

RBI CURBS ON FINTECH MAJOR

Paytm can overcome regulatory setbacks to lead in Asia: Sharma



FACTORING 60% DISCOUNT

Tata Sons could fetch valuation of ₹7-8 trn via IPO



THE MAKING OF A CONTENT KING

The Hotstar-Jio combine will upend the OTT ecosystem



BENGALURU, WEDNESDAY, MARCH 6, 2024

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IN THE NEWS

GOLD RATES SURGE BY ₹800, HIT FRESH HIGH OF ₹65,000

GOLD RATES SURGED by ₹800 to hit a fresh record high of ₹65,000 per 10 grams on Tuesday in the national capital, reports PTI. In its previous close, gold price had closed at ₹64,200 per 10 grams. ■ PAGE 6

SERVICES PMI EASES FROM JAN HIGH, BUT STAYS ROBUST

INDIA'S SERVICES ACTIVITY expanded at a robust pace in February, with the HSBC Services PMI coming in at 60.6 during the month, a release by S&P Global said on Tuesday, reports Priyansh Verma. This was, however, lower than 61.8 recorded during January. ■ PAGE 2

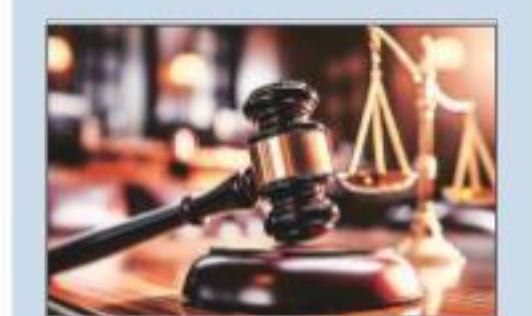
DIGITAL PLATFORMS TO OVERTAKE TV BY YEAR-END

INDIA'S MEDIA & entertainment sector crossed ₹2.3 trillion in CY23, an 8% growth over the previous year, led by categories such as television, reports Viveat Susan Pinto. But that picture will change by 2024-end, as digital is poised to overtake TV in terms of revenue. ■ PAGE 4

ADANI, JSW, ESSAR MAY BET BIG ON COAL-FIRED POWER

PRIVATE FIRMS LIKE Adani Power, JSW and Essar Power have expressed interest in building at least 10 GW of coal-fired power capacity over a decade, ending a six-year drought in major private involvement in the sector, reports Reuters. ■ PAGE 4

FE SPECIAL



A bitter pill: Why SC banned Patanjali's ads

The court has largely stayed out of the 'allopathy vs Ayurveda' debate, and has focused on the misleading nature of the ads

■ EXPLAINER, P9

\$5-7 BILLION INFLOWS ESTIMATED

Bloomberg EM index to add Indian G-secs

PRASANTA SAHU & SACHIN KUMAR New Delhi/Mumbai, March 5

BLOOMBERG INDEX SERVICES on Tuesday announced a plan to include Indian government securities (G-secs) in its emerging market (EM) local currency index in a phased manner starting January 31 next year, a move that raises the prospect of additional forex inflows to the tune of \$5-7 billion.

This is the second prospective instance of international listing of India's sovereign bonds, which are to be part of the JP Morgan EM Index from June this year.

Bloomberg Index Services said in a statement: "The inclusion of these bonds will be phased in over a 10-month period starting on the rebalance date of January 31, 2025... The weight of India FAR (fully accessible route) bonds will be increased in increments of 10% of their full market value every month over the 10-month period ending in October 2025." India FAR bonds will be fully capped at 10% weight within the index.

Government officials had earlier said India's inclusion in JP Morgan index would help relatively stable capital inflows of \$20-26 billion to Indian markets, relieving the domestic financial institutions from investing heavily in G-secs, and making available more institutional finance for productive sectors of the economy.

The capital flows from overseas listing of Indian bonds would also make it easier to finance the current account deficit, strengthen

BOOST TO INFLOWS

Inclusion to be phased out over a 10-month period starting Jan 31, 2025



As many as 34 Indian gilts to be eligible for inclusion in the Bloomberg EM index

At around \$1.2 trillion, Indian gilts market is the third-largest among EMs

Yet, the foreign ownership of G-secs is less than 2% now

Second instance of global listing after JP Morgan EM Index inclusion from June this year

To help relatively stable capital inflows of \$20-26 billion to Indian market

the rupee. It could help bring down the cost of capital for not just the government, but private investors as well. With the overseas listing creating more demand for Indian bonds, yields may decline 35-50 basis points over the next 12 months, analysts feel.

Continued on Page 12

BigBasket set to deliver profit in 6-8 months

Firm targets IPO in 2025

FE BUREAU Mumbai, March 5

THE NUMBER 13 could turn lucky for BigBasket. The online grocer, which was launched in 2011, is expecting to turn profitable in another 6-8 months, its co-founder and chief executive officer Hari Menon told reporters on Tuesday. The company, now owned by the Tata group, is planning an initial public offering (IPO) in 2025, Menon said.

The company will turn profitable once the newly-launched 'BB Now' vertical starts making money, Menon said. Under BB Now, the company delivers products in 10 minutes. Menon said the older business lines, including slotted and BB Daily, are in the black.

On the IPO, Menon, however, added the final decision will come from the Tatas. "We will probably have it in 2025. But we are leaving it to the Tatas, there cannot be anybody better to guide us on that," he said, hinting that the issue will include both primary and secondary share sales. Till the time the IPO comes, the Tata group will provide the capital required for ongoing investments, the bulk of which will be

ON THE TABLE

Pins hope on 'BB Now' vertical to start making money



HARI MENON, CO-FOUNDER AND CEO, BIGBASKET

WE ARE LEAVING IPO TO THE TATAS. THERE CAN'T BE ANYBODY BETTER TO GUIDE US



in technology, marketing and people.

The company, which competes with similar offerings from Amazon and Flipkart, is targeting to close FY24 with a revenue growth of 30-35% over the previous fiscal, with a topline of about ₹12,000 crore, Menon said.

Continued on Page 12

Google blinks, relists apps

Move temporary, says tech giant

JATIN GROVER New Delhi, March 5

AFTER COMMUNICATIONS AND IT minister Ashwini Vaishnaw's intervention, Google on Tuesday reinstated all the apps it had removed on March 1. These apps were removed from Play Store over non-payment of commission charges for in-app purchases.

The development is significant because the reinstatement is on the same terms and conditions which existed as on March 1. Now the

WHAT'S IN STORE

Tech giant to continue to bill app developers at 11-26% commission for in-app purchases; can be paid later

App developers concerned over potential financial burden at a later stage due to the pile up of in-app invoicing

A forum comprising app developers and Google likely in 120 days to reach a sustainable and non-monopolistic solution



On March 1, Google delisted apps of 10 companies, including InfoEdge, Shaadi.com, Bharat Matrimony, Kuku FM, among others

users of these apps can make in-app purchases either by using Google's payment system or third-party billing.

Google had reinstated several apps between March 2-4, but these were on consumption-only basis — purchases could be made outside the Play Store.

"Google and startups met with us. We have had very constructive discussions and finally, Google has agreed to list all the apps with same status as on Friday, March 1," Vaishnaw said on Tuesday.

Continued on Page 12

Barred from fresh financing against shares, debentures

RBI cracks the whip on JM Financial

PIYUSH SHUKLA Mumbai, March 5

THE RESERVE BANK OF India (RBI) on Tuesday directed JM Financial Products, a non-banking financial company (NBFC), from extending loans against shares and debentures, including those against initial public offering (IPO), in a 'cease and desist' order. This directive comes a day after the central bank barred IIFL Finance, another NBFC, from sanctioning gold loans after observing serious "serious deviations".

The banking regulator found serious breach of regulatory compliance on part

of JM Financial Products, in terms of repeatedly lending to a group of customers for investing in IPOs and non-convertible debentures (NCDs) with 'perfunctory' due diligence.

"This action is necessitated due to certain serious deficiencies observed in respect of loans sanctioned by the company for IPO financing as well as NCD subscriptions. The RBI carried out a limited review of the books of the company on the basis of the information shared by the Securities and Exchange Board of India," the RBI said.

Continued on Page 12



THE DIKTAT

RBI observes serious deficiencies in loan process

Limited review done on the basis of info shared by the Sebi

Can't sanction and disburse loans against IPO of shares

\$128 MILLION IN COMBINED UNPAID SEVERANCE

Former Twitter execs sue Musk

JEF FEELEY & KURT WAGNER March 5

FOUR EX-TWITTER EXECUTIVES, including former chief executive officer Parag Agrawal, sued Elon Musk for allegedly stiffing them on more than \$128 million in severance payments after they were ousted from the company.

The former top officials said Musk showed "special ire" toward them after he took over the social media platform in 2022, publicly vowing to withhold their severance to recoup about \$200 million from the \$44-billion deal, according to a lawsuit filed on Monday in federal court in California.

Twitter, which Musk renamed X, has been accused in multiple suits of numerous labour and workplace violations, including failing to pay severance to thousands of workers laid off in the months after the platform's relaunch.

X-FACTOR

Four former top Twitter executives, including former CEO Parag Agrawal, have sued Elon Musk



Other plaintiffs are Ned Segal, former CFO; Vijaya Gadde, former chief legal officer; and Sean Edgett, former general counsel

Musk denied them severance pay they had been promised for years, former executives say

They say they each are owed one year's salary and hundreds of thousands of stock options

takeover. The company also was accused in a raft of suits of failing to pay millions owed to vendors and landlords while purportedly trying to stay financially solvent.

"Under Musk's control, Twitter has become a scofflaw, stiffing employees, landlords, vendors and others. Musk doesn't pay

his bills, believes the rules don't apply to him, and uses his wealth and power to run roughshod over anyone who disagrees with him," lawyers for Agrawal and the other executives said in the 38-page complaint.

Continued on Page 12

Secure Employee Benefits PEACE OF MIND GUARANTEED

LIC's GROUP SCHEMES

- New Group Superannuation Cash Accumulation Plan - UIN: 512N274V03
- New Group Gratuity Cash Accumulation Plan - UIN: 512N281V03
- Group Post Retirement Medical Benefit Scheme - UIN: 512N352V01
- New Group Leave Encashment Plan - UIN: 512N282V03

Salient Features:

- Scientific funding
- Attractive Returns
- Benefit of insurance protection
- Income Tax Benefits as per Rules
- Multiple options for annuity payments

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Economy

WEDNESDAY, MARCH 6, 2024



NEW GLOBAL ORDER

S Jaishankar, external affairs minister

India and South Korea have a growing responsibility to actively contribute to the reshaping of the global order. The era when a few powers exercised disproportionate influence over that process is now behind us

IN THE NEWS

GADKARI DEDICATES PROJECTS WORTH ₹4K CR IN HIMACHAL

UNION ROAD TRANSPORT and highways minister Nitin Gadkari on Tuesday inaugurated and laid the foundation stone of 15 National Highway and ropeway projects worth ₹4,000 crore in Hamirpur. Union minister Anurag Thakur and Himachal Pradesh public works minister Vikramaditya Singh were also present during the event held at the police line complex.

CENTRE WEIGHS GST CUT ON FLEX FUEL VEHICLES

THE HEAVY INDUSTRIES ministry is examining requests seeking reduction in GST on flexible fuel vehicles (FFVs) from the current 28%, sources said. The ministry is in consultation with various stakeholders and other government departments.

CCI TO SHORTLY BEGIN MARKET STUDY ON AI

FAIR TRADE REGULATOR CCI will shortly initiate a market study on Artificial Intelligence (AI) to gain a thorough understanding of antitrust concerns, the regulator's chief Ravneet Kaur said on Tuesday. AI applications are becoming more common across various sectors lately.

STATES BORROWING COST AT 32-WEEK LOW OF 7.4%

AMID CONTINUING LOWER supplies, the borrowing cost for states fell to a 32-week low of 7.40% Tuesday, down by 4 bps from the previous week's auctions. Throughout January, the interest rates were hovering at a two-year high of close to 7.9%.

₹559 CRORE FOR UTTARAKHAND PROJECTS RELEASED

AN AMOUNT OF ₹559 crore for 33 projects in Uttarakhand has been released by the Central government, the Uttarakhand chief minister office said on Tuesday. Union finance ministry sent a letter in this regard to the Uttarakhand government on Tuesday.

Services PMI eases a bit in Feb, still robust

Number has stayed above 60 in 7 months of current fiscal

PRIYANSH VERMA
New Delhi, March 5

INDIA'S SERVICES ACTIVITY expanded at a robust pace in February, with the HSBC services Purchasing Managers' Index (PMI) coming in at 60.6 during the month, a release by S&P Global said. The February print was, however, lower than 61.8 recorded during January.

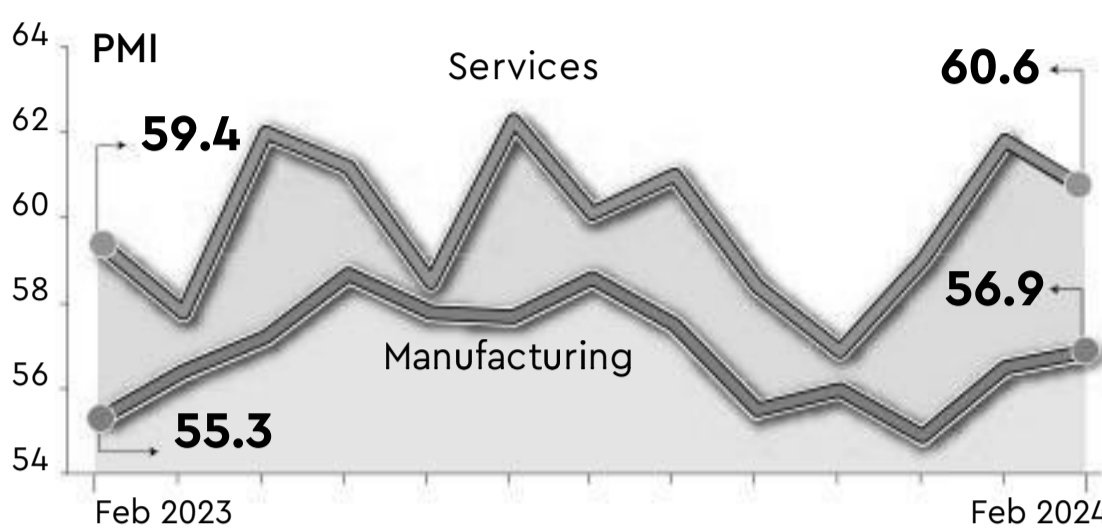
February is a consecutive month, services PMI has crossed the 60-mark. In the current fiscal so far, services PMI has come in above 60 in seven months.

The robust services PMI print comes on the heels of the GDP data, which showed services sector growth expanding at 7% in Q3 as compared to 6% in Q2.

In Q3 FY24, "Trade, hotels, transport, communication & services related to broadcasting" grew 6.7% and 'financial, real estate & professional services' expanded by 7%. Both the sectors grew faster than in the previous quarter.

Despite having slipped, the headline index was comfortably above the

AIDED BY ROBUST GDP DATA



Note: Reading below 50 suggests contraction and above it indicates expansion; Source: PMI by S&P Global

neutral mark of 50.0 and signalled a sharp rate of expansion that was well above the series' history (since December 2005), S&P Global said. "Granular data showed that business activity increased across all parts of the service sector."

The composite PMI – a weighted average of both manufacturing and services PMI – slipped to 60.6 in February from 61.2 in January. Data released on Friday showed manufacturing PMI in February rose to 56.9 in February from 56.5 in the previous month.

February data highlighted a

notable upturn in demand across the service sector, with inflows of new business expanding for the thirty-first month running. That said, the rate of growth softened from January's recent high whilst remaining well above its long-run average, S&P Global said.

On price pressures, firms reported higher input costs due to increase in food, freight and labour costs. Indian companies operating in the service sector sought to protect their margins by raising prices charged to customers, said S&P Global.

New method to assess highway construction

As focus shifts to expressways, each lane-km to be counted

MUKESH JAGOTA
New Delhi, March 5

THE GOVERNMENT IS considering taking into account the length of each lane constructed separately to assess the pace of highway construction, as against the current practice where the length is measured, regardless of the the number of lanes.

This is being done as the larger focus of road infrastructure construction will now be on wider expressways and upgrade of legacy highways.

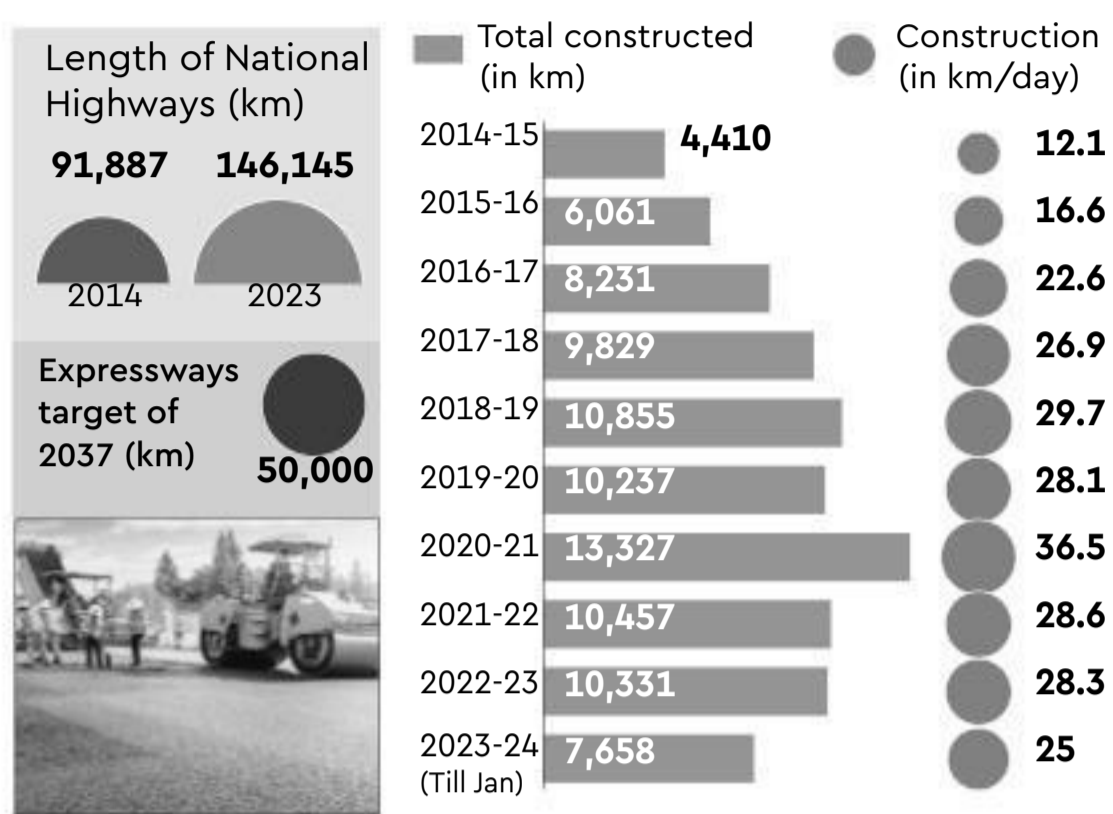
Moving to "lane-km" for assessing highway building progress would also be in line with international norms and would accurately capture the effort being put in the sector to improve road infrastructure, a senior official, who did not wish to be named, said.

"It will help capture actual road infrastructure rather than just the length," he said.

Under the Vision 2047 plan, the ministry of road transport and highways is looking at extending the length of access controlled highways to 50,000 kms from 3,913 kms at present. These access controlled highways and remaining stretches of Bharatmala will take the total national highway length beyond 2,00,000 kms.

The officials are of the view that the target of over 200,000 kms of national highways will be achieved

IN LINE WITH GLOBAL NORMS



by 2037. At present, the total length of national highways is 146,000 kms and some officials feel a length of 200,000 kms will be enough for the country.

For expressways, the plan is to build them in a way that they are at the most 100 kms away from any part of the country.

The programme for widening of existing highways has received great attention in the last 10 years. The share of highways of less than 2 lane width has gone down to 10% in 2023 from 30% in 2014. Their overall length has decreased to 14,850 kms from 27,517 kms in 2014.

The share of highways with two lanes or more but less than 4 lanes has gone up to 58% (85,096 kms). Length of highways of four lanes or more has increased to 46,179 kms

which is 32% of the total, up from 18,371 kms or 20% in 2014.

Overall length of national highways has increased to 146,000 kms from 91,287 kms in 2014. The average pace of construction during the period has also gone up to 28.3 kms per day from 11.6 kms per day in 2014.

In the first 10 months of this financial year, as against the target of 13,814 kms, 7,658 kms have been built. The pace of construction this financial year comes to 25 kms a day. Last year, during April-January 6,803 kms of highways were built.

The pace of awarding of new highway projects is, however, lagging. Against the target of 10,000 kms, only 3,481 kms have been awarded.

Joblessness down to 5% in 2023, show CMIE data

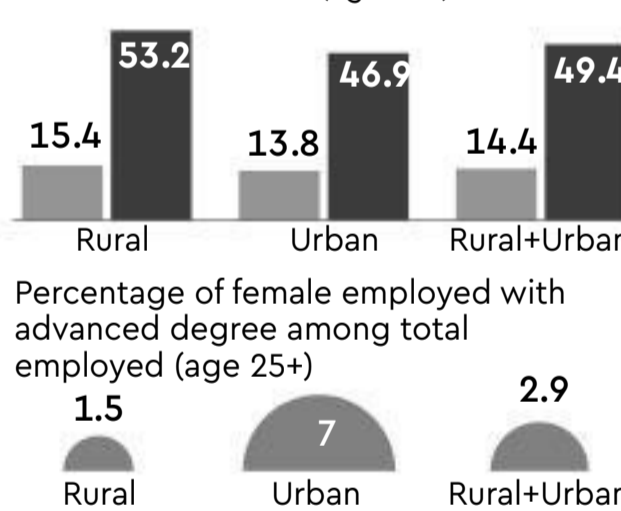


	Person	Male	Female
Unemployment rate	7.3	7.7	6.1
	5.7	5.7	5.6
	5	5	4.9
Worker population ratio	48	70.4	25.6
	49.8	72.4	27
	53.4	73.2	33.7
Labour force participation rate	51.8	76.2	27.3
	52.8	76.8	28.6
	56.2	77	35.4

INDIA'S UNEMPLOYMENT RATE in urban areas fell by 70 basis points to 5% in 2023 as compared to the previous year, the ministry of statistics said. Although both the male and female unemployment registered a 70 bps decline in 2023, the female workforce recorded a higher growth in both worker population ratio (WPR) and labour force participation rate (LFPR) as compared to males. However, the percentage of females with advanced degree and of age 25 years and above were only 2.9% in the total employed people. According to Centre for Monitoring Indian Economy, the overall unemployment rate in India rose to 8.1% in 2023 from 7.6% in 2022. In urban areas, the unemployment rate rose to 9% from 8.4%, and in rural areas, to 7.7% from 7.2%, the agency said.

Ratio of female workers to male workers

Working as legislators, senior officials & managers (age 15+)
Working as professionals and technical workers (age 15+)



Percentage of female employed with advanced degree among total employed (age 25+)



● K M CHANDRASEKHAR, FORMER CABINET SECRETARY

'Centre has plenty of resources, & states need more'

Questions are being raised about the changing patterns for resource sharing between the Centre and the state governments. While the formation of the 16th Finance Commission has set the stage for a long trial, the Supreme Court is reviewing the financial relationship between the Centre and states from the constitutional standpoint, on a petition filed by the Kerala government. Former Cabinet secretary K M Chandrasekhar discusses the issues involved in the matter with KG Narendranath. Excerpts:

How do you view the legal battle between Kerala and the Union government over "fiscal federalism"?

I have not read the entire text of the state government's petition before the Supreme Court. So far as borrowing limits are concerned, it looks to me that they have a strong case. Article 293(1) of the Constitution specifically says, "Subject to the provisions of this article, the executive power of a State extends to borrowing within the territory of India upon the security of the Consolidated Fund of the State within such limits, if any, as may from time to time be fixed by the Legislature of such State by law and to the giving of guarantees within such limits, if any, as may be so fixed."

The Seventh Schedule under Article 246 further reinforces this view. "Public Debt of the Union" comes under the Union List as item 35, while the "Public Debt of the States" is shown as entry 43 in the State List. Thus, on the face of it, decisions relating to the debt of the State are to be controlled by the State Legislature, not the Government of India.

This has implications not only for the current case but all the limits that the Centre

has set for the States from time to time. The Centre may argue that Article 293(1) is governed by Article 291(3) and 291(4), which read as follows: "A State may not without the consent of the Government of India raise any loan if there is still outstanding any part of a loan which has been made to the State by the Government of India or by its predecessor Government, or in respect of which a guarantee has been given by the Government of India or by its predecessor Government."

"A consent under clause (3) may be granted subject to such conditions, if any, as the Government of India may think fit to impose." The two clauses, read together, clearly indicate that they apply only to borrowing by States from the Central government or to State loans guaranteed by the Central government. The Supreme Court is the final arbiter and could take this or any other view.

The fact is that States have generally been following the limits laid down by the Centre on the recommendations of the 12th Finance Commission. In recent years, however, there has been too much interference, too many conditionalities, and insufficient consultation with the States, leading to the current situation.

The Centre, after taking into account Kerala's past off-budget borrowings, restricted its FY24 market borrowings to below the 3% ceiling prescribed under the state FRBM

STATES HAVE GENERALLY BEEN FOLLOWING THE (BORROWING) LIMITS... IN RECENT YEARS, HOWEVER, THERE HAS BEEN TOO MUCH INTERFERENCE, TOO MANY CONDITIONALITIES...

law. Is this tenable?

It doesn't appear that the Centre has the power under the Constitution to set any limits. At the same time, unlimited powers to either the Centre or the States to borrow from the market is not desirable from an economic point of view. Only as much should be borrowed as is sustainable. This requires consultation between the Centre and the States, as has happened so efficiently concerning GST.

States' share from the divisible tax pool rose 10 percentage points or 30% (to 42%) in the 14th and 15th Financial Commission award periods, compared to the level in 13th Commission period. Yet, tax devolution to the States is estimated to be just 36.5% of the Centre's gross tax revenue in FY24. Does this amount to flouting the FC mandate?

Until the 13th Finance Commission, the mandate of the Commission was restricted to non-plan finances. The 14th FC was the first to

consider all the resources, plan and non-plan. The plan share was 6.5%; hence, the State resources automatically increased to 38.5%. The 13th FC had also given many grants to States for specific projects. The 14th FC, on the other hand, decided not to provide individual grants, except where necessary, and to pass on the amount as an allocable share; this meant an additional 1.5%. Thus, all that occurred was a "compositional shift".

However, the Centre used this misconception (that states' share has risen) to reduce the share of States. A new government had just come into being at the Centre with the stated intention of improving relations with the States. Hence, the chief ministers heeded the request of the prime minister at the first meeting of Niti Aayog to reduce central shares in centrally sponsored schemes.

Formula for horizontal distribution of shareable tax proceeds among states is meant to address the issue of equity and seek balanced regional development, among other things. Where must the line be drawn between horizontal equity and the need to keep rewards for performance?

"Rewards based on performance" looks good in theory, but there can be differences when we question what constitutes performance. There will be one view that it should be based on capex created or inflow of FDI. There could be others based on employment created or rise in per capita income, multidimensional poverty index, SDG index, or contribution of taxes. Agreeing on standard performance parameters will be challenging as States have grown according to their priorities.

