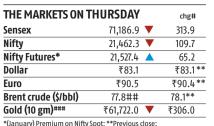
# Over previous close; ## At 9 pm IST; ### Market rate exclusive of VAT; Source: IBJ/



# iness Standard

AKASA AIR TO BRING 150 BOEING 737 MAX AIRCRAFT ON BOARD

PUBLISHED SIMULTANEOUSLY FROM AHMEDABAD, BENGALURU, BHOPAL, BHUBANESWAR, CHANDIGARH, CHENNAI, HYDERABAD, KOCHI, KOLKATA, LUCKNOW, MUMBAI, NEW DELHI AND PUNE

KHAN MKT TO HAZRATGANJ, AYODHYA THEME REIGNS



THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA.

# megatherm MEGATHERM INDUCTION

ny was originally incorporated as a Private Limited Company under the name of "Megatherm Transmission & Distribution Private Limited" on October 22, 2010 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Kolkata, West Bengal. Further, pursuant to the special resolution passed by the shareholders in the Extra Ordinary General Meeting held on September 16, 2015 the name of our Company was changed from "Megatherm Transmission & Distribution Private Limited" and a fresh Certificate of Incorporation was issued by the Registrar of Companies, Kolkata, West Bengal dated September 23, 2015 Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on November 15, 2022, our Company was converted into a Public Limited Company was converted into a Pub a fresh certificate of incorporation dated December 20, 2022, issued by the Registrar of Companies, Kolkata, West Bengal. For further details of Incorporation, change of name and registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page 131 of the Red Herring Prospectus Registered Office: Plot- L1 Block GP, Sector V, Electronics Complex, Saltlake City Kolkata-700091, West Bengal, India.; Tel No: + 91 33 4088 6200; E-mail: cs@megatherm.com; Website: www.megatherm.com;

CIN: U31900WB2010PLC154236; Contact Person: Abanti Saha Basu, Company Secretary & Compliance Officer OUR PROMOTER: SHESADRI BHUSAN CHANDA, SATADRI CHANDA AND MEGATHERM ELECTRONICS PRIVATE LIMITED

"THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NSE (NSE EMERGE).

Our Company is engaged in the business of manufacturing of induction heating and melting products by means of electric induction like induction melting furnace and induction heating equipment.

### THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 49,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [♠] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF [♠] PER EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [♠] PER EQUITY SHARES OF FACE VALUE OF ₹ [♠] PER EQUITY SHARES OF \$ AGGREGATING UP TO ₹ 📵 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,50,800 EQUITY SHARES OF FACE VALUE OF 🤻 10 EACH, AT AN ISSUE PRICE OF 🤻 10 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER TO THE ISSUE (THE "MARKET MAKER"). RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 47,41,200 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (■) LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.50% AND 25.16% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE
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- RETAIL PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE MARKET MAKER PORTION: UPTO 2,50,800 EQUITY SHARES OR 5.02% OF THE ISSUE

PRICE BAND: RS. 100 TO RS. 108 PER EQUITY SHARE OF FACE VALUE RS. 10/- EACH

THE FLOOR PRICE IS 10 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 10.8 TIMES OF THE FACE VALUE OF THE EQUITY SHARES. BIDS CAN BE MADE FOR A MINIMUM OF 1200 EQUITY SHARES AND IN MULTIPLES OF 1200 EQUITY SHARES THEREAFTER.

