

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



# SATHLOKHAR SYNERGYS E&C GLOBAL LIMITED

CORPORATE IDENTIFICATION NUMBER: U45400TN2013PLC092969

Our Company was originally incorporated as 'Lohats Ventures Private Limited' a private limited company under the Companies Act, 1956 at Chennai, Tamil Nadu, pursuant to a certificate of incorporation dated September, 13, 2013, issued by the Registrar of Companies, Tamil Nadu, Chennai, Andaman and Nicobar Islands ("RoC"). Thereafter, name of our Company was changed from 'Lohats Ventures Private Limited' to 'Sathlokhars Synergys Private Limited', consequent to name change, pursuant to a special resolution passed by the shareholders of our Company on July 10, 2014, and a fresh certificate of incorporation consequent to change of name was issued by the Registrar of Companies, Chennai on August 06, 2014. Thereafter, name of our Company was changed from 'Sathlokhars Synergys Private Limited' to 'Sathlokhars Synergys E&C Global Private Limited', consequent to name change, pursuant to a special resolution passed by the shareholders of our Company on December 23, 2023, and a fresh certificate of incorporation consequent to change of name was issued by the Registrar of Companies, Chennai on January 09, 2024. Thereafter, name of our Company was changed from 'Sathlokhars Synergys E&C Global Private Limited' to 'Sathlokhars Synergys E&C Global Limited', consequent to conversion of our Company from private to public company, pursuant to a special resolution passed by the shareholders of our Company on January 22, 2024 and a fresh certificate of incorporation consequent to change of name was issued by the Registrar of Companies, Chennai on February 15, 2024. Our Company's Corporate Identity Number is U45400TN2013PLC092969. For further details please refer to the chapter titled "History and Certain Corporate Matters" beginning on Page No. 131 of this Red Herring Prospectus.

Registered Office: Plot No. 5171, 9th Street, Ram Nagar North Extension, Madipakkam, Kanchipuram, Saidapet, Tamil Nadu, India- 600091

Telephone: +91 7299541122; Email: [investors@sathlokhark.com](mailto:investors@sathlokhark.com); Website: [www.sathlokhark.com](http://www.sathlokhark.com);

Contact Person: Anil Prasad Sahoo, Company Secretary and Compliance Officer;

## OUR PROMOTERS: MR. G THIYAGU, MS. SANGEETHA THIYAGU AND MR. DINESH SANKARAN

INITIAL PUBLIC OFFER OF UP TO 66,38,000 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (THE "EQUITY SHARES") OF SATHLOKHAR SYNERGYS E&C GLOBAL LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT AN ISSUE PRICE OF ₹ [·] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [·] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING UP TO ₹ [·] LAKHS (THE "ISSUE") OF WHICH 6,00,000 EQUITY SHARES AGGREGATING TO ₹ [·] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 60,38,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT AN ISSUE PRICE OF [·] PER EQUITY SHARE AGGREGATING UPTO [·] LAKHS IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 27.50% AND 25.01% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

• QIB PORTION: NOT MORE THAN 50.00% OF THE NET ISSUE • RETAIL PORTION: NOT LESS THAN 35.00% OF THE NET ISSUE  
• NON-INSTITUTIONAL PORTION: NOT LESS THAN 15.00% OF THE NET ISSUE • MARKET MAKER PORTION: UP TO 6,00,000 EQUITY SHARES OR 9.04% OF THE ISSUE

**PRICE BAND: ₹133 TO ₹ 140 PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH**

**THE FLOOR PRICE IS 13.3 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 14.0 TIMES OF THE FACE VALUE OF THE EQUITY SHARES. BIDS CAN BE MADE FOR A MINIMUM OF 1000 EQUITY SHARES AND IN MULTIPLES OF 1000 EQUITY SHARES THEREAFTER.**

### RISKS TO INVESTORS

- Our business is majorly concentrated in the state of Tamil Nadu and Karnataka and we are exposed to risks emanating from economic, regulatory and other changes in the state of Tamil Nadu and Karnataka.
- We have certain contingent liabilities, which, if materialized, may affect our financial condition and results of operations.
- The Merchant Banker associated with the Issue has handled 27 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- Infrastructure projects are typically awarded to us on satisfaction of prescribed pre-qualification criteria and following a competitive bidding process. Our business and our financial condition may be adversely affected if new infrastructure projects are not awarded to us or if contracts awarded to us are prematurely terminated.
- There have been certain instances in the past regarding certain discrepancies in filings made to ROC as per Companies Act, 1956/2013.
- Our business is working capital intensive involving relatively long implementation periods. We require substantial financing for our business operations. Our indebtedness and the conditions and restrictions imposed on by our financing arrangements could adversely affect our ability to conduct our business.
- The Price/ Earnings ratio based on Diluted EPS for year ended March 2024 for the company at the upper end of the Price Band is 9.35
- Weighted Average Return on Net worth for Fiscals 2024, 2023 and, 2022 is 46.69%
- Our Company, its Promoters and its Directors are involved in litigation proceedings that may have a material adverse outcome.

