



(Please scan this QR Code to view the Addendum)



## DEE DEVELOPMENT ENGINEERS LIMITED

Our Company was originally incorporated as "DE Development Engineers Private Limited" a private limited company under the Companies Act, 1956 through a certificate of incorporation dated March 21, 1988, issued by the RoC. Thereafter, the name of the Company was changed to "DEE Development Engineers Private Limited" pursuant to a Board resolution dated September 28, 1997 and a special resolution passed in the general meeting of the Shareholders held on October 22, 1997 and consequently a fresh certificate of incorporation dated January 8, 1998 was issued by the RoC to reflect the change in name. Pursuant to an amendment to the Companies Act, 1956, our Company was deemed public under Section 43A (1A) of the Companies Act, 1956 with effect from July 1, 1998. Consequently, the word 'Private' was deleted from the name of our Company and the name was changed to "DEE Development Engineers Limited" pursuant to a Board resolution dated June 1, 1998. Thereafter, our Company was converted into a private limited company pursuant to an amendment to Section 43A (1A) in Companies Act, 1956 by Section 43A (2A) of the Companies Amendment Act, 2000 with effect from July 16, 2004 and the name was changed to "DEE Development Engineers Private Limited" pursuant to a Board resolution dated July 16, 2004. The name of our Company was changed to 'DEE Development Engineers Limited' upon conversion to a public limited company pursuant to a Board resolution dated December 29, 2009 and a resolution passed in the extra-ordinary general meeting of the Shareholders held on January 18, 2010 and consequently a fresh certificate of incorporation dated March 11, 2010, was issued by the RoC. For further details, see "History and Certain Corporate Matters – Brief History of our Company" on page 226 of the Draft Red Herring Prospectus dated September 28, 2023 (the "Draft Red Herring Prospectus").

**Registered and Corporate Office:** Unit 1, Prithla-Tatarpur Road, Village Tatarpur, Dist. Palwal, Faridabad, Haryana – 121102, India  
**Contact Person:** Ranjan Kumar Sarangi, Company Secretary and Compliance Officer; **Tel:** +91 1275 248345  
**E-mail:** secretarial@deepiping.com; **Website:** www.deepiping.com; **Corporate Identity Number:** U74140HR1988PLC030225

### NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS (THE "ADDENDUM")

#### OUR PROMOTERS: KRISHAN LALIT BANSAL, ASHIMA BANSAL, DDE PIPING COMPONENTS PRIVATE LIMITED

INITIAL PUBLIC OFFERING OF UP TO  $|\bullet|$  EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF DEE DEVELOPMENT ENGINEERS LIMITED ("OUR COMPANY") OR THE "ISSUER" FOR CASH AT A PRICE OF ₹  $|\bullet|$  PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹  $|\bullet|$  MILLION (THE "OFFER"). THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO  $|\bullet|$  EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ 3,250.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 7,900,000 EQUITY SHARES (THE "OFFERED SHARES") BY KRISHAN LALIT BANSAL ("SELLING SHAREHOLDER") AGGREGATING UP TO ₹  $|\bullet|$  MILLION (THE "OFFER FOR SALE"). THE OFFER SHALL CONSTITUTE  $|\bullet|$  % OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THIS OFFER INCLUDES A RESERVATION OF UP TO  $|\bullet|$  EQUITY SHARES (CONSTITUTING UP TO  $|\bullet|$  % OF THE POST OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY) AGGREGATING UP TO ₹  $|\bullet|$  MILLION FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREIN) ("EMPLOYEE RESERVATION PORTION"). THE EMPLOYEE RESERVATION PORTION SHALL NOT EXCEED 5% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL. THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS REFERRED TO AS THE "NET OFFER". OUR COMPANY AND THE SELLING SHAREHOLDER MAY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, OFFER A DISCOUNT UP TO ₹  $|\bullet|$  OF THE OFFER PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT"). THE OFFER AND THE NET OFFER SHALL CONSTITUTE  $|\bullet|$  % AND  $|\bullet|$  %, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Potential Bidders may note the following:

- At the time of filing of the Draft Red Herring Prospectus, our Company had identified Krishan Lalit Bansal as the Promoter of the Company and Ashima Bansal and DDE Piping Components Private Limited were identified as the members of the Promoter Group. Our Company, in consultation with the relevant stakeholders, decided to also identify Ashima Bansal and DDE Piping Components Private Limited as the Promoters of the Company and accordingly, the Draft Red Herring Prospectus including the cover page and sections titled "Definitions and Abbreviations", "Offer Document Summary", "Risk Factors", "Capital Structure", "Our Promoter and Promoter Group", and "Outstanding Litigation and Material Developments" on pages 1, 15, 27, 90, 263 and 385 of the Draft Red Herring Prospectus have been suitably updated. All references to the term "Promoter" in the Draft Red Herring Prospectus, will include Ashima Bansal and DDE Piping Components Private Limited, along with Krishan Lalit Bansal. All the necessary updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, SEBI and the Stock Exchanges.
- At the time of filing of the Draft Red Herring Prospectus, certain members of the Promoter Group entities belonging to our Individual Promoter, Krishan Lalit Bansal, were erroneously omitted on page 264 of the Draft Red Herring Prospectus. In order to assist in obtaining a complete understanding of the updated information, the section titled "Our Promoter and Promoter Group" on page 263 of the Draft Red Herring Prospectus has been suitably updated. All the necessary updates to the Draft Red Herring Prospectus in this regard will be carried out in the Red Herring Prospectus and the Prospectus, as and when they are filed with the RoC, SEBI and the Stock Exchanges.
- In accordance with Regulation 33 of the SEBI ICDR Regulations and pursuant to the resolution of our Board dated January 6, 2024, our Company proposes to make available for allocation a portion of the Offer to Eligible Employees (as defined hereinafter). In order to assist in obtaining a complete understanding of the updated information, the cover page (as included above) and sections titled "Definitions and Abbreviations", "The Offer", "Capital Structure" and "Offer Structure" on pages 1, 75, 90 and 415, respectively, of the Draft Red Herring Prospectus have been suitably updated. The Draft Red Herring Prospectus including the sections titled "Objects of the Offer", "Terms of the Offer" and "Offer Procedure" beginning on pages 106, 409 and 418, respectively, of the Draft Red Herring Prospectus shall be appropriately updated in the Red Herring Prospectus and the Prospectus to reflect the amendments indicated in this Addendum, as and when they are filed with the RoC, SEBI and Stock Exchanges.

Potential Bidders may note that in order to assist the Bidders to get a complete understanding of the updated information, the updated relevant portions of the cover page and sections titled "Definitions and Abbreviations", "Offer Document Summary", "Risk Factors", "The Offer", "Capital Structure", "Our Promoters and Promoter Group", "Outstanding Litigation and Material Developments" and "Offer Structure" have been included in this Addendum. The above changes are to be read in conjunction with the Draft Red Herring Prospectus and accordingly their references in the Draft Red Herring Prospectus stand updated pursuant to this Addendum. The information in this Addendum supplements the Draft Red Herring Prospectus and updates the information in the Draft Red Herring Prospectus, as applicable. However, this Addendum does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that all other details / information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent stated in this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus, as and when filed with the RoC, SEBI and the Stock Exchanges. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

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 law of any state of the United States, and may not be offered or sold within 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 (as defined in Regulation S under the U.S. Securities Act ("Regulation S")) and applicable state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold outside the United States in "offshore transactions" as defined and in reliance on Regulation S and the applicable laws of the jurisdictions where such offers and sales are made. There will be no public offering of the Equity Shares in the United States. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. This addendum which has been filed with SEBI and the Stock Exchanges shall be made available to the public for comments, if any, for a period of at least 21 days, from the date of such filing with SEBI and will be available on their website www.sebi.gov.in, the websites of the Stock Exchanges i.e., www.nseindia.com and www.bseindia.com, the website of the Company i.e. www.deepiping.com and the website of the BRLMs, i.e., SBI Capital Markets Limited and Equirus Capital Private Limited at www.sbicaps.com and www.equirus.com, respectively. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Red Herring Prospectus.

