contribution and lock-in period in a tabular form, separately in respect of each promoter by name, with the date of allotment of specified securities, the date when fully paid-up, the nature of allotment (rights, bonus, preferential etc.), the number, face value and issue price, the percentage of promoters' contribution to total issued capital and the date up to which the specified securities are subject to lock-in; (ii) In the case of a limited public offer, details of all individual allotments from the date of incorporation of the issuer and in case of a further public offer by a listed issuer, such details for the preceding five years; (iii) In case of further public offers or rights issues, shares acquired by the promoters through a public issue, rights issue, preferential issue, bonus issue, convertible depositary receipts or under any employee stock option scheme or employee stock purchase scheme to be shown separately from the shares acquired in the secondary market and its aggregate cost of shares acquired in the secondary market, if available; (iv) Details of compliance with applicable provisions of these regulations with respect to promoters' contribution and lock-in requirements; (v) If the issuer is exempt from the requirements of promoters' contribution, the relevant provisions under which it is so exempt; (vi) A statement if the promoter made takes as accept, full conversion of the promoters' contribution in its terms of the same optinally convertible debt instrument as is being offered to the public. 	Y	91 and 92	Name for compliance.
8(B)(l)	A statement that the issuer, its directors or the lead manager(s) have not entered into any buy-back arrangement for purchase of the specified securities of the issuer.	Y	95	-
8(B)(m)	A statement that a term (if offered) through the issue shall be made fully paid-up, if applicable, or may be forfeited for non-payment of calls within twelve months from the date of allotment of securities.	NA	-	All the equity shares issued pursuant to this IPO shall be fully paid-up at the time of allotment.
8(B)(n)	Details of shareholding, if any, of the lead manager(s) and their associates (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992) in the issuer.	NA	-	-
8(B)(o)	Details of options granted or equity shares issued under any scheme of employee stock option or employee stock purchase of issuer, in the preceding three years (separately for each year) and on a cumulative basis for all options or equity shares issued prior to the date of the offer document.	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
8(B)(f)	The specified details in cases where options granted to employees in pursuance of any employee stock option scheme existing prior to the initial public offer, are outstanding at the time of the initial public offer.	NA	-	-
8(B)(g)	In case of a further public offer by a listed issuer, which has earlier (after being a listed issuer) made any preferential allotment or bonus issue in qualified institutions placement of specified securities in the ten years preceding the date of the draft offer document/order document, a confirmation that the relevant provisions of the regulations have been complied with.	NA	-	-
(9)	PARTICULARS OF THE ISSUE:			
9(A)	Objects of the issue:			
9(A)(1)	Objects of the issue.	Y	97	-
9(A)(2)	If one of the objects of the issue is loan repayment:	Y	97	Noted for compliance.
	(a) details of loan proposed to be repaid such as name of the lender, brief term and conditions and amount outstanding.		100	
	(b) certificate from the statutory auditor certifying the utilization of loan for the purpose stated.			
9(A)(3)	If one of the objects is investment in a joint venture or a subsidiary or an acquisition, following additional disclosures:	NA		
	(a) details of the form of investment, i.e., equity, debt or any other instrument;	NA	-	-
	(b) If the form of investment has not been decided, a statement to that effect;	NA	-	-
	(c) If the investment is in debt instruments, complete details regarding rate of interest, nature of security, terms of repayment, subordination etc.;	NA	-	-
	(d) Nature of benefit expected to accrue to the issuer as a result of the investment.	NA	-	-
9(A)(4)	If one of the objects of the issue is to grant a loan to an entity other than a subsidiary, details of the loan agreements, including the rate of interest, whether secured or unsecured, duration, nature of security, terms of repayment, collateral etc. and the nature of benefit expected to accrue to the issuer as a result of the investment. If such a loan is to be granted to any of the group companies, details of the same.	NA	-	-
9(A)(5)	If one of the objects of the issue is utilization of the issue proceeds for long-term working capital, the following additional disclosures on a standstill basis:			
	(a) Basis of estimation of working capital requirement along with the relevant assumptions.	Y	102-104	-
	(b) Reasons for raising additional working capital substantiating the same with relevant facts and figures.	Y	102-104	-
	(c) Details of the projected working capital requirement, including detailed assessment of working capital after implementation of the project or achievement of objects of the issue, as the case may be, capacity utilization assumptions, break up of expected current assets into raw materials, finished goods, work in progress, sundry debtors etc., with assumption about the holding periods for each type of current asset, total current liabilities, net current assets and envisaged sources of finance for net current assets, i.e., bank finance, institutional finance, own funds etc.	Y	102-104	-
	(d) Total envisaged working capital requirement in a tabular form, the margin money thereof and the portion to be financed by way (bank) or otherwise.	Y	102-104	-
	(e) Details of the existing working capital available to the issuer with a break up into total current assets into raw materials, finished goods, work in progress, sundry debtors etc., total current liabilities, net current assets and sources of finance for net current assets, i.e., bank finance, institutional finance, own funds etc.	Y	102-104	-
	(f) If no working capital is shown as a part of project for which the issue is being made, the reasons for the same.	NA	-	-
9(A)(6)	Land:	NA	-	-
	(a) Names of the entities from whom land has been acquired, proposed to be acquired along with the cost of acquisition and the relationship, if any, of such entities to any promoter or director of the issuer, in case the proceeds of the issue are being utilized for acquisition of land.			



