



# AGARWAL FLOAT GLASS INDIA LIMITED

Our Company was incorporated on May 3, 2018 as 'Agarwal Float Glass India Private Limited', a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated May 3, 2018 issued by the Deputy Registrar of Companies, Central Registration Centre, National Capital Territory of Delhi on behalf of the Registrar of Companies, Jaipur. Subsequently, our Company was converted into a public limited company pursuant to a resolution passed by our Shareholders at an extraordinary general meeting held on May 11, 2022 and consequently the name of our Company was

changed to 'Agarwal Float Glass India Limited' and a fresh certificate of incorporation dated June 3, 2022 was issued by the Registrar of Companies, Jaipur. The corporate identification number of our Company is U74995RJ2018PLC061097. For details of change in Registered Office of our Company, please refer to the chapter titled "History and Certain Corporate Matters" on page 98 of the Prospectus.

CIN: U74995RJ2018PLC061097

Registered office: H-1/790, Sitapura Industrial Area Ext., Near Fire Bridge Office, Jaipur, Rajasthan -302022;  
Website: www.agarwalfloat.com; E-Mail: compliance@agarwalfloat.com; Telephone No: +91 723 004 3211

Company Secretary and Compliance Officer: Ms. Priyanka Mahirchandani, Company Secretary and Compliance Officer;

## PROMOTER OF THE COMPANY: UMA SHANKAR AGARWAL AND MAHESH KUMAR AGARWAL

### THE ISSUE

PUBLIC ISSUE OF 21,90,000 EQUITY SHARES OF FACE VALUE ₹10/- EACH ("EQUITY SHARES") OF AGARWAL FLOAT GLASS INDIA LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 42/- PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹32/- PER EQUITY SHARE) (THE "ISSUE PRICE"), AGGREGATING TO ₹919.80 LACS ("ISSUE") OF THE ISSUE, 1,14,000 EQUITY SHARES AGGREGATING TO ₹ 47.88 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 20,76,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN ISSUE PRICE OF ₹ 42/- PER EQUITY SHARE AGGREGATING TO ₹ 871.92 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 30.23% AND 28.66%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR FURTHER DETAILS, PLEASE REFER THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 155 OF THE PROSPECTUS.

THIS ISSUE IS BEING IN TERMS OF CHAPTER IX OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AS AMENDED FROM TIME TO TIME.

For further details see "TERMS OF THE ISSUE" beginning on Page no.155 of the Prospectus.

THE FACE VALUE OF THE EQUITY SHARES IS ₹10/- EACH AND THE ISSUE PRICE IS ₹42/-. THE ISSUE PRICE IS 4.2 TIMES OF THE FACE VALUE.

ISSUE	OPENS ON: Friday, February 10, 2023
	CLOSES ON: Wednesday, February 15, 2023
Minimum Lot Size	3000 EQUITY SHARES FOR RETAIL INDIVIDUAL INVESTORS
	6000 EQUITY SHARES AND IN MULTIPLES OF 3000 EQUITY SHARES THEREAFTER FOR HNI/QIB CATEGORY
ASBA*	Simple, safe, smart way to application – Make use of it.
	*Application Supported by blocked amount (ASBA) is a better way of applying to issue by simply blocking the fund in the bank account, investor can avail the same. For details, check section on ASBA below.
UPI Mechanism	UPI NOW AVAILABLE IN ASBA FOR RETAIL INDIVIDUAL INVESTORS.
	For Details on the ASBA and UPI process, please refer to the details given in ASBA form and Abridge Prospectus and please refer to the section "Issue Procedure" beginning on page no. 164 of the Prospectus. The process is also available on the website of National Stock Exchange of India Limited (www.nseindia.com), in General Information Document. List of Banks supporting UPI is also available on the website of SEBI (www.sebi.gov.in)

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors have to compulsorily apply through the ASBA process. ASBA has to be availed of by all investors. Further as per SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, all Retail Individual Investors can also apply through Unified Payments Interface ("UPI"). The investor is required to fill the Application form and submit the same to the relevant SCSB or the Registered Brokers at Broker Center or the RTA or the CDP. The SCSB will block the amount in the account as per the authority contained in Application form and undertake other tasks as per the specified procedure. On Allotment, amount will be unblocked and account will be debited only to the extent required to be paid for Allotment of Equity Shares. Hence, there will be no need for refunds. For more details on the ASBA process, please refer to the section, "Issue Procedure" beginning on page no. 164 of the Prospectus.