## BID/ISSUE PROGRAM

**ANCHOR INVESTOR BIDDING DATE<sup>(1)</sup>: MONDAY JULY 29, 2024**

**BID/ ISSUE OPENS ON<sup>(1)</sup>: TUESDAY, JULY 30, 2024**

**BID/ ISSUE CLOSES ON: THURSDAY, AUGUST 01, 2024**

<sup>(1)</sup>Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

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

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, 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 one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation 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 QIBs, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" beginning on page 182 of Red Herring Prospectus.

Bidders/ Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/ Applicants as available on the records of the depositories. These Demographic Details may be used, among other things, for or unblocking of ASBA Account or for other correspondence(s) related to an Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Applicants' sole risk. Bidders/ Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active.

**CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:** For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 131 of the Red Herring Prospectus and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 294 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MOA:** The Liability of the members is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.  
**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** The Authorized share Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty-Five Crores only) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten only) each. For details of the Capital Structure, see "Capital Structure" on the page 69 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company: Mr. G Thiyagu – 7,300 Equity Shares and Mrs. Sangeetha Thiyagu – 2,700 Equity Shares of Rs. 10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see "History and Corporate Structure" on page 131 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page 69 of the Red Herring Prospectus.

**LISTING:** The Equity Shares issued through the Red Herring Prospectus are proposed to be listed on the NSE EMERGE (SME Platform of NSE). Our Company has received an 'in-principle' approval from the NSE for the listing of the Equity Shares pursuant to letter dated July 15, 2024. For the purpose of the Issue, the Designated Stock Exchange shall be NSE Limited (NSE). A signed copy of the Red Herring Prospectus has been delivered for registration to the ROC on July 23, 2024 and Prospectus shall be delivered for filing to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/ Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 294 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 196 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF NSE (THE DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by NSE EMERGE ("EMERGE Platform of NSE") should not in any way be deemed or construed that the contents of the Prospectus or the price at which the equity shares are offered has been cleared, solicited or approved by NSE, nor does it certify the correctness, accuracy or completeness of any of the contents of the Prospectus. The investors are advised to refer to the Prospectus for the full text of the Disclaimer clause pertaining to NSE.

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 32 of the Red Herring Prospectus.

**ASBA\*** Simple, Safe, Smart way of Application- Make use of it!!! \*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below. Mandatory in Public Issues from January 01, 2016. No cheque will be accepted

**UPI** UPI-Now available in ASBA for Retail Individual Investors (RII)\*\* Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI – Now available in ASBA for RIBs applying through Registered Brokers, DPs & RTAs. RIBs 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 have to apply through the ASBA process. "ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" beginning on page 221 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website of NSE EMERGE ("SME Portal of NSE")

\*\*List of banks supporting UPI is also available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in). HDFC BANK Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll free number-18001201740 and Mail Id- [ipo\\_upi@npci.org.in](mailto:ipo_upi@npci.org.in). For the list of UPI Apps and Banks live on IPO, please refer to the link [www.sebi.gov.in](http://www.sebi.gov.in). For issue related grievance/investors may contact: GYR Capital Advisors Private Limited -Mr. Mohit Baid (+91 87775 64648) (Email Id: [investors@gyrcapitaladvisors.com](mailto:investors@gyrcapitaladvisors.com)).