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(h), 57(1)(f), 70(2), 122(2)(ii), 155(1)(f), 239, 246(2)(h), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(b) Details of whether the land acquired by the issuer is free from all encumbrances and has a clear title and whether it is registered in the name of the issuer.			
	(c) Details of whether the issuer has applied/received all the approvals pertaining to land. If no such approvals are required to be taken by the issuer, that fact may be indicated by way of an affirmative statement.			
	(d) Figures appearing under this section shall be consistent with the figures appearing under the section 'Cost of the Project'.			
5A(17)	Project: If one of the objects of the issue is to fund a project, details of: (a) location of the project; (b) plant and machinery, technology, process, etc.; (c) Details shall be given in a tabular form, which shall include the details of the machinery required to be bought by the issuer, cost of the machinery, name of the suppliers, date of placement of order and the date or expected date of supply, etc. (d) In case machines are yet to be delivered, the date of quotations referred for the cost estimates given shall also be mentioned. (e) The percentage and value (cost) of the plant and machinery for which orders are yet to be placed shall be stated. (f) The details of the annual land machinery brought or prepared to be bought, if any, including the age of the machines, bulk/ree-estimated life, etc. shall also be given, collaboration, performance guarantee, if any, or assistance in marketing by the collaborators. The following information regarding persons or entities with whom technical and financial agreements have been entered into shall be given: (i) place of registration and year of incorporation; (ii) paid up share capital; (iii) turnover of the last financial year of operation. (g) general information regarding such person relevant to the issuer. (h) infrastructure facilities for raw materials and utilities like water, electricity, etc.	NA	-	-
5A(18)	Property: If one of the objects of the issue is to purchase any property, whose particulars have been given, details of: (a) names, addresses, descriptions and occupations of the vendors; (b) the amount paid or payable in cash, shares or debentures to the vendor(s), where there is more than one separate vendor, or the issuer is a sub-purchaser, the amount so paid or payable to each vendor, specifying separately the amount, if any, paid or payable for goods, etc. (c) name of the title or interest in such property acquired or to be acquired by the issuer; (d) short particulars of every transaction relating to the property completed within the two preceding years, in which any vendor of the property to the issuer or any person who is or was at the time of the transaction, a promoter, or a director or proposed director of the issuer had any interest, direct or indirect, specifying the date of the transaction and the name of such promoter, director or proposed director and stating the amount payable by or to each vendor, promoter, director or proposed director in respect of the transaction. (e) The property to which sub-clause (a) to (c) applies is a property purchased or acquired by the issuer or proposed to be purchased or acquired, which is to be paid for wholly or partly out of the proceeds of the issue or the purchase or acquisition of which has not been completed as at the date of the draft offer document or offer document, as the case may be.	NA	-	-
5A(19)	Plant/ Equipment/ Technology/ Process: If one of the objects of the issue is to purchase any plant, machinery, technology, process, etc. (a) Details in a tabular form, which shall include the details of the equipment required to be bought by the issuer, cost of the equipment,	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 230, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	name of the suppliers, date of placement of order and the date or expected date of supply, etc.			
	(3) In case the order for the equipment is yet to be placed, the date of quotations relied upon for the cost estimates (if any).			
	(4) The percentage and value terms of the equipment for which order are yet to be placed.			
	(v) The details of the second-hand equipment bought or proposed to be bought, if any, including the age of the machines, balance estimated life etc.			
9(A)(10)	In case of a public issue of secured non-convertible debt instruments, description of the assets on which the security shall be created/asset cover, if required, shall be created, the basis for computation of the security cover, the valuation methods, the periodicity of such valuation and the ranking of the charge(s)	NA	-	-
9(A)(11)	If warrants are issued, the objects for which the funds from conversions of warrants are proposed to be used.	NA	-	-
9(B)	REQUIREMENT OF FUNDS			
9(B)(1)	When the issuer proposes to undertake more than one activity or project, such as diversification, modernisation, expansion, etc., the total project cost activity-wise or project wise, as the case may be.	NA	-	-
9(B)(2)	When the issuer is implementing the project in a phased manner, the cost of each phase, including the phase, if any, which has already been implemented, shall be separately given.	NA	-	-
9(B)(3)	Details of all material existing or anticipated transactions in relation to utilisation of the issue proceeds or project cost with promoters, promoter group, directors, key managerial personnel, senior management and group companies. The relevant documents shall be included in the list of material documents for inspection.	NA	-	-
9(C)	FUNDING PLAN (MEANS OF FINANCE):			
9(C)(1)	A confirmation by the issuer confirming that firm arrangements of finance have been made through verifiable means towards seventy-five per cent of the stated amount of finance for the project proposed to be funded from issue proceeds, excluding the amount to be raised through proposed issue and existing identifiable internal accruals.	NA	-	-
9(C)(2)	Balance portion of the means of finance for which no firm arrangement has been made without specification.	NA	-	-
9(C)(3)	Details of funds tied up and the avenues for deployment of excess proceeds, if any.	NA	-	-
9(D)	APPRAISAL:			
9(D)(1)	Scope and purpose of the appraisal, if any, along with the cost of appraisal.	NA	-	None of the Objects of this Item, for which the Net Proceeds will be utilized, have been appraised.
9(D)(2)	Cost of the project and means of Finance shall be as per the appraisal report.	NA	-	-
9(D)(3)	Explanation of revision, if any, in the project cost and the means of finance after the date of issue of the appraisal report.	NA	-	-
9(D)(4)	Weakness and threats, if any, given in the appraisal report, by way of risk factors.	NA	-	-
9(D)(5)	Disclaimer clauses of the appraisal report, as applicable.	NA	-	-
9(E)	SCHEDULE OF IMPLEMENTATION Schedule of implementation of the project in a tabular form and the progress made so far, giving details of land acquisition, civil works, installation of plant and machinery, trial production, start of commercial production and reasons for delay, if any.	NA	-	-
9(F)	DEPLOYMENT OF FUNDS			
9(F)(1)	Details of the sources of funds and the deployment of these funds to the project (where the issuer is raising capital for a project) up to a date not earlier than two months from the date of filing of the offer document, as certified by a statutory auditor of the issuer and the date of the certificate.	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(i), 239, 246(2)(b), 242(1)(f), 267(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
91(1)(2)	Where the promoters' contribution has been brought prior to the public issue, which is to be set against proceeds of the issue to the stated objective and has already been deployed by the issuer, a cash flow statement from the statutory auditor disclosing the use of such funds received as promoters' contribution.	NA	-	-
91(c)	SOURCES OF FINANCING OF FUNDS ALREADY DEPLOYED Means and source of financing, including details of bridge loan or other financial arrangements which may be repaid from the proceeds of the issue.	NA	-	-
91(d)	DEPLOYMENT OF BALANCE FUNDS Year-wise break-up of the expenditure proposed to be incurred on the project.	NA	-	-
91(e)	INTERIM USE OF FUNDS A statement that net issue proceeds pending utilization (for the stated objective) shall be deposited only in the scheduled commercial banks.	Y	105	-
91(f)	EXPENSES OF THE ISSUE:			
	Expenses of the issue along with a break up for each item of expense, including details of the fees payable to separately as under (in terms of amount, as a percentage of total issue expenses and as a percentage of total issue size):	Y	104 and 105	-
	(1) Lead manager's fees including underwriting commission			
	(2) Brokerage, selling commission and up-lead fees			
	(3) Registrar to the issue			
	(4) Legal Advisors			
	(5) Advertising and marketing expenses			
	(6) Registrars including stock exchanges			
	(7) Printing and distribution of issue stationery			
	(8) Others, if any (to be specified)			
91(k)	BASIS FOR OFFER PRICE.			
91(k)(1)	The basis for issue price, floor price or price band, as the case may be, on a consolidated basis, after giving effect to any bonus or split up shares announced after the last balance sheet date.			
	(a) Earnings Per Share and Diluted Earnings Per Share, pro-rata, for the last three years (as adjusted for changes in capital)	Y	107	-
	(b) Price to Earnings ratio pre-issue.	Y	107 and 108	Noted for compliance
	(c) Average Return on Net Worth in the last five years.	Y	108	-
	(d) Net Asset Value per share based on the last balance sheet	Y	108	-
	(e) Net Asset Value per share after the issue and comparison thereof with the issue price	Y	108	Noted for compliance
	(f) An illustrative format of disclosure in respect of the basis for issue price	Y	-	-
	(g) Comparison of accounting ratios of the issuer as mentioned in (a) to (f) above with the industry average and with the accounting ratios of the peer group (i.e., companies of comparable size in the same industry), indicating the source from which industry average and accounting ratios of the peer group has been ascertained. In this regard, the following shall be ensured: Consistency in comparison of financial ratios of issuer with companies in the peer group, i.e., ratios on consolidated basis (wherever applicable) of issuer shall be compared with ratios on consolidated basis (wherever applicable) of peer group, respectively. Financial information relating to companies in the peer group shall be extracted from the regulatory filings made by such companies to compute the corresponding financial ratios.	NA	108	There are no listed companies whose business operations are similar to that of our Company or are of a comparable size to that of our Company.
	(h) The fact of dilution of financial ratios consequent upon issue of bonus shares, if any, and justification of the issue price after taking into account the diluted ratios with reference to the expended capital	NA	-	-
	(i) The following statement in case of a book-built issue: "The price band/floor price/issue price has been determined by the issuer in consultation with the lead manager(s), on the basis of book-building."	Y	107	Noted for compliance
	(j) The following statement in case of a fixed price issue:	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [Sec (regulations) 17, 24(2)(b), 57(1)(d), 70(2), 122(2)(ii), 179(1)(d), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	The issue price has been determined by the issuer in consultation with the lead manager(s) and justified by the issuer in consultation with the lead manager(s) on the basis of the above information.			
	(k) Accounting ratios in support of basis of the issue price shall be calculated after giving effect to the consequent increase in capital or account of compulsory conversions outstanding, as well as on the assumption that the option outstanding, if any, to subscribe for additional capital will be exercised.	NA	-	There are no outstanding convertible securities.
9(k)(2)	Issue of debt instruments bearing interest less than the bank rate whenever fully convertible debt instruments are issued bearing interest at a rate less than the bank rate, discloses about the price that would work out to the investor, taking into account the notional interest tax on the investment from the date of allotment of fully convertible debt instruments to the issuer(s) if conversions.	NA	-	-
9(k)(3)	For all the Key Performance Indicators (KPIs) disclosed in the offer document, the Issuer Company and the lead merchant banker(s) (M) shall ensure the following:			
	(a) KPIs disclosed in the offer document and the terms used in KPIs shall be defined consistently and precisely in the "Definitions and Abbreviations" section of the offer document using simple English terms/phrases so as to enable easy understanding of the contents. Technical terms, if any, used in explaining the KPIs shall be further clarified in simple terms.	Y	108	-
	(b) KPIs disclosed in the offer document shall be approved by the Audit Committee of the Issuer Company.	Y	108	-
	(c) KPIs disclosed in the offer document shall be certified by the statutory auditor(s) or Chartered Accountant or firm of Chartered Accountants, holding a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India or by Cost Accountants, holding a valid certificate issued by the Peer Review Board of the Institute of Cost Accountants of India.	Y	9/108	-
	(d) Certificate issued with respect to KPIs shall be included in the End matter of documents for inspection.	Y	108	-
	(e) For each KPI being disclosed in the offer document, the data/figures shall be provided for period which will be co-terminus with the period for which the related financial information is disclosed in the offer document.	Y	106	-
	(f) KPIs disclosed in the offer document should be comprehensive and explanatory shall be provided on how these KPIs have been used by the management historically to analyse, track or manage the operational and/or financial performance of the Issuer Company.	Y	111	-
	(g) Comparison of KPIs over time shall be explained based on additions or dispositions to the business, if any. For e.g. in case the Issuer Company has undertaken a material acquisition or disposition of assets/business for the periods that are covered by the KPIs, the KPIs shall reflect and explain the same.	NA	111	The Company has not made any additions or dispositions to its business during the periods 2024-2025 and 2025-2026.
	(h) For 'Basis for Issue Price' section, the following disclosures shall be made:			
	(i) Disclosure of all the KPIs pertaining to the Issuer Company that have been disclosed to its investors at any point of time during the three years preceding to the date of filing of the DRHP / RHP.	Y	109	-
	(ii) Confirmation by the Audit Committee of the Issuer Company that verified and audited details for all the KPIs pertaining to the Issuer Company that have been disclosed to the earlier investors at any point of time during the three years period prior to the date of filing of the DRHP / RHP are disclosed under 'Basis for Issue Price' section of the offer document.	Y	109	-
	(iii) Issuer Company, in consultation with the lead merchant banker, may make disclosure of any other relevant and material KPIs of the business of the Issuer Company as a	Y	97	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(b), 259, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	deem appropriate that have a bearing for arriving at the basis for issue price.			
	(iv) Cross reference of KPIs disclosed in other sections of the offer document to be provided in the 'Basis for Issue Price' section of the offer document.	Y	109, 110, 11, 112	Noted for compliance.
	(c) For the KPIs disclosed under the 'Basis for Issue Price' section, disclosure of the comparison with Indian listed peer companies and/or global listed peer companies, as the case may be (wherever available). The set of peer companies shall include companies of comparable size, from the same industry and with similar business model (if one to one comparison is not possible, appropriate notes to explain the differences may be included).	NA	111	There are no comparable listed companies in India whose business portfolio is comparable with that of our business.
	(f) The Issuer Company shall continue to disclose the KPIs which were disclosed in the 'Basis for Issue Price' section of the offer document on a periodic basis, at least once in a year (or for any lesser period as determined by the Issuer Company), for a duration deemed at least the later of (i) one year after the listing date or period specified by the Board, or (ii) till the utilization of the issue proceeds as per the disclosure made in the prospectus. Any change in these KPIs during the aforementioned period, shall be explained by the Issuer Company. The ongoing KPIs shall continue to be certified by a member of an expert body as per clause 3(e).	Y	109	Noted for compliance.
56(1)(d)	For issue price, floor price or price band, as the case may be, disclosed in the offer document, the Issuer Company and the lead merchant banker (LMB) shall disclose the details with respect to the following:			
	(a) Price per share of Issuer Company based on primary / new issue of shares (excluding convertible securities), excluding shares issued under ESOP/ESOS and issuance of bonus shares, during the 18 months preceding the date of filing of the DRHP / RHP, where such issuance is equal to or more than 5 per cent of the fully diluted paid-up share capital of the Issuer Company (calculated based on the pre-issue capital having any conversions and excluding employee stock options granted but not vested, in a single transaction or multiple transactions combined together over a span of rolling 365 days) and	Y	111	
	(b) Price per share of Issuer Company based on secondary sale / acquisition of shares (excluding convertible securities) where promoter / promoter group entities or shareholders (selling shares through offer for sale in IPO or share buy back having the right to nominate directors) or the Board of the Issuer Company, are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of the DRHP / RHP, where either acquisition or sale is equal to or more than 5 per cent of the fully diluted paid-up share capital of the Issuer Company (calculated based on the pre-issue capital before such transactions and excluding employee stock options granted but not vested, in a single transaction or multiple transactions combined together over a span of rolling 365 days).	NA	111	Negative statement has been mentioned in the DRHP.
	Note: 1. In case of sale or acquisition of securities to report under (a) and (b), the information shall be disclosed for price per share of the Issuer Company based on last 5 primary or secondary transactions (excluding transactions where promoter / promoter group entities or shareholders) selling shares through offer for sale in IPO or share buy back (having the right to nominate directors) or the Board of the Issuer Company, are a party to the transaction), not older than 3 years prior to the date of filing of the DRHP / RHP, irrespective of the size of transactions. 2. Price per share disclosed, shall be adjusted for corporate actions (e.g. split, bonus etc.) done by the Issuer Company.	NA	111	Negative statement has been mentioned in the DRHP.



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 47(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(c) For price and cap price being [●] times the weighted average cost of acquisition (WACA) based on primary/ secondary transactions; as disclosed in terms of clause (a) and (b) of Note 1 above, shall be disclosed in the manner given in Schedule VI.	Y	111	Noted for compliance
	(d) Detailed explanation for offer price / cap price being [●] times of WACA of Primary issuance price / Secondary transaction price, along with comparison of Issuer Company's KPIs and financial ratios for the last three full financial years and sub-period (if any) included in the offer document.	Y	106	Noted for compliance
	(e) Explanation for offer price / cap price being [●] times of WACA of Primary issuance price / Secondary transaction price in view of the external factors which may have influenced the pricing of the issue, if any.	Y	112	Noted for Compliance
	(f) Table of para (c) above shall be disclosed in the Price Band Advertisement under 'Risks to Investors' section. Recommendation of a Committee of Independent Directors to be included in the price band advertisement stating that the price band is justified based on quantitative factors / KPIs disclosed in 'Basis for Issue Price' section vis-a-vis the WACA of primary issuance / secondary transactions; disclosed in 'Basis for Issue Price' section.	Y	-	Noted for Compliance
9(L)	TAX BENEFITS			
	Any special tax benefits under direct and indirect tax laws for the issuer and its shareholders and its material subsidiaries identified in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Y	112-116	-
10	About the Issuer:			
10(A)	Industry Overview			
	If extract of any industry report is disclosed in the offer document, the complete industry report shall be provided as part of the material documents.	Y	117	-
10(B)	Business Overview			
i	Details of the business of the issuer company.			
(a)	Primary business of the issuer.	Y	137	-
(b)	Plant, machinery, technology, process, etc.	Y	151 - 153	-
(c)	Description of existing collaborations, any performance guarantee or assistance in marketing by the collaborators, infrastructure facilities for raw materials and utilities like water, electricity, etc.	NA	-	-
(d)	Products or services of the issuer.			
	i. Nature of the products/services, and the end users.	Y	144	-
	ii. Approach to marketing of products and services.	Y	153-154	-
2	BUSINESS STRATEGY			
	Description of the business strategy of the issuer, without any forecast of prospective returns to the financial performance of the issuer.	Y	142	-
3	CAPACITY AND CAPACITY UTILISATION			
	A table shall be incorporated giving the existing installed capacities for each product, capacity utilisation for said products at the previous three years.	Y	154	-
4	INTELLECTUAL PROPERTY RIGHTS			
(a)	If the issuer is entitled to certain intellectual property rights such as trademarks, brand names, etc. whether the same are legally held by the issuer and whether all formalities in this regard have been complied with.	Y	157	-
(b)	In case any of the material intellectual property rights are not registered in the name of the issuer, the name of the entity with which these are registered.	Y	157	-
(c)	In case the intellectual property rights are registered in the name of an entity in which the promoters are interested, the salient features of the agreement entered into for the use of the intellectual property rights by the issuer.	Y	157	-
5	PROPERTY			
	Details of its material properties.	Y	156	-
(C)	KEY INDUSTRY-REGULATION (IF APPLICABLE)	Y		-
(D)	HISTORY AND CORPORATE STRUCTURE OF THE ISSUER			
1	History including the following details			



