

# SAH POLYMERS LIMITED



Our Company was originally incorporated as a public limited company under the name and style of "Peacock Continental Limited" at Udaipur Rajasthan, under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated April 20, 1992 issued by the Registrar of Companies, Jaipur Rajasthan bearing number 17-06657 of 1992-93. We commenced commercial operations pursuant to a Certificate of Commencement of Business dated November 04, 1992. The name of our company was changed to "Sah Polymers Limited". Consequent upon change of name a fresh Certificate of Incorporation dated July 24, 1998 was issued by Registrar of Companies, Jaipur Rajasthan. The Corporate Identification Number of our company is U24201RJ1992PLC006657. For details of the change in the name and the registered office of our Company, see "History and Certain Corporate Matters" on page 147 of the red herring prospectus of the Company dated December 20, 2022 filed with the RoC ("RHP" or "Red Herring Prospectus").

Registered Office: E-260-261 Mewar Industrial Area Madri Udaipur Rajasthan 313003. Tel: +91 294 2493889; Corporate Office: 121, B-Wing, Mittal Tower, Nariman Point, Mumbai- Maharashtra-400021. Tel: +91 22 22042019  
Contact Person: Runei Saxena, Company Secretary and Compliance Officer; E-mail: cs@sahpolymers.com; Website: www.sahpolymers.com; Corporate Identity Number: U24201RJ1992PLC006657

## OUR PROMOTER: SAT INDUSTRIES LIMITED

INITIAL PUBLIC OFFERING OF UP TO 102,000,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF SAH POLYMERS LIMITED ("OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [•] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹ [•] LAKHS ("ISSUE"). THE ISSUE WILL CONSTITUTE [•] % OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

\* On finalisation of allotment.

The Offer is being made under Regulation 6(2) of the SEBI ICDR Regulations as our Company's track record of average operating profit is less than ₹ 15 Cr., during the preceding three years (of twelve months each).

QIB Portion: Not less than 75% of the Issue | Non-Institutional Portion: Not more than 15% of the Issue | Retail Portion: Not more than 10% of the Issue

Price Band: ₹ [•] To ₹ [•] per Equity Share of Face Value of ₹ 10 each

The Floor Price is [•] times the Face Value of the Equity Shares and the Cap Price is [•] Times the Face Value of the Equity Shares

Bids can be made for a minimum of [•] Equity Shares and in multiples of [•] Equity Shares thereafter

### Risks to Investors:

#### RISK FACTORS ASSOCIATED WITH OUR COMPANY ARE:

- Name of one of our Promoter group Company viz; Aeroflex Industries Limited., is appearing in the RBI wilful defaulters list issued by CIBIL in relation to default in payment with respect to various facilities availed by the Company in the past.
- We derive significant portion of our revenue from limited number of customers. Revenues generated from sales to our top 10 customers represented 61.72%, 65.83%, 66.57%, and 79.06% of our revenue from operations during the three months period ended June 30, 2022 and for Fiscal 2022, Fiscal 2021 and Fiscal 2020 respectively and the loss of one or more such customers, the deterioration of their financial condition or prospects, or a reduction in their demand for our products could adversely affect our business, results of operations, financial condition and cash flows.
- Our Company has availed unsecured loans from Banks, NBFC, Holding company/Corporate promoter and unrelated third party, which may be recalled on demand. For the three months ended June 30, 2022 and for the financial year ending March 31, 2022, March 31, 2021 and March 31, 2020, our Company has outstanding unsecured loans amounting to ₹ 2420.83 lakhs, ₹ 2019.16 lakhs, ₹ 523.55 lakhs, and ₹ 445.26 lakhs respectively. Our Company's total indebtedness for the reporting period is as mentioned below:

₹ in lakhs

Particulars	Three months ended June 30, 2022*	For the year ended on March 31,		
		2022	2021	2020
Indebtedness	3814.94	3553.85	1786.88	1445.03
Net worth	2774.46	2664.81	2008.75	1881.47

\*not annualised

- Our existing and proposed manufacturing facility are concentrated in a single region i.e., Rajasthan and the inability to operate and grow our business in this particular region may have an adverse effect on our business, financial condition, results of operations, cash flows and future business prospects.
- We have not made any alternate arrangements for meeting our capital requirements for the Objects of the Issue. Any shortfall in raising / meeting the same could adversely affect our growth plans, operations and financial performance.
- We have had experienced negative cash flows from operations in the recent past, and we may have negative cash flows in the future.
- Italica Furniture Private limited, our Group Company and Fibcorp Polyweave Private Limited, our Subsidiary is carrying on business activities similar to our business. This may be a potential source of conflict of interest for us and which may have an adverse effect on our business, financial condition and results of operations.
- The price to earnings ratio on the Issue Price of our Company may not be indicative of the market price of the Equity Shares on listing or thereafter.