For DEE Development Engineers Limited  
On behalf of the Board of Directors

Place: Faridabad, Haryana  
Date: January 8, 2024

Sd/  
Ranjan Kumar Sarangi  
Company Secretary and Compliance Officer

#### BOOK RUNNING LEAD MANAGERS

#### REGISTRAR TO THE OFFER



**SBI Capital Markets Limited**  
1501, 15th Floor, A & B Wing,  
Parinee Crescenzo, G Block, Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051,  
Maharashtra, India  
**Tel.:** +91 22 4006 9807  
**E-mail:** dee.ip@sbicaps.com  
**Website:** www.sbicaps.com  
**Investor grievance e-mail:** investor.relations@sbicaps.com  
**Contact Person:** Janardhan Wagle/ Krithika Shetty  
**SEBI Registration Number:** INM000003531

**Equirus Capital Private Limited**  
12th Floor, C Wing, Marathon Futurex,  
N.M. Joshi Marg, Lower Parel,  
Mumbai – 400013  
Maharashtra, India  
**Tel.:** +91 22 4332 0732  
**E-mail:** dee.ip@equirus.com  
**Website:** www.equirus.com  
**Investor grievance e-mail:** investorsgrievance@equirus.com  
**Contact person:** Ankesh Jain/Jenny Bagrecha  
**SEBI Registration Number:** INM000011286

**Link Intime India Private Limited**  
C 101, 1<sup>st</sup> Floor, 247 Park  
Lal Bahadur Shastri Marg, Vikhroli (West)  
Maharashtra, India 400083  
**Tel:** +91-8108114949  
**E-mail:** dde.ip@linkintime.co.in  
**Website:** www.linkintime.co.in  
**Investor grievance e-mail:** dde.ip@linkintime.co.in  
**Contact person:** Shanti Gopalkrishnan  
**SEBI Registration No.:** INR000004058

#### BID/OFFER PROGRAMME

ANCHOR INVESTOR BID/ OFFER PERIOD	$ \bullet $ *	BID/ OFFER OPENS ON	$ \bullet $	BID/ OFFER CLOSING ON	$ \bullet $ **^
-----------------------------------	---------------	---------------------	-------------	-----------------------	-----------------

- <sup>\*</sup> *Our Company and the Selling Shareholder, in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investors shall Bid during the Anchor Investor Bidding Date, i.e., one Working Day prior to the Bid/Offer Opening Date.*
- <sup>\*\*</sup> *Our Company and the Selling Shareholder, in consultation with the BRLMs, may consider closing the Bid/Offer Period for QIBs one day prior to the Bid/Offer Closing Date, in accordance with the SEBI ICDR Regulations.*
- <sup>^</sup> *UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date*

*[This page is intentionally left blank]*

## TABLE OF CONTENTS

<b>SECTION I – GENERAL</b> .....	<b>1</b>
DEFINITIONS AND ABBREVIATIONS .....	1
OFFER DOCUMENT SUMMARY .....	4
<b>SECTION II - RISK FACTORS</b> .....	<b>7</b>
<b>SECTION III – INTRODUCTION</b> .....	<b>9</b>
THE OFFER .....	9
CAPITAL STRUCTURE .....	11
<b>SECTION IV – ABOUT OUR COMPANY</b> .....	<b>16</b>
OUR PROMOTERS AND PROMOTER GROUP .....	16
<b>SECTION VI – LEGAL AND OTHER INFORMATION</b> .....	<b>20</b>
OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS .....	20
<b>SECTION VII - OFFER RELATED INFORMATION</b> .....	<b>21</b>
OFFER STRUCTURE.....	21
<b>DECLARATION</b> .....	<b>25</b>

## SECTION I – GENERAL

### DEFINITIONS AND ABBREVIATIONS

The following definitions shall replace the respective definitions in the section “Definitions and Abbreviations” beginning on page 1 of the Draft Red Herring Prospectus.

#### Company-related terms

Term	Description
Corporate Promoter	The corporate promoter of our Company, namely DDE Piping Components Private Limited is a private limited company incorporated under the Companies Act, 1956, whose registered office is situated at 1255, Sector-14, Faridabad, Haryana, India 121007.
Individual Promoters	The individual promoters of our Company, namely Krishan Lalit Bansal and Ashima Bansal.
Promoters*	The Promoters of our Company, namely Krishan Lalit Bansal, Ashima Bansal and DDE Piping Components Private Limited. For details, see “Our Promoters and Promoter Group” on page 16 of this Addendum.

\* The Addendum updates the necessary information and disclosures in the Draft Red Herring Prospectus to the extent required under the applicable laws and does not reflect all the changes that have occurred between the date of filing of the Draft Red Herring Prospectus and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus.

#### Offer-related terms

Term	Description
Addendum	The addendum dated January 8, 2024 to the Draft Red Herring Prospectus.
Bid Amount	<p>In relation to each Bid, the highest value of the Bids indicated in the Bid cum Application Form and in the case of Retail Individual Bidders, Bidding at the Cut- off Price, the Cap Price multiplied by the number of Equity Shares Bid for by such Retail Individual Bidder, and mentioned in the Bid cum Application Form and payable by the Bidder or blocked in the ASBA Account of the ASBA Bidder, as the case may be, upon submission of such Bid.</p> <p>Eligible Employees applying in the Employee Reservation Portion can apply at the Cut-off Price and the Bid Amount shall be Cap Price, multiplied by the number of Equity Shares Bid for by such Eligible Employee and mentioned in the Bid cum Application Form.</p> <p>The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹500,000. However, the initial allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. Only in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees Bidding in the Employee Reservation Portion who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000.</p>
Cut-off Price	The Offer Price, finalised by our Company and the Selling Shareholder, in consultation with the BRLMs, which shall be any price within the Price Band. Only Retail Individual Investors Bidding in the Retail Portion, Eligible Employees Bidding in the Employee Reservation Portion are entitled to Bid at the Cut- off Price. No other category of Bidders is entitled to Bid at the Cut-off Price.
Designated Intermediaries	<p>Collectively, the Syndicate, Sub-Syndicate Members/agents, SCSBs, Registered Brokers, CDPs and RTAs, who are authorized to collect Bid cum Application Forms from the Bidders in the Offer.</p> <p>In relation to ASBA Forms submitted by RIBs, Eligible Employees and Non-Institutional Bidders Bidding with an application size of up to ₹ 500,000 (not using the UPI mechanism) by authorising an SCSB to block the Bid Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs.</p> <p>In relation to ASBA Forms submitted by UPI bidders where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by such UPI bidders, Designated Intermediaries shall mean Syndicate, sub-Syndicate, Registered Brokers, CDPs, SCSBs and RTAs.</p> <p>In relation to ASBA Forms submitted by QIBs and NIIs (not using the UPI Mechanism), Designated Intermediaries shall mean SCSBs, Syndicate, sub-Syndicate, Registered Brokers, the CDPs and RTAs.</p>

Term	Description
Draft Red Herring Prospectus or DRHP	The draft red herring prospectus dated September 28, 2023 filed with SEBI and issued in accordance with SEBI ICDR Regulations, which did not contain complete particulars of the price at which the Equity Shares will be Allotted and the size of the Offer, read with this Addendum dated January 8, 2024 and any other addenda or corrigenda thereto.
Eligible Employees	<p>Permanent employees, working in India (excluding such employees who are not eligible to invest in the Offer under applicable laws), of our Company or our Indian Subsidiaries and as maybe decided by our Board; or a Director of our Company (excluding such Directors who are not eligible to invest in the Offer under applicable laws), whether whole-time or not, as on the date of the filing of the Red Herring Prospectus with the RoC and who continues to be a permanent employee of our Company or our Indian Subsidiaries, until submission of the Bid cum Application Form, but not including (i) Promoters; (ii) persons belonging to the Promoter Group; (iii) Directors who either themselves or through their relatives or through any body corporate, directly or indirectly, hold more than 10% of the outstanding Equity Shares of our Company.</p> <p>The maximum Bid Amount under the Employee Reservation Portion by an Eligible Employee shall not exceed ₹500,000. However, the initial allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. Only in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees Bidding in the Employee Reservation Portion who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000.</p>
Employee Discount	A discount of up to ₹[●] to the Offer Price as may be offered by our Company and the Selling Shareholder, in consultation with the BRLMs, to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid/Offer Opening Date.
Employee Reservation Portion	The portion of the Offer being up to [●] Equity Shares (constituting up to [●]% of our post-Offer paid-up Equity Share capital) aggregating up to ₹[●] million available for allocation to Eligible Employees, on a proportionate basis.
Indian Subsidiaries	The subsidiaries of our Company incorporated in India, being Malwa Power Private Limited, DEE Fabricom India Private Limited and Atul Krishnan Bansal Foundation, the details of which are set out in “ <i>Our Subsidiaries</i> ” on page 241.
Net Offer	The Offer less the Employee Reservation Portion.
Non-Institutional Portion	The portion of the Offer being not less than 15% of the Net Offer consisting of [●] Equity Shares, which shall be available for allocation to Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, out of which (a) one-third of such portion shall be reserved for Bidders with application size of more than ₹200,000 and up to ₹1,000,000; and (b) two-thirds of such portion shall be reserved for Bidders with application size of more than ₹1,000,000, 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, subject to valid Bids being received at or above the Offer Price.
Non-Institutional Bidders or NIBs or Non-Institutional Investors	All Bidders, including FPIs other than individuals, corporate bodies and family offices, registered with SEBI that are not QIBs (including Anchor Investors) or Retail Individual Bidders or Eligible Employees Bidding in the Employee Reservation Portion and who have Bid for Equity Shares for an amount of more than ₹200,000 (but not including NRIs other than Eligible NRIs).
Offer	<p>The initial public offering of up to [●] Equity Shares of face value of ₹10 each for cash at a price of ₹[●] each, aggregating up to ₹[●] million, comprising of the Fresh Issue and the Offer for Sale. The Offer comprises the Net Offer and Employee Reservation.</p> <p>Our Company, in consultation with the Book Running Lead Managers, may consider a Pre-IPO Placement of up to [●] specified securities aggregating up to ₹650.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Managers and the Pre-IPO Placement, if any, will be undertaken prior to filing of the Red Herring Prospectus with the RoC. If the Pre-IPO Placement is completed, the size of the Fresh Issue will be reduced by the number of specified securities issued and allotted in the Pre-IPO Placement, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.</p>
Offer Price	<p>The final price (within the Price Band) at which Equity Shares will be Allotted to the successful Bidders (except for the Anchor Investors), in terms of the Red Herring Prospectus and the Prospectus, which shall not be lower than the face value of the Equity Shares.</p> <p>Equity Shares will be Allotted to Anchor Investors at the Anchor Investor Offer Price which will be decided by our Company and the Selling Shareholder, in consultation with the BRLMs in terms</p>

