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# ADISOFT TECHNOLOGIES LIMITED

## THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

Our Company was originally incorporated as a private limited company under the name "Adisoft Technologies Private Limited" on February 04, 2013, under the provisions of the Companies Act, 1956, with the Registrar of Companies, bearing CIN: U31108PN2013PTC146157. Thereafter, our Company was converted into a public limited company pursuant to a special resolution passed by our shareholders at the Extraordinary General Meeting held on September 11, 2025. Consequently, the name of our Company was changed from "Adisoft Technologies Private Limited" to "Adisoft Technologies Limited", and a fresh certificate of incorporation reflecting the conversion to a public company was issued by the Registrar of Companies, Central Processing Centre, on September 17, 2025. Our Company's Corporate Identity Number is U31108PN2013PLC146157. For further details please refer to chapter titled "History and Corporate Structure" beginning on page 148 of the Red Herring Prospectus.

**Registered Office:** Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, MIDC Chinchwad Industrial Area, Bhosari, Pune – 411026, Maharashtra, India  
**Tel.:** +91 8208781102, **E-mail:** cs@adisoft.co.in, **Website:** www.adisoft.co.in  
**CIN:** U31108PN2013PLC146157; **Contact Person:** Vaibhav Nandkumar Salunke, Company Secretary & Compliance Officer

**OUR PROMOTERS: AJAY CHANDRASHEKHAR PRABHU AND PREETI AJAY PRABHU**

### THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 43,08,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF ADISOFT TECHNOLOGIES LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF [●] PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ [●] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 40,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.40% AND 25.08% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

\*Subject to finalization of Basis of Allotment.

**PRICE BAND: ₹163 TO ₹172 PER EQUITY SHARE OF FACE VALUE ₹10/- EACH**

THE FLOOR PRICE (₹163) IS 16.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE (₹172) IS 17.2 TIMES OF THE FACE VALUE OF THE EQUITY SHARES. THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE (₹163) IS 12.16 TIMES AND AT THE CAP PRICE (₹172) IS 12.83 TIMES. BIDS CAN BE MADE FOR A MINIMUM OF 1600 EQUITY SHARES AND IN MULTIPLES OF 800 EQUITY SHARES THEREAFTER

Weighted average return on net worth for the last three fiscal years should be read as 32.92%

The details of the Fresh Issue and the post-Issue market Capitalisation of the Company, each at the Floor Price (₹163) and the Cap Price (₹172), are given below:

Particular	At Floor price of ₹163 per equity share		At Cap price of ₹172 per equity share	
	Up to No of equity Shares of face value of Rs. 10/- each	Up to amount (Rs in Lakhs)	Up to No of equity Shares of face value of Rs. 10/- each	Up to amount (Rs in Lakhs)
Fresh Issue	43,08,000	7,022.04	43,08,000	7,409.76
Offer for Sale	-	-	-	-
<b>Total Issue Size</b>	<b>43,08,000</b>	<b>7,022.04</b>	<b>43,08,000</b>	<b>7,409.76</b>
Post-Issue Market Capitalization of the Company	1,63,18,000	26,598.34	1,63,18,000	28,066.96

## BID/ ISSUE PROGRAMME

**ANCHOR INVESTOR BIDDING DATE: WEDNESDAY, APRIL 22, 2026**

**BID/ ISSUE OPENS ON: THURSDAY, APRIL 23, 2026**

**BID/ ISSUE CLOSURES ON: MONDAY, APRIL 27, 2026 ^**

\*UPI mandate end time shall be at 05:00 p.m. on the Bid/Issue closing date.

### BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

We are an Industrial Digital Automation Solutions provider, engaged into the business of Designing, developing, procurement, assembling, testing, installation, commissioning & providing engineering services related to Automated assembly lines, Material handling machines, Robotic work cells (e.g., pick-and-place, sealing applications) and Special Purpose Machinery designed to address customer-specific operational requirements. Our services include application of digital technologies and control systems to automate industrial processes, by integrating the shop floor equipments and processes with the IT Layer, thereby, reducing or eliminating human intervention.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACT (REGULATION) RULES, 1957, AS AMENDED FROM TIME TO TIME (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE"). FOR THE PURPOSE OF THE ISSUE, THE DESIGNATED STOCK EXCHANGE WILL BE NATIONAL STOCK EXCHANGE OF INDIA LIMITED.

### ALLOCATION OF THE ISSUE

- QIB PORTION : NOT MORE THAN 50.00% OF THE NET ISSUE
- NON-INSTITUTIONAL PORTION : NOT LESS THAN 15.00% OF THE NET ISSUE
- INDIVIDUAL PORTION : NOT LESS THAN 35.00% OF THE NET ISSUE
- MARKET MAKER PORTION : UPTO 2,16,000 EQUITY SHARES OR 5.01% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN 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, potential investors should only refer to this pre-issue and price band advertisement for the issue and should not rely on any media articles/ reports in relation to the valuation of the company as these are not endorsed, published or confirmed either by the company or the Book Running Read Manager to the issue ("BRLM").

In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated April 15, 2026 the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for Issue Price' section beginning on page 91 of the Red Herring Prospectus ("RHP") vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in 'Basis for Issue Price' section beginning on page 91 of the Red Herring Prospectus and provided below in the advertisement.

### RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 25 of the Red Herring Prospectus.

#### 1. Risk to investors summary description of key risk factors based on materiality

- Our business is dependent on the sale of our services to certain key customers. The loss of any of these customers or loss of revenue from sales to these customers could have a material adverse effect on our business, financial condition, results of operations and cash flows.
- We depend significantly on the performance of automotive sector for sale of our automation solutions. Any adverse change in performance of automotive sector could adversely affect our business and profitability.
- Our Company is dependent on limited number of suppliers, within limited geographical locations for procurement of raw materials. Any delay, interruption or reduction in the supply of raw materials required for our products may adversely affect our business, results of operations, cash flows and financial condition.
- The industry where our Company operates is a highly skilled and technical employee intensive industry and our success depends largely upon its skilled professionals and its ability to attract and retain these personnel.
- We are subject to strict quality requirements and any failure to comply with quality standards may lead to cancellation of existing and future orders, product recalls, product liability, warranty claims and other disputes and claims.
- If there are delays in setting up the Proposed factory unit or if the costs of setting up and the possible time or cost overruns related to the Proposed factory unit or the purchase of furniture, fixtures and laptops for the Proposed factory unit are higher than expected, it could have a material adverse effect on our financial condition, results of operations and growth prospects.
- Our Company has not adequately complied with some of the provisions of the Companies Act, 2013. There are certain discrepancies/errors noticed in some of our corporate records and forms filed with the Registrar of Companies and other provisions of the Companies Act. Any penalty or action taken by any regulatory authority in future for such non-compliance could impact the reputation and financial position of the Company to that extent.
- The restated consolidated financial statements have been provided by peer reviewed chartered accountants who is not statutory auditor of our Company.
- We do not own our registered office, Assembly unit and Sales & Service Support offices from where we carry out our business activities.
- We have experienced negative operating cash flows in the past. Any operating losses or negative cash flows in the future could adversely affect our results of operations and financial conditions
- Average cost of acquisition of Equity Shares held by the Individual Promoters are:

Sr. No.	Name of Promoter	No. of Shares held	Average Cost of Acquisition (in ₹)
1.	Ajay Chandrashekar Prabhu	84,06,960	0.01
2.	Preeti Ajay Prabhu	36,02,990	0.01

And the Issue Price at the upper end of the Price Band is Rs. 172 per Equity Share.

- The Price/ Earnings ratio based on Diluted EPS for Fiscal 2025 for the company at the upper end (₹172) of the Price Band is 12.83
- Weighted Average Return on Net worth for Fiscals 2025, 2024 and 2023 is 32.92%.

#### 2. Details of suitable ratios of the company and its peer group for the latest full financial year:

Name of Company	Current Market Price (₹)	Face Value	EPS		PE	RoNW (%)	Book Value (₹)	Total Income (₹ In lakhs)
			Basic/Diluted					
Adisoft Technologies Limited	[●]^	10	13.41	[●]^	32.71%	41.01	13,301.68	
<b>Peer Group</b>								
Patil Automation Limited	167.55	10	7.62	21.99	21.80%	34.96	12,204.45	

\*CMP of our Company is considered as Issue Price. ^to be included post finalization of the Issue Price.

#### Notes:

- Source-All the financial information for listed industry peer "Patil Automation Limited", mentioned above is sourced from the prospectus filed with stock exchange dated June 19, 2025 and from the Un-Audited Financial Results adopted and approved by the Board of Directors for the half year ended on September 30, 2025 as furnished on relevant stock exchange by the Company.
- Market Price for the listed peer mentioned above is sourced from stock exchange data dated April 17, 2026 to compute the corresponding financial ratios.
- Further, P/E Ratio is based on the current market price of the respective scrips available on NSE.
- The EPS, NAV, RoNW and Total Income of our Company are taken as per Restated Consolidated Financial Statement for the Financial Year 2024-25.
- NAV per share is computed as the closing net worth divided by the closing outstanding number of paid-up equity shares.
- P/E Ratio of the peer companies are based on the audited financial results of the company for the year ended March 31, 2025.
- RoNW has been computed as net profit after tax divided by closing net worth.
- Net worth has been computed in the manner as specified in Regulation 2(1) (hh) of SEBI (ICDR) Regulations, 2018.
- The face value of Equity Shares of our Company is ₹10/- per Equity Share and the Issue price is [●] times the face value of equity share.

