# LAXMI DENTAL LIMITED - INITIAL PUBLIC OFFER - R Registered Office: Office No. 103, Akruti Arcade, J. P. Road, Opposite A.H. Wadia High School, Andheri (West), Mumbai - 400 058, Maharashtra, India; Tel: +91 22 6143 7991; Corporate Identity Number: U51507MH2004PLC147394 Corporate Office: 301, A-wing, Interface-16, Mindspace, Malad (West), Mumbai - 400 064, Maharashtra, India; Tel: +91 22 6143 7992 Contact Person: Nupur Joshi, Company Secretary and Compliance Officer; E-mail: co.sec@laxmidentallimited.com; Website: www.laxmidentallimited.com COMMON BID CUM APPLICATION FORM

FOR RESIDENT INDIAN INVESTORS INCLUDING RESIDENT QIBS, NON-INSTITUTIONAL BIDDERS, RETAIL INDIVIDUAL BIDDERS AND ELIGIBLE NRIS APPLYING ON A NON-REPATRIATION BASIS, FOR BID SIZE ABOVE ₹ 0.50 million

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### IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS DATED JANUARY 7, 2025 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.

# BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT BID APPLICATION, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS, THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)

SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)
The Equity Shares offered in the Offer have not been and will not be registered, listed or otherwise qualified in any other jurisdiction. On the hashs of the RHP, which was filed with the Registrar Offormanics, Maharasthra at Mumbaic (the "RoC") (if I am/we are in India), or the RHP and the preliminary international wrap dated January 7, 2025 (the "Preliminary International Wrap" and together with the RHP, the "Preliminary Offering Memorandum") (if I am/we are outside India), the General Information Document for investing in public offers ("GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me'us of the Equity Shares in the Offer upto my' our Bids for maximum number of Equity Shares is at or above the Offer Price, to be discovered through the Book Building Process. I/We hereby confirm that I am/we are et algible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked in the ASA Account with the relevant SCSB or the bank account linked with the UPI ID (in case of UPI Biddees using UPI Mendandum (if I am/we are outside India), Abridged Prospectus, the GID, this Bid cum Application Form, as the case may be. I/We account linked on the require approval from any regulatory authority to invest in the Offer or such lessers number as may be allotted to melus abject to the terms of the RHP (if I am/we are in India), Preliminary Offering Memorandum (if I am/we are outside India), Abridged Prospectus, the GID, this Bid cum Application Form and other applicable laws. I/We hereby confirm that I/we do not require approval from any regulatory authority to invest in the Offer according to applicable laws. I/We network of the Company, I/We acknowledge that in case of QIB Bidders only (i) the SCBs (for Bids other than the Bids by Anchor Investors) and (ii) the Book Running Lead Managars (the "BRLMS") and their respective affili

IWE COVFIRM THAI: EITHER I am we are Indian national(s) resident in India and I am/we are not applying for the said Equity shares as nominees of any person resident outside India or foreign nationals or I am/we are Indian national(s) resident in Indian(s) as mentioned on non-repartiation basis. OR I am/we are Indian national(s) of non-resident Indian(s) as a mentioned on non-repartiation basis. OR I am/we are Indian national basis or I am/we are Indian and I am/we are applying for the said Equity shares on mylour own behalf influency bone. Feesied mortalinary (3) non-resident Indian(s) as mentioned on non-repartiation basis. UWe represent, warrant, acknowledge and agree with the Company, the Selling Shareholders and the BRLMs as follows: (A) I/we have received a copy of the RHP (if I am/we are in India) or the Preliminary Offering Memorandum, (if I am/we are outside India) and that my to offered or sold, and bids may not be made by persons in any jurisdiction outside India, except in compliance with the applicable laws of such jurisdiction; (C) If I am/we are outside India, I/we have read the section "Selling Restrictions" of the Preliminary International Wrap and I am/we are a united to the course of the Preliminary International Wrap and I am/we are a united to the object of the Preliminary International Wrap and I am/we are outside India, I/we have read the section "Selling Restrictions" of the Preliminary International Wrap and I am/we are an event of the Cause of the Cause of the Preliminary International Wrap and I am/we are outside India, I/we have read the section "Only I we will represent the I was well as a many I was a section of the Preliminary International Wrap and I am/we are outside India, I we seem of the United States (within the meaning of Regulation S); (E) I/we hereby make the representations, warranties, acknowledgments contained in (i) the sections "Other Regulatory and Stantony Disclosures" and "Offer was made to melts and I am/we are outside India, I we sections "Other Regulatory and St Shares as fiduciary or agent for one or more investor accounts, I we have sole investment discretion with respect to each such account and I/we have full power to make the foregoing representations, warranties, acknowledgments and agreements on behalf of each such account; and (I) if I am/we are making an application to acquire any of the Equity Shares for one or more managed accounts, I am/we are authorized in writing by each such managed account to subscribe to the Equity Shares for each such managed account and to make (and I/we hereby make) the representations, warranties, acknowledgments and agreements herein for and on behalf of each such account, reading the reference to "I/we" to include such accounts.

FOR QIB BIDDERS: We confirm that the Bid size/maximum Equity Shares applied for by us does not exceed the relevant regulatory approvals/limits. We are not prohibited from accessing capital markets under any order/ruling/judgment of any regulatory, judicial or any other authority, including Securities and Exchange Board of India ("SEBI") or under the provisions of any law, regulation or statute.

Further: 1) In accordance with ASBA process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP or the Preliminary Offering Memorandum, as applicable, I/we authorses (a) the Members of the Syndicates (in Specified Locations) only) or the Registered Brokers (at Broker Centers) or the SCSBs (at Designated CSSB stranches) or the RTAs (at the Designated RTA Locations) are the Register of the Applicant linked with the UPI ID provided in the Bid cum Application. Form, as the case may be, to the Public Offer or Sponsor Banks, as the case may be, to save instance of the Registera to the Offer or Sponsor Banks, as the case may be, to save instance of the Registera to the Offer or Sponsor Banks, as the case may be, to save instance of the Registera to the Offer or Sponsor Banks, as the case may be, to save instance of the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera to the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera to the Offer offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera of the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera of the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera of the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera of the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Registera of the Offer or Sponsor Banks, as the case may be, after finalisation of Basis of Allotment (b) and the Reg Bid, in the event of a revision of the Price Band

I/We hereby provide my/our consent to the Stock Exchanges / Sponsor Banks / NPCI / Registrar to the Offer for collecting, storing and usage validating my/our PAN details from the bank account where my / our amount is blocked by the relevant SCSBs.

I/We acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Offer, I am/We are not an OCB. For further details, see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" beginning on pages 544 and 564 of the RHP, respectively.

# INSTRUCTIONS FOR FILLING UP THIS BID CUM APPLICATION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary a 'indication to make an offer' during the Bid/Offer period by a Bidder and not 'an offer'.
- 2. The First Bidder, should mention his her PAN allotted under the Income Tax Act, 1961, DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining/specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, any other category of Bidders, including without limitation, multilateral/bilateral institutions, the Bidders, or in the case of joint Bids, the First Bidder (the first name under which the beneficiary account is held), should mention his her PAN allotted under the Income Tax Act, 1961. Any Bid cum Application Form without the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are in complicated in the PAN is linked with Aadhaar Card and are incomplicated in the PAN is linked with Aadhaar Card and are incomplicated in the PAN is linked with Aadhaar Card and are incomplicated in the PAN is linked with Aadhaar Card and are incomplicated in the PAN is linked with Aadhaar Card and are incomplicated in the P
- 3. Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar to the Offer will obtain demographic details registered with Depository Participants to be used, among other things, for Allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders' sole risk and neither the Members of the Syndicate nor the Registered Brokers nor the Registrar to the Offer nor RTAs/CDPs nor the SCSBs nor the Company nor the Selling Shareholders shall have any responsibility and undertake any liability for the same.
- New Company in consultation with the Bock Bunning Lead Managers. The Frice Band: The face value of Equity Share is ₹2'- each. The Price Band and the minimum Bid Lot size has been advertised in and all editions of the Hindi national daily newspaper Jansatta and Mumbai editions of Navshakti (a widely circulated Marathi newspaper, Marathi being the regional language of Maharashtra, where our Registered Office is located) each with wide circulation, at least two (2) Working Days prior to the Bid Offer Opening Date, with the relevant financial ratios calculated at the Floor Price and at the Cap Price and has been made available to the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE" and together with BSE, the "Stock Exchanges") for the purpose of uploading on their respective websites in accordance with SEBI ICDR Regulations. In case of revision of the Price Band, the Bid Offer Period will be extended by at least three (3) additional Working Days after such revision of Price Band subject to the Bid Offer Period not exceeding ten (10) Working Days. Any revision in the Price Band, the Bid Offer Period for a period of minimum one Working Day, subject to the Bid Offer Period not exceeding ten (10) Working Days. Any revision in the Price Band, the Price Band and the revised Bid Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice and also by indicating the changes on the websites of the BRLMs, and at the terminals of the Syndicate Member and by intimation to SCSBs, Designated Intermediaries and the Scanger Back as empiricable. and the Sponsor Banks as applicable.
- any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP or Preliminary Offering Memorandum, as applicable.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- 8. Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted. Eligible NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSB to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their NRO Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRI Bidders Bidding on a repatriation basis by using the Non-Resident Forms should authorize their SCSB (if bloding directly through the SCSB or confirm or accept the UPI Mandate Request (in case of Retail Institutional Bidders bidding through the UPI Mechanism) to block their Non-Resident External ("NRE") accounts, including UPI ID, it deviated, or Foreign Currency Non-Sesident ("FCNR") Accounts. All Bidders including the Eligible NRI Bidders Bidding on a non-repatriation basis can obtain the Bid cum Application Form from the Registered and Corporate Office of the Company or from any of the Members of the Syndicate or CDPs or RTAs or Registered Brokers from the Bidding centers. In accordance with applicable law and UPI Circulars, Bidders to please ensure that SCSB where the ASBA Account is maintained has notified at least one branch in the location where Bid cum Application Forms will be deposited by Designated Intermediaries.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c. are liable to be rejected.
  - QIB cannot apply through UPI mechanism and Non-Institutional Investors bidding for an amount exceeding ₹ 0.50 million cannot use UPI Mechanism to apply. UPI Bidders applying up to ₹ 0.50 million can apply through UPI mode as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.
- For UPI Bidders using the UPI Mechanism.
   Please ensure that your bank is offering UPI facility for public offers.
  - Please mention UPI ID clearly in CAPITAL LETTERS only.
- Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=43) respectively, as updated from time to time.
- Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
- UPI ID cannot exceed 45 characters.
- Please ensure that you are using your UPI ID only and not the UPI ID of any third party.
- UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN, For further details, see "Offer Procedure" on page 544 of the RHP.
- 10. Only the sole Bidder / first Bidder is required to sign the Bid cum Application Form /Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- 11. Other Instructions: a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for er entry due to incomplete or illegible Bid cum Application Forms; and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- 12. The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN vailable in the Depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023 and any subsequent press releases in this regard.