Term	Description
	<p>of the Red Herring Prospectus. The Offer Price will be determined by our Company and the Selling Shareholder, in consultation with the BRLMs, on the Pricing Date in accordance with the Book Building Process and the Red Herring Prospectus.</p> <p>A discount of up to ₹ [●] of the Offer Price (equivalent of ₹ [●] per Equity Share) as may be offered by our Company and the Selling Shareholder, in consultation with the BRLMs, to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid/Offer Opening Date.</p>
QIB Portion	The portion of the Offer (including Anchor Investor Portion) being not more than 50% of the Net Offer comprising [●] Equity Shares, which shall be available for allocation on a proportionate basis to QIBs (including Anchor Investors), subject to valid Bids being received at or above the Offer Price or the Anchor Investor Offer Price, as applicable.
Price Band	Price band of a minimum price of ₹[●] per Equity Share (i.e., the Floor Price) and the maximum price of ₹[●] per Equity Share (i.e., the Cap Price), including any revisions thereof. The Price Band, the minimum Bid Lot and Employee Discount for the Offer will be decided by our Company and the Selling Shareholder, in consultation with the BRLMs, and shall be notified in all editions of [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper (Hindi also being the regional language of Haryana, where our Registered Office is located), each with wide circulation, at least two Working Days prior to the Bid/Offer Opening Date and shall be made available to the Stock Exchanges for the purpose of uploading on their respective websites
Retail Portion	The portion of the Offer being not less than 35% of the Net Offer consisting of [●] Equity Shares, which shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, which shall not be less than the minimum Bid Lot, subject to valid Bids being received at or above the Offer Price.
Revision Form	The form used by Bidders to modify the quantity of the Equity Shares or the Bid Amount in any of their Bid cum Application Forms or any previous Revision Form(s), as applicable. QIB Bidders and Non-Institutional Bidders are not allowed to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage. Retail Individual Bidders, Eligible Employees Bidding in the Employee Reservation Portion, can revise their Bids during the Bid/Offer Period and withdraw their Bids until Bid/Offer Closing Date.
UPI Bidders	<p>Collectively, individual investors applying as (i) Retail Individual Bidders in the Retail Portion, (ii) Eligible Employees in Employee Reservation Portion, and (iii) Non-Institutional Bidders with an application size of up to ₹ 500,000 in the Non-Institutional Portion, and Bidding under the UPI Mechanism through ASBA Form(s) submitted with Syndicate Members, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.</p> <p>Pursuant to Circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 issued by SEBI, all individual investors applying in public issues where the application amount is up to ₹ 500,000 using UPI Mechanism, shall provide their UPI ID in the bid-cum-application form submitted with: (i) a syndicate member, (ii) a stock broker registered with a recognized stock exchange (whose name is mentioned on the website of the stock exchange as eligible for such activity), (iii) a depository participant (whose name is mentioned on the website of the stock exchange as eligible for such activity), and (iv) a registrar to an issue and share transfer agent (whose name is mentioned on the website of the stock exchange as eligible for such activity).</p>

## OFFER DOCUMENT SUMMARY

The following headings shall replace the respective headings in the section “Offer Document Summary” beginning on page 15 of the Draft Red Herring Prospectus.

### Name of our Promoters

Our Promoters are Krishan Lalit Bansal, Ashima Bansal and DDE Piping Components Private Limited. For further details, please see section titled “Our Promoters and Promoter Group” on page 16 of this Addendum.

### Offer Size

The details of the Offer are summarised below:

Offer of Equity Shares <sup>(1)(3)</sup>	Up to [●] Equity Shares for cash at price of ₹ [●] per Equity Share (including a share premium of [●] per Equity Share) aggregating up to ₹ [●] million
of which:	
(i) Fresh Issue <sup>(1)(3)</sup>	Up to [●] Equity Shares aggregating up to ₹ 3,250.00 million
(ii) Offer for Sale <sup>(2)</sup>	Up to 7,900,000 Equity Shares aggregating up to ₹ [●] million
The Offer comprises:	
Employee Reservation Portion <sup>(4)</sup>	Up to [●] Equity Shares aggregating up to ₹ [●] million.
Net Offer	Up to [●] Equity Shares aggregating up to ₹ [●] million.

<sup>(1)</sup> The Offer has been authorised by a resolution of our Board of Directors at their meeting held on September 7, 2023 and the Fresh Issue has been authorised by our Shareholders pursuant to a special resolution passed on September 7, 2023.

<sup>(2)</sup> The Selling Shareholder confirms that the Offered Shares have been held by him for a period of at least one year prior to filing of this Draft Red Herring Prospectus in accordance with Regulation 8 of the SEBI ICDR Regulations and accordingly, are eligible for the Offer in accordance with the provisions of the SEBI ICDR Regulations. The Board of Directors have taken on record the offer of the Offered Shares in the Offer by way of a resolution dated September 25, 2023. For details on the authorization of the Selling Shareholder in relation to the Offered Shares, see “The Offer” on page 9 of this Addendum.

<sup>(3)</sup> Our Company, in consultation with the Book Running Lead Managers, may consider a Pre-IPO Placement of up to [●] specified securities aggregating up to ₹650.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Managers and the Pre-IPO Placement, if any, will be undertaken prior to filing of this Red Herring Prospectus with the RoC. If the Pre-IPO Placement is completed, the size of the Fresh Issue will be reduced by the number of specified securities issued and allotted in the Pre-IPO Placement, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.

<sup>(4)</sup> The Employee Reservation Portion shall not exceed [●]% of our post-Offer paid-up Equity Share capital. For further details, see “Offer Structure” on page 21 of this Addendum. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹500,000), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Offer and such Bids will not be treated as multiple Bids subject to applicable limits. Our Company and the Selling Shareholder in consultation with the BRLMs, may offer a discount of up to ₹[●] of the Offer Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid / Offer Opening Date.

### Aggregate pre-Offer shareholding of our Promoters, members of the Promoter Group and Selling Shareholder as a percentage of the paid-up Equity Share capital of our Company

The aggregate pre-Offer shareholding of our Promoters, members of our Promoter Group and Selling Shareholder as a percentage of the pre-Offer paid-up Equity Share capital of our Company is set out below:

Name of the Shareholder	Number of Equity Shares held	Percentage of the pre-Offer paid-up Equity Share capital (%)
<b>Promoters</b>		
Krishan Lalit Bansal (also the Selling Shareholder)	39,639,185	74.74
Ashima Bansal	4,399,900	8.30
DDE Piping Components Private Limited	7,532,275	14.20
<b>Total (A)</b>	<b>51,571,360</b>	<b>97.24</b>
<b>Promoter Group</b>		
Shikha Bansal	1,467,130	2.76
Shruti Aggarwal	50	Negligible
DEE Group Trust	500	Negligible
<b>Total (B)</b>	<b>1,467,680</b>	<b>2.76</b>



Name of the Shareholder	Number of Equity Shares held	Percentage of the pre-Offer paid-up Equity Share capital (%)
<b>Total (A + B = C)</b>	<b>53,039,040</b>	<b>100.00</b>

### Summary of outstanding litigation

A summary of outstanding litigation proceedings involving our Promoters, in accordance with the SEBI ICDR Regulations and the Materiality Policy, as on the date of this Addendum is disclosed below:

Name of the Individual/ Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material Civil Litigations	Aggregate amount involved (in ₹ million)*
<b>Promoters</b>						
By the Promoters	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Promoters	Nil	2	Nil	Nil	Nil	1.00

\* To the extent quantifiable.

### Details of all financing arrangements

There have been no financing arrangements whereby our Promoters, members of our Promoter Group, directors of our Corporate Promoter, our Directors or their relatives have financed the purchase by any person of securities of our Company (other than in the normal course of business of the relevant financing entity) during the period of six months immediately preceding the date of this Addendum.

### Weighted average price at which the specified securities were acquired by our Promoters and the Selling Shareholder, in the last one year preceding the date of this Addendum

The weighted average price at which the Equity Shares were acquired by our Promoters and Selling Shareholder in the last one year preceding the date of this Addendum are:

Name	Number of Equity Shares acquired in the one year preceding the date of this Addendum <sup>(1)</sup>	Weighted average price of acquisition per Equity Share (in ₹)*
<b>Promoters</b>		
Krishan Lalit Bansal (also the Selling Shareholder)	NIL	NIL
Ashima Bansal	NIL	NIL
DDE Piping Components Private Limited	NIL	NIL

\* As certified by VSD & Associates, Chartered Accountants, by way of their certificate dated January 8, 2024.

(1) The number of equity shares acquired does not include the equity shares issued pursuant to a bonus issue.

### Average cost of acquisition of shares for our Promoters and the Selling Shareholder

The average cost of acquisition of Equity Shares for our Promoters and Selling Shareholder is as set out below:

Name of acquirer	Number of Equity Shares	Acquisition price per Equity Share (in ₹)*#
<b>Promoters</b>		
Krishan Lalit Bansal (also the Selling Shareholder)	39,639,185	0.83
Ashima Bansal	4,399,900	0.27
DDE Piping Components Private Limited	7,532,275	0.37

\* As certified by VSD & Associates, Chartered Accountants, by way of their certificate dated January 8, 2024.