#### 3. Weighted average return on net worth and return on net worth for the last 3 FYs:

As per restated financial statements:

Sr. No.	Period	RONW (%)	Weights
1.	Period ending March 31, 2025	32.71	3
2.	Period ending March 31, 2024	35.47	2
3.	Period ending March 31, 2023	28.43	1
	<b>Weighted Average</b>	<b>32.92</b>	<b>6</b>
4.	For the period ended October 31, 2025	7.13	

#### Note:

- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- The RoNW has been computed by dividing restated net profit after tax (excluding exceptional items) attributable to owners of parent company with restated Net worth as at the end of the year/period.
- Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

#### 4. Weighted average cost of acquisition of all the shares transacted in the three years, 18 months and one year preceding the date of the Red Herring Prospectus-

Period	Weighted Average Cost of Acquisition (in Rs.)	Cap Price (₹172) is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last one year, Last 18 months & Last 3 years	0.00	0.00	0-60

#### 5. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI:

##### a) The price per share of our Company based on the primary/ new issue of shares (equity/ convertible securities)

There has been no issuance of Equity Shares other than Equity Shares issued pursuant to a bonus issue on September 05, 2025 during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-offer capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

##### b) The price per share of our Company based on the secondary sale/ acquisition of shares (equity shares)

There have been no secondary sale/ acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts of shares), during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

##### c) Price per share based on the last five Primary Issuances or Secondary Transactions

Since there are no such transactions to report to under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/ Promoter Group entities or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below:

#### Primary Transaction:

Except as disclosed below, there have been no primary transactions in the 3 years preceding the date of the Red Herring Prospectus:

Date of Allotment	No. of Equity Shares allotted	Face Value (₹)	Issue Price (including Premium if applicable) (₹)	Nature of Consideration	Nature of Allotment	Total Consideration (Amount in Rs. Lakhs)
September 05, 2025	1,20,00,000	10	-	Other than Cash	Bonus Issue in the ratio of 1200:1	Nil

#### Secondary Transaction:

Except as disclosed below, there have been no secondary transactions by the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of our company are a party to the transaction, in the last 3 years preceding the date of the Red Herring Prospectus:

Date of Transfer	Name of Transferor	Name of Transferee	No. of Equity Share	Price per Equity Share	Nature of Transaction	Total Consideration (in ₹)
September 10, 2025	Ajay Chandrashekar Prabhu	Binitha Abraham	10	60	Share Transfer	600
		Shashikant Vinayakrao Magdum	10	60	Share Transfer	600
		Sunita Ramnath Sonawane	10	60	Share Transfer	600
		Hamsingh Abraham	10	60	Share Transfer	600
	Preeti Ajay Prabhu	Ajit Arun Salvi	10	60	Share Transfer	600

#### Weighted average cost of acquisition & Issue price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares of face value of Rs 10/-)	Floor price (i.e. ₹163)	Cap price (i.e. ₹172)
Weighted average cost of acquisition of primary / new issue	NA^	NA^	NA^
Weighted average cost of acquisition for secondary sale / acquisition.	NA^^	NA^^	NA^^
Weighted average cost of acquisition of primary issuances/ secondary transactions	NIL	NIL	NIL

#### Note:

^There were no primary/ new issue of shares (equity/ convertible securities) in last 18 months from the date of the Red Herring Prospectus.

^^There were no secondary transactions in last 18 months from the date of the Red Herring Prospectus.

The Issue Price shall be determined by our Company in consultation with the BRLM, on the basis of the demand from investor for the Equity Shares through Book Building Process.

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**ADDITIONAL INFORMATION FOR INVESTORS:**

1. Details of proposed /undertaken pre-Issue placements from the DRHP filing date - Our Company has not undertaken any Pre-IPO Placements from the DRHP filing date.
2. Transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the company by promoter(s) and promoter group(s) from the DRHP filing date: Not Applicable
3. Pre Issue Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company:

S. No.	Pre-Issue shareholding as at the date of Advertisement <sup>(1)</sup>			Post-Issue shareholding as at Allotment <sup>(2)</sup>			
	Shareholders	Number of Equity Shares (2)	Share holding (in %) (2)	At the lower end of the price band (₹163)		At the upper end of the price band (₹172)	
				Number of Equity Shares (2)	Share holding (in %) (2)	Number of Equity Shares (2)	Share holding (in %) (2)
<b>PROMOTER</b>							
1.	Ajay Chandrashekar Prabhu	84,06,960	69.99	84,06,960	51.52	84,06,960	51.52
2.	Preeti Ajay Prabhu	36,02,990	29.99	36,02,990	22.08	36,02,990	22.08
<b>PROMOTER GROUP<sup>(1)</sup></b>							
3.	NA	-	-	-	-	-	-
<b>ADDITIONAL TOP 10 SHAREHOLDERS</b>							
4.	Ajit Arun Salvi	10	Negligible	10	Negligible	10	Negligible
5.	Binita Abraham	10	Negligible	10	Negligible	10	Negligible
6.	Shashikant Vinayakrao Magdum	10	Negligible	10	Negligible	10	Negligible
7.	Sunita Ramnath Sonawane	10	Negligible	10	Negligible	10	Negligible
8.	Hamsingh Abraham	10	Negligible	10	Negligible	10	Negligible
<b>Total</b>		<b>1,20,10,000</b>	<b>100.00</b>	<b>1,20,10,000</b>	<b>73.60</b>	<b>1,20,10,000</b>	<b>73.60</b>

- Notes:
- 1) The Company does not have Promoter Group shareholder.
  - 2) Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of prospectus
  - 3) Based on the Issue price of ₹(●) and subject to finalization of the basis of allotment.

**BASIS FOR ISSUE PRICE**

The **"Basis of the Issue Price"** on page 91 of the Offer document has been updated with the above price band. Please refer to the website of the BRLM i.e. [www.hemsecurities.com](http://www.hemsecurities.com) for the **"Basis of the Issue Price"** updated with the above price band. (You may scan the QR code for accessing the website of Hem Securities Limited)

**INDICATIVE TIMELINE FOR THE ISSUE**

Our Company may in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations.

Sequence of Activities	Listing within T+3 days (T is Issue Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) – <b>Upto 4 pm on T Day.</b> Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc.) – <b>Upto 4 pm on T Day.</b> Electronic Applications (Syndicate Individual Bidders, Non-Institutional Applications) – <b>Upto 3 pm on T Day.</b>  Physical Applications (Bank ASBA) – <b>Upto 1 pm on T Day.</b> Physical Applications (Syndicate Individual Bidders, Non-Institutional Applications of QIBs and NIs) – <b>Upto 12 pm on T Day</b> and Syndicate members shall transfer such applications to banks <b>before 1 pm on T Day.</b>
Bid Modification	From Issue opening date up to <b>4 pm on T Day.</b>
Validation of bid details with depositories	From Issue opening date up to <b>5 pm on T Day.</b>
Reconciliation of UPI mandate transactions (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPs** – Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines.	On daily basis  Merchant Bankers to submit to SEBI, sought as and when.
UPI Mandate acceptance time	<b>T Day – 5 pm</b>
Issue Closure T day	<b>T Day – 4 pm</b> for Individual Investor, QIB, NII and other reserved categories
Third party check on UPI applications	On daily basis and to be completed before <b>9:30 AM on T+1 day</b>
Third party check on Non-UPI applications	On daily basis and to be completed before <b>1 pm on T+1 day</b>
Submission of final certificates: -For UPI from Sponsor Bank -For Bank ASBA, from all SCSBs -For syndicate ASBA UPI ASBA	<b>Before 09:30 pm on T+1 day</b> All SCSBs for Direct ASBA – <b>Before 07:30 pm on T Day</b> Syndicate ASBA - <b>Before 07:30 pm on T Day</b>
Finalization of rejections and completion of basis	<b>Before 6 pm on T+1 day.</b>
Approval of basis by Stock Exchange	<b>Before 9 pm on T+1 day</b>
Issuance of fund transfer instructions in separate files for debit and unblock. For Bank ASBA and Online ASBA – To all SCSBs For UPI ASBA – To Sponsor Bank	Intimation not later than <b>9:30 am on T+2 day.</b> Completion before <b>2 pm on T+2 day</b> for fund transfer; Completion before <b>4 pm on T+2 day</b> for unlocking
Corporate action execution for credit of shares	Initiation before <b>2 pm on T+2 day</b> Completion before <b>6 pm on T+2 day</b>
Filing of listing application with Stock Exchanges and issuance of trading notice	<b>Before 7:30 pm on T+2 day</b>
Publish allotment advertisement	On the website of Issuer, Merchant Banker and RTI - before <b>9 pm on T+2 day.</b> In newspapers - on <b>T+3 day but not later than T+4 day</b>
Trading starts T+3 day	<b>T+3 day</b>

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

Bid/Issue Period (except the Bid/ Issue Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time ("IST"))
Bid/ Issue Closing Date* (i.e. Monday April 27, 2026)	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For Individual Investors other than QIBs and Non-Institutional Investors	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non- Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Applications of QIBs and Non-Institutional Investors)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by Individual Investors, QIBs and Non-Institutional Investors categories #	Only between 10.00 a.m. on the Bid/Issue Opening Date and up to 4.00 p.m. IST on Bid/Issue Closing Date

\*UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date  
#Individual Investors, QIBs and Non-Institutional Investors can neither revise their bids downwards nor cancel/ withdraw their Bids. On the Bid/Issue Closing Date, the Bids shall be uploaded until: 4.00 p.m. IST in case of Bids by Individual Investors, QIBs and Non-Institutional Investors.