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
 <b>GYR CAPITAL ADVISORS PRIVATE LIMITED</b> Address: 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahmedabad-380 054, Gujarat, India. Telephone: +91 87775 64648 Fax: N.A. E-mail: <a href="mailto:info@gyrcapitaladvisors.com">info@gyrcapitaladvisors.com</a> Website: <a href="http://www.gyrcapitaladvisors.com">www.gyrcapitaladvisors.com</a> Investor grievance: <a href="mailto:investors@gyrcapitaladvisors.com">investors@gyrcapitaladvisors.com</a> Contact Person: Mohit Baid SEBI Registration Number: INM000012810	 <b>PURVA SHAREREGISTRY (INDIA) PRIVATE LIMITED</b> Address 9 Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel East, Mumbai - 400 011, Maharashtra, India Tel: 022 4961 4132 / 3522 0056 Fax: 022 23012517 Email: <a href="mailto:support@purvashare.com">support@purvashare.com</a> Website: <a href="http://www.purvashare.com">www.purvashare.com</a> Investor Grievance Email: <a href="mailto:newissue@purvashare.com">newissue@purvashare.com</a> Contact Person: Ms. Deepali Dhuri SEBI Registration Number: INR000001112 CIN: U67120MH1993PTC074079	 <b>SATHLOKHAR SYNERGYS E&amp;C GLOBAL LIMITED</b> Mr. Anil Prasad Sahoo Address Plot No. 5171, 9th Street, Ram Nagar North Extension, Madipakkam, Kanchipuram, Saidapet, Tamil Nadu, India- 600091; Telephone No.: +91 7299541122 Website: <a href="http://www.sathlokhark.com">www.sathlokhark.com</a> Email: <a href="mailto:investors@sathlokhark.com">investors@sathlokhark.com</a> CIN: U45400TN2013PLC092969 Investors can contact the Company Secretary and Compliance Officer or the BRLM or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.

**AVAILABILITY OF RED HERRING PROSPECTUS:** Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), website of the Company at [www.sathlokhark.com](http://www.sathlokhark.com), the website of the BRLM to the Issue at: [www.gyrcapitaladvisors.com](http://www.gyrcapitaladvisors.com), the website of NSE EmERGE at [https://www1.nseindia.com/emerge/index\\_sme.htm](https://www1.nseindia.com/emerge/index_sme.htm), respectively.

**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Plot No. 5171, 9th Street, Ram Nagar North Extension, Madipakkam, Kanchipuram, Saidapet, Tamil Nadu, India- 600091, Telephone: +91 7299541122; BRLM: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Syndicate Member: GYR Capital Advisors Private Limited, Telephone: +91 87775 64648 and the Sub Syndicate Member: Eureka Stock & Share Broking Services Limited, Telephone: 033 66280000 (131) and the Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the website of NSE EMERGE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

**ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** HDFC BANK LIMITED

**UPI:** Retail Individual Bidders can also Bid through UPI Mechanism.

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

On behalf of Board of Directors  
**For SATHLOKHAR SYNERGYS E&C GLOBAL LIMITED**  
 Sd/-  
**Mr. Anil Prasad Sahoo**  
 Company Secretary & Compliance Officer

**Disclaimer:** SATHLOKHAR SYNERGYS E&C GLOBAL LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Chennai on July 23, 2024 and thereafter with SEBI and the Stock Exchange. The RHP is available on the website of NSE EmERGE at [https://www1.nseindia.com/emerge/index\\_sme.htm](https://www1.nseindia.com/emerge/index_sme.htm) and is available on the websites of the BRLM at [www.gyrcapitaladvisors.com](http://www.gyrcapitaladvisors.com) Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 32 of the Red Herring Prospectus.

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

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Contact Person: Anil Prasad Sahoo, Company Secretary and Compliance Officer;

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- The Merchant Banker associated with the Issue has handled 27 public issues in the past two years out of which no issues closed below the Issue Price on Listing date
- Infrastructure projects are typically awarded to us on satisfaction of prescribed pre-qualification criteria and following a competitive bidding process. Our business and our financial condition may be adversely affected if new infrastructure projects are not awarded to us or if contracts awarded to us are prematurely terminated.
- There have been certain instances in the past regarding certain discrepancies in filings made to ROC as per Companies Act, 1956/2013.
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- Weighted Average Return on Net worth for Fiscals 2024, 2023 and, 2022 is 46.69%
- Our Company, its Promoters and its Directors are involved in litigation proceedings that may have a material adverse outcome.

### BASIS FOR ISSUE PRICE

The Issue Price will be determined by our Company in consultation with the Book Running Lead Manager on the basis of the assessment of market demand for the Equity Shares through the Book Building Process and on the basis of quantitative and Equity Qualitative factors as described below. The face value of the Equity Shares is Rs. 10 each and the Issue Price is 13.3 times the face value at the lower end of the Price Band and 14.0 times the face value at the higher end of the Price Band. Investors should also refer to "Our Business", "Risk Factors", "Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on pages 100, 32, 160 and 163, respectively of the Red Herring Prospectus, 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 Issue Price are:

- Experienced Promoters having deep domain knowledge to scale up the business;
- Diversified Clientele;
- Management team having established track record;
- Established track record of successfully completed projects.;
- In-house integrated model;
- Strong order books;

For further details, see "Our Business—Our Competitive Strengths" on page 100.