For further details and definitions please refer the RHP.

**ANCHOR INVESTOR BIDDING DATE: THURSDAY, DECEMBER 29, 2022\***

**BID / ISSUE OPENS ON FRIDAY, DECEMBER 30, 2022**

**BID / ISSUE CLOSES ON WEDNESDAY, JANUARY 4, 2023\*\***

\*Our Company may, in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be 1 (one) Working Day prior to the Bid/Issue Opening Date.

\*\*UPI mandate end time and date shall be 5 p.m. on Bid/Issue Closing Date.

**THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON MAIN BOARD PLATFORM OF BSE AND NSE**

In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least 3 (three) additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 (ten) Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective websites of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

This Issue is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). This Issue is being made through the Book Building Process in accordance with Regulation 6(2) of the SEBI ICDR Regulations wherein not less than 75% of the Issue shall be allotted on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may in consultation with the BRLM allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the anchor investor portion, the balance equity shares shall be added to the QIB portion. Further, 5% of the QIB Portion (excluding Anchor Investor Portion) (the "Net QIB Portion") shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not more than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not more than 10% of the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. If at least 75% of the Issue cannot be Allotted to QIBs, then the entire application money shall be refunded forthwith. Further, the allocation to each Non-Institutional Investor shall not be less than ₹ 200,000, subject to availability of Equity Shares in the Non-Institutional Portion, and the remaining Equity Shares, if any, shall be allocated on a proportionate basis, subject to valid Bids being received at or above the Issue Price, in accordance with the SEBI ICDR Regulations. Further, (a) one third of the portion available to Non-Institutional Investors shall be reserved for applicants with application size of more than ₹ 200,000 and up to ₹ 1,000,000; and (b) two third of the portion available to Non-Institutional Investors shall be reserved for applicants with application size of more than ₹ 1,000,000, provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of Non-Institutional Investors. All Bidders, other than Anchor Investors, are mandatorily required to participate in the Issue through the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account, or UPI ID (defined hereinafter) in case of UPI Bidders bidding through the UPI Mechanism (defined hereinafter) as applicable pursuant to which their corresponding Bid Amount will be blocked by the Self Certified Syndicate Banks or by the Sponsor Bank under the UPI Mechanism (defined hereinafter). Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA Process. For details, see "Issue Procedure" on page 231 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through UPI Mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for UPI Bidders bidding through the UPI mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

**ASBA\*** Simple, Safe, Smart way of Application!!!



UPI-Now available in ASBA for UPI Bidders applying through Registered Brokers, DPs and RTAs.

Retail Individual Investors also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CDDT notification dated February 13, 2020 and press release dated June 25, 2021

ASBA has to be availed by all the investors except Anchor Investors. UPI may be availed by (i) Retail Individual Bidders in the Retail Portion and (ii) Non-Institutional Bidders with an application size of up to ₹ 500,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" on page 232 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms and the Abridged Prospectus can be downloaded from the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), the "Stock Exchanges" and can be obtained from the list of banks that is displayed on the website of SEBI at [www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=35](http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=35) and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmlid=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. ICICI Bank Limited has been appointed as the Sponsor Bank for the Issue, in accordance with the requirements of SEBI circular dated November 1, 2018 as amended. For Issue related queries, please contact the Book Running Lead Manager ("BRLM") on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail ID: [ipo.upi@npci.org.in](mailto:ipo.upi@npci.org.in).

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Price to Earnings Ratio (based on Fiscal 2022 restated profit after tax for the year and on basic EPS) at the upper end of Price Band (number of times)	Nifty Fifty P/E ratio*
[•] <sup>#</sup>	22.36

\*December 13, 2022. <sup>#</sup>at upper price band post Issue.

