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# PRODOCS SOLUTIONS LIMITED

Corporate Identity Number: U72900MH2019PLC322408

Our Company was originally incorporated as private limited Company under the name “Prodocs Solutions Private Limited” under the provisions of the Companies Act, 2013 and Certificate of Incorporation was issued by the Registrar of Companies, Central Registration Centre, on March 12, 2019. Subsequently, our Company was converted into a public limited company pursuant to shareholders resolution passed at the general meeting of our Company held on September 20, 2024, and the name of our Company was changed to ‘Prodocs Solutions Limited ’ and a fresh certificate of incorporation dated November 13, 2024, was issued by the Registrar of Companies, Central Processing Centre. The Corporate Identity Number of our Company is U72900MH2019PLC322408. For details of incorporation, change of name and registered office of our Company, please refer to chapter titled **“General Information”** and **“History and Certain Corporate Matters”** beginning on page 65 and 176 respectively of the Prospectus

**Corporate Identity Number:** U72900MH2019PLC322408; **Registered office:** 6/19, 1st Floor, Transmission House, Compound No. 82, MIDC, Near M.V. Road, Andheri East, Mumbai - 400059, Maharashtra, India  
**Tel:** +91 22 6231 5800; **E-mail:** secretarial@prodocssolution.com; **Website:** www.prodocssolution.com; **Contact Person:** Meghha Trivedi, Company Secretary and Compliance Officer

**NAME OF PROMOTERS OF THE COMPANY: NIDHI PARTH SHETH, MANAN H KOTHARI, PALLAVI HIREN KOTHARI, FORUM ABHAY KAPASHI AND ONUS DIGITAL SERVICES PRIVATE LIMITED**

**THE OFFER IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED (“BSE SME”)**

## BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF 20,00,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH (“EQUITY SHARES”) OF PRODOCS SOLUTIONS LIMITED (“PRODOCS” OR THE “COMPANY”) FOR CASH AT A PRICE OF ₹138 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹128 PER EQUITY SHARE) (THE “OFFER PRICE”), AGGREGATING TO ₹2,760 LAKHS (“THE OFFER”), COMPRISING A FRESH ISSUE OF 16,00,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AGGREGATING TO ₹2,208 LAKHS BY OUR COMPANY (“FRESH ISSUE”) AND AN OFFER FOR SALE OF 1,40,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH BY PALLAVI HIREN KOTHARI (THE “PROMOTER SELLING SHAREHOLDER”) AGGREGATING TO ₹193.20 LAKHS, 2,00,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH BY ONUS DIGITAL SERVICES PRIVATE LIMITED (THE “PROMOTER SELLING SHAREHOLDER”) AGGREGATING TO ₹276.00 LAKHS, 30,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH BY KHYATI RITESH SANGHAVI (THE “PROMOTER GROUP SELLING SHAREHOLDER”) AGGREGATING TO ₹41.40 LAKHS AND 30,000 EQUITY SHARES BY KHUSHBOO SHAH (THE “PROMOTER GROUP SELLING SHAREHOLDER”) AGGREGATING TO ₹41.40 LAKHS (COLLECTIVELY REFERRED TO AS “SELLING SHAREHOLDERS”) (“OFFER FOR SALE”). OUT OF THE OFFER, 1,00,000 EQUITY SHARES AGGREGATING TO ₹138 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER (“MARKET MAKER RESERVATION PORTION”). THE OFFER LESS THE MARKET MAKER RESERVATION PORTION I.E. NET OFFER OF 19,00,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN OFFER PRICE OF ₹138 PER EQUITY SHARE AGGREGATING TO ₹2,622 LAKHS IS HEREINAFTER REFERRED TO AS THE “NET OFFER”. THE OFFER AND THE NET OFFER WILL CONSTITUTE 28.37% AND 26.95%, RESPECTIVELY OF THE POST OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, SEE “TERMS OF THE OFFER” ON PAGE 280 OF THE PROSPECTUS.

