# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS DATED APRIL 15, 2024 (THE "RHP"). YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE RHP.

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

(IN CASE OF A JOINT RID. THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST RIDDER WILL BE DEFMED TO HAVE BEEN MADE ON BEHALF OF ALL THE JOINT RIDDERS. THE FIRST RIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER OF EQUITY SHARES.)

IN CASE OF A JOINT BID, THE CONFIRMATIONS, AUTHORISATIONS, (DUTO THE OFFER OF EQUITY BIDDERS, THE FIRST BIDDER WILL BE DELABLE TOO HAVE BEEN MADE ON BEHALF OF ALL THE JOINT BIDDERS, THE FIRST BIDDER WILL BE DELABLE TOO HAVE BEEN MADE ON BEHALF OF ALL THE DILGATIONS AND THE OFFER OF EQUITY BIDDERS.

The Equity Shares offered in the Offer have not been and will not be registered, listed or otherwise qualified in any other jurisdiction. On the PAIP and the preliminary international warp dated Joyn 15, 2024, (the "Preliminary International Warp" and object with the RPIF the "Preliminary" Offering Memorandum" (if I am / we are in India) or the RPIF and the preliminary international warp dated Joyn 15, 2024, (the "Preliminary International Warp" and object the with the RPIF the "Preliminary" Offering Memorandum" (if I am / we are in India), the general information document for investing in public offers. ("GID") and having studied the attached details as per the Abridged Prospectus, I, we hereby apply for Allotment to me / us of the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares and the Equity Shares and the Equity Shares in the Offer upto my / our Bids for maximum number of Equity Shares and the Equity Shares and the

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

Further: 1) In accordance with ASB process provided in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and as disclosed in the RHP or the Preliminary Offering Memorandum, as applicable, 1/we authorise (a) the BRLMs and the Syndicate Member (in Specified Locations only) or the Registered Brokers (at Broker Centers) or the SCSBs (at Designated SCSBs Branches) or the RTAs (at the Designation Form or in the Offer, including uploading my/our Bid, blocking, unblocking of funds in the bank account of the application in the Offer, including uploading my/our Bid, blocking, unblocking of funds in the bank account of the application form, as the case may be, tarnsfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer or the Sponsor Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, after finalisation of the SCSBs to unblock the funds in the specified bank account upon finalisation of the Basis of Allotment; and (b) the Registrar to the Offer or sponsors Banks, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

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

I/We acknowledge that as per existing policy of the Government of India, OCBs cannot participate in the Offer. I am/We are not an OCB. For further details, see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" on pages 381 and 400 of the RHP, respectively

#### INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- 1. Name of sole/ First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form. The Bid means an 'indication to make an offer' during the Bid Offer period by a Bidder and not 'an offer'.

  2. The First Bidder, should mention his/ her PAN fallotted under the Income-Tax Act, 1961 DP ID, Client ID and UPI ID (as applicable). Except for Bids by or on behalf of the Central or State Government and the officials appointed by the courts and by investors who are exempt from the requirement of obtaining/ specifying their PAN for transacting in the securities market and by persons residing in the state of Sikkim, any other category of Bidders, including without limitation, multilateral/bilateral institutions, the Bidders, or in the case of joint Bids, the First Bidder (the beneficiary account is held), should mention his/ her PAN allotted under the Income-Tax Act, 1961 Any Bid cum Application form without the PAN is liable to be rejected other than as specified above. Investors must ensure that their PAN is linked with Aadhara card and are in compliance with Central Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and the subsequent press release dated March 28, 2023.

- Board of Direct Taxes ("CBDT") notification dated February 13, 2020 and the subsequent press releases, including press releases dated June 25, 2021, read with press release dated September 17, 2021 and CBDT circular no 7 of 2022, dated March 30, 2022, read with press releases dated June 25, 2021, and September 17, 2021 and CBDT circular no 7 of 2022, dated March 30, 2022, read with press releases dated March 28, 2023.

  Based on the PAN, DPI Dan of Clientil Dprovided by the Bidders, the Registrat ro the Older nor RTAs CDPs nor the CSDS more than 20 produced any change in their Demographic Details as appearing on the records of the Depository Participant to be used, among other things, for Allournent, technical rejections or unblocking ASBA Account at the Bidders' sole risk and neither the Syndicate Members on the Registered Brokers nor the Registrat ro the Offer nor RTAs CDPs nor the CSDS nor the Company shall have any responsibility and undertake any liability for the same.

  4. Bid Lot and Price Band: The face value of Equity Shares is 2 cach. The Price Band and the minimum Bid Lot for the Offer has been decided in compliance with the ESBI LOTR Regulations. The Price Band and Minimum Bid Lot size will be advertised in all editions of Financial Express (a widely circulated English national daily newspaper), all editions of Janustia (a widely circulated Hindi antional daily newspaper), all editions of Janustia (a widely circulated Hindi antional daily newspaper). When the Price Band and Minimum Bid Lot size will be advertised in all editions of Narshakit (a widely circulated Marchin and the region of Maximal and State State (a widely circulated Marchin and the Narsham). And wide circulations at least two (2) Working Days and Automatical State States, where our Registered Office is located), each with wide circulation at the Carp Price and at the Carp Price and will be made available to BSE Limited ("SSE") and together with BSE, the "Stock Exchanges") for the purpose of uploading on their respective websites in ac
- 5. Maximum and Minimum Bid Size: In case of Retail Individual Bidders, such number of Equity Shares in multiples of the minimum Bid Lot such that the Bid Amount does not exceed ₹0.20 million. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares in multiples of the minimum Bid Lot such that Bid Amount exceeds ₹0.20 million. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws and mentioned in the RHP or Preliminary Offering Memorandum, as applicable.
- Please tick category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- 1. Please text. investor status as applicable. Please ensure investor yearness.

  8. Chequex/Demand Draft/Cash/otsch investmoney ordersylbated be accepted. Elipidhe NRIs bidding on a non-repatriation basis by using the Resident Bid cum Application Form are required to authorise their SCSB to confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their Non-Resident Ordinary (NRO) Accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form. All Bidders including the Eligible NRI Bidding on a repatriation basis by using the Non-Resident Forms should authorize their SCSB (if they are Bidding directly through the SCSB) or confirm or accept the UPI Mandate Request (in case of UPI Bidders bidding through the UPI Mechanism) to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") accounts, or Foreign Currency Non-Residen
- Please note that application made using third party UPI ID or third party ASBA Bank A/c. are liable to be rejected.
   QIBs cannot use UPI Mechanism. Non-Institutional Bidders Bidding for an amount exceeding ₹0.50 million cannot use UPI Mechanism to apply as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/
- HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.