# 12,330 Equity Shares were issued to Krishan Lalit Bansal in lieu of the acquisition of the business of partnership firm of M/S Development Engineers. Value of given equity shares is not quantifiable. Accordingly, the consideration amount has not been included for the calculation of average cost of acquisition.

### Details of price at which specified securities were acquired in the last three years preceding the date of this Addendum by our Promoters, the Promoter Group, the Selling Shareholder or Shareholder(s) with rights to nominate Director(s) or other special rights

Except as stated below, there have been no specified securities that were acquired in the last three years preceding the date of this Addendum, by our Promoters, members of our Promoter Group and Selling Shareholder. There are no Shareholders with nominee director or other special rights. The details of the price at which these acquisitions were undertaken are stated below:

Name of the acquirer	Date of acquisition of Equity Shares	Number of Equity Shares acquired	Acquisition price per Equity Share (in ₹)**
<b>Promoters</b>			
Krishan Lalit Bansal ( <i>also the Selling Shareholder</i> )	September 7, 2023*	31,711,348	-
Ashima Bansal	September 7, 2023*	3,519,920	-
DDE Piping Components Private Limited	June 21, 2021	12,744	99.00
	September 7, 2023*	6,025,820	-
<b>Promoter Group</b>			
Shruti Aggarwal	January 18, 2022	10	450.00
	September 7, 2023*	40	-
DEE Group Trust	August 16, 2023	100	500.00
	September 7, 2023*	400	-
Shikha Bansal	June 30, 2022	293,326	-
	September 7, 2023*	1,173,704	-

\* The equity shares were acquired pursuant to the bonus issue.

\*\* As certified by VSD & Associates, Chartered Accountants, by way of their certificate dated January 8, 2024.

## SECTION II - RISK FACTORS

The following risk factors shall be updated / replaced with the existing risk factors in the section “Risk Factors” beginning on page 27 of the Draft Red Herring Prospectus.

### Internal Risks

37. *There are outstanding litigations pending against us, our Subsidiaries, Directors and our Promoters, which, if determined adversely, could affect our operations. We could suffer significant litigation expenses in defending these claims and could be subject to significant damage, compensation, or other remedies, which could adversely affect our reputation, business, results from operations, financial conditions and cash flows.*

In the ordinary course of our business, we may receive product liability claims, general commercial claims related to the conduct of our business and the performance of our products and services, employment claims and other litigation claims. Litigation resulting from these claims could be costly and time-consuming and could divert the attention of management and key personnel from our business operations.

There are certain outstanding legal proceedings against our Company, Subsidiaries, Directors and Promoters. These proceedings are pending at different levels of adjudication before various courts, tribunals, quasi-judicial authorities and appellate tribunals and, if determined adversely, could adversely affect our reputation, business, results of operations and financial condition.

A summary of outstanding litigation proceedings involving our Company, Subsidiaries, Directors and Promoters, as disclosed in “*Outstanding Litigation and Material Developments*” beginning on page 385 of the Draft Red Herring Prospectus, in terms of the SEBI ICDR Regulations and the Materiality Policy, as of the date of this Addendum is provided below.

Name of the Individual/ Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material Civil Litigations	Aggregate amount involved (in ₹ million)*
<b>Company</b>						
By the Company	2	Not applicable	Not applicable	Not applicable	4	174.93
Against the Company	NIL	7	2	Not applicable	1	123.65
<b>Directors</b>						
By the Directors	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Directors	Nil	3	Nil	Not applicable	Nil	1.00
<b>Promoters</b>						
By the Promoters	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Promoters	Nil	2	Nil	Nil	Nil	1.00
<b>Subsidiaries</b>						
By the Subsidiaries	Nil	Not applicable	Not applicable	Not applicable	Nil	Nil
Against the Subsidiaries	Nil	1	Nil	Not applicable	Nil	1.07

\* To the extent quantifiable

Further, in one of the actions taken by regulatory or statutory authorities, the Directorate of Enforcement, Ministry of Finance, Department of Revenue, Gurugram Zonal Office, Government of India (“ED”) issued an order dated May 19, 2023 (“Order”) to our Company directing our Company to furnish the records and documents as mentioned in the Order. Subsequently, our Company has provided the documents and information to the Directorate of Enforcement as per the Order issued to the Company. For details see, “*Outstanding Litigation and Material Developments*” beginning on page 20 of this Addendum.

The amounts claimed in these legal proceedings have been disclosed to the extent ascertainable and include amounts claimed jointly and severally. If any new developments arise, such as a change in the applicable laws or rulings against us by appellate courts or tribunals, we may need to make provisions in our financial statements in accordance with Ind AS 37 that could increase our expenses and current liabilities.

There can be no assurance that these legal proceedings shall be decided in favour of our Company, Subsidiaries, Directors or Promoters, as the case may be, or that no further liability shall arise out of these proceedings. Further, such legal proceedings could divert management time and attention and consume financial resources. Any adverse outcome in any of these proceedings may adversely affect our profitability and reputation and may have an adverse effect on our results of operations and financial condition. For further details of certain material legal proceedings involving our Company, our

Subsidiaries, our Promoters, our Directors and our Group Companies, see “*Outstanding Litigation and Material Developments*” beginning on page 20 of this Addendum.

## SECTION III – INTRODUCTION

### THE OFFER

The following changes shall be made in the section “The Offer” on page 75 of the Draft Red Herring Prospectus:

The details of the Offer are summarised below:

<b>Equity Shares Offered</b>	
<b>Offer of Equity Shares of face value of ₹10 each<sup>(7)</sup></b>	Up to [●] Equity Shares aggregating up to ₹[●] million
<i>of which</i>	
Fresh Issue <sup>(1)(7)</sup>	Up to [●] Equity Shares aggregating up to ₹ 3,250.00 million
Offer for Sale <sup>(2)</sup>	Up to 7,900,000 Equity Shares aggregating up to ₹ [●] million
<i>of which:</i>	
Employee Reservation Portion <sup>(8)</sup>	Up to [●] Equity Shares aggregating up to ₹[●] million
Net Offer	Up to [●] Equity Shares aggregating up to ₹[●] million
<i>which includes</i>	
<b>QIB Portion<sup>(3)(4)</sup></b>	Not more than [●] Equity Shares
<i>of which</i>	
- Anchor Investor Portion	Up to [●] Equity Shares
- Net QIB Portion (assuming Anchor Investor Portion is fully subscribed)	Up to [●] Equity Shares
<i>of which</i>	
- Mutual Fund Portion	[●] Equity Shares
- Balance for all QIBs including Mutual Funds	[●] Equity Shares
<b>Non-Institutional Portion<sup>(4)(5)(6)</sup></b>	Not less than [●] Equity Shares
<i>Of which</i>	
One-third of the Non-Institutional Portion, available for allocation to Bidders with an application size between ₹200,000 to ₹1,000,000	[●] Equity Shares
Two-thirds of the Non-Institutional Portion, available for allocation to Bidders with an application size of more than ₹1,000,000	[●] Equity Shares
<b>Retail Portion<sup>(5)(6)</sup></b>	Not less than [●] Equity Shares
<b>Pre- and Post-Offer Equity Shares</b>	
Equity Shares outstanding prior to the Offer	53,039,140 Equity Shares
Equity Shares outstanding after the Offer	[●] Equity Shares
<b>Use of Net Proceeds by our Company</b>	For details of the use of proceeds from the Fresh Issue, see “Objects of the Offer” on page 106 of the Draft Red Herring Prospectus. Our Company will not receive any proceeds from the Offer for Sale.

(1) Our Board has authorised the Offer, pursuant to a resolution dated September 7, 2023 and our Board has taken on record the participation of the Selling Shareholder in the Offer for Sale pursuant to a resolution dated September 25, 2023. Our Shareholders have authorised the Fresh Issue pursuant to a special resolution dated September 7, 2023.

(2) The details of authorization by the Selling Shareholder approving his participation in the Offer for Sale are as set out below.

S. No.	Name	Date of consent letter	Number of Offered Shares
1.	Krishan Lalit Bansal	September 7, 2023	Up to 7,900,000

The Selling Shareholder confirms that the Equity Shares being offered by him are eligible for being offered for sale pursuant to the Offer in terms of Regulation 8 of the SEBI ICDR Regulations.

(3) Our Company and the Selling Shareholder, 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. The QIB Portion will be accordingly reduced for the Equity Shares allocated to Anchor Investors. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Offer Price. In case of under-subscription or non- Allotment in the Anchor Investor Portion, the remaining Equity Shares will be added back to the Net QIB Portion. Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than [●] Equity Shares, the balance Equity Shares available for allotment in the Mutual Fund Portion will be added to the QIB Portion and allocated proportionately to the QIBs (other than Anchor Investors) in proportion to their Bids. See “Offer Procedure” on page 418 of the Draft Red Herring Prospectus.