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

**HEM SECURITIES LIMITED**  
Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India.  
Tel. No.: +91-22-4906 0000  
Email: [ib@hemsecurities.com](mailto:ib@hemsecurities.com)  
Investor Grievance Email: [redressal@hemsecurities.com](mailto:redressal@hemsecurities.com)  
Website: [www.hemsecurities.com](http://www.hemsecurities.com)  
Contact Person: Ajay Jain  
SEBI Registration Number: INM000010981  
CIN: U67120RJ1995PLC010390

**REGISTRAR TO THE ISSUE**

**KFIN TECHNOLOGIES LIMITED**  
Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana  
Telephone: +91-40-67162222  
Email: [adisoft.ipo@kfintech.com](mailto:adisoft.ipo@kfintech.com)  
Investor Grievance Email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
Contact Person: M. Murali Krishna, Senior VP  
SEBI Registration No.: INR000000221  
CIN: L72400TG2017PLC117649

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Vaibhav Nandkumar Salunke**  
**ADISOFT TECHNOLOGIES LIMITED**  
Address: Prathamesh Complex & Trading Plot No. PAP- BG-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune - 411026, Maharashtra, India.; Telephone: +91 8208781102  
Email: [cs@adisoft.co.in](mailto:cs@adisoft.co.in); Website: [www.adisoft.co.in](http://www.adisoft.co.in); CIN: U31108PN2013PLC146157  
  
Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post-Issue related grievances including non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-receipt of refund orders or non- receipt of funds by electronic mode, etc. For all Issue related queries and for redressal of complaints investors may also write to the BRLMS.

**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 SEBI at <https://www.sebi.gov.in/>, website of the Company at [www.adisoft.co.in](http://www.adisoft.co.in), the website of the BRLM to the Issue at <https://www.hemsecurities.com/>, the website of NSE at [www.nseindia.com](http://www.nseindia.com) respectively.

**AVAILABILITY OF THE ABRIDGED PROSPECTUS:** A copy of the abridged prospectus shall be available on the website of the Company, BRLM and NSE at [www.adisoft.co.in](http://www.adisoft.co.in) <https://www.hemsecurities.com/> and [www.nseindia.com](http://www.nseindia.com), respectively.

**SYNDICATE MEMBER:** Hem Finlease Private Limited  
**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Adisoft Technologies Limited, Telephone: +91 8208781102; BRLM: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Finlease Private Limited, Telephone: +91-141-4051000 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 NSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

**BANKER TO THE OFFER/ ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** Axis Bank Limited.  
**UPI:** UPI 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.**

**Place:** Pune, Maharashtra  
**Date:** April 18, 2026.  
**On behalf of Board of Directors**  
**Adisoft Technologies Limited**  
Sd/-  
**Vaibhav Nandkumar Salunke**  
**Company Secretary and Compliance Officer**

**Disclaimer-** Adisoft Technologies 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 the Red Herring Prospectus dated April 18, 2026 has been filed with the Registrar of Companies, Pune, Maharashtra and thereafter with SEBI and the Stock Exchanges. The Red Herring Prospectus is available on the website of the SEBI at [www.sebi.gov.in/](http://www.sebi.gov.in/), website of NSE at [www.nseindia.com](http://www.nseindia.com), <https://www.hemsecurities.com/> and is available on the websites of the BRLM at [www.hemsecurities.com/](http://www.hemsecurities.com/). Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Red Herring Prospectus including the section titled **"Risk Factors"** beginning on page 25 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 issued 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 issues and sales are made. There will be no public issuing in the United States.

Event	Indicative Dates
Bid/ Issue Opening Date	Thursday, April 23, 2026
Bid/ Issue Closing Date	Monday, April 27, 2026
Finalization of Basis of Allotment with the Designated Stock Exchange (T+1)	Tuesday, April 28, 2026
Initiation of Allotment/ Refunds/ Unblocking of Funds from ASBA Account or UPI Id Linked Bank Account (T+2)	Wednesday, April 29, 2026
Credit of Equity Shares to Demat Accounts of Allottees (T+2)	Wednesday, April 29, 2026
Commencement of Trading of The Equity Shares on the Stock Exchange (T+3)	Thursday, April 30, 2026

**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 Individual investors and Non-Institutional investor applying for amount up to ₹5,00,000/- applying through Registered Brokers, DPs & RTAs. UPI Bidder also have the option to submit the Application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the Bank Account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CDDT notification dated February 13, 2020, issued by the CDDT and the subsequent press release, including press release dated June 25, 2021 and September 17, 2021 and CDDT circular no. 7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023 and any subsequent press releases in this regard.

ASBA has to be availed by all the investors except anchor investors. UPI may be availed by (i) Individual Investors Portion. (ii) Non-Institutional Investors with an application size of up to ₹5,00,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section **"Issue Procedure"** on page 267 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of Stock Exchanges and can be obtained from the list of banks that is displayed on the website of SEBI at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35> and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). UPI mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. Axis Bank Limited has been appointed as Sponsor Banks for the Issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For Issue related queries, please contact the BRLMs on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll-free number: 18001201740 and mail ID: [ipo.upi@npci.org.in](mailto:ipo.upi@npci.org.in).

In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional working days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 working Days. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the Book Running Lead Manager for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of one working Day, 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, shall be widely disseminated by notification to the Stock Exchange by issuing a press release and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Banks, as applicable.

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 (the "SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253(1) and 253(2) of the SEBI ICDR Regulations read with SEBI ICDR (Amendment) Regulations, 2025, 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 in consultation with the BRLMs may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). 40% of the Anchor Investor Portion shall be reserved for (i) 33.33 % for domestic Mutual Funds; and (ii) 6.67% for Life Insurance Companies and Pension Funds and subject to valid Bids being received from the domestic Mutual Funds and Life Insurance Companies and Pension Funds, as applicable, at or above the price at which allocation will be made to Anchor Investors ("Anchor Investor Allocation Price") in accordance with the SEBI ICDR Regulations and any under-subscription under (ii) may be allocated to domestic Mutual Funds. In the event of undersubscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("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, other than Anchor Investors, 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, the SEBI ICDR Regulations read with SEBI ICDR (Amendment) Regulations, 2025, states that not less than 35% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size. Not less than 15% of the Net Issue shall be available for allocation to Non-Institutional Investors of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than two lots and up to such lots as equivalent to not more than ₹10.00 Lakhs and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹10.00 Lakhs and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. Subject to the availability of shares in non-institutional investors' category, the allotment to each Non-Institutional Investor shall not be less than the minimum application size in Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI (ICDR) (Amendment) Regulations, 2025. All Potential Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilising 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. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, please refer to the chapter titled **"Issue Procedure"** on page 267 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 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 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. Investors must ensure that their PAN is linked with AADHAR and are in compliance with CDDT Notification dated February 13, 2020 and press release dated June 25, 2021.**

**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 148 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 307 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MOA:** The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.  
**AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** As on the date of Red Herring Prospectus, the Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of face value of Rs.10/- each. The issued, subscribed and paid-up share capital of the Company before the Issue Rs. 12,01,00,000/- (Rupees Twelve Crore One Lakh Only) divided into 1,20,10,000 (One Crore Twenty Lakhs Ten Thousand) Equity Shares of face value Rs.10/- each. For details of the Capital Structure, see **"Capital Structure"** on the page 69 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company, Ajay Chandrashekar Prabhu – 7,000 equity shares and Preeti Ajay Prabhu – 3,000 equity shares, aggregating to 10,000 Equity Shares of face value of Rs.10/- each. Details of the main objects of the company as contained in the Memorandum of Association, see **"History and Corporate Structure"** on page 148 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see **"Capital Structure"** on page 69 of the Red Herring Prospectus.

**LISTING:** The Equity Shares Issued through the Red Herring Prospectus are proposed to be listed on the SME Platform of National Stock Exchange Of India Limited ("NSE EMERGE"). Our Company has received an "In-principle" approval from the National Stock Exchange Of India Limited for the listing of the Equity Shares pursuant to letter dated December 03, 2025. For the purposes of the Issue, the Designated Stock Exchange shall be National Stock Exchange Of India Limited ("NSE EMERGE"). A signed copy of the Red Herring Prospectus has been filed and the Prospectus shall be filed with the RoC in accordance with Section 26 and Section 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date, see **"Material Contracts and Documents for Inspection"** beginning on page 307 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018. The Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the 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 248 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE") (THE DESIGNATED STOCK EXCHANGE):**  
"It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the "Disclaimer Clause of NSE."

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to **"Risk Factors"** on page 25 of the Red Herring Prospectus.

**TRACK RECORD OF BOOK RUNNING LEAD MANAGER:** The BRLM associated with the Issue has handled 64 Public Issues in the past three years, out of which 4 issue was closed below the Issue/ Issue Price on listing date

Name of BRLM	Total Issue		Issue closed below IPO Price on listing date
	Mainboard	SME	
Hem Securities Limited	2	62	4 (SME)

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# ADISOFT TECHNOLOGIES LIMITED

## THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

Our Company was originally incorporated as a private limited company under the name "Adisoft Technologies Private Limited" on February 04, 2013, under the provisions of the Companies Act, 1956, with the Registrar of Companies, bearing CIN: U31108PN2013PTC146157. Thereafter, our Company was converted into a public limited company pursuant to a special resolution passed by our shareholders at the Extraordinary General Meeting held on September 11, 2025. Consequently, the name of our Company was changed from "Adisoft Technologies Private Limited" to "Adisoft Technologies Limited", and a fresh certificate of incorporation reflecting the conversion to a public company was issued by the Registrar of Companies, Central Processing Centre, on September 17, 2025. Our Company's Corporate Identity Number is U31108PN2013PLC146157. For further details please refer to chapter titled "History and Corporate Structure" beginning on page 148 of the Red Herring Prospectus.