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(a) Details of the issuer such as the date of incorporation, date of commencement of business, date of conversion of partnership into limited company or private limited company to public limited company, as applicable, dates on which names have been changed, if applicable, reasons for change of name, changes in registered offices of the issuer and reasons therefor.	Y	163	-
	(b) Details of the major events in the history of the issuer, such as: (i) Significant financial or strategic partnerships (ii) Timetabled revenue or selling up projects (iii) Capacity/Facility creation, location of plants (iv) Launch of key products or services, entry in new geographies or exit from existing markets (v) Key awards, accreditations or recognition (vi) Defaults or rescheduled up, restructuring of borrowings with financial institutions/banks	Y	169 and 170	-
	(c) Details regarding material acquisitions or divestments of business/undertakings, mergers, amalgamation, any revaluation of assets etc., if any, in the last ten years.	NA	170	-
2	Main objects as set out in the Memorandum of Association of the Issuer and dates on which the Memorandum of Association of the issuer has been amended citing the details of such amendments in the last ten years.	Y	158	-
3	Details regarding holding company, subsidiary/subsidiaries and joint venture(s), if applicable, of the issuer including: (a) Name of the holding company/subsidiary/joint venture; (b) Nature of business; (c) Capital structure; (d) Shareholding of the issuer; (e) Summary of accumulated profits or losses of the subsidiary(ies) not accounted for by the issuer.	Y	171 - 173	-
11.1	SHAREHOLDERS' AGREEMENTS AND OTHER AGREEMENTS:			
	(a) Key terms of existing shareholders' agreements, if any (to be provided even if the issuer is not a party to such an agreement), but is aware of such agreement).	NA	-	-
	(b) Any agreement entered into by a key managerial personnel or director or promoter or any other employee of the issuer, either by themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the issuer.	NA	-	-
	(c) Guarantees, if any, given or third parties by the persons offering to share in the proposed offer for sale, stating reasons, amount, obligations on the issuer, period of guarantee, financial implications in case of default, security available, consideration etc.	NA	-	-
	(d) Key terms, exact parties to and general nature of any other existing material agreements including with strategic partners, joint venture partners and/or financial partners, entered into other than in the ordinary course of business of the issuer.	NA	-	-
	(e) All such shareholders' agreements and other agreements shall be included in the list of agreed contracts as required under sub-section (1) of section 188.			Noted for Compliance
(F)	MANAGEMENT			
(a)	Board of Directors			
(a)(i)	Name, Designation, Election Number, date of birth, age, qualifications, experience, address, occupation and date of expiration of the current term of office of manager, managing director, and other directors including non-executive directors and who retire directors, period of directorship, and their directorships in other companies.	Y	174-175	-
(a)(ii)	For each person, details of current and past directorships in listed companies whose shares have been/were suspended from being traded or any of the stock exchanges, during his/her term, as follows: (a) Name of the company; (b) Listed on (give names of the stock exchange(s)); (c) Date of suspension on the stock exchange; (d) If trading suspended for more than three months, reasons for suspension and period of suspension.	NA	179	Negative statement has been mentioned in the DR-IP



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(e) If the suspension of trading is revoked, the date of revocation of suspension; (f) Term (along with relevant dates) of the director in the above company/ies; (The above details shall be given for the preceding five years. In case of fast-track issues filed under the provisions of these regulations, the period of five years shall be reckoned on the date of filing of the offer document.)			
(aj)(iii)	For each person details of current and past directorships in listed companies which have become delisted from the stock exchange(s), during his/her tenure, as follows: - Name of the Company; - Listed on [give name of the stock exchange(s)]; - Date of delisting on the stock exchange(s); - Compulsory or voluntary delisting; - Reasons for delisting; - If relevant, date of re-listing on give name of the stock exchange(s); - Term (along with relevant dates) of the director in the above company/companies	NA	179	-
(ak)(v)	Nature of any family relationship between any of the directors or any of the directors and key managerial personnel or senior management	Y	176	-
(aj)(vi)	Any arrangement or understanding with major shareholders, or lenders, suppliers or other persons, pursuant to which of the directors was selected as a director or member of senior management.	NA	180	Negative statement has been mentioned in the DRHP.
(aj)(vii)	Details of service contracts entered into by the directors with the issuer pending for heretofore upon termination of employment and a distinct negative statement in the absence of any such contract	NA	188	Negative statement has been mentioned in the DRHP
(aj)(viii)	Details of borrowing powers.	Y	178	-
(b)	Compensation of Managing Directors and/or Whole time Directors:			
(aj)(i)	The duties, duties to, and general nature of every contract appointing or fixing the remuneration of a Director, Whole-time Director, Managing Director or Manager entered into in the preceding five years. During the last financial year, the amount of compensation paid, and benefits in kind granted on an individual basis to all such persons by the issuer for services in all capacities to the issuer and remuneration paid or payable by subsidiary or associate company (as defined under the Companies Act, 2013). The disclosure shall also cover contingent or deferred compensation accrued for the year, even if the compensation is payable at a later date.	NA	178	-
(aj)(ii)	If any portion of the compensation was paid pursuant to a bonus or profit-sharing plan, a brief description of the plan and the basis upon which the director participated in the plan	NA	178	Negative statement has been mentioned in the DRHP.
(aj)(iii)	All such contracts shall be included in the List of material contracts required under sub-section (1) of Item-11B;	NA	-	-
(c)	Shareholding of directors, including details of joint shareholdings held by them, if applicable.	Y	178	-
(d)	Interest of Directors:			
(aj)(iv)	Nature and extent of interest, if any, of every director in the issuer including in any property acquired or proposed to be acquired or the issuer or by the issuer or in the promotion or formation of the issuer	Y	179	-
(aj)(v)	Where the interest of such a director consists in being a member of a firm or company, the nature and extent of the interest of the firm or company, with a statement of all sums paid or agreed to be paid to him or to the firm or company in cash or shares or otherwise by any person either (a) in India or in foreign, or to qualify him as a director, or otherwise for services rendered by him or by the firm or company, in connection with the promotion or formation of the issuer shall be disclosed	NA	179	Negative statement has been mentioned in the DRHP.
(e)	Change, if any, in the Directors during the last three years, and reasons therefor	Y	180	-
(f)	Management Organisation Structure	Y	187	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
(g)	Corporate Governance:			
(g)(i)	A statement that the issuer has complied with the requirements of corporate governance relating to the composition of its board of directors, constitution of committees such as audit committee, nomination and remuneration committee, stakeholders relationship committee, etc., as provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Y	186	-
(g)(ii)	Details relating to the issuer's audit committee, nomination and remuneration committee, stakeholders' relationship committee and its management committee (if applicable) including the names of committee members and the terms of reference under which the committees operate	Y	186	-
(h)	Key Managerial Personnel and Senior Management:			
(h)(i)	Details of the key managerial personnel and senior management including name, date of joining, qualifications, term of office with date of expiration or term and details of service contracts including termination/renewal benefits, if any, details of previous employment, etc.	Y	187	-
(h)(ii)	Post business experience, and functions and areas of experience in the issuer. Nature of any family relationship between any of the key managerial personnel and senior management.	Y	187	-
(h)(iii)	Any arrangement or understanding with its major shareholders, customers, suppliers or others, pursuant to which any of the key managerial personnel or senior management, was selected as key managerial personnel	NA	188	Negative statement has been mentioned in the DRHP.
(h)(iv)	During the last financial year, the amount of compensation paid, and benefits in kind granted, to the key managerial personnel and senior management or an individual basis, by the issuer for services of all capacities to the issuer, including contingent or deferred compensation accrued for the year, even if the compensation is payable at a later date.	NA	188	Negative statement has been mentioned in the DRHP.
(h)(v)	If any portion of the compensation or otherwise was paid pursuant to a bonus or profit-sharing plan, a brief description of the plan and the basis upon which the key managerial personnel and senior management participate in the plan.	NA	188	Negative statement has been mentioned in the DRHP.
(h)(vi)	Status of each key managerial personnel and senior management, as a permanent employee or otherwise.	Y	188	-
(h)(vii)	Shareholding of each key managerial personnel and senior management in the issuer.	Y	188	-
(h)(viii)	Changes in the Key Managerial Personnel or senior management. Any change other than by way of retirement in the normal course in the key managerial personnel or senior management in the preceding three years.	Y	189	-
(h)(ix)	If the appointment of key managerial personnel and senior management is being compared to the industry, reasons should be disclosed.	NA	189	-
(i)	Employees:			
	<ul style="list-style-type: none"> Refer the page where declares regarding employees stock option scheme, employees stock purchase scheme of the issuer, if any, as required by the Regulations or Regulations of the Board relating to Employee Stock Option Scheme and Employee Stock Purchase Scheme, is given. bonus or benefit to key managerial personnel and senior management of the issuer (i.e., salary related). Any amount or benefit paid or given or to be in the two preceding years or intended to be paid or given to any officer and embezzlement the payment of giving of the benefit. 	NA	189	Negative statement has been mentioned in the DRHP.
		NA	280	Negative statement has been mentioned in the DRHP.
(G)	PROMOTERS/ PRINCIPAL SHAREHOLDERS			
(a)	Where the promoters are individuals:			
(a)(i)	A complete profile of all the promoters, including their name, date of birth, age, personal address, educational qualifications, experience in the business or employment, positions held in the past, directorship held, other ventures of each promoter, special achievements, the richness and financial activities, photographs, Permanent Account Number.	Y	190	-
(a)(ii)	A declaration confirming that the Permanent Account Number, Bank Account Number(s) and Passport Number, Aadhar card number and driving license number of the promoters have been submitted to the stock	Y	190	-

SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(ii), 282(1)(f), 287(2), 291]