(4) Subject to valid Bids being received at or above the Offer Price, under-subscription, if any, in any category, except the QIB portion would be allowed to be met with spill-over from any other category or combination of categories at the discretion of our Company, the BRLMs and the Designated Stock Exchange. In the event of under-subscription in the Offer, subject to receiving minimum subscription for 90% of the Fresh Issue and compliance with Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, the Allotment for

*the valid Bids will be made in the first instance towards subscription for 90% of the Fresh Issue. For further details, see “Offer Structure” on page 21 of this Addendum.*

- (5) SEBI through its circular (SEBI/HO/CFD/DIL2/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 ₹500,000, shall use the UPI Mechanism. Individual investors bidding under the Non-Institutional Portion bidding for more than ₹200,000 and up to ₹500,000, using the UPI Mechanism, shall provide their UPI ID in the Bid cum Application Form for Bidding through Syndicate, sub-syndicate members, Registered Brokers, 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.*
- (6) Allocation to Bidders in all categories, except Anchor Investors, if any, Non-Institutional Bidders and Retail Individual Bidders, shall be made on a proportionate basis subject to valid Bids received at or above the Offer Price. The allocation to each Retail Individual Bidder shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. Not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹ 200,000 and up to ₹ 1,000,000 and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹ 1,000,000 and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. The allocation to each Non-Institutional Bidder shall not be less than the minimum application size, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI ICDR Regulations.*
- (7) Our Company, in consultation with the Book Running Lead Managers, may consider a Pre-IPO Placement of up to [●] specified securities aggregating up to ₹650.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Managers and the Pre-IPO Placement, if any, will be undertaken prior to filing of this Red Herring Prospectus with the RoC. If the Pre-IPO Placement is completed, the size of the Fresh Issue will be reduced by the number of specified securities issued and allotted in the Pre-IPO Placement, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.*
- (8) The Employee Reservation Portion shall not exceed [●]% of our post-Offer paid-up Equity Share capital. For further details, see “Offer Structure” on page 21 of this Addendum. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹ 200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹500,000), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Offer and such Bids will not be treated as multiple Bids subject to applicable limits. Our Company and the Selling Shareholder in consultation with the BRLMs, may offer a discount of up to ₹[●] of the Offer Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid / Offer Opening Date.*

## CAPITAL STRUCTURE

A. The table under the section 'Capital Structure' beginning on page 90 of the Draft Red Herring Prospectus shall be replaced as follows:

S. No.	Particulars	Aggregate value at face value (₹)	Aggregate value at Offer Price*
<b>A</b>	<b>AUTHORISED SHARE CAPITAL<sup>(1)</sup></b>		
	68,750,000 Equity Shares of face value ₹10 each	687,500,000	-
	6,250,000 Preference Shares of face value ₹10 each	62,500,000	-
<b>B</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP CAPITAL BEFORE THE OFFER</b>		
	53,039,140 Equity Shares of face value of ₹10 each	530,391,400	-
<b>C</b>	<b>PRESENT OFFER</b>		
	Offer of up to [●] Equity Shares of face value ₹10 each aggregating up to ₹[●] million <sup>(2)(4)</sup>	[●]	[●]
	<i>of which</i>		
	Fresh Issue of up to [●] Equity Shares of face value ₹ 10 each aggregating up to ₹3,250.00 million <sup>(2)(4)</sup>	[●]	[●]
	Offer for Sale of up to 7,900,000 Equity Shares of face value ₹10 each aggregating up to ₹[●] million <sup>(3)</sup>	[●]	[●]
	<i>which includes</i>		
	Employee Reservation portion of up to [●] Equity Shares aggregating up to ₹ [●] million <sup>(5)</sup>		[●]
	Net Offer of up to [●] Equity Shares aggregating up to ₹ [●] million	[●]	[●]
<b>D</b>	<b>ISSUED, SUBSCRIBED AND PAID-UP CAPITAL AFTER THE OFFER*</b>		
	[●] Equity Shares of face value of ₹[●] each	[●]	[●]
<b>E</b>	<b>SECURITIES PREMIUM ACCOUNT</b>		
	Before the Offer		1,24,87,79,690.26
	After the Offer		[●]

\* To be included upon finalization of the Offer Price.

- (1) For details in relation to the changes in the authorised share capital of our Company in the last 10 years, see “History and Certain Corporate Matters—Amendments to the Memorandum of Association” on page 227.
- (2) Our Board has authorised the Offer, pursuant to their resolution dated September 7, 2023 and our Board has taken on record the participation of the Selling Shareholder in the Offer for Sale pursuant to a resolution dated September 25, 2023. Our Shareholders have authorised the Fresh Issue pursuant to a special resolution dated September 7, 2023.
- (3) The Selling Shareholder pursuant to his consent dated September 7, 2023 confirms that the Equity Shares being offered by him are eligible for being offered for sale pursuant to the Offer in terms of Regulation 8 of the SEBI ICDR Regulations. For details on the authorizations by the Selling Shareholder in relation to the Offer for Sale, see “The Offer” on page 75.
- (4) Our Company, in consultation with the Book Running Lead Managers, may consider a Pre-IPO Placement of up to [●] specified securities aggregating up to ₹650.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Managers and the Pre-IPO Placement, if any, will be undertaken prior to filing of this Red Herring Prospectus with the RoC. If the Pre-IPO Placement is completed, the size of the Fresh Issue will be reduced by the number of specified securities issued and allotted in the Pre-IPO Placement, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.
- (5) The Employee Reservation Portion shall not exceed [●]% of our post-Offer paid-up Equity Share capital. For further details, see “Offer Structure” on page 21 of this Addendum. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹500,000), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Offer and such Bids will not be treated as multiple Bids subject to applicable limits. Our Company and the Selling Shareholder in consultation with the BRLMs, may offer a discount of up to ₹[●] of the Offer Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid / Offer Opening Date.

B. The sub-section titled “Issue of Equity Shares or Preference Shares at a price lower than the Offer Price in the last one year” beginning on page 96 of the Draft Red Herring Prospectus shall be replaced as follows:

**1. Issue of Equity Shares or Preference Shares at a price lower than the Offer Price in the last one year**

Our Company has not issued any Equity Shares at a price which may be lower than the Offer Price during the period of one year preceding the date of this Addendum except as disclosed in the Share capital history of our Company. See also, "- Build-up of Promoters' equity shareholding in our Company" on page 12 of this Addendum, for details of Equity Shares allotted in the last one year to the Promoters at a price which may be lower than the Offer Price. As on the date of this Addendum, our Company does not have any outstanding Preference Shares. For further details, see "- Share capital history of our Company – History of Equity Share Capital of our Company" on page 91 of the Draft Red Herring Prospectus.

C. The sub-section titled "Details of Build-up, Contribution and Lock-in of Promoters' Shareholding and Lock-in of other Equity Shares - (a) Build-up of Promoters' equity shareholding in our Company" beginning on page 96 of the Draft Red Herring Prospectus shall be replaced as follows:

As on the date of this Addendum, our Promoters holds 51,571,360 Equity Shares constituting approximately 97.24% of the issued, subscribed and paid-up share capital of our Company.

**(a) Build-up of Promoters' equity shareholding in our Company**

The build-up of the equity shareholding of our Promoters since incorporation of our Company is set forth below:

**Krishan Lalit Bansal**

Date of allotment/ transfer	Number of fully paid-up Equity Shares	Face value (₹)	Issue/ Transfer price per Equity Share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Offer Equity Share capital (%)	Percentage of post- Offer Equity Share capital (%)
March 21, 1988	10	10	10	Cash	Initial subscription to the Memorandum of Association	Negligible	[●]
April 1, 1988	12,330	10	-	Consideration other than cash <sup>(1)</sup>	Preferential issue	0.02	[●]
January 17, 1996	98,720	10	-	Not applicable	Bonus issue in the ratio of eight Equity Shares for every one Equity Share held	0.19	[●]
January 18, 1996	15,000	10	10	Cash	Rights issue	0.03	[●]
March 27, 1997	195,000	10	10	Cash	Rights issue	0.37	[●]
July 28, 1998	488,300	10	10	Cash	Rights issue	0.92	[●]
March 29, 2003	269,788	10	-	Not applicable	Bonus issue in the ratio of one Equity Share for every three Equity Shares held	0.51	[●]
March 16, 2007	152,900	10	37	Cash	Transfer of Equity Shares from Dalip Singh Sidhu	0.29	[●]
March 23, 2007	52,664	10	37	Cash	Transfer of Equity Shares from Dalip Singh Sidhu	0.10	[●]
March 28, 2007	5,090	10	37	Cash	Transfer of Equity Shares from Dalip Singh Sidhu	0.01	[●]
May 22, 2007	164,788	10	-	Not applicable	Transmission of Equity Shares of H.K.L Bansal by way of will	0.31	[●]
May 28, 2008	6,545,655	10	-	Not applicable	Bonus issue in the ratio of nine Equity Shares for	12.34	[●]



Date of allotment/ transfer	Number of fully paid-up Equity Shares	Face value (₹)	Issue/ Transfer price per Equity Share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Offer Equity Share capital (%)	Percentage of post- Offer Equity Share capital (%)
					every two Equity Shares held		
December 28, 2009	(100)	10	55	Cash	Transfer of Equity Shares to Shikha Bansal	Negligible	[●]
April 1, 2010	(10)	10	-	Not applicable	Transfer of Equity Shares by way of gift to Charu Aggarwal	Negligible	[●]
April 15, 2010	278,626	10	55	Cash	Transfer of Equity Shares from Lajwant Rai	0.53	[●]
April 15, 2010	53,332	10	55	Cash	Transfer of Equity Shares from Jyoti Rai	0.10	[●]
June 8, 2013	660	10	10	Cash	Transfer of Equity Shares from Kamlesh Loomba	Negligible	[●]
August 5, 2015	(404,916)	10	555.67	Cash	Transfer of Equity Shares to First Carlyle Ventures III	(0.76)	[●]
September 7, 2023	31,711,348	10	-	Not applicable	Bonus issue in the ratio of four Equity Shares for every one Equity Share held	59.79	[●]
<b>Total</b>	<b>39,639,185</b>					<b>74.74</b>	<b>[●]</b>

<sup>(1)</sup> The Equity Shares were issued in lieu of the acquisition of the business of partnership firm of M/S Development Engineers. Value of given equity shares is not quantifiable.