**Registered Office:** Prathamesh Complex & Trading, Plot No. PAP-BG-102, 103, 104 & 105, MIDC Chinchwad Industrial Area, Bhosari, Pune – 411026, Maharashtra, India

**Tel.:** +91 8208781102, **E-mail:** cs@adisoft.co.in, **Website:** www.adisoft.co.in

**CIN:** U31108PN2013PLC146157; **Contact Person:** Vaibhav Nandkumar Salunke, Company Secretary & Compliance Officer

### OUR PROMOTERS: AJAY CHANDRASHEKHAR PRABHU AND PRETI AJAY PRABHU

### THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 43,08,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF ADISOFT TECHNOLOGIES LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF (●) PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ (●) LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE FOR CASH, AGGREGATING ₹ (●) LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 40,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ (●) PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ (●) LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.40% AND 25.08% RESPECTIVELY OF THE POST- ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

\*Subject to finalization of Basis of Allotment.

### PRICE BAND: ₹163 TO ₹172 PER EQUITY SHARE OF FACE VALUE ₹10/- EACH

THE FLOOR PRICE (₹163) IS 16.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE (₹172) IS 17.2 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE (₹163) IS 12.16 TIMES AND AT THE CAP PRICE (₹172) IS 12.83 TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 1600 EQUITY SHARES AND IN MULTIPLES OF 800 EQUITY SHARES THEREAFTER

Weighted average return on net worth for the last three fiscal years should be read as 32.92%

The details of the Fresh Issue and the post-Issue market Capitalisation of the Company, each at the Floor Price (₹163) and the Cap Price (₹172), are given below:

Particular	At Floor price of ₹163 per equity share		At Cap price of ₹172 per equity share	
	Up to No of equity Shares of face value of Rs. 10/- each	Up to amount (Rs in Lakhs)	Up to No of equity Shares of face value of Rs. 10/- each	Up to amount (Rs in Lakhs)
Fresh Issue	43,08,000	7,022.04	43,08,000	7,409.76
Offer for Sale	-	-	-	-
<b>Total Issue Size</b>	<b>43,08,000</b>	<b>7,022.04</b>	<b>43,08,000</b>	<b>7,409.76</b>
Post-Issue Market Capitalization of the Company	1,63,18,000	26,598.34	1,63,18,000	28,066.96

## BID/ ISSUE PROGRAMME

**ANCHOR INVESTOR BIDDING DATE: WEDNESDAY, APRIL 22, 2026**

**BID/ ISSUE OPENS ON: THURSDAY, APRIL 23, 2026**

**BID/ ISSUE CLOSES ON: MONDAY, APRIL 27, 2026 ^**

^UPI mandate end time shall be at 05:00 p.m. on the Bid/Issue closing date.

### BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

We are an Industrial Digital Automation Solutions provider, engaged into the business of Designing, developing, procurement, assembling, testing, installation, commissioning & providing engineering services related to Automated assembly lines, Material handling machines, Robotic work cells (e.g., pick-and-place, sealing applications) and Special Purpose Machinery designed to address customer-specific operational requirements. Our services include application of digital technologies and control systems to automate industrial processes, by integrating the shop floor equipments and processes with the IT Layer, thereby, reducing or eliminating human intervention.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACT (REGULATION) RULES, 1957, AS AMENDED FROM TIME TO TIME (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE"). FOR THE PURPOSE OF THE ISSUE, THE DESIGNATED STOCK EXCHANGE WILL BE NATIONAL STOCK EXCHANGE OF INDIA LIMITED.

### ALLOCATION OF THE ISSUE

• QIB PORTION : NOT MORE THAN 50.00% OF THE NET ISSUE

• INDIVIDUAL PORTION : NOT LESS THAN 35.00% OF THE NET ISSUE

• NON-INSTITUTIONAL PORTION : NOT LESS THAN 15.00% OF THE NET ISSUE

• MARKET MAKER PORTION : UPTO 2,16,000 EQUITY SHARES OR 5.01% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN 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, potential investors should only refer to this pre-issue and price band advertisement for the issue and should not rely on any media articles/ reports in relation to the valuation of the company as these are not endorsed, published or confirmed either by the company or the Book Running Read Manager to the issue ("BRLM").

In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated April 15, 2026 the above provided price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Issue Price" section beginning on page 91 of the Red Herring Prospectus ("RHP") vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in "Basis for Issue Price" section beginning on page 91 of the Red Herring Prospectus and provided below in the advertisement.

### RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 25 of the Red Herring Prospectus.

#### 1. Risk to investors summary description of key risk factors based on materiality

- Our business is dependent on the sale of our services to certain key customers. The loss of any of these customers or loss of revenue from sales to these customers could have a material adverse effect on our business, financial condition, results of operations and cash flows.
- We depend significantly on the performance of automotive sector for sale of our automation solutions. Any adverse change in performance of automotive sector could adversely affect our business and profitability.
- Our Company is dependent on limited number of suppliers, within limited geographical locations for procurement of raw materials. Any delay, interruption or reduction in the supply of raw materials required for our products may adversely affect our business, results of operations, cash flows and financial condition.
- The industry where our Company operates is a highly skilled and technical employee intensive industry and our success depends largely upon its skilled professionals and its ability to attract and retain these personnel.
- We are subject to strict quality requirements and any failure to comply with quality standards may lead to cancellation of existing and future orders, product recalls, product liability, warranty claims and other disputes and claims.
- If there are delays in setting up the Proposed factory unit or if the costs of setting up and the possible time or cost overruns related to the Proposed factory unit or the purchase of furniture, fixtures and laptops for the Proposed factory unit are higher than expected, it could have a material adverse effect on our financial condition, results of operations and growth prospects.
- Our Company has not adequately complied with some of the provisions of the Companies Act, 2013. There are certain discrepancies/errors noticed in some of our corporate records and forms filed with the Registrar of Companies and other provisions of the Companies Act. Any penalty or action taken by any regulatory authority in future for such non-compliance could impact the reputation and financial position of the Company to that extent.
- The restated consolidated financial statements have been provided by peer reviewed chartered accountants who is not statutory auditor of our Company.
- We do not own our registered office, Assembly unit and Sales & Service Support offices from where we carry out our business activities.
- We have experienced negative operating cash flows in the past. Any operating losses or negative cash flows in the future could adversely affect our results of operations and financial conditions
- Average cost of acquisition of Equity Shares held by the Individual Promoters are:

Sr. No.	Name of Promoter	No. of Shares held	Average Cost of Acquisition (in ₹)
1.	Ajay Chandrashekhhar Prabhu	84,06,960	0.01
2.	Preeti Ajay Prabhu	36,02,990	0.01

And the Issue Price at the upper end of the Price Band is Rs. 172 per Equity Share.

- The Price/ Earnings ratio based on Diluted EPS for Fiscal 2025 for the company at the upper end (₹172) of the Price Band is 12.83
- Weighted Average Return on Net worth for Fiscals 2025, 2024 and 2023 is 32.92%.

#### 2. Details of suitable ratios of the company and its peer group for the latest full financial year:

Name of Company	Current Market Price (₹)	Face Value	EPS		PE	RoNW (%)	Book Value (₹)	Total Income (₹ in lakhs)
			Basic/Diluted					
Adisoft Technologies Limited	(●)*	10	13.41	(●)^	32.71%	41.01	13,301.68	
<b>Peer Group</b>								
Patil Automation Limited	167.55	10	7.62	21.99	21.80%	34.96	12,204.45	

\*CMP of our Company is considered as Issue Price. ^to be included post finalization of the Issue Price.

- Notes:
- Source-All the financial information for listed industry peer "Patil Automation Limited", mentioned above is sourced from the prospectus filed with stock exchange dated June 19, 2025 and from the Un-Audited Financial Results adopted and approved by the Board of Directors for the half year ended on September 30, 2025 as furnished on relevant stock exchange by the Company.
  - Market Price for the listed peer mentioned above is sourced from stock exchange data dated April 17, 2026 to compute the corresponding financial ratios.
  - Further, P/E Ratio is based on the current market price of the respective scrips available on NSE.
  - The EPS, NAV, RoNW and Total Income of our Company are taken as per Restated Consolidated Financial Statement for the Financial Year 2024-25.
  - NAV per share is computed as the closing net worth divided by the closing outstanding number of paid-up equity shares.
  - P/E Ratio of the peer companies are based on the audited financial results of the company for the year ended March 31, 2025.
  - RoNW has been computed as net profit after tax divided by closing net worth.
  - Net worth has been computed in the manner as specified in Regulation 2(1) (hh) of SEBI (ICDR) Regulations, 2018.
  - The face value of Equity Shares of our Company is ₹10/- per Equity Share and the Issue price is (●) times the face value of equity share.

#### 3. Weighted average return on net worth and return on net worth for the last 3 FYs:

As per restated financial statements:

Sr. No.	Period	RONW (%)	Weights
1.	Period ending March 31, 2025	32.71	3
2.	Period ending March 31, 2024	35.47	2
3.	Period ending March 31, 2023	28.43	1
	<b>Weighted Average</b>	<b>32.92</b>	<b>6</b>
4.	For the period ended October 31, 2025	7.13	

#### Note:

- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- The RoNW has been computed by dividing restated net profit after tax (excluding exceptional items) attributable to owners of parent company with restated Net worth as at the end of the year/period.
- Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

#### 4. Weighted average cost of acquisition of all the shares transacted in the three years, 18 months and one year preceding the date of the Red Herring Prospectus-

Period	Weighted Average Cost of Acquisition (in Rs.)	Cap Price (₹172) is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in Rs.)
Last one year, Last 18 months & Last 3 years	0.00	0.00	0-60

#### 5. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI:

##### a) The price per share of our Company based on the primary/ new issue of shares (equity/ convertible securities)

There has been no issuance of Equity Shares other than Equity Shares issued pursuant to a bonus issue on September 05, 2025 during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-offer capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.