   For UPI Bidders bidding through the UPI Mechanism.
- Please ensure that your Bank is offering UPI facility for public offers.
- Please mention UPI ID clearly in CAPITAL LETTERS only.
- Ensure that the: (a) bank where the bank account linked to their UPI ID is maintained; and (b) UPI Bidders may apply through the SCSBs and mobile applications whose names appear on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=43) respectively, as updated from time to time.
- Eligible NRIs applying in the Offer through the UPI Mechanism, are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their Bid cum Application Form.
- UPI ID cannot exceed 45 characters.
- Please ensure that you are using your UPI ID only and not the UPI ID belonging to any third party.
- UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI PIN. For further details, see "Offer Procedure" on page 381 of the RHP.
- 10. Only the Sole Bidder / First Bidder is required to sign the Bid cum Application Form. Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Necessary revisions in the Bidders' undertaking and instructions will be required depending upon the jurisdiction in which the sale of shares is proposed.
- Jurisdiction in which the sale of shares is proposed.

  1. Other Instructions: a Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or rillegible Bid cum Application Forms, and c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.

  2. The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the depository database, the Bid cum Application Form is liable to be rejected. Investors must ensure that their PAN is linked with Audhara creat and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021 read with press release dated September 17, 2021 and press release dated March 28, 2023. You may be sent the RHP and the Prospectus (if you are Resident in India) or the Preliminary Offering Memorandum and the final offering memorandum (if you are Resident outside India) either in physical form or electric form or both. You shall not distribute or forward this document and the section of this Bid cum Application Form, please refer to the GID, which is also available on the respective websites of the BRLMs and the Stock Exchanges.

  3. The Equity Shares have not been and will not be registered under the U.S. Securities Alva are and applicable U.S. Securities Alva and policable D.S. Securities Alva and policable and applicable D.S. State securities laws a the United States in offshore transactions in reliance on Regulation S and the applicable Dava of each jurisdictions where such forms and alse are made.

  1. The Equity Shares have not been and will not be registered under the U.S. Securities Act and applicable D.S. S
- 14. This Bid cum Application Form is being offered to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgement set out in "Other Regulatory and Statutory Disclosures" and "Offer Procedure" on pages 357 and 381 respectively of the RHP and (ii) agree to abide by (1) this Bid cum Application Form and (2) the RHP (if you are in India) or the Preliminary Offering Memorandum (if you are outside India) together with the terms and conditions contained therein

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

# TEAR HERE — -

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

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

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

   For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and Mail Id: ipo.upi@npci.org.in and the Registrar to the Offer at Tel: +91 810 811 4949; E-mail: jnkindia. In case of ASBA Bidders (other than 3-in-1 Bids) for a bid above ₹0.50 million, ensure that the bid is
- uploaded only by the SCSBs
- uproaceted unity of use SASDS

  Ensure that you have accepted the UPI Mandate Request received from the Sponsor Bank prior to 5:00

  p.m. on the Bid/Offer Closing Date.

#### COMPANY CONTACT DETAILS JNK INDIA LIMITED

# Registered and Corporate Office: Unit No. 203, 204, 205 & 206, Opposite TMC Office Centrum IT Park, Near Satkar Hotel, Thane -West, Thane 400 604, Maharashtra, India; Tel: +91 22 6885 8000

Contact Person: Ashish Soni, Company Secretary and Compliance Officer; Tel: +91 22 6885 8000.

E-mail: compliance@jnkindia.com;

Website: www.jnkindia.com;

Corporate Identity Number: U29268MH2010PLC204223

#### REGISTRAR TO THE OFFER Link Intime India Private Limited

C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai 400 083, Maharashtra, India

Tel: +91 810 811 4949 E-mail: jnkindia.ipo@linkintime.co.in

Website: www.linkintime.co.in

Investor grievance e-mail: jnkindia.ipo@linkintime.co.in Contact person: Shanti Gopalkrishnan

SEBI Registration No.: INR000004058

#### IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS



(Please scan this QR code to view the Red Herring Prospectus) them in the RHP.

This is an abridged prospectus containing salient features of the Red Herring Prospectus of JNK India Limited dated April 15, 2024 filed with the Registrar of Companies, Maharashtra at Mumbai (the "RHP" or "Red Herring Prospectus"). You are encouraged to read greater details available in the RHP, which is available at https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15& smid=11. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to

# THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND 8 PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

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



CORPORATE IDENTITY NUMBER: U29268MH2010PLC204223; Date of Incorporation: June 14, 2010

Registered and Corporate office	Contact Person	Email and Telephone	Website
Unit No. 203, 204, 205 & 206, Opposite TMC	Ashish Soni, Company Secretary and	Email: compliance@jnkindia.com	www.jnkindia.com
Office Centrum IT Park, Near Satkar Hotel, Thane	Compliance Officer	Telephone: + 91 22 6885 8000	
-West, Thane 400 604, Maharashtra, India	_		

OUR PROMOTERS: MASCOT CAPITAL AND MARKETING PRIVATE LIMITED, JNK GLOBAL CO., LTD. (FORMERLY KNOWN AS JNK HEATERS CO. LTD) ARVIND KAMATH, GOUTAM RAMPELLI AND DIPAK KACHARULAL BHARUKA

#### **Details of Offer to Public**

Type of Offer	Fresh Issue Size	Offer for Sale	Total Offer Size	Offer under Regulation 6(1)/6(2)	Share Reservation among QIBs, NIBs & RIBs		
	Size	size	Size		QIBs	NIBs	RIBs
Fresh Issue and	Up to [●]	Up to 8,421,052	Up to [●]	The Offer is being made pursuant to Regulation 6(1) of the	Not more	Not less than	Not less than
Offer for Sale.	Equity Shares	Equity Shares	Equity Shares	Securities and Exchange Board of India (Issue of Capital and	than 50%	15% of the	35% of the
The face value	aggregating up	aggregating up	aggregating up	Disclosure Requirements) Regulations, 2018, as amended (the	Offer	Offer	Offer
of our Equity	to ₹ 3,000.00	to ₹ [•] million	to ₹ [•] million	"SEBI ICDR Regulations"). For further details, see "Other			
Share is ₹ 2	million			Regulatory and Statutory Disclosures - Eligibility for the			
each.				Offer" on page 358. For details of share reservation among			
				QIBs, NIIs and RIIs, see "Offer Structure" on page 378.			

The Equity Shares of face value of ₹ 2 are proposed to be listed on NSE and BSE. For the purposes of the Offer, NSE is the Designated Stock Exchange (the "Designated Stock Exchange").

