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KP GREEN ENGINEERING LIMITED

Corporate Identity Numbers: U40100GJ2001PLC039763

Our Company was originally incorporated as "K P Buildcon Private Limited" as a private limited company under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated July 10, 2001 issued by Assistant Registrar of Companies, Gujarat Dadra & Nager Haveli. Later on the name of the our company was changed from "K P Buildcon Private Limited" to "KP Green Engineering Private Limited", pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on July 17, 2023, vide Certificate of Incorporation dated July 27, 2023 issued by Registrar of Companies, Ahmedabad. Further our company was converted from private limited company to public limited company pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on January 04, 2024 and consequently, the name of our company was changed from "KP Green Engineering Private Limited" to "KP Green Engineering Limited" and fresh certificate of incorporation dated January 09, 2024 was issued to our company by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our company is U40100GJ2001PLC039763. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page no. 167 of the Red Herring Prospectus.

Registered Office: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat- 395017 India.

Website: www.kpgreenengineering.com; | E-Mail: compliance@kpgroup.co; | Telephone No: 0261 2244 757

Company Secretary and Compliance Officer: Mr. Saurabh Sharma

PROMOTERS OF OUR COMPANY: DR. FARUKBHAI GULAMBHAI PATEL AND MR. HASSAN FARUK PATEL

Our company manufactures fabricated and hot-dip galvanized steel products. Our diverse range of products includes Lattice Towers Structures, Substation Structures, Solar Module Mounting Structures, Cable trays, Earthing strips, Beam Crash Barriers and other infrastructure solution products.

THE ISSUE

INITIAL PUBLIC ISSUE OF 13160000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH OF KP GREEN ENGINEERING LIMITED ("KPGEL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"), OF WHICH 658000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 12502000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.32% AND 25.00%, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 5/- EACH.

The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on SME Platform of BSE

For further details, please refer chapter titled "Terms of The Issue" beginning on Page No. 257 of the Red Herring Prospectus.

- QIB Portion: Not More than 50% of the Net Issue
- Retail Individual Bidders Portion: Not Less than 35% of the Net Issue
- Non-Institutional Bidders Portion: Not Less than 15% of the Net Issue

Price Band: ₹ 137/- to ₹ 144/- per Equity Share of Face Value ₹ 5/- each.

The Floor Price is 27.4 times of the Face Value and the Cap Price is 28.8 times of the Face Value.

Bids can be made for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter

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

Risks to Investors:

- (i) We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- (ii) A significant portion of our revenue from for the period ended September 30, 2023 and for the financial year ended on March 31, 2023, 2022 and 2021 is attributable to the Sale of Products for various solutions. Any adverse changes in the Infrastructure Industry could adversely impact our business, results of operations and financial conditions.
- (iii) Our revenues are highly dependent on our operations in geographical region of state of Gujarat. Any adverse development affecting our operations in this region could have an adverse impact on our business, financial condition and results of operations.
- (iv) The Company is dependent on few numbers of customers for sales. Loss of any of this large customer may affect our revenues and profitability.
- (v) The Company is dependent on few suppliers for purchase of product. Loss of any of these large suppliers may affect our business operations.
- (vi) Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have not yet placed order for any of the Plant & Machinery.
- (vii) Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have to import plant and machinery worth ₹ 5,339.19 lakhs. We are subject to risk arising from foreign exchange fluctuation.
- (viii) We may not be successful in implementing our growth strategies, particularly in setting up of a new manufacturing unit to expand its current production capabilities as well as expanding our current product portfolio including, High Masts, Floor Gratings, Pre-Engineered Buildings and Heavy Fabrications, which could have an adverse effect on our business, financial condition, cash flows and results of operations.
- (ix) Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or payment of liquidated damages.
- (x) Our Company had negative cash flow from operating activity in recent financial year, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
- (xi) The Merchant Banker associated with the Issue has handled 30 public Issue out of which 2 Issue closed below Issue price on listing date. below are the details;

Particulars	Numbers of Issues/ Issue Handled	Issues closed below Issue price on listing date
Main Board	Nil	Nil
SME	30	2

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

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBS) or to use the facility of linked online trading, demat and bank 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 267 of the RHP. 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 BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number- 18001201740 and Mail id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079-49185784/ +91 99988 81702) (mb@beeline.com).

IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015, DATED NOVEMBER 10, 2015 AND THE ALL-POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBS") FOR THE SAME. FURTHER PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR IMPLEMENTATION OF PHASED III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023 ON MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILIZE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN CASE OF RIIS), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO "ISSUE PROCEDURE" ON PAGE NO. 267 OF THE RED HERRING PROSPECTUS. IN CASE OF DELAY, IF ANY IN UNBLOCKING/REFUND THE FUND, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF THE UPI (ON A MANDATORY BASIS).