Regulation #	Text	Complied with-Y/N/NA	Pg. No.	Comments
	exchanges on which the specified securities are proposed to be listed, at the time of filing the draft offer document			
(1)	Where the promoters are companies:	NA	-	-
(1)(i)	Brief history of the promoters such as date of incorporation, change in activities and present activities			
(1)(ii)	History of the companies and the promoters of the companies. Where the promoters of such companies are again companies or bodies corporate, names of natural persons in control (i.e. holding fifteen per cent. or more voting rights) or who are on the board of directors of such bodies corporate	NA	-	-
(1)(i)(i)	Details of change in control of the promoter companies, if any, including details of the persons who held the controlling interest in the preceding three years			
(1)(iv)	Declaration confirming that the Promoters' Account Numbers, Bank Account Numbers, the Company Registration Numbers and the addresses of the Registrars of Companies where the companies are registered have been submitted to the stock exchanges on which the specified securities are proposed to be listed, at the time of filing the draft offer document or draft letter of offer with them			
(2)	Where alternative investment funds or foreign venture capital investors registered with the Board, are identified as promoters, the following shall be applicable:	NA	-	-
(2)(i)	Details of the Fund Manager;			
(2)(ii)	Generic details of the Fund, which is the investor in the issuer company;			
(2)(iii)	Details such as total number of investors in the Fund, distribution of investors company-wise (institutional, corporate, individual etc.) and percentage stake held by each investor category;			
(2)(iv)	Details of companies funded by the Funds, namely:-			
	(a) Total number of companies funded;			
	(b) Distribution of such companies - country wise, holding period wise, sector wise;			
	(c) Number of companies under the control of the Fund, directly or indirectly;			
	(d) In respect of companies where such Funds have offered their stakes for less than 5% of minimum promoter's contribution:-			
	• Name of the company			
	• Date of listing on each stock exchange			
	• Fund's shareholding in the company as on the date of listing			
	• Fund's shareholding in the company as on the date of filing of the DRHP of the company that now seeks to get listed			
(2)(v)	Average holding period of the Fund's investments;			
(2)(vi)	Sector focustere specialization of the Fund, if applicable;			
(3)	If the present promoters are not the original promoters and control at the time was acquired in the preceding five years, details regarding the acquisition of control, date of acquisition, terms of acquisition, consideration paid for acquisition and compliance with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as applicable, and the Listing Agreement of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable	NA	195	
(4)	If there is no identifiable promoter, details of the shareholders who control individually or as a group, fifteen per cent. or more of the voting rights of the issuer and of persons, if any, who have the right to appoint directors on the board of directors of the issuer.	NA	-	-
(5)	If the promoters do not have experience in the proposed line of business, the fact shall be disclosed explaining how the proposed activities would be carried out/managed	NA	-	-
(6)	If the promoters have any interest in the issuer other than as promoters, brief details of the interest.	N	197	-
(7)	Full particulars of the nature and extent of the interest, if any, of promoters, directors or group companies, (i) to the promotion of the issuer;	Y	197	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 135(1)(f), 239, 246(2)(b), 282(1)(d), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(ii) in any property acquired by the issuer in the preceding three years or imposed to be acquired by it			
	(iii) where the interest of such a director or promoter consists in being a member of a firm or company, the nature and extent of the interest of the firm or company, with a statement of all sums paid or agreed to be paid to such director or to the firm or company in cash or shares or otherwise by any person either to induce such person to become, or to continue such person as a director, or otherwise for services rendered by such person or by the firm or company, in connection with the promotion or formation of the issuer			
	(iv) in any transaction in acquisition of land, construction of building and supply of machinery, etc. with full details of the transaction and the amount involved	NA	-	-
(i)	Payment or benefit to the Promoter of the Issuer: Any amount or benefit paid or given in the preceding two years or intended to be paid or given to any promoter or promoter group and consideration for payment of same of the benefit	Y	191	-
(j)	Brief details of material guarantees, if any, given to third parties by the promoters with respect to specific securities of the issuer	NA	192	Negative statement has been mentioned in the DRIP
(k)	A list of all individuals and entities forming part of the promoter group of the issuer.	Y	192	-
(l)	If the promoters have disassociated themselves from any of the companies or firms during the preceding three years, the reasons therefor and the circumstances leading to the disassociation together with the terms of such disassociation.	Y	191	-
(B)	DIVIDEND POLICY			
	Dividend policy and mode of payment of dividend, details of dividend paid in the last three financial years and the sub-period, as applicable, and the period between last dividend period and the date of filing the draft offer document / final letter of offer document.	Y	192	-
(1)	FINANCIAL STATEMENTS:			
(i)	Requirements in case Indian Accounting Standards (Ind AS) is applicable in the latest period presented in Restated Financial Information	NA	-	-
(ii)	Requirements in case Indian GAAP is applicable in the latest period presented in Restated Financial Information			
	Financial information section of the offer document shall be divided into two parts, viz. restated financial information and other financial information. The restated and other financial information should be complete in all respects. To avoid duplication of disclosures in the offer document, appropriate use of cross-reference may be made to the restated and other financial information.	Y	201 and 240	-
(A)	Restated Financial Information			
(i)	Consolidated Financial Statements (CFS) prepared in accordance with Indian GAAP for three years and sub-period (if applicable) should be audited and certified by the statutory auditor(s) or Chartered Accountant(s) who holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI). The sub-period CFS shall be required if Indian GAAP CFS for latest full financial year included in the draft offer document/offer document is older than six months and from the date of filing of the draft offer document/offer document. The sub-period should not end up in a date earlier than six months of the date of filing of the offer document. In accordance with AS 25 <i>Interim Financial Reporting</i> , the group should present a complete Indian GAAP CFS for the sub-period, except the issuer has been exempted from presenting comparatives for the sub-period. CFS shall be prepared as per the provisions of Companies Act, 2013 (as amended).	Y	201	-
	(ii) The CFS (including for the sub-period, if applicable) should be restated to ensure consistency of presentation, disclosures and the accounting policies for all the periods presented in line with that of the latest financial year/sub-period presented. Similarly, significant errors, mis-provisions, regrouping, other adjustments, if any, should be reflected	Y		Minor compliance



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 259, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(a) In the corresponding period. Changes in estimates, if any, need not be restated, as they are events of that corresponding year. The issuer has an option to present comparatives for the stub period. Appropriate disclosures for correction of errors, changes in accounting policies and changes in accounting estimates should be made in accordance with <i>AS 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies</i> .			
	(b) SA 705 <i>Modification to the Opinion in the Independent Auditor's Report</i> equates a qualified opinion, adverse opinion or disclaimer of opinion for material misstatements. With respect to an eligible issuer, such modifications, which are quantifiable or can be estimated shall be adjusted to the restated financial information of the appropriate period. In situations where the qualification cannot be quantified or estimated, appropriate disclosures should be made in the notes to accounts, explaining why the qualification cannot be quantified or estimated.	NA	-	-
	(c) A reconciliation explaining the difference between the audited CFS equity and profit (loss) and the restated CFS equity and profit (loss) should be presented in a columnar format.	Y	212	-
	(d) The auditor or Chartered Accountants shall issue an examination report on the restated and audited financial information in accordance with the <i>Guidance Note</i> issued by the ICAI from time to time.	Y	199	-
	(e) Auditor should have a valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (AI) as on the date of signing the restated financial information. If a new auditor holding a valid peer review certificate is appointed for the stub period, and the predecessor auditor did not hold a valid peer review certificate at the date of signing the last annual financial statement, then the last annual financial statement would need to be re-audited by the new auditor in accordance with applicable standards. The re-audit may exclude audit reporting matters on CARO, Internal Financial Control and other pure regulatory matters. Where auditor earlier held a valid peer review certificate, but did not hold a valid certificate at the date of signing the restated financial information, the earlier certificate shall be considered valid provided there is no express refusal by the peer review board to renew the certificate and the process to renew the peer review certificate was initiated by the auditor.	Y	200	-
	(f) Where a issuer does not have a subsidiary, associate or joint venture in any financial year, the issuer shall present separate financial statements for that financial year by following the applicable requirements of a restated CFS.	NA	-	-
	(g) List of the related parties and all related party transactions of the consolidated entity whether aggregated or disaggregated or both which require disclosure under AS 18 and or covered under section 188(2) of the Companies Act, 2013 (as amended), as disclosed in the separate financial statement of the consolidated entities, should be disclosed in the restated financial information.	Y	219	-
	All funding arrangements, including, inter-se guarantees among the entities consolidated, essential contribution to equity share capital, shall be disclosed. The important terms and conditions of the funding arrangement and fund transfer restrictions, if any, should be disclosed in the restated financial information.	Y	207	Noted for compliance
	(h) The following disclosures shall be made in the restated financial information on the basis of amounts recognized and reported as per Indian GAAP and in accordance with the <i>Guidance Note</i> of the ICAI issued from time to time.			
	(i) Discloses as per AS 13	NA	-	-
	(ii) Discloses as per AS 14	NA	-	-
11	The separate audited financial statements for past three full financial years immediately preceding the date of filing of offer document of the issuer company and all its material subsidiaries should be made available on issuer's website in accordance with the materiality thresholds in (b) below. Alternatively, relevant link should be provided to the financial statement of subsidiaries on the issuer's website. The link to the issuer's separate financial statement should be specified in the offer document. For	Y	-	Noted for compliance



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A (See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(h), 282(1)(f), 287(2), 291)