# Details of Offer for Sale by the Selling Shareholders and Weighted Average Cost of Acquisition:

Name of Selling Shareholders	Туре	No. of Equity Shares Offered	Weighted average cost of acquisition per Equity Share <sup>(1)</sup> (in ₹)
Goutam Rampelli	Promoter Selling Shareholder	Upto 1,122,807	0.13
JNK Global Co. Ltd (formerly known as JNK Heaters Co., Ltd)	Promoter Selling Shareholder	Upto 2,432,749	0.13
Mascot Capital and Marketing Private Limited	Promoter Selling Shareholder	Upto 4,397,661	0.13
Milind Joshi	Individual Selling Shareholder	Upto 467,835	4.38

<sup>(1)</sup> As certified by Statutory Auditor (having FRN No.101745W) pursuant to the certificate dated April 15, 2024.

PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES								
Price Band	₹ 395 per Equity Share to ₹ 415 per Equity Share of face							
For details of the Price Band and the basis for the Offer Price, please refer to the price band	value of ₹ 2 each.							
advertisement and the section titled "Basis for the Offer Price" on page 116 of the RHP.								
Minimum Bid Lot Size	36 Equity Shares							
Bid/Offer Opens On*	Tuesday, April 23, 2024							
Bid/ Offer Closes On^	Thursday, April 25, 2024							
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Friday, April 26, 2024							
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account	On or about Monday, April 29, 2024							
Credit of Equity Shares to demat accounts of Allottees	On or about Monday, April 29, 2024							
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Tuesday, April 30, 2024							

<sup>\*</sup>Our Company in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/Offer Opening Date i.e. Monday, April 22, 2024.

<sup>^</sup>UPI mandate end time and date shall be at 5:00 pm IST on Bid/ Offer Closing Date

# <u>IN THE NATURE OF ABRIDGED P</u>ROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Disclaimer: 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 ("U.S. Securities Act") or any state securities laws in 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 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 in, and in compliance with, Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where such offers and sales are made. 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.

# WEIGHTED AVERAGE COST OF ACQUISITION OF ALL EQUITY SHARES TRANSACTED IN LAST ONE YEAR, 18 MONTHS AND THREE YEARS FROM THE DATE OF THE RED HERRING PROSPECTUS

Period		Cap Price is 'x' times the weighted	
	of acquisition (in ₹)	average cost of acquisition	price – highest price (in ₹)#
Last one year preceding the date of the Red Herring	2.00	207.50	2.00-2.00
Prospectus			
Last 18 months preceding the date of the Red	2.00	207.50	2.00-2.00
Herring Prospectus			
Last three years preceding the date of the Red	20.82	19.93	2.00-70.00
Herring Prospectus <sup>\$</sup>			

<sup>\*</sup> As certified by Statutory Auditor, (having FRN No.101745W) by way of certificate dated April 17, 2024.

# RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Share is ₹ 2 each and the Floor Price and Cap Price are [•] times and [•] times of the face value of the Equity Shares, respectively. The Offer Price/Floor Price/Cap Price, as determined and justified by our Company in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations and as stated in "Basis for Offer Price" on page 116 of the RHP, should not be taken to be indicative of the market price of the Equity Shares after such Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

# **GENERAL RISK**

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of the Issuer and the Offer, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 31 of the RHP and page 9 of this Abridged Prospectus.

#### **PROCEDURE**

You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchanges, Syndicate Member, Registrar to the Offer, Registrar and Share Transfer Agents ("RTAs"), Collecting Depository Participants ("CDPs"), Registered Brokers, Banker to the Offer, Investors' Associations or Self Certified Syndicate Banks ("SCSBs").

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

	PRICE INFORMATION OF BRLMs									
	Issue Name	Merchant	+/- % change in clos	ing price, [+/- % change in	closing benchmark]					
No.		Banker(s)	30 <sup>th</sup> calendar days	90 <sup>th</sup> calendar days	180 <sup>th</sup> calendar days					
			from listing	from listing	from listing					
1	Cello World Limited <sup>^^</sup>	IIFL	+21.92%, [+7.44%]	+32.99%, [+12.58%]	NA*					
2	Protean eGov Technologies Limited <sup>^</sup>	IIFL	+45.21%, [+7.11%]	+73.18%, [+10.26%]	NA*					
3	ASK Automotive Limited <sup>^^</sup>	IIFL	+2.73%, [+7.66%]	+6.29%, [+9.86%]	NA*					
4	DOMS Industries Limited <sup>^</sup>	IIFL	+80.59%, [+0.97%]	NĀ*	NA*					
5	Medi Assist Healthcare Services Limited <sup>^</sup>	IIFL	+22.32%, [+3.20%]	NA*	$NA^*$					
6	R K Swamy Limited <sup>^</sup>	IIFL	-1.30%, [+1.86%]	NA*	$NA^*$					
7	Bharti Hexacom Limited <sup>^</sup>	IIFL, I-Sec	NA*	NA*	NA*					
8	Apeejay Surrendra Park Hotels Ltd <sup>^^</sup>	I-Sec	+17.39%, [+3.33%]	NA*	$NA^*$					
9	Rashi Peripherals Limited <sup>^</sup>	I-Sec	-0.77% [+1.77%]	NA*	$NA^*$					
10	Jana Small Finance Bank Limited <sup>^</sup>	I-Sec	-5.23% [+1.77%]	NA*	$NA^*$					
11	Entero Healthcare Solutions Limited <sup>^</sup>	I-Sec	-19.65% [+0.30%]	NA*	NA*					
12	Juniper Hotels Limited <sup>^^</sup>	I-Sec	+43.76% [+1.71%]	NA*	NA*					
13	Popular Vehicles and Services Limited <sup>^^</sup>	I-Sec	NA*	NA*	NA*					

BSE as designated stock exchange

Notes

<sup>§</sup> Excludes Equity Shares issued pursuant to bonus issuance

<sup>&</sup>quot;NSE as designated stock exchange

<sup>\*</sup>Not Applicable - Period not completed

<sup>1.</sup> Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each BRLMs with common issues disclosed once.; 2. Benchmark Index taken as NIFTY 50 or S&P BSE SENSEX, as applicable.; 3. Price on NSE or BSE is considered for all of the above calculations as per the Designated Stock Exchange disclosed by the respective issuer at the time of the issue, as applicable.; 4. In case 30th/90th/180th day is not a trading day, closing price of the previous trading day has been considered.; 5. Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for few of the above issues, data for same is not available.; 6. NA means Not Applicable - period not completed.; 7. For further details, please refer to "Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs" on page 36 of the RHP.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