#### QUANTITATIVE FACTORS

The information presented in this section is based on the restated financial statements of the Company for the Financial year ended March 31, 2024, 2023 and 2022. For more details on financial information, investors please refer the chapter titled "Restated Financial Information" beginning on Page No. 160 of this Red Herring Prospectus.

Investors should evaluate our Company taking into consideration its earnings and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the price are as follows:

#### 1. Basic & Diluted Earnings per share (EPS) (Face value of ₹ 10 each):

As per the Restated Financial Statements:

Year ended	Basic and Diluted EPS (in ₹)	Weight
March 31, 2024	14.98	3
March 31, 2023	3.12	2
March 31, 2022	0.5	1
<b>Weighted Average</b>	<b>8.61</b>	

#### Note:

- The ratios have been computed as below:

$$\text{Basic Earnings per Share (₹)} = \frac{\text{Net profit/ (loss) as restated, attributable to Equity Shareholders}}{\text{(Weighted average number of Equity Shares outstanding during the year/period)}}$$

$$\text{Diluted Earnings per Share (₹)} = \frac{\text{Net profit/ (loss) as restated, attributable to Equity Shareholders}}{\text{(Weighted average number of Diluted Equity Shares outstanding during the year/period)}}$$

The is 62.6 times of the Face Value and the Cap Price is 62.7 times of the Face Value.

#### 2. Price Earning (P/E) Ratio in relation to the Price Band of ₹ 133 to ₹ 140 per Equity Share of Face Value of ₹ 10/- each fully paid up:

Particulars	(P/E) Ratio at the Floor Price#	(P/E) Ratio at the Cap Price#
P/E ratio based on the Basic and Diluted EPS, as at March 31, 2022	264.88	278.82
P/E ratio based on the Basic and Diluted EPS, as at March 31, 2023	42.66	44.91
P/E ratio based on the Basic and Diluted EPS as at March 31, 2024	8.88	9.35
P/E ratio based on Weighted Average EPS, as restated	15.44	16.26

#Will be included in the Prospectus

#### 3. Industry Peer Group P/E ratio

Particulars	Industry P/E
Highest	17.91
Lowest	8.16
Average	12.92

#### Notes:

- The industry high and low has been considered from the industry peer set provided later in this section.
- The industry average has been calculated as the arithmetic average P/E of the industry peer set disclosed in this section.

#### 4. Return on Net worth (RoNW)

Fiscal Year ended	RoNW (%)	Weight
March 31, 2024	64.68	3
March 31, 2023	38.11	2
March 31, 2022	9.92	1
<b>Weighted Average (of the above three financial years)</b>	<b>46.69%</b>	

Note: Return on Net worth has been calculated as per the following formula:

$$\text{RONW} = \frac{\text{Net profit/loss after tax, as restated}}{\text{Net worth excluding revaluation reserve}}$$

Net worth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account. It may be noted that equity component of financial instruments is excluded while calculating Net worth of the Company.

#### 5. Net Asset Value (NAV) per Equity Share (face value of ₹ 10/- each):

Particulars	NAV per equity share (₹)
As on March 31, 2024	23.16
As on March 31, 2023	8.18
As on March 31, 2022	5.06
After the Completion of the Issue:	
- At Floor Price	53.37
- At Cap Price	55.29
- At Issue Price (2)	[•]

#Not Annualised

#### Note:

Net Asset Value has been calculated as per the following formula:

$$\text{NAV} = \frac{\text{Net worth excluding preference share capital and revaluation reserve}}{\text{(Outstanding number of Equity shares at the end of the year/period)}}$$

Net worth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account.

#### 6. Comparison of Accounting Ratios with Industry Peers:

Name of the Company	Face Value (₹)	Current Market Price*	EPS (₹)		P/E Ratio*	RoNW (%)	Net Asset Value Per Share	Total Income (₹ in Lakhs)
			Basic	Diluted				
Sathlokhar Synergys E&C Global Limited (Our company)	10.00	[•]	3.12	3.12	[•]	38%	71.58	8,715.66
Peer Group								
K2 Infragen Limited	10.00	145.95	18.02	15.38	9.49	81%	62.04	7,490.08
Suraj Estate Developers Limited	5.00	392.65	10.1	10.1	38.88	45%	225.24	30,789.00
SRM Contractors Limited	10.00	200.1	90.82	90.82	2.20	30%	37.72	30,065.09

\*Source: All the financial information for listed industry peers mentioned above is sourced from the RHP of the aforesaid companies for the year ended March 31, 2023 and stock exchange data dated April 30, 2024 to compute the corresponding financial ratios for the financial year ended March 31, 2023. The current market price and related figures are as on April 30, 2024.