### **RISKS TO INVESTORS:**

- Our loan agreements requires our Corporate Promoter to pledge Equity Shares of our Company with lenders. Any breach by our Company of certain covenants under the financing agreements may entitle these lenders to exercise their rights under the financing agree shareholding of our Corporate Promoter, which may adversely affect our business
- The Merchant Banker associated with the Issue has handled 39 public issue out of which none closed below the Issue Price on listing date
- Average cost of acquisition of Equity Shares held by the Promoter is

Sr. No.	Name of the Promoter	Average cost of Acquisition (in ₹)
1.	Shesadri Bhusan Chanda	6.67
2.	Satadri Chanda	6.39
3.	Megatherm Electronics Private Limited	13.77

^ There were no primary/ new issue of shares (equity/ convertible securities) as mentioned except bonus issue in last 18 months from the date of Red Herring Prospectus

- and the Issue Price at the upper end of the Price Band is Rs. 108 per Equity Share The Price/ Earnings ratio based on Diluted EPS for Fiscal 2023 for the company at the upper end of the Price Band is 10.68
- Weighted Average Return on Net worth for Fiscals 2021, 2022, 2023 is 16.30%
- The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, 18 months and three years from the date of RHP is as given below

Period	Acquisition (in Rs.)	the weighted Average cost of Acquisition	Price – Highest Price (in Rs.)
Last 1 year	0.00	NA	0-0
Last 18 months	0.00	NA	0-40
Last 3 years	0.85	127.06	0-40
Last 5 years	0.03	127.00	0-40

• The Weighted average cost of acquisition compared to floor price and cap price

Types of transactions	weighted average cost of acquisition (₹ per Equity Shares)	Floor price (i.e. ₹ 100)	Cap price (i.e. ₹ 108)
Weighted average cost of acquisition of primary Issuance (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^
Weighted average cost of acquisition for secondary sale / acquisition (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^
Weighted average cost of acquisition of past primary issuances / secondary in last 3 years	0.85	117.65 Times	127.06 Times
Nata			

**BID/ISSUE** 

BID/ ISSUE OPENS ON<sup>(1)</sup>: THURSDAY, JANUARY 25, 2024

# PROGRAM

**BID/ ISSUE CLOSES ON: TUESDAY, JANUARY 30, 2024** 

Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Biding Date shall be one Working Day prior to the Bid / Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days, Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or howestors are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA" process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are no permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 254 of the Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN. DP ID and Client ID as provided in the Bid cum Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/ Applicants as available on the ecords of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondences to provide the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondences and the Applicants are advised to update an Issue. Bidders/ Applicants are advised to update the Demographic Details would be at the Applicants are advised to update the Demographic Details would be at the Applicants are advised to update the Demographic Details would be at the Applicants are advised to update the Demographic Details would be at the Applicants are advised to update the Demographic Details would be at the Applicants are advised to update the Demographic Details with Deformable to the Demographic Details and Details and Demographic Demo

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects and other objects and other objects and other objects and clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus. LIABILITY OF MEMBERS AS PER MOA: The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorized share Capital of the Company is Rs. 19,00,00,000 (One Crore Ninty Lakhs) Equity Share of Rs. 10/- each. The issued, subscribed and paid-up share capital of the Company before the issue is Rs. 13,84,87,290 (Rupees Thirteen Crores Eighty-Four Lakhs Eighty Seven Thousand Two Hundred Ninty Only) divided into 1,38,48,729 (One Crore Thirty Eight Lakhs Forty-Eight Thousand Seven Hundred Twenty Nine) Equity Shares of Rs. 10/- each. For details of the Capital Structure on the page 59 of the Red Herring Prospectus NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of

signing of the Memorandum of Association of our Company, Shesadri Bhusan Chanda – 2,500 Equity Shares of Rs. 10/- each. Defaulty Shares of Rs. on page 131 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 59 of the Red Herring Prospectus. LISTING: The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE (NSE Emerge). Our Company has received an 'in-principle' approval from the Red. For the Equity Shares pursuant to letter Ref.: NSE/LIST/2938 dated January 12, 2024. For the purposes of the Issue, the Designated

Stock Exchange shall be National Stock Exchange of India Limited (NSE). As ignored copy of the Red Herring Prospectus dated January 18, 2024 has been delivered for filling to the ROC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus. DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): Since the Issue is being made in terms of Chapter IX of the SEBI. In terms of the SEBI Regulations, the SEBI sequilations, the SEBI sequilations, the SEBI sequilations, the SEBI sequilations on the Offer Document. Hence

s no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 232 of the Red Herring Prospectus. DISCLAIMER CLAUSE OF NSE ("NSE EMERGE") (THE DESIGNATED STOCK EXCHANGE): "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the 'Disclaimer Clause of NSE"

TRACK RECORD OF LEAD MANAGER: The Merchant Banker associated with the issue has handled 39 public issues in the past 3 years all of which were SME IPOs.