Full interview on www.financialexpress.com

Direct tax mop-up: Centre set to meet revised estimate

PRIYANSH VERMA
New Delhi, March 5

THE CENTRE HOPES to achieve its revised direct tax collections target for the current fiscal, but personal income tax (PIT) mop-up could be slightly lower than the respective revised estimate, a senior official told FE on Tuesday.

"We are witnessing a slower growth in PIT collections, so we might miss the revised estimate target (of PIT) for FY24 by a slight margin," the official said. The growth in direct tax collections, net of refunds, between April 1-March 4 has slowed down to 17.4%, the official added. This is much lower than 20.3% growth recorded between April 1-February 10.

The interim Budget has pegged the FY24 direct tax collections to



PERSONAL TAX MAY MISS MARK

Personal income tax mop-up could be slightly lower than the respective revised estimate

come in at ₹19.45 trillion, which is 17.2% higher than actuals of FY23. The PIT collections are expected to

rise 22.7% on year to ₹10.22 trillion in FY24, and corporate tax mop-up is seen increasing by 11.7% to ₹9.23 trillion.

During April 1-February 10, corporate tax collections were up 13.6% on year, and PIT mop-up was up by 27.2%.

Usually, collections in the last quarter of any financial year slows due to higher outgo of refunds, but this time, the Central Board of Direct Taxes (CBDT) is aiming to expedite resolution of appeals and issue refunds wherever required. FE had reported last month, quoting an official. This is expected to hit corporate tax collections as well.

According to reports, the count of appeals pending with the income tax department as of March 31, 2023, rose to 516,000 from 496,000 as of March 31, 2022.

Health & education in focus in Punjab's ₹2-trillion budget

PRESS TRUST OF INDIA
Chandigarh, March 5

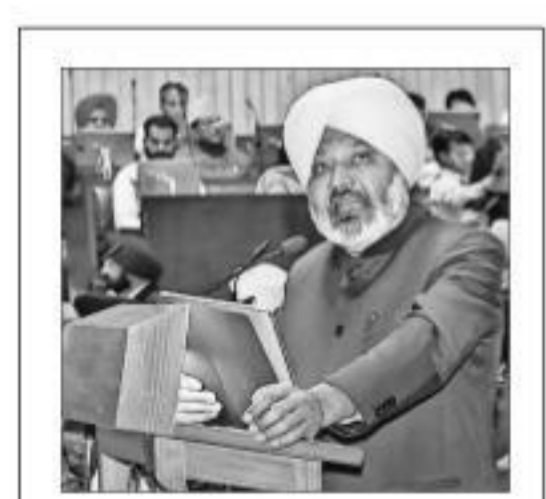
PUNJAB FINANCE MINISTER Harpal Singh Cheema on Tuesday presented the state's budget with a total outlay of ₹2.04 trillion for 2024-25, announcing a new canal project and proposing to transform government schools as 'Schools of Brilliance' and 'Schools of Happiness' but did not impose any fresh tax.

Keeping the budget's focus on health, education and agriculture sectors, the finance minister also announced a new initiative Punjab Horticulture Advancement and Sustainable Entrepreneurship to improve product quality and develop horticulture crop clusters in major production zones.

The budget remained silent on giving ₹1,000 monthly to each woman, which was one of the key 'guarantees' of the AAP before coming to power in 2022.

Replying to a question on his party's key promise during media interaction later, Cheema said it will soon be fulfilled while claiming that 85% 'guarantees', including free electricity, which were announced before the 2022 assembly polls, have been honoured.

Termining it a "pro-people" budget, Cheema further said no fresh tax has been imposed.



POLL PROMISE GETS SIDELINED

Punjab finance minister Harpal Singh Cheema's budget remained silent on ₹1,000 monthly to each woman, which was one of the key 'guarantees' of the AAP before coming to power in 2022

Cheema said the revenue from excise is expected to reach ₹10,350 crore in 2024-25 and asserted that the collection would cross five figures for the first time.

Punjab chief minister Bhagwant Mann hailed the budget 2024-25 as a step forward towards carving out 'Rangla Punjab' through inclusive, balanced and comprehensive development of the state.

BENGALURU

Companies

WEDNESDAY, MARCH 6, 2024



● DIVERSIFYING TALENT

Gaurav Pandey, MD & CEO, Godrej Properties

I think real estate really is deficient in the quality of talent... (it) is never the first choice of kids. So how do we fix this problem at the source level? How do we make it exciting for talent to get into this sector? How do we get the diversity right?

IN THE NEWS

TELECOM BODY HITS OUT AT LARGE TECH COMPANIES

THE CELLULAR OPERATORS Association of India (COAI) on Tuesday said technology giants are ready to evict non-paying small businesses from their app platforms, but despite being large traffic generators prefer to enjoy a free ride over telecom service providers' networks. The comments come against the backdrop of Google delisting Indian apps over billing issues.

SPICEJET REACHES SETTLEMENT WITH CROSS OCEAN

CRISIS-HIT SPICEJET on Tuesday said it has reached a settlement with aircraft leasing firm Cross Ocean Partners to resolve a dispute involving an amount of \$11.2 million (around ₹93 crore). "The parties made this joint announcement before the Delhi High Court..." SpiceJet said.

AIR INDIA RESTARTS TEL AVIV FLIGHTS AFTER 5 MONTHS

AIR INDIA HAS restarted flights from the national capital to Tel Aviv after suspending the services for nearly five months due to tensions in the wake of the Israeli city coming under attack by Hamas militants.

JSW ENERGY ARM INKS PACT FOR BATTERY SYSTEM

JSW ENERGY ON Tuesday said its arm JSW Renew Energy Five has inked a battery energy storage purchase agreement (BESPA) for the first 250 MW/500 MWh standalone battery energy storage system. This can provide power backup for two hours, giving a total output of 500 MW.

65 MN WARRANTS: CALADIUM STAKE IN BIRLA ARM TO GO UP

GIC-AFFILIATE CALADIUM Investment, which had infused ₹2,195 crore into Aditya Birla Fashion by way of a preferential issue of equity and warrants in May 2022, on Tuesday said it was converting all its 65 million warrants into equity shares. This will take its stake from 1.08% in the company to 7.49%.

SWIGGY, IRCTC TO DELIVER FOOD TO PASSENGERS

FOOD AND GROCERY delivery platform, Swiggy, has entered into a Memorandum of Understanding (MoU) with the Indian Railway Catering and Tourism Corporation (IRCTC) to streamline pre-ordered food delivery services on trains. The service will start on March 12 at some stations. It will be expanded to 59 stations.

GM, MAGNA, WIPRO TEAM UP FOR AUTO SOFTWARE

GENERAL MOTORS, AUTO PARTS supplier Magna and Wipro said on Tuesday they were working together to create a sales platform to buy and sell automotive software. The joint venture, SDVerse, will link buyers and sellers via a digital platform.

80% D2C VENTURES YET TO ACHIEVE PROFITABILITY

A JOINT SURVEY by MMA Global India, an apex body of marketing professionals and Publicis Commerce, which is part of the Publicis Groupe India, an advertising and media network, on Tuesday released a report which said that nearly 80% of D2C ventures were yet to achieve profitability in India.

financialexpress.com

● LIMITED SYNERGIES AT PRESENT BETWEEN PVs, CVs: ANALYSTS

Tata Motors demerger may boost focus on trucks, buses

SWARAJ BAGGONKAR
Mumbai, March 5

TATAMOTORS' PROPOSAL to separate its truck and car businesses into two independent, listed entities drove its stock to a 52-week high of ₹1,065.60 apiece during intra-day trade on Tuesday. The stock ended the day 3.52% up at ₹1,021.95 apiece.

Analysts tracking the company said the demerger will drive synergies across verticals in the passenger vehicle (PV) company, and help raise focus on the high margin truck and bus (CV) business where competitive intensity is on the rise.

From 44% at the end of FY18, Tata Motors' market share in the CV segment dropped to just under 38% by the end of December 2023, according to data shared by the Society of Indian Automobile Manufacturers. New launches and market expansion helped rivals — led by Mahindra & Mahindra, Maruti Suzuki, Ashok Leyland and Eicher Motors — improve their CV share.

Pressure on the CV market share was offset to a certain extent by success in the car and SUV business at the standalone level, where Tata Motors dethroned Hyundai, India's second largest carmaker, in monthly sales performance.

Kumar Rakesh, analyst — IT and auto, BNP Paribas, said the demerger

TATA MOTORS

Intra-day on BSE (₹), March 5



proposal is "a strong vote of confidence by the Tata Motors board" in the turnaround of its PV and JLR business, and its sustainability. "Tata Motors is trading at an attractive FY25 E FCF yield, highest in our coverage. It is our sector's top pick," Rakesh said.

BNP Paribas values Tata Motors' PV business at ₹583/share and the CV business at ₹336/share. It further said that the company's board will likely appoint a valuation committee in the coming months to determine the share ratios for the

SEPARATE PATHS

Market share in CV segment dropped to under 38% by 2023 from 44% in FY18; pressure offset in part by car, SUV business's success

PV business, helped by JLR, can now directly compete with Maruti Suzuki, say analysts

In CVs, Tata Motors can compete with Ashok Leyland

demerged entities.

Ashwin Patil, senior research analyst, LKP Securities, said, "Synergies are lacking in both the businesses, which explains the move. Their volume performances, margins, drivers, and competitors are totally diverse." He said the PV business, helped by JLR, can now directly compete with Maruti Suzuki, while with CVs Tata Motors can compete with the pure-play domestic player Ashok Leyland.

Not only were there limited synergies between Tata Motors' PV and CV businesses, but the CV business

also housed the service providing company, which is not core to Tata Motors. TML CV Mobility Solutions is engaged in operating, maintaining and repairing electric buses.

"The demerger will allow the PV business to stay independent of the risks that come along with the e-bus tenders which Tata Motors intends to aggressively bid for. This new business, which is not core to Tata Motors, runs on multi-year contracts with uncertain revenue flows," said a Mumbai-based analyst.

The CV division, which operates plants in Jamshedpur, Lucknow, Pune, Pantnagar and Dharwad, has a larger exposure to demand cyclicity compared to the PV business. While India's continued focus on infrastructure augurs well for CV demand, challenges like the move to greener fuels like hydrogen and electric could prove to be roadblocks.

According to independent analyst Mahantesh Sabarad, the only benefit of the demerger is that it will infuse liquidity in the stock markets. "The larger question remains about shared parts that go into utility vehicles and small commercial vehicles. Who will drive their modifications and upgrades? If both CV and PV follow independent modifications, it means doubling of costs of development (that which gets capitalised)," Sabarad said.

Adani, JSW, Essar look to bet big on coal-fired power

SUDARSHAN VARADHAN,
SARITA CHAGANTI SINGH & SETHURAMAN NR
Singapore/ New Delhi, March 5

PRIVATE INDIAN COMPANIES have expressed interest in building at least 10 gigawatts (GW) of coal-fired power capacity over a decade, four sources familiar with the matter said, ending a six-year drought in significant private involvement in the sector.

Adani Power, JSW Group and Essar Power are among the firms that have told India's power ministry they would be keen to expand old plants or develop stalled projects facing financial stress, according to the sources and a government presentation seen by Reuters.

The potential investments, which have not been previously reported, could cumulatively cost billions of dollars and demonstrate renewed appetite in an industry seen by many as financially unattractive. But they also threaten to undermine progress made by the world's No. 3 greenhouse gas emitter in weaning its economy off carbon.

Prime Minister Narendra Modi's government, which has cited energy security concerns and low per-capita emissions to defend India's coal dependence, has been trying to attract private investment to boost its coal-fired capacity by 80 GW by 2032.

Coal-fired power plants currently account for half, or about 215 GW of India's total installed capacity of 430 GW, with renewables accounting for 135 GW and hydro making up 47 GW.

A spokesperson for the power ministry said the private sector had agreed to invest in the coal-fired power sector "in line with the energy requirements of the nation," adding that India was ahead of international commitments to cut emissions. "The private sector is now expressing interest because of financial viability and assurance that payments will be made on time," he said.

The companies did not respond

POWER PLAN

Adani Power plans to add 4.8 GW and JSW 1 GW; Vedanta may add 1.9 GW of capacity

Essar Power plans 1.6 GW of domestic coal-based power generation in Gujarat by 2029

The investments could cumulatively cost billions of dollars; govt trying to attract private investment to boost coal-fired capacity by 80 GW by 2032



to requests seeking comment.

The Association of Power Producers, which represents coal-fired power developers, told power minister RK Singh its members were eager to boost capacity, according to a December 4 letter reviewed by Reuters.

Among the new proposals, Adani Power plans to add 4.8 GW and JSW 1 GW, according to three sources and a government presentation dated November 21 reviewed by Reuters. Essar Power plans 1.6 GW of new domestic coal-based power generation in Gujarat by 2029, one of the sources said. Another source said Vedanta will add 1.9 GW of capacity.

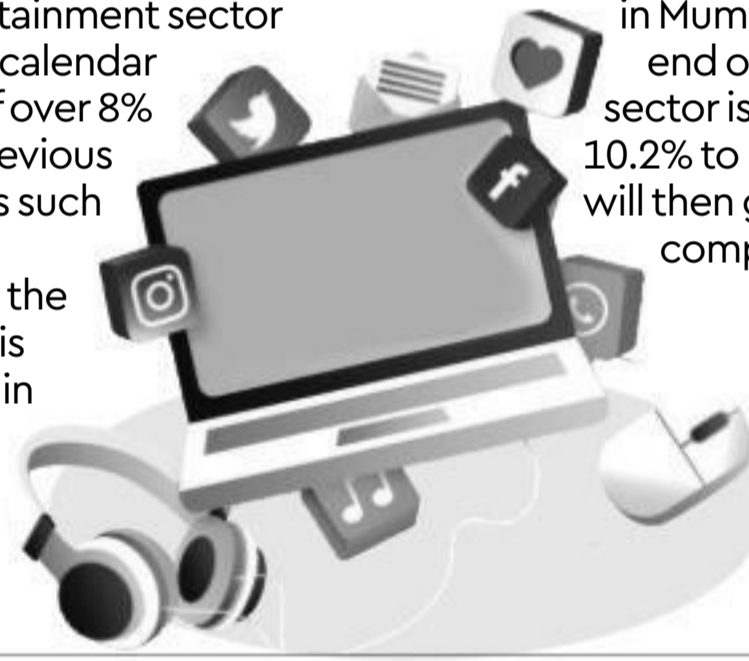
The sources — two government officials and two industry executives — declined to be named as the discussions are not public.

The presentation, made by an arm of the power ministry in November, estimates that the plants would be commissioned by 2032.

— REUTERS

Digital to overtake TV by year-end

INDIA'S MEDIA & entertainment sector crossed ₹2.3 trillion in calendar year 2023, a growth of over 8% compared with the previous year, led by categories such as television. But that picture will change by the end of 2024, as digital is poised to overtake TV in terms of revenue, said a FICCI-EY Report released during the FICCI-Frames Summit

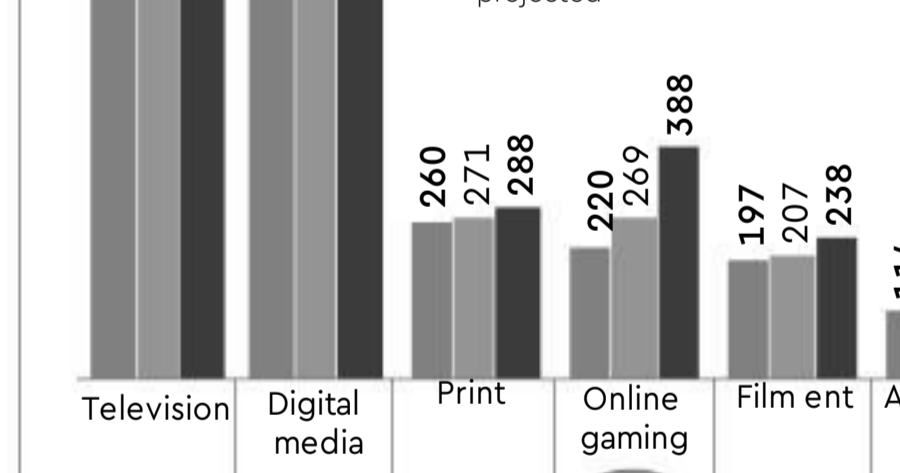


in Mumbai on Tuesday. By the end of CY24, the media sector is expected to grow 10.2% to reach ₹2.55 trillion. It will then grow at a compounded annual growth rate of 10% to reach ₹3.08 trillion by 2026, led by digital media and online gaming.

Compiled by
Viveat Susan Pinto

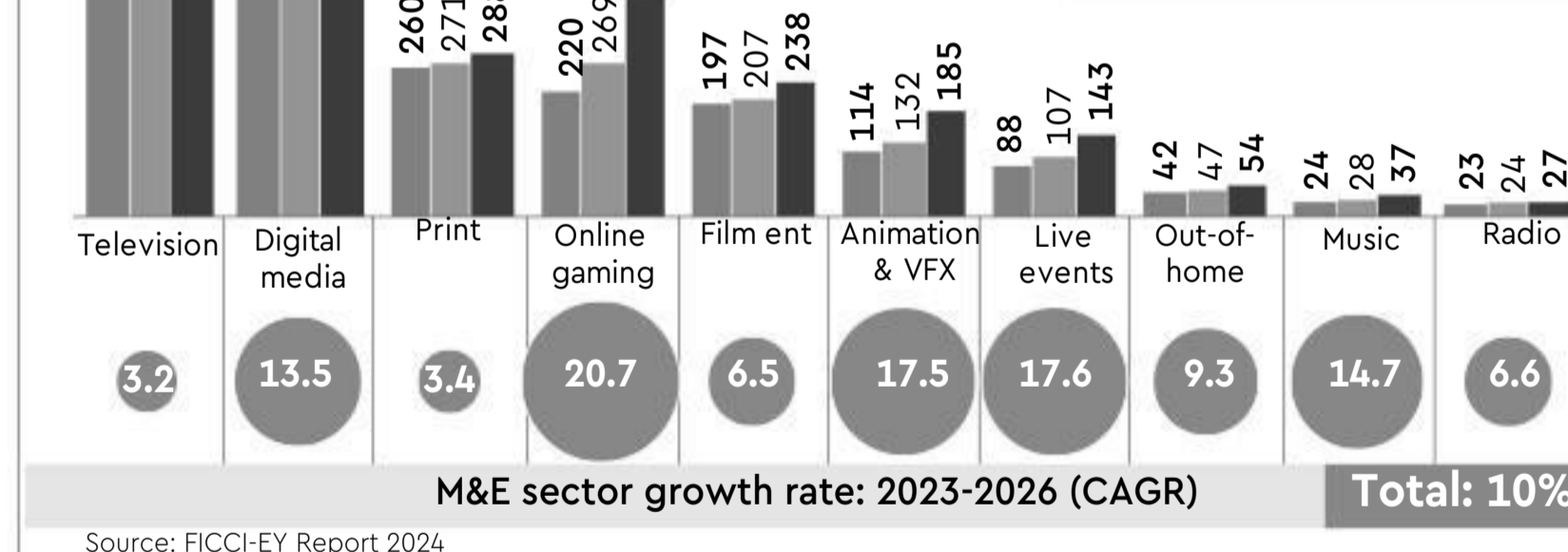
India's M&E sector: The Big Picture

(figures in ₹ bn)



How M&E sector compares with India's nominal GDP

(figures for calendar year 2023)



Source: FICCI-EY Report 2024

FSSAI clean chit: McDonald's franchisee can 'say cheese'

VIVEAT SUSAN PINTO
Mumbai, March 5

WESTLIFE FOODWORLD, which runs McDonald's restaurants in west and south India, said on Tuesday the Food Safety and Standards Authority of India (FSSAI) has verified that the fast food chain uses real cheese in its products.

The franchisee has received a verification letter from the authority on March 1 stating that its products do not use cheese analogues or substitutes, it said.

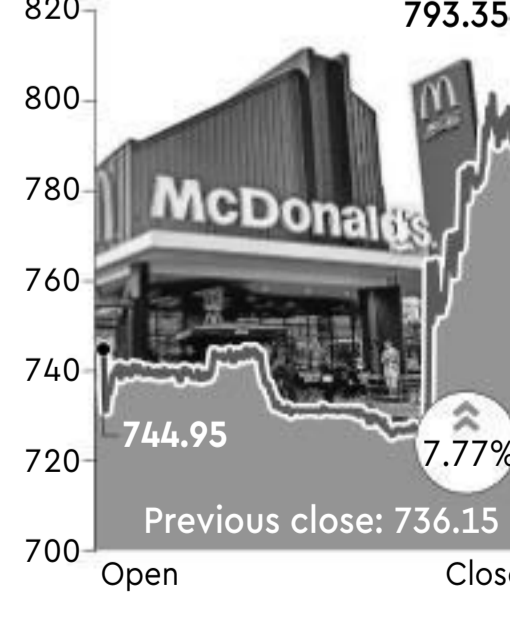
Shares of Westlife FoodWorld rose as much as 8% intra-day following the announcement on Tuesday, finally settling at ₹793.35 apiece at the end of trade, up 7.77% from the previous day's close.

Saurabh Kalra, MD, McDonald's India (West & South), said, "The clean chit we have received from FSSAI, India's apex food safety standards regulator affirms that our products contain 100% real cheese, sourced from globally renowned suppliers."

The company has also received results of tests conducted by a

WESTLIFE FOODWORLD

Intra-day on BSE (₹), March 5



National Accreditation Board for Testing and Calibration Laboratories-certified lab on Monday, confirming the use of real cheese in its products.

The FSSAI verification has come amid a controversy over the use of cheese at one of the company's outlets in Ahmednagar in Maharashtra. This had prompted the state Food & Drugs Administration to suspend

the licence of the outlet following inspection. The suspension was later revoked, though the regulator had widened its probe to cover more food retail brands and outlets.

The FSSAI approval will mean that the company can now go back to using the word "cheese" in its menu items, which was dropped amid the controversy.

"The FSSAI is the supreme body as far as food regulation, implementation and interpretation is concerned. What it says is the final word," Kalra said. As far as the Maharashtra FDA is concerned, he added that the company is "in dialogue with them regarding clarifications".

Westlife Foodworld is McDonald's biggest India franchisee. It runs 380 restaurants across 62 cities. Kalra said the company is assessing the business impact of the cheese controversy in Maharashtra. "When there is an issue like this, trust does take a beating. We are taking steps to address these concerns at every level. We have always maintained a steadfast commitment to food quality," he added.

AI-Vistara merger gets nod from Singapore

REUTERS
March 5

SINGAPORE'S COMPETITION WATCHDOG said on Tuesday it has approved the merger between Tata Group-owned Air India and Vistara, a joint venture between Tata and Singapore Airlines, subject to certain conditions.

Singapore's flagship carrier announced its plan to merge Vistara and Air India in November 2022. While India's antitrust body approved the deal in September last year, the Competition and Consumer Commission of Singapore (CCCS) had identified competition concerns.

The watchdog said the parties possessed the majority of the market share on four routes. The parties have proposed to maintain capacity on the said flights at pre-Covid levels, appoint independent auditors to monitor compliance with capacity commitments and submit annual and interim reports.

"CCCS considers the proposed commitments sufficient to address the competition concerns arising from the transactions," the watchdog said on Tuesday. The merger awaits other regulatory and foreign direct investment approvals.

"Singapore Airlines continues to work with our partner Tata Sons to secure the remaining approvals from the relevant authorities to complete the merger," a spokesperson said. Air India did not immediately respond to a request for comment.

Healthcare innovation seen doubling to \$60 bn by 2028

RAJESH KURUP
Mumbai, March 5

THE HEALTHCARE INNOVATION landscape in India is expected to double to about \$60 billion by FY28, with pharma services and healthtech contributing about 80% of this growth, according to a report.

The overall Indian healthcare market, which was valued at about \$180 billion in FY23, is projected to grow at 10-12% on a compounded annual growth rate basis to reach \$320 billion by FY28. Healthcare innovation, a rapidly growing segment, is currently valued at \$30 billion and accounts for 15% of the overall market, according to a study by global consultancy firm Bain & Company and Indian healthcare transformation fund HealthQuad.

It has almost doubled over the last three years, with 55% of the market size led by exports. This segment is



dominated by pharma services — such as contract development and manufacturing organisation (CDMO), contract research organisation, pharma IT — and healthtech with vaccines and biotech, and medtech emerging as green shoots.

"From cutting-edge pharma services to disruptive healthtech and medtech advancements, India's healthcare innovation landscape is experiencing a remarkable transformation..." Aarthi Rao, partner at

Bain & Company said.

Indian pharma services account for about 50% of the healthcare innovation market, valued at \$16 billion in FY23, with 85-90% of revenue driven by exports. The CDMO segment saw the highest growth, driven by global supply chains shifting away from China and improvement in capacity, capability and quality by Indian players.

The pharma services segment is expected to reach \$30 billion by FY28, as the shift from China, coupled with growing expertise of Indian players, will make the country an attractive outsourcing destination.

"Indian healthtech entrepreneurs have served more than 400 million patients by providing access to high quality affordable care thereby creating a \$7-billion market in India. This revolution is at its beginnings," Charles-Antoine Janssen, managing partner at HealthQuad said.

BENGALURU

Markets

WEDNESDAY, MARCH 6, 2024

IN THE NEWS

EXICOM TELE-SYSTEMS MAKES MEGA MARKET DEBUT

AFTER MAKING A spectacular debut, shares of EV charger maker Exicom Tele-Systems on Tuesday ended with a premium of nearly 61% against the issue price of ₹142. The stock made its debut at ₹264, rising 85.91% over the issue price, on the BSE. The stock closed at ₹225.65, up 58.90%. On the NSE, the stock began the trade at ₹265, up 86.61%, and ended at ₹228.40, up 60.84%.

PLATINUM IND JUMPS 29% IN DEBUT TRADE

SHARES OF PLATINUM Industries on Tuesday ended with a premium of over 29% against the issue price of ₹171. The stock opened the trade at ₹228, up 33.33% on the BSE. It closed at ₹220.90, a gain of 29.18%. On the NSE, the stock listed at ₹225 with 31.57% gain over the issue price. It ended at ₹221.50 apiece, up 29.53%.

THIRTY BANKS JOIN RBI'S UNCLAIMED DEPOSITS PORTAL

THE RESERVE BANK on Tuesday said 30 banks are facilitating people to search their unclaimed deposits/accounts through UDGAM portal, and the remaining banks are in the process of getting on-boarded.

RUPEE ENDS FLAT AT 82.90 AGAINST DOLLAR

THE RUPEE SETTLED unchanged at 82.90 against the US dollar on Tuesday amid a strong greenback against major rivals overseas and a negative trend in equity markets. The currency remained under pressure due to volatile crude oil prices, according to forex traders.

JG CHEMICALS IPO SUBSCRIBED 2.46 TIMES ON DAY 1

THE IPO OF JG Chemicals got subscribed 2.46 times on the first day of subscription on Tuesday. The ₹251.2-crore initial share sale of the zinc-oxide manufacturer received bids for 2,00,55,244 shares, against 81,68,714 shares on offer, according to NSE data.