BID/ISSUE PROGRAM

FOR ANCHOR INVESTORS		Thursday, March 14, 2024	
Bid Opening Date	Friday, March 15, 2024	Initiation of Unblocking of Funds/refunds (T +2 Days)	On or Before Thursday, March 21, 2024
Bid Closing Date (T day)	Tuesday, March 19, 2024	Credit of Equity Shares to demat accounts of Allotees (T +2 Days)	On or Before Thursday, March 21, 2024
Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T +1 Day)	On or Before Wednesday, March 20, 2024	Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)	On or Before Friday, March 22, 2024

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Timelines for Submission of Application

Application Submission by Investors

Electronic Applications (Online ASBA through 3-in-1 accounts) – Upto 5 pm on T day.

Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – Upto 4 pm on T day.

Electronic Applications (Syndicate Non-Retail, Non Individual Applications) – Upto 3 pm on T day.

Physical Applications (Bank ASBA) – Upto 1 pm on T day.

Physical Applications (Syndicate Non-Retail, Non Individual Applications of QIBs and NIIs) – Upto 12 pm on T day and Syndicate members shall transfer such applications to banks before 1 pm on T day.

UPI Mandate acceptance time: T day – 5 pm

Issue Closure:

T day – 4 pm for QIB and NII categories

T day – 5 pm for Retail and other reserved categories

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 respective websites of the Book Running Lead Managers and the terminals of the other members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations, wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Manager, 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, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net 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. However, if the aggregate demand from Mutual Funds is less than 5.00% 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 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders (except Anchor Investors) are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. For details, see "Issue Procedure" on page 267 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 Corporate Structure" on page 167 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 306 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 ₹ 25,00,00,000 divided into 50000000 Equity Shares of ₹ 5 each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 18,42,00,000 divided into 36840000 Equity Shares of ₹ 5 each. For details of the Capital Structure, see "Capital Structure" on the page 63 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: Dr. Farukhbai Gulambhai Patel – 5000 Equity Shares and Mrs. Rashida Gulambhai Patel – 5000 Equity Shares. For details of the Capital Structure, see "Capital Structure" on the page 63 of the Red Herring Prospectus.

LISTING: The Equity Shares Issue through the Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited. Our Company has received an in-principle approval from the BSE Limited for the listing of the Equity Shares pursuant to letter dated March 01, 2024. For the purposes of the Issue, the Designated Stock Exchange shall be SME Platform of BSE Limited. A signed copy of the Red Herring Prospectus has been submitted with the ROC on March 07, 2024 and Prospectus shall be submitted for registration 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 306 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 was filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the Issue 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 246 of the RHP.

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 construed that the offer document has been cleared or approved by BSE 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 246 of the Red Herring Prospectus for the full text of the Disclaimer clause of BSE Limited.

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 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 29 of the Red Herring Prospectus

Book Running Lead Manager To The Issue	Registrar To The Issue	Company Secretary And Compliance Officer
 <p>BEELINE CAPITAL ADVISORS PRIVATE LIMITED</p> <p>SEBI Registration Number: INM000012917 Address: B 1311-1314, Thirteenth Floor, Shilp Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmadabad, Gujarat – 380054, India. Telephone Number: 079 4918 5784 Email Id: mb@beelinemb.com Investors Grievance Id: ig@beelinemb.com Website: www.beelinemb.com Contact Person: Mr. Nikhil Shah CIN: U67190GJ2020PTC114322</p>	 <p>BIGSHARE SERVICES PRIVATE LIMITED</p> <p>SEBI Registration Number: INR000001385 Address: S6-2, 6th Pinnacle business Park, Mahakali Caves Road, next to Ahura Center, Andheri East, Mumbai-400093, Maharashtra, India. Tel. Number: 022-62638200 Fax: 022-62638299 Email Id: ipo@bigshareonline.com Investors Grievance Id: investor@bigshareonline.com Website: www.bigshareonline.com Contact Person: Mr. Vinayak Morbale CIN: U99999MH1994PTC076534</p>	 <p>KP GREEN ENGINEERING LIMITED Mr. Saurabh Sharma</p> <p>Address: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat-395017 India. Tel No: 0261 2244 757; Email: compliance@kpgroup.co Website: www.kpgreenengineering.com</p> <p>Investors can contact the Company Secretary and Compliance Officer or the BRLMs or the Registrar to the Issue in case of any pre-Issue or post-issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account and refund orders, etc.</p>