- The Weighted Average Cost of acquisition of all Equity Shares transacted in last three years, 18 months and one year preceding the date of the RHP:

Period	Weighted Average Cost of Acquisition (in ₹)	Upper End of the Price Band (₹ [•]) is 'X' times the Weighted Average Cost of Acquisition	Range of Acquisition Lowest Price - Highest Price (in ₹)
Last 1 year	N.A.	N.A.	N.A.
Last 18 Months	N.A.	N.A.	N.A.
Last 3 years	N.A.	N.A.	N.A.

Note: The Weighted Average Cost of acquisition of all Equity Shares is not applicable as there has been no acquisition in those reporting period. There are no such transactions to report under for last 5 primary or secondary transactions (secondary transactions where promoter / promoter group entities or shareholder(s) selling shares through offer for sale in IPO or shareholder(s) having the right to nominate director(s) in 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 RHP, irrespective of the size of transactions.

- Our listed peer group which has been determined on the basis of listed public companies comparable in the similar line of segments in which our Company operates and whose business segment in part or full may be comparable with that of our business, however, the same may not be exactly comparable in size or business portfolio on a whole with that of our business as at March 31, 2022.

Particulars	Name of the Listed Peers Company					
	Issuer Company	Rishi Techtex Limited	Jumbo Bag Limited	SMVD Poly Pack limited	EMMBI Industries limited	Commercial Syn Bags Limited
Diluted EPS	2.81	1.78	1.27	2.11	10.76	14.64
PE Ratio	[•] <sup>*</sup>	15.77 <sup>#</sup>	6.46 <sup>#</sup>	7.63 <sup>#</sup>	10.78 <sup>#</sup>	9.65 <sup>#</sup>

\* at the upper end of the price band pre issue.

<sup>#</sup> PE Ratio for the peers has been extracted from [www.bseindia.com](http://www.bseindia.com), [www.nseindia.com](http://www.nseindia.com) as on December 20, 2022

11. Name of BRLM	Total public offers in the past three Fiscal Years	Issues closed below IPO Price on listing date
Pantomath Capital Advisors Private Limited	8	1

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**BOOK RUNNING LEAD MANAGER**



**Pantomath Capital Advisors Private Limited**

406-408, Keshava Premises, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

**Tel:** +91 22 61946700; **Email:** ipo@pantomathgroup.com

**Investor Grievance Email:** ipo@pantomathgroup.com; **Website:** www.pantomathgroup.com

**Contact Person:** Bharti Ranga/Punam Thadeshwar; **SEBI Registration No:** INM000012110

**REGISTRAR TO THE ISSUE**

**LINK**Intime

**Link Intime India Private Limited**

C 101, 247 Park, L.B.S. Marg Vikhroli (West), Mumbai - 400 083, Maharashtra, India

**Tel:** +91 22 4918 6200; **Email:** Sahpolymers.ipo@linkintime.co.in

**Investor grievance Email:** Sahpolymers.ipo@linkintime.co.in

**Website:** www.linkintime.co.in; **Contact person:** Shanti Gopalkrishnan; **SEBI Registration no:** INR000004058

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Runel Saxena**

**SAH POLYMERS LIMITED**

E-260-261, Mewar, Industrial Area, Madri, Udaipur (Raj.)-313003

**Tel:** +91 294 2493889; **Email:** cs@sahpolymers.com; **Website:** www.sahpolymers.com

Bidders are advised to contact the Company Secretary and Compliance Officer and/or the Registrar to the Issue in case of any pre-Issue or post-Issue related problems such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of funds by electronic mode etc.

**AVAILABILITY OF RHP:** Investors are advised to refer to the RHP and the "Risk Factors" beginning on page 26 of the RHP before applying in the Issue. A copy of the RHP will be made available on the website of the SEBI at www.sebi.gov.in, the website of the BRLM, Pantomath Capital Advisors Private Limited at www.pantomathgroup.com and the websites of the Stock Exchanges, for BSE at www.bseindia.com and for NSE at www.nseindia.com.