RK SWAMY IPO SUBSCRIBED SIX TIMES ON DAY 2

THE INITIAL PUBLIC offering of integrated marketing services firm RK Swamy received six times subscription on the second day of bidding on Tuesday. The ₹423.56-crore issue got bids for 4,94,64,550 shares, against 82,32,946 shares on offer, according to NSE data.

POPULAR VEHICLES TO FLOAT IPO ON MARCH 12

POPULAR VEHICLES AND Services, which is engaged in automotive dealerships, is set to launch its IPO on March 12. The initial share sale will conclude on March 14 and the bidding for anchor investors will open for a day on March 11.

MATRIX GAS RAISES ₹350 CRORE IN PRE-IPO ROUND

MATRIX GAS AND Renewables on Tuesday said it has raised ₹350 crore in the pre-IPO round to accelerate expansion of its gas business, acquisitions, and funding capital expenditure plans. Matrix is a Gensol Group company and is the fastest-growing green hydrogen infrastructure developer and natural gas aggregator.

AGENCIES financialexp.epapp.in

● FIRM APPROACHES REGULATOR FOR SPECIAL AUDIT

No ethical issues at play, says IIFL Finance MD post RBI step

AJAY RAMANATHAN
Mumbai, March 5

IIFL FINANCE MANAGING director Nirmal Jain on Tuesday said the Reserve Bank of India's measures are due to operational or procedural issues and ethical or governance issues are not at play.

"There are no governance or ethical issues at play. There are more operational or procedural issues that will be addressed with all our efforts and sincerity. We are taking immediate and comprehensive steps to address all concerns," Jain said in a conference call with analysts.

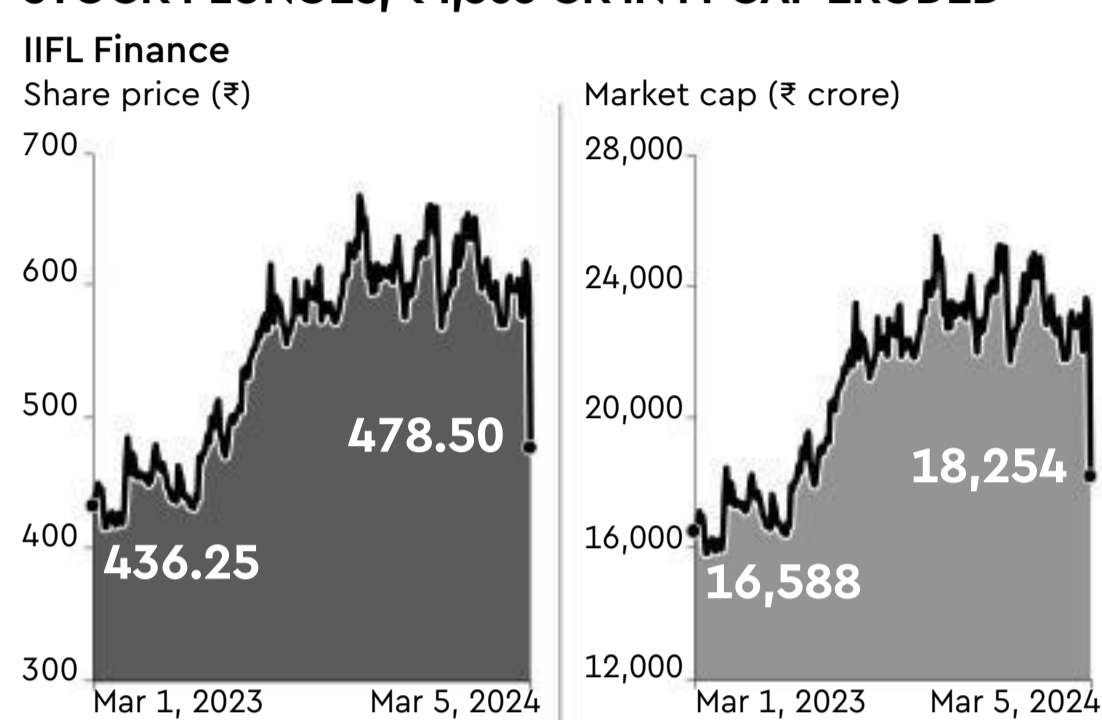
He added that IIFL Finance conducted e-auctions for gold as they were more transparent. However, the auction-notification charge has not been factored by the RBI, and that point may need to be clarified. "While (the) directive from (the) RBI appears a little harsh, (we) would like to express utmost gratitude to the regulator," he said.

The company has also approached the banking regulator for an urgent meeting, said Jain. "We have approached the RBI for a special audit to resolve issues... Hopefully, the special audit will happen sooner than later to check compliance."

The management expects the impact of the RBI's measures on the profitability to be limited in the near-term. Further, there won't be any impact on the recovery process.

In a notification on Monday, the RBI said certain material supervisory concerns were observed in the gold loan portfolio of the company. These include serious deviations in assaying and certifying purity and net weight of gold at the time of sanction of loans and at the time of

STOCK PLUNGES, ₹4,563 CR IN M-CAP ERODED



NIRMAL JAIN, MD, IIFL Finance



THERE ARE MORE OPERATIONAL OR PROCEDURAL ISSUES THAT WILL BE ADDRESSED WITH ALL OUR EFFORTS AND SINCERITY.

auction upon default, breaches in loan-to-value ratio, significant disbursement and collection of loan amount in cash far in excess of the statutory limit, non-adherence to the standard auction process, as well as a lack of transparency in charges being levied to customer accounts.

"These practices, apart from being regulatory violations, also significantly and adversely impact the interest of customers," the notification said.

Addressing concerns over deviations in certifying the purity and net weight of gold, Jain clarified that gold testing is a manual and subjective process, and is done at branches. Here, the company's audit team tends to be more conservative in fixing value and this may differ from how branches look at the value of gold.

"At the time of disbursement at the branch level, based on the branch assessment given to the customer,

there has not been a single case of LTV breach," Jain said, adding that the company is making its systems stronger to minimise deviations.

The company has co-lending arrangements with multiple entities, including DCB Bank, for gold loans. DCB Bank said in an exchange filing that portfolio performance has been satisfactory. "We have due diligence process to give us a reasonable assurance on the co-lending portfolio," the bank said.

Nevertheless, these clarifications failed to assuage investors, as shares closed Tuesday at a 20% lower circuit on the National Stock Exchange. The stock closed at an eight-year low of ₹477.75 and the market capitalisation fell by ₹4,563 crore to ₹18,254 crore. On the other hand, shares of peers Muthoot Finance and Manappuram Finance witnessed gains.

IIFL Finance is the second-biggest non-banking financial company in the gold loan segment,

with a portfolio of ₹24,692 crore as on December 31. This constitutes 32% of its overall assets under management.

"We believe this (RBI measure) is a major negative setback for IIFL as gold loans constitute ~32% of its AUM mix and a large proportion of co-lending done by the company was in the gold loan segment," brokerage firm Motilal Oswal Financial Services said in a report on Tuesday. The brokerage said since these are process-related lapses, the company can work with the regulator to rectify its observations.

In the conference call, Jain said the company has adequate liquidity and will continue to collect repayments. "Till this issue is resolved, we will continue to collect money from repayments. We are adequately covered on liquidity and we do not see any challenges in the foreseeable future. We will also try to cross-sell other products from these branches," he said.

Lax compliance attracted RBI scrutiny of gold loan firms

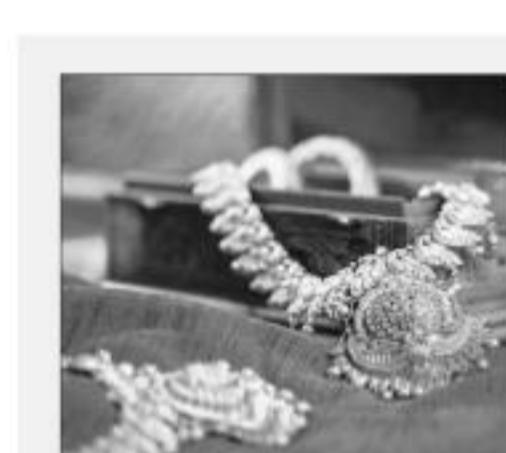
SACHIN KUMAR & AJAY RAMANATHAN
Mumbai, March 5

LAXITY IN COMPLIANCE with prudential norms by some banks and NBFCs following the sharp rise in the gold loan portfolio over the past four years may have attracted the scrutiny of the Reserve Bank of India (RBI).

Banks' loans against gold jewellery have soared 206% to ₹1 trillion at the end of the third quarter of the current fiscal, from ₹33,257 crore at the end of FY20, while assets under management of the top three gold loan NBFCs have risen by 71% to ₹1.14 trillion from ₹66,925 crore.

"The last few years were very good for the gold loan business and companies tend to overlook compliance-related norms to meet targets. When the growth in any vertical is very high, it catches the attention of the banking regulator," a senior bank official told FE.

A consistent rise in prices has helped banks and NBFCs to grow their business as higher prices of the yellow metal enable customers to get more value for their jewellery.



BRISK BUSINESS

■ Banks' loans against gold jewellery have soared 206% to ₹1 trillion at the end of Q3FY24

■ In the urge to expand business, there is a tendency to dilute compliance norms about valuation, assessment of purity and weight

Experts say the pandemic also benefited the gold loan business as people pledged their jewellery with banks and gold loan firms to get funds to meet necessary expenses.

"In the urge to expand business,

there is a tendency to dilute compliance norms about valuation, assessment of purity and weight of gold. The rules regarding the margin to be maintained by way of loan to value of the gold are also likely to be violated in some cases," said Jyoti Prakash Gadia, managing director at Resurgent India. "As transactions are more prone to be in cash for the purchase of gold as also the utilisation of loan proceeds, violations in this respect are also possible."

The regulatory and supervisory framework, therefore, needs to be robust to avoid any ballooning as earlier happened in the case of personal loans. Representatives of NBFCs say gold loan companies are swift and present in those areas where banks do not operate.

"If a customer has required documents, he can get gold loan in 20-30 minutes. NBFCs' turnaround time is better than most of the banks," said Krishnan R, director and CEO, Unimoni Financial Services. The trajectory of gold in the past four years shows prices have only gone up, encouraging people to pledge gold to meet their personal or business needs, he added.

Gold surges ₹800 to hit record high of ₹65,000

GOLD PRICES ON Tuesday surged ₹800 to hit a fresh record high of ₹65,000 per 10 gram in the national capital amid strong global trends, according to HDFC Securities. In the previous close, the precious metal had closed at ₹64,200. Silver rallied ₹900 to ₹74,900 per kg.

"Spot gold prices (24 carats) in the Delhi markets are trading at ₹65,000 per 10 gram, up by ₹800, taking bullish cues from the overseas markets. In domestic markets, spot gold hit a new all-time high of ₹65,000 on Tuesday," Saumil Gandhi, senior analyst of commodities at HDFC Securities, said.

"Gold prices experienced an uptick driven by growing speculation that the US Fed will cut interest rates in June, thus gain of more than ₹2,400 was seen in MCX in last three days. The rise was also fuelled by signs of slowing industrial and construction spending in the US, coupled with a decrease in inflationary pressures," Jateen Trivedi, VP — research analyst at LKP Securities, said.

—PTI

Tata Sons may be valued at ₹7-8 trn in IPO

RAJESH KURUP
Mumbai, March 5

TATA SONS, THE investment-holding arm of Tata group companies, could fetch valuation of ₹7-8 trillion in an initial public offering (IPO), based on the current market capitalisation of group firms, according to a report.

The market value of Tata Sons' listed investments is estimated at ₹16 trillion. The group could derive another ₹1-1.5 trillion of value from unlisted investments and step-down subsidiaries such as Tata Technologies, Tata Metalliks and Rallis, according to a report by investment banking firm Spark PWM.

Investors are likely to give a holding company a 30-60% discount when calculating the equity value, and Tata Sons' value would be ₹7.8 trillion, factoring a 60% discount, it said.

Four group companies — Tata Motors, Tata Chemicals, Tata Power and Indian Hotels Company (IHCL) — hold ownership in Tata Sons. The only realistic way for potential value unlocking of Tata Sons stake is through Tata Chemicals wherein the ownership is about 80% of the company's market capitalisation. The stake is worth about 16-21% of the mcap for the other three companies, it said.

According to Reserve Bank of India regulations, it is mandatory for an upper-layer NBFC to list within three years of the notifica-

tion. On September 14, 2023, the RBI had notified 15 companies, including Tata Sons, under this category. The holding company would now have to list on the bourses by September 2025.

"There are multiple levers of value available from unlisted investments as the group is entering into new-age segments such as semi-conductors (Tata Electronics)," it said. The IPO could likely lead to the simplification of the group holding structure.

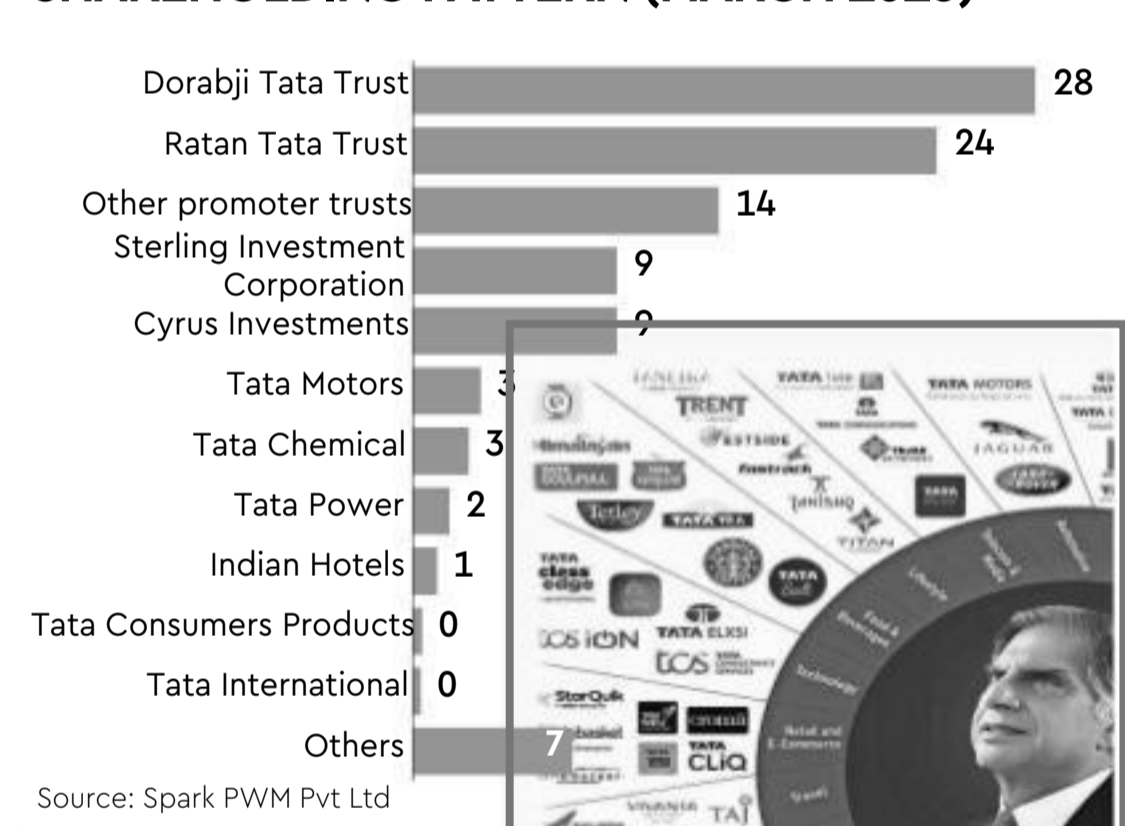
"We believe that about 80% of Tata Sons' holdings might not be monetisable, but the process of restructuring could trigger a re-rating," it added.

A majority stake in Tata Sons is held by philanthropic trusts of the group, with Sir Dorabji Tata Trust and the Sir Ratan Tata Trust being the biggest among them. Sir Dorabji Tata Trust holds a 28% stake, Sir Ratan Tata Trust a 28% stake and other promoter trusts hold a 14% stake as of March 2023.

Sterling Investment Corporation and Cyrus Investments hold 9% stake each. The group also has several cross-holdings, with Tata Motors and Tata Chemicals holding 3% each, Tata Power Company 2% and IHCL 1% stake.

An earlier report by Kotak Securities said Tata group was considering selling a 5% stake in Tata Sons through the IPO to raise about ₹55,000 crore at an estimated valuation of ₹1.1 trillion.

SHAREHOLDING PATTERN (MARCH 2023)



mPokket raises up to ₹500 cr in debt from BPEA Credit

FE BUREAU
Mumbai, March 5

DIGITAL LENDING PLATFORM mPokket has raised up to ₹500 crore in debt capital from private credit platform of BPEA Credit, the company said in a press release.

The funds will be used to meet the growing credit demand from mPokket's registered customer base while accelerating product development in the career accelerator and insurance verticals, which have seen a surge in demand the young customer base that stands at 24 million.

The company offers credit,

insurance and career acceleration products to under-served youth, including working professionals and self-employed individuals.

Founded in 2016, mPokket has delivered healthy profit margins for seven consecutive years. In April 2023, the company received a 'BBB Stable' rating from CRISIL.

"The partnership with BPEA Credit strengthens our mission of building the consumer credit economy in India with high affinity financial security and income expansion offerings for our growing young customer base" founder and chief executive officer Gaurav Jalan said in a statement.

● RAMESH IYER, MANAGING DIRECTOR, MAHINDRA & MAHINDRA FINANCIAL SERVICES

'Achieving 2.5% RoA target by FY25 could be a challenge'

NBFC major Mahindra & Mahindra Financial Services (M&M Finance) will likely achieve key targets on most business parameters set under the Vision 2025 goals, but attaining 2.5% return on asset (RoA) could be a challenge, MD and vice chairman Ramesh Iyer tells Piyush Shukla in an interaction. *Excerpts:*

Analysts say while most parameters of Vision 2025 goal could be achieved, RoA of 2.5% will be a challenge. Your view? Our first aim is to sustain 2% RoA before talking about the 2.5% target. Taking the RoA from 2% to 2.5% will mean improving the net interest margin (NIM) at least by 20 bps, which depends on the borrowing cost coming down. Secondly, the operating expenditure has to come down from 2.8% to 2.6%, but currently we are investing in technology as it makes us future ready. So for 2025, hitting 2.5% RoA can be challenging, but we will definitely be between 2% and 2.5%.

Liquidity conditions continue to remain tight. Do you anticipate funding costs to rise? Availability of funds is not a challenge for us, and we are not relooking at disbursement growth or other things. We are able to mobilise deposits of ₹300-400 crore each month. As far as interest rates are concerned, we had said in April 2023 that we foresee rates coming down during the festival season. Unfortunately, that did not happen and interest rates went up.

We do not see rates coming down in the next two-three quarters, it will stay where it is. If this happens, cost of funds will remain elevated for all players

What products are you focusing on to improve yields and

and it builds some pressure on the NIM. Our NIMs are around 6.7%, and as we had increased lending rates just a month back, the NIM should be around 7% for the March quarter. It would go up to 7.2%-7.25% only when borrowing cost comes down.

Are lower-rated NBFCs seeing hesitancy from banks for loans after hike in risk weights? Higher risk-weightage is largely associated with unsecured lending. When someone's book consists only of unsecured loans, banks probably will ascer-

tain the risk angle before deciding on the quantum of loans to be sanctioned. Based on my interaction with industry members, nobody is complaining of the ability to raise funds so far, including lower-rated NBFCs.

Credit cost moderated sequentially but was up 50 bps YoY at 1.2% in Q3. Will it further improve in Q4? The second half of the financial year has always been the best period for us. However, we have seen a continued improvement in credit cost in each quarter of FY24. We do believe that the market continues to remain very positive, with cash flows improving in infrastructure, agriculture and tourism sectors. This should reflect in buoyancy of demand for loan products as well as the ability of customer to repay. We believe the business will continue to grow well because elections will uplift rural buoyancy. We think that we are cruising extremely well towards our 2025 vision document.

WE DO NOT SEE RATES COMING DOWN IN THE NEXT TWO-THREE QUARTERS... IF THIS HAPPENS, COST OF FUNDS WILL REMAIN ELEVATED FOR ALL THE PLAYERS

International

WEDNESDAY, MARCH 6, 2024



● FINANCIAL AID FOR UKRAINE

Emmanuel Macron, French President

We support this initiative and we are ready to contribute to it. I think that in this context it could be done bilaterally, it could be done in cooperation with third parties, with bilateral financing or European funding.

IN THE NEWS

FACEBOOK AND INSTAGRAM DOWN ACROSS GLOBE

META PLATFORMS-OWNED FACEBOOK and Instagram were down for hundreds of thousands of users across the globe on Tuesday, according to outage tracking website DOWNDETECTOR.COM. The disruptions started around 10:00 am ET, with more than 300,000 reports of outages for Facebook and 40,000 reports for Instagram, reported the website.

RUSSIA, CHINA MULL NUKE PLANT ON THE MOON

Russia and China are considering putting a nuclear power plant on the moon from 2033-35, Yuri Borisov, the head of Russia's space agency Roscosmos said on Tuesday, something he said could one day allow lunar settlements to be built.

JETBLUE, SPIRIT CALL OFF THEIR \$3.8 BN MERGER

JETBLUE AIRWAYS AND Spirit Airlines scrapped their \$3.8-billion merger agreement on Monday, with the low-cost carriers saying there was no path forward after a US judge blocked the deal in January on anti-competition concerns.

PHILIPPINES SUMMONS CHINESE DIPLOMAT

THE PHILIPPINES SUMMONED China's deputy chief of mission in Manila on Tuesday to protest what it called "aggressive actions" by Chinese naval forces against a resupply mission for Filipino troops stationed on a South China Sea shoal.

TEMASEK IN TALKS TO INVEST IN OPENAI

SINGAPORE'S TEMASEK IS in discussions to invest in Microsoft-backed artificial intelligence company OpenAI, the Financial Times reported on Tuesday, citing two people familiar with the matter. Senior executives at Singapore's state investment firm have met ChatGPT maker's CEO, Sam Altman, multiple times in recent months, the report added. OpenAI did not respond.

SPACEX FACES HEARING ON FIRED ENGINEERS

ROCKET MAKER SPACEX on Tuesday will appear before a U.S. labor board judge to face claims that it fired eight engineers for criticizing CEO Elon Musk and accusing him of sexist conduct in a letter to company executives.

AGENCIES

● PREMIER LI QIANG TARGETS GROWTH OF ABOUT 5% THIS YEAR

China sets robust economic growth goal

Fiscal deficit was set at 3% of economic input

KEITH BRADSHER, ALEXANDRA STEVENSON & CHRIS BUCKLEY March 5

CHINA'S TOP LEADERS set an ambitious goal for economic growth in 2024 as they tried to bolster conviction in an economy facing its biggest challenges in decades.

But they announced only modest measures to stimulate growth, refraining from the kind of bold moves the business sector has been looking for to address a property crisis, a loss of confidence among Chinese households and wariness by investors.

Premier Li Qiang, the country's No. 2 official after Xi Jinping, said in his report on Tuesday to the annual session of the legislature that the government would seek economic growth of "around 5%." That is the same target that China's leadership set for last year, when official statistics ended up showing that the country's gross domestic product grew 5.2%.

The central government's programme for spending showed little change. The fiscal deficit was set at 3% of economic input — the same target as early last year. Last year's deficit was eventually raised to 3.8% to accommodate more borrowing, something the government signaled could happen again in 2024.



Premier Li Qiang delivers the work report at the opening session of the NPC at the Great Hall of the People in Beijing, on Tuesday. REUTERS

iPhone sales in China fall 24%

APPLE'S IPHONE SALES in China fell 24% year-on-year in the first six weeks of 2024, according to research firm Counterpoint, as the US company faced increased competition from domestic rivals such

as Huawei.

Chief competitor in China, Huawei, saw unit sales rise by 64% in the period, according to the report. This could fan fears of a slowdown in demand for the US company. —REUTERS

The deficit is important because the more the government borrows, the more it can spend on initiatives that could boost the economy.

Conspicuously missing from the premier's agenda and budget documents released Tuesday was a move to shore up the country's social safety net or introduce other policies, like vouchers or coupons, that would directly address Chinese consumers' very weak confidence and unwillingness to spend money.

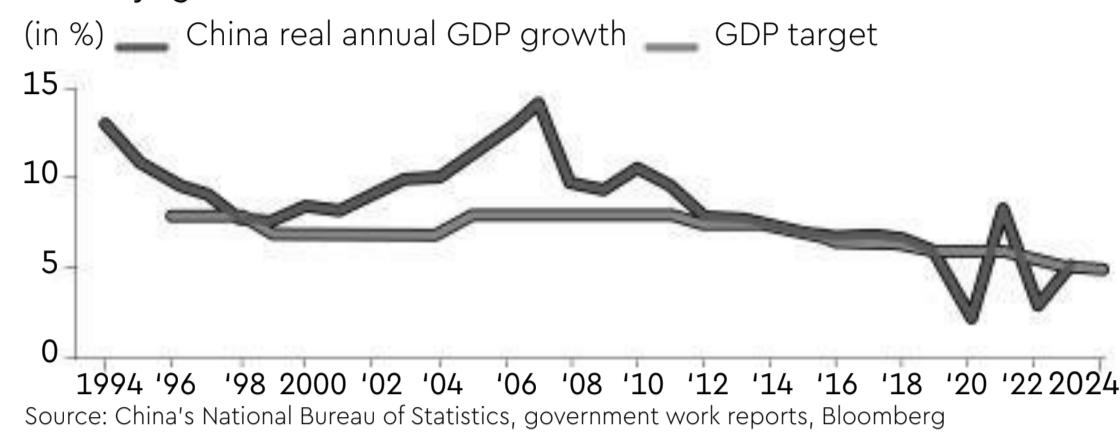
"There's a lot of positive noises

for the economy, but not a lot of concrete proposals for how to resolve the country's growth difficulties," said Neil Thomas, a fellow at the Center for China Analysis of the Asia Society.

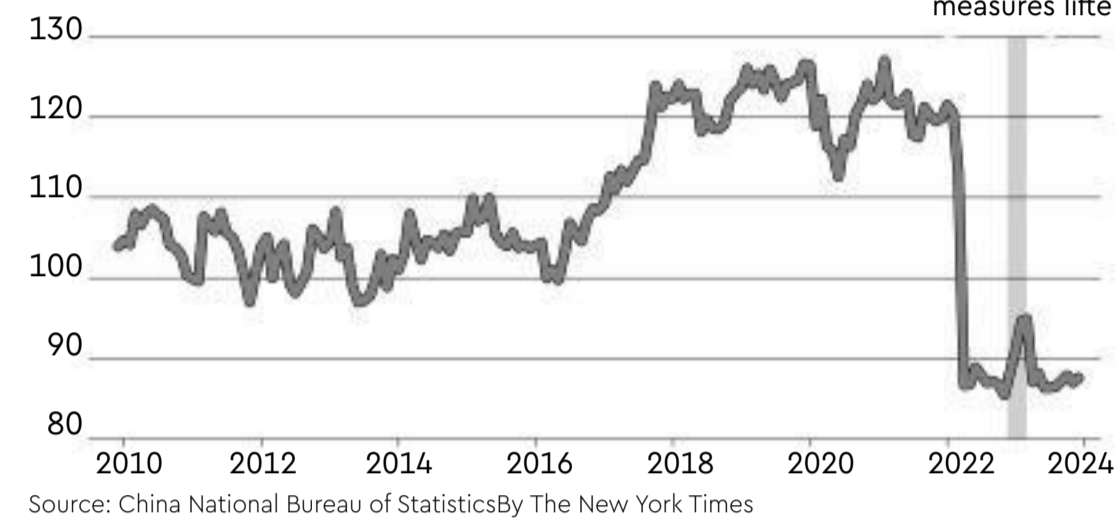
Some economists question whether growth was actually as high last year as China claims. In addition, last year brought a modest rebound because stringent "zero Covid" measures were in place until December 2022. Achieving the same growth this year, without the

FORECASTS GROWTH OF 5% THIS YEAR

Target will be harder to reach this year as housing market struggles and Beijing tries to reduce debt



CONSUMER CONFIDENCE INDEX



Alibaba backs \$2.5 bn AI firm in second big 2024 deal

ALIBABA GROUP IS leading a financing round of at least \$600 million for Chinese AI startup MiniMax, spearheading its second major deal in the space this year as it unleashes capital in pursuit of growth.