##### b) The price per share of our Company based on the secondary sale/ acquisition of shares (equity shares)

There have been no secondary sale/ acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts of shares), during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

##### c) Price per share based on the last five Primary Issuances or Secondary Transactions

Since there are no such transactions to report to under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/ Promoter Group entities or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below:

#### Primary Transaction:

Except as disclosed below, there have been no primary transactions in the 3 years preceding the date of the Red Herring Prospectus:

Date of Allotment	No. of Equity Shares allotted	Face Value (₹)	Issue Price (including Premium if applicable (₹))	Nature of Consideration	Nature of Allotment	Total Consideration (Amount in Rs. Lakhs)
September 05, 2025	1,20,00,000	10	-	Other than Cash	Bonus Issue in the ratio of 1200:1	Nil

#### Secondary Transaction:

Except as disclosed below, there have been no secondary transactions by the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of our company are a party to the transaction, in the last 3 years preceding the date of the Red Herring Prospectus:

Date of Transfer	Name of Transferor	Name of Transferee	No. of Equity Share	Price per Equity Share	Nature of Transaction	Total Consideration (in ₹)
September 10, 2025	Ajay Chandrashekhhar Prabhu	Binitha Abraham	10	60	Share Transfer	600
		Shashikant Vinayakrao Magdum	10	60	Share Transfer	600
		Sunita Ramnath Sonawane	10	60	Share Transfer	600
		Hamsingh Abraham	10	60	Share Transfer	600
	Preeti Ajay Prabhu	Ajit Arun Salvi	10	60	Share Transfer	600

#### Weighted average cost of acquisition & Issue price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares of face value of Rs 10/-)	Floor price (i.e. ₹163)	Cap price (i.e. ₹172)
Weighted average cost of acquisition of primary / new issue	NA^	NA^	NA^
Weighted average cost of acquisition for secondary sale / acquisition.	NA^^	NA^^	NA^^
Weighted average cost of acquisition of primary issuances/ secondary transactions	NIL	NIL	NIL

#### Note:

^There were no primary/ new issue of shares (equity/ convertible securities) in last 18 months from the date of the Red Herring Prospectus.

^^There were no secondary transactions in last 18 months from the date of the Red Herring Prospectus.

The Issue Price shall be determined by our Company in consultation with the BRLM, on the basis of the demand from investor for the Equity Shares through Book Building Process.

Continued from previous page

**ADDITIONAL INFORMATION FOR INVESTORS:**

- Details of proposed/undertaken pre-Issue placements from the DRHP filing date - Our Company has not undertaken any Pre-IPO Placements from the DRHP filing date.
- Transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the company by promoter(s) and promoter group(s) from the DRHP filing date: **Not Applicable**
- Pre Issue Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company:

S. No.	Pre-Issue shareholding as at the date of Advertisement <sup>(2)</sup>			Post-Issue shareholding as at Allotment <sup>(3)</sup>			
	Shareholders	Number of Equity Shares (2)	Share holding (in % (2))	At the lower end of the price band (₹163)		At the upper end of the price band (₹172)	
				Number of Equity Shares (2)	Share holding (in % (2))	Number of Equity Shares (2)	Share holding (in % (2))
<b>PROMOTER</b>							
1.	Ajay Chandrashekhar Prabhu	84,06,960	69.99	84,06,960	51.52	84,06,960	51.52
2.	Preeti Ajay Prabhu	36,02,990	29.99	36,02,990	22.08	36,02,990	22.08
<b>PROMOTER GROUP<sup>(1)</sup></b>							
3.	NA	-	-	-	-	-	-
<b>ADDITIONAL TOP 10 SHAREHOLDERS</b>							
4.	Ajit Arun Salvi	10	Negligible	10	Negligible	10	Negligible
5.	Binitha Abraham	10	Negligible	10	Negligible	10	Negligible
6.	Shashikant Vinayakrao Magdum	10	Negligible	10	Negligible	10	Negligible
7.	Sunita Ramnath Sonawane	10	Negligible	10	Negligible	10	Negligible
8.	Hamsingh Abraham	10	Negligible	10	Negligible	10	Negligible
<b>Total</b>		<b>1,20,10,000</b>	<b>100.00</b>	<b>1,20,10,000</b>	<b>73.60</b>	<b>1,20,10,000</b>	<b>73.60</b>

- Notes:
- The Company does not have Promoter Group shareholder.
  - Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of prospectus
  - Based on the Issue price of ₹ [●] and subject to finalization of the basis of allotment.

### BASIS FOR ISSUE PRICE

The **"Basis of the Issue Price"** on page 91 of the Offer document has been updated with the above price band. Please refer to the website of the BRLM i.e. [www.hemsecurities.com](http://www.hemsecurities.com) for the **"Basis of the Issue Price"** updated with the above price band. (You may scan the QR code for accessing the website of Hem Securities Limited)

**INDICATIVE TIMELINE FOR THE ISSUE**

Our Company may in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations.

Sequence of Activities	Listing within T+3 days (T is Issue Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) – <b>Upto 4 pm on T Day</b> . Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc.) – <b>Upto 4 pm on T Day</b> . Electronic Applications (Syndicate Individual Bidders, Non-Institutional Applications) – <b>Upto 3 pm on T Day</b> .  Physical Applications (Bank ASBA) – <b>Upto 1 pm on T Day</b> . Physical Applications (Syndicate Individual Bidders, Non-Institutional Applications of QIBs and NIIs) – <b>Upto 12 pm on T Day</b> and Syndicate members shall transfer such applications to banks <b>before 1 pm on T Day</b> .
Bid Modification	From Issue opening date up to <b>4 pm on T Day</b> .
Validation of bid details with depositories	From Issue opening date up to <b>5 pm on T Day</b> .
Reconciliation of UPI mandate transactions (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSPs/TPAPs** – Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines.	On daily basis  Merchant Bankers to submit to SEBI, sought as and when.
UPI Mandate acceptance time	<b>T Day – 5 pm</b>
Issue Closure T day	<b>T Day – 4 pm</b> for Individual Investor, QIB, NII and other reserved categories
Third party check on UPI applications	On daily basis and to be completed before <b>9:30 AM on T+1 day</b>
Third party check on Non-UPI applications	On daily basis and to be completed before <b>1 pm on T+1 day</b>
Submission of final certificates: -For UPI from Sponsor Bank -For Bank ASBA, from all SCSBs -For syndicate ASBA UPI ASBA	<b>Before 09:30 pm on T+1 day</b> All SCSBs for Direct ASBA – <b>Before 07:30 pm on T Day</b> Syndicate ASBA – <b>Before 07:30 pm on T Day</b>
Finalization of rejections and completion of basis	<b>Before 6 pm on T+1 day</b> .
Approval of basis by Stock Exchange	<b>Before 9 pm on T+1 day</b>
Issuance of fund transfer instructions in separate files for debit and unblock. For Bank ASBA and Online ASBA – To all SCSBs For UPI ASBA – To Sponsor Bank	Intimation not later than <b>9:30 am on T+2 day</b> . Completion before <b>2 pm on T+2 day</b> for fund transfer; Completion before <b>4 pm on T+2 day</b> for unlocking
Corporate action execution for credit of shares	Initiation before <b>2 pm on T+2 day</b> Completion before <b>6 pm on T+2 day</b>
Filing of listing application with Stock Exchanges and issuance of trading notice	<b>Before 7:30 pm on T+2 day</b>
Publish allotment advertisement	On the website of Issuer, Merchant Banker and RTI - before <b>9 pm on T+2 day</b> . In newspapers - on <b>T+3 day but not later than T+4 day</b>
Trading starts T+3 day	<b>T+3 day</b>

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

Bid/Issue Period (except the Bid/ Issue Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time ("IST"))
Bid/ Issue Closing Date* (i.e. Monday April 27, 2026)	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For Individual Investors other than QIBs and Non-Institutional Investors	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non- Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Applications of QIBs and Non-Institutional Investors)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by Individual Investors, QIBs and Non-Institutional Investors categories #	Only between 10.00 a.m. on the Bid/Issue Opening Date and up to 4.00 p.m. IST on Bid/Issue Closing Date

\*UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date  
#Individual Investors, QIBs and Non-Institutional Investors can neither revise their bids downwards nor cancel/ withdraw their Bids. On the Bid/Issue Closing Date, the Bids shall be uploaded until: 4.00 p.m. IST in case of Bids by Individual Investors, QIBs and Non-Institutional Investors.

Event	Indicative Dates
Bid/ Issue Opening Date	Thursday, April 23, 2026
Bid/ Issue Closing Date	Monday, April 27, 2026
Finalization of Basis of Allotment with the Designated Stock Exchange (T+1)	Tuesday, April 28, 2026
Initiation of Allotment/ Refunds/ Unblocking of Funds from ASBA Account or UPI Id Linked Bank Account (T+2)	Wednesday, April 29, 2026
Credit of Equity Shares to Demat Accounts of Allottees (T+2)	Wednesday, April 29, 2026
Commencement of Trading of The Equity Shares on the Stock Exchange (T+3)	Thursday, April 30, 2026

## 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 Individual investors and Non-Institutional investor applying for amount up to ₹5,00,000/- applying through Registered Brokers, DPs & RTAs. UPI Bidder also have the option to submit the Application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the Bank Account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020, issued by the CBDT and the subsequent press release, including press release dated June 25, 2021 and September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023 and any subsequent press releases in this regard.