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
	this purpose, subsidiaries shall be identified based on definitions in the Companies Act, 2013. The above requirements shall apply for the periods of existence of the parent-subsidiary relationship.			
	(a) A certified English translated copy of the financial statements should be made available on the Company's website for every entity consolidated whose financial statements are not presented in English.	NA	-	-
	(b) The financial statements reported in any currency other than Indian Rupee shall be translated into Indian Rupee in accordance with Ind AS 21 <i>The Effects of Changes in Foreign Exchange Rates</i> . The financial statements of all foreign consolidated entities should be audited, unless they are not material to the CPS and the local regulation does not mandate audit. For this purpose, a consolidated entity shall be considered 'material' if it contributes 10% or more to the turnover or net worth or profit before tax in the annual CPS of the respective year. Additionally, total audited EIS shall not exceed 20% of the turnover or net worth or profit before tax of the CPS of the respective year. For the purpose of this clause, definition of turnover, net worth and profit before tax should be as per Companies Act, 2013 (as amended).	NA	-	-
	(c) The financial statements of foreign entities consolidated may be audited as per the requirements of local regulation applicable in the respective jurisdiction. However, in cases where the local regulation does not mandate audit, financial statements should be audited as per the auditing standards' requirements applicable in India.	NA	-	-
	(d) The financial statements of foreign subsidiaries may be acceptable on a GAAP other than Indian GAAP if local laws require application of local GAAP.	NA	-	-
(B)	Other Financial Information			
(i)	The following information shall be computed as per the <i>Guidance Note</i> issued by the ICAI from time to time and disclosed in other financial information: <ul style="list-style-type: none"> - Earnings per share (Basic and Diluted) - Return to net worth - Net Asset Value per share - EBITDA 	Y	215	-
(ii)	If the proceeds fully or partly, directly or indirectly, is or be used for acquisition of one or more material businesses or entities, the audited statements of balance sheet, profit and loss, cash flow for the latest three financial years and sub-report (if available) prepared as per framework applicable to the business or subsidiary proposed to be acquired shall be included in the draft offer document/offering document. For this purpose, the proposed acquisition (covering all businesses or subsidiaries proposed to be acquired) shall be considered material if it will make 20% or more contribution in aggregate to either turnover, or net worth or profit before tax in the latest annual CPS. The issuer/company may voluntarily choose to provide financial statements of above acquisitions on or after the proceeds of the issue even if they are below the above materiality threshold. In cases where the general purpose financial statements of the businesses/entities to be acquired/divested are not available, combined/consolidated financial statements or that businesses/entities shall be prepared in accordance with <i>Guidance Note</i> issued by the ICAI from time to time. The combined/consolidated financial statements shall be audited by the auditor of the seller in accordance with applicable frameworks.	NA	-	-
(iii)	Proforma financial statements - The issuer shall provide Proforma financial statements as certified by the statutory auditor or the chartered accountants, who hold a valid certificate issued by the Peer Review Board at Institute of Chartered Accountants of India (ICAI) appointed by the issuer/company, of all the acquisition or businesses material to the consolidated financial statements where the issuer or its subsidiaries have made an acquisition or divestment including deemed disposal after the latest period for which financial information is disclosed in the offer document but before the date of filing of the offer document. For this purpose, the acquisition/divestment would be considered as material if acquired/divested business or subsidiary contributes 10% or more to turnover, net worth or profit before tax of the latest annual CPS.	NA	-	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 13, 24(2)(b), 57(1)(f), 70(2), 122(2)(i), 175(1)(f), 259, 246(2)(b), 282(1)(D), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	of the issuer. The Proforma financial statements shall be prepared for the period covering last completed financial year and the stub period (if any). The Proforma financial statements shall be prepared in accordance with Guidance Note issued by the ICAI from time to time and certified by the statutory auditor. The issuer/company may voluntarily choose to provide proforma financial statements of acquisitions even when they are below the above materiality threshold. In case of one or more acquisitions or divestments, one combined set of proforma financial statements should be presented. Where the businesses acquired/divested does not represent a separate entity, general purpose financial statement may not be available for such business. In such cases, combined/ carved-out financial statements for such businesses shall be prepared in accordance with Guidance Note issued by the ICAI from time to time. Further, in case of non-material acquisitions/divestments disclosures in relation to the fact of the acquisition/divestment consideration paid/received and mode of financing shall be verified by the statutory auditor of the issuer company or chartered accountants who hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) appointed by the issuer company.			
(C)	Management's Discussion and Analysis of Financial Position and Results of Operations as reflected in the related Indian GAAP CPS shall be provided in other financial information.			
(i)	Significant developments subsequent to the last financial year or when applicable subsequent to the stub period. A statement by the directors whether in their opinion there have arisen any circumstances since the date of the last financial statements as disclosed in the offer document and which materially and adversely affect or are likely to affect within the next twelve months: a. the trading or profitability of the issuer; or b. the value of its assets; or c. its ability to pay its liabilities	Y	267	-
(ii)	Factors that may affect the results of operations.	Y	257	-
(b)	Discussion on the results of operations. This information shall, inter-alia, contain the following: a. A summary of the past financial results after adjustments as given in the auditor's report for the last three (3) financial years and the stub period (if any) containing significant items of income and expenditure that has given b. A summary of important items of income and expenditure for the last three years and most recent audit period c. The nature and sizes of account of major product/ main activities. d. In case the other income constitutes more than 10% of the total income, the break-up of the same along with the nature of the income, i.e., recurring or non-recurring shall be stated. e. If a material part of the income is dependent upon a single customer/supplier or a few major customers/suppliers, disclosure of this fact along with relevant data. Similarly, if any foreign customer/supplier constitutes a significant portion of the issuer's business, disclosure of the fact along with its impact on the business on account of exchange rate fluctuations. f. In case the issuer has deviated from statutorily prescribed manner for recording sales and revenues, its impact may be analysed and disclosed. g. The nature of miscellaneous, one-time and miscellaneous expenditure for the current period and the preceding years, if applicable.	Y Y Y NA Y	241 243 241	- - -
(c)	Comparison of last three years and the stub period on the major heads of the profit and loss statement, including an analysis of reasons for the changes in significant items of income and expenditure shall also be given, inter-alia, containing the following: a. unusual or infrequent events or transactions including unusual trends on account of business activity, unusual items of income, change of accounting policies and discretionary reduction of expenses etc. b. significant expense changes that materially affected or are likely to affect income from continuing operations;	Y	243	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	<p>e. known trends or uncertainties that have had or are expected to have a material adverse impact on sales, revenue or income from continuing operations;</p> <p>f. expected future changes in relationship between costs and revenues in case of events such as future increase in labor or material costs or prices that will cause a material change are known;</p> <p>g. the extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or services or increased sales prices;</p> <p>f. total turnover of each major industry segment in which the issuer operated;</p> <p>g. status of any publicly announced new products or business segment;</p> <p>h. the extent to which business is seasonal;</p> <p>i. any significant dependence on a single or few suppliers or customers;</p> <p>j. competitive conditions.</p>			
14)	Management's Discussion and Analysis shall be based on the restated financial information for the last three years and the sub period	Y	213	-
(D)	Capitalisation statement			
15)	Capitalisation Statement showing total borrowings, total equity and the borrowing/equity ratios before and after the issue is made shall be incorporated. It shall be prepared on the basis of the restated CFS for the latest financial year or when applicable at the end of the sub period	Y	215	-
16)	In case of any change in the share capital since the date as of which the financial information has been disclosed in the offer document, a note explaining the nature of the change shall be given.	Y	-	-
17)	An illustrative format of the Capitalisation Statement as specified in Schedule VI.	Y	-	-
(III)	Financial Information of the issuer in further public offers.	NA	-	-
12	LEGAL AND OTHER INFORMATION:			
(A)	Outstanding Litigations and Material Developments:			
1	<p>(i) Pending Litigations involving the issuer or directors/ promoters/ subsidiaries;</p> <p>(ii) All criminal proceedings;</p> <p>(iii) All actions by regulatory authorities and statutory authorities;</p> <p>(iv) Disciplinary action including penalty imposed by SEBI or stock exchanges against the promoters in the last five financial years including outstanding action;</p> <p>(v) Claims related to directors and officers taxes in a consolidated manner giving the number of cases and total amount;</p> <p>(vi) Other pending Litigations - As per the policy of materiality defined by the board of directors of the issuer and disclosed in the offer document.</p>	Y	262	-
2	<p>Outstanding dues to creditors;</p> <p>(i) Based on the policy on materiality defined by the board of directors of the issuer, details of creditors which include the consolidated number of creditors and the aggregate amount involved;</p> <p>(ii) Consolidated information on outstanding dues to medium, small and medium enterprises and other creditors, separately giving details of number of cases and amount involved;</p> <p>(iii) Complete details about outstanding overdrafts to material creditors along with the name and amount involved on each such material creditor shall be disclosed on the website of the company with a web link thereto.</p>	Y	269	-
		Y	269	-
		Y	269	-
3	If any of the above mentioned litigations, material developments dues to creditors etc., arise after the filing the offer document, the facts shall be incorporated appropriately in the offer document. In case there are no such cases, a disclaiming negative statement is required to be made in this regard in the offer document. Material developments since the date of the last balance sheet	Y	267	-
4	Disclosures pertaining to willful defaulters or a fraudulent borrower in case of a further public offer or a rights issue: If the issuer or any of its promoter or director has been declared as a willful defaulter or a	NA		-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	fraudulent borrower, it shall make the following disclosures with respect to each such person separately: (a) Name of the person declared as a willful defaulter or a fraudulent borrower (b) Name of the Bank declaring the person as a willful defaulter or a fraudulent borrower. (c) Year in which the person was declared as a willful defaulter or a fraudulent borrower. (d) Outstanding amount when the person was declared as a willful defaulter or a fraudulent borrower. (e) Steps taken, if any, by the person for removal of its name from the list of willful defaulters or a fraudulent borrower. (f) Other disclosure, as directed (i) by the issuer, in order to enable investors to take an informed decision. (g) Any other disclosure as specified by the Board			
5	The fact that the issuer or any of its promoters or directors is a willful defaulter or a fraudulent borrower shall be disclosed prominently on the cover page with suitable cross-referencing to the inside pages.	NA	277	-
6	Disclosures specified herein shall be made in a separate chapter or section, distinctly identifiable in the Index Table of Contents.	Y		Noted for Compliance
(B)	Government approvals:			
1	Investment approvals (Govt/ RBI, etc. as applicable) letter of intent or industrial license and declaration of the Central Government, Reserve Bank of India or any regulatory authority about the non-responsibility for financial soundness or correctness of the statements;	NA	-	-
2	All government and other approvals which are crucial and necessary for carrying on the business and operations of the issuer and material subsidiaries.	Y	268	-
13	INFORMATION WITH RESPECT TO GROUP COMPANIES			
(A)	The certain information based on the audited statements in respect of top five group companies (based on market capitalization) listed by issuer to issuer in case of listed for the preceding three years shall be hosted on the website of the respective group company (listed) and shall. The offer document shall refer the website where the details of the group companies shall be available.	Y	144	-
(B)	Any pending litigation involving the group company, which has a material impact on the issuer.	NA		-
(C)	Common Parents:			
(i)	In case there are common parents amongst the group companies, subsidiary associates companies and the issuer, the reasons and justification for the same shall be spelt out and the conflict of interest situations shall be stated.	Y	145	-
(ii)	The related business transactions within the group and their significance on the financial performance of the issuer.	Y	197	-
(iii)	Any of the other group companies/subsidiary/associate companies has business interests in the issuer, the nature and amount of commercial business that the said company has (proposes) to have with the issuer, may be qualified. If not, a distinct negative statement may be incorporated to this effect.	Y	196	-
14	OTHER REGULATORY AND STATUTORY DISCLOSURES:			
(A)	Authority for the issue and details of resolution(s) passed for the issue.	Y	271	-
(B)	A statement by the issuer that the issuer, promoters, promoter group, directors, persons in control of the promoter or issuer, if applicable, or selling shareholders are not prohibited from accessing the capital market or debarrred from buying or selling securities or have any order or direction passed by the Board or any securities market regulator in any other jurisdiction or any other authority.	Y	274	-
(C)	A certification that the issuer, its promoters, promoter group or selling shareholders is in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018.	Y	271	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A (See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(LH), 287(2), 291)

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
(D)	A confirmation whether any of the directors of the issuer are associated with the securities market in any manner and if, any outstanding action against them initiated by the Board in the past five years	Y	274	-
(E)	Eligibility of the issuer to enter the capital market, in terms of these Regulations (Details of compliance with eligibility requirements to make a first-time issue, if applicable)	Y	274	-
(F)	Compliance with Part B of this Schedule, as the case may be, if applicable	NA	-	-
(G)	Disclaimer clauses:			
1	The offer document shall contain the disclaimer clause of SEBI in hold capital letters:	Y	277	-
2	Disclaimer Statement from the issuer and lead manager(s):	Y	278	-
(H)	Disclaimer in respect of jurisdiction	Y	279	-
(I)	Disclaimer clause of the stock exchanges.	Y	279	-
(J)	Disclaimer clause of the Reserve Bank of India, the Insurance Regulatory and Development Authority of India or of any other relevant regulatory authority.	NA	-	-
(K)	Listing: Names of the designated stock exchange and other stock exchanges to which application has been made for listing of the specified securities offered in the present issue	Y	280	-
(L)	Consent of the directors, auditors, solicitors or advocates, lead manager(s) registered to the issue, bankers to the issuer and experts	Y	280	-
(M)	Expert opinion obtained, if any.	Y	280	-
(N)	Previous public rights issues, if any, during the last five years: (1) Closing date (2) Date of allotment (3) Date of refund (4) Date of listing on the stock exchange(s) (5) If the issuer(s) was at premium or discount, the amount thereof	NA	281	-
(O)	Commission or brokerage on previous issues, in last five years.	NA	281	Negative statement has been mentioned in the DRHP
(P)	Following particulars in regard to the issuer and other listed group companies/subsidiaries/associates, when made any capital issue during the last three years shall be given: (1) Name of the Company, (2) Year of Issue, (3) Type of Issue (public rights/convertible), (4) Amount of issue, (5) Date of closing of issue, (6) Date of allotment and date of credit of securities to the demat account, (7) Date of completion of the project, where object of the issue was financing the project, (8) Rate at dividend paid.	Y	281	
(Q)	Performance vis-a-vis objects:			
	(1) Issuer:			
	(a) A list of all the public rights issues made during the preceding five years, along with the year of issue.	Y	281	
	(b) Details of non-achievement of objects, with quantification of shortfall and delays for such public rights issues.	NA	-	
	(2) Listed Subsidiaries/ Listed Promoters:			
	(a) A separate paragraph entitled "Performance vis-a-vis objects - Last one public rights issue of listed subsidiary/ Promoters", indicating whether all the objects mentioned in the offer document of the last one issue of each of such company/ promoters during the preceding five years were met.	NA	281	Negative statement has been mentioned in the DRHP
	(b) If not, details of non-achievement of objects, with quantification of shortfall and delays.	NA	-	
(R)	True information of past issues handled by the lead manager(s) to the given issuer	Y		
(S)	Stock market data for equity shares of the issuer, if listed:	Y		