The two-year-old firm has secured funds from Alibaba and other investors at a valuation of more than \$2.5 billion, according to people familiar with the matter.

The fundraise remains in progress but Alibaba and HongShan have committed to the financing, one of the people said, asking not to be identified talking about private discussions.

—BLOOMBERG

China's growth goal, and the ways that the government is attempting to achieve it, are under intense international scrutiny this year.

Communist Party leaders are trying to restore confidence in China's long-term prospects and to harness new drivers of growth, such as clean energy and electric vehicles. Li's report also flagged new spending on artificial intelligence and a plan to "step up research on disruptive and frontier technologies." —NYT

Google rolls out changes for users

FOO YUN CHEE Brussels, March 5

ALPHABET'S GOOGLE ON Tuesday outlined changes to search results and new tools for apps developers to promote their products on third-party apps and rival app stores as part of efforts to comply with landmark EU tech rules seeking to curb Big Tech's power.

Designated as gatekeepers controlling millions of users and businesses' access to their platforms, Google, Amazon, Apple, Microsoft, Meta and TikTok owner ByteDance will have to be compliant with the Digital Markets Act (DMA) on March 7.

The company had announced some of the changes applicable only to users in Europe in January and has subsequently tweaked some of them in response to feedback from EU antitrust regulators, users and apps developers.

Changes to search results mean large intermediaries and aggregators will get more traffic while hotels, airlines, merchants and restaurants will get less, Google said in a blogpost. Users will be asked for their consent to allow Google to share their data across Google products and services.

App developers will be able to use alternative billing systems and not just Google Play's billing while a new programme will allow them to directly lead European users outside the app to promote their prod-



AS EU TECH RULES LOOM

■ Google, Amazon, Apple, Microsoft, Meta and TikTok owner ByteDance will have to be compliant with the Digital Markets Act on March 7

■ Changes to search results mean large intermediaries and aggregators will get more traffic while hotels, airlines, merchants and restaurants will get less

ucts. Google will also launch data portability software in Europe this week, making it easier for developers to move user data to a third-party app or service.

—REUTERS

Musk loses world's richest person title to Jeff Bezos

TOM MALONEY & ANNIE MASSA March 5

FOR THE FIRST time in more than nine months, Elon Musk is no longer the world's richest person. Musk lost his position atop the Bloomberg Billionaires Index to Jeff Bezos after shares in Tesla tumbled 7.2% on Monday. Musk now has a net worth of \$197.7 billion; Bezos' fortune is \$200.3 billion.

It's the first time that Bezos, 60, the founder of Amazon, has topped Bloomberg's ranking of the richest people since 2021.

The wealth gap between Musk, 52, and Bezos, which at one point was as wide as \$142 billion, has been shrinking as Amazon and Tesla shares move in opposite directions. While both are among the so-called Magnificent Seven stocks that have propelled US equity markets, Amazon shares have more than doubled since late 2022 and are within striking dis-



tance of a record high. Tesla is down about 50% from its 2021 peak.

Tesla shares fell on Monday after preliminary data showed shipments from its factory in Shanghai slumped to the lowest in more than a year. Amazon, meanwhile, is coming off its best online sales growth since early in the pandemic.

Pay Package

Musk's wealth could take a further hit after a Delaware judge struck down his \$55 billion pay package at Tesla, where he's chief executive. The decision took the side of an investor who'd challenged Musk's compensation plan, which had been the largest in history.

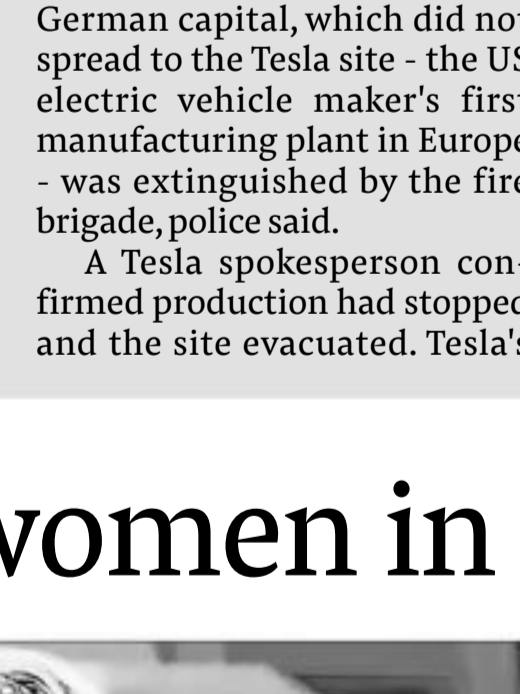
Options that were included in the voided plan are one of Musk's largest assets, alongside his stakes in Tesla and SpaceX. The Bloomberg index continues to include them in its calculations of his wealth. The vast majority of Bezos's fortune comes from his 9% stake in Amazon. He's the online retailer's largest shareholder.

For Bezos, being atop the wealth rankings is a familiar perch. He first overtook Microsoft co-founder Bill Gates as the world's richest person in 2017. But a massive rally in Tesla shares left Bezos jockeying with Musk for much of 2021 for the top spot. —BLOOMBERG

Suspected arson: Tesla Germany halts work

TESLA'S EUROPEAN GIGAFACTORY near Berlin halted production and was left without power after what CEO Elon Musk called an "extremely dumb" suspected arson attack that set an electricity pylon ablaze close to the site early on Tuesday.

The blaze southeast of the



German capital, which did not spread to the Tesla site - the US electric vehicle maker's first manufacturing plant in Europe - was extinguished by the fire brigade, police said.

A Tesla spokesperson confirmed production had stopped and the site evacuated. Tesla's

Frankfurt-listed shares were down 2.8% 1308 GMT. Local media published a letter purportedly from a far-left activist organisation called the Volcano Group that claimed responsibility for the incident, in a 2,500-word attack on Tesla and its billionaire CEO Musk. —REUTERS

Barbie ruled BO, but 2023 was tough for women in Hollywood

NICOLE SPERLING March 5

WHEN GRETA GERWIG did not receive an Oscar nomination last month for best director for "Barbie," despite the film's nod for best picture and its status as a global box office phenomenon, the news revived scrutiny over gender diversity among the Academy of Motion Picture Arts and Sciences' membership.

The directors' branch, which chooses the five nominees for that Oscar category, is 25% female. Over all, 34% of the academy's more than 10,000 members are women. "The academy, like our industry, should reflect the world in which we live," said David Heyman, a producer of "Barbie." "The fact that it doesn't is just wrong."

In 2016, the academy — reacting to the #OscarsSoWhite backlash after two straight years of all-white acting nominees — announced its A2020 initiative, meant to double the number of women and people

of colour among its membership within five years. In June 2020, it said it had achieved those goals.

Since then, however, the percentage of women in the academy has grown by one point, to 34%. (Academy members may choose not to identify as a man or a woman. Other choices include "agender," "nonbinary," "other," "prefer to self-describe" and "prefer not to say.") The percentage of people of colour has dropped one point, to 18%.

In an effort to maintain its roughly 10,000-member size, the academy has reduced the number of people it has admitted annually in recent years, from a high of 928 in 2018 to an average of 397 a year since 2020.

In an interview, Meredith Shea, the academy's chief membership, impact and industry officer, said she was not satisfied with the current makeup of the members, but added that the executive committee of each branch was "still looking at increasing representation across the board."

"I'm taking a new look at what we need to do and the steps that need to be taken," Shea said. "There's 18 different branches that reflect different industries. So it's looking at what you need to do in visual effects — are we creating a pipeline



Barbie received eight nominations over all, including a nod for director Greta Gerwig and Noah Baumbach in the best adapted screenplay category. PHOTO COURTESY: WARNER BROS

program there? What's happening in costume and makeup is not what's happening in some of our other disciplines.

"Nothing is slowing, nothing is stopping," she added. "It's just making sure that we're doing this right

and holistically, because it's never going to be one size fits all."

The directors' branch is led by two women, Ava DuVernay and Susanne Bier. Only eight women have ever been nominated for best director, including Jane Campion twice and

Justine Triet this year. Gerwig is one of them, having been recognised for "Lady Bird" in 2017. Three women have won the award: Ms. Campion, Kathryn Bigelow and Chloé Zhao. Two women have been nominated in the same year just once: Zhao and Emerald Fennell in 2021.

The academy has noted that, for the first time, three films nominated for best picture this year were directed by women: "Barbie," Triet's "Anatomy of a Fall" and "Past Lives," which was directed by Celine Song. And in each of the past five years, at least one best picture nominee has been directed by a woman.

"Barbie" received eight nominations over all, including a nod for Gerwig and Noah Baumbach in the best adapted screenplay category. Some branches: makeup and hair, casting directors and costume designers, are dominated by women. The three that feature the fewest women are sound (15%), visual effects (12%) and cinematographers (11%). —NYT

Republican prez battle: Haley trails far behind Trump



Nikki Haley

LALIT K JHA Washington, March 5

INDIAN-AMERICAN REPUBLICAN presidential candidate Nikki Haley is trailing far behind her rival Donald Trump, who is most likely to emerge as the presumptive nominee after the Republican Party's crucial Super Tuesday contest. Trump and Haley were campaigning vigorously in various Super Tuesday states, making a last-minute pitch to the Republican voters.

Super Tuesday is an important new phase of presidential primaries when the early contests are over, and voters from multiple states cast ballots in primaries timed to occur on the same date.

RealClearPolitics, which keeps track of all national polls, reported that 77-year-old former president Trump was leading by more than 60 percentage points on average in various national polls.

No political pundit is giving Haley, 51, any chance against Trump, the most popular politician in the Republican party in recent times. Despite facing scores of legal battles and embarrassing indictments, Trump is attracting thousands of Republicans to his rallies, while the numbers at Haley's events are far less.

On Super Tuesday, Republican presidential primaries are being held in California, Texas, North Carolina, Tennessee, Alabama, Virginia, Oklahoma, Arkansas, Massachusetts, Utah, Minnesota, Colorado, Arkansas, Maine, and Vermont.

More than a third of all the Republican delegates are at stake on Super Tuesday, the biggest haul of any date on the primary calendar.

To win the presidential nomination of the Republican party, either of the two candidates needs 1,215 delegates, who are elected during the primaries.

So far, Trump has 244 delegates in his kitty, while Haley's strength stands at 43. —PTI

Opinion

WEDNESDAY, MARCH 6, 2024



INDIA AND SPACE

Union minister Jitendra Singh

“Even though talent was never lacking in the country, the missing link of enabling milieu was created...With the opening up of the Space sector, the common masses have been able to witness the launch of the mega space events

Don't hyper-regulate

Prior govt permission to launch AI-based models is uncalled for as it will only stifle innovation

THERE'S NO DOUBT that Google's generative AI platform Gemini has faltered big time. Being a tech major, a lot better was expected from a company which employs top global talent. However, the lack of proper data sets and improper training saw the platform generating several responses which were seen to be highly biased and inaccurate. Google has been prompt in acknowledging its mistake and has apologised stating that the model is still under development. In the process, however, it has done a great disservice to smaller firms, particularly startups which are in the process of developing AI-based models. It's thus amply clear that the industry, which boasts of such marquee names should behave more responsibly.

But one had clearly expected better from the government as well. The advisory issued over the weekend warning platforms against generating biased content, was uncalled for several reasons. It could have simply asked for mandatory labeling and disclaimers about the possibility of the content being unreliable. Instead, the government issued a directive that platforms need to seek the government's permission before deploying generative AI models or algorithms. The startup world rightly went into a tizzy as this would result in slowing down the speed at which innovations take place in the tech world. The language of the advisory was also very general in nature, thereby confusing the industry regarding its applicability, forcing the minister of state for electronics and IT to clarify that it would not apply to startups but only to large platforms.

The clarification, of course, did not help because the definition of what's a startup is not provided in the advisory. Also there is no answer to the question of what happens if a generative AI model developed by a startup also throws biased responses as Google's Gemini. The communications & IT minister clarified later that the advisory is restricted to social media platforms and not for platforms which develop models for sectors like health, agriculture, etc. If that's the case, then the advisory should have made it clear. It is also unclear which government body will be in charge of decisions to grant permission, what criteria it would use, etc. The government getting worked up with algorithmic bias seems rather strange. Artificial intelligence is not exactly about intelligence; it's about training. Just as a child is trained not to touch a flame of a candle, the models need to be trained how to answer queries which are subjective in nature, which was clearly not the case with Google's Gemini. However, the government should have known better rather than expecting that such models will be foolproof. The government certainly needs to be vigilant ahead of the parliamentary elections as biased content can vitiate the electoral atmosphere. However, misinformation can be countered by providing correct information. Just as the government has been able to sensitise people that what circulates on WhatsApp groups should not be treated as authentic and needs to be verified, the same can be done for AI-generated content.

The IT Act gives sweeping powers to the government in terms of blocking or removal of unlawful and undesirable content. Intermediaries which do not follow the directives run the risk of losing legal immunity provided to them under the Safe Harbour clause and can be criminally prosecuted. Armed with such supreme powers, certainly any advisory mandating prior permission of the government to launch models is unwarranted. The government should withdraw this part.

REGULATION FOR PROGRESS

FINANCIAL REGULATORS NEED TRANSPARENCY AND GRIEVANCE REDRESSAL FOR THE \$5 TRILLION DREAM

Tackling regulatory opacity

IN INDIA, THE financial regulatory landscape has burgeoned with the emergence of bodies like RBI, Sebi, IRDA, Pension Fund Regulatory and Development Authority (PFRDA), and Forward Markets Commission (FMC), with talks of more in the pipeline. These regulators wield significant powers, from shaping policy to enforcing regulations, punishing non-compliance, and developing the market of the allocated jurisdiction. Nevertheless, opacity in functioning, regulatory gaps, overlaps, inconsistencies, and instances of regulatory arbitrage persist, posing obstacles to India's journey towards a \$5 trillion economy.

In 2013, India's regulatory governance discourse escalated with the report of the Financial Sector Legislative Reforms Commission. It likened statutory regulators to mini-states, advocating for accountability mechanisms due to their substantial legislative, executive, and judicial powers.

Enhancing transparency and reducing opacity

The recent Regulations Review Authority 2.0 (RRA) report offers valuable recommendations for enhancing the regulation-making process. Formed in April 2021 to streamline RBI's regulations, the RRA recognised that preparing regulatory or supervisory instructions is akin to legislative drafting, which is both an art and a science. Weak regulations invite judicial scrutiny. In 2019, the Supreme Court amended RBI's master circular on wilful defaulters, adding procedural safeguards for borrowers. Then, in 2020, it overturned an RBI circular prohibiting regulated entities from dealing in virtual currencies.

Emphasising the need for clarity, the Financial Sector Legislative Reforms Commission in 2013 recommended that the regulator be required to articulate the objective of the regulation, a statement of the problem or market failure that the regulation seeks to address, and analyse the costs and benefits associated with the proposed regulation.

AMAR PATNAIK

The author is an MP
Views are personal



They must be accompanied by a press release with the necessary background so that they are easily understood and unambiguously interpreted.

Furthermore, it has been reiterated that regulatory instructions should be issued only after public consultation, except if they are urgent or time-sensitive. Regulations carry economic costs for stakeholders. Therefore, greater certainty and predictability in regulation enable them to plan their business activities better. Conversely, regulations and diktats that come as a surprise send stakeholders into a tizzy and affect the ease of doing business.

Additionally, regulatory bodies must do away with the paternalistic urge to regulate every facet of the economy. As the Economic Survey 2020-21 pointed out, attempting to create regulations that cover all uncertainties proves impractical, leading to ineffective regulations despite good procedural compliance. It also shifts market activity toward unregulated entities where the potential for regulatory arbitrage is higher.

Periodic review

Regulators, though independent, are part of the executive and answerable to the legislature. Current parliamentary standing committees do not inherently scrutinise various sector regulators signaling a need for reform. A systematic mechanism is required for a periodic review of the regulations and working of the regulators. Furthermore, the RBI is not

subjected to audit by the CAG, unlike other financial sector regulators such as Sebi, IRDA, and PFRDA. The CAG does not perform performance audits of these regulators either. In its absence, the Parliamentary Committees should be empowered to periodically review the rules and regulations notified by the regulator, including decision summaries, compliance status, and methods for soliciting public input. This process is similar to how the Bank of England submits reports to the Treasury Committee and provides evidence on those reports.

The legislation governing statutory regulators should be revised to incorporate transparency as a statutory requirement, modeled after Section 11(4) of the Telecom Regulatory Authority of India Act, 1997. Additionally, once in five years, a body of reputed experts should be constituted to propose guidelines for the evaluation of the regulator for the next five years.

Removing opacity by grievance redressal mechanisms

While regulators demonstrate proactiveness in guidelines and policies, there are notable gaps in the licensing process. Ambiguities persist in processing timelines for license applications, the removal of imposed restrictions, and the interpretation of regulations. Regulatory bodies often lack a dedicated mechanism for addressing the grievances of entities. Currently, there are no response timelines for new licenses. There are no

avenues for updates either. Many license-seekers wait indefinitely for the issue of a license. They are unaware of the defects in their applications for a long time. Enforcement action is often one-sided without adequate notice and guidance, particularly to start-ups promoted by NRIs resulting in demoralising them and killing the innovative spirit driving India's current growth.

This absence of grievance redressal mechanisms acts as a significant bottleneck that disproportionately impacts startups. While recognising this problem, the Union Budget for FY24 emphasised the necessity to simplify, streamline, and minimise compliance costs by financial sector regulators. To achieve this, a secure web-based centralised portal called PRAVAAH (Platform for Regulatory Application, Validation, and Authorization) has been mooted by the government, the effectiveness of which remains to be seen.

Additionally, there is a need to institutionalise grievance redressal protocols with publicly defined timelines and forums wherein entities can inquire about their next steps and receive timely, informative responses. Entities should be empowered to onboard the regulatory sandbox so that they have exposure to the nitty gritty of the country's regulations in a test environment before entering the market in a full-fledged manner.

The way forward

While the independence of these entities is vital for economic development, there is an equally essential need for transparency. To realise the vision of a \$5 trillion economy, it is imperative to cultivate a regulatory environment that not only supports entrepreneurship, innovation, and risk-taking, but also ensures financial stability and safeguards the interests of investors and consumers. This regulatory landscape should be particularly favorable to startups and businesses, fostering an atmosphere conducive to their growth and success and this can only be achieved if these bodies are transparent and accountable in their functioning.

Apple's \$2 billion fine heralds an antitrust dawn

ANOTHER DAY, ANOTHER multibillion-dollar regulatory fine from Europe that will barely dent the balance sheet of a technology giant. Only this time the European Commission's \$2 billion penalty against Apple Inc. marks the end of an old, clunky era, and the start of a new one where trust-busters can be quicker and more efficient in policing Silicon Valley's biggest companies. Their secret weapon: a new law called the Digital Markets Act (DMA). It finally comes into force on March 6, when six companies designated as "gatekeepers" will have to comply with its 22 rules.

Apple's case is a prime example of how things will change after this week. Its €1.8 billion (\$2 billion) penalty comes after an old complaint from Spotify Technology SA over the alleged stranglehold of Apple's App Store. The fine is barely a scratch for Apple, which made \$120 billion in first-quarter sales, but it symbolizes a new approach for Europe's antitrust regulators, who already take more action against tech firms than their US counterparts. Now they can do more with less to challenge the growing dominance of tech firms worth north of \$10 trillion.

The first reason is the DMA law itself. Until now, the European Commission has had to spend years gathering evidence and proving the anticompetitive effects of tech firm's behaviour in their cases. European law says you can only prohibit conduct if you can prove, with empirical evidence, that it has hurt consumer welfare. The result: Cases take years and are painfully expensive. But the DMA offers a new legal loophole. It doesn't require a detailed analysis of how a large company has caused consumer harm.

So as long as it can prove that a firm broke one of the law's 22 rules, the harm is presumed. That saves years of potential work.

One of the directives echoes the EU's complaint against Apple: that it blocked other companies like Spotify from telling users about lower-priced subscriptions available outside of their iPhone apps.

So why did the EU pursue an expensive five-year-long case when it could have used its shiny new enforcement tool, the DMA, in two days' time? One reason might simply be the sunk-cost fallacy on a case started a long time ago. Another might be to send a message that it will continue using traditional antitrust enforcement laws even though it has the DMA's rapid, cheap and blunt approach.

"I have my doubts it will," says Anne Witt, an antitrust scholar with EDHEC Business School. "Why would you spend so much more money when you have this other tool?" The DMA, in other words, is the future.

The Apple case and the new law spotlight an increasingly popular regulatory philosophy in Europe around fairness. For years, antitrust regulators in the US and Europe followed the doctrine of the Chicago School, which aims to support consumer welfare through market-driven outcomes. Under that, many of the mergers and business practices that seem monopolistic are also considered beneficial to consumers because they lead to supposedly lower prices and increased innovation. If Facebook is free and innovative, in other words, there's no harm done.

The European Commission said Monday that a big chunk of the harm Apple caused to consumers was a "non-monetary harm in the form of a degraded user experience." The reason? The company's behaviour had amounted to "unfair trading conditions." Call this a light entrée to the new era of the DMA, which has the fairness issue baked into its rules — the words "fair," "fairness" or "unfair" appear 90 times, offering a more up-to-date and thoughtful approach to the economic pitfalls of digital dominance.

Many officials in Brussels will no doubt say "good riddance" to lengthy court battles — like the one they now face with Apple, which says it will appeal Monday's ruling — and embrace the DMA's clear structure. But risks remain. The rules might inadvertently ban some innovative or competitive corporate activities or miss bad conduct that's not on its list of mandates.

Still: "[It's] as clear as any law can ever be," says Witt. Anything that makes regulation more transparent and effective, as well as quicker to catch up with technology as it whizzes ahead, is a step in the right direction.

Global farmer unrest



N CHANDRA MOHAN

The writer is an economics and business commentator based in New Delhi. Views are personal

Cultivators in India and Europe are restive as their incomes are under severe stress

Ahead of the forthcoming national elections, farmer unions, especially from Punjab, are again restive after they forced the ruling NDA regime to scrap three farm laws couple of years ago after a year-long agitation. There is a clear and present threat of protestors heading for the nation's capital if negotiations with government representatives remain stalemated. During the last couple of months, European farmers on tractors have also taken to the streets from France to Greece before the European Parliament elections in June. Farmers are a powerful electoral lobby both in India and Europe, where farm subsidies of €60 billion account for a third of the European Union's budget, and their ongoing protest makes for terrible optics before elections.

Farmer demands of course vary. But the dominant narrative of their global protest is that cultivation at the margin is getting increasingly unviable due to costlier inputs. They are exposed to the vagaries of climate change and extreme weather. Farming thus entails huge and growing risks but yields meagre incomes. While their costs of production have steadily risen, the prices paid to them have steadily fallen or at best stagnated. In other words, the terms of trade have deteriorated against agriculture, setting up the current confrontation between the countryside and town. As if all of this weren't bad enough, Europe's net zero policies and the Green Deal particularly hits farmers

as agriculture accounts for 10% of EU's greenhouse gas emissions.

In India, farmer demands are also similar to that of their earlier agitation, but their main demand is for a legal guarantee for minimum support prices for 23 crops to shore up their incomes. These farmers are from a region which was the biggest beneficiary of the Green Revolution since the late 1960s. The movement

made the country self-sufficient in wheat and rice as the government provided high-yielding seeds and fertilisers. MSPs were announced and the Food Corporation of India bought whatever farmers produced. They are much richer than their counterparts in the rest of the country as they operate relatively larger farm sizes. As such, relatively prosperous farmers protesting clearly testifies to the agrarian distress that stalks the land.

In Europe, French farmers have been demanding better incomes, less bureaucracy, and measures against foreign competition. The proximate cause for their unrest was the government's plans to reduce tax rebates on agricultural diesel. Although it backed down, the protests — comprising impoverished small farmers of the southwest — continued with their tractors blockading eight motorways

leading to the nation's capital to remind denizens to not ignore the people who toil to produce their food. For a country that is EU's leading agricultural producer, the farmer unrest poignantly highlights a fast-vanishing way of life as their population has drastically shrunk over time, with those remaining much older in age.

Greek farmers, for their part, have been adversely impacted by climate change and extreme weather. Last year, wildfires through the north wiped out a fifth of annual farm revenues. There was unprecedented flooding that inundated farmland in the central region, one of Greece's bread baskets. Farmers naturally demand compensation for damage from natural disasters besides tax-free fuel, debt reduction and protection from cheaper imports. The last-mentioned demand recurs throughout Europe as farmers are affected by cheaper grain imports from war-torn Ukraine and free trade agreements the EU is negotiating. These could lead to increased imports of meat and livestock products, driving down prices and lowering the incomes of EU farmers.

The tenacity of Indian farmers' demands that the MSP regime be legally guaranteed in writing is a red line for any government, regardless of its political

complexion. There is no way that this demand can be conceded as it entails a huge fiscal cost, although the ruling dispensation has secured some space to negotiate on their demands after the recent WTO ministerial 13 at Abu Dhabi. India's elusive quest for a permanent solution to the issue of public stockholding for food security purposes might be kicked down the road for the next ministerial, but it can claim that it retains full policy space for the benefit of farmers. But how far will it go, as its earlier efforts to extend to MSPs to five more crops were rejected by the farmers?

Similarly, in Europe, while there is a retreat on the planned increases in fuel taxes and some of the Green Deal measures like reducing pesticides, leaving part of the farmland fallow, or how hedge-grows should be tended, the question is how can this arrest the inexorable decline in small family farm holdings that account for the bulk of all farms in the EU? Even in France, while their numbers are dramatically shrinking, there is a process of consolidation underway with a significant presence of larger farms, where four out of every ten farms have at least 50 hectares, according to the European Parliamentary Research Service. The nation has some of the biggest agribusiness giants too. The global farmer unrest forcefully underscores the complexity of ensuring cheap food production together with decent incomes for those who till the land.