### RISKS IN RELATION TO FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the Equity Shares of our Company. The Issue Price (determined and justified by our Company in consultation with the Lead Manager) as stated under "Basis for Issue Price" beginning on page no. 66 of this Prospectus should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

### ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Prospectus contains all information with regard to our Company and this Issue, which is material in the context of this Issue, that the information contained in this Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

### Information under Section 30 of the Companies Act, 2013:

The information regarding the content of Memorandum of Association of our Company as regards Main Objects are available on page no. 98 of the Prospectus of the Company. The Liability of the Members is limited. Our Authorized Share Capital comprises of 80,00,000 Equity Shares of ₹10/- each aggregating to ₹800.00 Lakh. The present issued, subscribed and paid-up share capital comprises of 50,53,488 Equity shares of ₹10/- each aggregating to ₹505.348 Lakh. We are proposing to issue 21,90,000 Equity Shares of ₹10/- each in terms of the Prospectus dated February 3, 2023 at a price of ₹42/- per share including premium of ₹32/- per equity share. The Names of signatories in the Memorandum of Association of our Company at the time of Incorporation and number of shares subscribed by them is as follows:

Sr. No.	Name of Signatories	No. of Equity Shares subscribed (Face Value ₹ 10/- each)
1.	Uma Shankar Agarwal	50,000
2.	Mahesh Kumar Agarwal	50,000
	<b>Total</b>	<b>1,00,000</b>

### The present capital structure of the Company is as follows;

Sr. No.	Category of Shareholders	No. of Shareholders	No. of Share held	%
1.	Promoters and Promoter Group	6	50,53,485	100.00%
2.	Public	1	3	Negligible
	<b>Total</b>	<b>7</b>	<b>50,53,488</b>	<b>100.00</b>

### LISTING

The Equity Shares offered through this Prospectus are proposed to be listed on the EMERGE platform of National Stock Exchange of India Limited. Our Company has received an 'in-principle' approval letter dated 25th January, 2023 from National Stock Exchange of India Limited for using its name in this offer document for listing our shares on the EMERGE Platform of the National Stock Exchange of India Limited. For the purpose of this Offer, the Designated Stock Exchange will be National Stock Exchange of India Limited ("NSE"). A signed copy of the Prospectus shall be delivered for filing with 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 Prospectus up to the Issue Closing Date, see "Material Contracts and Documents for Inspection" on page 232 of this Prospectus.

### DISCLAIMER CLAUSE OF THE SECURITIES AND EXCHANGE BOARD OF INDIA

Since the Issue is being made in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018, the Offer Document had been filed with SEBI, However SEBI shall not issue any observation on the Prospectus. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer full text of the Disclaimer Clause of SEBI beginning on page no. 147 of the Prospectus.

### DISCLAIMER CLAUSE OF THE NSE

It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Prospectus has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the "Disclaimer Clause of NSE" appearing on the page no. 149 of the Prospectus.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	ISSUER COMPANY
 <b>GYR CAPITAL ADVISORS PRIVATE LIMITED</b> (Formerly known as Alpha Numero Services Private Limited) 428, Gala Empire, Near J.B. Tower, Drive In Road, Thaltej, Ahmedabad – 380054, Gujarat, India. <b>Tel:</b> +91-91 8777564648 <b>Email:</b> info@gyrcapitaladvisors.com <b>Website:</b> www.gyrcapitaladvisors.com <b>Contact Person:</b> Mr. Mohit Baid <b>SEBI Registration Number:</b> INM000012810 <b>CIN:</b> U67200GJ2017PTC096908	 <b>KFIN TECHNOLOGIES LIMITED</b> (Formerly known as KFin Technologies Private Limited) Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally Hyderabad Rangareddi, Telangana -500032 <b>Tel:</b> +91 40 6716 2222 <b>Email:</b> afgil.ipo@kfintech.com <b>Website:</b> www.kfintech.com <b>Investor Grievance Email :</b> einward.ris@kfintech.com <b>Contact Person:</b> M Murali Krishna <b>SEBI Registration Number:</b> INR000000221	 <b>AGARWAL FLOAT GLASS INDIA LIMITED</b> H-1/790, Sitapura Industrial Area Ext., Near Fire Bridge Office, Jaipur, Rajasthan -302022 <b>Website:</b> www.agarwalfloat.com <b>E-Mail:</b> compliance@agarwalfloat.com <b>Telephone No:</b> +91 723 004 3211 <b>Contact Person:</b> Priyanka Mahirchandani, <b>Company Secretary and Compliance Officer</b> <b>CIN:</b> U74995RJ2018PLC061097

**CREDIT RATING:** As this is an issue of Equity Shares there is no credit rating for this Issue.

**DEBENTURE TRUSTEES:** As this is an issue of Equity Shares, the appointment of Debenture Trustees is not required.

**IPO GRADING:** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, there is no requirement of appointing an IPO Grading agency.