**AVAILABILITY OF BID CUM APPLICATION FORM:** Bid cum Application Form can be obtained from the Registered Office of Company, **SAH POLYMERS LIMITED:** Tel: +91 294 2493889; **BRLM: Pantomath Capital Advisors Private Limited,** Tel: +91 22 61946700; **Syndicate Member: Pentagon Stock Brokers Private Limited (formerly known as Pantomath Stock Brokers Private Limited),** Tel: +91 22 42577000 and at selected locations of Sub-Syndicate Members (as given below), Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Offer. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

**SUB-SYNDICATE MEMBERS:** Anand Rathi Share & Stock Brokers Limited, Axis Capital Limited, Centrum Broking Limited, HDFC Securities Limited, ICICI Securities Limited, JM Financial Limited, Keynote Capitals Limited, Kotak Securities Limited, LKP Securities Limited, Motilal Oswal Financial Services Limited, Prabhudas Liladher Private Limited, Pravin Ratilal Share and Stock Brokers Limited and SMC Global Securities Limited.

**BANKER(S) TO THE ISSUE / ESCROW COLLECTION BANK(S), PUBLIC ISSUE ACCOUNT ISSUE, REFUND BANK AND SPONSOR BANK:** ICICI Bank Limited.

**UPI:** UPI Bidders can also Bid through UPI Mechanism.

**All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.**

For **SAH POLYMERS LIMITED**

On behalf of the Board of Directors

Sd/-

Runel Saxena

Company Secretary & Compliance Officer

**Place:** Udaipur

**Date:** December 22, 2022

**SAH POLYMERS LIMITED** is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed a draft red herring prospectus dated April 21, 2022 (the "DRHP") and has filed the red herring prospectus dated December 20, 2022 with the RoC (the "RHP"). The DRHP and RHP shall be made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLM i.e., Pantomath Capital Advisors Private Limited at www.pantomathgroup.com, the website of the National Stock Exchange of India Limited at www.nseindia.com and the website of the BSE Limited at www.bseindia.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see "Risk Factors" beginning on page 26 of the RHP. Potential investors should not rely on the DRHP for any investment decision.

This Announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of Equity Shares for sale in any jurisdiction, including the United States, and the Equity Shares offered in the Offer may not be offered or sold in the United States in absence of registration under the U.S. Securities Act of 1933 or an exemption from registration. Any public offering of the Equity Shares to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. However, the Equity Shares offered in the Offer are not being offered or sold in the United States.

CONCEPT

**Size 32.9 x 10 cm**

# SAH POLYMERS LIMITED

Our Company was originally incorporated as a public limited company under the name and style of "Peacock Continental Limited" at Udaipur Rajasthan, under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated April 20, 1992 issued by the Registrar of Companies, Jaipur Rajasthan bearing number 17-06657 of 1992-93. We commenced commercial operations pursuant to a Certificate of Commencement of Business dated November 04, 1992. The name of our company was changed to "Sah Polymers Limited". Consequent upon change of name a fresh Certificate of Incorporation dated July 24, 1998 was issued by Registrar of Companies, Jaipur Rajasthan. The Corporate Identification Number of our company is U24201RJ1992PLC006657. For details of the change in the name and the registered office of our Company, see "History and Certain Corporate Matters" on page 147 of the red herring prospectus of the Company dated [ ], 2022 filed with the RoC ("RHP" or "Red Herring Prospectus").

Registered Office: E-260-261 Mewar Industrial Area Madri Udaipur Rajasthan 313003. Tel: +91 294 2493889; Corporate Office: 121, B-Wing, Mittal Tower, Nariman Point, Mumbai- Maharashtra-400021. Tel: +91 22 22042019  
Contact Person: Ruel Saxena, Company Secretary and Compliance Officer; E-mail: cs@sahpolymers.com; Website: www.sahpolymers.com; Corporate Identity Number: U24201RJ1992PLC006657

## OUR PROMOTER: SAT INDUSTRIES LIMITED

INITIAL PUBLIC OFFERING OF UP TO 102,00,000\* EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF SAH POLYMERS LIMITED ("OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹ [●] LAKHS ("ISSUE"). THE ISSUE WILL CONSTITUTE [●] % OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

The Offer is being made under Regulation 6(2) of the SEBI ICDR Regulations because company is not having track record of average operating profit of at least ₹ 15 Cr., during the preceding three years (of twelve months each).