LETTERS TO THE EDITOR

Against corruption

In a remarkable judgement, a seven-judge SC constitution bench overturned a strange judgment from 26 years ago which concluded that legislators accepting bribes to influence their performance in the House were protected by the Constitution's articles on parliamentary privilege, triggering discomfort among subsequent benches. Finally, it was ruled that the

Constitution doesn't give a free pass to bribery, saying that the offence of bribery is complete when the legislator accepts one and no privileges can be invoked to escape prosecution. India's track record suggests conscience votes like in RS elections usually involve trade-offs but that was never provable in courts. In principle, SC has done the right thing. Reality is another matter. But the law needs to be based on principles. —Sanjay Chopra, Mohali

Neighbourhood turmoil

Apropos of "More of the same" (5th March), in the post-election scenario of Pakistan, the regime and democratic fragility remain intact. Nothing has changed for India, or even the West Asian perspective. In the first statement after taking oath, the Pak PM renewed his rhetoric on Kashmir and Palestine. However, no Palestinian was allowed to enter Pakistan, while POK is the worst

sufferer of the Pakistan economic crisis. Shahbaz Sharif failed to handle high indebtedness, inflation, and food crisis in his previous tenure. This shows the fallacy of democratic elections as people were not allowed any choice. Pakistan will continue to be a boiling pot for India, Afghanistan, and Iran while oppression in Balochistan and POK will continue. —Vinod Johri, Delhi

● Write to us at feletters@expressindia.com

BrandWagon

WEDNESDAY, MARCH 6, 2024

MERGER IN THE WORKS

The making of a content king

The Hotstar-Jio combine will upend the OTT ecosystem

CHRISTINA MONIZ

'CONTENT IS KING' is a cliché but any publisher that swears by the motto has the ability to attract and retain customers, engendering brand loyalty.

Post-merger, the Disney Star and Viacom18 combine will straightaway command a digital OTT (over-the-top) market share of 34% in terms of ad revenue. A Bloomberg report citing Comscore data estimated that in January, nearly 243.5 million users — that's a 46.5% share of streaming viewership excluding YouTube visitors — thronged the three streaming platforms of Disney's Hotstar and Reliance's JioCinema and JioTV. What it will also own now is a key category differentiator — a robust content library. Ergo, a bigger monetisation opportunity.

"The merging of the two will have some disruptive consequences in terms of content and pricing power," says Santosh N, managing partner at D&P Advisory. He adds, "Hotstar is the best among the homegrown streaming apps. It had a strong content game even before the merger, even though it lost some marquee content in the last year or so. Jio is the player with big pockets and aspirations, but it is still new in this space and so doesn't have any major original content and the app is still not as good as Hotstar's."

The merged entity will offer a compelling content library comprising web series, movies, international content and sports. When HBO and IPL broadcasting moved from Disney+ Hotstar, around 15 million subscribers fled the platform in 2023. Its library of TV content from Star, the T20 World Cup and the lucrative Star Wars, Marvel and Pixel franchises ensured a large chunk of subscribers stayed put.

On the sports front particularly, the merged entity will have near monopoly since it will control over approximately 75-80% of the Indian sports market both on TV and digital. The conglomerate will hold the broadcast rights to lucrative sports properties like Indian Premier League (IPL), ICC cricket tournaments, Pro Kabaddi League, Indian Super League, and BCCI



TOWARDS OTT DOMINANCE

■ No. of Indian OTT users

480 million

■ YouTube and social media users

129.9 million

■ AVOD users

198 million

■ Disney+ Hotstar is the SVOD market leader with

38.3 million subscribers

■ Disney+ Hotstar and JioCinema expected to command

34% of the OTT ad market post-merger

■ The combined entity is expected to follow a freemium model, chasing subscriptions over profitability

■ Players like Netflix with

6.5 million India subscribers

will feel the heat, and will have to drop prices to compete

■ Amazon Prime Video may face lesser impact because its main e-commerce business will not be affected

Source: Industry reports

domestic cricket.

Karan Taurani, senior VP at Elara Capital, points out that the two platforms are facing heavy losses due to high content costs, and JioCinema specifically relies on advertising without significant paid subscriber revenues. "With the combination of Hotstar and JioCinema, the merged entity can enhance its subscription

revenue by increasing subscription prices and attracting a larger subscriber base. The digital advertising market, being a winner-takes-all business, heavily relies on scale. They may also have a pay-based mechanism via Jio Cinema or Hotstar at a larger scale, which will propel healthy subscription revenue over the medium term," Taurani says.

The big picture

India has over 480 million OTT users, of which 129.9 million are YouTube and social media-only users while 198 million are advertising video on demand (AVOD) users. Disney+ Hotstar leads the Indian subscription-based video (SVOD) streaming market with 38.3 million subscribers, followed by Amazon

Prime Video at 21.8 million and Netflix at 6.5 million. JioCinema, which operates in the AVOD market, has not made its subscriber numbers public, but its website states that it has 33 million daily active users.

Jio has the capacity to disrupt the whole OTT space, like it did in telecom, say analysts. "With its financial muscle, Reliance can undercut everyone in terms of pricing. Competition will have to adapt accordingly. Some companies like Netflix might end up losing subscribers or might have to revisit their pricing," says Satish Meena, analyst at Datum Intelligence.

Among competing platforms, Netflix, with its wider repertoire of international content and higher pricing, has a more affluent, urban user base so its target audience is different. Players such as Prime Video, Zee5 and SonyLIV all target a more mass cohort, as does Hotstar. "Amazon will still be impacted less because it is, primarily, an e-commerce company. The OTT offering is an add-on for the shopping business," says Datum's Meena. Platforms like Zee5 and SonyLIV will also be impacted but for all practical purposes, they are not really in competition with JioCinema or Disney+ Hotstar.

Experts also say that much like the telecom disruption, this merger will come with benefits for the consumer because Jio is known to play the volume game. "It will be interesting to see if the conglomerate will combine both the apps or if they will continue as they are. I expect that since Jio will want to create a significant subscriber base, it will keep the pricing attractive and competitive. They will compensate for whatever losses they make in OTT with other businesses like data and TV broadcasting," opines Meena.

Jio may very well explore bundling offers too for both TV and OTT to improve their proposition.

Santosh expects the new conglomerate to follow the freemium approach, considering the IPL has been made free for the second consecutive season this year. "Jio is chasing growth and subscriber numbers rather than profitability, and they may be able to sustain losses for a while. Once they've got the subscriber base they need, the company is likely to command a premium," he says, noting that this move will eventually weaken the competition and also compel masses to pay up for content.

NUMEROLOGY

● **\$112 bn:** Size of data science platform market in 2022

● **\$501 bn:** Estimated size by 2032

● **16.2%:** Expected CAGR between 2022 and 2032

— Precedence Research

SNAPSHOT

The future of retail

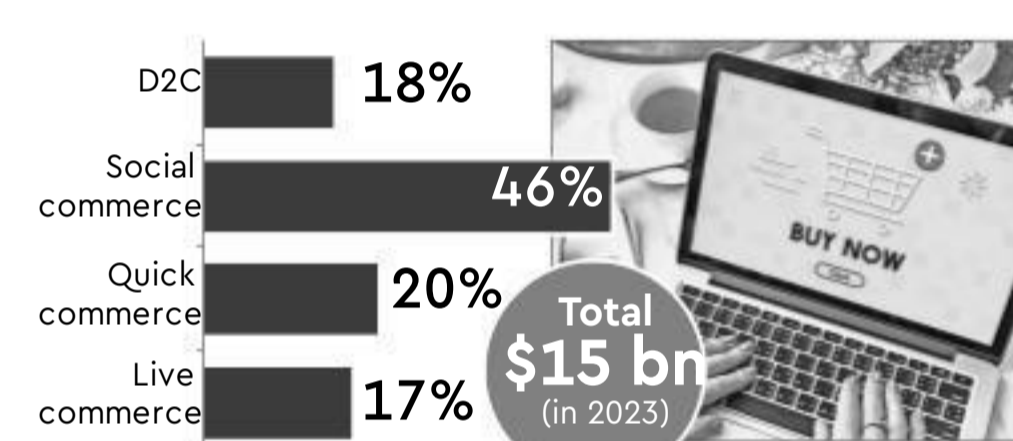


With a big chunk of the business still coming from the fragmented unorganised segment, India's retail sector offers tremendous opportunity for growth and consolidation. A report by Deloitte and the Retailers Association of India takes a deep dive. Glimpses:

Indian retail market by channel



Trade through new commerce models



Top three areas to improve customer's shopping experience



Source: Future of retail: Profitable growth through technology and AI

Explainer

A bitter pill: Why SC banned Patanjali's ads

The Supreme Court of India last week slapped an interim ban on yoga guru Ramdev-cofounded Patanjali Ayurved from advertising any of its products that claim to cure diseases or fix various medical conditions. **Geetika Srivastava** delves into the intricacies of this legal matter



● What are the allegations against Patanjali?

IN AUGUST 2022, the Indian Medical Association (IMA) lodged a petition in the apex court following an advertisement by Patanjali Ayurved titled "Misconceptions Spread by Allopathy: Save Yourself and the Country From The Misconceptions Spread by Pharma and Medical Industry". The petition highlighted numerous cases filed against the company for labeling modern medicine as a "stupid and bankrupt science". Some of these advertisements were accused of

implying that allopathic medicine was responsible for Covid-19 deaths. The IMA also accused the company of promoting vaccine hesitancy among the general public. The IMA argued that these attacks on modern medicine through "continuous, systematic, and unabated spread of misinformation" constituted a deliberate effort to discredit established medical practices while making unsubstantiated claims about its own products' efficacy in treating certain ailments.

● What did the IMA argue in court?

THE IMA ASSERTED that these advertisements violated two significant laws — the Drugs & Other Magical Remedies Act, 1954 (DOMA), and the Consumer Protection Act, 2019 (CPA). Both statutes deem publishing false or misleading advertisements an offence. Under Section 4 of DOMA, publishing misleading claims about a drug is prohibited. A first offence can result in up to six months' imprisonment and/or a fine, while a second one can lead to imprisonment for up to one year. Section 89 of the CPA imposes stricter

penalties, including imprisonment for up to two years and a fine of up to ₹10 lakh. Subsequent offences can lead to imprisonment for up to five years and a fine of up to ₹50 lakh.

The IMA also referenced a 2017 memorandum of understanding between the ministry of Ayush and the Advertising Standards Council of India. This agreement mandates the identification of misleading advertisements violating DOMA, with complaints sent to the Council for review by the ministry.

August 2022

Indian Medical Association lodges a petition in the apex court following a Patanjali advertisement

Nov 2023

Court cautions the company against making unsubstantiated assertions about modern medicine

Jan 2024

An anonymous letter to the court says problematic practices continue to persist

● What triggered the recent ban?

IN SPITE OF numerous admonitions from the Supreme Court, Patanjali did not take adequate action soon enough. During a hearing held on November 21, 2023, Justice Amanullah had then taken a firm stance against Patanjali, cautioning the company against making assertions that its products possessed the capability to completely "cure" diseases. In a stern warning, the Judge threatened to impose a penalty of ₹1 crore on each product associated with such claims. Patanjali had given an undertaking to the court assuring

it that the matter would not be repeated again.

Despite the court's warnings, Patanjali persisted with its claims. On January 15, 2024, an anonymous letter arrived at the Supreme Court, specifically addressed to Justice Amanullah and the Chief Justice of India. The letter detailed ongoing concerns regarding the dissemination of allegedly deceptive advertisements by Patanjali, indicating that despite previous warnings and the legal proceedings initiated, the problematic practices appeared to persist unchecked.

● The court's decision and its implications

THE COURT LABELED Patanjali's actions as "unacceptable" and disregarded requests to permit ads without "adjectives". Instead, it imposed a comprehensive ban on any future advertising or branding of Patanjali medicinal products until further notice. Additionally, the company was cautioned once more against making derogatory statements about conventional medicine across any media platform.

It also issued a contempt notice against Patanjali Ayurved and its managing director Acharya Balkrishna for not adhering to the undertaking given in November. The apex

court also came down heavily on the government at the Centre. "The entire country has been taken for a ride. And you shut your eyes? What did you do for two years? The Act itself said that it (misleading advertisements) was prohibited. You should have taken urgent action..." Justice Amanullah told additional solicitor general K M Nataraj, who was representing the Centre.

The court has largely stayed out of the "allopathy vs ayurveda" debate, and has instead focused on the misleading and attacking nature of advertisements. The next hearing for the case is slated for March 19.

BENGALURU

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY OUTSIDE INDIA. THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON THE MAIN BOARD PLATFORM OF BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES" IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS").



POPULAR VEHICLES AND SERVICES LIMITED

Our Company was originally incorporated as Popular Vehicles and Services Limited on July 5, 1983 at Kochi, Ernakulam, Kerala, India as a public limited company under the Companies Act, 1956 and received its certificate for commencement of business on July 14, 1983. Our Company was converted to a private limited company pursuant to a special resolution passed by our Shareholders at the Extraordinary General Meeting ("EGM") held on December 29, 2014 and the name of our Company was changed to Popular Vehicles and Services Private Limited. A fresh certificate of incorporation consequent upon conversion of our Company to a private limited company was issued on March 24, 2015 by the Registrar of Companies, Kerala at Ernakulam ("RoC"). Our Company was subsequently converted into a public limited company pursuant to a special resolution passed by our Shareholders at the EGM held on June 11, 2018 and the name of our Company was changed to Popular Vehicles and Services Limited. A fresh certificate of incorporation consequent upon conversion of our Company to a public limited company was issued on July 10, 2018 by the RoC. For details of change in name and Registered and Corporate Office of our Company, see "History and Certain Corporate Matters" on page 219 of the Red Herring Prospectus dated March 04, 2024 ("RHP" or "Red Herring Prospectus") filed with the RoC. **Registered and Corporate Office:** Kuttukaran Centre, Mamangalam, Cochin, Ernakulam - 682 025, Kerala, India; **Tel:** +91 484 2341 134; **Website:** www.popularmaruti.com; **Contact Person:** Varun T.V., Company Secretary and Compliance Officer; **E-mail:** cs@popularv.com; **Corporate Identity Number:** U50102KL1983PLC003741



(Please scan this QR code to view the Red Herring Prospectus)

THE PROMOTERS OF OUR COMPANY ARE JOHN K. PAUL, FRANCIS K. PAUL AND NAVEEN PHILIP

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("EQUITY SHARES") OF POPULAR VEHICLES AND SERVICES LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹2,500.00 MILLION BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 11,917,075 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY BANYANTREE GROWTH CAPITAL II, LLC (THE "SELLING SHAREHOLDER") AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDER ("OFFER FOR SALE", AND TOGETHER WITH THE FRESH ISSUE, THE "OFFER"). THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹10.00 MILLION (CONSTITUTING UP TO [●] OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL), FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●] AND [●]%, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

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

Name of Selling Shareholder	Type	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT (₹ IN MILLION)	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE (IN ₹)^
BanyanTree Growth Capital II, LLC	Selling Shareholder	Up to 11,917,075 Equity Shares of face value of ₹ 2 each aggregating to ₹[●] million	27.28

^As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 04, 2024.

Our Company caters to the complete life cycle of vehicle ownership, right from the sale of new vehicles, servicing and repairing vehicles, distributing spare parts and accessories, to facilitating sale and exchange of pre-owned vehicles, operating driving schools and facilitating the sale of third-party financial and insurance products.

The Offer is being made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations
QIB Portion: Not more than 50% of the Net Offer | **Non-Institutional Portion:** Not less than 15% of the Net Offer | **Retail Portion:** Not less than 35% of the Net Offer
Employee Reservation Portion: Up to [●] Equity Shares aggregating up to ₹ 10.00 Million

PRICE BAND: ₹280 TO ₹295 PER EQUITY SHARE OF FACE VALUE OF ₹2 EACH.

THE FLOOR PRICE AND THE CAP PRICE ARE 140.00 TIMES AND 147.50 TIMES THE FACE VALUE OF THE EQUITY SHARES RESPECTIVELY

THE PRICE/EARNINGS RATIO BASED ON DILUTED EPS FOR FISCAL 2023 FOR OUR COMPANY AT THE UPPER END OF THE PRICE BAND IS AS HIGH AS 28.86 AS COMPARED TO THE AVERAGE INDUSTRY PEER GROUP PE RATIO OF 34.84, THE MARKET CAP AT OFFER PRICE TO TOTAL TURNOVER IS 0.43 TIMES AND P/E RATIO AT OFFER PRICE IS [●] TIMES

WEIGHTED AVERAGE RETURN ON NET WORTH FOR FISCAL 2023, 2022 AND 2021 IS 15.55%

BIDS CAN BE MADE FOR A MINIMUM OF 50 EQUITY SHARES AND IN MULTIPLES OF 50 EQUITY SHARES THEREAFTER.

A DISCOUNT OF ₹ 28 PER EQUITY SHARE IS BEING OFFERED TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION

Potential Bidders may note the following:

This is in furtherance to the draft red herring prospectus of the Company dated September 28, 2023 ("DRHP"), filed with the Securities and Exchange Board of India, additionally with reference to the directive dated July 4, 2023, issued through an e-mail from the Securities and Exchange Board of India ("SEBI"), and such directive, the "SEBI Directive" pursuant to which, the Company is required to intimate the National Stock Exchange of India Limited ("NSE") and the BSE Limited ("BSE") and along with the NSE, the "Stock Exchanges" in the event of transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the Company by the Promoters and members of our Promoter Group.

Pursuant to the letters dated September 28, 2023 and February 5, 2024, our Company, BanyanTree Growth Capital II, LLC and the Promoters of our Company, namely, John K. Paul, Francis K. Paul and Naveen Philip have entered into a share purchase agreement dated February 6, 2024 read with amendment agreement dated February 14, 2024 ("SPA"). We would like to inform you that, in accordance with the SPA, BanyanTree Growth Capital II, LLC has undertaken a transfer of 2,291,211 Equity Shares to the Promoters of our Company, aggregating to 3.66% of the pre-Offer Equity Share capital of our Company, in the following manner:

Sr. No.	Date of transfer	Name of the transferor	Name of the transferee	Nature of transfer	Number of Equity Shares	Percentage of pre-Offer share capital of the Company (in %)	Transfer price per Equity Shares (in ₹)	Total consideration (in ₹)
1	February 21, 2024	BanyanTree Growth Capital II, LLC	John K. Paul	Pursuant to SPA	763,737	1.22	57	43,533,009
2	February 21, 2024	BanyanTree Growth Capital II, LLC	Francis K. Paul		763,737	1.22	57	43,533,009
3	February 21, 2024	BanyanTree Growth Capital II, LLC	Naveen Philip		763,737	1.22	57	43,533,009

In accordance with the recommendation of Independent Directors of our Company, pursuant to their resolution dated March 4, 2024, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for Offer Price' section of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in 'Basis for Offer Price' section on page 119 of the RHP and provided below in the advertisement

In making an investment decision, potential investors must only rely on the information included in the RHP and the terms of the Offer, including the risks involved and not rely on any other external sources of information about the Offer available in any manner.

RISKS TO INVESTORS

- A large portion of our business revenue, approximately 77.03%, is derived from our dealership of Maruti, Tata Motors (Commercial) and Honda. Any adverse developments in the growth, demand or sales for these OEMs could have an adverse effect on our business, results of operations and financial condition.
- Increasing competition among automotive dealerships through online and offline marketing reduces our profit margins on vehicle sales and related businesses.

OEM	Total consolidated revenue from vehicle sales in %			
	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Maruti	48.15	51.32	53.57	58.06
Tata Motors (Commercial)	24.13	29.35	27.52	23.87
Honda	4.75	6.59	9.09	8.15
Total	77.03	87.26	90.18	90.08

- Non-renewal, termination or any adverse material modifications made by our OEMs to the dealership agreements, will have a material and adverse impact on our business prospects and results of operations.
- We have had negative cash flows from operating activities for the period ended September 30, 2023, and it is possible that we may experience negative cash flows in the future which could adversely affect our cash flow requirements, our ability to operate our business and implement our growth plans, thereby affecting our financial performance.

Particulars	Six months period ended September 30, 2023
Net cash generated from/(used in) operating activities	(1,611.02)
Net cash generated from/(used in) investing activities	(296.70)
Net cash (used in)/generated from financing activities	1,971.67
Net increase/(decrease) in cash and cash equivalents	63.95
Cash and cash equivalents at the beginning of the period/ year	238.25
Cash and cash equivalents at the end of the period/ year	302.20

- A large portion of our business operations, which is approximately 96.91% our Company's consolidated revenue for the six months period ended September 30, 2023, are concentrated in the states of Kerala, Tamil Nadu and Karnataka. Any adverse developments (including any natural calamities) in these states could have an adverse effect on our business, results of operations and financial condition.

State	Total consolidated revenue in %			
	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Kerala	70.31	71.45	73.38	73.83
Tamil Nadu	18.08	22.41	20.56	19.61
Karnataka	8.52	5.49	6.06	6.55
Total	96.91	99.35	100.00	100.00

Particulars	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
PAT Margin (in %)	1.41	1.31	0.97	1.11

- Weighted average cost of acquisition of (i) all shares issued by our Company; and (ii) all shares acquired by our Promoters and Promoter Group, in the 3 years, 18 months and 1 year preceding the date of the Red Herring Prospectus is set out below:

Particulars	Weighted Average Cost of Acquisition (in ₹)	Cap Price (i.e., ₹ 295) is 'X' times the Weighted Average Cost of Acquisition*	Range of acquisition price: Lowest price – highest price* (in ₹)
Last 3 years	57	5.18	Lowest and Highest price ₹57
Last 18 months	57	5.18	Lowest and Highest price ₹57
Last 1 year	57	5.18	Lowest and Highest price ₹57

*As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 05, 2024.

- Set out below are the details of the weighted average cost of acquisition of the transactions undertaken during the 18 months preceding the date of the Red Herring Prospectus, as compared to the Floor Price and the Cap Price:

Particulars	Weighted Average cost of Acquisition (in ₹)	Floor Price (i.e., ₹280)*	Cap Price (i.e., ₹295)*
WACA of Primary Transactions	Not Applicable	-	-
WACA of Secondary Transactions	57	4.91 times	5.18 times

*As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 05, 2024.

- Margins earned from our services and repair vertical and our spare parts and accessories distribution vertical may be impacted by pricing guidelines set by our OEMs which may adversely affect our financial condition and results of operations.

Particulars	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Authorised service centres				
Total Revenue (in %)	14.83	14.60	15.29	14.82
EBIDTA (in %)	46.60	55.48	54.10	53.44
Spare parts and accessories distribution				
Total Revenue (in %)	5.10	5.19	5.06	4.87
EBIDTA (in %)	7.11	7.39	7.70	6.24
PAT margin (in %)	11.88	11.98	16.85	15.78

Continued on next page...

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9. We have certain unresolved customer complaints which may result in future litigation against our Company

Sr. No.	Details	FY 2023	FY 2022	FY 2021
1.	Customers complaints received	76,607	108,332	60,266
2.	Customers complaints resolved	43,925	55,138	31,827

10. Our inability or failure to maintain optimum inventory levels or any theft of inventory may adversely affect our business, results of operations and financial condition

11. The Offer consists of a Fresh Issue and an Offer for Sale. The Selling Shareholder will be entitled to their respective portion of the proceeds from the Offer for Sale in proportion of the Equity Shares offered by the Selling Shareholder as part of the Offer for Sale. Our Company will not receive any proceeds from the Offer for Sale.

12. We may be required to make significant capital investments to our existing showrooms, sales outlets, service centers and other premises, the cost of which we may be unable to recoup. Further, we may be required to make significant capital investment to maintain the quality of post sales service and spare parts availability.

The table below shows the amount of capital investments made by us along with the percentage contribution of such capital expenditure to our total expenses, frequency of such capital expenditures and costs incurred by us, in the six months period ended September 30, 2023 and Fiscals 2023, 2022 and 2021, respectively:

Particulars	Amount of capital expenditure (in ₹ million)	% contribution of capital expenditure towards total expenses
Six months period ended September 30, 2023	314.62	1.13
Fiscal 2023	852.90	1.77
Fiscal 2022	481.04	1.40
Fiscal 2021	294.28	1.02

13. The automotive industry is sensitive to changing economic conditions and various other factors. Any decline in demand for vehicles by individuals or entities may adversely impact our business prospects and results of operations.

14. We may fail to successfully implement our growth strategy, which includes acquiring existing dealerships, diversifying our portfolio and penetrating deeper into existing geographic locations which may adversely affect our financial condition and results of operations.

15. The 3 BRLMs associated with the Issue have handled 72 public issues in the past 3 years, out of which 23 issues have closed below the offer price on the listing date

Name of the BRLMs	Total issues	Issues closed below IPO price on listing date
ICICI Securities Limited*	53	18
Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)*	10	3
Centrum Capital Limited*	0	0
Common Issues handled by the BRLMs	9	2
Total	72	23

*Issues handled where there were no common BRLMs

BID/OFFER PERIOD

ANCHOR INVESTOR BIDDING DATE : MONDAY, MARCH 11, 2024⁽¹⁾

BID/OFFER OPENS ON : TUESDAY, MARCH 12, 2024

BID/OFFER CLOSES ON : THURSDAY, MARCH 14, 2024⁽²⁾

⁽¹⁾ Our Company, in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI/ICDR Regulations. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date.

⁽²⁾ The UPI mandate end time and date shall be at 5:00 p.m. on Bid/Offer Closing Day.

An indicative timetable in respect of the Offer is set out below:

Submission of Bids (other than Bids from Anchor Investors):

Bid/Offer Period (except the Bid/Offer Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time ("IST"))
Bid/Offer Closing Date*	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For RILs, other than QIBs and Non-Institutional Investors	Only between 10.00 a.m. and up to 5.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Retail, Non-Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Syndicate Non-Retail, Non-Individual Applications of QIBs and Non-Institutional Investors)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Investors categories#	Only between 10.00 a.m. on the Bid/Offer Opening Date and up to 5.00 p.m. IST on Bid/Offer Closing Date
Upward or downward Revision of Bids or cancellation of Bids by RILs	Only between 10.00 a.m. on the Bid/Offer Opening Date and up to 5.00 p.m. IST on Bid/Offer Closing Date

* UPI mandate end time and date shall be at 5:00 pm on the Bid/Offer Closing Date.

QIBs and Non-Institutional Investors can neither revise their bids downwards nor cancel/ withdraw their Bids

Bid / Offer Period

Event	Indicative Date
Bid/Offer Opens On	Tuesday, March 12, 2024
Bid/Offer Closes On	Thursday, March 14, 2024
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Friday, March 15, 2024
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account	On or about Monday, March 18, 2024
Credit of Equity Shares to dematerialized accounts of Allottees	On or about Monday, March 18, 2024
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Tuesday, March 19, 2024

ASBA[#] Simple, Safe, Smart way of Application!!!

(APPLICATION SUPPORTED BY BLOCKED AMOUNT)

Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA.

Mandatory in public issues. No cheque will be accepted.



UPI-Now available in ASBA for Retail Individual Investors and Non-Institutional Investor applying for amount upto ₹ 5,00,000/-, applying through Registered Brokers, DPs and RTAs. UPI Bidder 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 account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021.

ASBA has to be availed by all the investors except anchor investors. UPI may be availed by UPI Bidders. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure of ASBA Bidders" on page 415 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of the Stock Exchanges and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=35 and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: www.sebi.gov.in. UPI Bidders Bidding using the UPI mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. Axis Bank Limited and ICICI Bank Limited have been appointed as Sponsor Banks for the Offer, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For offer related queries, please contact the BRLMs on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail id: ipo.upi@npci.org.in.

THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON MAIN BOARD PLATFORM OF BSE AND NSE

Note to Investors: Further to the public announcement dated February 22, 2024, issued in Financial Express, Jansatta and Deepika, the transfer of Equity Shares from BanyanTree Growth Capital II LLC to John K. Paul, Francis K. Paul and Naveen Philip was completed on February 21, 2024. The details related to such transfers have been updated in all the relevant sections of the RHP, including Cover Page, "Offer Document Summary", "Capital Structure", "Our Management", "Our Promoters and Promoter Group" on pages 14, 77, 230 and 250, respectively.