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, website of the Company at www.kpgreenengineering.com. the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: KP Green Engineering Limited, Telephone: 0261 2244 757; BRLM: Beeline Capital Advisors Private Limited, Telephone: 079 4918 5784 and the Syndicate Member: Spread X Securities Private Limited Telephone: +91 79 6907 2018 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of BSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. 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, KP GREEN ENGINEERING LIMITED
 sd/-
 Muinulhaque Iqbalhusen Kadva
 Whole Time Director

Place: Surat
Date: March 07, 2024

Disclaimer: KP Green Engineering Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP with the Registrar of Companies, Ahmedabad on March 07, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at www.kpgreenengineering.com, the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively. 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 29 of the Red Herring Prospectus. The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being Offered and sold outside the United States in 'offshore transactions' in reliance on Regulation S under the Securities Act and the applicable laws of each jurisdiction where such Offers and sales are made. There will be no public offering in the United States.

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Company Secretary and Compliance Officer: Mr. Saurabh Sharma

PROMOTERS OF OUR COMPANY: DR. FARUKBHAI GULAMBHAI PATEL AND MR. HASSAN FARUK PATEL

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Risks to Investors:

- (i) We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- (ii) A significant portion of our revenue from for the period ended September 30, 2023 and for the financial year ended on March 31, 2023, 2022 and 2021 is attributable to the Sale of Products for various solutions. Any adverse changes in the Infrastructure Industry could adversely impact our business, results of operations and financial conditions.
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- (vi) Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have not yet placed order for any of the Plant & Machinery.
- (vii) Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have to import plant and machinery worth ₹ 5,339.19 lakhs. We are subject to risk arising from foreign exchange fluctuation.
- (viii) We may not be successful in implementing our growth strategies, particularly in setting up of a new manufacturing unit to expand its current production capabilities as well as expanding our current product portfolio including, High Masts, Floor Gratings, Pre-Engineered Buildings and Heavy Fabrications, which could have an adverse effect on our business, financial condition, cash flows and results of operations.
- (ix) Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or payment of liquidated damages.
- (x) Our Company had negative cash flow from operating activity in recent financial year, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
- (xi) The Merchant Banker associated with the Issue has handled 30 public Issue out of which 2 Issue closed below Issue price on listing date. below are the details;

Particulars	Numbers of Issues/ Issue Handled	Issues closed below Issue price on listing date
Main Board	Nil	Nil
SME	30	2

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

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank 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 267 of the RHP. 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 BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number-18001201740 and Mail Id- upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For Issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079-49185784/ +91 99988 81702) (mb@beelinem.com).

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 ₹ 5 each and the Issue Price is 27.40 times the face value at the lower end and 28.80 times the face value at the higher end of the Price Band. Investors should also refer to "Business Overview", "Risk Factors", "Restated Financial Information" and "Management's Discussion and Analysis of Financial Position and Results of Operations" beginning on pages 132, 29, 196 and 199, respectively of the Red Herring Prospectus, to have an informed view before making an investment decision.

Qualitative Factors

- Founder led company supported by a highly experienced and professional leadership team
- Our Execution Capabilities
- Consistent Financial Performance

For details of qualitative factors, please refer to the paragraph "Our Competitive Strengths" in the chapter titled "Business Overview" beginning on page no. 132 of the Red Herring Prospectus.

Qualitative Factors

1. Basic & Diluted Earnings Per Share (EPS):

Basic earnings per share (₹) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding}}$

Diluted earnings per share (₹) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding after adjusting adjusted for the effects of all dilutive potential equity shares}}$

Weighted Average

Financial Year/Period	Basic and Diluted EPS (in ₹)	Weights
Financial Year ended March 31, 2023	3.46	3
Financial Year ended March 31, 2022	1.27	2
Financial Year ended March 31, 2021	0.44	1
Weighted Average	2.23	
Period ended on September 30, 2023*	3.14	

* Not Annualized.

Notes:

1. Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. sum of (EPS x Weight) for each year / Total of weights.
2. Basic and diluted EPS are based on the Restated Standalone Financial Information.
3. Number of shares are adjusted by sub-division of share capital pursuant to Shareholders' resolution dated October 17, 2023 the face value of Equity Shares of our Company was subdivided from ₹ 10 per Equity Share into two Equity Shares of face value of ₹ 5 each.
4. The number of shares are adjusted by Increase in share Capital through issue of Bonus shares on August 01, 2023 in the ratio of 15:1 i.e., 15 (Fifteen) Equity Shares for every 1 (One) Equity Share held.