GENERAL RISK: Investments in equity and equity-related securities involve a degree of risk and investment decision in this Issue unless they can afford to take the risk factors carefully before taking an investment decision in this Issue. For taking an experiment decision, investors must rely on their own examination of the Issuer and this Issue, 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 quarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 25 of the Red Herring Prospectus.

ASBA\* | Simple, Safe, Smart way of Application- Make use of it!!! \*Application- Make use of it!! \*Ap

UPI-Now available in ASBA for Retail Individual Investors (RII)\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI – Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank

Investors have to apply through the ASBA process. "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors, For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue" Procedure" beginning on page 254 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document \*ASRA forms can be downloaded from the website of NSE ("NSE Emerge")

\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- ipo, upi@npci, org, in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi, gov.in. For issue related grievance investors may contact: Hem Securities Limited- Sourabh Garg (+91 22 -49060000) (Email Id: ib@hemsecurities.com)

REGISTRAR TO THE ISSUE

# **BOOK RUNNING LEAD MANAGER TO THE ISSUE**

Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel,

**HEM SECURITIES LIMITED** 

Tel. No.: +91-22-4906 0000: Email: ib@hemsecurities.com

Website: www.hemsecurities.com Contact Person: Sourabh Garg

Investor Grievance Email: redressal@hemsecurities.com

# **BIGSHARE SERVICES PRIVATE LIMITED**

Address: S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road,

Telephone: +91 22 6263 8200: Facsimile: +91 22 6263 8299

Email: ipo@bigshareonline.com; Investor Grievance Email: investor@bigshareonline.com Website: www.bigshareonline.com; Contact Person: Mr. Babu Rapheal SEBI Registration Number: MB/INR000001385; CIN: U99999MH1994PTC076534

Andheri (East) Mumbai – 400093, Maharashtra, India.

megalherm

Abanti Saha Basu **MEGATHERM INDUCTION LIMITED** 

Address: Plot- L1 Block GP, Sector V, Electronics Complex, Saltlake City Kolkata-700091, West Bengal, India.; Tel. No. + 91 33 4088 6200; E-mail: cs@megatherm.com; Website: www.megatherm.com; CIN: U31900WB2010PLC154236

**COMPANY SECRETARY AND** 

COMPLIANCE OFFICER

Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-

receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue at www.hemsecurities.com, the website of NSE Emerge at https://www1.nseindia.com/emerge/index\_sme.htm respectively.

22-49060000 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of NSE Emerge and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. | LINK TO DOWNLOAD ABRIDGED PROSPECTUS: https://megatherm.com/wp-content/uploads/2024/01/Abridged\_Prospectus.pdf | UPI: Retail Individual Bidders can also Bid through UPI Mechanism. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus

Ahanti Saha Basu

On behalf of Board of Directors

Place: Kolkata, West Bengal

Mumbai-400013, Maharashtra, India

SEBI Reg. No.: INM000010981

Disclaimer: Megatherm Induction Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of regulatory regula and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of NSE Emerge at https://www.nseindia.com/companies-listing/corporate-fillings-offer-documents#sme\_offer and is available on the websites of the BRLMs at www.hemsecurities.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Red Herring Prospectus including the section titled "Risk Factors" beginning on page 25 of the Red Herring Prospectus. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act of 1934, as amended (the "Securities Act") or any state securities laws in the United States, except pursuant to an exemption from, or in a transaction not subject to, the

registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in 'offshore transactions' in reliance on Regulation "S" under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made There will be no public offering in the United States.