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	Particulars of:			
	(1) High, low and average market prices of the equity shares of the issuer during the preceding three years.			
	(2) Monthly high and low prices for the six months preceding the date of filing the draft offer document with the Board which shall be updated till the time of filing the offer document with the Registrar of Companies;			
	(3) Number of shares traded on the days when high and low prices were recorded in the relevant stock exchanges; during the said period of (a) and (b) above and indicating the total number of days of trading during the preceding six months and the average volume of equity shares traded during that period and a statement if the equity shares were not recently traded;			
	(4) Stock market data referred to above shall be shown separately for periods marked by a change in capital structure, with such period commencing from the date the relevant stock exchange recognizes the change in the capital structure (e.g. when the shares have become ex-rights or ex-bonus)			
	(5) Market price of equity shares immediately after the date on which the resolution of the board of directors approving the issue.			
	(6) Volume of securities traded in each month during the six months preceding the date on which the offer document is filed with the Registrar of Companies; and			
	(7) Volume of shares traded along with high, low and average prices of shares of the issuer shall also be stated for respective periods.			
	<i>Explanation:</i> If the equity shares of the issuer are listed in more than one stock exchange, the above information shall be provided for each stock exchange separately. Average market prices in point (1) above shall be calculated on closing price on the stock exchange.			
11	Mechanism evolved for redressal of investor grievances)			
	(1) Arrangements or mechanism evolved by the issuer for redressal of investor grievances including through SEBI Complaints Redress System (SCORES)	Y	253	Noted for compliance
	(2) Number of investor complaints received during the preceding three years or the number of complaints disposed off during that period.	NA	253	Negative statement has been mentioned in the DRHP.
	(3) Number of investor complaints pending as the date of filing the draft offer document.	NA	-	-
	(4) Number of investor complaints pending as the date of filing the draft offer document in respect of the five largest (in terms of market capitalization) listed group companies.	NA	-	-
	(5) Any remedy taken by the issuer for disposal of various types of investor grievances.	Y	253	-
	(6) Disclosure prescribed under sub-clauses (2) or (3) shall also be made in regard to the listed subsidiaries.	NA	-	-
11	Exemption from complying with any provisions in if granted by SEBI shall be disclosed.	NA	254	Negative statement has been mentioned in the DRHP
15	OFFERING INFORMATION:			
(A)	Terms of the Issue:			
(a)	Statement that the shares issued in the issue shall be pari passu with the existing shares in all respects including dividends. In case of an issuer having SR equity shares, a statement that the shares issued in the issue shall be pari passu with the existing shares (excluding SR equity shares) in all respects including dividends.	Y	256	-
(b)	Statement that in the case of the issuer, the dividend for the entire year shall be payable to the shareholders.	NA	-	-
(c)	Face value and issue price/ floor price/ price band.	Y	286	-
(d)	Rights of the instrument holder: In case of a issuer having SR equity shares, the special rights of such SR shareholders shall be disclosed along with the circumstances in which the SR equity shares shall be treated as ordinary equity shares.	Y	286	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation #	Text	Complied with-Y/N/NA	Pg. No.	Comments
17)	Market lot	Y	287	-
18)	Nomination facility to investor	Y	287	-
19)	Period of operation of subscription list of public issue	Y	289	-
19)	Statement that "if, as prescribed, minimum subscription in the issue shall be 90% of the fresh issue portion" The issuer does not receive the minimum subscription of ninety per cent of the offer through offer document (except in case of an offer for sale of specified securities) on the date of closure of the issue, or if the subscription level falls below ninety per cent after the closure of issue on account of cheques having been returned unpaid in case of rights issue or withdrawal of applications or after technical rejections, or if the listing or trading permission is not obtained from the stock exchanges for the securities so offered under the offer document, the issuer shall forthwith refund the entire subscription amount received. If there is a delay beyond fifteen days after the issuer becomes liable to pay the amount, the issuer and every director of the issuer who are officers in default, shall pay interest at the rate of fifteen per cent per annum."	NA	291	This issue is not restricted to any minimum subscription level. This issue is 100% underwritten.
20)	For Composite Issues: Statement that the requirement of "minimum subscription" is satisfied both jointly and severally, i.e., independently for both right and public issues, and that if the issuer does not receive the minimum subscription in either of the issues, the issuer shall refund the entire subscription received.	NA	-	-
21)	Arrangement for Disposal of Odd Lots:			
	1a) Any arrangements made by the issuer for providing liquidity for and consolidation of the shares held in odd lots, particularly when such odd lots arise on account of issues by way of rights issue, conversion of debentures or warrants, etc., shall be intimated to the shareholders or investors.	Y	288	-
	1b) The issuer is free to make arrangements for providing liquidity in respect of odd lot shares through any investment or finance company, broker or firm or through any other agency and the particulars of such arrangement, if any, may be disclosed in the offer document related to the concerned issue of capital.	Y	288	-
	1c) The lead merchant banker shall ascertain whether the issuer coming for fresh issue of capital proposes to get its post- issue order to provide service to the investors in the matter of disposal of odd lot number of its issue held by them and if any disclosure relating to setting up and operation of the same shall be contained in the offer document.	NA	-	-
	1d) Whenever an issue results in issue of shares in odd lots, the issuer shall as far as possible issue certificates of the denomination of 1-2-5-10-20-50 shares.	Y	-	Noted for compliance.
21)	Restatement, carry on, transfer and transmission of shares or debentures and on their consolidation or splitting	Y	288	-
21)	New Financial Instruments: Terms and conditions including redemption, security, conversion and any other relevant features of any new financial instruments such as deep discount bonds, debentures with warrants, secured promissory notes etc.	NA	288	Negative statement has been mentioned in the DIPP.
21)	Allotment only in Dematerialised Form: A statement to the effect that specified securities shall be allotted only in dematerialised form.	Y	286	-
21)	Issue Procedure:			
1)	Fixed price issue or book building procedure as may be applicable, including details regarding bid/offer/application form, who can bid/apply, maximum and minimum bid/application size, bidding process, bid/offer, bids at different price levels, etc.	Y	291	-
22)	Issue of securities in dematerialised form			
	1a) In case of a public issue or rights issue (subject to sub-regulation 11 of regulation 91) the specified securities issued shall be issued only in dematerialized form in compliance with the Companies Act, 2013. A statement that furnishing the details of Depository account is mandatory and applications without depository account shall be treated as incomplete and rejected. Investors will have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities in dematerialized form subsequent to allotment.	Y	299	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(f), 70(2), 122(2)(ii), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(b) Statement that the specified securities, so as to meet, shall be traded on stock exchanges in demat mode only.	Y	309	-
	(c) Statement that single bid from any investor shall not exceed the investment limit/maximum number of specified securities that can be held by such investor under the relevant regulations/statutory guidelines.	Y	309	-
	(d) Statement that the current procedure for applications by Hindu Undivided Families and the fact that applications by Hindu Undivided Families would be treated as on par with applications by individuals:	Y	312	-
	(e) Applications by mutual funds:			
	(i) Statement under the heads "Procedure for applications by mutual funds" and "Multiple Application" to indicate that a separate application can be made in respect of each scheme of an Indian mutual fund registered with the Board and that such applications shall not be treated as multiple applications.	Y	311 and 327	-
	(ii) Statement that applications made by an asset management company or a custodian of a mutual fund shall clearly indicate the name of the concerned scheme for which the application is being made.	Y	312	-
	(f) Applications by non-resident Indians: Statement that 'Non-resident Indian applicants may please note that only such applications are accompanied by payment in free foreign exchange shall be considered for allotment under the reserved category. The non-resident Indians who intend to make payment through Non-Resident Ordinary (NRO) accounts shall use the form meant for Resident Indians and shall not use the forms meant for reserved category.'	Y	312	-
	(g) Application by ASBA investors:			
	(i) Details of Application Supported by Blocked Amount process including specific instructions for submitting Application Supported by Blocked Amount.	Y	329	-
	(ii) A statement that each application form shall bear the stamp of the syndicate member, NSDL/Registrar and share transfer agents/depositary participants/stock brokers and if not, the same shall be rejected.	Y	319	-
137	Escrow mechanism for anchor investors; Escrow account of the issuer.	Y	331	-
143	Terms of payment and payment into the escrow collection account by anchor investors.	Y	331	-
151	Electronic registration of bids.	Y	313	-
161	Build-up of the book and revision of bids. In this regard, it may be specifically disclosed that qualified institutional buyers and institutional investors can either lower or withdraw their bids at any stage and retail individual investors can withdraw or revise their bids till issue date.	Y	309	-
171	Arbitration and allocation.	Y	299	-
181	Signing of order with agreement.	Y	325	-
191	Dating of the offer document.	Y	324	-
(10)	Affirmance/revocation of pre-issue advertisement.	Y	321	-
(11)	Assurance of Continuation of Allocation Note (CAN) and allotment in the issue.	Y	331	-
(12)	Designated date.	Y	321	-
(13)	General instructions:			
	(a) Bid's and details.	Y	322	-
	(b) Instructions for completing the Bid form.	Y	327	-
	(c) Bidder's bank account detail.	Y	319	-
	(d) Bids by non-resident Indian or foreign portfolio investor, foreign venture capital investors on repatriation basis.	Y	312, 313 and 314	-
(14)	Payment instructions:			
	(a) Payment into escrow account of the issuer.	Y	331	-
	(b) Payment instructions for Application supported by Blocked Amount.	Y	327	-
(15)	Submission of bid form.	Y		-
(16)	Other instructions:			
	(a) Joint bids in the case of individuals.	Y		-
	(b) Multiple bids.	Y		-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(b), 70(2), 122(2)(d), 175(1)(f), 239, 246(2)(b), 282(1)(b), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	(c) Instructions to the applicants to mention the Permanent Account Number of the sole / first holder in the application form, irrespective of the amount for which applied or bid is made, along with the instruction that applications without Permanent Account Number would be rejected except where the requirement to hold a permanent account number has been specifically exempt under applicable law.	Y	128	-
	(d) Instances when an application would be rejected on technical grounds	Y	328	-
	(e) Liability shares in demat form with the depositories.	Y	329	-
	(f) Investor's attention shall also be invited to contact the compliance officer in case of any pre-issue or post-issue related problems regarding share certificate/ident, credit/refund orders/ withdrawal etc.	Y	357	-
117)	Disposal of applications	Y	357	-
118)	Provisions of the Companies Act, 2013, as applicable, relating to prohibition of fraudulent applications, including to any person who (a) makes or alters making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities, or (b) makes or alters making of multiple applications to a company in different names or in different combinations of his/her name or surname for acquiring or subscribing for its securities, shall be punishable with fine and/or imprisonment for such amount and/or term as may be prescribed under section 67 of the Companies Act 2013.	Y	357	-
119)	Intention to fund of excess bid amount, in case of anchor investors.	Y	-	-
120)	Names of entities responsible for finalising the basis of allotment in a fair and proper manner.	Y	356	-
121)	Precedence and time of schedule for allotment and demat credit.	Y	282 and 299	-
122)	Method of allotment as may be possible by the Board from time to time	Y	332	-
123)	Letters of Allotment or refund orders or instructions to Self-Certified Syndicate Banks in Application Supported by Blocked Amount process. The issuer shall ensure that a post-dated cheque is provided for encashment of refund orders for applications other than Application Supported by Blocked Amount process	Y	350 and 332	-
124)	Mode of making refunds			
	(a) The mode in which the issuer shall refund the application money to applicants in case of an over-subscription at allotment	Y	-	-
	(b) If the issuer proposes to use more than one mode of making refunds to applicants, the respective modes where each such mode will be adopted	Y	-	-
	(c) The parameters/modes of making refunds and unblocking of funds are as follows:			
	(i) In case of applicant's raising a query of the contents specified by the issuer by crediting or refunds to the bank accounts of applicants through electronic transfer of funds by RTGS (National Automated Clearing House), as applicable, Direct Credit, RTGS (Real Time Gross Settlement) or NEFT (National Electronic Funds Transfer), as is for the time being permitted by the Reserve Bank of India	Y	-	Note compliance for
	(ii) In case of other applicants, by deposit of refund orders by registered post/courier in case of ASBA	Y	-	Note compliance for
125)	Payment of Interest in case of delay in dispatch of allotment letters or refund orders/instructions to self-certified syndicate banks by the registrar in the case of public issues			
	(a) In case of a fixed price issue, a statement that the issuer shall allot securities offered to the public shall be made within the period prescribed by the Board. The issuer shall also pay interest at the rate of fifteen per cent per annum if the a lot of letters or refund orders have not been despatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system or the depository member within five days from the date of the closure of the issue. However, applications received after the closure at issue in fulfillment of underwriting obligations in respect of a minimum subscription requirement, shall not be entitled for the said interest.	NA	-	
	(b) In case of a book built issue, a statement that the issuer shall allot securities offered to the public, within the period prescribed by the Board.	Y	338	