N CDID ' I I	HELO W. I. V. I	ICICI Committee Limited					
Name of Book Running Lead		ICICI Securities Limited					
Managers ("BRLMs") and Syndicate		Tel: +91 22 6807 7100;					
Members	E-mail: jnk.ipo@iiflcap.com	E-mail: jnk.ipo@icicisecurities.com					
		Investor Grievance E-mail: customercare@icicisecurities.com					
Name of Registrar to the Offer	Link Intime India Private Limited						
	<b>Tel:</b> +91 810 811 4949; <b>E-mail:</b> jnkindia.ipo@	vlinkintime.co.in					
	Investor grievance E-mail: jnkindia.ipo@linkintime.co.in						
Name of Statutory Auditor	CVK & Associates						
Name of Credit Rating Agency and							
	Not Applicable						
the rating or grading obtained, if any	NT . 4 11 11						
Name of Debenture Trustee	Not Applicable						
Self Certified Syndicate Banks	The list of SCSBs notified by SEBI for the AS	SBA process is available at http://www.sebi.gov.in/sebiweb/other/					
·	OtherAction.do?doRecognised=yes, or at such	other website as may be prescribed by SEBI from time to time. A					
	list of the Designated SCSB Branches with whi	ch an ASBA Bidder (other than a Retail Individual Investor using					
		dicate/Sub Syndicate or through a Registered Broker, RTA or CDP					
		available at http://www.sebi.gov.in/sebiweb/other/OtherAction.do					
		other websites as may be prescribed by SEBI from time to time.					
Eligible SCSBs and mobile applications		/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI circular					
enabled for UPI Mechanism		July 26, 2019 read with SEBI circular no. SEBI/HO/CFD/DIL2/					
chabica for OTT vicenanism		ders using the UPI Mechanism may only apply through mobile					
		CSBs whose names appear on the website of the SEBI http://					
		?doRecognisedFpi=yes&intmId=40), which may be updated from					
		lications, which are live for applying in public issues using UPI					
		SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated					
		vww.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=					
		ebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&i					
	**	ther websites as may be prescribed by SEBI from time to time.					
Syndicate SCSBs Branches		r Investors) submitted under the ASBA process to a member of					
	the Syndicate, the list of branches of the SCSI	Bs at the Specified Locations named by the respective SCSBs to					
	receive deposits of Bid cum Application Forms	s from the members of the Syndicate is available on the website					
	of the SEBI (http://www.sebi.gov.in/sebiweb/oth	er/OtherAction.do?doRecognisedFpi=yes&intmId=35) and updated					
	from time to time or any other website prescr	ibed by SEBI from time to time. For more information on such					
		ns from the Syndicate at Specified Locations, see the website of					
		er/OtherAction.do?doRecognisedFpi=yes&intmId=35 as updated					
	from time to time or any other website prescri						
Non-Syndicate Registered Brokers	•	using the stockbroker network of the stock exchange, i.e. through					
Tion Synatone Registered Divisors		The list of the Registered Brokers, including details such as postal					
		, is provided on the websites of the respective Stock Exchanges					
		nseindia.com, as updated from time to time.					
D.4.3							
Details regarding website address(es)/		Forms from Bidders (other than RIBs) at the Designated RTA					
link(s) from which the investor can		elephone number and e-mail address, is provided on the websites					
obtain a list of RTAs, CDPs and stock		com/Static/Markets/PublicIssues/Rtadp.Aspx? And http://www.					
brokers who can accept applications		a_procedures.htm, respectively, as updated from time to time.					
from investors, as applicable		Forms from Bidders (other than RIBs) at the Designated CDP					
		d contact details, is provided on the websites of BSE at http://					
		Rtadp.Aspx? and on the website of NSE at http://www.nseindia.					
		lures.htm, as updated from time to time. For further details, see					
	"Offer Procedure" on page 381 of the RHP.						
	PROMOTERS OF OUR COM	AFD ANY					

# PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual / Corporate	Experience & Educational Qualification
1	Arvind Kamath	Individual	He is the Chairperson and Whole Time Director of our Company. He has been associated with our Company
			since August 16, 2010. He holds a bachelor's degree in chemical engineering from the Mangalore University,
			Mangaluru, Karnataka. He was previously associated with Sulzer Pumps India Private Limited, Chetra Seals
			Private Limited, Mascot Flowtech Private Limited and Mascot Global Private Limited. He has an extensive
			experience in the capital equipment industry.

Sr. No.	Name	Individual / Corporate	Experience & Educational Qualification
2	Goutam Rampelli	Individual	He is the Whole Time Director of our Company. He has been associated with our Company since August 31, 2015. He has successfully completed his bachelor's degree in chemical engineering from the National Institute of Technology (formerly Regional Engineering College), Warangal, and also completed his master's degree in chemical engineering from the Indian Institute of Technology, Bombay. He was previously associated with Larsen and Toubro Limited and L&T Hydrocarbon Engineering Limited. He is also a member of Institute of Directors. He has an extensive experience in the fired heaters and reformer packages industry.
3	Dipak Kacharulal Bharuka	Individual	He is a Whole Time Director and Chief Executive Officer of our Company. He has been associated with our Company since March 14, 2011. He is also associated as a designated partner in NIAA Ventures LLP. He has successfully completed his master's degree of engineering in Mechanical and Industrial (Machine Design Engineering) from University of Roorkee, Roorkee and Executive Masters in Business Administration from S.P. Jain Institute of Management & Research. He was previously associated with Larsen and Toubro Limited. He has an extensive experience in the fired heaters and reformer packages industry.
4	Mascot Capital and Marketing Private Limited		Mascot Capital was incorporated as a private limited company on September 5, 2012 under the Companies Act, 1956. Its CIN is U74120MH2012PTC235355. Its registered office is situated at Unit No 401, Centrum IT Park, Plot No. C-3, S.G Barve Road, Wagle Industrial Estate, Near Mulund Checknaka, Thane (W), Thane 400 604, Maharashtra, India.
5	JNK Global Co., Ltd. (formerly known as JNK Heaters Co. Ltd)	•	JNK Global was incorporated on October 9, 1998, under the laws of South Korea. Its business register number is 116-81-69870 and its company identification number is 110111-1591034. Its registered office is situated at 10F, Building A, 43, Changeop-ro, Sujeong-gu, Seongnam-si, Gyeonggi-do, 13449, Republic of Korea. This address has been changed from '#304, 298, Beotkkot-ro, Geumcheon-gu, Seoul, 08510, Republic of Korea' with effect from March 28, 2024. The equity shares of JNK Global are listed on the KOSDAQ, Korea.

# **OUR BUSINESS OVERVIEW AND STRATEGY**

Company Overview and product offering: We are in the business of manufacturing the process fired heaters, reformers and cracking furnaces (together, the "Heating Equipment") that are required in process industries such as for oil and gas refineries, petrochemical and fertilizer industries. We have capabilities in thermal designing, engineering, manufacturing, supplying, installing and commissioning Heating Equipment and cater to both domestic and overseas market. Over the years we have diversified into flares and incinerator systems and have been developing capabilities in the renewable sector with green hydrogen.