मुंबई और लखनऊ से प्रकाशित।

ब्रेंट क्रूड 78.80 ▼ 0.30 डॉलर

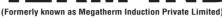


घटा लैपटॉप-पीसी का आयात



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> Registered Office: Plot- L1 Block GP, Sector V, Electronics Complex, Saltlake City Kolkata-700091, West Bengal, India.; Tel No: + 91 33 4088 6200; E-mail: cs@megatherm.com; Website: www.megatherm.com CIN: U31900WB2010PLC154236; Contact Person: Abanti Saha Basu, Company Secretary & Compliance Officer

OUR PROMOTER: SHESADRI BHUSAN CHANDA, SATADRI CHANDA AND MEGATHERM ELECTRONICS PRIVATE LIMITED "THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NSE (NSE EMERGE).

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- Weighted Average Return on Net worth for Fiscals 2021, 2022, 2023 is 16.30%
- The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, 18 months and three years from the date of RHP is as given below:

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper end of the Price Band (Rs. 108) is "X" times the weighted Average cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last 1 year	0.00	NA	0-0
Last 18 months	0.00	NA	0-40
Last 3 years	0.85	127.06	0-40

The Weighted average cost of acquisition compared to floor price and cap price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor price (i.e. ₹ 100)	Cap price (i.e. ₹ 108)
Weighted average cost of acquisition of primary Issuance (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^
Weighted average cost of acquisition for secondary sale / acquisition (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^
Weighted average cost of acquisition of past primary issuances / secondary in last 3 years	0.85	117.65 Times	127.06 Times

**BID/ISSUE** 

BID/ ISSUE OPENS ON<sup>(1)</sup>: THURSDAY, JANUARY 25, 2024

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BID/ ISSUE CLOSES ON: TUESDAY, JANUARY 30, 2024

Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Biding Date shall be one Working Day prior to the Bid / Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion Shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to Retail Individual Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required to mandatorily utilise the Application to valid Bidders (except Anchor Investors) are required t permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 254 of the Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Applicants as available on the ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk, Bidders/ Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Investors must ensure that their PAN is linked with AADHAR and are in compliance with CBDT Notification dated February 13, 2020 and press release dated June 25, 2021.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects and other objects and other objects and other Prospectus and Clause III of the Memorandum of Association of our Company. The andum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus LIABILITY OF MEMBERS AS PER MOA: The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorized share Capital of the Company is Rs.19.00,00,000/- (Rupees Ninteen Crore only) divided into 1.90,00,000 (One Crore Ninty Lakhs) Equity Share of Rs. 10/- each. The issued, subscribed and paid-up share capital of the Company before the issue is Rs. 13.84.87.290 (Rupees Thirteen Crores Eighty-Four Lakhs Eighty Seven Thousand Two Hundred Ninty Only) divided into 1,38,48,729 (One Crore Thirty Eight Lakhs Forty-Eight Thousand Seven Hundred Twenty Nine) Equity Shares of Rs. 10/- each. For details of the Capital Structure, see "Capital Structure" on the page 59 of the Red Herring Prospectu

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company, Shesadri Bhusan Chanda - 5000 Equity shares, Ayati Chanda - 2,500 Equity Shares and Satadri Chanda - 2,500 Equity Shares of Rs.10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 131 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 59 of the Red Herring Prospectus.

LISTING: The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE (NSE Emerge). Our Company has received an 'in-principle' approval from the Equity Shares pursuant to letter Ref.: NSE/LIST/2938 dated January 12, 2024. For the purposes of the Issue, the Designated Stock Exchange shall be National Stock Exchange of India Limited (NSE). A signed copy of the Red Herring Prospectus dated January 18, 2024 has been delivered for filling to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus. DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): Since the Issue is being made in terms of Chapter IX of the SEBI. In terms of the SEBI equilations, the SEBI shall not issue any observation on the Offer Document. Hence

claimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 232 of the Red Herring Prospectus DISCLAIMER CLAUSE OF NSE ("NSE EMERGE") (THE DESIGNATED STOCK EXCHANGE): "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the permission given by NSE nor does it certify the correctness or completeness of any of the

contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the 'Disclaimer Clause of NSE". TRACK RECORD OF LEAD MANAGER: The Merchant Banker associated with the issue has handled 39 public issues in the past 3 years all of which were SME IPOs.