ASBA has to be availed by all the investors except anchor investors. UPI may be availed by (i) Individual Investors Portion. (ii) Non-Institutional Investors with an application size of up to ₹5,00,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section **"Issue Procedure"** on page 267 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Bankers of India ("AIBI") and Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of Stock Exchanges and can be obtained from the list of banks that is displayed on the website of SEBI at <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35> and <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43>, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). UPI mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. Axis Bank Limited has been appointed as Sponsor Banks for the Issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For Issue related queries, please contact the BRLMs on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll-free number: 18001201740 and mail Id: ipo.upi@npci.org.in.

In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional working days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 working Days. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the Book Running Lead Manager for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of one working Day, 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, shall be widely disseminated by notification to the Stock Exchange by issuing a press release and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Banks, as applicable.

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 (the "SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253(1) and 253(2) of the SEBI ICDR Regulations read with SEBI ICDR (Amendment) Regulations, 2025, 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 in consultation with the BRLMs may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). 40% of the Anchor Investor Portion shall be reserved for (i) 33.33 % for domestic Mutual Funds; and (ii) 6.67% for Life Insurance Companies and Pension Funds and subject to valid Bids being received from the domestic Mutual Funds and Life Insurance Companies and Pension Funds, as applicable, at or above the price at which allocation will be made to Anchor Investors ("Anchor Investor Allocation Price") in accordance with the SEBI ICDR Regulations and any under-subscription under (ii) may be allocated to domestic Mutual Funds. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("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, other than Anchor Investors, 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, the SEBI ICDR Regulations read with SEBI ICDR (Amendment) Regulations, 2025, states that not less than 35% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size. Not less than 15% of the Net Issue shall be available for allocation to Non-Institutional Investors of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than two lots and up to such lots as equivalent to not more than ₹10.00 Lakhs and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹10.00 Lakhs and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. Subject to the availability of shares in non-institutional investors' category, the allotment to each Non-Institutional Investors shall not be less than the minimum application size in Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI (ICDR) (Amendment) Regulations, 2025. All Potential Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilising 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. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, please refer to the chapter titled **"Issue Procedure"** on page 267 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 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. Investors must ensure that their PAN is linked with AADHAR and are in compliance with CBDT Notification dated February 13, 2020 and press release dated June 25, 2021.**

**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 148 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 307 of the Red Herring Prospectus.

**LIABILITY OF MEMBERS AS PER MOA:** The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them. **AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE:** As on the date of Red Herring Prospectus, the Authorized share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of face value of Rs.10/- each. The issued, subscribed and paid-up share capital of the Company before the Issue Rs. 12,01,00,000/- (Rupees Twelve Crore One Lakh Only) divided into 1,20,10,000 (One Crore Twenty Lakhs Ten Thousand) Equity Shares of face value Rs.10/- each. For details of the Capital Structure, see **"Capital Structure"** on the page 69 of the Red Herring Prospectus.

**NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM:** Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association of our Company, Ajay Chandrashekhar Prabhu – 7,000 equity shares and Preeti Ajay Prabhu – 3,000 equity shares, aggregating to 10,000 Equity Shares of face value of Rs.10/- each. Details of the main objects of the Company as contained in the Memorandum of Association, see **"History and Corporate Structure"** on page 148 of the Red Herring Prospectus. For details of the share capital and capital structure of the Company see **"Capital Structure"** on page 69 of the Red Herring Prospectus.

**LISTING:** The Equity Shares Issued through the Red Herring Prospectus are proposed to be listed on the SME Platform of National Stock Exchange Of India Limited ("NSE EMERGE"). Our Company has received an "In-principle" approval from the National Stock Exchange Of India Limited for the listing of the Equity Shares pursuant to letter dated December 03, 2025. For the purposes of the Issue, the Designated Stock Exchange shall be National Stock Exchange Of India Limited ("NSE EMERGE"). A signed copy of the Red Herring Prospectus has been filed and the Prospectus shall be filed with the RoC in accordance with Section 26 and Section 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date, see **"Material Contracts and Documents for Inspection"** beginning on page 307 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI"):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018. The Red Herring Prospectus has been filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the 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 248 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE") (THE DESIGNATED STOCK EXCHANGE):** "It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the "Disclaimer Clause of NSE".

**GENERAL RISK:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and this Issue, including the risks involved. The Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to **"Risk Factors"** on page 25 of the Red Herring Prospectus.

**TRACK RECORD OF BOOK RUNNING LEAD MANAGER:** The BRLM associated with the Issue has handled 64 Public Issues in the past three years, out of which 4 issue was closed below the Issue/ Issue Price on listing date

Name of BRLM	Total Issue		Issue closed below IPO Price on listing date
	Mainboard	SME	
Hem Securities Limited	2	62	4 (SME)

<h2 style="margin: 0;">BOOK RUNNING LEAD MANAGER TO THE ISSUE</h2> <p><b>HEM SECURITIES LIMITED</b> Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India. Tel. No.: +91- 22- 4906 0000 Email: <a href="mailto:ib@hemsecurities.com">ib@hemsecurities.com</a> Investor Grievance Email: <a href="mailto:redressal@hemsecurities.com">redressal@hemsecurities.com</a> Website: <a href="http://www.hemsecurities.com">www.hemsecurities.com</a> Contact Person: Ajay Jain SEBI Registration Number: INM000010981 CIN: U67120RJ1995PLC010390</p>	<h2 style="margin: 0;">REGISTRAR TO THE ISSUE</h2> <p><b>KFIN TECHNOLOGIES LIMITED</b> Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana Telephone: +91-40-67162222, Email: <a href="mailto:adisoft.ipo@kfintech.com">adisoft.ipo@kfintech.com</a> Investor Grievance Email: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> Contact Person: M. Murali Krishna, Senior VP SEBI Registration No.: INR000002221 CIN: L72400TG2017PLC117649</p>	<h2 style="margin: 0;">COMPANY SECRETARY AND COMPLIANCE OFFICER</h2> <p><b>Vaibhav Nandkumar Salunke</b> <b>ADISOFT TECHNOLOGIES LIMITED</b> Address: Prathamesh Complex &amp; Trading Plot No. PAP- BG-102, 103, 104 &amp; 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E., Pune - 411026, Maharashtra, India.; Telephone: +91 8208781102 Email: <a href="mailto:cs@adisoft.co.in">cs@adisoft.co.in</a>; Website: <a href="http://www.adisoft.co.in">www.adisoft.co.in</a>; CIN: U31108PN2013PLC146157 Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post-Issue related grievances including non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-receipt of refund orders or non- receipt of funds by electronic mode, etc. For all Issue related queries and for redressal of complaints investors may also write to the BRLMs.</p>
<p><b>AVAILABILITY OF RED HERRING PROSPECTUS:</b> 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 SEBI at <a href="https://www.sebi.gov.in/">https://www.sebi.gov.in/</a>, website of the Company at <a href="http://www.adisoft.co.in">www.adisoft.co.in</a>, the website of the BRLM to the Issue at <a href="https://www.hemsecurities.com/">https://www.hemsecurities.com/</a>, the website of NSE at <a href="http://www.nseindia.com">www.nseindia.com</a> respectively.</p> <p><b>AVAILABILITY OF THE ABRIDGED PROSPECTUS:</b> A copy of the abridged prospectus shall be available on the website of the Company, BRLM and NSE at <a href="http://www.adisoft.co.in">www.adisoft.co.in</a> <a href="https://www.hemsecurities.com/">https://www.hemsecurities.com/</a> and <a href="http://www.nseindia.com">www.nseindia.com</a>, respectively.</p> <p><b>SYNDICATE MEMBER:</b> Hem Finlease Private Limited</p> <p><b>AVAILABILITY OF BID-CUM-APPLICATION FORMS:</b> Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Adisoft Technologies Limited, Telephone: +91 8208781102; BRLM: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Finlease Private Limited, Telephone: +91-141-4051000 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 NSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.</p> <p><b>BANKER TO THE OFFER/ ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:</b> Axis Bank Limited.</p> <p><b>UPI:</b> UPI Bidders can also Bid through UPI Mechanism.</p> <p><b>All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.</b></p>		
<p>On behalf of Board of Directors Adisoft Technologies Limited Sd/- Vaibhav Nandkumar Salunke Company Secretary and Compliance Officer</p>		
<p>Place: Pune, Maharashtra Date: April 18, 2026.</p>		
<p><b>Disclaimer-</b> Adisoft Technologies 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 the Red Herring Prospectus dated April 18, 2026 has been filed with the Registrar of Companies, Pune, Maharashtra and thereafter with SEBI and the Stock Exchanges. The Red Herring Prospectus is available on the website of the SEBI at <a href="https://www.sebi.gov.in/">www.sebi.gov.in/</a>, website of NSE at <a href="https://www.nseindia.com/companies-listing/corporate-filings-offer-documents">https://www.nseindia.com/companies-listing/corporate-filings-offer-documents</a> and is available on the websites of the BRLM at <a href="http://www.hemsecurities.com/">www.hemsecurities.com/</a>. 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 Red Herring Prospectus including the section titled <b>"Risk Factors"</b> beginning on page 25 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 <b>"Securities Act"</b>) 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 issued 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 issues and sales are made. There will be no public Issuing in the United States.</p>		

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



# ADISOFT TECHNOLOGIES LIMITED

## THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

Our Company was originally incorporated as a private limited company under the name "Adisoft Technologies Private Limited" on February 04, 2013, under the provisions of the Companies Act, 1956, with the Registrar of Companies, bearing CIN: U31108PN2013PLC146157. Thereafter, our Company was converted into a public limited company pursuant to a special resolution passed by our shareholders at the Extraordinary General Meeting held on September 11, 2025. Consequently, the name of our Company was changed from "Adisoft Technologies Private Limited" to "Adisoft Technologies Limited" and a fresh certificate of incorporation reflecting the conversion to a public company was issued by the Registrar of Companies, Central Processing Centre, on September 11, 2025. Our Company's Corporate Identity Number is U31108PN2013PLC146157. For further details please refer to chapter titled "History and Corporate Structure" beginning on page 148 of the Red Herring Prospectus.