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(i), 70(2), 122(2)(i), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	The issuer (or its agents) that it shall pay interest at the rate of fifteen per cent per annum if the allotment letters or refund orders/ unblocking instructions have not been despatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system in the disclosed manner within six days from the date of the closure of the issue.			
	(c) In case of a rights issue, a statement that the issuer shall allow securities offered to the shareholders within fifteen days of the closure of the rights issue. The issuer (or its agents) shall pay interest at the rate of fifteen per cent per annum if the allotment letters or refund orders/ unblocking instructions have not been despatched to the applicants or if, in a case where the refund or portion thereof is made in electronic manner, the refund instructions have not been given to the clearing system in the disclosed manner within fifteen days from the date of the closure of the issue.	NA	-	-
(26)	Undertaking by the issuer:			
	(a) The following undertaking by the issuer shall be disclosed:	Y	318	-
	(i) that the complaints received in respect of the issue shall be attended to by the issuer expeditiously and satisfactorily;			
	(ii) that all steps for completion of the necessary formalities for listing and commencement of trading in all stock exchanges where the securities are to be listed are taken within the period prescribed by the Board;			
	(iii) that the issuer shall apply in advance for the listing of equities on the stock exchange of debentures/ bonds;			
	(iv) that the funds requested for making refund/ unblocking to unsuccessful applicants as per the orders disclosed shall be made available to the registrar to the issuer by the issuer;			
	(v) that where refunds are made through electronic transfer of funds, a suitable confirmation shall be sent to the applicant within the specified period of closure of the issue giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;			
	(vi) that the promoters' contribution in full, wherever required, shall be brought in advance before the issue open for public subscription and the balance, if any, shall be brought in a private basis before the end of a week made on public account in accordance with applicable provisions of these regulations;			
	(vii) that no further issue of securities shall be made till the securities offered through the offer document are listed or till the application monies are refunded on account of non-listing under scripless, etc., other than as disclosed in accordance with Regulation 56;			
	(viii) that adequate arrangements shall be made to collect all Applicants' Support of Blocked Amount and to consider them similar to non-ASBA applications while finalizing the basis of allotment...			
	(b) In case of an interest convertible debt instrument, the issuer shall also give the following additional undertaking:-	NA	-	-
	(i) It shall forward the details of utilisation of the funds raised through the convertible debt instrument, duly certified by the statutory auditors of the issuer, to the debenture trustees at the end of each half-year;			
	(ii) It shall disclose the complete name and address of the debenture trustee in its annual report;			
	(iii) It shall provide a compliance certificate to the convertible debt instrument holders (on a yearly basis) in respect of compliance with the terms and conditions of issue of convertible debt instruments duly certified by the debenture trustee;			
	(iv) It shall furnish a confirmation/certificate, that the security created by the issuer in favour of the convertible debt instrument holders is properly maintained and is adequate to meet the payment obligations towards the convertible debt instrument holders in the event of default;			
	(v) It shall extend necessary cooperation to the credit rating agency/agency for providing true and adequate information till the debt obligations in respect of the instrument are outstanding;	NA	-	-
	(c) A statement that the issuer reserves the right not to proceed with the issue after the bidding and if so, the reason therefor is a public notice	Y		



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations (7, 24(2)(b), 57(1)(f), 70(2), 122(2)(b), 175(1)(f), 239, 246(2)(b), 282(1)(f), 287(2), 291)]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	within two days of the closure of the issue. The public notice shall be issued in the same newspapers where the proposed advertisement had appeared. The stock exchanges where the specified securities were proposed to be listed shall also be informed promptly.			
	(d) a statement that if the issuer withdraws the issue at any stage including after a signature of lodging, the issuer shall be required to file a fresh draft offer document with the Board.	Y	318	-
127:	UTILISATION OF ISSUE PROCEEDS:			
	(g) A statement by the board of directors of the issuer to the effect that:	Y	329	-
	(i) all moneys received out of issue of specified securities to the public shall be transferred to a separate bank account other than the bank account referred to in the Companies Act, 2013;			
	(ii) details of all moneys utilised out of the issue referred to in sub-section (i) shall be disclosed and continue to be disclosed till the time any part of the issue proceeds remains unutilised under an appropriate separate head in the balance sheet of the issuer indicating the purpose for which such moneys had been utilised, and			
	(iii) details of all unutilised moneys out of the issue of specified securities referred to in sub-section (i) shall be disclosed under an appropriate separate head in the balance sheet of the issuer indicating the form in which such unutilised moneys have been invested.			
	(b) For an issue other than an offer for sale of a public issue made by any scheduled commercial bank or a public financial institution, a statement of the board of directors of the issuer to the effect that:	NA	-	-
	(i) the utilisation of moneys received under promoters' contribution and from reservations shall be disclosed and continue to be disclosed under an appropriate head in the balance sheet of the issuer, till the time any part of the issue proceeds remains unutilised, indicating the purpose for which such moneys have been utilised;			
	(ii) the details of all unutilised moneys out of the funds received under promoters' contribution and from reservations shall be disclosed under a separate head in the balance sheet of the issuer, indicating the form in which such unutilised moneys have been invested.			
128:	Restrictions on foreign ownership of Indian securities, if any:	Y	340	-
	(a) Investment by non-resident Indians;			
	(b) Investment by foreign portfolio investors;			
	(c) Investment by other non-residents.			
129:	Description of Equity Shares and Terms of the Articles of Association:			
	Main provisions of the Articles of Association including rights of the members regarding voting, dividend, transfer of shares and the process for modification of such rights, buy back of shares and restrictions, if any, on transfer and transmission of securities and their consolidation or splitting.	Y	342	-
16	Any other material disclosures, as deemed necessary.	NA	-	-
17	In case of a first track public issue, the disclosures specified in this Part, which have been indicated in Part D, need not be made.	NA	-	-
18	Other Information:			
	List of material contracts and inspection of documents for inspection:			
11	Material Contracts	Y	354	-
12	Material Documents	Y	354	-
13	Time and place at which the contracts, together with documents, will be available for inspection from the date of prospectus until the date of closing of the subscription list.	Y	354	-
	Provided that the material contracts and material documents shall also be made available for inspection through online means.	Y	-	Note for compliance
14	ISO grading reports for each of the grades obtained.	NA	-	-
15	The draft offer document/draft letter of offer and offer document shall be approved by the Board of Directors of the issuer and shall be signed by all directors including the Managing Director within the meaning of the Companies Act, 2013 or Manager, within the meaning of the Companies Act, 2013 and the Chief Financial Officer or any other person heading the finance function and discharging that function. The signatories shall further verify that all disclosures are true and correct.	Y	357	-



SCHEDULE VI: DISCLOSURES IN OFFER DOCUMENT, ABRIDGED PROSPECTUS AND LETTER OF OFFER

PART A [See regulations 17, 24(2)(b), 57(1)(d), 70(2), 122(2)(ii), 175(1)(f), 239, 244(2)(b), 282(1)(f), 287(2), 291]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	DECLARATION BY THE ISSUER: We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules or guidelines or regulations issued there under, as the case may be. We further certify that all statements are true and correct.	Y	155	

SCHEDULE XIII BOOK BUILDING PROCESS

PART A [See regulation 28(2), 30(1)(c), 32(2), 126(2), 128(1)(d), 129(3), 189(2), 190(1)(b), 250(2), 252(1)(c) and 291(4)]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
Part A – Book building process				
An issuer proposing to issue specified securities through the book building process shall comply with the requirements of this Schedule.				
(1) Lead Manager(s)				
(a)	The issuer shall appoint one or more merchant banker(s) as lead manager(s) and their name(s) shall be disclosed in the draft offer document and the offer document(s).	Y	Cover Page, 9, and 71	
(b)	In case there is more than one lead manager(s), the rights, obligations and responsibilities of each shall be delineated in the interest allocation of responsibility as specified in Schedule I.	NA	71	Negative statement has been mentioned in the DRHP.
(c)	Coordination of various activities may be allocated to more than one lead manager.	NA	71	Negative statement has been mentioned in the DRHP.
(2) Syndicate Members				
	The issuer may appoint syndicate members.	Y	71	Noted for Compliance
(3) Underwriting				
(a)	The lead manager(s) shall compulsorily underwrite the issue and the syndicate member(s) shall sub-underwrite with the lead manager(s).	Y	78	
(b)	The lead manager(s) / syndicate member(s) shall enter into underwriting / sub-underwriting agreement on a date prior to filing of the prospectus or the red herring prospectus, as the case may be.	Y	78	
(c)	The details of the final underwriting arrangement, indicating actual numbers of shares underwritten shall be disclosed and printed in the prospectus or the red herring prospectus, as the case may be, before filing with the Registrar of Companies.	Y	78	
(d)	In case of a private subscription or an issue, the shortfall shall be made good by the lead manager(s) and the same shall be incorporated in the interest allocation of responsibility as specified in Schedule I.	Y	78	
(4) Agreement with the stock exchanges				
(a)	The issuer shall enter into an agreement with one or more stock exchange(s) which have the facility of book building through the electronic bidding system.	Y	*	Noted for Compliance
(b)	The agreement shall specify inter-alia, the rights, duties, responsibilities and obligations of the issuer and the stock exchange(s) inter-se.	Y	*	Noted for Compliance
(c)	The agreement may also provide for a dispute resolution mechanism between the issuer and the stock exchange.	Y	*	Noted for Compliance
(5) Appointment of stock brokers as bidding/collection centres				
(a)	The lead manager(s)/syndicate member(s) shall appoint stock brokers who are members of the stock exchange(s) and registered with the Board, for the purpose of accepting bids and placing orders with the issuer and ensure that the stock brokers so appointed are financially capable of honoring their commitments arising out of defaults of their clients/investors, if any.	Y	71	



SCHEDULE VIII: BOOK BUILDING PROCESS

PART 4 [See regulation 28(2), 30(1)(r), 32(2), 116(2), 118(1)(d), 129(3), 188(2), 190(1)(b), 250(2), 252(1)(e) and 291(4)]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	Provided that in case of Application Supported by Blocked Amount, the self-certified syndicate banks, registrar and share transfer agents, depository participants and stock brokers shall also be authorized to accept and upload the requisite details in the electronic bidding system of the stock exchanges.			
(a)	The self-certified syndicate banks, registrar and share transfer agents, depository participants and stock brokers accepting applications and application money shall be deemed as 'bidding collection agents'.	Y	21	-
(c)	The issuer shall pay to the SEBI registered intermediaries involved in the above activities a reasonable commission/fee for the services rendered by them. These intermediaries shall not levy service fee on their clients/investors in lieu of their services.	Y	-	Noted for Compliance
(d)	The stock exchanges shall ensure that no stock broker levies a service fee on their clients/investors in lieu of their services.	Y	-	Noted for Compliance
(6) Price not to be disclosed in the draft red herring prospectus.				
	The draft red herring prospectus shall contain the total issue size which may be expressed either in terms of the total amount to be raised or the total number of specified securities to be issued, and shall not contain the price of the specified securities. In case the offer has an offer for sale and/or a fresh issue, each component of the issue may be expressed in either value terms or number of specified securities.	Y	-	[18] It contains total number of shares to be issued.
(7) Floor price and price band				
Subject to applicable provisions of these regulations and the provisions of this clause, the issuer may mention the floor price or price band in the red herring prospectus				
(a)	where the issuer opts not to make the disclosure of the price band or floor price in the red herring prospectus, the following shall also be disclosed in the red herring prospectus:	Y	-	Noted for Compliance
(i)	a statement that the floor price or price band, if the case may be, shall be disclosed at least two working days in case of an initial public offer) and at least one working day (in case of a further public offer) before the opening of the issue;	Y	-	Noted for Compliance
(ii)	a statement that the investors may be guided by the secondary market prices (in case of a further public offer);	NA	-	-
(iii)	names and editions of the newspapers where the announcement of the floor price or price band would be made;	Y	-	Noted for Compliance
(iv)	website addresses where the announcement is available;	Y	-	Noted for Compliance
(b)	where the issuer decides to opt for a price band instead of a floor price, the issuer shall also announce/ disclose with the following conditions:	Y	-	Noted for Compliance
(i)	The cap of the price band should not be higher by more than 20 per cent of the floor of the band, i.e. cap of the price band shall be less than or equal to 120 per cent of the floor of the price band. [Provided that the cap of the price band shall be at least one hundred and five per cent of the floor price.]	Y	-	Noted for Compliance
(ii)	The price band can be revised during the bidding period, provided the maximum revision on either side shall not exceed 20 per cent of the floor of price band can move up or down to the extent of 20 per cent of the cap of the price band disclosed in the red herring prospectus and the cap of the revised price band will be fixed in accordance with clause (i) above.	Y	-	Noted for Compliance
(iii)	Any revision in the price band shall be widely disseminated by informing the stock exchanges, by issuing public notice and also indicating the change on the relevant website and the terminals of the syndicate members;	Y	-	Noted for Compliance
(iv)	In case the price band is revised, the bidding period will be extended as per the provisions of these regulations.	Y	-	Noted for Compliance
(v)	The manner in which the shortfall, if any, in the project financing will be met, priority in account of lowering of the price band shall be disclosed in the red herring prospectus or the public notice and that the allotment shall not be made unless the financing is met.	Y	-	Noted for Compliance
(8) The manner and contents of the bid cum-application form and revision form (accompanying with abridged prospectus) shall be as specified by the Board.				
(9) Extension of issue period				
(a)	In case of a revision in the price band, the issuer shall extend the bidding (issuing) period disclosed in the red herring prospectus, for a minimum	Y	-	Noted for Compliance