**THE FACE VALUE OF THE EQUITY SHARE IS ₹10 EACH AND THE OFFER PRICE IS ₹138/-**  
**ANCHOR INVESTOR OFFER PRICE: ₹138/- PER EQUITY SHARE**  
**THE OFFER PRICE IS 13.8 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.**

## OFFER PERIOD

Commencement of Trading of Equity Shares  
on the Stock Exchanges/ Listing Date (T + 3 Days)

**BID/ OFFER OPENED ON: MONDAY, DECEMBER 8, 2025**

**BID/ OFFER CLOSED ON: WEDNESDAY, DECEMBER 10, 2025**

**ON OR ABOUT, MONDAY, DECEMBER 15, 2025\***

**\*Subject to the receipt of listing and trading approval from BSE SME.**

## RISK TO INVESTORS

- Our Company relies heavily on our Promoter Group entities, eData Solutions Inc and eData Services Inc, for most of our revenue. In fact, an overwhelming share of our revenue 98.78% as of September 30, 2025, and 99.46%, 99.25%, and 99.62% for the financial years 2025, 2024, and 2023, respectively comes from these related entities. To mitigate this risk, we have made eData Solutions Inc our 60% Step-down subsidiary as of April 30, 2025, but this does not completely eliminate the dependency risk.
- Fluctuations in foreign exchange rates pose a significant risk to our financial performance, given our heavy reliance on international markets. A depreciation of key foreign currencies such as the US Dollar (USD), British Pound (GBP), or Australian Dollar (AUD) against the Indian Rupee (INR) can adversely impact our revenue and profitability.
- We have experienced significant growth in our revenue from operations and PAT over the three preceding Fiscal years. Part of this sustained growth stems from our strategic focus on scaling new solutions, that address critical challenges, as well as solutions, which has been our historical area of focus. Our recent growth is primarily attributable to increase in our Business. Although this diversification has bolstered our overall performance, there is no assurance that we will sustain similar growth rates or replicate our existing profit margins in the future.
- In the past, there have been certain instances of delays in filing RoC forms, which have been subsequently filed by payment of an additional fee and clerical errors were not substantial in nature and no concerned as specified by RoC. No show cause notice in respect to the above has been received by our Company till date and no penalty or fine has been imposed by any regulatory authority in respect to the same. It cannot be assured, that there will not be such instances in the future or our Company will not commit any further delays in relation to its reporting requirements, or any penalty or fine will not be imposed by any regulatory authority in respect to the same.
- In the past, there have been some instances of delays in filing statutory and regulatory dues with government authorities such as EPF, ESIC, GST, PF, PT and TDS returns. Accordingly, we have been subjected to a penalty and charged with interest for delayed deposit of tax on those instances as well. Such delays were mainly on account of technical glitches in the regulatory website, and delays on the company's part in the preparation of information required for filing such returns. No show cause notice in respect to the above has been received by our Company till date. While our Company has already regularized the aforesaid delays, however, there can be no assurance that the regulator may not initiate proceedings against us or that we will be able to sufficiently defend against any action initiated by regulators in relation to regulatory compliances for all instances and periods. It cannot be assured, that there will not be such instances in the future or our Company will not commit any further delays in relation to its reporting requirements, or any penalty or fine will not be imposed by any regulatory authority in respect to the same.

**A. The average cost of acquisition per equity share by our Promoter is set forth in the table below:**

Name of the Promoter	No. of Shares held	Average cost of Acquisition (in ₹ ) <sup>(i)</sup>
Nidhi Parth Sheth	1,50,000	0.33
Manan H Kothari	6,60,000	2.67
Forum Abhay Kapashi	Nil	Nil

*(i) The average cost of acquisition of Equity shares by our Promoters and Selling Shareholders have been calculated by taking into account amount paid by them to acquire shares allotted less amount received by them for the sale of Equity Shares through transfer, if any and the net cost of acquisition has been divided by total number of shares held as on date of the Red Herring Prospectus as certified by A.K. Kocchar & Associates, Chartered Accountants, Statutory and Peer Review Auditor by way of their certificate dated November 20, 2025.*