Registered Office: Prathamesh Complex & Trading, Plot No. PXP-BG-102, 103, 104 & 105, MIDC Chinchwad Industrial Area, Bhosari, Pune - 411026, Maharashtra, India

Tel.: +91 8208781102, E-mail: cs@adisoft.com, Website: www.adisoft.com

CIN: U31108PN2013PLC146157, Contact Person: Vaibhav Nandkumar Salunke, Company Secretary & Compliance Officer

**OUR PROMOTERS: AJAY CHANDRASHEKHAR PRABHU AND PREETI AJAY PRABHU**

### THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 43,08,000 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH (THE "EQUITY SHARES") OF ADISOFT TECHNOLOGIES LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹ 163 PER EQUITY SHARE (INCLUDING SHARE PREMIUM OF ₹ 10 PER EQUITY SHARE) FOR CASH, AGGREGATING UP TO ₹ 7,022.04 LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 10 PER EQUITY SHARE FOR CASH, AGGREGATING ₹ 2,160 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 40,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH, AT AN ISSUE PRICE OF ₹ 163 PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹ 6,806.04 LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 26.40% AND 25.08% RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

\*Subject to finalization of Basis of Allotment.

**PRICE BAND: ₹163 TO ₹172 PER EQUITY SHARE OF FACE VALUE ₹10/- EACH**

THE FLOOR PRICE (₹163) IS 16.3 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE (₹172) IS 17.2 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE (₹163) IS 12.16 TIMES AND AT THE CAP PRICE (₹172) IS 12.83 TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 1600 EQUITY SHARES AND IN MULTIPLES OF 800 EQUITY SHARES THEREAFTER

Weighted average return on net worth for the last three fiscal years should be read as 32.92%

The details of the Fresh Issue and the post-Issue market Capitalization of the Company, each at the Floor Price (₹163) and the Cap Price (₹172), are given below:

Particular	At Floor price of ₹163 per equity share		At Cap price of ₹172 per equity share	
	Up to No of equity Shares of face value of ₹ 10/- each	Up to amount (Rs in Lakhs)	Up to No of equity Shares of face value of ₹ 10/- each	Up to amount (Rs in Lakhs)
Fresh Issue	43,08,000	7,022.04	43,08,000	7,409.76
Offer for Sale	-	-	-	-
Total Issue Size	43,08,000	7,022.04	43,08,000	7,409.76
Post-Issue Market Capitalization of the Company	1,63,18,000	26,598.34	1,63,18,000	28,066.96

## BID/ISSUE PROGRAMME

**ANCHOR INVESTOR BIDDING DATE: WEDNESDAY, APRIL 22, 2026**

**BID/ISSUE OPENS ON: THURSDAY, APRIL 23, 2026**

**BID/ISSUE CLOSES ON: MONDAY, APRIL 27, 2026 ^**

\*UPI mandate end time shall be at 05:00 p.m. on the Bid/Issue closing date.

### BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

We are an Industrial Digital Automation Solutions provider, engaged into the business of Designing, developing, procurement, assembling, testing, installation, commissioning & providing engineering services related to Automated assembly lines, Material handling machines, Robotic work cells (e.g., pick-and-place, sealing applications) and Special Purpose Machinery designed to address customer-specific operational requirements. Our services include application of digital technologies and control systems to automate industrial processes, by integrating the shop floor equipments and processes with the IT Layer, thereby, reducing or eliminating human intervention.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACT (REGULATION) RULES, 1957, AS AMENDED FROM TIME TO TIME (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE")

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE EMERGE"). FOR THE PURPOSE OF THE ISSUE, THE DESIGNATED STOCK EXCHANGE WILL BE NATIONAL STOCK EXCHANGE OF INDIA LIMITED.

### ALLOCATION OF THE ISSUE

- QIB PORTION : NOT MORE THAN 50.00% OF THE NET ISSUE
- NON-INSTITUTIONAL PORTION : NOT LESS THAN 15.00% OF THE NET ISSUE
- INDIVIDUAL PORTION : NOT LESS THAN 35.00% OF THE NET ISSUE
- MARKET MAKER PORTION : UPTO 2,16,000 EQUITY SHARES OR 5.01% OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY 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, potential investors should only refer to this pre-issue and price band advertisement for the issue and should not rely on any media articles/ reports in relation to the valuation of the company as these are not endorsed, published or confirmed either by the company or the Book Running Manager to the issue ("BRLM").

In accordance with the recommendation of the independent Directors of our Company, pursuant to their resolution dated April 15, 2026 the above proposed price band is justified based on quantitative factors/ KPIs disclosed in the "Basis for Issue Price" section beginning on page 91 of the Red Herring Prospectus ("RHP") vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in "Basis for Issue Price" section beginning on page 91 of the Red Herring Prospectus and provided below in the advertisement.

### RISKS TO INVESTORS

For details refer to section titled "Risk Factors" on page 25 of the Red Herring Prospectus.

- Risk to investors summary description of key risk factors based on materiality**
  - Our business is dependent on the sale of our services to certain key customers. The loss of any of these customers or loss of revenue from sales to these customers could have a material adverse effect on our business, financial condition, results of operations and cash flows.
  - We depend significantly on the performance of automotive sector for sale of our automation solutions. Any adverse change in performance of automotive sector could adversely affect our business and profitability.
  - Our Company is dependent on limited number of suppliers, within limited geographical locations for procurement of raw materials. Any delay, interruption or reduction in the supply of raw materials required for our products may adversely affect our business, results of operations, cash flows and financial condition.
  - The industry where our Company operates is a highly skilled and technical employee intensive industry and our success depends largely upon its skilled professionals and its ability to attract and retain these personnel.
  - We are subject to strict quality requirements and any failure to comply with quality standards may lead to cancellation of existing and future orders, product recalls, product liability, warranty claims and other disputes and claims.
  - If there are delays in setting up the Proposed factory unit or if the costs of setting up and the possible time or cost overruns relating to the Proposed factory unit or the purchase of furniture, fixtures and logistics for the Proposed factory unit are higher than expected, it could have a material adverse effect on our financial condition, results of operations and growth prospects.
  - Our Company has not adequately complied with some of the provisions of the Companies Act, 2013. There are certain discrepancies/errors noticed in some of our corporate records and forms filed with the Registrar of Companies and other provisions of the Companies Act. Any penalty or action taken by any regulatory authority in future for such non-compliance could impact the reputation and financial position of the Company to that extent.
  - The restated consolidated financial statements have been provided by peer reviewed chartered accountants who is not statutory auditor of our Company.
  - We do not own our registered office, Assembly unit and Sales & Service Support offices from where we carry out our business activities.
  - We have experienced negative operating cash flows in the past. Any operating losses or negative cash flows in the future could adversely affect our results of operations and financial conditions.
  - Average cost of acquisition of Equity Shares held by the Individual Promoters are:

Sr. No.	Name of Promoter	No. of Shares held	Average Cost of Acquisition (in ₹)
1.	Ajay Chandrashekhkar Prabhu	84,06,960	0.01
2.	Preeti Ajay Prabhu	36,02,990	0.01

- And the Issue Price at the upper end of the Price Band is Rs. 172 per Equity Share.
- The Price/ Earnings ratio based on Diluted EPS for Fiscal 2025 for the Company at the upper end (₹172) of the Price Band is 12.83
- Weighted Average Return on Net worth for Fiscals 2025, 2024 and 2023 is 32.92%.

**2. Details of suitable ratios of the company and its peer group for the latest full financial year:**

Name of Company	Current Market Price (₹)	Face Value	EPS Basic/Diluted	PE	RoNW (%)	Book Value (₹)	Total Income (₹ in lakhs)
Adisoft Technologies Limited	167.55	10	13.41	12.46	32.71%	41.01	13,301.68
Peer Group							
Patil Automation Limited	167.55	10	7.62	21.99	21.80%	34.96	12,204.45

- \*CMP of our Company is considered as Issue Price. ^to be included post finalization of the Issue Price.
- Source-All the financial information for listed industry peer "Patil Automation Limited", mentioned above is sourced from the prospectus filed with stock exchange dated June 19, 2025 and from the Un-Audited Financial Results adopted and approved by the Board of Directors for the half year ended on September 30, 2025 as furnished on relevant stock exchange by the Company.
  - Market Price for the listed peer mentioned above is sourced from stock exchange data dated April 17, 2026 to compute the corresponding financial ratios.
  - Further, P/E Ratio is based on the current market price of the respective scrips available on NSE.
  - The EPS, NAV, RoNW and Total Income of our Company are taken as per Restated Consolidated Financial Statement for the Financial Year 2024-25.
  - NAV per share is computed as the closing net worth divided by the closing outstanding number of paid-up equity shares.
  - P/E Ratio of the peer companies are based on the audited financial results of the company for the year ended March 31, 2025.
  - RoNW has been computed as net profit after tax divided by closing net worth.
  - Weighted average return on net worth is computed in the manner as specified in Regulation 21(iii) of SEBI (ICDR) Regulations, 2018.
  - The face value of Equity Shares of our Company is ₹10/- per Equity Share and the Issue price is ₹163/- times the face value of equity share.