SCHEDULE XIII: BOOK BUILDING PROCESS

PART A [See regulations 28(2), 30(1)(c), 32(2), 126(2), 128(1)(d), 129(3), 188(2), 190(1)(b), 250(2), 252(1)(c) and 291(4)]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	period of three working days, subject to the total bidding (issue) period not exceeding ten working days			
(i)	in case of force majeure, banking strike or similar (unforeseen) circumstances, the issuer may, for reasons to be recorded in writing, extend the bidding issue period for a minimum period of [one working day], subject to the total bidding issue period not exceeding ten working days	Y	-	Noted for Compliance
(10) Anchor Investors				
(a)	An anchor investor shall make an application of a value of at least ten crore rupees in a public issue on the main board made through the book building process or an application for a value of at least two crore rupees in case of a public issue on the SME exchange made in accordance with Chapter IX of these regulations.	Y	110 and 321	Noted for Compliance
(b)	Up to sixty per cent of the portion available for allocation to qualified institutional buyers shall be available for allocation (after net 1% anchor investor portion) to the anchor investors.	Y	109 and 321	Noted for Compliance
(11) Allocation to the anchor investors shall be on a discretionary basis, subject to the following:				
(a)(i)	In case of public issue on the main board, through the book building process	NA	-	-
(a)(ii)	maximum of 2 such investors shall be permitted for allocation up to ten crore rupees.	NA	-	-
(a)(iii)	minimum of 2 and maximum of 15 such investors shall be permitted for allocation above ten crore rupees and up to two fifty crore rupees, subject to a minimum allotment of five crore rupees per such investor.	NA	-	-
(a)(iv)	in case of allocation above two fifty crore rupees, a minimum of 5 such investors and a maximum of 15 such investors for allocation up to two fifty crore rupees and an additional 10 such investors for every additional two fifty crore rupees or part thereof, shall be permitted, subject to a minimum allotment of five crore rupees per such investor.	NA	-	-
(12) In case of public issue on the SME exchange through the book building process:				
(a)(i)	maximum of 2 such investors shall be permitted for allocation up to two crore rupees.	Y	110 and 321	-
(a)(ii)	minimum of 2 and maximum of 15 such investors shall be permitted for allocation above two crore rupees and up to twenty five crore rupees, subject to minimum allotment of one crore rupees per such investor.	Y	110 and 321	-
(a)(iii)	in case of allocation above twenty five crore rupees, a minimum of 5 such investors and a maximum of 15 such investors for allocation up to twenty five crore rupees and an additional 10 such investors for every additional twenty five crore rupees or part thereof, shall be permitted, subject to a minimum allotment of one crore rupees per such investor.	Y	110 and 321	-
(b)	One-third of the anchor investor portion shall be reserved for domestic institutional funds	Y	311	-
(c)	The bidding for anchor investors shall open one day before the issue opening date	Y	312	-
(d)	The anchor investors shall pay on application the same margin which is payable by other categories of investors and the balance, if any, shall be paid within two days of the date of issue of the issue	Y	281	Noted for Compliance
(e)	The allocation to anchor investors shall be completed on the day of the bidding by the anchor investors.	Y	313	Noted for Compliance
(f)	If the price fixed as a result of book building is higher than the price at which the allocation is made to the anchor investors, the anchor investors shall pay the additional amount. However, if the price fixed as a result of book building is lower than the price at which the allocation is made to the anchor investors, the escrow amount shall not be returned to the anchor investors and the anchor investor shall be allotted the securities at the same price at which the allocation was made to it.	Y	314	Noted for Compliance
(g)	The number of shares allotted to the anchor investors and the price at which the allocation is made shall be made available to the stock exchange(s) by the lead manager(s) or de-serialist or on the website of the stock exchange(s) before opening of the issue	Y	-	Noted for Compliance
(h)	There shall be a lock-in of 90 days on fifty per cent of the shares allotted to the anchor investors from the date of allotment and a lock-in of 30 days on the remaining fifty per cent of the shares allotted to the anchor investors from the date of allotment.	Y	315	Noted for Compliance
(i)	Neither the (i) lead manager(s) or any associate of the lead manager(s) nor mutual funds sponsored by entities which are associate of the	Y		Noted for Compliance



SCHEDULE XIII: BOOK BUILDING PROCESS

PART A [See regulation 29(2), 30(1)(c), 52(2), 126(2), 128(1)(f), 129(3), 188(2), 190(1)(b), 250(2), 252(1)(c) and 291(4)]

Regulation	Text	Complied with-Y/N/NA	Pg. No.	Comments
	lead managers or associate companies promoted by entities which are associate of the lead managers or Alternate Investment Funds (AIFs) sponsored by the entities which are associate of the lead manager or (a foreign portfolio investor other than individuals, corporate bodies and family offices) which are associate of the lead manager (or pension funds sponsored by entities which are associate of the lead manager) nor (ii) any persons related to the promoter/promoter groups shall apply under the Anchor Investors category.			
	Explanation: For the purpose of clause (k) above, a qualified institutional buyer who has any of the following rights shall be deemed to be a person related to the promoters or promoter group of the issuer: (i) rights under a shareholders' agreement or voting agreement entered into with promoters or promoter group of the issuer; (ii) veto right; or (iii) right to appoint any nominee director on the board of the issuer.	-	-	-
	Further, for the purposes of this regulation, an anchor investor shall be deemed to be an "associate of the lead manager" if (i) either of them controls, directly or indirectly through its subsidiary or holding company, not less than fifteen per cent. of the voting rights in the other; or (ii) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other, or (iii) there is a common director, excluding nominee director, amongst the anchor investor and the lead manager.	-	-	-
ii	Applications made by a qualified institutional buyer under the anchor investor category and under the non-anchor investor category shall not be considered as multiple applications.	Y	-	Noted for Compliance
(11) Margin money				
(a)	The entire application money shall be payable in margin money by all the applicants.	Y	-	Noted for Compliance
(b)	Payment accompanied with any revision of bid, shall be adjusted against the payment made at the time of the original bid or the previously revised bid.	Y	-	Noted for Compliance
(12) Bidding process				
(a)	The bidding process shall only be through an electronically linked transparent bidding facility provided by the stock exchange (s).	Y	-	Noted for Compliance
(b)	The lead manager (s) shall ensure the availability of adequate internet service with the syndicate members for data entry of the bids in a timely manner.	Y	-	Noted for Compliance
(c)	At least one of the bidding centres, at least one electronically linked computer terminal shall be available for the purpose of bidding.	Y	-	Noted for Compliance
(d)	During the period of the issue is open to the public for bidding, the applicants may approach the stock brokers of the stock exchanges through which the securities are offered under on-line system (self-certified syndicate banks), registrar and share transfer agents or depository participants, as the case may be, to place their bids.	Y	-	Noted for Compliance
(e)	Every stock broker, self-certified syndicate bank, registrar and share transfer agent and depository participant shall accept applications supported by blocked amount.	Y	-	Noted for Compliance
(f)	The qualified institutional buyers shall place their bids only through the stock presents which shall have the right to vet the bids.	Y	-	Noted for Compliance
(g)	At the end of each day of the bidding period, the demand shall be shown graphically on the bidding terminals of the syndicate members and website of the stock exchanges for information of the public (details in relation to all securities made to anchor investors shall also be disclosed).	Y	-	Noted for Compliance
(h)	The retail individual investors may either withdraw or revise their bids until the closure of the issue.	Y	-	Noted for Compliance
(i)	The qualified institutional buyers and the non-institutional investors shall not be permitted to withdraw or lower the size of their bids at any stage of the issue.	Y	-	Noted for Compliance
(j)	The issuer may decide to close the bidding by the qualified institutional buyers one day prior to the closure of the issue, subject to the following conditions:	Y	-	Noted for Compliance
(i)	the bidding period shall be minimum of three days for all categories of applicants;	Y	-	Noted for Compliance
(ii)	necessary disclosures are made in the prospectus regarding the issue of the issue prior to the bidding by the qualified institutional buyers one day prior to the closure of the issue.	Y	-	Noted for Compliance



SCHEDULE XIII: BOOK BUILDING PROCESS

PART A [See regulation 28(2), 30(1)(c), 32(2), 126(2), 128(1)(d), 129(3), 188(2), 191(1)(d), 250(2), 252(1)(c) and 291(4)]

Regulation	Text	Complied with- Y/N/NA	Pg. No.	Comments
(ii)	The names of the qualified institutional buyers making the bids shall not be made public.	Y	-	Noted for Compliance
(iii)	General individual investors may bid at the "cut off" price instead of a specific bid price.	Y	-	Noted for Compliance
(iv)	The stock exchanges shall continue to display on their website, the book building data in a uniform format inter alia, giving category-wise details of the bids received, for a period of at least three days after the closure of the issue. Such display shall be as per the format specified in Part B of this Schedule.	Y	-	Noted for Compliance
(13) Determination of price				
(13)(a)	The issuer shall, in consultation with the lead manager(s) determine the final issue price based on the bids received, and on determination of the same, the number of specified securities to be offered or issue size shall be determined.	Y	-	Noted for Compliance
(13)(b)	Once the final issue price is determined, all bidders whose bids have been at and above the final price shall be considered for allotment of specified securities.	Y	-	Noted for Compliance
(14) Filing of prospectus with the Registrar of Companies				
	A copy of the prospectus, which shall include the price and the number of specified securities, shall be filed by the issuer with the Registrar of Companies.	Y	-	Noted for Compliance
(15) Manner of allotment/ allocation				
(a)	The issuer shall make allotments only if the minimum subscription has been received.	NA	-	-
(b)	Equitable allocation to qualified institutional buyers, other than the anchor investors, shall be made on a proportionate basis as illustrated in this Schedule. The allotment to retail individual investors, non-institutional investors and allotment to employees shall be made in accordance with applicable provisions of these regulations.	Y	-	Noted for Compliance
(c)	In case of under-subscription in any category, the undersubscribed portion in that category shall be allocated to such bidders as described in the red herring prospectus. Provided that the undersubscribed portion in the qualified institutional buyer category shall not be available for subscription to other categories in the case of issues made under sub-regulation (2) of regulation 6 of these regulations.	NA	-	-
(16) Maintenance of records				
(a)	The final basis of the demand showing the result of the allocation process shall be maintained by the lead manager and the registrar to the issue.	Y	-	Noted for Compliance
(b)	The lead manager(s) and other intermediaries associated in the book building process shall maintain records of the book building process.	Y	-	Noted for Compliance
(c)	The Board shall have the right to inspect the records, books and journals relating to the book building process and such person shall extend full co-operation.	Y	-	Noted for Compliance
(17) Applicability to Fast Track Issues				
	Unless the context otherwise requires, in relation to the fast track issues, all references in this Schedule to "draft prospectus" shall be deemed to have been made to the "red herring prospectus".	NA	-	-

For Vivro Financial Services Private Limited

Vivek Vaishnav

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Director
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Place: Mumbai