**B. Weighted Average Cost of Acquisition for all the Equity Shares transacted in one year, eighteen months and three years preceding the date of the Prospectus by all the shareholders**

Period	Weighted Average Cost of Acquisition (in ₹ ) <sup>a</sup>	Upper end of the price band (₹ 138 is 'X' times the Weighted Average Cost of Acquisition)	Range of acquisition price: Lowest price – Highest price (in ₹ )
Last 1 year	10.00/-	13.80	10-10
Last 18 months	17.77/-	7.77	0-300
Last 3 years	15.53/-	8.89	0-300

<sup>a</sup>As certified by A.K. Kocchar & Associates, Chartered Accountants, Statutory and Peer Review Auditor by way of their certificate dated November 20, 2025.

**C.**The Price/Earnings ratio based on diluted EPS for fiscal 2025 for our Company at the upper end of the price band (i.e.₹138 per Equity share) is 20.66 times.

**D.**Weighted Average Return on Net Worth for fiscals 2025, 2024 and 2023 is 57.41%.

**E.**Weighted average cost of acquisition compared to floor price and cap price:

Past Transactions	Weighted average cost of acquisition (₹)	Floor Price ₹ 131	Cap Price ₹ 138
Weighted average cost of acquisition (WACA) of Primary issuances	60.00	2.18 times	2.30 times
Weighted average cost of acquisition (WACA) of secondary transactions	NA	NA	NA
Weighted average cost of acquisition (WACA) of last 5 secondary transactions	NA	NA	NA

**PROPOSED LISTING: MONDAY, DECEMBER 15, 2025\***

**\*Subject to the receipt of listing and trading approval from BSE SME**

The Offer is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (“SCRR”) read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of SEBI (ICDR) Regulations, wherein not more than 50.00% of the Net Offer was made available for allocation on a proportionate basis to QIBs (“QIB Portion”). Further, not less than 15.00% of Net Offer was made available for allocation on proportionate basis to Non- Institutional Investors and not less than 35.00% of the Net Offer was made available for allocation to Individual Bidders, in accordance with SEBI ICDR Regulations, subject to valid bids being received at the Offer Price. All potential Bidders are required to mandatorily utilize the Application Supported by Blocked Amount (“ASBA”) process providing details of their respective ASBA accounts, and UPIID in case of Individual Bidders using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For details, see **“Offer Procedure”** beginning on page 293 of the Prospectus.

The Equity Shares offered through the Prospectus are proposed to be listed on SME Platform of BSE Limited (“BSE SME”) in terms of Chapter IX of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR regulations”), as amended read with rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended. Our Company has received In-principle approval letter dated September 19, 2025, from BSE Limited (“BSE”) for using its name in the Offer Document for listing of our shares on SME Platform of BSE. It is to be distinctly understood that the permission given by BSE should not in any way be deemed of construed that the contents of the Offer Document or the price at which the equity shares are offered has been cleared, solicited or approved by BSE nor does it certify the correctness, accuracy or completeness of any of the contents of the Offer Document. The investors are advised to refer to the prospectus for the full text of the Disclaimer clause pertaining to BSE. For the purpose of this Offer, the Designated Stock Exchange will be SME Platform of BSE Limited (“BSE”). The trading is proposed to commence on December 15, 2025\*.

\*Subject to the listing and trading approval from SME Platform of BSE Limited.

All applicants were allowed to participate in the Offer through APPLICATION SUPPORTED BY BLOCKED AMOUNT (“ASBA”) process by providing the details of the respective bank accounts in which the corresponding application amounts were blocked by Self Certified Syndicate Banks (the “SCSBs”) or through UPI Mechanism.