2. Price to Earnings (P/E) ratio in relation to Price Band of ₹ 137 and 144 per Equity Shares:

Price to Earnings Ratio (P/E) = $\frac{\text{Floor Price/Cap Price}}{\text{Restated Earnings Per Share}}$

Particulars	EPS (in ₹)	P/E at the Floor Price (No. of times)	P/E at the Cap Price (No. of times)
a. Based on EPS of Financial Year ended March 31, 2023	3.46	39.60	41.62
b. Based on Weighted Average EPS	2.23	61.43	64.57
c. Based on Simple Average EPS	1.72	79.65	83.72
d. Based on EPS of Period ended on September 30, 2023	3.14*		

* Not Annualized.

Industry PE:

Industry Average	P/E Ratio
Highest	30.23
Lowest	30.20
Average	30.22

(Based on Peer Data presented in point 5 below)

3. Return on Net Worth:

Return on Net Worth (%) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Net Worth}} \times 100$

Financial Year/Period	Return on Net Worth (%)	Weights
Financial Year ended March 31, 2023	37.68	3
Financial Year ended March 31, 2022	22.17	2
Financial Year ended March 31, 2021	9.93	1
Weighted Average	27.89	
Period ended on September 30, 2023*	25.51	

* Not Annualized.

4. Net Asset Value per Equity Share:

Restated Net Asset Value per equity share (₹) = $\frac{\text{Restated Net Worth as at the end of the year}}{\text{Number of Equity Shares outstanding}}$

Particular	Amount (in ₹)
Financial Year ended March 31, 2023	9.18
Financial Year ended March 31, 2022	5.72
Financial Year ended March 31, 2021	4.45
Period ended on September 30, 2023	12.32
NAV per Equity Share after the Issue	[●]
Based on Upper Price band	46.73
Based on Lower Price band	44.89
Issue Price per Equity Share	[●]

(Continued on next Page...)

(..... Continued from previous page-2)

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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 Issue 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 29 of the Red Herring Prospectus

Book Running Lead Manager To The Issue

Registrar To The Issue

Company Secretary And Compliance Officer

BEELINE
BEELINE CAPITAL ADVISORS
PRIVATE LIMITED

SEBI Registration Number: INM000012917

Address: B 1311-1314, Thirteenth Floor, Shilp Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmedabad, Gujarat – 380054, India.

Telephone Number: 079 4918 5784

Email Id: mb@beelinemb.com

Investors Grievance Id: ig@beelinemb.com

Website: www.beelinemb.com

Contact Person: Mr. Nikhil Shah

CIN: U67190GJ2020PTC114322

BIGSHARE SERVICES
PRIVATE LIMITED

SEBI Registration Number: INR000001385

Address: S6-2, 6th Pinnacle business Park, Mahakali Caves Road, next to Ahura Center, Andheri East, Mumbai-400093, Maharashtra, India.

Tel. Number: 022-62638200 | **Fax:** 022-62638299

Email Id: ipo@bigshareonline.com

Investors Grievance Id: investor@bigshareonline.com

Website: www.bigshareonline.com

Contact Person: Mr. Vinayak Morbale

CIN: U99999MH1994PTC076534

KP GREEN ENGINEERING LIMITED
Mr. Saurabh Sharma

Address: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat-395017 India.

Tel No: 0261 2244 757;

Email: compliance@kpgroup.co

Website: www.kpgreenengineering.com

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

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. 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.kpgreenengineering.com. the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: KP Green Engineering Limited, Telephone: 0261 2244 757; BRLM: Beeline Capital Advisors Private Limited, Telephone: 079 4918 5784 and the Syndicate Member: Spread X Securities Private Limited Telephone: 079 6907 2018 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of BSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. 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, KP GREEN ENGINEERING LIMITED
sd/-
Muinulhaque Iqbalhusen Kadva
Whole Time Director

Place: Surat

Date: March 07, 2024

Disclaimer: KP Green Engineering Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP with the Registrar of Companies, Ahmedabad on March 07, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at www.kpgreenengineering.com, the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively. 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 29 of the Red Herring Prospectus.

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



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



KP GREEN ENGINEERING LIMITED

Corporate Identity Numbers: U40100GJ2001PLC039763

Our Company was originally incorporated as "K P Buildcon Private Limited" as a private limited company under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated July 10, 2001 issued by Assistant Registrar of Companies, Gujarat Dadra & Nager Haveli. Later on the name of the our company was changed from "K P Buildcon Private Limited" to "KP Green Engineering Private Limited", pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on July 17, 2023, vide Certificate of Incorporation dated July 27, 2023 issued by Registrar of Companies, Ahmedabad. Further our company was converted from private limited company to public limited company pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on January 04, 2024 and consequently, the name of our company was changed from "KP Green Engineering Private Limited" to "KP Green Engineering Limited" and fresh certificate of incorporation dated January 09, 2024 was issued to our company by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our company is U40100GJ2001PLC039763. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page no. 167 of the Red Herring Prospectus.