Note: Terms used but not defined herein shall have the meaning assigned to such terms in the RHP or the Preliminary Offering Memorandum, as applicable. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLMs and the Stock Exchanges.

# TEAR HERE .

- In case of queries related to Allotment/ credit of Allotted Equity Shares, the Bidders should contact Registrar to the Offer.

   In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB.

  In case of queries related to upload of Bids submitted to the relevant Members of the Syndicate / RTAs / Registered Brokers / CDPs, as applicable, the Bidders should contact the relevant Designated Intermediary.

   For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and Mail Id.: jpo.upi@npci.org.in and the Registrar to the Offer at Tel: +91 22 4918 6000 and E-mail: laxmidental.jpo@linkintime.co.in

   In case of ASBA Bidders (other than 3-in-1 Bids) for a bid above ₹0.50 million, ensure that the bid is uploaded only by the SCSBs.

- ensure that the bid is uploaded only by the SCSBs.
  Ensure that you have accepted the UPI Mandate Request received from the Sponsor
  Banks prior to 5:00 p.m. of the Bid / Offer Closing Date.

# COMPANY CONTACT DETAILS

#### LAXMI DENTAL LIMITED Registered Office: Office No. 103, Akruti Arcade, J. P. Road.

Opposite A.H. Wadia High School, Andheri (West), Mumbai – 400 058, Maharashtra, India;

Tel: +91 22 6143 7991; Corporate Office: 301, A-wing, Interface-16, Mindspace, Malad (West), Mumbai – 400 064, Maharashtra, India; Tel: +91 22 6143 7992

Contact Person: Nupur Joshi, Company Secretary and Compliance Officer; E-mail: co.sec@laxmidentallimited.com; Website: www.laxmidentallimited.com; Corporate Identity Number: U51507MH2004PLC147394

#### REGISTRAR TO THE OFFER CONTACT DETAILS

# MUFG INTIME INDIA PRIVATE LIMITED (formerly known as Link Intime India Private Limited)

Č-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra, India Tel: +91 22 4918 6000/ +91 8108114949

E-mail: laxmidental.ipo@linkintime.co.in Investor grievance e-mail: laxmidental.ipo@linkintime.co.in

Website: www.linkintime.co.in Contact person: Shanti Gopal Krishnan SEBI Registration No.: INR000004058



This is an abridged prospectus containing salient features of the red herring prospectus of Laxmi Dental Limited (the "Company") dated January 7, 2025 filed with the Registrar of Companies, Mumbai at Maharashtra (the "RHP" or "Red Herring Prospectus"). You are encouraged to read greater details available in the RHP, which is available at https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11. Unless otherwise specified all capitalized terms used herein and not specifically defined shall bear the same meaning as ascribed to them in the (Please scan this QR Code to view the RHP) RHP. This abridged prospectus is not for distribution outside India.

# THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, this abridged prospectus ("Abridged Prospectus") and the general information document for investing in public offers ("GID") undertaken through the Book Building Process before applying in the Offer. The investors are advised to retain a copy of the RHP/Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges, Members of the Syndicate, the Registrar to the Offer, Registrar and the Share Transfer Agents ("KTAs"), Collecting Depository Participants ("CDPs"), Registered Brokers, Underwriters, Bankers to the Offer, Investors' Associations or Self Certified Syndicate Banks ("SCSBs"). You may also download the RHP from the website of Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in, at the websites of National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE", and together with NSE, the "Stock Exchanges") at www.nseindia.com and www.bseindia.com, respectively, and the website of our Company at www.laxmidentallimited.com and the websites of the Book Running Lead Managers at www.nuvama.com, www.motilaloswalgroup.com and www.sbicaps.com, respectively.



LAXMI DENTAL LIMITED

# LAXMI DENTAL LIMITED

Corporate Identity Number: U51507MH2004PLC147394; Date of Incorporation: July 8, 2004

•	•	· ·		
REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
Office No. 103, Akruti Arcade, J. P. Road,	301, A-wing, Interface-16, Mindspace,	Nupur Joshi	Email: co.sec@laxmidentallimited.com	www.laxmidentallimited.com
Opposite A.H. Wadia High School, Andheri (West),	Malad (West), Mumbai – 400 064,	(Company Secretary and	Tel: +91 22 6143 7991	
Mumbai – 400 058, Maharashtra, India	Maharashtra, India.	Compliance Officer)		

#### PROMOTERS OF OUR COMPANY: RAJESH VRAJLAL KHAKHAR, SAMEER KAMLESH MERCHANT AND DHARMESH BHUPENDRA DATTANI

	DETAILS OF THE OFFER TO THE PUBLIC										
Type of	Fresh Issue	Offer for Sale	Total Offer size	Eligibility	Share Reservation amon	g QIBs, NIIs	and RIBs				
Offer	size	size			QIBs	NIIs	RIBs				
Fresh Issue	Up to [●]	Up to 13,085,467					Not more				
and Offer	Equity Shares	Equity Shares of	Shares of face	terms of Rule 19(2)(b) of the Securities Contracts (Regulation)	Offer being available for	than 15%	than 10%				
for Sale	of face value	face value of ₹2		Rules, 1957, as amended ("SCRR") read with Regulation 31 of			of the Offer,				
	of ₹2 each	each aggregating	aggregating up to	the SEBI ICDR Regulations and in compliance with Regulation	However, 5% of the Net	or the	or the				
	aggregating	up to ₹[•] million	₹[•] million	6(2) of the SEBI ICDR Regulations, as our Company did not	QIB Portion (excluding the	Offer less	Offer less				
	up to ₹1,380			fulfil requirements under Regulation 6(1)(b) of the SEBI ICDR							
	million			Regulations. For further details, see "Other Regulatory and			QIB Bidders				
				Statutory Disclosures – Eligibility for the Offer" on page no. 518	allocation proportionately to	and RIIs.	and NIIs.				
				of the RHP. For details in relation to share reservation among	Mutual Funds only.						
				Qualified Institutional Buyers ("QIBs"), Non-Institutional	•						
				Investors ("NIIs"), Retail Individual Investors ("RIIs") see "Offer							
				Structure" on page no. 541 of the RHP.							

The Equity Shares are proposed to be listed on NSE and BSE. For the purpose of the Offer, BSE is the Designated Stock Exchange (the "Designated Stock Exchange").

### DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDERS AND WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE

Name of Selling Shareholder	ТҮРЕ	Number of Equity Shares Being Offered/Amount (In ₹ Million)	Weighted Average Cost of Acquisition Per Equity Share (In ₹)*
Rajesh Vrajlal Khakhar		Up to 196,604 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	0.73
Sameer Kamlesh Merchant	Promoter Selling Shareholder	Up to 434,598 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	0.50
OrbiMed Asia II Mauritius Limited	Investor Selling Shareholder	Up to 11,614,267** Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	26.12
Jigna Rajesh Khakhar	Other Selling Shareholder	Up to 239,838 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	0.06
Hasmukh Vrajlal Khakhar	Other Selling Shareholder	Up to 150,040 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	Nil
Amrish Mahendrabhai Desai	Other Selling Shareholder	Up to 150,040 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	Nil
Parag Jamnadas Bhimjiyani	Other Selling Shareholder	Up to 150,040 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	Nil
Kunal Kamlesh Merchant	Other Selling Shareholder	Up to 150,040 Equity Shares of face value of ₹2 each aggregating up to ₹[•] million	3.33

<sup>\*</sup>As certified by N B T and Co, Chartered Accountants, by way of their certificate dated January 7, 2025.