The bidding for Anchor Investors was opened and closed on Friday, December 5, 2025. The Company received 2 Anchor Investor Application for 5,58,000 Equity Shares. The Anchor Investor Allocation price was finalized at ₹ 138/- per equity share. A total of 5,58,000 Equity Shares were allocated under the Anchor Investor Portion, aggregating to ₹ 7,70,04,000/-.

The offer has received 922 valid applications (before rejections) for 37,04,000 equity shares, excluding Anchor Investors, resulting in subscription of 2.57 times (including reserved portion of Market Maker). The details of the applications received in the Offer from various categories are as under:

Sr. No.	Category	No. of application	No. of shares	Reserved	No. of times subscription	Amount (in Rs.)
1.	Market maker	1	1,00,000	1,00,000	1.00	1,38,00,000.00
2.	QIB (excluding Anchor Investor Portion)	3	5,93,000	3,72,000	1.59	8,18,34,000.00
3.	Non-Institutional Investors 1 (More than 2 lots to 10,00,000/-)	74	3,03,000	1,02,000	2.97	4,18,14,000.00
4.	Non-Institutional Investors 2 (More than 10,00,000/-)	40	11,00,000	1,98,000	5.56	15,18,00,000.00
5.	Individual Investor	804	16,08,000	6,70,000	2.40	22,18,18,000.00
	<b>TOTAL</b>	<b>922</b>	<b>37,04,000</b>	<b>14,42,000</b>	<b>2.57</b>	<b>51,10,66,000.00</b>

**Final Demand:**

**The summary of final demand as per BSE as on Bid closing date at different bid prices are provided below:**

Sr. No.	Bid	Shares	% to Total	Cumulative Total	Cumulative % to Total
1.	131	40,000	0.67	40,000	0.67
2.	132	4,000	0.07	44,000	0.74
3.	133	2,000	0.03	46,000	0.77
4.	135	6,000	0.10	52,000	0.87
5.	136	2,000	0.03	54,000	0.91
6.	137	8,000	0.13	62,000	1.04
7.	138	58,81,000	98.96	59,43,000	100.00
	<b>TOTAL</b>	<b>59,43,000</b>	<b>100.00%</b>		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE SME on December 11, 2025.

**A. Allocation to Market Maker (After Rejections ):** The Basis of Allotment to the Market Maker, at the Offer Price of ₹ 138/- per Equity Share, was finalized in consultation with BRLM and Stock Exchange. The category was subscribed by 1.00 time. The total number of shares allotted in this category is 1,00,000 Equity shares. The details of the Basis of Allotment of the said category are as under:

No. of Shares applied	Number of applications received	% to Total	Total No. of Shares applied	% to Total	Ratio of allottees to applicants	Number of Successful applicants (after rounding off)	% to Total	Total No. of Shares allocated/ allotted	% to Total
1,00,000	1	100.00	1,00,000	100.00	1:1	1	100.00	1,00,000	100.00
<b>Total</b>	<b>1</b>	<b>100.00</b>	<b>1,00,000</b>	<b>100.00</b>		<b>1</b>	<b>100.00</b>	<b>1,00,000</b>	<b>100.00</b>

**B. Allocation to Individual Investors (After Rejections):** The Basis of Allotment to the Individual Investors, at the Offer price of ₹ 138/- per Equity Share, was finalized in consultation with BRLM and Stock Exchange. The category was subscribed 2.36 times i.e. for 15,84,000 Equity Shares. The total number of shares allotted in this category is 6,70,000 Equity Shares to 335 successful applicants. The details of the Basis of Allotment of the said category are as under:

Sr. No.	No. of Shares applied Category wise	No. of Applications Received	% to Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
1	2000	792	100.00	15,84,000	100.00	2000	11:26	6,70,000
	<b>TOTAL</b>	<b>792</b>	<b>100.00</b>	<b>15,84,000</b>	<b>100.00</b>			<b>6,70,000</b>