Revenue segmentation by product offerings: Our revenue from operations is primarily generated from a) sale of Heating Equipment and b) sale of flares, incinerators and others. Set out in the table below is the revenue from our products for the nine months ended December 31, 2023, Fiscals 2023, 2022 and 2021:

	Nine months ended December 31, 2023		H16091 71173		Fiscal 2022		Fiscal 2021	
Income from	Revenue (in ₹ million)	% of revenue from operations	Revenue (in ₹ million)	% of revenue from operations	Revenue (in ₹ million)	% of revenue from operations	Revenue (in ₹ million)	% of revenue from operations
Heating Equipment	2,351.90	92.82	3,359.68	82.49	2,612.00	88.13	1,215.93	88.29
Sale of flares, incinerators and others	182.03	7.18	705.83	17.33	276.01	9.31	152.06	11.04

Geographies Served: As of December 31, 2023, we have served 21 Customers in India and 8 Customer overseas. Our revenue from Indian and overseas market is as under:

	Nine months ended December 31, 2023		Fiscal 2023		Fiscal 2022		Fiscal 2021	
Market	₹ million	% of revenue from operations	₹ million	% of revenue from operations	₹ million	% of revenue from operations	₹ million	% of revenue from operations
Revenue from Indian market	2,069.23	81.66	1,265.05	31.06	729.91	24.63	499.18	36.25
Revenue from overseas market	464.70	18.34	2,800.46	68.76	2,158.10	72.81	868.81	63.08
Total Revenue from Operations	2,533.93	100.00%	4,073.02	100.00%	2,963.96	100.00%	1,377.21	100.00%

#### IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

# **Key Performance Indicators:**

The following table sets forth certain of our financial and revenue related metrics as of and for the years/periods indicated:

(₹ million unless specified otherwise)

Serial	Particulars	Nine months ended		Fiscal						
No	rarticulars	December 31, 2023	2023	2022	2021					
		Financial rela	ated KPIs							
1	Revenue from operations (in ₹ million)	2,533.93	4,073.02	2,963.96	1,377.21					
2	EBITDA (in ₹ million)	702.43	735.05	545.77	260.15					
3	PAT (in ₹ million)	462.11	463.62	359.83	164.76					
4	EBITDA Margin (in %)	27.72	18.05%	18.41%	18.89%					
5	PAT Margin (in %)	18.24	11.38%	12.14%	11.96%					
6	RoCE (in %)	34.73#	57.17%	83.25%	71.90%					
7	RoE (in %)	31.79#	47.71%	66.03%	56.96%					
	Revenue related KPIs									
1	Order Book (in ₹ million)	8,450.27	8,682.70	5,434.57	1,435.76					

\*Not annualized

Clients and Industries served: Our products are required in process industries such as for oil and gas refineries, petrochemical and fertilizer industries. Some of our prominent Customers include Indian Oil Corporation Limited, Tata Projects Limited, Rashtriya Chemicals & Fertilizers Limited and Numaligarh Refinery Limited.

Intellectual Property: As of December 31, 2023, we have no trademark or patent registered. We use the logo and trademark of one of our Corporate Promoters, JNK Global.

Market Share: The Indian heating equipment market is closely competed among seven companies with our Company and Thermax Limited being the most prominent and comparable players. (Source: F&S Report).

Manufacturing Plant, if any: We have a leased premise which is situated at multi-product special economic zone at Mundra, Gujarat.

Employee Strength: As of December 31, 2023, we had 235 permanent employees.

			BOARD OF DIRECTORS	
Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
1.	Arvind Kamath	Chairperson and Whole Time Director	He holds a bachelor's degree in chemical engineering from the Mangalore University, Mangaluru, Karnataka. He was previously associated with Sulzer Pumps India Private Limited, Chetra Seals Private Limited, Mascot Flowtech Private Limited and Mascot Global Private Limited. He has an extensive experience in the capital equipment industry	<ul> <li>JNK Renewable Energy Private Limited</li> <li>Kal Energy India Private Limited</li> <li>Mascot Business Solutions Private Limited</li> <li>Mascot Capital and Marketing Private Limited</li> </ul>
2.	Goutam Rampelli	Whole Time Director	He has successfully completed his bachelor's degree in chemical engineering from the National Institute of Technology (formerly Regional Engineering College), Warangal, and also completed his master's degree in chemical engineering from the Indian Institute of Technology, Bombay. He was previously associated with Larsen and Toubro Limited and L&T Hydrocarbon Engineering Limited. He is also a member of Institute of Directors. He has an extensive experience in the fired heaters and reformer packages industry.	<ul> <li>JNK Renewable Energy Private Limited</li> <li>Foreign Companies</li> <li>JNK India Private FZE</li> </ul>
3.	Dipak Kacharulal Bharuka	Whole Time Director and Chief Executive Officer	He is also associated as a designated partner in NIAA Ventures LLP. He has successfully completed his master's degree of engineering in Mechanical and Industrial (Machine Design Engineering) from University of Roorkee, Roorkee and Executive Masters in Business Administration from S.P. Jain Institute of Management & Research. He was previously associated with Larsen and Toubro Limited. He has an extensive experience in the fired heaters and reformer packages industry.	Nil Foreign Companies Nil

#### IN THE NATURE OF ARRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
4.	Bang Hee Kim	Non-Executive Director	He has successfully completed his bachelor's degree in science from the Yonsei University, South Korea. He was previously associated with DL E&C CO., Limited. He is also the member of Gas Safety Technology Deliberation Committee in Korea Gas Safety Corporation. He is also an adjunct professor at Yonsei University, South Korea. He has an extensive experience in the fired heaters and reformer packages industry.	Nil Foreign Companies
5.	Balraj Kishor Namdeo	Independent Director	He holds a bachelor's degree in engineering from the Bhopal University and a master's degree in interdisciplinary programme of industrial management from the Indian Institute of Technology, Bombay. He has experience in the oil and gas industry and the petrochemical industry, was previously associated with Hindustan Petroleum Corporation Limited and Ratnagiri Refinery and Petrochemicals Limited.	<ul> <li>D&amp;H India Limited</li> <li>Anista Infratech Private Limited</li> <li>Foreign Companies</li> </ul>
6.	Sudha Bhushan	Independent Director	She has successfully cleared her examination for bachelor's degree in commerce from the University of Delhi. She is a fellow member of the Institute of Chartered Accountants of India and an associate member of the Institute of Company Secretaries of India. She is also a registered valuer (securities or financial assets ) and an insolvency professional, registered with Insolvency and Bankruptcy Board of India. She has experience in finance and was previously associated with Deloitte Haskins & Sells and Deloitte Touche Tohmatsu India Private Limited.	<ul> <li>Aurionpro Solutions Limited</li> <li>Digjam Limited</li> <li>Choice International Limited</li> <li>Taxpal Advisors Private Limited</li> <li>West Coast Paper Mills Limited</li> <li>Sasmos Het Technologies Limited</li> <li>Foreign Companies</li> </ul>
7.	Raman Govind Rajan	Independent Director	He holds a bachelor's degree in chemical engineering from the Banaras Hindu University and a master of business administration from the University of Strathclyde, Glasgow, United Kingdom. He has experience in oil and gas, chemicals and fertilisers industry and was previously associated with Engineers India Limited, GAIL (India) Limited, Projects & Development India Limited, Rashtriya Chemical & Fertilisers Limited and The Fertilisers Association of India.	• Kribhco Fertilizers Limited Foreign Companies
8.	Mohammad Habibulla	Independent Director	He holds a master's degree in chemical engineering from the Indian Institute of Technology, Kanpur. He has experience in hydrocarbon industry. He is currently the director of engineering with NPCC Engineering Private Limited and was previously associated with L&T - Chiyoda Limited, Larsen and Toubro Limited and L&T Hydrocarbon Engineering Limited.	Nil Foreign Companies