<sup>\*\*</sup>Our Company has converted 290,597 outstanding CCPS into 23,922,450 Equity Shares on December 19, 2024. The conversion of such CCPS into Equity Shares was in the ratio of one CCPS into 82.3217377 Equity Shares of face value ₹2. For details of CCPS and conversion, see "The Offer" and "Capital Structure" on pages 118 and 141.

PRICE BAND, MINIMUM BID LOT &	INDICATIVE TIMELINES
Price Band #	₹ [•] per Equity Share to ₹ [•] per Equity Share of face value of ₹ 2 each
Minimum Bid Lot Size	[•] Equity Shares and in multiples of [•] Equity Shares thereafter
Bid/Offer Opens On*	Monday, January 13, 2025
Bid/Offer Closes On**	Wednesday, January 15, 2025
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Thursday, January 16, 2025
Initiation of refunds (if any, for Anchor Investors) / unblocking of funds from ASBA Account*	On or about Friday, January 17, 2025
Credit of Equity Shares to Demat accounts of Allottees	On or about Friday, January 17, 2025
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Monday, January 20, 2025
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Monday, January 20, 2025

<sup>\*</sup>Our Company in consultation with the BRLMs, may consider participation by Anchor Investors. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date in accordance with the SEBI ICDR Regulations

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT

\*\*Our Company and the Selling Shareholders in consultation with the BRLMs may consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations. (1)UPI mandate end time and date shall be at 5:00 p.m. on the Bid/Offer Closing Date, i.e., on Wednesday, January 15, 2025.

\* In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/Offer Closing Date for cancelled/withdrawn/deleted ASBA Forms, the In case of any aetay in unblocking of amounts in the ASSA Accounts (including amounts blocked infough the UPI Mechanism) exceeding two working Days from the Bid/Offer Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated by the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/I/M dated March 16, 2021 read with the SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, and the SEBI iCDR Master Circular, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable. The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation in compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/580/I/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/P CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, as partially modified by SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable, issued by SEBI, and any other applicable law in case of delays in resolving investor grievances in relation to blocking/unblocking of funds.

#### WEIGHTED AVERAGE COST OF ACQUISITION OF ALL EQUITY SHARES TRANSACTED IN THE LAST EIGHTEEN MONTHS, ONE YEAR AND THREE YEARS IMMEDIATELY PRECEDING THE DATE OF THE RED HERRING PROSPECTUS IS SET FORTH BELOW

Period	Weighted average cost of acquisition ("WACA") (in ₹)*	Lower End of the Price Band is 'X' times the WACA^	Upper End of the Price Band is 'X' times the WACA^	Range of acquisition price Lowest Price - Highest Price (in ₹)**
Last three years	23.57	[•]	[•]	Nil** - 145.47
Last 18 months	26.63	•	•	26.12 - 145.47
Last one year	26.63	[•]	[•]	26.12 – 145.47

<sup>\*</sup>As certified by N B T and Co, Chartered Accountants, pursuant to their certificate dated January 7, 2025. ^To be updated in Prospectus following the finalisation of the Price Band.

\*\*On account of transmission of equity shares

The Equity Shares offered in the Offer have not been and will not be registered, listed or otherwise qualified in any jurisdiction except India and may not be offered or sold to persons outside of India except in compliance with the applicable laws of each such jurisdiction. In particular, the Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States and may not be offered or sold in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. The Equity Shares offered in the Offer are being offered and sold only outside the United States in "offshore transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act.

#### RISKS IN RELATION TO THE FIRST OFFER

The face value of the Equity Shares is ₹ 2 each. The Offer Price, Floor Price Band as determined by our Company in consultation with the BRLMs and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for Offer Price" on page 196, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of our Company and this Offer, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 37 of the RHP.

# **PROCEDURE**

You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges, Members of the Syndicate, Registrar to the Offer, RTAs, CDPs, Registered Brokers, Bankers to the Offer, Investors' Associations or SCSBs.

If you wish to know about processes and procedures applicable to the Offer, you may request for a copy of the RHP and/or the GID from the BRLMs or download it from the website of SEBI at www.sebi.gov.in, the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively, and the websites of the BRLMs at www.nuvama.com, www.motilaloswalgroup.com, www.sbicaps.com, respectively.

PRICE INFORMATION OF BRLMs								
Issue Name	Merchant Banker	+/- % change i	n closing price, [+/- % change in closi	ng benchmark]				
		30th calendar days from listing	90th calendar days from listing	180th calendar days from listing				
Senores Pharmaceuticals Limited	Nuvama	NA	NA	NA				
Carraro India Limited	Nuvama	NA	NA	NA				
DAM Capital Advisors Limited	Nuvama	NA	NA	NA				
Suraksha Diagnostic Limited	Nuvama/SBICaps	NA	NA	NA				
NTPC Green Energy Limited	Nuvama	23.56%, [-2.16%]	NA	NA				
Acme Solar Holdings Limited	Nuvama/ MO	-6.02%, [4.20%]	NA	NA				
Afcons Infrastructure Limited	Nuvama/SBICaps	6.56%, [1.92%]	NA	NA				
P N Gadgil Jewellers Limited	MO	61.14%, [-1.76%]	53.04%, [-2.56%]	NA				
Concord Enviro Systems Limited	MO	NA	NA	NA				
Niva Bupa Health Insurance Company Limited	MO	+12.97%, [+5.25%]	NA	NA				
R K Swamy Limited	MO	-1.30%, [+1.86%]	-6.70%, [+4.11%]	-17.57%, [+10.20%]				
Happy Forgings Limited	MO	+14.06%, [-1.40%]	+4.44%, [+2.04%]	+42.78%, [+8.53%]				
Cello World Limited	MO	+21.92%, [+7.44%]	+32.99%, [+12.58%]	+40.57%, [+15.78%]				
International Gemmological Institute (India) Limited	SBI Caps	NA	NA	NA				
One Mobikwik Systems Ltd	SBI Caps	NA	NA	NA				
Godavari Biorefineries Limited	SBI Caps	-0.16%, [-1.12%]	NA	NA				
Waaree Energies Limited	SBI Caps	+68.05%, [-0.59%]	NA	NA				
Bajaj Housing Finance Limited	SBI Caps	+99.86%, [-1.29%]	+89.23%, [-2.42%]	NA				
Ola Electric Mobility Limited	SBI Caps	+44.17%, [+1.99%]	-2.11%, [+0.48%]	NA				

For further details, please refer to "Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs" on page no. 526 of the RHP.

NUVAMA WEALTH MANACEM	ENT I IMITED	BOOK RUNNING LEAD MANAGERS	ED CADITAL MADVETS LIMITED				
NUVAMA WEALTH MANAGEM Tel: + 91 22 4009 4400	ENI LIMITED	MOTILAL OSWAL INVESTMENT ADVISORS LIMIT Tel: +91 22 7193 4380	ED   SBI CAPITAL MARKETS LIMITED   Tel: +91 22 4006 9807				
E-mail: laxmidental.ipo@nuvama.co	nm	E-mail: laxmidental.ipo@motilaloswal.com	E-mail: laxmidental.ipo@sbicaps.com				
Investor grievance e-mail:	)III	Investor grievance e-mail:	Investor grievance e-Mail:				
customerservice.mb@nuvama.com		moiaplredressal@motilaloswal.com	investor.relations@sbicaps.com				
	Nuvema Wealth Mee						
Name of Syndicate Member		nagement Limited (in syndicate member capacity), Investee Capital Se inancial Services Limited.	ervices (india) Private Limited, SDICAP Securities Limited				
Name of Registrar to the Offer	MUFG INTIME IN	IDIA PRIVATE LIMITED (formerly known as LINK INTIME IND	DIA PRIVATE LIMITED)				
8	Tel: +91 22 4918 60	000/ +91 8108114949; E-mail: laxmidental.ipo@linkintime.co.in; Inv	estor grievance e-mail: laxmidental.ipo@linkintime.co.in				
Name of Statutory Auditor		tes, Chartered Accountants.	• • • • • • • • • • • • • • • • • • • •				
Name of Credit Rating Agency and the							
rating or grading obtained, if any							
Name of Debenture Trustee	Not Applicable						
		SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June					
		July 26, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022					
Mechanism	number SEBI/HO/CI	FD/PoD- 1/P/CIR/2024/0154 dated November 11, 2024, UPI Bidders I	Bidding using the UPI Mechanism may only apply through				
		ile applications whose names appears on the website of the SEBI, w					
		ons, which are live for applying in public issues using UPI Mechanism					
	gov. III/ scotwed/outel/	OtherAction.do?doRecognisedFpi=yes&intmId=40 and https://www.sebi ively, as updated from time to time and at such other websites as may	he prescribed by SERI from time to time A list of SCSRs				
	and mobile application	ons, which are live for applying in public issues using UPI mechanism	is provided as 'Appendix A' for the SERI circular number				
	SEBI/HO/CFD/DIL2	/CIR/P/2019/85 dated July 26, 2019.	is provided as Anniexure A for the SEDI eneutal number				
Self-Certified Syndicate Bank(s) or	The banks registered	with SEBI, which offer the facility of ASBA services, (i) in relation to A	ASBA, where the Bid Amount will be blocked by authorising				
"SCSB(s)"	an SCSB, a list of wh	ich is available on the website of SEBI at https:/www.sebi.gov.in/sebiw	eb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34				
		ne to time and at such other websites as may be prescribed by SEBI					
		Mechanism, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40					
	or such other websit	e as may be prescribed by SEBI and updated from time to time.					
Syndicate SCSB Branches		other than Bids by Anchor Investors and RIIs) submitted to a member					
		named by the respective SCSBs to receive deposits of Bid cum Applica					
		e SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRec					
		such other website as may be prescribed by SEBI from time to time					
		ms from the Syndicate at Specified Locations, see the website of the yes & in tm Id=35 or any such other website as may be prescribed					
Registered Brokers	The list of the Regis	tered Brokers, eligible to accept ASBA forms, including details such	as nostal address telephone number and email address is				
Registered blokers	nrovided on the web	isites of BSE and NSE at http://www.bseindia.com/Markets/PublicIssi	ues/brokercentres new asny?evnandable=3 and http://www.				
		ts/content/equities/ipos/ipo mem terminal.htm, respectively, or such of					
Details regarding website address(es)/		eligible to accept ASBA Forms at the Designated RTA Locations, inclu					
		d on the websites of BSE and NSE at http://www.bseindia.com/Static/					
		roducts/content/equities/ipos/asba procedures.htm, respectively, or sucl					
brokers who can accept applications The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, ar							
from investors, as applicable	on the websites of	BSE and NSE at http://www.bseindia.com/Static/Markets/PublicIssue	s/RtaDp.aspx?expandable=6 and http://www.nseindia.com/				
		ities/ipos/asba_procedures.htm, respectively, or such other websites as u					
	For further details, se	e "Offer Procedure - Price information of past issues handled by the Bo	ook Running Lead Managers" on page no. 526 of the RHP.				
		BROMOTERS OF OUR COMPANY					