**C. Allocation to NII category (More than 2 lots to 10,00,000/-) (After Rejections):** The Basis of Allotment to NII category (More than 2 lots to 10,00,000/-), at the Offer price of ₹ 138/- per Equity Share, was finalized in consultation with BRLM and Stock Exchange. The category was Subscribed by 2.87 times i.e. application received for 2,93,000 equity shares & the total number of shares allotted in this category is 1,02,000 Equity Shares to 34 successful applicants. The details of the Basis of Allotment of the said category are as under:

Sr. No.	No. of Shares applied Category wise	No. of Applications Received	% to Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
1	3,000	49	68.06	1,47,000	50.17	3,000	23:49	69,000
2	4,000	4	5.56	16,000	5.46	3,000	2:4	6,000
3	7,000	17	23.61	1,19,000	40.61	3,000	8:17	24,000
4	5,000	1	1.39	5,000	1.71	3,000	0:1	0
5	6,000	1	1.39	6,000	2.05	3,000	0:1	0
All applicants from Serial no 04 to 05 for 1 (one) lot of 3000 shares						3,000	1:2	3,000
	<b>TOTAL</b>	<b>72</b>	<b>100.00</b>	<b>2,93,000</b>	<b>100.00</b>			<b>1,02,000</b>

**D. Allocation to NII category (above ₹ 10,00,000/-) (After Rejections):** The Basis of Allotment to NII category (above ₹ 10,00,000/-), at the Offer Price of ₹ 138/- per Equity Share, was finalized in consultation with BRLM and Stock Exchange. The category was subscribed 5.51 times i.e. application received for 10,91,000 equity shares & the total number of shares allotted in this category is 1,98,000 Equity Shares to 39 successful applicants. The details of the Basis of Allotment of the said category are as under:

Sr. No.	No. of Shares applied Category wise	No. of Applications Received	% to Total	Total No. of Equity Shares Applied	% to Total	No. of Equity Shares Allotted per Bidder	Ratio	Total No. of Equity Shares Allotted
1	8,000	20	51.28	1,60,000	14.67	3,000	1:1	60,000
	8,000	1000 ADDITIONAL SHARE FOR CATEGORY 8000				1,000	8:20	8,000
2	10,000	7	17.95	70,000	6.42	3,000	1:1	21,000
	10,000	1000 ADDITIONAL SHARE FOR CATEGORY 10000				1,000	4:7	4,000
3	14,000	3	7.69	42,000	3.85	4,000	1:1	12,000
4	15,000	1	2.56	15,000	1.37	4,000	1:1	4,000
5	21,000	1	2.56	21,000	1.92	4,000	1:1	4,000
6	36,000	3	7.69	1,08,000	9.90	5,000	1:1	15,000
	36,000	1000 ADDITIONAL SHARE FOR CATEGORY 36000				1,000	2:3	2,000
7	60,000	1	2.56	60,000	5.50	8,000	1:1	8,000
8	72,000	1	2.56	72,000	6.60	9,000	1:1	9,000
9	1,80,000	1	2.56	1,80,000	16.50	18,000	1:1	18,000
10	3,63,000	1	2.56	3,63,000	33.27	33,000	1:1	33,000
	<b>TOTAL</b>	<b>39</b>	<b>100.00</b>	<b>10,91,000</b>	<b>100.00</b>			<b>1,98,000</b>

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**E.Allocation to QIBs Category- Mutual Fund and other (Excluding Anchor Investor) (After Rejections):** The Basis of Allotment to the Qualified Institutional Buyers (Excluding Anchor Investor), at the Offer price of ₹ 138/- per Equity Share, was finalized in consultation with BRLM. The category received 3 applications for 5,93,000 Equity Shares. The total number of shares allotted in this category is 3,72,000 Equity Shares to 3 successful applicants. The details of the Basis of Allotment of the said category are as under

Category	FIS/BANKS	MF's	IC's	NBFC's	AIF	FPC	VC's	Total
QIB	-	-	-	-	2,35,000	1,37,000	-	3,72,000

