

KARDA CONSTRUCTIONS LIMITED

Our Company was incorporated as Karda Constructions Private Limited on September 17, 2007 as a Private Limited Company under the Companies Act, 1956 with the Registrar of Companies, Mumbai bearing Registration No. 174194. Subsequently, our Company was converted to a public limited company and a fresh certificate of incorporation consequent upon conversion to a public limited company was issued by the Registrar of Companies on March 17, 2016 in the name of Karda Constructions Limited. For details of change in registered address of the Company, please refer the chapter 'History and Certain Corporate Matters' on page no. 117 of the Red Herring Prospectus.

> Registered Office: 2nd Floor, Gulmohar Status, Above Business Bank, Samarth Nagar, Nashik – 422 005 | Tel No.: +91 – 253 – 235 1090 Corporate Office: 2nd Floor, Saikrupa Complex, Tilak Road, Muktidham, Nashik Road, Nashik – 422 101 | Tel No.: +91 – 253 – 246 5436 Email: admin@kardaconstruction.com | Website: www.kardaconstruction.com | Company Secretary and Compliance Officer: Mrs. Mayura Marathe

OUR PROMOTER: MR. NARESH KARDA

PUBLIC ISSUE OF UP TO 43,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (THE "EQUITY SHARES") OF KARDA CONSTRUCTIONS LIMITED (OUR "COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) AGGREGATING UP TO ₹ [+] LAKHS (THE "ISSUE") COMPRISING OF A FRESH ISSUE OF 23,00,000 EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ [+] LAKHS (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UPTO 20,00,000 EQUITY SHARES BY MR. NARESH KARDA ("THE PROMOTER SELLING SHAREHOLDER") AGGREGATING TO ₹ [•] LAKHS ("OFFER FOR SALE"). THE ISSUE WOULD CONSTITUTE UP TO 34.96%, OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

Price Band: ₹ 175 to ₹ 180 per Equity Share of Face Value ₹ 10 each. The Floor Price is 17.50 times of the Face Value and the Cap Price is 18.00 times of the Face Value. Bids can be made for a minimum of 80 Equity Shares and in multiples of 80 Equity Shares thereafter.

Risks to Investors

(i) The Book Running Lead Manager associated with the Issue has handled 25 public issues (including 24 SME Issue and 1 Main Board Issue) in the past three years, out of which 4 issue closed below the issue price on listing date.

(ii) Average cost of acquisition per Equity Share by our Promoter as well as Selling Shareholder is ₹ 5.00 and the Issue Price at the upper end of the Price Band is ₹ 180.

BID / ISSUE PROGRAMME

OPENS ON: FRIDAY, MARCH 16, 2018 CLOSES ON: WEDNESDAY, MARCH 21, 2018

Simple, Safe, Smart way of Application- Make use of it !!! Application 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

Mandatory in Public Issues from No cheques will be accepted.

In case of revision 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. Any revision in the Price Band and the revised Bid / Issue Period, if applicable, will be widely disseminated by notification to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), by issuing a press release, and also by indicating the change on the website of the Book Running Lead Manager ("BRLM"), and at the terminals of the members of the Syndicate.

In terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR"), this is an Issue for atleast 25% of the post-Issue paid-up equity share capital of our Company. The Issue is being made through the Book Building Process in accordance with Regulation 26 (1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), where in 10% of the Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs") ("QIB Portion"), 5% of the QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 40% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 50% of the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. Under-subscription, if any, in any category, except the QIB Portion, would be met with spill-over from any other category or categories, as applicable, on a proportionate basis, subject to applicable law. All potential investors, are required to mandatorily use the Application Supported by Blocked. Amount ("ASBA") process providing details of the irrespective bank accounts which will be blocked by the Self Certified Syndicate Banks ("SCSBs"). Specific attention of investors is invited to the chapter titled "Issue Procedure" on page no. 229 of the Red Herring Prospectus.

Bidders / Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder may be deemed to have authorized the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder 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 beat the Bidders' sole risk. Bidders 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.

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 no. 117 of the Red Herring Prospectus and Clauselll 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 no. 316 of the Red Herring Prospectus.

LIABILITY OF MEMBERS OF THE COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The authorised share capital of the Company is ₹ 14,00,00,000 divided into 1,40,00,000 Equity Shares of ₹ 10 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹10,00,00,000 divided into 1,00,00,000 Equity Shares of ₹10 each. The issued, subscribed and paid-up share capital of the Company after the Issue is ₹ 12,30,00,000 divided into 1,23,00,000 Equity Shares of ₹ 10 each. For details of the Capital Structure, see "Capital Structure" on the page no. 57 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 and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company: Naresh Karda – 800, Disha Karda – 100 and Hiralal Kalani - 100, aggregating to 1000 Equity Shares of ₹ 10 each. For details of the main objects of the Company as contained in the Memorandum of Association, see "History and Certain Corporate Matters" on page no. 117 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see "Capital Structure" on page no. 57 of the Red Herring Prospectus.