# PROMOTERS OF OUR COMPANY

Sr.	Name	Individual/	Experience and Educational Qualification / Corporate Information
No.		Corporate	
1.	Rajesh Vrajlal	Individual	Rajesh Vrajlal Khakhar is one of the Promoters, Chairperson and Whole-Time Director of our Company, and he is currently responsible for managing
	Khakhar		business partnerships with leading international customers and oversees business development activities of our Company. He is also a director of
			one of our Subsidiaries. Bizdent Devices Private Limited, He passed his higher secondary education from Narsee Moniee College of Commerce
			and Economics, Mumbai. He has more than 30 years of experience. He received the ICONS 2020-2021 certificate from the Economics Time for
			extraordinary service and dedication in the field of dentistry.
2.	Sameer	Individual	Sameer Kamlesh Merchant is one of the Promoters, Managing Director and Chief Executive Officer of our Company and he is currently responsible
	Kamlesh		for the overall business strategy, operations, financial performance and management of our Company. He is also the designated partner of our jointly
	Merchant		controlled entity, Kids-E-Dental LLP and a director of one of our Subsidiaries, Bizdent Devices Private Limited. He has completed dental mechanic
			course from SDM College of Dental Sciences & Hospital, Dharwad He has more than 20 years of experience and he has contributed in diversifying the
			offerings of our Company. He also oversees digital initiatives and technology transformation in our Company. He received certificate of achievement
			from Laser Star learning Center for completing the Laser Star training course for Dental Applications, certificate of achievement from Shofu Inc. for
			completing a prescribed Shofu course in the art of Understanding the Essence of Dental Technology and certificate of excellence in the second Style
			Italiano Endodontics Conference, India. For extraordinary services and dedication in the field of dentistry, he received an ICONS certificate and award
		- 41 14 4	from The Economics Times in the year 2020-21.
3.		Individual	Dharmesh Bhupendra Dattani is one of our Promoters and is also the Chief Financial Officer of our Company. He was appointed as the Chief Financial
	Bhupendra		Officer of our Company, with effect from July 20, 2024, pursuant to the board resolution dated July 20, 2024. He was paid remuneration of ₹ 3.90
	Dattani		million for the Fiscal Year ended on March 31, 2024. He obtained his bachelor's degree of commerce from the University of Bombay. He is a qualified
			chartered accountant of the Institute of Institute of Chartered Accounts of India. He has more than 15 years of experience. Prior to joining our Company,
			he was associated with Enterprise Nexus Communication Private Limited, Federal Express India Private Limited (Fedex Express). He has been
			associated with our Company since 2008.

Company Overview: Offering a comprehensive portfolio of dental products, we are India's only end-to-end integrated dental products company as at September, 2024. (Source: F&S Report, as replicated on page 227). Our offerings include custom-made crowns and bridges, branded dental products such as clear aligners, thermoforming sheets and aligner related products as a part of aligner solutions, and paediatric dental products. We have had a presence of more than 20 years and according to the F&S Report, based on revenue for Fiscal 2024, we are amongst the top two largest Indian dental laboratories. Based on the revenue from operations and PAT Margin for Fiscal 2023 and the product offered, we are the largest and most profitable vertically integrated and indigenous B2B2C dental aligner solutions company. (Source: F&S Report, as replicated on page 227) We manufacture our dental products across our six manufacturing facilities spread across 147,029.63 square feet.

Product/Service offering and segments: Being India's only end-to-end integrated dental products company as at September 30, 2024, (Source: F&S Report, replicated on page 227) our comprehensive portfolio includes custom-made crowns and bridges, branded dental products such as aligner solutions including clear aligners, thermoforming sheets, alignerrelated products, and paediatric dental products. Our presence spans 20+ years, and per the F&S Report, based on revenue for Fiscal 2024, we are amongst the top two largest Indian dental laboratories.

# **Key Performance Indicators:**

Details of KPIs as at for the six month period ended September 30, 2024 and financial years ended March 31, 2024, March 31, 2023, and March 31, 2022:

Sr.	Particulars	Particulars Unit		As at and for the		
No.			Six month period ended	Financial	Years ended Mai	rch 31,
			September 30, 2024	2024	2023	2022
Finan						
1.	Net Revenue					
(a)	<u>Laboratory business</u>					
(i)	Domestic <sup>(1)</sup>	₹ million	447.62	804.09	681.18	584.49
(ii)	Domestic	% of Revenue from sale of goods and services	38.69%	42.00%	42.86%	45.14%
(iii)	International <sup>(2)</sup>	₹ million	281.99	435.50	373.93	347.64
(iv)	International	% of Revenue from sale of goods and services	24.38%	22.75%	23.53%	26.85%
(b)	Aligners					
(i)	Bizdent <sup>(3)</sup>	₹ million	222.88	357.29	178.30	48.19
(ii)	Bizdent	% of Revenue from sale of goods and services	19.27%	18.66%	11.22%	3.72%
(iii)	Vedia <sup>(4)</sup>	₹ million	136.88	181.15	172.32	181.52
(iv)	Vedia	% of Revenue from sale of goods and services	11.83%	9.46%	10.84%	14.02%
(c)	<u>Paediatric</u>					
(i)	Kids-E-Dental <sup>(5)</sup>	₹ million	160.00	266.71	79.28	21.81
(ii)	Kids-E-Dental	% of Revenue from Paediatric operation	100.00%	100.00%	100.00%	100.00%
(d)	Others <sup>(6)</sup>	₹ million	67.42	136.47	183.69	132.95
(i)	Others	% of Revenue from sale of goods and services	5.83%	7.13%	11.56%	10.27%
2.	Revenue from Operations <sup>(7)</sup>	₹ million	1,167.80	1,935.55	1,616.31	1,368.43
3.	EBITDA <sup>(8)</sup>	₹ million	227.33	237.90	89.64	54.13
(i)	EBITDA	% of Revenue from Operation	19.47%	12.29%	5.55%	3.96%
4.	Adjusted EBITDA <sup>(9)</sup>	₹ million	279.84	326.78	95.66	52.68
(i)	Adjusted EBITDA	% of Revenue from Operation	23.96%	16.88%	5.92%	3.85%
5.	PBT <sup>(10)</sup>	₹ million	211.03	85.24	(42.61)	(147.12)
(i)	PBT	% of Revenue from Operation	18.07%	4.40%	(2.64%)	(10.75%)
6.	PAT <sup>(11)</sup>	₹ million	227.39	252.29	(41.63)	(186.79)
(i)	PAT	% of Revenue from Operation	19.47%	13.03%	(2.58%)	13.65%)
7.	PAT Margin <sup>(12)</sup>	%	19.47%	13.03%	(2.58%)	(13.65%)
8.	Return on Capital Employed(13)	%	24.64%*	19.97%	(0.33%)	(19.40%)
9.	Return on Equity <sup>(14)</sup>	%	40.73%*	78.78%	(19.62%)	(60.47%)
10.	Asset Turnover <sup>(15)</sup>	%	79.78%*	167.54%	162.21%	128.46%
Opera	tional			<u>'</u>		
	Domestic lab					
(a)	Total units <sup>(16)</sup>	Number	257,609	452,330	393,163	361,166
(b)	Digital units(17)	Number	160,830	219,887	142,958	101,514
(c)	Digital units penetration <sup>(18)</sup>	0%	62.43%	48.61%	36.36%	28.11%
(d)	Product categories (volume)			•		
(i)	Metal-free <sup>(19)</sup>	Number	114,416	186,958	149,781	105,249
(ii)	Metal-free revenue share(20)	%	54.80%	53.70%	53.19%	47.59%
	International Lab					
(a)	Total units <sup>(21)</sup>	Number	150,004	198,920	155,998	145,350
(b)	Digital units(22)	Number	92,661	110,360	43,584	17,985
(c)	Digital units penetration <sup>(23)</sup>	0%	61.77%	55.48%	27.94%	12.37%
(d)	Product Categories (Volume)					· · ·
(i)	Metal-free <sup>(24)</sup>	Number	30,872	54,874	42,732	51,537
	Metal-free revenue share <sup>(25)</sup>	%	32.49%	36.31	34.43	39.59