For further details in relation to our Board of Directors, see "Our Management" beginning on page 220 of the RHP.

# **OBJECTS OF THE OFFER**

The Offer comprises the Fresh Issue by our Company and an Offer for Sale by the Selling Shareholders.

# Fresh Issue

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

- 1. Funding working capital requirements; and
- 2. General corporate purposes

The fund requirements for each of the objects of the Issue are stated as follows:

(₹ in million)

S. No	Particulars	Amount to be funded from the Net Proceeds	Amount to be deployed from the Net Proceeds in Fiscal 2025	Amount to be deployed from the Net Proceeds in Fiscal 2026
1.	Funding working capital requirements	2,626.90	1,666.93	959.97
2.	General corporate purposes*	[•]	[•]	
	Total Net Proceeds	[•]	[•]	

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

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

Means of finance: The fund requirements for the Objects above are proposed to be entirely funded from the Net Proceeds and hence, no amount is proposed to be raised through any other means of finance. Accordingly, we are in compliance with the requirements prescribed under Paragraph 9(C)(1) of Part A of Schedule VIII and Regulation 7(1)(e) of the SEBI ICDR Regulations which require firm arrangements of finance to be made through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Fresh Issue and existing internal accruals. In case of a shortfall in the Net Proceeds or any increase in the actual requirement of funds earmarked for the Objects, our Company may explore a range of options including utilizing our internal accruals.

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

Terms of Issuance of Convertible Security, if any: Not Applicable.

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

Category of shareholder	Pre-Issue number of shares	% Holding of Pre issue
Promoters and Promoter Group	45,760,000	94.56
Public	26,32,000	5.44
Total	48,392,000	100

Number / amount of Equity Shares proposed to be sold by the Selling Shareholders, if any:

S. No.	Name of Selling Shareholder	Туре	No. of Equity Shares offered in the Offer for Sale
1.	Goutam Rampelli	Promoter Selling Shareholder	Upto 1,122,807
2.	JNK Global Co. Ltd (formerly known as JNK Heaters Co., Ltd)	Promoter Selling Shareholder	Upto 2,432,749
3.	Mascot Capital and Marketing Private Limited	Promoter Selling Shareholder	Upto 4,397,661
4.	Milind Joshi	Individual Selling Shareholder	Upto 467,835

Summary of selected financial information derived from our Restated Consolidated Financial Information

(₹ in million, unless otherwise specified)

Particulars	Nine months ended December 31, 2023	As at and for the year ended March 31, 2023	As at and for the year ended March 31, 2022	As at and for the year ended March 31, 2021
Equity Share capital	96.78	96.00	96.00	6.00
Net Worth	1,685.61	1,221.70	721.80	368.17
Revenue from operations	2,533.93	4,073.02	2,963.96	1,377.21
Profit/(Loss) for the period/year	462.11	463.62	359.83	164.76
Basic EPS (₹)	9.55	9.66	7.50	3.43
Diluted EPS (₹)	9.49	9.51	7.50	3.43
Net Asset Value per Equity Share (₹)	34.84	25.45	15.04	7.67
Total borrowings	567.33	337.63	59.90	89.50

# Notes:

- Net Worth for the purposes of above, is calculated as per Regulation 2(1)(hh) of the SEBI ICDR Regulations, i.e., the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation, as applicable.
- 2. Basic EPS = Restated profit for the year attributable to Equity Shareholders / weighted average number of Equity Shares during the year
- 3. Diluted EPS = Restated profit for the year attributable to Equity Shareholders / weighted average number of Equity Shares adjusted for effects of dilutions during the year
- 4. Net Asset Value per Equity Share = restated Net Worth as per the Restated Consolidated Financial Information / Number of Equity Shares outstanding as at the end of year/period (after giving effect of split in face value from ₹ 10 to ₹ 2 each, such split being approved by Board Of Directors pursuant to their resolution dated April 12, 2023 and further approved pursuant to the Shareholders resolution dated April 14, 2023).

For further details, see "Restated Consolidated Financial Information" on page 246 of the RHP.

#### INTERNAL RISK FACTORS

- 1. We derive a significant portion of our revenue from orders which are contracted to us by Contracting Customers, any failure to obtain new contracts may impact our revenue from operations, cash flows and financial conditions materially and adversely.
- 2. The number of orders we have received in the past, our current Order Book and our growth rate may not be indicative of the number of orders we will receive in future. The order wins and any delays in execution of our orders expose us to time and cost overruns and variability in revenue, materially and adversely impacting our revenue from operations, cash flows and financial conditions.
- 3. We are unable to trace some of the historical records and there have been certain instances of regulatory non-compliances in the past. We may be subject to regulatory actions and penalties for any such past or future non-compliance or delays and our business, financial condition and reputation may be adversely affected.
- 4. We have derived majority of our revenues from our Corporate Promoter, JNK Global and use their experience and technology support for select projects. Any kind of dissociation with JNK Global may have an adverse impact on our business, results of operations and cash flows.