GENERAL RISK: Investments in equity and equity-related securities involve a degree of risk and investment decision in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an nyestment decision, investors must rely on their own examination of the Issuer and this Issue, 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 quarantee the accuracy or adequacy of the contents of the Red Her Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 25 of the Red Herring Prospectus.

ASBA\* | Simple, Safe, Smart way of Application- Make use of it!!! \*Application- Make use of it!! \*Application- Make use of it!!! \*Application- Make use of it!! \*Application- Make use of it!!! \*Application- Make use of it!! \*Applicatio



UPI-Now available in ASBA for Retail Individual Investors (RII)\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank

Investors have to apply through the ASBA process. "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors, For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue" Procedure" beginning on page 254 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website of NSE ("NSE Emerge")

\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- ipo upi@npci, org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact; Hem Securities Limited- Sourabh Garg (+91 22 -49060000) (Email Id; ib@hemsecurities.com)

REGISTRAR TO THE ISSUE

### **BOOK RUNNING LEAD MANAGER TO THE ISSUE**

### **COMPLIANCE OFFICER** Abanti Saha Basi megalherm MEGATHERM INDUCTION LIMITED

Bengal, India.; **Tel. No.** + 91 33 4088 6200; **E-mail:** cs@megatherm.com;

Website: www.megatherm.com; CIN: U31900WB2010PLC154236



**HEM SECURITIES LIMITED** Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel,

Mumbai-400013, Maharashtra, India

**Tel. No.:** +91-22-4906 0000: **Email**: ib@hemsecurities.com Investor Grievance Email: redressal@hemsecurities.com Website: www.hemsecurities.com Contact Person: Sourabh Garg SEBI Rea. No.: INM000010981

# **BIGSHARE SERVICES PRIVATE LIMITED**

Address: S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, Maharashtra, India. Telephone: +91 22 6263 8200; Facsimile: +91 22 6263 8299 Email: ipo@bigshareonline.com; Investor Grievance Email: investor@bigshareonline.com

Website: www.bigshareonline.com; Contact Person: Mr. Babu Rapheal

SEBI Registration Number: MB/INR000001385: CIN: U99999MH1994PTC076534

Registrar to the Issue in case of any pre-issue or post-issue related problems, such as nonreceipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the

Address: Plot- L1 Block GP. Sector V. Electronics Complex, Saltlake City Kolkata-700091, West

**COMPANY SECRETARY AND** 

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue at www.hemsecurities.com, the website of NSE Emerge at https://www1.nseindia.com/emerge/index\_sme.htm respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Megatherm Induction Limited, Telephone: +91 33 4088 6200; BRLMs: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Finlease Private Limited, Telephone: +91 22-49060000 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of NSE Emerge and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. | LINK TO DOWNLOAD ABRIDGED PROSPECTUS: https://megatherm.com/wp-content/uploads/2024/01/Abridged Prospectus.pdf | UPI: Retail Individual Bidders can also Bid through UPI Mechanism. On behalf of Board of Directors

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus

Viegatherm Induction Limit Ahanti Saha Basi

Place: Kolkata, West Benga Date: January 18, 2024

Disclaimer: Megatherm Induction Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of regulatory regula and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of NSE Emerge at https://www.nseindia.com/companies-listing/corporate-filings-offer and is available on the websites of the BRLMs at www.hemsecurities.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Red Herring Prospectus including the section titled "Risk Factors" beginning on page 25 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in 'offshore transactions' in reliance on Regulation "S" under the Securities Act and the applicable laws of each jurisdiction where such issues and sales are made There will be no public offering in the United States.