	Aligners & Allied Products					
(a)	Total aligner cases <sup>(26)</sup>	Number	12,373	17,978	10,791	4,254
(b)	Customers served	Number	3,859	4,986	4,109	2,039
(i)	Tier I <sup>(27)</sup>	%	46.90%	47.09%	51.33%	50.37%
(ii) (iii)	<i>Tier II</i> <sup>(27)</sup>	9/0	36.87%	35.58%	32.20%	34.53%
(iii)	Tier III <sup>(27)</sup>	9/0	16.22%	17.33%	16.48%	15.11%
	Kids-E-Dental					
(a)	Total units <sup>(28)</sup>	Number	445,358	538,638	86,339	22,132
(b)	Revenue share (geography)					
(i)		9%	22.69%	24.16%	45.93%	74.08%
(ii)	International <sup>(30)</sup>	9/0	77.31%	75.84%	54.07%	25.92%
	Consolidated					
(a)	Number of employees <sup>(31)</sup>	Number	2,372	2,299	2,013	1,925
(b)	Branded sales as a percentage of	9/0	40.37%	38.28%	28.66%	17.50%
	revenue from operations (32)					

\*Not annualised

Not annualised
Notes: 1. Net revenue for domestic laboratory business refer to revenue from dental lab catering to the Indian market. 2. Net revenue for international laboratory business refers to dental lab catering to international markets. 3. Net revenue for Aligners from Bizdent refers to revenue from other digner related products sold by Vedia Solutions — a division of Daxini Dental Limited. 4. Net revenue for Aligners from Network for the Company and its Subidiaries. 1. Revenue from operations is total revenue agent and the Company from the season and services and other operating income. 8. EBITDA refers to earnings before interest, tax, depreciation and anortization and is calculated as restated profit before income tax and exceptional items added with finance cost, depreciation, and deducted by other income. 9. Adjusted EBITDA is calculated by adjusting share of profit/loss) of jointly Controlled Entity to EBITDA. 10 PBIT (Profit) for the year and services and other operations. 13 calculated as a space and profit of the year. 11 PBIT (Profit) for the year and services are appearing in the Restated Financial Statement. 12. PBIT (Profit) for the year and service and other profit of the year. 11 PBIT (Profit) for the year and service and other profit of the year. 11 PBIT (Profit) for the year and service of the previous profit of the year. 11 PBIT (Profit) for the year and service of the previous profit of the year. 11 PBIT (Profit) for the year and service of the previous profit of the year. 11 PBIT (Profit) for the year and service of the previous profit of the year. 11 PBIT (Profit) for the year and service of the previous profit of the year of the debt is calculated as total horrowings less cash and cash equivalents and of service and exceptional tens of the year of the previous profit of the yea

For details of our other operating metrics disclosed elsewhere in the Red Herring Prospectus, see "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 292 and 460, respectively.

# Revenue segmentation in terms of top 5/10 clients or Industries:

The following table sets forth details in relation to revenue from operations across major world geographies:

Zone	Six month period ended September 30, 2024		Fiscal 2024		Fiscal 2023		Fiscal 2022	
	Revenue from sale of	Percentage of	Revenue from	Percentage of	Revenue from	Percentage of	Revenue from	Percentage of
	goods and services	Revenue from	sale of goods	Revenue from	sale of goods and	Revenue from	sale of goods	Revenue from
	(in ₹ million)	sale of goods and		sale of goods and		sale of goods and		sale of goods and
		services	(in ₹ million)	services	(in ₹ million)	services	(in ₹ million)	services
India	780.94	67.51%	1,291.58	67.46%	1,088.20	68.47%	754.61	58.28%
USA	220.70	19.08%	371.68	19.41%	295.34	18.58%	367.23	28.36%
UK	84.76	7.33%	137.48	7.18%	115.96	7.30%	81.15	6.27%
Others	70.39	6.08%	113.76		89.91	5.66%	91.79	
Total	1,156.79	100.00%	1,914.50	100%	1,589.41	100%	1,294.78	100%

Geographies and industries Served: We offer end-to-end integrated dental products through our Dental Network has a reach of over 22,000 dental clinics, dental companies and dentists, catering to over 95 countries, 320 cities in India between Fiscals 2022 to six month period ended September 30, 2024.

Manufacturing Facilities: As of September 30, 2024, we have six manufacturing facilities, three of which are located in Mira Road, Mumbai Metropolitan Region, Maharashtra, two in Boisar, Mumbai Metropolitan Region, Maharashtra, and one in Kochi, Kerala, and further five supporting facilities two of which are located in Mumbai, and one each in Delhi, Bengaluru, and Ahmedabad with manufacturing capabilities.

Intellectual property: Our Company holds a total of 33 registered trademarks across various categories and classes as of the date of the Red Herring Prospectus. Further, our Company has 1 objected trademark application (in relation to which we have reapplied to the Registrar of Trade Marks on the basis of an NOC from our Subsidiary, Bizdent Devices Private Limited, which is the registered owner of a similar trademark), 8 trademark applications pending and 1 provisionally refused. The mark "TAGLUS" is registered in India under class 10 and in multiple classes (10, 35, and 42) in certain other countries, encompassing medical apparatus, instruments, and articles, business services and consulting, as well as technology and software services. For details, see, "Government and Other Approvals - Intellectual property rights" on page no. 514 of the RHP.

**Employee strength:** As of September 30, 2024, we have 2,372 full-time employees. For details, see "Our Business-Employees" on page no. 315 of the RHP.

	BOARD OF DIRECTORS					
Sr. No	Name	Designation	Experience and Educational Qualification	Other Directorships		
1.	Rajesh Vrajlal	Chairperson	He passed his higher secondary education from Narsee Monjee College of Commerce and Economics, Mumbai. He has more than 30 years of experience. He received the ICONS	Indian Companies:		
	Khakhar	Time	2020-2021 certificate from the Economics Time for extraordinary service and dedication in			
		Director	the field of dentistry.	Limited; and 3. Glaze Dental Depo Private Limited.		
				Foreign Companies:		
				1. Laxmi Dental Lab USA, Inc.		

Sr. No	Name	Designation	Experience and Educational Qualification	Other Directorships
2.	Sameer Kamlesh Merchant	Managing Director and Chief Executive Officer	He is the designated partner of our jointly controlled entity, Kids-E-Dental LLP and a director of one of our Subsidiaries, Bizdent Devices Private Limited. He has completed dental mechanic course from SDM College of Dental Sciences & Hospital, Dharwad He has more than 20 years of experience and he has contributed in diversifying the offerings of our Company. He also oversees digital initiatives and technology transformation in our Company. He received certificate of achievement from Laser Star learning Center for completing the Laser Star training course for Dental Applications, certificate of achievement from Shofu Inc. for completing a prescribed Shofu course in the art of Understanding the Essence of Dental Technology and certificate of excellence in the second Style Italiano Endodontics Conference, India. For extraordinary services and dedication in the field of dentistry, he received an ICONS certificate and award from The Economics Times in the year 2020-21.	Bizdent Devices Private Limited;     ECG Plus Technologies Private Limited;     Signature Smiles Dental Clinic Private Limited; and     Glaze Dental Depo Private Limited.
3.	Sumona Chakraborty*	Non- Executive, Non- Independent (Nominee) Director	OrbiMed Advisors India Private Limited (a wholly owned subsidiary of OrbiMed Advisors LLC), she was associated with Avendus Capital Private Limited, Equirus Capital Private Limited, and Verity Knowledge Solutions Private Limited.	LifeCell International Private Limited;     Adret Retail Private Limited;     Entero Healthcare Solutions Limited; and     Arcatron Mobility Private Limited.     Foreign Companies: Nil
4.	Rajesh Shashikant Dalal	Non- Executive, Independent Director	He obtained his bachelor's degree in mechanical engineering from the Indian Institute of Technology, Madras. He has more than 34 years of experience. Previously, he was associated with OrbiMed Advisors India Private Limited (a wholly owned subsidiary of OrbiMed Advisors LLC) from June 23, 2010 until December 21, 2014 and Johnson and Johnson Private Limited.	Ascent Meditech Limited;     Biogenomics Limited;
5.	Anjana Rajendra Grewal	Non- Executive, Independent Director	She obtained her bachelor's degree in chemical engineering from the University of Bombay, a master's degree in management services from the University of Bombay and a doctor of philosophy (Arts) from the University of Mumbai. She has more than 23 years of experience. She is currently a Professor at SDA Bocconi Asia Center. Previously she was associated with Birla Sun life Insurance as an employee from August 18 ,2000 until December 31, 2009. She has also worked with Global Trust Bank, ANZ Grindlays Bank and Colgate-Palmolive (India) Limited.	Indian Companies: Nil Foreign Companies: Nil
6.	Devesh Ghanshyam Chawla	Non- Executive, Independent Director	Previously he was associated with Client Associated as part of their core team from September 23, 2009 until March 7, 2015. He was also associated with M/s. Universal Sompo General Insurance Company Limited. He received the entrepreneur of the year award for outstanding professional achievement and inspiring social contributions at national CSR summit and awards, Indian Achiever's Forum in 2018 and a youth leadership award from AIESEC in 2017.	<ol> <li>First Inspiration Private Limited;</li> <li>Chatur Ideas Technologies Private Limited;</li> </ol>

<sup>\*</sup>Nominee of OrbiMed Asia II Mauritius Limited. For details, see "History and Certain Corporate Matters – Details of Shareholder's agreements" on page 333 of the RHP.