Registered Office: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat- 395017 India.

Website: www.kpgreenengineering.com; | E-Mail: compliance@kpgroup.co; | Telephone No: 0261 2244 757

Company Secretary and Compliance Officer: Mr. Saurabh Sharma

PROMOTERS OF OUR COMPANY: DR. FARUKBHAI GULAMBHAI PATEL AND MR. HASSAN FARUK PATEL

Our company manufactures fabricated and hot-dip galvanized steel products. Our diverse range of products includes Lattice Towers Structures, Substation Structures, Solar Module Mounting Structures, Cable trays, Earthing strips, Beam Crash Barriers and other infrastructure solution products.

THE ISSUE

INITIAL PUBLIC ISSUE OF 13160000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH OF KP GREEN ENGINEERING LIMITED ("KPGEEL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"), OF WHICH 658000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 12502000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.32% AND 25.00%, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 5/- EACH.

The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on SME Platform of BSE

For further details, please refer chapter titled "Terms of The Issue" beginning on Page No. 257 of the Red Herring Prospectus.

- QIB Portion: Not More than 50% of the Net Issue
- Retail Individual Bidders Portion: Not Less than 35% of the Net Issue
- Non-Institutional Bidders Portion: Not Less than 15% of the Net Issue

Price Band: ₹ 137/- to ₹ 144/- per Equity Share of Face Value ₹ 5/- each.

The Floor Price is 27.40 times of the Face Value and the Cap Price is 28.80 times of the Face Value.

Bids can be made for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter

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

Risks to Investors:

- We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- A significant portion of our revenue from for the period ended September 30, 2023 and for the financial year ended on March 31, 2023, 2022 and 2021 is attributable to the Sale of Products for various solutions. Any adverse changes in the Infrastructure Industry could adversely impact our business, results of operations and financial conditions.
- Our revenues are highly dependent on our operations in geographical region of state of Gujarat. Any adverse development affecting our operations in this region could have an adverse impact on our business, financial condition and results of operations.
- The Company is dependent on few numbers of customers for sales. Loss of any of this large customer may affect our revenues and profitability.
- The Company is dependent on few suppliers for purchase of product. Loss of any of these large suppliers may affect our business operations.
- Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have not yet placed order for any of the Plant & Machinery.
- Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have to import plant and machinery worth ₹ 5,339.19 lakhs. We are subject to risk arising from foreign exchange fluctuation.
- We may not be successful in implementing our growth strategies, particularly in setting up of a new manufacturing unit to expand its current production capabilities as well as expanding our current product portfolio including, High Masts, Floor Gratings, Pre-Engineered Buildings and Heavy Fabrications, which could have an adverse effect on our business, financial condition, cash flows and results of operations.
- Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or payment of liquidated damages.
- Our Company had negative cash flow from operating activity in recent financial year, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
- The Merchant Banker associated with the Issue has handled 30 public Issue out of which 2 Issue closed below Issue price on listing date. below are the details;

Particulars	Numbers of Issues/ Issue Handled	Issues closed below Issue price on listing date
Main Board	Nil	Nil
SME	30	2

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

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank 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 267 of the RHP. 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 BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number- 18001201740 and Mail Id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For Issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079-49185784/ +91 99988 81702) (mb@beelinemb.com).

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 ₹ 5 each and the Issue Price is 27.40 times the face value at the lower end and 28.80 times the face value at the higher end of the Price Band. Investors should also refer to "Business Overview", "Risk Factors", "Restated Financial Information" and "Management's Discussion and Analysis of Financial Position and Results of Operations" beginning on pages 132, 29, 196 and 199, respectively of the Red Herring Prospectus, to have an informed view before making an investment decision.

Qualitative Factors

- Founder led company supported by a highly experienced and professional leadership team
- Our Execution Capabilities
- Consistent Financial Performance

For details of qualitative factors, please refer to the paragraph "Our Competitive Strengths" in the chapter titled "Business Overview" beginning on page no. 132 of the Red Herring Prospectus.

Qualitative Factors

1. Basic & Diluted Earnings Per Share (EPS):

Basic earnings per share (₹) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding}}$

Diluted earnings per share (₹) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Weighted Average Number of Equity Shares outstanding after adjusting adjusted for the effects of all dilutive potential equity shares}}$

Financial Year/Period	Basic and Diluted EPS (in ₹)	Weights
Financial Year ended March 31, 2023	3.46	3
Financial Year ended March 31, 2022	1.27	2
Financial Year ended March 31, 2021	0.44	1
Weighted Average	2.23	
Period ended on September 30, 2023*	3.14	

* Not Annualized.

- Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. sum of (EPS x Weight) for each year / Total of weights.
 - Basic and diluted EPS are based on the Restated Standalone Financial Information.
 - Number of shares are adjusted by sub-division of share capital pursuant to Shareholders' resolution dated October 17, 2023 the face value of Equity Shares of our Company was subdivided from ₹ 10 per Equity Share into two Equity Shares of face value of ₹ 5 each.
 - The number of shares are adjusted by Increase in share Capital through issue of Bonus shares on August 01, 2023 in the ratio of 15:1 i.e., 15 (Fifteen) Equity Shares for every 1 (One) Equity Share held.
2. Price to Earnings (P/E) ratio in relation to Price Band of ₹ 137 and 144 per Equity Shares:

Price to Earnings Ratio (P/E) = $\frac{\text{Floor Price/Cap Price}}{\text{Restated Earnings Per Share}}$

Particulars	EPS (in ₹)	P/E at the Floor Price (No. of times)	P/E at the Cap Price (No. of times)
a. Based on EPS of Financial Year ended March 31, 2023	3.46	39.60	41.62
b. Based on Weighted Average EPS	2.23	61.43	64.57
c. Based on Simple Average EPS	1.72	79.65	83.72
d. Based on EPS of Period ended on September 30, 2023	3.14*		

* Not Annualized.

Industry PE:

Industry Average	P/E Ratio
Highest	30.23
Lowest	30.20
Average	30.22

(Based on Peer Data presented in point 5 below)

3. Return on Net Worth:

Return on Net Worth (%) = $\frac{\text{Restated Profit After Tax attributable to Equity Shareholders}}{\text{Net Worth}} \times 100$

Financial Year/Period	Return on Net Worth (%)	Weights
Financial Year ended March 31, 2023	37.68	3
Financial Year ended March 31, 2022	22.17	2
Financial Year ended March 31, 2021	9.93	1
Weighted Average	27.89	
Period ended on September 30, 2023*	25.51	

* Not Annualized.

4. Net Asset Value per Equity Share:

Restated Net Asset Value per equity share (₹) = $\frac{\text{Restated Net Worth as at the end of the year}}{\text{Number of Equity Shares outstanding}}$

Particular	Amount (in ₹)
Financial Year ended March 31, 2023	9.18
Financial Year ended March 31, 2022	5.72
Financial Year ended March 31, 2021	4.45
Period ended on September 30, 2023	12.32
NAV per Equity Share after the Issue	[●]
Based on Upper Price band	46.73
Based on Lower Price band	44.89
Issue Price per Equity Share	[●]

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(..... Continued from previous page-2)

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Book Running Lead Manager To The Issue



BEELINE CAPITAL ADVISORS PRIVATE LIMITED

SEBI Registration Number: INM000012917

Address: B 1311-1314, Thirteenth Floor, Shilp Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmedabad, Gujarat – 380054, India.

Telephone Number: 079 4918 5784

Email Id: mb@beelinemb.com

Investors Grievance Id: ig@beelinemb.com

Website: www.beelinemb.com

Contact Person: Mr. Nikhil Shah

CIN: U67190GJ2020PTC114322

Registrar To The Issue



Bigshare Services Pvt. Ltd.

BIGSHARE SERVICES PRIVATE LIMITED

SEBI Registration Number: INR000001385

Address: S6-2, 6th Pinnacle business Park, Mahakali Caves Road, next to Ahura Center, Andheri East, Mumbai-400093, Maharashtra, India.

Tel. Number: 022-62638200 | Fax: 022-62638299

Email Id: ipo@bigshareonline.com

Investors Grievance Id: investor@bigshareonline.com

Website: www.bigshareonline.com

Contact Person: Mr. Vinayak Morbale

CIN: U99999MH1994PTC076534

Company Secretary And Compliance Officer



KP GREEN ENGINEERING LIMITED

Mr. Saurabh Sharma

Address: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat-395017 India.

Tel No: 0261 2244 757;

Email: compliance@kpgroup.co

Website: www.kpgreenengineering.com

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

AVAILABILITY OF RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. 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.kpgreenengineering.com, the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: KP Green Engineering Limited, Telephone: 0261 2244 757; BRLM: Beeline Capital Advisors Private Limited, Telephone: 079 4918 5784 and the Syndicate Member: Spread X Securities Private Limited Telephone: 079 6907 2018 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of BSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK: Axis Bank Limited. 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, KP GREEN ENGINEERING LIMITED

sd/-

Muinulhaque Iqbalhusen Kadva

Whole Time Director

Place: Surat

Date: March 07, 2024

Disclaimer: KP Green Engineering Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP with the Registrar of Companies, Ahmedabad on March 07, 2024 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at www.kpgreenengineering.com, the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE i.e. www.bseindia.com, respectively. 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 29 of the Red Herring Prospectus.