The weighted average cost of acquisition for the Selling Shareholder has also been updated in all relevant sections of the RHP.

In case of any revision in the Price Band, the Bid/ Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company, may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid/ Offer Period for a minimum of three Working Days, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), the Designated Intermediaries and the Sponsor Banks, as applicable.

This Offer is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process and is in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein in terms of Regulation 32(1) of the SEBI ICDR Regulations, not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs"), and such portion, the "QIB Portion" provided that our Company, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which at least one-third shall be available for allocation to domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription 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 QIB Bidders (other than Anchor Investors) including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders out of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹ 20 million and up to ₹ 1.00 million; and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹ 1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders ("RIBs") in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective bank accounts (including UPI ID for UPI Bidders using UPI Mechanism) (as defined hereinafter) in which the Bid amount will be blocked by the SCSBs or the Sponsor Banks, as applicable, to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion of the Offer through the ASBA process. For details, see "Offer Procedure" on page 415 of the RHP.

Bidders/ Applicants should ensure that DP ID, PAN, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, 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. Bidders/ Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorised the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic

Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Offer. 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 Bidders/ Applicants' sole risk. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021.

Contents of the Memorandum of Association of our Company as regards its objects: For information on the main objects of our Company, please see the section "History and Certain Corporate Matters" on page 219, of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, please see the section titled "Material Contracts and Documents for Inspection" on page 441 of the RHP.

Liability of the members of our Company: Limited by shares

Amount of share capital of our Company and Capital structure: As on the date of the RHP, the authorised share capital of our Company was sub-divided from 15,000,000 equity shares of face value of ₹10 each to 75,000,000 equity shares of face value of ₹2 each. Further, issued, subscribed and paid-up capital of our Company was sub-divided from 12,544,289 equity shares of face value of ₹10 each to 62,721,445 equity shares of face value of ₹2 each. For details, please see the section titled "Capital Structure" on page 77 of the RHP.

Names of signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them: The initial signatories to the Memorandum of Association of our Company are K.P. Paul, Francis K. Paul, John K. Paul, Sajju Thomas, Daisy Paul, Susan Francis and Eisy Thomas each of whom subscribed to 1,000 equity shares of the Company of face value of ₹10 each. For details of the share capital history and capital structure of our Company, please see the section titled "Capital Structure" on page 77 of the RHP.

Listing: The Equity Shares that will be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received "in-principle" approvals from BSE and NSE for the listing of the Equity Shares pursuant to their letters, each dated November 8, 2023. For the purposes of the Offer, the Designated Stock Exchange shall be NSE. A copy of the Red Herring Prospectus and the Prospectus shall be filed with the RoC in accordance with Sections 32 and 26(4) of the Companies Act, 2013, respectively. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 441 of the RHP.

Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 394 of the RHP for the full text of the disclaimer clause of SEBI.

Disclaimer Clause of NSE (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 page 396 of the RHP for the full text of the disclaimer clause of NSE.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to page 396 of the RHP for the full text of the disclaimer clause of BSE.

General Risk: Investments in equity and equity-related securities involve a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have neither been recommended, nor approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the Bidders is invited to "Risk Factors" on page 26 of the RHP.

BOOK RUNNING LEAD MANAGERS			REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
				Varun T. V. Kuttukaran Centre, Mamangalam, Kochi, Ernakulam - 682 025 Kerala, India. Tel: +91 484 2341 134; E-mail: cs@populavr.com
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg Prabhadevi, Mumbai - 400 025, Maharashtra, India Tel: +91 22 6807 7100 E-mail: popular.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance E-mail: customer.care@icicisecurities.com Contact Person: Harsh Thakkar / Shekher Asnani SEBI Registration No.: INM000011179	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801-804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai - 400 051, Maharashtra, India Tel: +91 22 4009 4400 E-mail: Popular.ipo@nuvama.com Website: www.nuvama.com Investor Grievance E-mail: customerservice.mb@nuvama.com Contact Person: Lokesh Shah SEBI registration no.: INM000013004	Centrum Capital Limited Level 9, Centrum House, C.S.T. Road, Vidyannagar Marg Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India Tel: +91 22 4215 9000 E-mail: popular.ipo@centrum.co.in Website: www.centrum.co.in Investor Grievance E-mail: igmbd@centrum.co.in Contact Person: Sooraj Bhatia/ Pooja Sanghvi SEBI Registration No.: INM000010445	Link Intime India Private Limited C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India Tel: +91 810 811 4949 E-mail: popular.vehicles.ipo@linkintime.co.in Website: www.linkintime.co.in Investor Grievance E-mail: popular.vehicles.ipo@linkintime.co.in Contact Person: Shanti Gopalakrishnan SEBI Registration No.: INR000004058	Bidders can contact the Compliance Officer and Company Secretary or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances including non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund intimations or non-receipt of funds by electronic mode.

Continued on next page...

MASSIVE DEMAND FOR \$409-MILLION 18-YEAR BOND

Adani dollar bonds signal global market comeback

BHAKTI TAMBE & SHANKAR RAMAKRISHNAN Mumbai, March 5 THE ADANI GROUP saw massive demand on Monday for its first dollar bond since a short-seller attack last year...



Gautam Adani

points cheaper than levels initially proposed when the deal was announced this morning, thanks to the strong demand. 'Deals that have come from India so far this year have done very well on demand from investors who are looking to add India risk...' Demand may spur further issues

Hero FinCorp PAT may top ₹1,000 crore

PRİYANSH VERMA New Delhi, March 5 HERO FINCORP, AN arm of Hero MotoCorp, is expected to cross the ₹1,000-crore mark in its profit after tax (PAT) for the current financial year...

RCap CoC wants Hindujas to implement plan by March

RAJESH KURUP Mumbai, March 5 THE COMMITTEE OF creditors (CoC) of Reliance Capital (RCap), including Life Insurance Corporation of India (LIC) and Yes Bank, wants Hinduja Group to implement the resolution plan before the end of this month...



In December 2023, IndusInd International Holdings had committed to implement the resolution plan and make payments to the lenders before March 31

Organisation, IndusInd Bank, Deutsche Bank and various financial institutions, including IDBI Trusteeship Services and Broadpeak Investment Advisors. In February, the Mumbai bench of the National Company Law Tribunal approved the resolution plan submitted by IIHL for RCap's bankruptcy process...

FROM THE FRONT PAGE

BigBasket set to deliver profit in 6-8 months

AT PRESENT, OVER 70% of its revenues come from the slotted business, while the relatively newer BB Daily, under which it delivers items like milk early in the morning, and BB Now, account for the balance 30%, Menon said.

RBI cracks the whip on JM Financial



JM FINANCIAL PRODUCTS can, however, continue servicing its existing loan accounts through the usual collection and recovery process. It is a systematically important non-deposit taking subsidiary of listed firm JM Financial, which holds 99.71% in the NBFC as on March 2023.

Google blinks, relists apps temporarily

'GOOGLE HAS BEEN supporting our technology development journey and we believe that in the coming months, both startups and Google will come to a long-term resolution,' he added.



by Google on March 1 include matrimony platforms like Shaadi, Matrimony.com, Bharat Matrimony, Balaji Telefilms' Alt (formerly ALTBalaji), audio platform Kuku FM, dating service Quack Quack, Truly Madly, Naukri, 99acres, etc.

port,' said Vinay Singhal, founder and CEO of STAGE. Prateek Jain, associate director of Alliance of Digital India Foundation (ADIF) said, 'As digital startups continue to innovate and drive growth, we trust that the government's support will be steadfast. Furthermore, we are hopeful for a swift and favourable consideration of the pending case with the CCI, which will be a significant step forward for the digital economy.'

Former Twitter execs sue Musk

A SPOKESPERSON FOR X declined to comment. Musk didn't immediately respond to an email seeking comment. As soon as he took over Twitter, Musk fired several other top-ranking executives in addition to Agrawal: Vijaya Gadde, who was the company's top legal and policy official; Ned Segal, the chief financial officer; and Sean Edgett, Twitter's general counsel. The dismissals were unsurprising at the time.

Bloomberg EM index to add Indian G-secs

AS MANY AS 34 Indian government bonds would be eligible for inclusion in the Bloomberg EM index, and would potentially represent 7.26% (\$448.66 billion) of a \$6.18-trillion index on a market value-weighted basis. Within the market cap-weighted version of the index, India is expected to be the third-largest country after China and South Korea. To boost overseas patient capital inflows, the Reserve Bank of India introduced G-secs that were exempt from foreign investment restrictions under FAR in April 2020.

India's e-grocery market pegged at \$8 billion

India's e-grocery market was pegged at \$8 billion in gross merchandise value or GMV in 2022, according to estimates by Redseer Strategy Consultants. The market has been primarily dominated by slotted delivery, offering a convenient way for people to purchase and receive groceries online. BigBasket operates three verticals - slotted deliveries of household essentials under BigBasket, quick commerce service bbnw and bbdaily that delivers milk, eggs and bread. Slotted deliveries contribute to roughly 65% of the company's annual business and offers customers an option to pick same day or next day delivery slots.

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...continued from previous page. AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the section titled 'Risk Factors' on page 26 of the RHP, before applying in the Offer. A copy of the RHP shall be available on website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of the Company at www.popularmaruti.com and on the websites of the BRLMs, i.e. ICICI Securities Limited, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Centrum Capital Limited at www.icicisecurities.com, www.nuvama.com and www.centrum.co.in, respectively.

FORM NO. NCLT3A

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL,
CHENNAI BENCH, AT CHENNAICOMPANY PETITION (CAA) NO.11/CHE/2024
IN
COMPANY APPLICATION (CAA) NO. 49/CHE/2023

Between:

Medsmart Logistics Private Limited
CIN:U52609TN2016PTCL15288
Registered office at SKLL, 1st Floor, Harmony Square, No.48 & 50, Prakasam Street, T. Nagar, Chennai, Tamil Nadu - 600017, [erstwhile No 93, Ground Floor, Mount Road, Guindy, Chennai – 600032]

... Transferor Company

Keimed Private Limited

[Formerly known as Keimed Limited],
CIN: U72200TG2000PTC033837
Registered office: 10-3-316/A Masab Tank Hyderabad – 500 028, Telangana, India

... Transferee Company

NOTICE OF PETITION

TAKE NOTICE that, a Company Petition filed by the above mentioned Transferor Company under Sections 230 to 232 of the Companies Act, 2013 for sanctioning the Scheme of Amalgamation between Medsmart Logistics Private Limited ("Transferor Company") with Keimed Private Limited, ("Transferee Company") and their respective shareholders and creditors ("Scheme"), was admitted by the Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT") on 21-02-2024 and the said Company Petition is fixed for hearing on 10-04-2024.

Any person desirous of supporting or opposing or making representation(s) in relation to the said Company Petition are requested to send, to the Registrar, National Company Law Tribunal, Corporate Bhawan, III Floor, Beach Road, Mannadi, George Town, Chennai – 600001 and a copy to the Transferor Company at its registered office, notice of their intention signed by them or their advocate not later than two (2) days before the date fixed for the final hearing of the Company Petition. Where any such person seeks to oppose the Petition, the grounds of opposition in the form of an Affidavit, shall be furnished along with such notice.

A copy of the Company Petition along with all the exhibits will be furnished by the Transferor Company at its registered office, to any person requiring the same on payment of the prescribed fees for the same

S/d

For Medsmart Logistics Private Limited
G. Narotham Reddy
Managing Director
DIN: 00009205
Dated this 6th day of March 2024

SALE NOTICE

Background Pursuant to the order of the Hon'ble Supreme Court of India dated 22.01.2024, Life Insurance Corporation of India (LIC) is permitted by the Hon'ble Supreme Court to conduct an auction of the mortgaged property stated below and deposit the amounts received with the Registry of the Court. LIC shall issue the Sale Certificate to the Successful Bidder on receipt of the full bid amount into the LIC's bank account. LIC shall release its first and exclusive charge on the said property and thereafter, the execution of Sale Deed and registration of the property in the name of the Successful Bidder shall be done.

The interested parties may note the process details and inspect the property mentioned hereunder.

Schedule of property:

S. No.	Property Description	Area (Acres)
i.	Plot No. 39 at Ambattur Industrial Estate All that pieces and parcels of land bearing Plot No. 39 (North Phase) together with building at Ambattur Industrial Estate, Ambattur Taluk, Tiruvallur District, Tamil Nadu Comprised in Survey Nos. 78/1 part, 78/2 part, 79/1 part, 79/2 part, 80 part, 107 part, 117 part, 118 part, 119 part, 120 part and 124 part of Ambattur Village and S. Nos. 231 part, 232 part, 234 part, 235 part, 237/1B part, 237/2, 240 part, and 241 part of Patlavakkam village, Tiruvallur District, Tamil Nadu. North by: EB Road (66 feet wide) South by: Plot Nos. 40 (NP) & 42 (NP) East by: Plot No. 52 (NP); and West by: Telephone Exchange Road (120 feet wide) Situated within the Registration Sub-District of Ambattur and Registration District of Chennai North, Tamil Nadu.	10.87
ii.	Plot No. 40 at Ambattur Industrial Estate All that pieces and parcels of land bearing Plot No. 40 (North Phase) at Ambattur Industrial Estate, Ambattur Taluk, Tiruvallur District, Tamil Nadu, Comprised in Survey Nos. 78 part, 80 part, 107 part, 112 part, 114 part, 115 part, 116 part, 117 part and 118 part of Ambattur Village, Tiruvallur District, Tamil Nadu. North by: Plot No. 39 (North Phase) South by: Plot Nos. 40A (North Phase) East by: Plot No. 42 (North Phase) West by: 120 Feet Road. Situated within the Registration Sub-District of Ambattur and Registration District of Chennai North, Tamil Nadu.	3.19
	Total	14.06

Terms of Sale:
The terms of sale contained in this Advertisement shall be read with the E-Auction Process Document dated 06.03.2024 made available on <https://licindia.in/web/guest/tenders>

Reserve Price
Rs. 295,23,37,234/- (Rupees Two Hundred Ninety Five Crore Twenty Three Lacs Thirty Seven Thousand Two Hundred And Thirty Four only).
The bidders are permitted to submit their bids above the Reserve Price in multiples of Rs. 25,00,000/- (Rupees Twenty Five Lacs only) during the E-auction.

E01 submission
Date and time for submission of Expression of Interest (EOI), request letter of participation, KYC Documents
The Prospective Bidder can be either Individual / Partnership Firm / Company / ARC / Fund etc. having a net worth of Rs. 50 Cr, as on 31.03.2023 or latest financials available. The ready availability of funds is to be demonstrated either through bank statement / Sanction letter / Mutual funds statement / CA certificates, along with their EOI, subjected to the conditions as set out in Section 29A of the IBC

EMD (Refundable)-without interest
Rs. 29,52,34,000/- (Rupees Twenty Nine crore Fifty Two lacs and Thirty Four Thousand only).
The EMD shall not bear any interest. The EMD shall be deposited by way of RTGS/NEFT only into designated bank account of LIC.

Date of Inspection of the Property
On 22/03/2024 between 8:00 AM to 6:00 PM
Last date of submission of EMD
13/03/2024 till 6:00 PM
Date of E-Auction
Day 1 02.04.2024 / 11:00 AM IST to Day 2 03.04.2024 / 4:00 PM IST (excluding extensions of 30 minutes each in case e-auction is extended, Two hours time extra in last 15 minutes on Day 2, there is any bid. Final closure at 8:00 PM)
The E-Auction including all the extensions shall conclude on Day 2 (03.04.2024) 6:00 PM IST.

Date of payment of balance sale consideration
08.04.2024 by way of RTGS / NEFT only into designated bank account of LIC.
Terms of Sale
Refer E-Auction Process Document dated 06.03.2024. All interested parties are requested to familiarize themselves with the E-Auction Process Document (uploaded on <https://licindia.in/web/guest/tenders>)

Encumbrance known to the Auctioneer
Note: The interested parties are required to conduct their own due diligence on the properties. Refer E-Auction Process Document.
E-Auction Service Provider
Auction Tiger
Link to the E-auction portal
<https://tauction.auctiontiger.net>
Other details regarding the E-Auction
Please refer E-Auction Process Document
Other particulars of the Auction
The particulars of the sale process including detailed timelines and steps are contained in the E-Auction Process Document dated 06.03.2024 made available on <https://licindia.in/web/guest/tenders>
For any queries and assistance required, the Prospective Bidders may reach out to auctionassist@bdo.in - CC - co_inv.mo.auction@licindia.com

Terms & Conditions of E-Auction Sale:-
1. The auction sale will be "Online E-Auction" Bidding through the website <https://licindia.in/web/guest/tenders> or the date as mentioned in the notice above.
2. The interested bidders are required to register themselves with the portal and obtain login ID and Password well in advance, which is mandatory for e-bidding, from auction service provider.
3. The intending purchaser/bidder is required to submit amount of the Earnest Money Deposit (EMD) by way of RTGS/NEFT only as per the details provided in the E-Auction Process Document. The EMD shall not bear any interest.
4. Bids that are not filed up or Bids received beyond last date will be considered as invalid Bid(s) and shall be rejected. Once the E-Auction bid and EMD is submitted by the Bidder, same cannot be withdrawn. EMD deposited by the unsuccessful bidder shall be refunded without interest.
5. The bid price to be submitted shall be above the Reserve Price only along with increment value of Rs. 25,00,000/- (Rupees Twenty-Five Lacs only) and the bidder shall further improve their offer in multiple of Rs. 25,00,000/- (Rupees Twenty-Five Lacs only). The property shall not be sold below the Reserve Price.
6. On compliance of terms of Sale, authorised officer from LIC shall issue "Sale Certificate" in favour of the highest bidder pursuant to the receipt of the full bid amount into the LIC's bank account. LIC shall release its first and exclusive charge on the said property and thereafter, the execution of Sale Deed and registration of the property in the name of the Successful Bidder shall be done.
7. All the expenses related to documentation, including but not limited to preparation of sale deed, stamp duty, registration charges, conveyance, Municipal dues, development authority dues, SIPC0 dues, TDS, TCS, any other charges to remove any encumbrance or defects in title / ownership if any, all regulatory and operational dues outstanding etc. are to be borne by the Purchaser / Successful Bidder.
8. LIC and/or its advisor(s) and/or any representative(s) of LIC does not take any responsibility to procure permission / NOC from any authority local or central or under any other law in force in respect of property offered or to settle any other dues including but not limited to outstanding water / electricity dues, property tax or other charges, regulatory dues etc., if any.
9. The LIC's Authorised Officer reserves the absolute right and sole discretion to accept or reject any or all the offers/bids or adjudicate/modify the sale without assigning any reason or modify any terms of sale without any prior notice. The said property shall be sold to the successful bidder subjected to the sole discretion of the Authorised Officer.
10. The interested bidders should make their own assessment and due diligence of the property to their satisfaction. LIC does not in any way guarantee or makes any representation with regard to the fitness / title / ownership of the aforesaid property. LIC and/or their advisors shall not be held responsible for any charge, lien, any encumbrance, property tax or any other dues to the Government or anybody in respect of the aforesaid property.
11. The property shall be sold on "As is Where is Basis" / "As is What is Basis" and "Whatever there is Basis" and "Without Recourse Basis". The intending bidder, at their own risk and capacity should make enquiries as regards title / marketability / ownership, encumbrances if any, interests, liabilities, proceedings, attachments, charges and statutory outstanding on the property of any authority besides the Company's charges and should satisfy themselves as to the title, extent, quality and quantity of the property before submitting their bid. No claim of whatsoever nature regarding the property put for sale, charges and encumbrances over the property or any other matter, will be entertained after submission of the online bid and at any stage thereafter. LIC and/or their advisor(s) and/or any representative(s) of LIC shall not be responsible for anything whatsoever including any litigation(s), damages or eviction proceedings (if any) etc. The intending bidder shall indemnify the LIC and/or their advisor(s) and/or any representative(s) of LIC in this regard.
12. In case there is any discrepancy between the publications of Sale notice in English and Vernacular newspaper, then in such case the English newspaper will supersede the vernacular newspaper and it shall be considered as the final copy, thus removing the ambiguity.
13. The sale is subject to the conditions prescribed by the Hon'ble Supreme Court of India. Neither LIC and/or their advisor(s) and/or any representative(s) of LIC nor the service provider will be responsible for any network connectivity issue, system error, and electricity problem or any other occurrence that occurs while submitting the online bids/participating in the E-auction leading to a disparity or alteration of placing the bid.

Date: 6th March 2024
For and on behalf of Life Insurance Corporation of India
G. Narotham Reddy, Managing Director
DIN: 00009205
Email ID: co_inv.mo.auction@licindia.com, auctionassist@bdo.in

CORRIGENDUM

Investor Awareness Program (IAP)

Corrigendum to the notice dated February 28, 2024 with respect to Investor awareness programs which are scheduled to be held virtually.

The contact number for any queries/clarifications has been changed to: - +91 9820559850 for Investor awareness programs to be held virtually on the below mentioned dates at 3.00 p.m.

Dates of the Investor awareness programs and the links for joining the online webinar are given below:

Dates of the event	Links for joining online webinar
March 09, 2024	https://us06web.zoom.us/join/register/WN_Vcj30VBQByJqKjMHXlXQ
March 16, 2024	https://us06web.zoom.us/join/register/WN_JQubJpKSDG5I44yG5aQOA
March 23, 2024	https://us06web.zoom.us/join/register/WN_VpId4DtdSWajC6mWlUXnXA
March 30, 2024	https://us06web.zoom.us/join/register/WN_upOIGXAKQ8--cr78kddq8Q

All other contents of the aforesaid notice shall remain unchanged.

For Kotak Mahindra Asset Management Company Limited

Investment Manager – Kotak Mahindra Mutual Fund

Mumbai

March 05, 2024

Any queries / clarifications in this regard may be addressed to:

Kotak Mahindra Asset Management Company Limited

CIN: U65991MH1994PLC080009 (Investment Manager for Kotak Mahindra Mutual Fund)
6th Floor, Kotak Towers, Building No. 21, Infinity Park, Off. Western Express Highway, Goregaon - Mulund Link Road, Malad (East), Mumbai 400097.
Phone Number: 18003091490 / 044-40229101 • Email: mual@kotak.com • Website: kotakmf.com

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.



CONCOR INVITES E-TENDER IN TWO PACKET SYSTEM OF TENDERING FOR THE FOLLOWING WORK:-
CONCOR invites E-Tender in Two Packet System of tendering for the following work:-

Tender No.	CON/WARE-II/ENG/MMLP-TI/ Warehouse & CC pavement IE-45758/2023-24
Name of Work	Construction of CC pavement and new domestic warehouse at MMLP, TI/ Near Indore (Madhya Pradesh)
Estimated Cost	Rs. 2650.00 Lakhs (including GST)
Completion Period	12 (Twelve) Months
Earnest Money Deposit	Rs. 14,75,000.00 (Rupees Fourteen Lakhs Seventy-Five Thousand only)
Cost of Tender Document (Non-refundable)	NIL
Tender Processing Fee (Non-refundable)	Rs. 3,540/- (inclusive all taxes & duties through e-payment)
Date of Sale of Tender (online)	06.03.2024 (from 15:00 hrs.) to 26.03.2024 (up to 17:00 hrs.)
Date & Time of submission of Tender	28.03.2024 up to 17:00 hrs.
Date & Time of Opening of Tender	01.04.2024 at 15:00 hrs.

For financial eligibility criteria, experience with respect to similar nature of work, etc., please refer to detailed tender notice available on website www.concorindia.co.in but the complete tender document can be downloaded from website www.tenderwizard.com/CIL only. Further, Corrigendum / Addendum to this Tender, if any, will be published on website www.concorindia.co.in, www.tenderwizard.com/CIL and Central Procurement Portal (CPP) only. Newspaper press advertisement shall not be issued for the same.
Executive Director (Projects)
Phone No.: 011-41222500

SYNISE E-Auction
Auction Date: 15th March 2024
Sale of used oil drums ; HDPE jumbo bags and tarpaulin On behalf of NMDC Steel Unit ; Nagarnar
For details contact
Swarup – 9163166805
swaruph@synise.com
Synise Technologies Ltd
Visit us on- www.synise.com



ICICI Prudential Asset Management Company Limited

Corporate Identity Number: U99999DL1993PLC054135

Registered Office: 12th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi - 110 001.

Corporate Office: ONE BKC, A - Wing, 13th Floor, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051; Tel.: +91 22 2652 5000, Fax: +91 22 2652 8100, Website: www.icicipruamc.com, Email id: enquiry@icicipruamc.com

Central Service Office: 2nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Goregaon (E), Mumbai - 400 063. Tel: 022 2685 2000 Fax: 022 26868313

IMPORTANT ALERT

It has come to the attention of ICICI Prudential Asset Management Company Limited (the Company), the Investment Manager to ICICI Prudential Mutual Fund (the Fund) that certain fake and unauthorized communications relating to return projections/ stock recommendations are being circulated in the name of the Company/Fund/senior management of the Company on instant messaging platforms and various social media platforms.

The Company wishes to clarify that it does not have any relationship or association with the groups or individuals or entities responsible for the creation and dissemination of such fake communication. The Company therefore, requests the readers to avoid circulating such fake communication or give any credence to the same.

The readers are also hereby cautioned not to rely upon the statements and information provided in such communication or any communication issued in future from unauthorized sources. Kindly note that the Company and/or its employees shall not be held liable for any losses suffered on account of reliance on such fake communication.

ICICI Prudential Mutual Fund is officially present on the following social media platforms:

- LinkedIn: <https://www.linkedin.com/company/38882/admin/>
- Twitter: <https://twitter.com/iciciprmutf>
- Facebook: <https://www.facebook.com/iciciprmutf>
- YouTube: <https://www.youtube.com/channel/UJCIgYz7rTcSnQuJ99morkSXQ>
- Instagram: <https://www.instagram.com/iciciprmutf/>
- Quora: https://www.quora.com/profile/ICICI-Prudential-Mutual-Fund-4?ch=10&oid=999323798&share=b9a5b0ff&srid=Hn8h&target_type=user

Investors are further informed that investments in schemes of ICICI Prudential Mutual Fund can only be made through the following official modes of transactions:

- Visit our website <https://www.icicipruamc.com>
- At our 'Official Points of Acceptance of Transactions' notified by the Company from time to time
- Through empaneled distributors holding valid ARN or financial advisors
- Download IPRUTouch mobile application

For ICICI Prudential Asset Management Company Limited

Place: Mumbai

Date : March 5, 2024

No. 004/03/2024

Sd/-

Authorised Signatory

To know more, call 1800 222 999/1800 200 6666 or visit www.icicipruamc.com

Investors are requested to periodically review and update their KYC details along with their mobile number and email id.

To increase awareness about Mutual Funds, we regularly conduct Investor Awareness Programs across the country. To know more about it, please visit <https://www.icicipruamc.com> or visit AMFI's website <https://www.amfindia.com>

Mutual Fund investments are subject to market risks,
read all scheme related documents carefully.