**BASIS OF ISSUE PRICE:** The Issue Price is determined by Company in consultation with the Lead Manager. The financial data presented in section titled "BASIS FOR ISSUE PRICE" on page no. 66 of the Prospectus are based on Company's Restated Financial Statements. Investors should also refer to the sections/chapters titled "RISK FACTORS" and "RESTATED FINANCIAL INFORMATION" on page no. 21 and 122 respectively of the Prospectus to get more informed view before making the investment decision.

**RISK TO INVESTORS:** 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 offering. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section titled "RISK FACTORS" beginning on page no. 21 of the Prospectus.

**AVAILABILITY OF APPLICATION FORMS:** Application Forms may be obtained from the Registered Office of our Company i.e. "AGARWAL FLOAT GLASS INDIA LIMITED", the Lead Manager to the Issue i.e. "GYR CAPITAL ADVISORS PRIVATE LIMITED", the Registrar to the Issue i.e. "KFIN TECHNOLOGIES LIMITED". The application forms may also be downloaded from the website of National Stock Exchange of India Limited i.e. www.nseindia.com. Application supported by Block Amount forms shall be available with designated branches of Self Certified Syndicate Banks, the list of which is available at websites of the Stock Exchange and SEBI.

**AVAILABILITY OF PROSPECTUS:** Investors are advised to refer to the Prospectus, and the Risk Factors contained therein, before applying in the issue. Full copy of the Prospectus is available on the website of SEBI (www.sebi.gov.in), website of the issuer Company (www.agarwalfloat.com), the website of the Lead Manager to the Issue (www.gyrcapitaladvisors.com) and on the website of National Stock Exchange of India Limited (www.nseindia.com). Investor should note that investment in equity shares involves high degree of risk. For details, investor should refer to and rely on the prospectus, including the section titled "RISK FACTOR" on page no. 21 of the prospectus, which has been filed with RoC.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors may apply through the ASBA process. ASBA can be availed by all the investors except Anchor Investors. All potential investors are mandatorily required to participate in the Issue through an Application Supported by Blocked Amount ("ASBA") process. The Investors are required to fill the ASBA form and submit the same to their Banks which, in turn will block the amount in the account as per the authority contained in ASBA Form and undertake other tasks as per the specified procedure. On allotment, amount will be unblocked and account will be debited only to the extent required to be paid for allotment of shares. Hence, there will be no need of refund. The ASBA application forms can also be downloaded from the website of National Stock Exchange of India Limited i.e. www.nseindia.com. ASBA forms can be obtained from the list of banks that is available on website of SEBI at www.sebi.gov.in and website of Stock Exchange at www.nseindia.com. For more details on ASBA process, please refer to details given in application forms and abridged prospectus and also please refer to the section "ISSUE PROCEDURE" beginning on page no. 164 of the Prospectus.

Capitalized terms used herein and not specifically defined herein shall have the meaning given to such terms in the Prospectus.

<b>BANKER TO ISSUE, REFUND BANKER AND SPONSOR BANK:</b> <b>HDFC Bank Limited,</b> Lodha-I Think Techno Campus, O-3 Level, Next to Kanjurmarg Railway Station, Kanjurmarg (East), Mumbai-400042 <b>Telephone:</b> +91 022-30752914, <b>Email:</b> sidharth.jadhav@hdfcbank.com / sachin.gawade@hdfcbank.com <b>Attention :</b> Siddharth Jadhav / Sachin Gawade	On behalf of the Board of Directors for <b>AGARWAL FLOAT GLASS INDIA LIMITED</b>  <b>Sd/-</b> <b>Mr. UMA SHANKAR AGARWAL</b> Managing Director DIN:02806077
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Place: Jaipur, Rajasthan

Date: February 6, 2023

AGARWAL FLOAT GLASS INDIA LIMITED is proposing, subject to market condition and other considerations, a public issue of its Equity shares and has filed the prospectus with the Registrar Of Companies, Jaipur("ROC"). The prospectus is available on the website of SEBI (www.sebi.gov.in), website of the Issuer Company (www.agarwalfloat.com), the website of the Lead Manager to the Issue (www.gyrcapitaladvisors.com) and on the website of National Stock Exchange of India Limited (www.nseindia.com). Investor should note that investment in equity shares involves high degree of risk. For details, investor should refer to and rely on the prospectus, including the section titled "RISK FACTOR" on page no. 21 of the prospectus, which has been filed with RoC, before making any investment decision.

The equity shares have not been and will not be registered under the US Securities Act of 1933, as amended (the "securities act") and may not be offered or sold within United States (as defined in regulations under the Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirement of the Securities Act. The equity shares are being offered and sold only outside the United States in offshore transaction in compliance with regulations under the Securities Act and the applicable laws of the jurisdiction where those offers and sales occurs.