#### Ashima Bansal

Date of allotment/ transfer	Number of fully paid-up Equity Shares	Face value (₹)	Issue/ Transfer price per Equity Share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Offer Equity Share capital (%)	Percentage of post- Offer Equity Share capital (%)
March 27, 1997	55,000	10	10	Cash	Renunciation of Equity Shares by D.S. Sidhu and Lajwant Rai*	0.10	[●]
December 5, 2002	65,000	10	10	Cash	Rights Issue <sup>#</sup>	0.12	[●]
March 29, 2003	40,000	10	-	Not applicable	Bonus issue in the ratio of one Equity Share for every three Equity Shares held	0.07	[●]
May 28, 2008	720,000	10	-	Not applicable	Bonus issue in the ratio of nine Equity Shares for every two Equity Shares held	1.36	[●]
January 18, 2022	(10)	10	450	Cash	Transfer of Equity Shares to Shruti Aggarwal	Negligible	[●]

Date of allotment/ transfer	Number of fully paid-up Equity Shares	Face value (₹)	Issue/ Transfer price per Equity Share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Offer Equity Share capital (%)	Percentage of post- Offer Equity Share capital (%)
June 22, 2022	(10)	10	430	Cash	Transfer of Equity Shares to M/s ASV Fabrication Private Limited	Negligible	[•]
September 7, 2023	3,519,920	10	-	Not applicable	Bonus issue in the ratio of four Equity Shares for every one Equity Share held	6.64	[•]
<b>Total</b>	<b>4,399,900</b>					<b>8.30</b>	<b>[•]</b>

\*Pursuant to a rights issue on March 27, 1997, D.S. Sidhu and Lajwant Rai renounced their rights in the rights issue in favour of Ashima Bansal; of which D.S. Sidhu renounced 410 Equity Shares and Lajwant Rai renounced 54,590 Equity Shares in favour of Ashima Bansal, which were allotted to Ashima Bansal.

#Pursuant to the rights issue on December 5, 2002, Krishan Lalit Bansal renounced his partial rights in the rights issue in favour of Ashima Bansal, of which Krishan Lalit Bansal renounced 24,853 Equity Shares in favour of Ashima Bansal, which were allotted to Ashima Bansal.

#### DDE Piping Components Private Limited

Date of allotment/ transfer	Number of fully paid-up Equity Shares	Face value (₹)	Issue/ Transfer price per Equity Share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Offer Equity Share capital (%)	Percentage of post- Offer Equity Share capital (%)
February 28, 2010	1,253,817	10	1	Cash	Transfer of Equity Shares from Lajwant Rai	2.36	[•]
February 28, 2010	239,994	10	1	Cash	Transfer of Equity Shares from Jyoti Rai	0.45	[•]
June 21, 2021	12,744	10	99	Cash	Transfer of Equity Shares from Madhava Menon	0.02	[•]
August 16, 2023	(100)	10	500	Cash	Transfer of Equity Shares to DEE Group Trust	Negligible	[•]
September 7, 2023	6,025,820	10	-	Not applicable	Bonus issue in the ratio of four Equity Shares for every one Equity Share held	11.36	[•]
<b>Total</b>	<b>7,532,275</b>					<b>14.20</b>	<b>[•]</b>

As on the date of this Addendum, none of the Equity Shares held by our Promoters are pledged or are otherwise encumbered. All the Equity Shares acquired by the Promoters are fully paid-up on the respective dates of acquisition/allotment of such Equity Shares.

D. The sub-section titled “Details of Build-up, Contribution and Lock-in of Promoters’ Shareholding and Lock-in of other Equity Shares- 9. Details of the Shareholding of our Directors, our Key Managerial Personnel, our Senior Management Personnel, our Promoters and members of our Promoter Group” on page 101 of the Draft Red Herring Prospectus shall be replaced as follows:

#### 9. Details of the Shareholding of our Directors, our Key Managerial Personnel, our Senior Management Personnel, our Promoters and members of our Promoter Group

Except as disclosed below, as on the date of this Draft Red Herring Prospects, neither our Promoters nor the members of our Promoter Group hold any Equity Shares in our Company:

S. No.	Name of the Shareholder	Number of Equity Shares held	Percentage of the pre- Offer Equity Share capital (%)	Percentage of the post- Offer Equity Share capital (%)
<b>Promoter</b>				
1.	Krishan Lalit Bansal ( <i>also a Director and KMP</i> )	39,639,185	74.74	[●]
2.	Ashima Bansal ( <i>also a Director and KMP</i> )	4,399,900	8.30	[●]
3.	DDE Piping Components Private Limited	7,532,275	14.20	[●]
<b>Promoter Group</b>				
4.	Shikha Bansal ( <i>also a Director and KMP</i> )	1,467,130	2.76	[●]
5.	Shruti Aggarwal ( <i>also an SMP</i> )	50	Negligible	[●]
6.	DEE Group Trust	500	Negligible	[●]
<b>Senior Management Personnel</b>				
7.	Charu Agarwal	50	Negligible	[●]
<b>Total</b>		53,039,090	<b>100.00</b>	[●]

For details, with respect to the shareholding of our Directors, KMPs and SMPs, see “*Our Management – Shareholding of Directors in our Company*” and “*Our Management – Shareholding of Key Managerial Personnel and Senior Management Personnel*” on pages 250 and 261 of the Draft Red Herring Prospectus, respectively.

## SECTION IV – ABOUT OUR COMPANY

### OUR PROMOTERS AND PROMOTER GROUP

The following changes shall be made in the section “Our Promoters and Promoter Group” on page 263 of the Draft Red Herring Prospectus:

#### Our Promoters

Krishan Lalit Bansal, Ashima Bansal and DDE Piping Components Private Limited are the Promoters of our Company.

As on the date of this Draft Red Herring Prospectus, our Promoters hold 51,571,360 Equity Shares, representing 97.24% of the paid-up Equity Share capital of our Company. For details, see “Capital Structure – Build-up of Promoters' equity shareholding in our Company” on page 21 of this Addendum.

Details of our Promoters is as follows:

#### Individual Promoters

##### Krishan Lalit Bansal



Krishan Lalit Bansal, aged 68 years, is a Promoter, and is also the Managing Director and Chairman of our Company. He is a resident of 1255, Sector-14, Faridabad, Haryana, India 121007.

**DIN:** 01125121

**Date of birth:** April 22, 1955

**Permanent account number:** AAHPB6940P

For the complete profile of Krishan Lalit Bansal, along with details of his educational qualifications, professional experience, position/posts held in the past and directorships held, see “Our Management – Board of Directors” on page 245 of the Draft Red Herring Prospectus.



Ashima Bansal, aged 69 years, is a Promoter, and is also a Whole-time Director of our Company. She is a resident of 1255, Sector-14, Faridabad, Haryana, India 121007.

**DIN:** 01928449\*

**Date of birth:** August 4, 1954

**Permanent account number:** AAGPB3711R

For the complete profile of Ashima Bansal, along with details of her educational qualifications, professional experience, position/posts held in the past and directorships held, see “Our Management – Board of Directors” on page 245 of the Draft Red Herring Prospectus.

\* At the time of initial appointment of Ashima Bansal, a separate DIN – 01488099 was used which has lapsed as on the date of this Draft Red Herring Prospectus.

Our Company confirms that the permanent account number, bank account number(s), passport numbers, Aadhaar card numbers and driving license number (except for Ashima Bansal, who does not hold a driving license) of both of our Promoters shall be submitted to the Stock Exchanges at the time of filing this Addendum with them.

#### *Corporate Promoter*

##### DDE Piping Components Private Limited

DDE Piping Components Private Limited was incorporated on September 4, 2009. The corporate identification number of DDE Piping Components Private Limited is U28932HR2009PTC039433. Its registered office is situated at 1255, Sector-14, Faridabad, Haryana, India 121007. The PAN of DDE Piping Components Private Limited is AADC2843C. It is engaged in, *inter alia*, the business of providing technical know-how in the manufacture or processing of piping or piping relating processes,

in the installations or erection of plants for such manufacture or processing, or in power generation, or working of mines, oil - wells or other sources of mineral deposits or in the search for or discovery or testing of, mineral deposits. Our Corporate Promoter has not changed its activities since the date of its incorporation.

#### *Board of Directors*

As on the date of this Addendum, the board of directors of DDE Piping Components Private Limited comprise of:

<b>Name of the director</b>	<b>Designation</b>
Mr. Tushar Gupta	Director
Ms. Meenu Goel	Director
Mr. Ankur Aggarwal	Director

#### *Promoters of our Corporate Promoter*

The promoters of DDE Piping Components Private Limited are Krishan Lalit Bansal and Shikha Bansal.

#### *Capital Structure of our Corporate Promoter*

The authorised share capital of DDE Piping Components Private Limited is 100,000 divided into 10,000 equity shares of face value of ₹ 10 each and the issued and paid- up share capital of DDE Piping Components Private Limited is ₹ 100,000 divided into 10,000 equity shares of face value of ₹ 10 each.