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE. PURCHASE OR SUBSCRIBE TO SECURITIES.

# THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA megatherm MEGATHERM INDUCTION LIMIT

Company was originally incorporated as a Private Limited Company under the name of "Megatherm Transmission & Distribution Private Limited" on October 22, 2010 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Kolkata, West Bengal. Further, pursuant to the special resolution passed by the shareholders in the Extra Ordinary General Meeting held on September 16, 2015 the name of our Company was changed from "Megatherm Transmission & Distribution Private Limited" and a fresh Certificate of Incorporation was issued by the Registrar of Companies, Kolkata, West Bengal dated September 23, 2015. Subsequently, pursuant to Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting, held on November 15, 2022, our Company was converted into a Public Limited Company was changed from "Megatherm Induction Private Limited" to "Megatherm Induction Limited" vide a fresh certificate of incorporation dated December 20, 2022, issued by the Registrar of Companies, Kolkata, West Bengal. For further details of Incorporation, change of name and registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page 131 of the Red Herring Prospectus.

> Registered Office: Plot- L1 Block GP, Sector V, Electronics Complex, Saltlake City Kolkata-700091, West Bengal, India.; Tel No: + 91 33 4088 6200; E-mail: cs@megatherm.com; Website: www.megatherm.com; CIN: U31900WB2010PLC154236; Contact Person: Abanti Saha Basu, Company Secretary & Compliance Officer

OUR PROMOTER: SHESADRI BHUSAN CHANDA, SATADRI CHANDA AND MEGATHERM ELECTRONICS PRIVATE LIMITED

"THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NSE (NSE EMERGE).

Our Company is engaged in the business of manufacturing of induction heating and melting products by means of electric induction like induction melting furnace and induction heating equipment.

# THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 49,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [ ] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF [ ] PER EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [ ] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF [ ] PER EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES") OF MEGATHERM INDUCTION LIMITED ("OUR COMPANY" OR "MIL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF FACE VALUE OF ₹ [ ] PER EQUITY SHARES OF AGGREGATING UP TO ₹ [●] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,50,800 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER TO AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,50,800 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER") OUT OF WHICH 2,50,800 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARES FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER") OUT OF WHICH 2,50,800 EQUITY SHARES OF FACE VALUE OF ₹ [●] PER EQUITY SHARES FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF FACE VALUE OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OUT OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OUT OUT OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OUT OUT OF THE ISSUE (THE "MARKET MAKER") OUT OF WHICH SHARES OUT OUT OF THE ISSUE (THE "MARKET MAKER") OU RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF ₹,41,200 EQUITY SHARES OF FACE VALUE OF ₹ [♠] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ [♠] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.50% AND 25.16% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

- QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE
- NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET ISSUE
- RETAIL PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE MARKET MAKER PORTION: UPTO 2,50,800 EQUITY SHARES OR 5.02% OF THE ISSUE

PRICE BAND: RS. 100 TO RS. 108 PER EQUITY SHARE OF FACE VALUE RS. 10/- EACH

THE FLOOR PRICE IS 10 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 10.8 TIMES OF THE FACE VALUE OF THE EQUITY SHARES. BIDS CAN BE MADE FOR A MINIMUM OF 1200 EQUITY SHARES AND IN MULTIPLES OF 1200 EQUITY SHARES THEREAFTER.

### RISKS TO INVESTORS:

- Our loan agreements requires our Corporate Promoter to pledge Equity Shares of our Company with lenders. Any breach by our Company of certain covenants under the financing agreements may entitle these lenders to exercise their rights under the financing agreements and reduce the
- · Average cost of acquisition of Equity Shares held by the Promoter is
- shareholding of our Corporate Promoter, which may adversely affect our business. The Merchant Banker associated with the Issue has handled 39 public issue out of which none closed below the Issue Price on listing date.