### **OBJECTS OF THE OFFER**

The Offer comprises of the Fresh Issue of up to [•] Equity Shares of face value ₹2 each, aggregating up to ₹ 1,380 million by our Company and an Offer for Sale of up to 13,085,467 Equity Shares of face value ₹2 each, aggregating up to ₹ [•] million by the Selling Shareholders.

#### Offer for Sale

The proceeds of the Offer for Sale shall be received by the Selling Shareholders. Our Company will not receive any proceeds from the Offer for Sale. Each of the Selling Shareholders will be entitled to the Offer Proceeds, to the extent of the Equity Shares offered by them in the Offer, net of their respective share of the Offer related expenses. Accordingly, the Offer for Sale will not form a part of the Net Proceeds. For further details of the Offer for Sale, see "The Offer" on page 118.

#### Objects of the Fresh Issue

Our Company proposes to utilize the Net Proceeds from the Fresh Issue towards funding the following objects:

- Repayment/prepayment, in full or in part, of certain outstanding borrowings availed by our Company.
- Investment in certain Subsidiaries for the repayment/prepayment, in full or in part, of certain outstanding borrowings.
- Funding the capital expenditure requirements for purchase of new machinery for our Company\*
- Investment in our Subsidiary, Bizdent Devices Private Limited, for the capital expenditure requirements for the purchase of new machinery.\*
- General corporate purposes.

### (collectively, the "Objects")

\*As approved by our Board pursuant to a board resolution dated September 9, 2024 and December 29, 2024.

The main objects and objects incidental and ancillary to the main objects as set out in the Memorandum of Association enables (i) to undertake our existing business activities; (ii) to undertake the activities proposed to be funded from the Net Proceeds and (iii) and to undertake the activities towards which (a) the loans were raised and which are proposed to be prepaid or repaid from the Net Proceeds and (b) the funds earmarked for general corporate purposes shall be used.

In addition, we expect to achieve the benefits of listing of the Equity Shares on the Stock Exchanges, including enhancing our visibility and our brand image among our existing and potential customers and creation of a public market for our Equity Shares in India.

#### **Net Proceeds**

The following table sets forth details of the Net Proceeds:

Particulars Particulars	<b>Estimated Amount (in ₹ million)</b>
Gross proceeds of the Fresh Issue	1,380.00
(Less) Offer related expenses to be borne by our Company	[•] <sup>(1)(2)</sup>
Net proceeds from the Fresh Issue after deducting the Offer related expenses to be borne by our Company ("Net Proceeds")	$[\bullet]^{(2)}$

(1) For details with respect to sharing of fees and expenses amongst our Company and the Selling Shareholders, please refer to the heading "Objects of the Offer - Offer Related Expenses" at page 192. (2) To be determined after finalisation of the Offer Price and updated in the Prospectus prior to filing with the RoC.

#### IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SAL

### Proposed Schedule of Implementation and Deployment of Net Proceeds

We propose to deploy the Net Proceeds towards the Objects in accordance with the estimated schedule of implementation and deployment of funds set forth in the table below:

	Particulars	Total estimated	Amount to be funded	Estimated deployme	ent of Net Proceeds
No.		amount/ expenditure	from the Net Proceeds	in Financial Year 2025	in Financial Year 2026
1	Repayment/prepayment, in full or in part, of certain outstanding	229.84	229.84	229.84	NA
	borrowings availed by our Company				
2	Investment in certain Subsidiaries for the repayment/prepayment, in full or in part, of certain outstanding borrowings	46.00	46.00	46.00	NA
	in full or in part, of certain outstanding borrowings				
3	Funding the capital expenditure requirements for purchase of new	435.07	435.07	202.14	232.92
	machinery for our Company				
4	Investment in our Subsidiary, Bizdent Devices Private Limited,	250.04	250.04	100.19	149.85
	for the capital expenditure requirements for the purchase of				
	new machinery				
5	General Corporate purposes <sup>(1)</sup>	[•]	[•]	[•]	[•]
	Total Net Proceeds	[•]	[•]	[•]	[•]

<sup>(1)</sup> To be finalised upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. The amount to be utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds.

Means of finance: The funding requirements for the Objects detailed above are proposed to be funded from the Net Proceeds. Accordingly, we confirm that there is no requirement to make firm arrangements of finance under Regulation 7(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Fresh Issue and existing identifiable accruals, as prescribed under the SEBI ICDR Regulations. In case of a shortfall in the Net Proceeds or any increase in the actual utilization of funds earmarked for Objects, our Company may explore a range of options including utilizing our internal accruals.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilisation of issue proceeds of past public offers / rights issues, if any, of our Company in the preceding 10 years: Not Applicable.

Terms of issuance of convertible security, if any: Not Applicable.

Name of Monitoring Agency: ICRA Limited. Shareholding Pattern as on the date of the RHP:

\*Not annualised

Category of shareholder	Pre-Offer number of Equity Shares (Number of fully paid-up Equity Shares held)	% Holding of Pre-Offer Shareholding
<b>Promoters and Promoter Group</b>	24,091,330	46.56
Public	27,646,520	53.44
Total	51,737,850	100.00%

#### Number of Equity Shares proposed to be sold by Selling Shareholders

The table below sets forth the number of Equity Shares proposed to be sold by the Selling Shareholders

Name of Selling Shareholder	ТҮРЕ	Number of Equity Shares Being Offered
Rajesh Vrajlal Khakhar	Promoter Selling Shareholder	Up to 196,604
Sameer Kamlesh Merchant	Promoter Selling Shareholder	Up to 434,598
OrbiMed Asia II Mauritius Limited	Investor Selling Shareholder	Up to 11,614,267**
Jigna Rajesh Khakhar	Other Selling Shareholder	Up to 239,838
Hasmukh Vrajlal Khakhar	Other Selling Shareholder	Up to 150,040
Amrish Mahendrabhai Desai	Other Selling Shareholder	Up to 150,040
Parag Jamnadas Bhimjiyani	Other Selling Shareholder	Up to 150,040
Kunal Kamlesh Merchant	Other Selling Shareholder	Up to 150,040

<sup>\*\*</sup>Our Company has converted 290,597 outstanding CCPS into 23,922,450 Equity Shares on December 19, 2024. The conversion of such CCPS into Equity Shares was in the ratio of one CCPS into \$2.3217377 Equity Shares of face value ₹2. For details of CCPS and conversion, see "The Offer" and "Capital Structure" on pages 118 and 141.

# SUMMARY OF RESTATED CONSOLIDATED FINANCIAL INFORMATION

The following details are derived from the Restated Consolidated Financial Information:

(₹ in million, except per share data)

Particulars	Six month period ended September 30, 2024	Fiscal 2024	Fiscal 2023	Fiscal 2022
Equity share capital	55.63	3.08	3.08	3.08
Net Worth	670.85	445.71	194.82	229.44
Revenue from operations	1,167.80	1,935.55	1,616.31	1,368.43
Restated profit/ (loss)	227.39	252.29	(41.63)	(186.79)
Restated earnings/ (loss) per Equity Share				
- Basic per Equity Share with a face value of ₹2 (in ₹)	4.39*	4.80	(0.77)	(3.56)
- Diluted earnings per Equity Share with a face value of ₹2 each (in ₹)	4.39*	4.80	(0.77)	(3.56)
NAV per equity share (in ₹) (after adjusting CCPS)	12.97	8.63	3.77	4.44
PAT	227.39	252.29	(41.63)	(186.79)
Short term borrowings (A)	189.23	268.85	201.37	192.53
Long term borrowings (B)	219.83	151.40	113.02	103.81
Total borrowings (A+B)	409.06	420.25	314.39	296.34

Notes: i) Adjusted for the split of equity shares from face value of ₹ 10 each to ₹ 2 each, as approved by our Board and the Shareholders pursuant to their resolutions dated June 4, 2024, and June 7, 2024, respectively.
ii) Adjusted for the bonus issue of equity shares of face value of ₹ 10 each, as approved by our Board pursuant to their resolutions dated June 14, 2024. iii) Basic Earnings per Equity Share (₹) = Net profit after tax of the Company, as restated / Weighted average no. of Equity Shares outstanding during the year/period. Earnings per Equity Share denotes total earnings per share from Continuing Operation and Discontinued Operations. iv) Diluted Earnings per Equity Share encotes total earnings per Equity Share denotes total earnings per share from Continuing Operation and Discontinued Operations. v) Earnings per Share continuing Operation and Discontinued Operations. v) Earnings per Share calculations are in accordance with the notified Indian Accounting Standard 33 'Earnings per share'. vi) NAV per Equity share after the COSE (₹) New World of the Company of the Company of the Cost of the Company of the Cost of the adjusting CCPS (₹) = Net Worth of the Company, as restated / Weighted average no. of Equity shares outstanding post adjusting for bonus shares, split shares and CCPS.