Investment Manager: Baroda BNP Paribas Asset Management India Private Limited (AMC)
Corporate Identity Number (CIN): U65991MH2003PTC142972Registered Office: Crescenzo, 7th Floor, G-Block, Bandra Kurla Complex, Bandra - East, Mumbai - 400 051.
Website: www.barodabnp-paribasmf.in • Toll Free: 18002670189

NOTICE NO. 16/2024

Declaration of Income Distribution cum Capital Withdrawal (IDCW) under the designated Scheme of Baroda BNP Paribas Mutual Fund (the Fund):

Notice is hereby given to all the unit holders of Baroda BNP Paribas Arbitrage Fund ("Scheme"), that following shall be the rate of distribution under Income Distribution cum Capital Withdrawal ("IDCW") Options of respective plan under the Scheme with Monday, March 11, 2024* as the Record Date:

Name of the Scheme	Name of Plans/ Options	NAV per unit as on March 04, 2024 (face value per unit of ₹10/-)	Distribution per unit** (In ₹)
Baroda BNP Paribas Arbitrage Fund	Regular Plan - Monthly IDCW Option	10.3782	0.05
	Direct Plan - Monthly IDCW Option	10.7561	0.05

*or the immediately following Business Day, if that day is not a Business Day.

The distribution will be subject to the availability of distributable surplus and may be lower, depending on the distributable surplus available on the Record Date.

*Net distribution amount will be paid to the unit holders under respective categories after deducting applicable taxes, if any.

For the units held in physical form, amount of distribution will be paid to all unit holders whose names appear in the records of the Registrar at the close of business hours on the record date and for units held in demat form, the names appearing in the beneficial owners master with the Depository as on the record date shall be considered.

Pursuant to distribution under IDCW, NAV of the IDCW option of the scheme(s) would fall to the extent of payout and statutory levy (if applicable).

For Baroda BNP Paribas Asset Management India Private Limited

(Formerly BNP Paribas Asset Management India Private Limited)

(Investment Manager to Baroda BNP Paribas Mutual Fund)

Sd/-

Date : March 5, 2024

Authorised Signatory

Place: Mumbai

MUTUAL FUND INVESTMENTS ARE SUBJECT TO MARKET RISKS,
READ ALL SCHEME RELATED DOCUMENTS CAREFULLY.



ICICI Prudential Asset Management Company Limited

Corporate Identity Number: U99999DL1993PLC054135

Registered Office: 12th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi - 110 001.

Corporate Office: ONE BKC, A - Wing, 13th Floor, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051; Tel.: +91 22 2652 5000, Fax: +91 22 2652 8100, Website: www.icicipruamc.com, Email id: enquiry@icicipruamc.com

Central Service Office: 2nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Goregaon (E), Mumbai - 400 063. Tel: 022 2685 2000 Fax: 022 26868313

Notice to the Investors/Unit holders of ICICI Prudential Dividend Yield Equity Fund and ICICI Prudential ELSS Tax Saver Fund (the Schemes)

Notice is hereby given that ICICI Prudential Trust Limited, Trustee to ICICI Prudential Mutual Fund has approved the following distribution under Income Distribution cum capital withdrawal option (IDCW option) of the Schemes, subject to availability of distributable surplus on the record date i.e. on March 11, 2024*:

Name of the Schemes/Plans	Quantum of IDCW (₹ per unit) (Face value of ₹ 10/- each) [§]	NAV as on March 4, 2024 (₹ Per unit)
ICICI Prudential Dividend Yield Equity Fund		
IDCW	2.20	22.25
Direct Plan - IDCW	2.20	26.94
ICICI Prudential ELSS Tax Saver Fund		
IDCW	0.70	24.31
Direct Plan - IDCW	0.70	43.67

§ The distribution will be subject to the availability of distributable surplus and may be lower depending upon the extent of distributable surplus available on the record date under the IDCW option of the Schemes.

Subject to deduction of applicable statutory levy, if any

* or the immediately following Business Day, if that day is a Non - Business Day.

The distribution with respect to IDCW will be done to all the unit holders/beneficial owners whose names appear in the register of unit holders/Statement of beneficial owners maintained by the Depositories, as applicable under the IDCW option of the Schemes, at the close of business hours on the record date.

It should be noted that pursuant to payment of IDCW, the NAV of the IDCW option of the Schemes would fall to the extent of payout and statutory levy (if applicable).

For ICICI Prudential Asset Management Company Limited

Sd/-

Place: Mumbai

Date : March 5, 2024

No. 003/03/2024

To know more, call 1800 222 999/1800 200 6666 or visit www.icicipruamc.com

Investors are requested to periodically review and update their KYC details along with their mobile number and email id.

To increase awareness about Mutual Funds, we regularly conduct Investor Awareness Programs across the country. To know more about it, please visit <https://www.icicipruamc.com> or visit AMFI's website <https://www.amfindia.com>

Mutual Fund investments are subject to market risks,
read all scheme related documents carefully.



KRSNAA DIAGNOSTICS LIMITED

Corporate Identity Number: L74900PN2010PLC138068

Registered and Corporate Office: S.No. 243/A, Hissa No. 6, CTS No. 4519, 4519/1, Near Chinchwad Station, Chinchwad, Taluka - Haveli, Pune - 411 019, Maharashtra. Telephone: +91 20 7402400

E-mail: investors@krsnaa.in Website: www.krsnaadiagnostics.com

POSTAL BALLOT NOTICE

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY OUTSIDE INDIA. THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON THE MAIN BOARD PLATFORM OF BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES" IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS").



POPULAR VEHICLES AND SERVICES LIMITED

Our Company was originally incorporated as Popular Vehicles and Services Limited on July 5, 1983 at Kochi, Ernakulam, Kerala, India as a public limited company under the Companies Act, 1956 and received its certificate for commencement of business on July 14, 1983. Our Company was converted to a private limited company pursuant to a special resolution passed by our Shareholders at the Extraordinary General Meeting ("EGM") held on December 29, 2014 and the name of our Company was changed to Popular Vehicles and Services Private Limited. A fresh certificate of incorporation consequent upon conversion of our Company to a private limited company was issued on March 24, 2015 by the Registrar of Companies, Kerala at Ernakulam ("RoC"). Our Company was subsequently converted into a public limited company pursuant to a special resolution passed by our Shareholders at the EGM held on June 11, 2018 and the name of our Company was changed to Popular Vehicles and Services Limited. A fresh certificate of incorporation consequent upon conversion of our Company to a public limited company was issued on July 10, 2018 by the RoC. For details of change in name and Registered and Corporate Office of our Company, see "History and Certain Corporate Matters" on page 219 of the Red Herring Prospectus dated March 04, 2024 ("RHP" or "Red Herring Prospectus") filed with the RoC. **Registered and Corporate Office:** Kuttukaran Centre, Mamangalam, Cochin, Ernakulam - 682 025, Kerala, India; **Tel:** +91 484 2341 134; **Website:** www.popularmaruti.com; **Contact Person:** Varun T.V., Company Secretary and Compliance Officer; **E-mail:** cs@popularv.com; **Corporate Identity Number:** U50102KL1983PLC003741



(Please scan this QR code to view the Red Herring Prospectus)

THE PROMOTERS OF OUR COMPANY ARE JOHN K. PAUL, FRANCIS K. PAUL AND NAVEEN PHILIP

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("EQUITY SHARES") OF POPULAR VEHICLES AND SERVICES LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹2,500.00 MILLION BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 11,917,075 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY BANYANTREE GROWTH CAPITAL II, LLC (THE "SELLING SHAREHOLDER") AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDER ("OFFER FOR SALE", AND TOGETHER WITH THE FRESH ISSUE, THE "OFFER"). THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹10.00 MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL), FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HERINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER SHALL CONSTITUTE [●]% AND [●]%, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

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

Name of Selling Shareholder	Type	NUMBER OF EQUITY SHARES OFFERED/ AMOUNT (₹ IN MILLION)	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE (IN ₹)^
BanyanTree Growth Capital II, LLC	Selling Shareholder	Up to 11,917,075 Equity Shares of face value of ₹ 2 each aggregating to ₹[●] million	27.28

^As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 04, 2024.

Our Company caters to the complete life cycle of vehicle ownership, right from the sale of new vehicles, servicing and repairing vehicles, distributing spare parts and accessories, to facilitating sale and exchange of pre-owned vehicles, operating driving schools and facilitating the sale of third-party financial and insurance products.

The Offer is being made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations

QIB Portion: Not more than 50% of the Net Offer | Non-Institutional Portion: Not less than 15% of the Net Offer | Retail Portion: Not less than 35% of the Net Offer

Employee Reservation Portion: Up to [●] Equity Shares aggregating up to ₹ 10.00 Million

PRICE BAND: ₹280 TO ₹295 PER EQUITY SHARE OF FACE VALUE OF ₹2 EACH.

THE FLOOR PRICE AND THE CAP PRICE ARE 140.00 TIMES AND 147.50 TIMES THE FACE VALUE OF THE EQUITY SHARES RESPECTIVELY

THE PRICE/EARNINGS RATIO BASED ON DILUTED EPS FOR FISCAL 2023 FOR OUR COMPANY AT THE UPPER END OF THE PRICE BAND IS AS HIGH AS 28.86 AS COMPARED TO THE AVERAGE INDUSTRY PEER GROUP PE RATIO OF 34.84, THE MARKET CAP AT OFFER PRICE TO TOTAL TURNOVER IS 0.43 TIMES AND P/E RATIO AT OFFER PRICE IS [●] TIMES

WEIGHTED AVERAGE RETURN ON NET WORTH FOR FISCAL 2023, 2022 AND 2021 IS 15.55%

BIDS CAN BE MADE FOR A MINIMUM OF 50 EQUITY SHARES AND IN MULTIPLES OF 50 EQUITY SHARES THEREAFTER.

A DISCOUNT OF ₹ 28 PER EQUITY SHARE IS BEING OFFERED TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION

Potential Bidders may note the following:

This is in furtherance to the draft red herring prospectus of the Company dated September 28, 2023 ("DRHP"), filed with the Securities and Exchange Board of India, additionally with reference to the directive dated July 4, 2023, issued through an e-mail from the Securities and Exchange Board of India ("SEBI", and such directive, the "SEBI Directive") pursuant to which, the Company is required to intimate the National Stock Exchange of India Limited ("NSE") and the BSE Limited ("BSE" and along with the NSE, the "Stock Exchanges") in the event of transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the Company by the Promoters and members of our Promoter Group.

Pursuant to the letters dated September 28, 2023 and February 5, 2024, our Company, BanyanTree Growth Capital II, LLC and the Promoters of our Company, namely, John K. Paul, Francis K. Paul and Naveen Philip have entered into a share purchase agreement dated February 6, 2024 read with amendment agreement dated February 14, 2024 ("SPA"). We would like to inform you that, in accordance with the SPA, BanyanTree Growth Capital II, LLC has undertaken a transfer of 2,291,211 Equity Shares to the Promoters of our Company, aggregating to 3.66% of the pre-Offer Equity Share capital of our Company, in the following manner:

Sr. No.	Date of transfer	Name of the transferor	Name of the transferee	Nature of transfer	Number of Equity Shares	Percentage of pre-Offer share capital of the Company (in %)	Transfer price per Equity Shares (in ₹)	Total consideration (in ₹)
1	February 21, 2024	BanyanTree Growth Capital II, LLC	John K. Paul	Pursuant to SPA	763,737	1.22	57	43,533,009
2	February 21, 2024	BanyanTree Growth Capital II, LLC	Francis K. Paul		763,737	1.22	57	43,533,009
3	February 21, 2024	BanyanTree Growth Capital II, LLC	Naveen Philip		763,737	1.22	57	43,533,009

In accordance with the recommendation of Independent Directors of our Company, pursuant to their resolution dated March 4, 2024, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for Offer Price' section of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in 'Basis for Offer Price' section on page 119 of the RHP and provided below in the advertisement

In making an investment decision, potential investors must only rely on the information included in the RHP and the terms of the Offer, including the risks involved and not rely on any other external sources of information about the Offer available in any manner.

RISKS TO INVESTORS

- A large portion of our business revenue, approximately 77.03%, is derived from our dealership of Maruti, Tata Motors (Commercial) and Honda. Any adverse developments in the growth, demand or sales for these OEMs could have an adverse effect on our business, results of operations and financial condition.

OEM	Total consolidated revenue from vehicle sales in %			
	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Maruti	48.15	51.32	53.57	58.06
Tata Motors (Commercial)	24.13	29.35	27.52	23.87
Honda	4.75	6.59	9.09	8.15
Total	77.03	87.26	90.18	90.08

- Non-renewal, termination or any adverse material modifications made by our OEMs to the dealership agreements, will have a material and adverse impact on our business prospects and results of operations.
- We have had negative cash flows from operating activities for the period ended September 30, 2023, and it is possible that we may experience negative cash flows in the future which could adversely affect our cash flow requirements, our ability to operate our business and implement our growth plans, thereby affecting our financial performance.

(in ₹ million)

Particulars	Six months period ended September 30, 2023
Net cash generated from/(used in) operating activities	(1,611.02)
Net cash generated from/(used in) investing activities	(296.70)
Net cash (used in)/generated from financing activities	1,971.67
Net increase/(decrease) in cash and cash equivalents	63.95
Cash and cash equivalents at the beginning of the period/ year	238.25
Cash and cash equivalents at the end of the period/ year	302.20

- A large portion of our business operations, which is approximately 96.91% our Company's consolidated revenue for the six months period ended September 30, 2023, are concentrated in the states of Kerala, Tamil Nadu and Karnataka. Any adverse developments (including any natural calamities) in these states could have an adverse effect on our business, results of operations and financial condition.

State	Total consolidated revenue in %			
	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Kerala	70.31	71.45	73.38	73.83
Tamil Nadu	18.08	22.41	20.56	19.61
Karnataka	8.52	5.49	6.06	6.55
Total	96.91	99.35	100.00	100.00

- Increasing competition among automotive dealerships through online and offline marketing reduces our profit margins on vehicle sales and related businesses.

Particulars	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
PAT Margin (in %)	1.41	1.31	0.97	1.11

- Weighted average cost of acquisition of (i) all shares issued by our Company; and (ii) all shares acquired by our Promoters and Promoter Group, in the 3 years, 18 months and 1 year preceding the date of the Red Herring Prospectus is set out below:

Particulars	Weighted Average Cost of Acquisition (in ₹)	Cap Price (i.e., ₹ 295) is 'X' times the Weighted Average Cost of Acquisition*	Range of acquisition price: Lowest price - highest price* (in ₹)
Last 3 years	57	5.18	Lowest and Highest price ₹57
Last 18 months	57	5.18	Lowest and Highest price ₹57
Last 1 year	57	5.18	Lowest and Highest price ₹57

*As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 05, 2024.

- Set out below are the details of the weighted average cost of acquisition of the transactions undertaken during the 18 months preceding the date of the Red Herring Prospectus, as compared to the Floor Price and the Cap Price:

Particulars	Weighted Average cost of Acquisition (in ₹)	Floor Price (i.e., ₹280)*	Cap Price (i.e., ₹295)*
WACA of Primary Transactions	Not Applicable	-	-
WACA of Secondary Transactions	57	4.91 times	5.18 times

*As certified by R.G.N. Price & Co., Chartered Accountants, by way of their certificate dated March 05, 2024.

- Margins earned from our services and repair vertical and our spare parts and accessories distribution vertical may be impacted by pricing guidelines set by our OEMs which may adversely affect our financial condition and results of operations.

Particulars	Six months period ended September 30, 2023	Fiscal 2023	Fiscal 2022	Fiscal 2021
Authorised service centres				
Total Revenue (in %)	14.83	14.60	15.29	14.82
EBIDTA (in %)	46.60	55.48	54.10	53.44
Spare parts and accessories distribution				
Total Revenue (in %)	5.10	5.19	5.06	4.87
EBIDTA (in %)	7.11	7.39	7.70	6.24
PAT margin (in %)	11.88	11.98	16.85	15.78

Continued on next page...

9. **We have certain unresolved customer complaints which may result in future litigation against our Company**

Sr. No.	Details	FY 2023	FY 2022	FY 2021
1.	Customers complaints received	76,607	108,332	60,266
2.	Customers complaints resolved	43,925	55,138	31,827

10. **Our inability or failure to maintain optimum inventory levels or any theft of inventory may adversely affect our business, results of operations and financial condition**

11. **The Offer consists of a Fresh Issue and an Offer for Sale. The Selling Shareholder will be entitled to their respective portion of the proceeds from the Offer for Sale in proportion of the Equity Shares offered by the Selling Shareholder as part of the Offer for Sale. Our Company will not receive any proceeds from the Offer for Sale.**

12. **We may be required to make significant capital investments to our existing showrooms, sales outlets, service centers and other premises, the cost of which we may be unable to recoup. Further, we may be required to make significant capital investment to maintain the quality of post sales service and spare parts availability.**

The table below shows the amount of capital investments made by us along with the percentage contribution of such capital expenditure to our total expenses, frequency of such capital expenditures and costs incurred by us, in the six months period ended September 30, 2023 and Fiscals 2023, 2022 and 2021, respectively:

Particulars	Amount of capital expenditure (in ₹ million)	% contribution of capital expenditure towards total expenses
Six months period ended September 30, 2023	314.62	1.13
Fiscal 2023	852.90	1.77
Fiscal 2022	481.04	1.40
Fiscal 2021	294.28	1.02

13. **The automotive industry is sensitive to changing economic conditions and various other factors. Any decline in demand for vehicles by individuals or entities may adversely impact our business prospects and results of operations.**

14. **We may fail to successfully implement our growth strategy, which includes acquiring existing dealerships, diversifying our portfolio and penetrating deeper into existing geographic locations which may adversely affect our financial condition and results of operations.**

15. **The 3 BRLMs associated with the Issue have handled 72 public issues in the past 3 years, out of which 23 issues have closed below the offer price on the listing date**

Name of the BRLMs	Total issues	Issues closed below IPO price on listing date
ICICI Securities Limited*	53	18
Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)*	10	3
Centrum Capital Limited*	0	0
Common Issues handled by the BRLMs	9	2
Total	72	23

*Issues handled where there were no common BRLMs

BID/OFFER PERIOD

ANCHOR INVESTOR BIDDING DATE : MONDAY, MARCH 11, 2024⁽¹⁾

BID/OFFER OPENS ON : TUESDAY, MARCH 12, 2024

BID/OFFER CLOSES ON : THURSDAY, MARCH 14, 2024⁽²⁾

⁽¹⁾ Our Company, in consultation with the BRLMs, may consider participation by Anchor Investors in accordance with the SEBI/ICDR Regulations. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date.
⁽²⁾ The UPI mandate end time and date shall be at 5:00 p.m. on Bid/Offer Closing Day.

BASIS FOR OFFER PRICE

The Price Band and the Offer Price will be determined by our Company, in consultation with the BRLMs, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and on the basis of quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹2 each and the Offer Price is [●] times the face value, Floor Price is 140.00 times the face value and the Cap Price is 147.50 times the face value. Investors should also see 'Risk Factors', 'Summary of Restated Financial Information', 'Summary of Pro Forma Financial Information', 'Our Business', 'Restated Financial Information', 'Pro Forma Financial Information' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' on pages 26, 62, 66, 170, 255, 323 and 338, of the RHP, respectively, to have an informed view before making an investment decision.

Qualitative Factors: Some of the qualitative factors and our strengths which form the basis for computing the Offer Price are as follows: 1. Long standing presence in the automobile industry and well-established relationships with leading OEMs; 2. Penetration in markets in which we operate complemented by innovative marketing strategies; 3. Fully integrated business model leading to business stability and higher margin; 4. Proven ability to identify and capture inorganic as well as organic growth opportunities; 5. Consistent track record of profitable financial performance and increasing growth; and 6. Experienced promoters and management team. For details, see 'Our Business- Strengths' on page 176 of the RHP.

Quantitative Factors: Some of the information presented below relating to our Company is derived from the Restated Financial Information. For details, see 'Restated Financial Information' and 'Other Financial Information' on pages 255 and 333, of the RHP, respectively.

Pursuant to a resolution passed by our Board on August 31, 2023 and a resolution passed by the Shareholders on September 8, 2023, each equity share of face value of ₹10 each has been sub-divided into 5 Equity Shares of face value of ₹2 each. Accordingly, the authorised share capital of our Company was sub-divided from 15,000,000 equity shares of face value of ₹10 each to 75,000,000 Equity Shares of face value of ₹2 each. Further, issued, subscribed and paid-up capital of our Company was sub-divided from 12,544,289 equity shares of face value of ₹10 each to 62,721,445 Equity Shares of face value of ₹2 each.

Sub-division of shares are retrospectively considered for the computation of EPS in accordance with Ind AS 33 for all periods presented and for the computation of Net asset value per share for all periods presented.

Some of the quantitative factors which may form the basis for computing the Offer Price are as follows:

A. Basic and Diluted Earnings Per Equity Share ("EPS") (face value of each Equity Share is ₹2):

Fiscal/Period Ended	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
March 31, 2023	10.22	10.22	3
March 31, 2022	5.37	5.37	2
March 31, 2021	5.17	5.17	1
Weighted Average	7.76	7.76	-
Six-month period ended September 30, 2023*	6.38	6.38	-

*Not annualized.

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details

B. Price/Earning ("P/E") ratio in relation to Price Band of ₹280 to ₹295 per Equity Share:

Particulars	P/E at the Floor Price (number of times)	P/E at the Cap Price (number of times)
Based on basic EPS for year ended March 31, 2023	27.40	28.86
Based on diluted EPS for year ended March 31, 2023	27.40	28.86

C. Industry Peer Group P/E ratio

Particulars	P/E Ratio
Highest	34.84
Lowest	34.84
Industry Composite	34.84

Notes:

- The highest and lowest industry P/E shown above is based on the peer set provided below under 'Comparison with listed industry peers'. The industry average has been calculated as the arithmetic average P/E of the peer set provided below.
- P/E figures for the peer are computed based on closing market price as on March 1, 2024 on BSE, divided by Diluted EPS based on the financial results declared by the peers available on website of www.bseindia.com for the Financial Year March 31, 2023.

D. Return on Net worth

Fiscal/Period Ended	Return on Net worth (%)	Weight
March 31, 2023	18.68%	3
March 31, 2022	12.03%	2
March 31, 2021	13.19%	1
Weighted Average	15.55%	-
Six-month period ended September 30, 2023*	10.42%	-

*Not annualized.

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details

E. Net Asset Value ("NAV") per Share

Particulars	Amount (₹)
As on March 31, 2023	54.69*
As on September 30, 2023	61.26*
After the completion of the Offer	
-At the Floor Price	82.77
-At the Cap Price	83.30
Offer Price	[●]

After taking into account stock split of the Equity Shares post March 31, 2023

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details

F. Comparison with Listed Industry Peers

Following is the comparison with our peer group companies listed in India and in the same line of business as our Company:

Name of Company	Face Value (₹ Per Share)	Revenue from Operations (in ₹ million)	EPS (₹ per share)		NAV (₹ per share)	P/E as on March 1, 2024	Return on Net worth (%)
			Basic	Diluted			
Popular Vehicles and Services Limited	2	48,750.02	10.22	10.22	54.69*	NA	18.68%
Landmark Cars Limited	5	33,823.51	22.56	21.74	118.55	34.84	18.04%

*After taking into account stock split of the Equity Shares post March 31, 2023

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details

G. Key Performance Indicators

The table below sets forth the details of KPIs that our Company considers have a bearing for arriving at the basis for Offer Price. Our Audit Committee through its resolution dated March 4, 2024 approved the list of KPIs for disclosure in the Red Herring Prospectus. Further, the Audit Committee has confirmed that the KPIs pertaining to our Company that have been disclosed to investors for raising funds at any point of time during the three years' period prior to the date of filing of the Red Herring Prospectus and which are required to be disclosed in the 'Basis for Offer Price' section, have been verified and audited by R.G.N Price & Co., Chartered Accountant (who holds a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India) in accordance with SEBI/ICDR Regulations and have been disclosed in this section. Further, the KPIs herein have been certified by R.G.N Price & Co., Chartered Accountant pursuant to certificate dated March 4, 2024, which has been included in 'Material Contracts and Documents for Inspection' on page 441 of the RHP.

A list of our KPIs for six-month period ended September 30, 2023 and the Financial Years ended 2023, 2022 and 2021 is set out below:

Sr. No.	Metric	Unit	Six-month period ended September 30, 2023	Financial Year ended 2023	Financial Year ended 2022	Financial Year ended 2021
1.	Sales Volumes					
	-Number of new vehicles sold	#	23,993	47,820	37,871	35,105
	-Number of pre-owned vehicles sold	#	5,611	11,806	10,594	10,098
	-Number of vehicles serviced	#	5,27,846	957,148	721,400	646,280
2.	Revenue from Operations	₹ million	28,349.97	48,750.02	34,658.79	28,935.25
	-Sales of new vehicles	₹ million	19,411.07	33,305.06	23,222.61	19,395.41
	-Sale of spare parts and accessories	₹ million	4,115.54	6,820.19	4,687.13	3,783.64
	-Sale of pre-owned vehicles	₹ million	1,938.74	3,705.97	2,872.81	2,473.08
	-Sale of services	₹ million	1,605.84	2,872.91	2,183.97	1,803.63
	-Other Operating income	₹ million	1,278.78	2,045.89	1,692.27	1,479.49
3.	Total Income	₹ million	28,482.08	48,926.28	34,841.99	29,192.52
4.	Profit for the period/ year	₹ million	400.44	640.74	336.69	324.55
5.	Earnings Per Share					
	- Basic	₹	6.38**	10.22	5.37	5.17
	- Diluted	₹	6.38**	10.22	5.37	5.17
6.	Inventory turnover days	days	103**	38	45	47
7.	Working capital days	days	95**	34	37	35
8.	Net cash generated from operating activities	₹ million	(1,611.02)	1,088.93	696.92	951.74
9.	Gross Profit	₹ million	4,334.04	7,324.03	5,491.10	4,604.97

Sr. No.	Metric	Unit	Six-month period ended September 30, 2023	Financial Year ended 2023	Financial Year ended 2022	Financial Year ended 2021
10.	Gross Margin	%	15.29%	15.02%	15.84%	15.91%
11.	EBITDA	₹ million	1,459.09	2,348.46	1,786.63	1,748.53
12.	Adjusted EBITDA	₹ million	1,443.04	2,348.46	1,786.63	1,748.53
13.	EBITDA Margin	%	5.12%	4.80%	5.13%	5.99%
14.	PAT Margin	%	1.41%	1.31%	0.97%	1.11%
15.	RoE	%	10.42%**	18.68%	12.03%	13.19%
16.	RoCE	%	8.83%**	18.32%	16.79%	17.09%
17.	Net Debt / EBITDA	times	5.00**	2.03	1.97	1.68
18.	Debt to Equity	times	1.99	1.47	1.33	1.44
19.	Net worth	₹ million	3,842.11	3,430.44	2,798.86	2,460.02

** Not Annualised

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details. Please see below the bifurcation of "Other Operating Income" for the six-month period ended September 30, 2023 and for the Financial Years ended 2023, 2022 and 2021:

Particulars	Six-month period ended September 30, 2023	Financial Year ended 2023	Financial Year ended 2022	Financial Year ended 2021
Income from schemes and incentives	873.87	1,358.23	1,177.95	991.02
Finance and insurance commission	359.62	613.84	466.88	455.99
Income from driving school	19.27	30.50	18.04	13.14
Other operating income	26.02	43.32	29.40	19.34
Other Operating income	1,278.78	2,045.89	1,692.27	1,479.49

Explanation for the KPI metrics

KPI	Explanation
New Vehicle Volume	It shows the quantity of new vehicles sold for the period
Pre-owned vehicle Volume	It shows the quantity of pre-owned vehicles sold for the period
Service Volume	It shows the quantity of vehicles serviced for the period
Revenue from Operations	Revenue from operations represents the income generated by our Company from its core operating operations. This gives information regarding the scale of operations
Total Income	Total income represents the overall revenue generated by our Company including core operating income and other income. This gives information regarding the overall scale of our Company
Profit for the period/year	Profit for the period/year is used by the management to track the overall profitability of the business
Earnings Per Share	Earnings per share shows the net earnings per share which the investors get on the financial period
Inventory turnover days	Inventory turnover days is an indicator shows how the management efficiently control over the inventory level
Working capital days	Working capital days is an indicator which shows how the management is efficiently controlling the working capital
Net cash generated from operating activities	Net cash generated from operating activities shows how efficiently the company manages its cashflow from the operations
Gross Profit	Gross profit provides the overall margin efficiency from the operations
Gross Margin	Gross Profit Margin is an indicator of the profitability that allows the management to understand the percentage of revenues that exceeds cost of goods sold
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin is an indicator of the operational profitability and financial performance of the business
PAT Margin	PAT Margin is an indicator of the overall profitability and financial performance of the business
RoE	RoE is used by the management to track how efficiently our Company generates profits from funds and how well it is converting its shareholders funds to generate profits
RoCE	RoCE is used by the management to track how efficiently our Company generates earnings from the capital employed in the business and how well it is converting its total capital to generate profits
Net Debt/EBITDA	Net debt (borrowings) ratio is used by the management to track whether our Company can repay its obligations if they were all due today and whether our Company is able to take on more debt
Debt to Equity	Debt to Equity is a measure of the company's leverage over equity invested and earnings retained over time
Net worth	Net worth is a performance indicator that shows the value of business's property after liabilities are paid

For details of our other operating metrics disclosed elsewhere in the Red Herring Prospectus, see 'Our Business' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' on pages 170 and 338, of the RHP, respectively.