Name of the Promoter Shesadri Bhusan Chanda

Satadri Chanda Megatherm Electronics Private Limited

- and the Issue Price at the upper end of the Price Band is Rs. 108 per Equity Share. The Price/ Earnings ratio based on Diluted EPS for Fiscal 2023 for the company at the upper end of the Price Band is 10.68
- Weighted Average Return on Net worth for Fiscals 2021, 2022, 2023 is 16,30%
- The Weighted average cost of acquisition of all Equity Shares transacted in the last one year, 18 months and three years from the date of RHP is as given below

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper end of the Price Band (Rs. 108) is "X" times the weighted Average cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last 1 year	0.00	NA	0-0
Last 18 months	0.00	NA	0-40
Last 3 years	0.85	127.06	0-40

The Weighted average cost of acquisition compared to floor price and can price

The trong that all orange over the adjustic from price and day price				
Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor price (i.e. ₹ 100)	Cap price (i.e. ₹ 108)	
Weighted average cost of acquisition of primary Issuance (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^	
Weighted average cost of acquisition for secondary sale / acquisition (exceeding 5% of the pre Issue Capital)	NA^	NA^	NA^	
Weighted average cost of acquisition of past primary issuances / secondary in last 3 years	0.85	117.65 Times	127.06 Times	

^ There were no primary/ new issue of shares (equity/ convertible securities) as mentioned except bonus issue in last 18 months from the date of Red Herring Prospectus

# **BID/ISSUE PROGRAM**

# BID/ ISSUE OPENS ON<sup>(1)</sup>: THURSDAY, JANUARY 25, 2024

Average cost of Acquisition (in ₹)

6.39

13.77

# **BID/ ISSUE CLOSES ON: TUESDAY, JANUARY 30, 2024**

Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Biding Date shall be one Working Day prior to the Bid / Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

In case of any revisions in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision of the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, for reasons to be recorded in writing, extend the Bid/ Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a press release, and also by indicating the change on the website of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to SCSBs, the Sponsor Bank, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Portion, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA" process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 254 of the Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. Bidders/ Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders/ Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Applicants' sole risk. Bidders/ Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID provided in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Client ID are correctly filled in the Bid cum Applicants and the Bid cum Form should match with the PAN. DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active. Investors must ensure that their PAN is linked with AADHAR and are in compliance with CBDT Notification dated February 13, 2020 and press release dated June 25, 2021.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects and other objects of our Company, see "History and Corporate Structure" on page 131 of the Red Herring Prospectus and Clause III of the Memorandum of Association of our Company. Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus

LIABILITY OF MEMBERS AS PER MOA: The liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorized share Capital of the Company is Rs.19,00,00,000/- (Rupees Ninteen Crore only) divided into 1,90,00,000 (One Crore Ninty Lakhs) Equity Share of Rs. 10/- each. The issued, subscribed and paid-up share capital of the Company before the issue is Rs. 13,84,87,290 /- (Rupees Thirteen Crores Eighty-Four Lakhs Eighty Seven Thousand Two Hundred Ninty Only) divided into 1,38,48,729 (One Crore Thirty Eight Thousand Seven Hundred Twenty Nine) Equity Shares of Rs. 10/- each. For details of the Capital Structure, see "Capital Structure" on the page 59 of the Red Herring Prospectus

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Given below are the names of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by them at the time of the Number of Equity Shares subscribed for by the Number of Equity Shares subsc signing of the Memorandum of Association of our Company, Shesadri Bhusan Chanda - 2,500 Equity shares, Ayati Chanda - 2,500 Equity Shares of Rs.10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 131 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 59 of the Red Herring Prospectus. LISTING: The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE (NSE Emerge). Our Company has received an 'in-principle' approval from the Equity Shares pursuant to letter Ref.: NSE/LIST/2938 dated January 12, 2024. For the purposes of the Issue, the Designated

Stock Exchange shall be National Stock Exchange of India Limited (NSE). A signed copy of the Red Herring Prospectus dated January 18, 2024 has been delivered for filling to the ROC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 299 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"): Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018. The Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 232 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF NSE ("NSE EMERGE") (THE DESIGNATED STOCK EXCHANGE): "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the 'Disclaimer Clause of NSE'

TRACK RECORD OF LEAD MANAGER: The Merchant Banker associated with the issue has handled 39 public issues in the past 3 years all of which were SME IPOs.