**F.Allocation to Anchor Investor (After Rejection):** The Company and Selling Shareholders in consultation with BRLM allotted 5,58,000 Equity Shares to 2 (Two) Anchor Investor at an Offer Price of ₹ 138/- per share in accordance with SEBI (ICDR) Regulations, 2018. The details of the Basis of Allotment of the said category are as under:

Category	FIS/BANKS	MF's	VCF	NBFC's	AIF	FPI	Others	Total
Anchor	-	-	-	-	2,18,000	3,40,000	-	5,58,000

The Board of Directors of our Company at its meeting held on December 11, 2025 has taken on record the basis of allotment of Equity Shares approved by the designated Stock Exchange, being BSE and has allotted the Equity Shares to various successful applicants. The Allotment Advice Cum Refund Intimation have been mailed to the address of the investors as registered with the depositories. Further, instructions to the SCSBs have been dispatched / mailed for unblocking of funds and transfer to the Public Issue Account before December 12, 2025. In case the same is not received within ten days, Investors may contact the Registrar to the Offer at the address given below. The Equity Shares allotted to the successful allottees have been uploaded on December 12, 2025 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company is in the process of obtaining the listing and trading approval from BSE and the trading of the Equity Shares is expected to commence trading on December 15, 2025.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus dated December 10, 2025 filed with the Registrar of Companies, Mumbai ("RoC").

INVESTORS, PLEASE NOTE

The details of the allotment made would also be hosted on the website of the Registrar to the Offer, **MUFG Intime India Private Limited (Formerly Link Intime India Private Limited)** at [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/ Sole applicants, serial number of the Application Form, number of shares applied for and Bank Branch where the application had been lodged and payment details at the address of the Registrar given below:



**MUFG INTIME INDIA PRIVATE LIMITED**  
**(Formerly Link Intime India Private Limited)**  
**Address:** C-101, 247 Park, 1st Floor, L B S Marg, Vikhroli (West), Mumbai 400083, (Maharashtra), India  
**Telephone:** +91 810 811 4949  
**Email:** [prodocssolutions.smeipo@in.mpms.mufg.com](mailto:prodocssolutions.smeipo@in.mpms.mufg.com)  
**Investor Grievance Email:** [prodocssolutions.smeipo@in.mpms.mufg.com](mailto:prodocssolutions.smeipo@in.mpms.mufg.com)  
**Contact Person:** Shanti Gopalkrishnan  
**Website:** [www.in.mpms.mufg.com](http://www.in.mpms.mufg.com)  
**SEBI Registration Number:** INR000004058  
**CIN:** U67190MH1999PTC118368

**For Prodocs Solutions Limited**  
**On Behalf of the Board of Directors**  
**Sd/-**  
**Nidhi Parth Sheth**  
**Managing Director**  
**DIN: 08386886**

**Place: Mumbai**  
**Date: December 12, 2025**

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF PRODOCS SOLUTIONS LIMITED.

Note: All capitalized terms used and not defined herein shall have same meanings assigned to them in the Prospectus.

**Disclaimer:** Prodocs Solutions Limited has filed the Prospectus with ROC on December 10, 2025, and thereafter with SEBI and Stock Exchanges. The Prospectus is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) and website of BRLM, Cumulative Capital Private Limited at [www.cumulativecapital.group](http://www.cumulativecapital.group). Investors should note that investment in Equity Shares involve a high degree of risk and for details relating to the same, please see **"Risk Factor"** beginning on page 31 of the Prospectus.

The Equity Shares have not been and will not be registered under U.S. Securities Act of 1993, as amended ("the Securities Act") or any state securities laws in the United States, and unless so registered, and may not be offered or sold within United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being offered and sold outside the United States in 'offshore transactions' in reliance on Regulations under Securities Act and the applicable laws of each jurisdiction where such offers and sales were made. There will be no public offering in the United States.