Above mentioned KPIs includes impact of material acquisition or/and dispositions made by our Company during the Financial Year ending March 31, 2021, 2022 and 2023, details of which are mentioned below:

Financial Period	Units	Revenue from operations	Gross Profit	EBITDA	PAT
Financial Year 2022-23	₹ mn	1,297.07	94.48	52.60	25.92
Six months period ended September 30, 2023	₹ mn	2,782.13	355.85	159.78	52.66

Note: The above table represents the figures of PMPL only.

H. Comparison of our KPIs with our listed industry peers

(a) Comparison with listed industry peers (Six-month period ended September 30, 2023)

Sr. No.	Metric	Units	Popular Vehicles	Landmark Cars
1	Sales Volumes			
	- Number of new vehicles sold	#	23,993	NA
	- Number of pre-owned vehicles sold	#	5,611	NA
	- Number of vehicles serviced	#	5,27,846	1,58,636
2	Revenue from Operations	₹ mn	28,349.97	14,646.68
	- Sales of new vehicles	₹ mn	19,411.07	NA
	- Sale of spare parts and accessories	₹ mn	4,115.54	NA
	- Sale of pre-owned vehicles	₹ mn	1,938.74	NA
	- Sale of services	₹ mn	1,605.84	NA
	- Other Operating income	₹ mn	1,278.78	NA
3	Total Income	₹ mn	28,482.08	14,697.49
4	Profit for the period	₹ mn	400.44	277.68
5	Earnings Per Share			
	- Basic	₹	6.38**	6.80**
	- Diluted	₹	6.38**	6.64**
6	Inventory turnover days	days	103**	181**
7	Working capital days	days	95**	135**
8	Net cash generated from operating activities	₹ mn	(1,611.02)	(158.50)
9	Gross Profit	₹ mn	4,334.04	2,994.63
10	Gross Margin	%	15.29%	20.45%
11	EBITDA	₹ mn	1,459.09	1,015.99
12	Adjusted EBITDA	₹ mn	1,443.04	1,038.97
13	EBITDA Margin	%	5.12%	6.91%
14	PAT Margin	%	1	

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BASIS FOR OFFER PRICE

(b) Comparison with listed industry peers (Fiscal 2023)

Sr. No.	Metrics	Units	Popular Vehicles	Landmark Cars
1	Sales Volumes			
	- Number of new vehicles sold	#	47,820	21,310
	- Number of pre-owned vehicles sold	#	11,806	NA
2	Revenue from Operations	₹ mn	48,750.42	33,823.51
	- Sales of new vehicles	₹ mn	33,305.06	24,398.18#
	- Sale of spare parts and accessories	₹ mn	6,820.19	4,937.63
3	Total Income	₹ mn	48,926.28	33,944.30
	- Profit for the year	₹ mn	640.74	851.01
	Earnings Per Share			
4	- Basic	₹	10.22	22.56
	- Diluted	₹	10.22	21.74
	Inventory turnover days	days	38	59
5	Working capital days	days	34	40
	Net cash generated from operating activities	₹ mn	1,088.93	709.90
	Gross Profit	₹ mn	7,324.03	6,006.91
6	Gross Margin	%	15.02%	17.76%
	EBITDA	₹ mn	2,348.46	2,425.09
	Adjusted EBITDA	₹ mn	2,348.46	2,499.81
7	EBITDA Margin	%	4.80%	7.14%
	PAT Margin	%	1.31%	2.51%
	RoE	%	18.68%	18.04%
8	RoCE	%	18.32%	20.38%
	Net Debt / EBITDA	times	2.03	1.03
	Debt to Equity	times	1.47	0.62
9	Net worth	₹ mn	3,430.44	4,716.45

Sale of new vehicles is excluding the sales from pre-owned cars as disclosed in the annual report.

(c) Comparison with listed industry peers (Fiscal 2022)

Sr. No.	Metrics	Units	Popular Vehicles	Landmark Cars
1	Sales Volumes			
	- Number of new vehicles sold	#	37,871	19,264
	- Number of pre-owned vehicles sold	#	10,594	NA
2	Revenue from Operations	₹ mn	34,658.79	29,765.23
	- Sales of new vehicles	₹ mn	23,222.61	22,749.30#
	- Sale of spare parts and accessories	₹ mn	4,687.13	3,980.26
3	Total Income	₹ mn	34,841.99	29,891.16
	- Profit for the year	₹ mn	336.69	661.82
	Earnings Per Share			
4	- Basic	₹	5.37	17.88
	- Diluted	₹	5.37	17.45
	Inventory turnover days	days	45	48
5	Working capital days	days	37	22
	Net cash generated from operating activities	₹ mn	696.92	764.39
	Gross Profit	₹ mn	5,491.10	4,647.84
6	Gross Margin	%	15.84%	15.61%
	EBITDA	₹ mn	1,786.63	1,872.81
	Adjusted EBITDA	₹ mn	1,786.63	1,872.81
7	EBITDA Margin	%	5.13%	6.27%
	PAT Margin	%	0.97%	2.21%
	RoE	%	12.03%	26.66%
8	RoCE	%	16.79%	21.10%
	Net Debt / EBITDA	times	1.97	1.49
	Debt to Equity	times	1.33	1.24
9	Net worth	₹ mn	2,798.86	2,482.47

Sale of new vehicles is excluding the sales from pre-owned cars as disclosed in the annual report.

(d) Comparison with listed industry peers (Fiscal 2021)

Sr. No.	Metrics	Units	Popular Vehicles	Landmark Cars
1	Sales Volumes			
	- Number of new vehicles sold	#	35,105	13,282
	- Number of pre-owned vehicles sold	#	10,098	NA
2	Revenue from Operations	₹ mn	28,935.25	19,561.04
	- Sales of new vehicles	₹ mn	19,395.41	14,449.76#
	- Sale of spare parts and accessories	₹ mn	3,783.64	2,906.72
3	Total Income	₹ mn	2,473.08	353.65
	- Profit for the year	₹ mn	1,803.63	1,322.84
	- Other Operating income	₹ mn	1,479.49	528.07

FOR FURTHER DETAILS, SEE "BASIS FOR OFFER PRICE" ON PAGE 119 OF THE RHP.

ASBA # Simple, Safe, Smart way of Application!!!

(APPLICATION SUPPORTED BY BLOCKED AMOUNT)

Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA.

Mandatory in public issues. No cheque will be accepted.

UPI-Now available in ASBA for Retail Individual Investors and Non-Institutional Investor applying for amount upto ₹ 5,00,000/-, applying through Registered Brokers, DPs and RTAs. UPI Bidder 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 account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CDBT notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021.

ASBA has to be availed by all the investors except anchor investors. UPI may be availed by UPI Bidders. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure of ASBA Bidders" on page 415 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of the Stock Exchanges and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=35 and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: www.sebi.gov.in. UPI Bidders Bidding using the UPI mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. Axis Bank Limited and ICICI Bank Limited have been appointed as Sponsor Banks for the Offer, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For offer related queries, please contact the BRLMs on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and mail id: ipo.upi@npci.org.in.

THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON MAIN BOARD PLATFORM OF BSE AND NSE

Note to Investors: Further to the public announcement dated February 22, 2024, issued in Financial Express, Jansatta and Deepika, the transfer of Equity Shares from BanyanTree Growth Capital II LLC to John K. Paul, Francis K. Paul and Naveen Philip was completed on February 21, 2024. The details related to such transfers have been updated in all the relevant sections of the RHP, including Cover Page, "Offer Document Summary", "Capital Structure", "Our Management", "Our Promoters and Promoter Group" on pages 14, 77, 230 and 250, respectively.

The weighted average cost of acquisition for the Selling Shareholder has also been updated in all relevant sections of the RHP.

In case of any revision in the Price Band, the Bid/ Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company, may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid/ Offer Period for a minimum of three Working Days, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), the Designated Intermediaries and the Sponsor Banks, as applicable.

This Offer is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made through the Book Building Process and is in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein in terms of Regulation 32(1) of the SEBI ICDR Regulations, not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs"), and such portion, the "QIB Portion" provided that our Company, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which at least one-third shall be available for allocation to domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription 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 QIB Bidders (other than Anchor Investors) including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Offer shall be available for allocation to Non-Institutional Bidders out of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹ 20.20 million and up to ₹ 1.00 million; and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹ 1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders ("RIBs") in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective bank accounts (including UPI ID for UPI Bidders using UPI Mechanism) (as defined hereinafter) in which the Bid amount will be blocked by the SCSBs or the Sponsor Banks, as applicable, to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion of the Offer through the ASBA process. For details, see "Offer Procedure" on page 415 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, 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. Bidders/Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for UPI Bidders bidding through the UPI Mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorised the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic

Sr. No.	Metrics	Units	Popular Vehicles	Landmark Cars
3	Total Income	₹ mn	29,192.52	19,663.43
4	Profit for the year	₹ mn	324.55	111.48
5	Earnings Per Share			
	- Basic	₹	5.17	3.09
6	- Diluted	₹	5.17	3.05
	Inventory turnover days	days	47	64
7	Working capital days	days	35	44
8	Net cash generated from operating activities	₹ mn	951.74	427.64
9	Gross Profit	₹ mn	4,604.97	3,087.34
10	Gross Margin	%	15.91%	15.78%
11	EBITDA	₹ mn	1,748.53	1,200.63
12	Adjusted EBITDA	₹ mn	1,748.53	1,200.63
13	EBITDA Margin	%	5.99%	6.11%
14	PAT Margin	%	1.11%	0.57%
15	RoE	%	13.19%	6.11%
16	RoCE	%	17.09%	11.30%
17	Net Debt / EBITDA	times	1.68	2.54
18	Debt to Equity	times	1.44	1.80
19	Net worth	₹ mn	2,460.02	1,823.76

Sale of new vehicles is excluding the sales from pre-owned cars as disclosed in the annual report.

Please refer to the section "Basis for Offer Price" on page 119 of the Red Herring Prospectus for further details.

I. Description on the historic use of the KPIs by our Company to analyze, track or monitor the operational and/or financial performance of our Company
In evaluating our business, we consider and use certain KPIs, as presented above, as a supplemental measure to review and assess our financial and operating performance. The presentation of these KPIs are not intended to be considered in isolation or as a substitute for the Restated Financial Information. We use these KPIs to evaluate our financial and operating performance. Some of these KPIs are not defined under Ind AS and are not presented in accordance with Ind AS. These KPIs have limitations as analytical tools. Further, these KPIs may differ from the similar information used by other companies and hence their comparability may be limited. Therefore, these metrics should not be considered in isolation or construed as an alternative to Ind AS measures of performance or as an indicator of our operating performance, liquidity, profitability or results of operation. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that it provides an additional tool for investors to use in evaluating our ongoing operating results and trends and in comparing our financial results with other companies in our industry because it provides consistency and comparability with past financial performance, when taken collectively with financial measures prepared in accordance with Ind AS.
Investors are encouraged to review the Ind AS financial measures and to not rely on any single financial or operational metric to evaluate our business. See "Risk Factors - Significant differences exist between Ind AS and other accounting principles, such as US GAAP and IFRS, which may be material to investors' assessments of our financial condition" on page 54 of the RHP.

Weighted average cost of acquisition ("WACA"), floor price and cap price

1. Price per share of the Company (as adjusted for corporate actions, including split, bonus issuances) based on primary issuances of Equity Shares or convertible securities (excluding issuance of Equity Shares pursuant to a bonus issue) during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Primary Issuances")
The Company has not issued any Equity Shares during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-Offer capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

2. Price per share of the Company (as adjusted for corporate actions, including split, bonus issuances) based on secondary sale or acquisition of equity shares or convertible securities (excluding gifts) involving any of the Promoters, members of the Promoter Group, Selling Shareholder or other shareholders with rights to nominate directors during the 18 months preceding the date of filing of the DRHP/ RHP, where the acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company, in a single transaction or multiple transactions combined together over a span of rolling 30 days ("Secondary Transactions")
There have been no secondary sale/acquisitions of Equity Shares, where the Promoters, members of the Promoter Group, Selling Shareholder having the right to nominate Director(s) on our Board, are a party to the transaction, during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-Offer capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

3. Since there are no such transaction to report to under 1 and 2, the following are the details basis the last five primary or secondary transactions (secondary transactions where Promoters, members of the Promoter Group, Selling Shareholder having the right to nominate Director(s) on our Board, are a party to the transaction), not older than three years prior to the date of the Red Herring Prospectus irrespective of the size of transactions:

Sr. No.	Name of the Transferor	Name of the Transferee	Nature of transaction	Form of consideration	Date of transfer	Transfer price per Equity Share (in ₹)	Number of Equity Shares	Consideration (in ₹)
1	BanyanTree Growth Capital II, LLC	John K. Paul	Secondary sale	Cash	February 21, 2024	57	763,737	43,533,009
2	BanyanTree Growth Capital II, LLC	Francis K. Paul	Secondary sale	Cash	February 21, 2024	57	763,737	43,533,009
3	BanyanTree Growth Capital II, LLC	Naveen Philip	Secondary sale	Cash	February 21, 2024	57	763,737	43,533,009

4. The Floor Price is 4.91 times and the Cap Price is 5.18 times the weighted average cost of acquisition at which the Equity Shares were issued by our Company, or acquired or sold by the Selling Shareholder or other shareholders with rights to nominate directors are disclosed below:

	Weighted average cost of acquisition (in ₹)*	Floor Price (in ₹)	Cap Price (in ₹)
Past transactions			
WACA of Primary Issuances	Not Applicable	-	-
WACA of Secondary Transactions	57	4.91 times	5.18 times

*As certified by R.G.N Price & Co., Chartered Accountants by way of certificate dated March 05, 2024.

5. Justification for Basis of Offer price

1. We are a diversified automobile dealership in India in terms of revenue as of Fiscal 2023, (Source: CRISIL Report) having a fully integrated business model. We cater to the complete life cycle of vehicle ownership, right from the sale of new vehicles, servicing and repairing vehicles, distributing spare parts and accessories, to facilitating sale and exchange of pre-owned vehicles, operating driving schools and facilitating the sale of third-party financial and insurance products.

2. We operate (a) passenger vehicle dealerships covering economy, premium and luxury vehicles across our dealerships for the following OEMs: (i) Maruti Suzuki India Limited for both Arena and Nexa (ii) Honda Cars India Limited (iii) Jaguar Land Rover India Limited (b) commercial vehicle dealerships of (i) Tata Motors Limited (Commercial), and (ii) Daimler India Commercial Vehicles Private Limited and (c) electric three-wheeler vehicle dealership of Piaggio Vehicles Private Limited, including commercial and cargo vehicles and electric two-wheeler vehicle dealership of Ather Energy Private Limited. Our presence across vehicle categories, including passenger vehicles, commercial vehicles, and electric two-wheeler and three-wheeler vehicles, further diversifies our revenue streams.

3. As of December 31, 2023, we operated through our network of 61 showrooms, 133 sales outlets and booking offices, 32 pre-owned vehicle showrooms and outlets, 139 authorised service centres, 43 retail outlets, and 24 warehouses located across 14 districts of Kerala, 8 districts in Karnataka, 12 districts in Tamil Nadu and 9 districts in Maharashtra. We believe that our diversified automobile dealerships and a fully integrated business model contributes to our position as an automobile dealership player. In addition to benefiting from the inherent synergies arising out of our business verticals, our diversified income streams also contribute to higher profitability margins at our dealerships. Our PAT increased from ₹324.55 million in Fiscal 2021 to ₹ 640.74 million in Fiscal 2023.

4. During the six months period ended September 30, 2023, we serviced 419,729 passenger vehicles including 2,762 luxury vehicles, 103,116 commercial vehicles, 4,118 electric two-wheeler vehicles and 883 electric three-wheeler vehicles through our network of 137 authorised service centres across our dealerships. We serviced 22 vehicles, for each new vehicle sold by us during the six months period ended September 30, 2023.

5. We believe that the experience, and diversity of our management team and our Promoters and the long-standing presence of the Kuttukaran Group in the automobile industry have enabled us to become valued partners of each of our OEMs giving us a distinct competitive advantage in the industry in which we operate.

The Offer Price of ₹ [•] has been determined by our Company, in consultation with the BRLMs, on the basis of the demand from investors for the Equity Shares through the Book Building process. Investors should read the abovementioned information along with "Risk Factors", "Our Business" and "Restated Financial Information" on pages 26, 170 and 255, of the RHP, respectively, to have a more informed view.

Details may be used, among other things, for giving Allotment Advice or unblocking of ASBA Account or for other correspondence(s) related to the Offer. 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 Bidders/Applicants' sole risk. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CDBT notification dated February 13, 2020 and press release dated June 25, 2021, read with press release dated September 17, 2021.

Contents of the Memorandum of Association of our Company as regards its objects: For information on the main objects of our Company, please see the section "History and Certain Corporate Matters" on page 219, of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, please see the section titled "Material Contracts and Documents for Inspection" on page 441 of the RHP.

Liability of the members of our Company: Limited by shares

Amount of share capital of our Company and Capital structure: As on the date of the RHP, the authorised share capital of our Company was sub-divided from 15,000,000 equity shares of face value of ₹10 each to 75,000,000 equity shares of face value of ₹2 each. Further, issued, subscribed and paid-up capital of our Company was sub-divided from 12,544,289 equity shares of face value of ₹10 each to 62,721,445 equity shares of face value of ₹2 each. For details, please see the section titled "Capital Structure" on page 77 of the RHP.

Names of signatories to the Memorandum of Association of our Company and the number of Equity Shares subscribed by them: The initial signatories to the Memorandum of Association of our Company are K.P. Paul, Francis K. Paul, John K. Paul, Saiju Thomas, Daisy Paul, Susan Francis and Eisy Thomas each of whom subscribed to 1,000 equity shares of the Company of face value of ₹10 each. For details of the share capital history and capital structure of our Company, please see the section titled "Capital Structure" on page 77 of the RHP.

Listing: The Equity Shares that will be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received "in-principle" approvals from BSE and NSE for the listing of the Equity Shares pursuant to their letters, each dated November 8, 2023. For the purposes of the Offer, the Designated Stock Exchange shall be NSE. A copy of the Red Herring Prospectus and the Prospectus shall be filed with the RoC in accordance with Sections 32 and 26(4) of the Companies Act, 2013, respectively. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 441 of the RHP.

Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 394 of the RHP for the full text of the disclaimer clause of SEBI.

Disclaimer Clause of NSE (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 page 396 of the RHP for the full text of the disclaimer clause of NSE.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to page 396 of the RHP for the full text of the disclaimer clause of BSE.

General Risk: Investments in equity and equity-related securities involve a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have neither been recommended, nor approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the Bidders is invited to "Risk Factors" on page 26 of the RHP.

BOOK RUNNING LEAD MANAGERS

ICICI Securities	nuvama	CENTRUM	LINKIntime
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg Prabhadevi, Mumbai - 400 025, Maharashtra, India Tel: +91 22 6807 7100 E-mail: popular.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance E-mail: customer-care@icicisecurities.com Contact Person: Harsh Thakkar / Shekher Asnani SEBI Registration No.: INM000011179	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801-804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai - 400 051, Maharashtra, India Tel: +91 22 4009 4400 E-mail: Popular.ipo@nuvama.com Website: www.nuvama.com Investor Grievance E-mail: customerservice.mb@nuvama.com Contact Person: Lokesh Shah SEBI registration no.: INM000013004	Centrum Capital Limited Level 9, Centrum House, C.S.T. Road, Vidyannagar Marg Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India Tel: +91 22 4215 9000 E-mail: popular.ipo@centrum.co.in Website: www.centrum.co.in Investor Grievance E-mail: lgmbd@centrum.co.in Contact Person:	

Is your opinion yours?

Your opinion should belong to you.
A voice that is your own.
Undeterred. Uncompromised. And brave.
A conscience that isn't at peace,
until the truth is uncovered.
A mind that isn't fuelled by
someone else's thoughts.
Where actions are based on informed opinions
and not ignorant assumptions.

Because it's not about going where everyone goes.
Or being part of a trend because it is one.
Or taking sides because you don't know enough.

It's about freedom.
The freedom to have an opinion that's yours.

At Indian Express, we stand by this freedom.
We celebrate it by being unbiased and independent.
And by having a voice that isn't afraid to speak its mind.

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For the Indian Intelligent.*



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 **The Indian EXPRESS**
— JOURNALISM OF COURAGE —

PUBLIC NOTICE FOR JAKKASANDRA BRANCH RELOCATION DCB BANK
DCB Bank Limited hereby informs customers and public at large of the change of address for the Jakkasandra Branch.

Bank of Baroda
Ganganagar Branch, No 19/10 1st Main Road, Ganganagar Bengaluru-560032
GOLD JEWEL PUBLIC AUCTION NOTICE

IN THE COURT OF THE EXCLUSIVE MOTOR ACCIDENT CLAIMS TRIBUNAL, TIRUPPUR
MCOB No. 183 / 2022
Thiru. Shamir, S/o. Thajudeen, Ashokpuram, 3rd Cross Nanjangud, Mysore, Karnataka - 571301.

SMFG India Home Finance Company Ltd. (Formerly Fullerton India Home Finance Co. Ltd.)
DEMAND NOTICE
UNDER THE PROVISIONS OF THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTEREST ACT, 2002 ("the Act") AND THE SECURITY INTEREST (ENFORCEMENT) RULES, 2002 ("the Rules")

Union Bank
S C Road Branch
Address at No. 71/1, Brigade Plaza, S C Road, Near Anand Rao Circle, Bangalore-560009. Contact no: 9324801442

SALE NOTICE - E-AUCTION
BLUEWATER FOODS AND EXPORT PRIVATE LIMITED
(CIN: U51223KA1997PTC021995)
Sale of Assets under Insolvency and Bankruptcy Code, 2016

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

SMFG India Home Finance Company Ltd.
DEMAND NOTICE
UNDER THE PROVISIONS OF THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTEREST ACT, 2002 ("the Act") AND THE SECURITY INTEREST (ENFORCEMENT) RULES, 2002 ("the Rules")

DEMAND NOTICE UNDER SECTION 13(2)
NOTICE ISSUED UNDER SECTION 13(2) read with Sec.13(3) OF THE SECURITISATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTEREST ACT, 2002

Details of Asset
Reserve Price (INR) In Lakhs EMD (INR) In Lakhs
Sale of the assets of the Corporate Debtor
Time and date of e-auction: 9th April 2024 from 11.00 A.M. to 01.00 P.M.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

SMFG India Home Finance Company Ltd.
DEMAND NOTICE
UNDER THE PROVISIONS OF THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTEREST ACT, 2002 ("the Act") AND THE SECURITY INTEREST (ENFORCEMENT) RULES, 2002 ("the Rules")

1. Name and Address of the Borrower / Co-Borrower / Mortgagor / Guarantor:
Borrower: 1(a). Ms. Sam Traders, Prop: Mrs. Hemavathi W/o. Mr. Velankanni Jesuraj A, No.01, BTM Layout, 19th Cross, Bangalore-560076.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

SMFG India Home Finance Company Ltd.
DEMAND NOTICE
UNDER THE PROVISIONS OF THE SECURITIZATION AND RECONSTRUCTION OF FINANCIAL ASSETS AND ENFORCEMENT OF SECURITY INTEREST ACT, 2002 ("the Act") AND THE SECURITY INTEREST (ENFORCEMENT) RULES, 2002 ("the Rules")

2. Name and Address of the Borrower / Co-Borrower / Mortgagor / Guarantor:
Borrower: 1(a). Ms. Aravind Constructions, Prop: Mr. R Aravind, S/o. Mr. Prabhudas Kanakara, No.26, Ejipura Main Road, Vivekanagar, Bangalore-560047.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

HINDUJA HOUSING FINANCE LIMITED
Corporate office at 167-169, 2nd Floor, Anna Salai, Saidapet, Chennai - 600015
Branch Address: 3rd Floor, BDP Plaza, Bank Road, New Cotton Market, Vidyannagar, Karnataka, Hubli 580029, Mr. Masthan Valli Munna Phone No: 9885786989

3. Name and Address of the Borrower / Co-Borrower / Mortgagor / Guarantor:
Borrower: 1(a). Ms. Aravind Constructions, Prop: Mr. R Aravind, S/o. Mr. Prabhudas Kanakara, No.26, Ejipura Main Road, Vivekanagar, Bangalore-560047.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

HINDUJA HOUSING FINANCE LIMITED
APPENDIX- IV-A [See proviso to rule 8 (6)] Public Notice For E-Auction Cum Sale (Appendix - IV A) (Rule 8(6))

HDFC BANK
REGD OFFICE:HDFC BANK HOUSE, SENAPATI BAPAT MARG, LOWER PAREL, MUMBAI-400 013
DEPARTMENT FOR SPECIAL OPERATIONS
No.7 & 71, Essel Chamber, Lalbhag Road, Richmond Circle, Bangalore- 560 027, Karnataka
E-AUCTION PUBLIC NOTICE FOR E-AUCTION FOR SALE OF IMMOVABLE PROPERTIES

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

Public Notice by Hiranandani Financial Services Private Limited in terms of paragraph 43 of Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated November 10, 2023.

HINDUJA HOUSING FINANCE LIMITED
APPENDIX- IV-A [See proviso to rule 8 (6)] Public Notice For E-Auction Cum Sale (Appendix - IV A) (Rule 8(6))