QIB Portion: Not less than 75% of the Issue | Non-Institutional Portion: Not more than 15% of the Issue | Retail Portion: Not more than 10% of the Issue

Price Band: ₹ 61 To ₹ 65 per Equity Share of Face Value of ₹ 10 each

The Floor Price is 6.1 times the Face Value of the Equity Shares and the Cap Price is 6.5 Times the Face Value of the Equity Shares

Bids can be made for a minimum of 230 Equity Shares and in multiples of 230 Equity Shares thereafter

### Risks to Investors:

#### RISK FACTORS ASSOCIATED WITH OUR COMPANY ARE:

- Name of one of our Promoter group Company viz; Aeroflex Industries Limited., is appearing in the RBI wilful defaulters list issued by CIBIL in relation to default in payment with respect to various facilities availed by the Company in the past.
- We derive significant portion of our revenue from limited number of customers. Revenues generated from sales to our top 10 customers represented 61.72%, 65.83%, 66.57%, and 79.06% of our revenue from operations during the three months period ended June 30, 2022 and for Fiscal 2022, Fiscal 2021 and Fiscal 2020 respectively and the loss of one or more such customers, the deterioration of their financial condition or prospects, or a reduction in their demand for our products could adversely affect our business, results of operations, financial condition and cash flows.
- Our Company has availed unsecured loans from Banks, NBFC, Holding company/Corporate promoter and unrelated third party, which may be recalled on demand. For the three months ended June 30, 2022 and for the financial year ending March 31, 2022, March 31, 2021 and March 31, 2020, our Company has outstanding unsecured loans amounting to ₹ 2420.83 lakhs, ₹ 2019.16 lakhs, ₹ 523.55 lakhs, and ₹ 445.26 lakhs respectively. Our Company's total indebtedness for the reporting period is as mentioned below:

Particulars	Three months ended June 30, 2022*	For the year ended on March 31, ₹ in lakhs		
		2022	2021	2020
Indebtedness	3814.94	3553.85	1786.88	1445.03
Net worth	2774.46	2664.81	2008.75	1881.47

\*not annualised

- Our existing and proposed manufacturing facility are concentrated in a single region i.e., Rajasthan and the inability to operate and grow our business in this particular region may have an adverse effect on our business, financial condition, results of operations, cash flows and future business prospects.
- We have not made any alternate arrangements for meeting our capital requirements for the Objects of the Issue. Any shortfall in raising / meeting the same could adversely affect our growth plans, operations and financial performance.
- We have had experienced negative cash flows from operations in the recent past, and we may have negative cash flows in the future.
- Italica Furniture Private limited, our Group Company and Fibcorp Polyweave Private Limited, our Subsidiary is carrying on business activities similar to our business. This may be a potential source of conflict of interest for us and which may have an adverse effect on our business, financial condition and results of operations.
- The price to earnings ratio on the Issue Price of our Company may not be indicative of the market price of the Equity Shares on listing or thereafter.

Price to Earnings Ratio (based on Fiscal 2022 restated profit after tax for the year and on basic EPS) at the upper end of Price Band (number of times)

38.32<sup>#</sup>

Nifty Fifty P/E ratio\*

22.36

\*December 13, 2022. <sup>#</sup>at upper price band post Issue

- The Weighted Average Cost of acquisition of all Equity Shares transacted in last three years, 18 months and one year preceding the date of the RHP:

Period	Weighted Average Cost of Acquisition (in ₹) <sup>#</sup>	Upper End of the Price Band (₹ 65) is 'X' times the Weighted Average Cost of Acquisition <sup>#</sup>	Range of Acquisition Lowest Price - Highest Price (in ₹) <sup>#</sup>
Last 1 year	N.A.	N.A.	N.A.
Last 18 Months	N.A.	N.A.	N.A.
Last 3 years	N.A.	N.A.	N.A.

<sup>#</sup>As certified by M/s. H. R Jain & Co., Chartered Accountants, vide their certificate dated December 14, 2022.

Note: The Weighted Average Cost of acquisition of all Equity Shares is not applicable as there has been no acquisition in those reporting period.

- Our listed peer group which has been determined on the basis of listed public companies comparable in the similar line of segments in which our Company operates and whose business segment in part or full may be comparable with that of our business, however, the same may not be exactly comparable in size or business portfolio on a whole with that of our business as at March 31, 2022.