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



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



KP GREEN ENGINEERING LIMITED

Corporate Identity Numbers: U40100GJ2001PLC039763

Our Company was originally incorporated as "K P Buildcon Private Limited" as a private limited company under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated July 10, 2001 issued by Assistant Registrar of Companies, Gujarat Dadra & Nager Haveli. Later on the name of the our company was changed from "K P Buildcon Private Limited" to "KP Green Engineering Private Limited", pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on July 17, 2023, vide Certificate of Incorporation dated July 27, 2023 issued by Registrar of Companies, Ahmedabad. Further our company was converted from private limited company to public limited company pursuant to special resolution passed by our shareholders in the Extra-Ordinary General Meeting held on January 04, 2024 and consequently, the name of our company was changed from "KP Green Engineering Private Limited" to "KP Green Engineering Limited" and fresh certificate of incorporation dated January 09, 2024 was issued to our company by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our company is U40100GJ2001PLC039763. For details of change in name and registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page no. 167 of the Red Herring Prospectus.

Registered Office: 'KP House', Near KP Circle, Opp. Ishwar Farm Junction BRTS, Canal Road, Bhatar, Surat, Gujarat- 395017 India.

Website: www.kpgreenengineering.com; | E-Mail: compliance@kpggroup.co; | Telephone No: 0261 2244 757

Company Secretary and Compliance Officer: Mr. Saurabh Sharma

PROMOTERS OF OUR COMPANY: DR. FARUKBHAI GULAMBHAI PATEL AND MR. HASSAN FARUK PATEL

our company manufactures fabricated and hot-dip galvanized steel products. Our diverse range of products includes Lattice Towers Structures, Substation Structures, Solar Module Mounting Structures, Cable trays, Earthing strips, Beam Crash Barriers and other infrastructure solution products.

THE ISSUE

INITIAL PUBLIC ISSUE OF 13160000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH OF KP GREEN ENGINEERING LIMITED ("KPGEL" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"), OF WHICH 658000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 12502000 EQUITY SHARES OF FACE VALUE OF ₹ 5/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.32% AND 25.00%, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 5/- EACH.

The Issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on SME Platform of BSE

For further details, please refer chapter titled "Terms of The Issue" beginning on Page No. 257 of the Red Herring Prospectus.

- QIB Portion: Not More than 50% of the Net Issue
- Retail Individual Bidders Portion: Not Less than 35% of the Net Issue
- Non-Institutional Bidders Portion: Not Less than 15% of the Net Issue

Price Band: ₹ 137/- to ₹ 144/- per Equity Share of Face Value ₹ 5/- each.

The Floor Price is 27.4 times of the Face Value and the Cap Price is 28.8 times of the Face Value.

Bids can be made for a minimum of 1000 Equity Shares and in multiples of 1000 Equity Shares thereafter

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

Risks to Investors:

- We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.
- A significant portion of our revenue from for the period ended September 30, 2023 and for the financial year ended on March 31, 2023, 2022 and 2021 is attributable to the Sale of Products for various solutions. Any adverse changes in the Infrastructure Industry could adversely impact our business, results of operations and financial conditions.
- Our revenues are highly dependent on our operations in geographical region of state of Gujarat. Any adverse development affecting our operations in this region could have an adverse impact on our business, financial condition and results of operations.
- The Company is dependent on few numbers of customers for sales. Loss of any of this large customer may affect our revenues and profitability.
- The Company is dependent on few suppliers for purchase of product. Loss of any of these large suppliers may affect our business operations.
- Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have not yet placed order for any of the Plant & Machinery.
- Out of total cost of Plant & Machinery worth ₹ 14,114.47 lakhs, we have to import plant and machinery worth ₹ 5,339.19 lakhs. We are subject to risk arising from foreign exchange fluctuation.
- We may not be successful in implementing our growth strategies, particularly in setting up of a new manufacturing unit to expand its current production capabilities as well as expanding our current product portfolio including, High Masts, Floor Gratings, Pre-Engineered Buildings and Heavy Fabrications, which could have an adverse effect on our business, financial condition, cash flows and results of operations.
- Our failure to perform in accordance with the standards prescribed in work order of our client could result in loss of business or payment of liquidated damages.
- Our Company had negative cash flow from operating activity in recent financial year, details of which are given below. Sustained negative cash flow could adversely impact our business, financial condition and results of operations.
- The Merchant Banker associated with the Issue has handled 30 public Issue out of which 2 Issue closed below Issue price on listing date. below are the details;

Particulars	Numbers of Issues/ Issue Handled	Issues closed below Issue price on listing date
Main Board	Nil	Nil
SME	30	2

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

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIIs applying through Registered Brokers, DPs & RTAs. RIIs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank 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 267 of the RHP. 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 BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number- 18001201740 and Mail Id- ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For Issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079-49185784) +91 99988 81702 (mb@beelinemb.com).

IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015, DATED NOVEMBER 10, 2015 AND THE ALL-POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF-CERTIFIED SYNDICATE BANKS ("SCSBs") FOR THE SAME. FURTHER PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR IMPLEMENTATION OF PHASED III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023 ON MADATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILIZE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVIDING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN CASE OF RIIS), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO "ISSUE PROCEDURE" ON PAGE NO. 267 OF THE RED HERRING PROSPECTUS. IN CASE OF DELAY, IF ANY IN UNBLOCKING/REFUND THE FUND, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF THE UPI (ON A MANDATORY BASIS).

BID/ISSUE PROGRAM

FOR ANCHOR INVESTORS

Thursday, March 14, 2024

Bid Opening Date	Friday, March 15, 2024	Initiation of Unblocking of Funds/refunds (T + 2 Days)	On or Before Thursday, March 21, 2024
Bid Closing Date (T day)	Tuesday, March 19, 2024	Credit of Equity Shares to demat accounts of Allotees (T + 2 Days)	On or Before Thursday, March 21, 2024
Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day)	On or Before Wednesday, March 20, 2024	Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)	On or Before Friday, March 22, 2024

(Continued on next Page ...)

Bears Pause, Mid & Smallcaps Claw Back Lost Ground | Localisation, Warranty Norms Stricter Under EMPS | Sizzling Travel Demand Seen this Summer: P 1

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KP GREEN ENGINEERING LIMITED

Corporate Identity Number: U60100GJ2001PL000763. Our Company was originally incorporated as 'KP Builders Private Limited'...

PROMOTERS OF OUR COMPANY: DR. FARUKBHAI GULAMBHAI PATEL AND MR. HASSAN FARUK PATEL

Our company manufactures fabricated and hot-dip galvanized steel products. Our diverse range of products includes Lattice Towers Structures, Substation Structures, Solar Module Mounting Structures, Cable Trays, Earthing strips, Beam Crash Barriers and other infrastructure solution products.

THE ISSUE

INITIAL PUBLIC ISSUE OF 13140000 EQUITY SHARES OF FACE VALUE OF ₹5/- EACH OF KP GREEN ENGINEERING LIMITED ('KPEGL' OR THE 'COMPANY' OR THE 'ISSUER') FOR CASH AT A PRICE OF ₹21/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹1/- PER EQUITY SHARE...

The issue is being made in accordance with Chapter IX of the SEBI ICDR Regulations (IPO of Small and Medium Enterprises) and the equity shares are proposed to be listed on SME Platform of BSE

QIB Portion: Not More than 50% of the Net Issue | Retail Individual Bidders Portion: Not Less than 35% of the Net Issue | Non-Institutional Bidders Portion: Not Less than 15% of the Net Issue. Price Band: ₹137/- to ₹144/- per Equity Share of Face Value ₹5/- each.

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

Risks to Investors:

- (i) We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations. (ii) A significant portion of our revenue from for the period ended September 30, 2023 and for the financial year ended on March 31, 2023, 2022 and 2021 is attributable to the Sale of Products for various solutions...

ASBA Simple, Safe, Smart way of Application-Make use of RBI! *Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account...

IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015, DATED NOVEMBER 10, 2015 AND THE ALL-POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED AMOUNT ('ASBA') PROCESS...

BID/OFFER OPENS TODAY BID/OFFER CLOSED ON TUESDAY, MARCH 19, 2024

Table with 4 columns: Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day), On or Before Wednesday, March 20, 2024, Credit of Equity Shares to demat accounts of Allottees (T + 2 Days), On or Before Thursday, March 21, 2024...

Timelines for Submission of Application. Table with 2 columns: Application Submission by investors (Electronic/Physical), UPI Mandate acceptance time: T day - 5 pm. Issue Closure: T day - 4 pm for QIB and NI categories...

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.

BEELINE CAPITAL ADVISORS PRIVATE LIMITED, Bigshare Services Pvt. Ltd., KP GREEN ENGINEERING LIMITED. Includes contact info, addresses, and legal disclaimers.