#### *Shareholding Pattern of our Corporate Promoter*

<b>Name of the shareholder</b>	<b>No. of equity shares of ₹ 10 each</b>
Krishan Lalit Bansal	3,400
Shikha Bansal	6,600
<b>Total</b>	<b>10,000</b>

#### *Change in control of our Corporate Promoter*

Except as disclosed below, there has been no change in the control of DDE Piping Components Private Limited in the last three years preceding the date of this Addendum.

Pursuant to the death of Atul Bansal on November 16, 2020, the entire shareholding of Atul Bansal in DDE Piping Components Private Limited, aggregating to 3,300 equity shares and constituting 33% of the paid up equity share capital of DDE Piping Components Private Limited, was transmitted to his wife, Shikha Bansal, by way of his registered will on January 20, 2021.

Our Company confirms that the permanent account number, bank account number, company registration number and the address of the Registrar of Companies where DDE Piping Components Private Limited is registered, shall be submitted to the Stock Exchanges at the time of filing of this Addendum.

#### **Change in the management and control of our Company**

Krishan Lalit Bansal is the only original Promoter of our Company. Ashima Bansal and DDE Piping Components Private Limited were identified as Promoters pursuant to a resolution dated January 6, 2024, passed by the Board of Directors. However, there has been no change in control of our Company in the five years preceding the date of this Addendum. For details in relation to the shareholding of our Promoters and Promoter Group, and changes in the shareholding of our Promoter, including in the five years preceding the date of this Addendum, see “*Capital Structure*” on page 11 of this Addendum.

#### **Interests of our Promoters**

Our Individual Promoters are interested in our Company to the extent: (i) that they have promoted our Company; (ii) of their direct and indirect shareholding in our Company, the shareholding of their relatives and entities in which our Individual Promoters are interested and which hold Equity Shares in our Company; (iii) and other distributions in respect of the Equity Shares held by our Promoters; (iv) their directorship in our Company and our Subsidiary; (v) their remuneration and employment benefits for being the director in our Company and our Subsidiaries; and (vi) the personal guarantee given by our Individual Promoters in favour of our Company. For further details, see “*Capital Structure*” on page 90 of the Draft Red Herring Prospectus. Additionally, our Individual Promoters may be interested in transactions entered into by our Company with him, his relatives or other entities which are controlled by our Promoters.

Our Corporate Promoters are interested in our Company to the extent: (i) that they have promoted our Company; (ii) of their direct and indirect shareholding in our Company, the shareholding of the entities in which our Corporate Promoters are interested and which hold Equity Shares in our Company; (iii) and other distributions in respect of the Equity Shares held by

our Corporate Promoters; (iv) the corporate guarantees given by our Corporate Promoter in favour of our Company. For further details, see “*Capital Structure*” on page 90 of the Draft Red Herring Prospectus. Additionally, our Corporate Promoter may be interested in transactions entered into by our Company with them or other entities which are controlled by our Corporate Promoter.

Our Promoters are not interested as a member of a firm or company and no sum has been paid or agreed to be paid to our Promoters or to any such firm or company in cash or shares or otherwise by any person either to induce him to become, or to qualify him as, a director, or otherwise, for services rendered by such Promoters or by such firm or company in connection with the promotion or formation of our Company.

#### **Interest in property, land, construction of building and supply of machinery**

Our Promoters do not have an interest in any property acquired by our Company during the three years immediately preceding the date of this Addendum or proposed to be acquired by our Company, or in any transaction by our Company for acquisition of land, construction of building or supply of machinery.

#### **Experience of the Promoters in the business of our Company**

Our Individual Promoters have adequate experience in the business activities undertaken by our Company.

#### **Payment or benefits to Promoters or Promoter Group**

Except as disclosed herein and as stated in “*Other Financial Information - Related Party Transactions*” and “*Our Management-Terms of Appointment of Executive Directors of the Company*” on pages 340 and 248 of the Draft Red Herring Prospectus, respectively, there has been no payment or benefits by our Company to our Promoters or any of the members of the Promoter Group during the two years preceding the date of this Addendum nor is there any intention to pay or give any benefit to our Promoters or Promoter Group as on the date of this Addendum.

#### **Companies or firms with which our Promoters have disassociated in the last three years**

Except as stated below, our Promoters have not dissociated himself from any companies or firms in the three years preceding the date of this Addendum.

<b>Sr. No.</b>	<b>Name of the Promoter</b>	<b>Name of the company/ firm disassociated from</b>	<b>Date of disassociation</b>	<b>Reasons for and circumstances leading to disassociation and terms of disassociation</b>
1.	Krishan Lalit Bansal	ASV Fabrication Private Limited	March 1, 2023	Resignation as a director due to personal reasons and transfer of shares.
2.	Krishan Lalit Bansal	DEE Green Energy Private Limited	March 1, 2023	Resignation as a director due to personal reasons and transfer of shares.
3.	Ashima Bansal	ASV Fabrication Private Limited	March 1, 2023	Resignation as a director due to personal reasons and transfer of shares.
4.	Ashima Bansal	DEE Green Energy Private Limited	March 1, 2023	Resignation as a director due to personal reasons and transfer of shares.

#### **Material guarantees**

As on the date of this Addendum, our Promoters have not given any material guarantee to any third party with respect to the Equity Shares.

#### **Promoter Group**

In addition to our Promoter, the individuals and entities that form a part of the Promoter Group of our Company in terms of Regulation 2(1) (pp) of the SEBI ICDR Regulations are set out below:

*Natural persons who are part of our Promoter Group*

The natural persons who are part of our Promoter Group, other than our Promoter, are as follows:

S. No.	Name of the Promoters	Name of member of our Promoter Group	Relationship with our Promoter
1.	Krishan Lalit Bansal	Saroj Gupta	Sister
		Madhu Bala	Sister
		Sunita Aggarwal	Sister
		Geeta Gupta	Sister
		Anita Rani	Sister
		Shruti Aggarwal	Daughter
		Pradeep Kumar Gupta	Spouse's brother
		Sudhir Kumar Gupta	Spouse's brother
		Pratima Garg	Spouse's sister
2.	Ashima Bansal	Pradeep Kumar Gupta	Brother
		Sudhir Kumar Gupta	Brother
		Pratima Garg	Sister
		Shruti Aggarwal	Daughter
		Saroj Gupta	Spouse's sister
		Madhu Bala	Spouse's sister
		Sunita Aggarwal	Spouse's sister
		Geeta Gupta	Spouse's sister
		Anita Rani	Spouse's sister

Persons whose shareholding is aggregated under the heading "shareholding of the promoter group" as per regulation 2 (1)(pp) (v) of the SEBI ICDR Regulations:

1. Shikha Bansal

*Entities forming part of the Promoter Group*

The entity forming part of our Promoter Group, are as follows:

1. DEE Group Trust;
2. Gupta Stores;
3. Vishavnain Medical Store;
4. Krishna Medical Store;
5. Krishan Lalit Bansal HUF;
6. Atul Krishan Lalit Bansal HUF;
7. Malwa Power Private Limited;
8. DEE Fabricom India Private Limited;
9. Atul Krishan Bansal Foundation;
10. DEE Piping Systems (Thailand) Co., Limited;
11. Ashima Bansal Family Trust; and
12. Krishan Lalit Bansal Family Trust

## SECTION VI – LEGAL AND OTHER INFORMATION

### OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

The following changes shall be made in the heading “V. Tax proceedings involving our Company, Subsidiaries, Promoter and Directors” on page 389 of the Draft Red Herring Prospectus:

#### V. Tax proceedings involving our Company, Subsidiaries, Promoters and Directors

Details of outstanding tax proceedings involving our Company, Subsidiaries, Promoters and Directors as of the date of this Addendum are disclosed below:

Nature of proceedings	Number of proceedings	Amount involved* (in ₹ million)
<b>Direct Tax</b>		
Company	5	20.36
Promoters	2	1.00
Directors (including the Promoters)	3	1.00
Subsidiaries	1	1.07
<b>Indirect Tax</b>		
Company	2	3.94
Promoter	Nil	Nil
Directors (including the Promoter)	Nil	Nil
Subsidiaries	Nil	Nil

\* to the extent quantifiable



## SECTION VII - OFFER RELATED INFORMATION

### OFFER STRUCTURE

The Offer of up to [●] Equity Shares bearing face value of ₹10 each for cash at a price of ₹[●] per Equity Share (including a share premium of ₹[●] per Equity Share) aggregating up to ₹[●] million comprising a Fresh Issue of up to [●] Equity Shares by our Company aggregating up to ₹3,250.00 million and an Offer for Sale of up to 7,900,000 Equity Shares aggregating up to ₹ [●] million by the Selling Shareholder. The Offer comprises a Net Offer of up to [●] Equity Shares and the Employee Reservation portion of up to [●] Equity Shares.

Our Company, in consultation with the Book Running Lead Managers, may consider a Pre-IPO Placement of up to [●] specified securities aggregating up to ₹650.00 million. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the Book Running Lead Managers and the Pre-IPO Placement, if any, will be undertaken prior to filing of this Red Herring Prospectus with the RoC. If the Pre-IPO Placement is completed, the size of the Fresh Issue will be reduced by the number of specified securities issued and allotted in the Pre-IPO Placement, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement shall not exceed 20% of the size of the Fresh Issue.