Particulars	Name of the Listed Peers Company					
	Sah Polymers Limited	Rishi Techtex Limited	Jumbo Bag Limited	SMVD Poly Pack limited	EMMBI Industries limited	Commercial Syn Bags Limited
Diluted EPS	2.81	1.78	1.27	2.11	10.76	14.64
PE Ratio	23.13*	15.77 <sup>#</sup>	6.46 <sup>#</sup>	7.63 <sup>#</sup>	10.78 <sup>#</sup>	9.65 <sup>#</sup>

\* at the upper end of the price band pre issue.

<sup>#</sup> PE Ratio for the peer has been extracted from www.bseindia.com, www.nseindia.com & is as on December 20, 2022

11. Name of BRLM	Total public offers in the past three Fiscal Years	Issues closed below IPO Price on listing date
Pantomath Capital Advisors Private Limited	8	1

## BID / ISSUE PROGRAMME

**ANCHOR INVESTOR BIDDING DATE: THURSDAY, DECEMBER 29, 2022**

**BID / ISSUE OPENS ON FRIDAY, DECEMBER 30, 2022\***

**BID / ISSUE CLOSES ON WEDNESDAY, JANUARY 4, 2023\*\***

\*Our Company may, in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be 1 (one) Working Day prior to the Bid/Issue Opening Date.

\*\*UPI mandate end time and date shall be 5 p.m. on Bid/Issue Closing Date.

## THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON MAIN BOARD PLATFORM OF BSE AND NSE

In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least 3 (three) additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid / Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 (ten) Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective websites of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

This Issue is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). This Issue is being made through the Book Building Process in accordance with Regulation 6(2) of the SEBI ICDR Regulations wherein not less than 75% of the Issue shall be allotted on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may in consultation with the BRLM allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the anchor investor portion, the balance equity shares shall be added to the QIB portion. Further, 5% of the QIB Portion (excluding Anchor Investor Portion) (the "Net QIB Portion") shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not more than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not more than 10% of the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. If at least 75% of the Issue cannot be Allotted to QIBs, then the entire application money shall be refunded forthwith. Further, the allocation to each Non-Institutional Investor shall not be less than ₹ 200,000, subject to availability of Equity Shares in the Non-Institutional Portion, and the remaining Equity Shares, if any, shall be allocated on a proportionate basis, subject to valid Bids being received at or above the Issue Price, in accordance with the SEBI ICDR Regulations. Further, (a) one third of the portion available to Non-Institutional Investors shall be reserved for applicants with application size of more than ₹ 200,000 and up to ₹ 1,000,000; and (b) two third of the portion available to Non-Institutional Investors shall be reserved for applicants with application size of more than ₹ 1,000,000, provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of Non-Institutional Investors. All Bidders, other than Anchor Investors, are mandatorily required to participate in the Issue through the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account, or UPI ID (defined hereinafter) in case of UPI Bidders bidding through the UPI Mechanism (defined hereinafter) as applicable pursuant to which their corresponding Bid Amount will be blocked by the Self Certified Syndicate Banks or by the Sponsor Bank under the UPI Mechanism (defined hereinafter). Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA Process. For details, see "Issue Procedure" on page 231 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through UPI Mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Bidders/Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for UPI Bidders bidding through the UPI mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

## ASBA\* | Simple, Safe, Smart way of Application!!!



UPI-Now available in ASBA for UPI Bidders applying through Registered Brokers, DPs and RTAs.

Retail Individual Investors also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CDDT notification dated February 13, 2020 and press release dated June 25, 2021

ASBA has to be available by all the investors except Anchor Investors. UPI may be applied by (i) Retail Individual Bidders in the Retail Portion and (ii) Non-Institutional Bidders with an application size of up to ₹ 500,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" on page 232 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms and the Abridged Prospectus can be downloaded from the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), the "Stock Exchanges" and can be obtained from the list of banks that is displayed on the website of SEBI at [www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&ntmlid=35](http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&ntmlid=35) and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&ntmlid=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. ICICI Bank Limited has been appointed as the Sponsor Bank for the Issue, in accordance with the requirements of SEBI circular dated November 1, 2018 as amended. For Issue related queries, please contact the Book Running Lead Manager ("BRLM") on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail ID: [ipo.upi@npci.org.in](mailto:ipo.upi@npci.org.in).

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