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPEC

- 5. Availability and cost of raw materials may adversely affect our business, results of operations, financial condition and cash flows. Also, we do not enter into any long-term contracts with our suppliers.
- 6. Any downside in the capital expenditure of oil and gas, petrochemical and fertilizers industry would create an adverse impact on our revenue from operations, cash flows and financial conditions.
- 7. We derive a majority portion of our revenues from sales of Heating Equipment. Loss or decline in the demand of such Heating Equipment may result in an adverse effect on our business, revenue from operations and financial condition.
- 8. We are subject to various laws and regulations, including environmental and health and safety laws and regulations. If we fail to obtain, maintain or renew the licenses, permits and approvals required to operate our business, or fail to comply with applicable laws, our business, results of operations and financial condition may be adversely affected.
- 9. We are an asset light Company wherein we outsource our fabrication process to third-party fabricators for most of our projects which presents numerous
- 10. Our market capitalization to revenue from operations multiple, market capitalization to tangible assets multiple and enterprise value to EBITDA multiple at the Offer Price may not be indicative of the market price of our Equity Shares on listing or thereafter.

# SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. A summary of outstanding litigation proceedings as on the date of the Red Herring Prospectus as disclosed in the section titled "Outstanding Litigation and Material Developments" in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below.

Name	Criminal proceedings	Tax proceedings	Statutory or regulatory actions	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters for the last five years	Material civil litigation	Aggregate amount involved* (in ₹ million)
Company			***************************************	110000000 101 400 1000 1010 10000		(vi v iiviiivi)
By our Company	2	Nil	Nil	NA	Nil	1.20
Against our Company	Nil	3	Nil	NA	Nil	2.56
Directors						
By our Directors	Nil	Nil	Nil	NA	Nil	Nil
Against our Directors	Nil	8	Nil	NA	Nil	1.11
Promoters						
By the Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against our Promoters	Nil	8**	Nil	Nil	Nil	1.11
Subsidiaries						
By our Subsidiaries	Nil	Nil	Nil	NA	Nil	Nil
Against our Subsidiaries	Nil	Nil	Nil	NA	Nil	Nil
<b>Group Companies</b>						
Outstanding Litigation which may have a material impact on our Company	Nil	Nil	Nil	NA	Nil	Nil

<sup>\*</sup>Amount to the extent quantifiable.

- B. Brief details of top 5 material outstanding litigation / legal proceedings initiated against the Company and amount involved: Nil
- C. Disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: None.
- D. Brief details of outstanding criminal proceedings against the Promoters: None

For further details of the outstanding litigation proceedings, see "Outstanding Litigation and Material Developments" on page 350 of the RHP.

# ANY OTHER IMPORTANT INFORMATION AS PER BOOK RUNNING LEAD MANAGERS/COMPANY - NIL

#### DECLARATION BY OUR COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, regulations and guidelines issued by the Government of India, or the rules, regulations or guidelines issued by the SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the SCRA, SCRR and the SEBI Act, 1992, each as amended, or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the statements in the Red Herring Prospectus are true and correct.

# DECLARATION BY THE SELLING SHAREHOLDERS

Each of the Selling Shareholders, hereby confirm and certify that all statements, disclosures and undertakings specifically made or confirmed by them in the Red Herring Prospectus about and in relation to them and their respective portion of the Offered Shares, are true and correct. Each of the Selling Shareholders assume no responsibility for any other statements, disclosures and undertakings, including, any of the statements, disclosures and undertakings made or confirmed by or relating to the Company or any other person(s) in the Red Herring Prospectus.

<sup>\*\*</sup> This includes tax proceedings against our Promoter and Director, Arvind Kamath

# IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS (RHP

#### BIDDER'S UNDERTAKING AND CONFIRMATION FOR BID REVISION

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

# INSTRUCTIONS FOR FILLING UP THE REVISION FORM

- Name of Sole Bidder / First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, the Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The Bid means an 'indication to make an offer' and not 'an offer'
  Please ensure that the Bid options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
  In case there is no change in the particular Bid option, please write "No CHANGE". In case you want to cancel the Bid option, please write "CANCELLED".
  Total Bid Amount payable must be calculated for the highest of three options, at Bid Price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your bank has notified an SCSB Branch in the city where the Bid cum Application Form is being submitted.

  Revision of Bids in case of Revision of Price Band: In case of an upward revision in the Price Band, Retail Individual Bidders who had Bid at Cut-off Price, with the SCSBs/ members of the Syndicate/Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment does not exceed ₹0.20 million; the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP or the Preliminary Offering Memorandum, as applicable. If, however, the Bidder does not either be additional payment and the Offer Price is higher than the cap of the Price Band, announced as above, Retail Individual Bidders who have bid at Cut-off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.

  Only the Sole Bidder is required to gine the Bid cum, application Form. Revision Form. Thumb impressions and signatures other than in the languages specif
- Only the Sole Bidder / First Bidder is required to sign the Bid cum Application Form / Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Applicants should specify only his/her ASBA bank account or UPI ID linked with his/her own bank account in case of Sole Bidder and ASBA bank account or UPI ID linked with the bank account of First Bidder in case of joint Bidder, in the application form. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Signature of the ASBA Account holder is mandatory
- Please note that applications made using third party UPI ID or third party ASBA Bank A/c are liable to be rejected.
  QIBs cannot use UPI Mechanism. Non-Institutional Bidders Bidding for an amount exceeding ₹0.50 million cannot use UPI Mechanism to apply as per NPCI vide circular reference no. NPCI/UPI/OC No. 127/2021-22 dated December 9, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022.

  - SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/202/45 dated April 5, 2022.

    For UPI Bidders bidding through the UPI Mechanism.

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

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

    Please mention UPI ID clearly in CAPITAL LETTERS only.

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

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

    UPI ID cannot exceed 45 characters.

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

    UPI Bidders bidding through the UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her UPI Pl. N. For further details, see "Offer Procedure" on page 381 of the RHP.

    Please the proceeding are procedure in full in RIOCK LETTERS in ENGLISH Bidders should note that the members of the Sundicate/SCSB/Revistered
- Other Instructions: a. Revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Revision Form must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate/ SCSBs/Registered Brokers/RTA/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgment Slip for your Bid and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount based on the cap of the revised Price Band upon an upward revision of their Bid. Revision(s) in the Bid, the Bidders/Applicants will have to use the services of the same Designated Intermediary through which such Bidder/Applicant had placed the original Bid. Bidders/Applicants are advised to retain copies of the blank Revision Form and the Bid(s) must be made only in such Revision Form or copies thereof. Investors must ensure that their PAN is linked with Aadhaar card and are in compliance with the CBDT notification dated February 13, 2020 and the subsequent press release dated June 25, 2021 and CBDT circular no.7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023.