LISTING: The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the BSE and the NSE. Our Company has received 'in-principle' approval from BSE and NSE for the listing of the Equity Shares pursuant to their letters dated October 18, 2017 and October 25, 2017, respectively. For the purposes of the Issue, the Designated Stock Exchange shall be BSE Limited.

DISCLAIMER CLAUSE OF 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 Issue or the specified securities or the offer document. The investors are advised to refer to page no. 210 of the Red Herring Prospectus for the full text of the Disclaimer clause of SEBI.

DISCLAIMER CLAUSE OF BSE (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by BSE Limited ("BSE") should not in any way be deemed or spectus has been cleared or approved by BSF nor does it certify the correctness completene

are advised to refer to page no. 214 of the Red Herring Prospectus for the full text of the Disclaimer clause of the BSE. DISCLAIMER CLAUSE OF NSE: 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 no. 215 of the Red Herring Prospectus for the full text of the Disclaimer clause of NSE.

GENERAL RISKS: 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 entire 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 offered in the Issue 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 the section titled "Risk Factors" on page no. 15 of the Red Herring Prospectus.

BOOK RUNNING LEAD MANAGER



ARYAMAN FINANCIAL SERVICES LIMITED

60. Khatau Building, Ground Floor, Alkesh Dinesh Modi Marg. Fort, Mumbai – 400 001, Maharashtra, India. Tel No.: +91 - 22 - 6216 6999

Email: info@afsl.co.in Investor Grievance Email: feedback@afsl.co.in

Website: www.afsl.co.in SEBI Registration No.: INM000011344 Contact Person: Mr. Deepak Biyan

Fax No.: +91 - 22 - 2263 0434

REGISTRAR TO THE ISSUE



BIGSHARE SERVICES PRIVATE LIMITED

1st Floor, Bharat Tin Works Building, Opposite Vasant Oasis Makwana Road, Marol, Andheri (East), Mumbai –400 059, Maharashtra, India.

Tel No.: +91 - 22 - 62638200 | **Fax No.:** +91 - 22 - 62638299

Email: ashok@bigshareonline.com

Investor Grievance Email: investor@bigshareonline.com

Website: www.bigshareonline.com SEBI Registration No.: INR000001385

COMPANY SECRETARY AND COMPLIANCE OFFICER

MRS. MAYURA MARATHE

2nd Floor, Gulmohar Status, Above Business Bank, Samarth Nagar, Nashik - 422 005.

Tel No.: +91 - 253 - 2351090F-mail: admin@kardaconstruction.com Website: www.kardaconstruction.com

Bidders can contact the Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post-Issue related problems, such as non-receipt of Allotment Advice or credit of allotted Equity Shares in the respective beneficiary account or unblocking of funds, etc

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and in 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, website of the Company at www.kardaconstruction.com, the website of the BRLM to the Issue at www.afsl.co.in and websites of BSE and NSE i.e. www.bseindia.com and www.nseindia.com, respectively.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Karda Constructions Limited, BRLM: Aryaman Financial Services Limited and the Syndicate Members: Aryaman Financial Services Limited and Aryaman Capital Markets Limited and at the select locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of BSE, NSE and the designated branches of SCSBs, the list of which is available at websites

APPLICATION SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors have to compulsorily apply through the ASBA process. ASBA has to be availed of by all investors. The investor is required to fill the Bid cum Application form and submit the same to the relevant SCSB or the Syndicate Member at the Specified Location 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 Bid cum 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. 229 of the Red Herring Prospectus.

BANKERS TO THE ISSUE / ESCROW COLLECTION BANK: Axis Bank Limited

REFUND BANK: Axis Bank Limited

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

For KARDA CONSTRUCTIONS LIMITED On Behalf of the Board of Directors

Sd/-

Company Secretary and Compliance Officer

Place: Nashik Date: March 10, 2018

KARDA CONSTRUCTIONS LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make a Public Issue of its Equity Shares and has filed the Red Herring Prospectus with Registrar of Companies Maharashtra at Mumbai. The Red Herring Prospectus shall be available on the website of the SEBI at www.sebi.gov.in, website of the Company at www.kardaconstruction.com, the website of the BRLM to the Issue at www.afsl.co.in and websites of BSE and NSE i.e. www.bseindia.com and www.nseindia.com, respectively. Bidders should note that investment in equity shares involves a high degree of risk and for details relating to the same, see the Red Herring Prospectus, including, the section titled "Risk Factors" beginning on page no. 15 of the Red Herring Prospectus.

This document is not an Issue of securities for sale in the United States or elsewhere. This document has been prepared for publication in India and is not for publication or distribution, directly, or indirectly, in or into the United States. The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended ("U.S. Securities Act"), or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States. Accordingly, such Equity Shares are being offered and sold outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur. There will be no public offering of the Equity Shares in the Unites States