GENERAL RISK: Investments in equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, 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 25 of the Red Herring Prospectus.

ASBA\* | Simple, Safe, Smart way of Application- Make use of it!!!

\*Application- Make use of it!!!

\*Application- Make use of it!!!

\*Application- Make use of it!!!



UPI-Now available in ASBA for Retail Individual Investors (RII)\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank

Investors have to apply through the ASBA process, "ASBA has to be availed by all the investors except anchor investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue" Procedure" beginning on page 254 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document \*ASBA forms can be downloaded from the website of NSE ("NSE Emerge")

\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact: Hem Securities Limited- Sourabh Garg (+91 22 -49060000) (Email Id: ib@hemsecurities.com).

# **BOOK RUNNING LEAD MANAGER TO THE ISSUE**

# **HEM SECURITIES LIMITED**

Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India

**Tel. No.:** +91-22-4906 0000; **Email:** ib@hemsecurities.com Investor Grievance Email: redressal@hemsecurities.com Website: www.hemsecurities.com Contact Person: Sourabh Garg SEBI Reg. No.: INM000010981

# **BIGSHARE SERVICES PRIVATE LIMITED**

**REGISTRAR TO THE ISSUE** 

Address: S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra, India.

Telephone: +91 22 6263 8200; Facsimile: +91 22 6263 8299

Email: ipo@bigshareonline.com: Investor Grievance Email: investor@bigshareonline.com Website: www.bigshareonline.com; Contact Person: Mr. Babu Rapheal SEBI Registration Number: MB/INR000001385; CIN: U99999MH1994PTC076534

# **COMPANY SECRETARY AND COMPLIANCE OFFICER**



Abanti Saha Basu **MEGATHERM INDUCTION LIMITED** 

Address: Plot- L1 Block GP, Sector V, Electronics Complex, Saltlake City Kolkata-700091, West Bengal, India.; **Tel. No.** + 91 33 4088 6200; **E-mail:** cs@megatherm.com; Website: www.megatherm.com; CIN: U31900WB2010PLC154236

Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as nonreceipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue at www.hemsecurities.com, the website of NSE Emerge at https://www1.nseindia.com/emerge/index\_sme.htm respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Megatherm Induction Limited, Telephone: +91 33 4088 6200; BRLMs: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Finlease Private Limited, Telephone: +91-81 and 191 and 19 22-49060000 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of NSE Emerge and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. | LINK TO DOWNLOAD ABRIDGED PROSPECTUS: https://megatherm.com/wp-content/uploads/2024/01/Abridged Prospectus.pdf | UPI: Retail Individual Bidders can also Bid through UPI Mechanism. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Megatherm Induction Limited Abanti Saha Basu

On behalf of Board of Directors

Company Secretary and Compliance Officer

Place: Kolkata, West Bengal **Date:** January 18, 2024

and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of NSE Emerge at https://www.nseindia.com/companies-listing/corporate-filings-offer-documents#sme offer and is available on the websites of the BRLMs at www.hemsecurities.com. Any potential investors should note that investment in equity shares involves

a high degree of risk and for details relating to the same, please refer to the Red Herring Prospectus including the section titled "Risk Factors" beginning on page 25 of the Red Herring Prospectus. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the

Disclaimer: Megatherm Induction Limited is proposing, subject to applicable statutory and requistory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares the Red Herring Prospectus dated January 18, 2024 has been filed with the Registrar of Companies, Kolkata

registration requirements of the Securities Act and in accordance with any applicable U.S. State Securities laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States