For further details, see "Financial Information - Restated Consolidated Financial Information" on page 377 of the RHP.

Below mentioned risks are the top 5 risk factors as per the RHP. For further details, see "Risk Factors" on page no. 37 of the RHP.

- 1. Our Company has reported consolidated loss after tax, negative earning per share for Fiscals 2023 and 2022, and written off Assets in last three Fiscals and we cannot assure that we will not experience such events in the future
- Our Statutory Auditors have included an emphasis of matter in their auditor's report on our audited financial statements as at and for the Financial Year ended 2024 and 2023.
- Our business success depends on expanding our Dental Network, recommendations by our Dental Network and increasing the wallet share per dental clinic, dental company and dentist. Failure to achieve this in a cost-effective manner could have an adverse effect on our business, results of operations and financial condition.
- Our business is concentrated in certain jurisdictions, globally and domestically, and any loss of business in such regions could have an adverse effect on our business, results of operations
- There are outstanding legal proceedings involving our Company, Subsidiaries, Promoters, and Directors which could have an adverse effect on our business, financial condition and results of operations.

# SUMMARY OF OUTSTANDING LITIGATION, CLAIMS AND REGULATORY ACTION

A. A summary of outstanding litigation proceedings involving our Company, Subsidiaries, Directors and Promoters, as of the date of the Red Herring Prospectus, as also disclosed in "Outstanding Litigation and Material Developments" on page 503, in terms of the SEBI ICDR Regulations and the materiality policy adopted by our Board pursuant to a resolution dated September 5, 2024, is provided below:

Name of Entity	Criminal	Tax	Statutory or Regulatory	Disciplinary actions by SEBI or Stock	Material civil	Aggregate amount involved*		
	Proceedings	Proceedings	Proceedings	Exchanges against our Promoters	litigations^	(in ₹ million)		
	Company							
By our Company	5	Nil	Nil	Nil	1	252.70		
Against our Company	1	3	Nil	Nil	Nil	50.23		
				Subsidiaries				
By the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil		
Against the Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil		
				Directors <sup>s</sup>				
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil		
Against the Directors	3	9	Nil	Nil	Nil	52.05		
				Promoters				
By the Promoters	Nil	Nil	Nil	Nil	Nil	Nil		
Against the Promoters	3	4	Nil	Nil	Nil	54.70		

<sup>\*</sup>To the extent quantifiable. ^Determined in accordance with the Materiality Policy. § Including Promoter Directors.

For further details, see "Outstanding Litigation and Material Developments" on page no. 503 of the RHP.

B. Brief details of top five material outstanding litigation / legal proceedings initiated against the Company, its Subsidiaries and Promoters and amount involved:

	S.   Particulars		Litigation	Current	Amount involved
N	No.		filed by	status	(₹ in million)
	1. Central Bureau of Investigation ("CBI") has filed a charge sheet dated March 11, 2	015, under Sections 120B, 411 and 381 of	Central	Our Promoter, Chairperson	Not quantifiable
	the Indian Penal Code, 1860 and Sections 13(2) and 13(1)(d) of the Prevention of	Corruption Act, 1988 ("PC Act") against	Bureau of	and Whole-time Director,	
	Ashok Kumar Singh, the then under-secretary in the Department of Disinvestment		Investigation	Rajesh Vrajlal Khakhar filed	
	Promoter, Chairperson and Whole-time Director, Rajesh Vrajlal Khakhar, before the	e Court of Special Judge, PC Act, Patiala	-	a discharge application dated	
	House Courts, Delhi, for allegedly indulging in corrupt and illegal activities to obt			September 26, 2022.	
	pertaining to an application for approving foreign direct investment ("FDI") in or	r Company.			
	2. Yogesh Bagul ("Complainant") filed a Criminal Miscellaneous Application ("Co	mplaint") before the Hon'ble Magistrate	Yogesh Bagul	The matter is currently sub-	₹ 50.00 million
	Court, Nashik under sections 420, 34, 120-B of the Indian Penal Code against the C			judice before the Hon'ble	
	a criminal revision application on June 21, 2023, before the Hon'ble District and	Sessions Court, Nashik. The Complainant		District and Sessions Court,	
	alleged that the Company stopped certain payments, resulting in a claimed loss o			Nashik.	
	3. Our Company had received a complaint dated December 2, 2024 from Mohan Sin	gh (the "Complainant"), shared with our	Mohan Singh	Our Company sent a response	Not quantifiable
	Company on December 6, 2024 by the SEBI, wherein certain allegations had been	n made against our Company concerning		to the Complainant on	
	certain outstanding litigations and status of application for provisional patent, in rel	ation to the Draft Red Herring Prospectus		December 9, 2024.	
	of our Company.				

C. Regulatory Action, if any - disciplinary action taken by SEBI or Stock Exchanges against the Promoters in last 5 financial years including outstanding action, if any: Nil

D. Brief details of outstanding criminal proceedings against our Promoters: Central Bureau of Investigation ("CBI") has filed a charge sheet dated March 11, 2015, under Sections 120B, 411 and 381 of the Indian Penal Code, 1860 and Sections 13(2) and 13(1)(d) of the Prevention of Corruption Act, 1988 ("PC Act") against Ashok Kumar Singh, the then under-secretary in the Department of Disinvestment, and other accused persons, including our Promoter, Chairperson and Whole-time Director, Rajesh Vrajlal Khakhar, before the Court of Special Judge, PC Act, Patiala House Courts, Delhi, for allegedly indulging in corrupt and illegal activities to obtain confidential and classified information pertaining to an application for approving foreign direct investment ("FDI") in our Company. Our Promoter, Chairperson and Whole-time Director, Rajesh Vrajlal Khakhar filed a discharge application dated September 26, 2022.

For further details of the outstanding litigation matters, see "Outstanding Litigation and Other Material Developments" on page no. 503 of the RHP.

### ANY OTHER IMPORTANT INFORMATION AS PER BRLMs / COMPANY - NIL

## **DECLARATION BY OUR COMPANY**

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or 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 Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements in the Red Herring Prospectus are true and correct.

# DECLARATION BY EACH SELLING SHAREHOLDER

Each Selling Shareholder hereby confirms and declares that all statements, disclosures and undertakings made or confirmed by us in the Red Herring Prospectus in relation to ourself, as one of the Selling Shareholders and our respective portion of the Offered Shares, are true and correct. We assume no responsibility for any other statements, disclosures and undertakings. including, any of the statements and undertakings made or confirmed by or relating to the Company or any other Selling Shareholder, or any other person(s) in the Red Herring Prospectus.

#### RID

I/We (on behalf of joint Bidders, if any) confirm that the Acknowledgement Slip for my/our Bids is enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid Cum Application Form submitted earlier by me/us. I/We (on behalf of joint Bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my/our existing Bids as appearing on the electronic book building system do not tally with the details given in this Bid Revision Form.

#### INSTRUCTIONS FOR FILLING UP THE REVISION FORM

- Name of Sole Bidder / First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The

- Name or some broken? It is boulet should be exactly use Same as it appears in the expension previous, in task or joint banks, the but culin Application Formshould contain only the name or indication to make an offer and or a not fire and or in on offer and or in one of the bild culin Application Form submitted earlier the Bild option, provided in the Bild culin Application Form submitted earlier the Bild option, provided in the bild culin Application Form submitted earlier the Bild option, please write "NO CHANGE". In case you want to cancel the Bild option, please write "CANCELLED".

  Total Bild Amount payable must be calculated for the highest of three options, at Bild Price. Total Bild Amount to be paid must be calculated net of total amount payable must be calculated for the highest of three options, at Bild Price. Total Bild Amount to be paid must be calculated net of total amount payable must be calculated for the highest of three options, at Bild Price. Total Bild Amount to be paid must be calculated net of total amount payable must be calculated for the highest of three options, at Bild Price. Total Bild Amount to be paid must be calculated net of total amount payable must be calculated for the highest of three options, at Bild Price. the Bid cum Application Form is being submitted
- the Bid cum Application Form is being submitted.

  Revision of Bids in case of Revision of Frice Band: In case of an upward revision in the Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed 70.20 million if the Bidder wants to continue to Bid at Cut-off Price), with the SCSBs/ Members of the Syndicate Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) occeeds 70.20 million, the Bid will be considered for allocation under the Non-institutional Portion in terms of the RHP or the Preliminary Offering Memorandum as applicable. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price and payment of the part of the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, under the purpose of Alloment, such that no additional amount tould be required to be blocked and the Bidder is deemed to blocked and the Bidder is deemed to have approved such revise Bid at Cut-off Price, could either revise the Bid or make additional payment beared on the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, with the total amount touch the purpose of Alloment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revise Bid at Cut-off Price, could either revise the Bid or make additional payment beared to the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, with the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, with the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, could either revise the Bid or the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, with the Bidder Price Bidder is required to sign the Bidder is deemed to Booked and the Bidder is deemed to Booke
- Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory.
- Please note that application made using third party UPI ID or third party ASBA Bank A/c are liable to be rejected.