#### Notes:

- NAV is computed as the closing net worth divided by the closing outstanding number of equity shares as on March 31, 2023.
- P/E Ratio has been computed based on the closing market price of equity shares on April 30, 2024, on www.nseindia.com, divided by the Diluted EPS as on March 31, 2023.
- RoNW is computed as net profit after tax divided by closing net worth. Net worth has been computed as the aggregate of share capital and reserves and surplus. In case the net worth is negative for a particular year, the same has not been considered.

#### 7. Key Performance Indicators:

Key Financial Performance	Fiscal 2024	Fiscal 2023	Fiscal 2022
Revenue from Operations	24,697.37	8,710.91	5,848.68
Growth in revenue from operations (%)	183.52%	48.94%	80.28%
Total Income	24,732.09	8,715.66	5,851.51
EBITDA <sup>(1)</sup>	3,572.45	837.32	176.49
EBITDA Margin (%) <sup>(2)</sup>	14.44%	9.61%	3.02%
Restated profit for the period/year	2,621.43	545.55	87.87
Restated profit for the period/year Margin (%) <sup>(3)</sup>	10.61%	6.26%	1.50%
Return on Net Worth	64.68%	38.11%	9.92%
Return on Average Equity ("RoAE") (%) <sup>(4)</sup>	95.59%	47.08%	10.28%
Return on Capital Employed ("RoCE") (%) <sup>(5)</sup>	87.33%	40.56%	10.87%
Debt-Equity Ratio	0.00	0.43	0.76

#### Notes:

- Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.
- Total income includes revenue from operations and other income.
- EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit before tax/ (loss) for the year / period and adding back interest cost, depreciation, and amortization expense.
- EBITDA margin is calculated as EBITDA as a percentage of total income.
- Restated profit for the period / year margin is calculated as restated profit for the period / year divided by revenue from operations.
- PAT Margin (%) is calculated as Profit for the year/period as a percentage of Revenue from Operations.
- Return on net worth is calculated as Net profit after tax, as restated, attributable to the owners of the Company for the year/ period divided by Net worth at the end of respective period/year. Net worth means aggregate value of the paid-up equity share capital and reserves & surplus.
- RoAE is calculated as Net profit after tax divided by Average Equity.
- Return on capital employed calculated as Earnings before interest and taxes divided by capital employed as at the end of respective period/year. (Capital employed calculated as the aggregate value of Tangible net worth, total debt and deferred tax liabilities)
- RoCE is calculated as Net profit after tax divided by Average Equity.
- Debt-equity ratio is calculated by dividing total debt by total equity. Total debt represents long-term and short-term borrowings. Total equity is the sum of share capital and reserves & surplus

#### 8. Past Transfer(s)/ Allotment(s)

There have been no secondary sales/ acquisitions of Equity Shares or any convertible securities equivalent to or exceeding 5% of the fully diluted paid up share capital of the Company (calculated on the date of completion of the sales), whether in a single transaction or a group of transactions during the 18 months preceding the date of the Draft Red Herring Prospectus or the Red Herring Prospectus. The Company has not undertaken any primary/ new issuance of Equity Shares or any convertible securities, whether in a single transaction or a group of transactions during the 18 months preceding the date of the Draft Red Herring Prospectus or the Red Herring Prospectus.

#### 9. The Issue price is [•] times of the face value of the Equity Shares.

The Issue Price of ₹ [•] has been determined by our Company in consultation with the BRLM, on the basis of demand from investors for Equity Shares through the Book Building Process and, is justified in view of the above qualitative and quantitative parameters. Investors should read the above-mentioned information along with "Risk Factors", "Our Business", and "Financial Statements" on pages 32, 100 and 160, respectively of the Red Herring Prospectus, to have a more informed view. The trading price of the Equity Shares could decline due to the factors mentioned in the "Risk Factors" and you may lose all or part of your investments.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 86 of the RHP.

## BID/ISSUE PROGRAM

**ANCHOR INVESTOR BIDDING DATE<sup>(1)</sup>: MONDAY JULY 29, 2024**

**BID/ ISSUE OPENS ON<sup>(1)</sup>: TUESDAY, JULY 30, 2024**

**BID/ ISSUE CLOSES ON: THURSDAY, AUGUST 01, 2024**

<sup>(1)</sup>Our Company in consultation with the BRLM may consider participation by Anchor Investors. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid/ Issue Opening Date in accordance with the SEBI (ICDR) Regulations, 2018.