		OFFER STRUCTURE	
Particulars	QIBs <sup>(1)</sup>	Non-Institutional Investors	Retail Individual Investors
Number of Equity Shares available for Allotment or allocation*(2)	Not more than [●] Equity Shares aggregating up to ₹ [●] million	Not less than [●] Equity Shares aggregating up to ₹ [●] million.	Not less than [•] Equity Shares aggregating up to ₹ [•] million.
Percentage of Offer Size available for Allotment or allocation	Bidders. However, up to 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Finds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion (excluding the Anchor Investor Portion). The unsubscribed portion in the Mutual Fund Portion will be available for allocation to other QIBs in the remaining Net QIB Portion.	Not less than 15% of the Offer or the Offer less allocation to QIB Bidders and RIIs will be available for allocation subject to the following: (i) One-third of the Non-Institutional Category will be available for allocation to Bidders with an application size of more than ${\tt 7}$ 20,000 and up to ${\tt 7}$ 1,000,000; and (ii) two-third of the Non-Institutional Category will be available for allocation to Bidders with an application size of more than ${\tt 7}$ 1,000,000 provided that the unsubscribed portion in either of the aforementioned subcategories may be allocated to applicants in the other subcategory of Non-Institutional Bidders .	QIB Bidders and Non-Institutional Investors will be available for allocation.
Basis of Allotment if respective category is oversubscribed	Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; b) [•] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above; and 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.	(a) One-third of the Non-Institutional Portion shall be available for allocation to Bidders with an	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 further details, see "Offer Procedure" beginning on page 381 of the RHP.
Mode of Bid	Through ASBA Process only (except in	case of Anchor Investors, which shall include the UPI Mechanism for UPI Bidders). In case of UPI Bidders to	hrough the UPI Mechanism.
Minimum Bid	Bid Amount exceeds ₹ 200,000	For Non-Institutional Investors applying under (i) One-third of the Non-Institutional Category such number of Equity Shares in multiples of [•] Equity Shares such that the Bid Amount exceeds ₹ 200,000 For Non-Institutional Investors applying under (ii) Two-thirds of the Non-Institutional Category such number of Equity Shares in multiples of [•] Equity Shares such that the Bid Amount exceeds ₹ 1,000,000	
Maximum Bid	Such number of Equity Shares in multiples of [●] Equity Shares not exceeding the size of the Offer, subject to applicable limits	Such number of Equity Shares in multiples of [•] Equity Shares not exceeding the size of the Offer, (excluding the QIB Portion) subject to limits applicable to the Bidder	Such number of Equity Shares in multiples of [•] Equity Shares so that the Bid Amount does not exceed ₹ 200,000
Mode of Allotment		Compulsorily in dematerialised form	
Bid Lot		[•] Equity Shares and in multiples of [•] Equity Shares thereafter	
Allotment Lot	For Retails and QIBs: [•] Equity Shares and in multiples of one Equity Shar For NIIs: [•] Equity Shares and in multiples of one Equity Share thereafter	e thereafter	
Trading Lot		One Equity Share	
Who can apply (3558)	banks, multilateral and bilateral development financial institutions, Mutual Funds, FIPs other than individuals, corporate bodies and family offices, VCFs, AIFs, FVCIs, state industrial development corporation, insurance company registered with RDAL, provident funds with minimum corpus of ₹ 250 million, pension funds with minimum corpus of ₹ 250 million, pension funds with minimum corpus of ₹ 250 million registered with the Pension fund Sevelopment and Regulatory Authority, National Investment Fund set up by the Gol, 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 NBFs.	Resident Indian individuals, Eligible NRIs, HUFs (in the name of the karta), companies, corporate bodies, scientific institutions, societies, and trusts and any individuals, corporate bodies and family offices which are re-categorised as category II FPI (as defined in the SEBI FPI Regulations) and registered with SEBI.	Resident Indian individuals, Eligible NRIs and HUFs (in the name of the karta)
Terms of Payment	In case of Anchor Investors: Full Bid Amount shall be payable by the Anch In case of all other Bidders: Full Bid Amount shall be blocked in the bank a of the ASBA Form	nor Investors at the time of submission of their Bids <sup>40</sup> ccount of the ASBA Bidder (other than Anchor Investors), or by the Sponsor Bank(s) through the UPI Mechan	ism, that is specified in the ASBA Form at the time of submission

- Assuming full subscription in the Offer
- Assuming full subscription in the Offer
  SEBI vide its circular no. SEBI/HO(CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, has mandated that ASBA applications in Public Issues shall be processed only after the application monies are blocked in the bank accounts of the investors. Accordingly, Stock Exchanges shall, for all categories of investors viz. Olls, NIIs and RIIs and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.

  Our Company in consultation with the BRLMs, allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Offer Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹ 100 million, (ii) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹ 100 million that up to ₹ 2,500 million under the Anchor Investor Portion, subject to a minimum Allotment of ₹ 50 million per Anchor Investor Portion is more than ₹ 100 million that up to ₹ 2,500 million under the Anchor Investor Portion, a maximum of 15 Anchor Investor Portion, and mandation and to Anchor Investors for every additional ₹ 2,500 million per Anchor Investor Portion will be permitted, subject to minimum allotment of ₹ 50 million per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹ 100 million. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds, subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors, which price shall be determined by the Company in consultation with the BRLMs.

  Subject to valid Bids being received at or above the price at which allocation is made to Anchor Investors, which price shall be determined by the Company in consultation with the
- Subject to valid Bids being received at or above the Offer Price. This Offer is being made in accordance with Rule 19(2)(b) of the SCRR and Regulation 6(1) of the SEBI ICDR Regulation
- 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.
- Full Bid Amount shall be payable by the Anchor Investor Offer Price shall be payable by the Anchor Investor Offer Price shall be payable by 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.
- Bids by FPIs with certain structures as described under "Offer Procedure Bids by FPIs" on page 387 of the RHP and having the same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with the same PAN) may be proportionately distributed.
- Bidders will be required to confirm and will be deemed to have represented to our Company, the Selling Shareholders, the members of the Syndicate, 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

# JNK INDIA LIMITED - INITIAL PUBLIC OFFER - R

tered and Corporate Office: Unit No. 203, 204, 205 & 206, Opposite TMC Office Centrum IT Park, Near Satkar Hote
Thane -West, Thane 400 604, Maharashtra, India: Tel: +91 22 6885 8000

Contact Person: Ashish Soni, Company Secretary and Compliance Officer; 1el: + 91 22 6885 8000.

E-mail: compliance@jnkindia.com; Website: www.jnkindia.com; Corporate Identity Number: U29268MH2010PLC20427

FOR RESIDENT INDIAN INVESTORS INCLUDING RESIDENT QIBS, NON-INSTITUTIONAL BIDDERS, RETAIL INDIVIDUAL BIDDERS AND ELIGIBLE NRIS APPLYING ON A NON-REPATRIATION BASIS - TEAR HERE -

-X - TEAR HERE



To, The Board of Directors JNK INDIA LIMITED 100% BOOK BUILT OFFER
ISIN: INE0OAF01028
LEI: 2549005L7M563VGD9156

Bid cum Application Form No.

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