The Offer and Net Offer shall constitute [●]% and [●]%, respectively, of the post-Offer paid-up Equity Share capital of our Company. The Offer is being made through the Book Building Process.

Particulars	QIBs <sup>(1)</sup>	Non-Institutional Bidders	Retail Individual Bidders	Employee Reservation Portion <sup>(5)</sup>
Number of Equity Shares available for Allotment/ allocation <sup>(2)</sup>	Not more than [●] Equity Shares	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Retail Individual Bidders	Not less than [●] Equity Shares available for allocation or Offer less allocation to QIB Bidders and Non-Institutional Bidders	Up to [●] Equity Shares
Percentage of Offer size available for Allotment/ allocation	Not more than 50% of the Net Offer shall be available for allocation to QIBs. However, up to 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining balance QIB Portion (excluding the Anchor Investor Portion). The unsubscribed portion in the Mutual Fund Portion will be available for allocation to other QIBs	Not less than 15% of the Net Offer or the Offer less allocation to QIBs and Retail Individual Bidders will be available for allocation, out of which:  (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹200,000 and up to ₹1,000,000; and  (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹ 1,000,000  provided that the unsubscribed portion in either of the sub-categories specified above may be allocated to applicants in the other	Not less than 35% of the Net Offer or Offer less allocation to QIBs and Non-Institutional Bidders will be available for allocation	The Employee Reservation Portion shall constitute up to [●]% of our post-offer paid-up Equity Share capital

Particulars	QIBs <sup>(1)</sup>	Non-Institutional Bidders	Retail Individual Bidders	Employee Reservation Portion <sup>(5)</sup>
		sub-category of Non-Institutional Bidders		
Basis of Allotment/ allocation if respective category is oversubscribed*	<p>Proportionate as follows (excluding the Anchor Investor Portion):</p> <p>(a) up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and</p> <p>(b) up to [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above.</p> <p>Our Company and the Selling Shareholder, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion (of up to [●] Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to Mutual Funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price</p>	The allotment of specified securities to each Non-Institutional Bidder shall not be less than the minimum application size, subject to availability in the Non-Institutional Portion, and the remainder, if any, shall be allotted on a proportionate basis in accordance with the conditions specified in the SEBI ICDR Regulations. For details see, “Offer Procedure” on page 418.	The allotment to each Retail Individual Bidder shall not be less than 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” on page 418.	Proportionate; unless the Employee Reservation Portion is undersubscribed, the value of allocation to an Eligible Employee shall not exceed ₹200,000. In the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion may be allocated, on a proportionate basis, to Eligible Employees Bidding in the Employee Reservation Portion for a value exceeding ₹200,000 subject to total Allotment to an Eligible Employee not exceeding ₹500,000.
Minimum Bid	Such number of Equity Shares so that the Bid Amount exceeds ₹200,000 and in multiples of [●] Equity Shares	Such number of Equity Shares so that the Bid Amount exceeds ₹200,000 and in multiples of [●] Equity Shares	[●] Equity Shares and in multiples of [●] Equity Shares	[●] Equity Shares
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Net Offer (excluding the Anchor Portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Net Offer (excluding the QIB Portion), subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹200,000	Such number of Equity Shares and in multiples of [●] Equity Shares, so that the maximum Bid Amount by each Eligible Employee in this portion does not exceed ₹500,000
Mode of Allotment	Compulsorily in dematerialised form			
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter			
Allotment Lot	[●] Equity Shares and thereafter in multiples of one Equity Share thereafter			
Trading Lot	One Equity Share			

Particulars	QIBs <sup>(1)</sup>	Non-Institutional Bidders	Retail Individual Bidders	Employee Reservation Portion <sup>(5)</sup>
Who can apply <sup>(3) (4)</sup>	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, Mutual Funds registered with SEBI, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, state industrial development corporation, insurance company registered with IRDAI, provident fund with minimum corpus of ₹250 million, pension fund with minimum corpus of ₹250 million National Investment Fund set up by the Government, 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 Systemically Important NBFCs.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of karta), companies, corporate bodies, scientific institutions, societies, trusts and FPIs who are individuals, corporate bodies and family offices	Resident Indian individuals, Eligible NRIs and HUFs (in the name of karta)	Eligible Employees
Mode of Bidding	Only through the ASBA process (except for Anchor Investors).	Only through the ASBA process (including UPI Mechanism for Bids up to ₹ 500,000).	Only through the ASBA process (including the UPI Mechanism).	ASBA only (including the UPI Mechanism)
Terms of Payment	<p><b>In case of Anchor Investors:</b> Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids<sup>(4)</sup></p> <p><b>In case of all other Bidders:</b> Full Bid Amount shall be blocked in the bank account of the ASBA Bidder (other than Anchor Investors) that is specified in the ASBA Form at the time of submission of the ASBA Form</p>			

\* Assuming full subscription in the Offer.

- (1) Our Company and the Selling Shareholder, 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 Anchor Investor Allocation Price. In the event of under-subscription or non-Allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion.
- (2) Subject to valid Bids being received at or above the Offer Price. This is an Offer in terms of Rule 19(2)(b) of the SCRR read with Regulation 45 and in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to QIBs. Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to QIBs, including Mutual Funds, subject to valid Bids being received from them at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to all QIBs. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹ 200,000 and up to ₹ 1,000,000, and (ii) two third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹ 1,000,000, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders. 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 other categories or a combination of categories at the discretion of our Company and the Selling Shareholder in consultation with the BRLMs and the Designated Stock Exchange, on a

- proportionate basis. 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 409 of the Draft Red Herring Prospectus.*
- (3) *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 signature of only such 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. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids, except as otherwise permitted, in any or all categories.*
- (4) *Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Offer Price shall be payable by the Anchor Investor Pay -In Date as indicated in the CAN. Bidders will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholder, 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.*
- (5) *The Employee Reservation Portion shall not exceed [●]% of our post-Offer paid-up Equity Share capital. Unless the Employee Reservation Portion is under-subscribed, the value of allocation to an Eligible Employee Bidding in the Employee Reservation Portion shall not exceed ₹200,000. In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹500,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after such allocation up to ₹500,000), shall be added to the Net Offer. Further, an Eligible Employee Bidding in the Employee Reservation Portion can also Bid in the Net Offer and such Bids will not be treated as multiple Bids subject to applicable limits. Our Company and the Selling Shareholder in consultation with the BRLMs, may offer a discount of up to ₹ [●] of the Offer Price (equivalent of ₹ [●] per Equity Share) to Eligible Employees Bidding in the Employee Reservation Portion, subject to necessary approvals as may be required, and which shall be announced at least two Working Days prior to the Bid / Offer Opening Date.*

The Bids by FPIs with certain structures as described under the section entitled "Offer Procedure - Bids by FPIs" on page 423 of the Draft Red Herring Prospectus and having 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. Bidders will be required to confirm and will be deemed to have represented to our Company, 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.

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 other categories or a combination of categories at the discretion of our Company and the Selling Shareholder, in consultation with the BRLMs and the Designated Stock Exchange, on a proportionate basis. 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. In the event of under-subscription in the Employee Reservation Portion (if any), the unsubscribed portion will be available for allocation and Allotment, proportionately to all Eligible Employees Bidding in the Employee Reservation Portion who have Bid in excess of ₹200,000, subject to the maximum value of Allotment made to such Eligible Employee not exceeding ₹ 500,000. The unsubscribed portion, if any, in the Employee Reservation Portion (after allocation of up to ₹500,000), shall be added to the Net Offer. For further details, see "Terms of the Offer" on page 409 of the Draft Red Herring Prospectus.

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Krishan Lalit Bansal**  
(Chairman and Managing Director)

**Place:** Faridabad  
**Date:** January 8, 2024

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Ashima Bansal**  
(*Whole-time Director*)

**Place:** Faridabad  
**Date:** January 8, 2024

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Shikha Bansal**  
(*Whole-time Director*)

**Place:** Bangkok, Thailand

**Date:** January 8, 2024

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Bhisham Kumar Gupta**  
*(Independent Director)*

**Place:** New Delhi

**Date:** January 8, 2024



## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Shilpi Barar**  
*(Independent Director)*

**Place:** Faridabad  
**Date:** January 8, 2024

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Addendum are true and correct.

**SIGNED BY THE DIRECTOR OF OUR COMPANY**

---

**Ashwani Kumar Prabhakar**

*(Independent Director)*

**Place:** Cupertino, California

**Date:** January 8, 2024

## DECLARATION

I 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, 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 statements, disclosures and undertakings made in this Addendum are 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, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in Addendum are true and correct.

**SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY**

---

**Sameer Agarwal**

**Place:** Faridabad

**Date:** January 8, 2024

## DECLARATION

I, Krishan Lalit Bansal, acting as a Selling Shareholder, hereby certify and declare that all statements, disclosures, and undertakings made or confirmed by me in this Addendum about or specifically in relation to myself and portion of the Equity Shares being offered by me in the Offer are true and correct. I assume no responsibility, as a Selling Shareholder, for any other statements, disclosures or undertakings including, any of the statements, disclosures or undertakings made or confirmed by or relating to the Company or any other person(s) in this Addendum.

**SIGNED BY KRISHAN LALIT BANSAL**

---

**Place:** Faridabad  
**Date:** January 8, 2024