  QIB cannot apply through UPI mechanism and Non-institutional Investors bidding for an amount exceeding ₹0.50 million cannot use UPI Mechanism to apply. UPI Bidders applying up to ₹0.50 million can apply through UPI mode as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December ₹0, 2021 read with SBBI circular no. SBBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.

  For UPI Bidders using through the UPI Mechanism.

  Please ensure that your bank is offering UPI facility for public offers.

  Please mention UPI ID Certary in CAPITAL LETTERS only.

  Ensure that the ⟨10 bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders bidding through the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do/doRecognisedf\*pi=ves&tintind=43) respectively, as updated from time to time.

  Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Applications Form.

  UPI ID cannot exceed 45 characters.

  Please ensure that you are using your UPI ID only and not the UPI ID of any third narry.

  Please ensure that you are using your UPI ID only and not the UPI ID of any third narry.

  - Please ensure that you are using your UPI ID only and not the UPI ID of any third party.

    UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 544 of the RHP.
- Other Instructions: a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the Members of the Syndicate/ SCSBs/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgment Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid.

  Revision(s) in the Bid, the Bidders/Applicants will alway to use the services of the same Designated Intermediately through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with the Central Board of Direct Taxes notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and CBDT circular no. 7
- of 2022, dated March 30, 2022, read with press release dated March 28, 2023 and any subsequent press releases in this regard.

OFFER STRUCTURE										
Particulars	QIBs <sup>(1)</sup>	Non-Institutional Bidders	Retail Individual Bidders							
Number of Equity Shares available for Allotment/ allocation*(2)	Not less than [●] Equity Shares of face value ₹2 each	Not more than [•] Equity Shares of face value ₹2 each available for allocation or Offer less allocation to QIB Bidders and Retail Individual Bidders	Not more than [●] Equity Shares of face value ₹2 each available for allocation or Offer less allocation to QIB Bidders and Non- Institutional Bidders							
	up to 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be ligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be available for allocation to QIBs	Not more than 15% of the Offer or the Offer less allocation to QIBs and Retail Individual Bidders will be available for allocation out of which (a) one third of such portion shall be reserved for applicants with application size of more than ${\overline{\tt ₹0.20}}$ million and up to ${\overline{\tt ₹100}}$ million; and (b) two third of such portion shall be reserved for applicants with application size of more than \${\tt \$100} million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders.	Not more than 10% of the Offer or Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation							
Basis of Allotment/ allocation if respective category is oversubscribed*	Proportionate as follows (excluding the Anchor Investor Portion):  (a) Up to [●] Equity Shares of face value ₹2 each shall be available for allocation on a proportionate basis to Mutual Funds only; and  (b) [●] Equity Shares of face value ₹2 each shall be Allotted on a proportionate basis	The Equity Shares available for allocation to Bidders in the Non-Institutional Portion shall be subject to the following: (a) One third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than $\overline{\varepsilon}$ 0.20 million and	the minimum Bid Lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details, see "Offer Procedure" beginning on page 544 of the RHP.							
	to all QIBs, including Mutual Funds receiving allocation as per (a) above Up to 60% of the QIB Portion Equity Shares may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to domestic Mutual Funds only, subject to valid Bid received from domestic Mutual	up to $\mathfrak{F}$ 100 million. (b) Two thirds of portion available to Non-Institutional Bidders shall be reserved for applicants with application size more than $\mathfrak{F}$ 100 million. Allotment of Equity Shares to Non-Institutional Investor shall not be less than $\mathfrak{F}$ 0.20 million.								
	Funds at or above the Anchor Investor Allocation Price	Provided that the unsubscribed portion in either of the categories specified in (a) or (b) above, may be allocated to Bidders in the other sub-category of Non-Institutional Bidders.								
Mode of Bid <sup>^</sup>	ASBA only (excluding the UPI Mechanism) except for Anchor Investors (5)	ASBA only (including the UPI Mechanism for Bids up to ₹ 0.50 million)	ASBA only (including the UPI Mechanism)							
Minimum Bid	Such number of Equity Shares in multiples of $[\bullet]$ Equity Shares of face value $\mbox{\ensuremath{\vec{?}}} 2$ each so that the Bid Amount exceeds $\mbox{\ensuremath{\vec{?}}} 0.20$ million	Such number of Equity Shares in multiples of $[\bullet]$ Equity Shares of face value $\ 2$ each so that the Bid Amount exceeds $\ 2$ 0.20 million	[●] Equity Shares of face value ₹2 each							
Maximum Bid	Such number of Equity Shares in multiples of $[ullet]$ Equity Shares of face value $\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \$	Such number of Equity Shares in multiples of $[\bullet]$ Equity Shares of face value $\overline{\xi}2$ each so that the Bid does not exceed the size of the Offer, (excluding the QIB Portion), subject to applicable limits, applicable to each Bidder	Such number of Equity Shares in multiples of [•] Equity Shares of face value ₹2 each so that the Bid Amount does not exceed ₹ 0.20 million							
Bid Lot	[●] Equity Shares of face value ₹2 each and in multiples of [●] Equity Shares of face	e value ₹2 each thereafter								
Mode of allotment	Compulsorily in dematerialised form									
Allotment lot	[●] Equity Shares of face value ₹2 each and in multiples of one Equity Share of face	value ₹2 each thereafter								
Trading lot	One Equity Share of face value ₹2 each									
Who can apply <sup>(3)</sup>	Public financial institutions as specified in section 2(72) of the Companies Act 2013, scheduled commercial banks, Mutual Funds, FPIs other than individuals, corporate bodies and family offices, VCFs, AIFs, FVCIs, multilateral and bilateral development financial institutions, state industrial development corporation, insurance companies registered with IRDAI, provident funds (subject to applicable law) with minimum corpus of ₹250 million, pension funds with minimum corpus of ₹250 million registered with the Pension Fund Regulatory and Development Authority, National Investment Fund set up by the Government, the insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and NBFC-SI	Resident Indian individuals, Eligible NRIs, HUFs (in the name of the karta), companies, corporate bodies, scientific institutions societies, trusts, family offices and FPIs who are individuals, corporate bodies and family offices	Resident Indian individuals, Eligible NRIs and HUFs (in the name of the karta)							
Terms of payment	In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investor In case of all other Bidders: Full Bid Amount shall be blocked in the bank account the Non – Institutional Portion for an amount of more than $\stackrel{?}{\sim} 0.20$ million and up to	of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank(s) through	ugh the UPI Mechanism (for RIBs or individual investors bidding under the time of submission of the ASBA Form							

Subject to finalisation of Rasis of Allotment

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SEBI through its circular (SEBI HO/CFD/DL2/CIR/P/2022/45) dated April 5, 2022, has prescribed that all individual investors applying in initial public offerings opening on or after May 1, 2022, where the application amount is up to \$0.50 million, shall use UPI. Individual investors Bidding under the Non-Institutional Portion Bidding for more than \$0.20 million and up to \$0.50 million, using the UPI Mechanism, shall provide their UPI ID in the Bid-cum-Application Form for Bidding through Syndicate, sub-syndicate members, Registered Bookers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers Further SEBI vide its circular no. SEBI/HO/CFD/DL2/P/CIR/2022/75 dated May 30, 2022, has mandated that ASBA applications in their application monies are blocked in the bank accounts of the investors. Accordingly, Stock Exchanges shall, for all categories of investors viz. QIBs, NIIs and RIIs and also for all modes through which the applications ever processed. electronic book building platform only with a mandatory confirmation on the application monies blocked.

Our Company in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to

- valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being made to other Anchor Investors. For details, see "Offer Procedure" beginning on page 544. Subject to valid Bids being received at or above the Offer Price. This Offer is being made in accordance with Rule 19(2)(b) of the SCRR and under Regulation 6(2) of the SEBI ICDR Regulations.
- If the Bid is submitted in joint names, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the depository account held in joint names. The signature of only the First Bidder would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders. Bidders will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholders, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.
- Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Form, provided that any difference between the price at which Equity Shares are allocated to the Anchor Investors and the Anchor Investor Offer Price, shall be payable by the Anchor Investor pay-in date as mentioned in the CAN.
- Anchor Investors were not permitted to use the ASBA process

The Bids by FPIs with certain structures as described under "Offer Procedure - Bids by FPIs" on page 551 and having the same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with same PAN)

may be proportionately distributed.
Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill over from any other category or a combination of categories at the discretion of our Company in consultation with the BRLNs and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill-over from other categories or a combination of categories. For further details, see "Terms of the Offer" on page 534 of the RHP.

PLEASE FILL IN BLOCK LETTERS

COMMON I	Registered Office: Office No. 103, Akruti Arcade, J. P. Road, Opposite A.H. Wadia High School, A							ol, Andheri 507MH200- 00 064, Mal	) 064, Maharashtra, India; Tel: +91 22 6143 7992					FOR RESIDENT INDIAN INVESTORS INCLUDING RESIDENT QIBS, NON-INSTITUTIONAL BIDDERS, RETAIL INDIVIDUAL BIDDERS AND ELIGIBLE NRIS APPLYING ON A NON-REPATRIATION BASIS, FOR BID SIZE ABOVE ₹ 0.50 million					
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Received from Mr./Ms./M/s.

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