**3. Weighted average return on net worth and return on net worth for the last 3 FYs:**

As per restated financial statements:

Sr. No.	Period	RoNW (%)	Weights
1.	Period ending March 31, 2025	32.71	3
2.	Period ending March 31, 2024	35.47	2
3.	Period ending March 31, 2023	28.43	3
	<b>Weighted Average</b>	<b>32.92</b>	<b>6</b>
4.	For the period ended October 31, 2025	7.13	

- Note:**
- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
  - The RoNW has been computed by dividing restated net profit after tax (excluding exceptional items) attributable to owners of parent company with restated Net worth as at the end of the year/period.
  - Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

**4. Weighted average cost of acquisition of all the shares transacted in the three years, 18 months and one year preceding the date of the Red Herring Prospectus-**

Period	Weighted Average Cost of Acquisition (in Rs.)	Cap Price (₹172) is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price - Highest Price (in Rs.)
Last one year, Last 18 months & Last 3 years	0.00	0.00	0-60

**5. Disclosures as per clause (b)(K)(4) of Part A to Schedule VI:**

- The price per share of our Company based on the primary/ new issue of shares (equity/ convertible securities)**  
There has been no issuance of Equity Shares other than Equity Shares issued pursuant to a bonus issue on September 05, 2025 during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of 30 days.
- The price per share of our Company based on the secondary sale/ acquisition of shares (equity/ shares)**  
There have been no secondary sale/ acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts of shares), during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.
- Price per share based on the last five Primary Issuances or Secondary Transactions**  
Since there are no such transactions to report to under (a) and (b) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/ Promoter Group entities or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to the date of the Red Herring Prospectus irrespective of the size of transactions, is as below:

**Primary Transaction:**  
Except as disclosed below, there have been no primary transactions in the 3 years preceding the date of the Red Herring Prospectus:

Date of Allotment	No. of Equity Shares allotted	Face Value (₹)	Issue Price (including Premium if applicable) (₹)	Nature of Consideration	Nature of Allotment	Total Consideration (Amount in Rs. Lakhs)
September 05, 2025	1,20,00,000	10	-	Other than Cash	Bonus Issue in the ratio of 1200:1	Nil

**Secondary Transaction:**  
Except as disclosed below, there have been no secondary transactions by the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of our company are a party to the transaction, in the last 3 years preceding the date of the Red Herring Prospectus:

Date of Transfer	Name of Transferor	Name of Transferee	No. of Equity Share	Price per Equity Share	Nature of Transaction	Total Consideration (in ₹)
September 10, 2025	Ajay Chandrashekhkar Prabhu	Biritha Abraham	10	60	Share Transfer	600
		Shashank Vinayakaram Magdum	10	60	Share Transfer	600
		Sunita Ramesh Somanane	10	60	Share Transfer	600
		Hanshraj Abraham	10	60	Share Transfer	600
		Preeti Ajay Prabhu	Ajit Anil Sahai	10	60	Share Transfer

**Weighted average cost of acquisition & issue price**

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares of face value of Rs 10/-)	Floor price (i.e. ₹163)	Cap price (i.e. ₹172)
Weighted average cost of acquisition of primary / new issue	NA <sup>a</sup>	NA <sup>a</sup>	NA <sup>a</sup>
Weighted average cost of acquisition for secondary sale / acquisition.	NA <sup>a,b</sup>	NA <sup>a,b</sup>	NA <sup>a,b</sup>
Weighted average cost of acquisition of primary issuances/ secondary transactions	NIL	NIL	NIL

- Note:**
- There were no primary/ new issue of shares (equity/ convertible securities) in last 18 months from the date of the Red Herring Prospectus.
  - There were no secondary transactions in last 18 months from the date of the Red Herring Prospectus.
- The Issue Price shall be determined by our Company in consultation with the BRLM, on the basis of the demand from investor for the Equity Shares through Book Building Process.

Continued on next page

Continued from previous page

**ADDITIONAL INFORMATION FOR INVESTORS:**

- Details of proposed/undertaken pre-issue placements from the DRHP filing date - Our Company has not undertaken any Pre-IPO Placements from the DRHP filing date.
- Transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the company by promoter(s) and promoter group(s) from the DRHP filing date: Not Applicable
- Pre-Issue Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company:

S. No.	Shareholders	Pre-issue shareholding as at the date of Advertisement <sup>(1)</sup>		Post-issue shareholding as at Allotment <sup>(2)</sup>			
		Number of Equity Shares (2)	Share holding (in %) (2)	At the lower end of the price band (₹163)		At the upper end of the price band (₹172)	
				Number of Equity Shares (2)	Share holding (in %) (2)	Number of Equity Shares (2)	Share holding (in %) (2)
<b>PROMOTER</b>							
1.	Ajay Chandrashekar Prabhu	84,06,960	69.99	84,06,960	51.52	84,06,960	51.52
2.	Preeti Ajay Prashru	36,02,990	29.99	36,02,990	22.08	36,02,990	22.08
<b>PROMOTER GROUP<sup>(3)</sup></b>							
3.	NA	-	-	-	-	-	-
<b>ADDITIONAL TOP 10 SHAREHOLDERS</b>							
4.	Aji Anun Salvi	10	Negligible	10	Negligible	10	Negligible
5.	Binita Abraham	10	Negligible	10	Negligible	10	Negligible
6.	Shashikant Vinayakrao Magdum	10	Negligible	10	Negligible	10	Negligible
7.	Sunita Ramnath Sonawane	10	Negligible	10	Negligible	10	Negligible
8.	Hanshising Abraham	10	Negligible	10	Negligible	10	Negligible
<b>Total</b>		<b>1,20,10,000</b>	<b>100.00</b>	<b>1,20,10,000</b>	<b>73.60</b>	<b>1,20,10,000</b>	<b>73.60</b>

- Notes:
- The Company does not have Promoter Group shareholder.
  - Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of prospectus.
  - Based on the Issue price of ₹163 and subject to finalization of the basis of allotment.

**BASIS FOR ISSUE PRICE**

The Basis of the Issue Price on page 91 of the Offer document has been updated with the above price band. Please refer to the website of the BRLM i.e. www.hemsecurities.com for the 'Basis of the Issue Price' updated with the above price band. (You may scan the QR code for accessing the website of Hem Securities Limited)

**INDICATIVE TIMELINE FOR THE ISSUE**

Our Company may in consultation with the BRLM, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations.

Sequence of Activities	Listing within T-3 days (T is Issue Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) – Upto 4 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 Individual Bidders, Non-Institutional Applications) – Upto 3 pm on T Day. Physical Applications (Bank ASBA) – Upto 1 pm on T Day. Physical Applications (Syndicate Individual Bidders, Non-Institutional Applications of OIBs and NIS) – Upto 12 pm on T Day and Syndicate members shall transfer such applications to banks before 1 pm on T Day.
Bid Modification	From Issue opening date up to 4 pm on T Day.
Validation of bid details with depositories	From Issue opening date up to 5 pm on T Day.
Reconciliation of UPI mandate transactions (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges – Sponsor Banks – NPCI and NPCI – PSP/TPAPs – Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines.	On daily basis
UPI Mandate acceptance time	T Day – 5 pm
Issue Closure T day	T Day – 4 pm for Individual Investor, OIB, NII and other reserved categories
Third party check on UPI applications	On daily basis and to be completed before 9:30 AM on T-1 day
Third party check on Non-UPI applications	On daily basis and to be completed before 1 pm on T-1 day
Submission of final certificates: -For UPI from Sponsor Bank -For Bank ASBA from all SCSSBs -For syndicate ASBA UPI ASBA	Before 09:30 pm on T-1 day All SCSSBs for Direct ASBA – Before 07:30 pm on T Day Syndicate ASBA – Before 07:30 pm on T Day
Finalization of rejections and completion of basis	Before 6 pm on T-1 day.
Approval of basis by Stock Exchange	Before 9 pm on T-1 day
Issuance of fund transfer instructions in separate files for debit and unblock For Bank ASBA and Online ASBA – To all SCSSBs For UPI ASBA – To Sponsor Bank	Intimation not later than 9:30 am on T+2 day. Completion before 2 pm on T+2 day for fund transfer; Completion before 6 pm on T+2 day for unblock
Corporate action execution for credit of shares	Initiation before 2 pm on T+2 day Completion before 6 pm on T+2 day
Filing of listing application with Stock Exchanges and issuance of trading notice	Before 7:30 pm on T+2 day
Publish allotment advertisement	On the website of Issuer, Merchant Banker and RTI - before 9 pm on T+2 day. In newspapers - on T+3 day but not later than T+4 day.
Trading starts T+3 day	T+3 day

Bid/Issue Period (except the Bid/ Issue Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time ("IST"))
Bid/ Issue Closing Date (i.e. Monday April 27, 2026)	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For Individual Investors other than OIBs and Non-Institutional Investors	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Applications of OIBs and Non-Institutional Investors)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/ Revision/ Cancellation of Bids	
Upward Revision of Bids by Individual Investors, OIBs and Non-Institutional Investors categories #	Only between 10.00 a.m. on the Bid/Issue Opening Date and up to 4.00 p.m. IST on Bid/Issue Closing Date

\*UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date  
#Individual Investors, OIBs and Non-Institutional Investors can neither revise their bids downwards nor cancel/withdraw their Bids. On the Bid/Issue Closing Date, the Bids shall be updated until: 4:00 p.m. IST in case of Bids by Individual Investors, OIBs and Non-Institutional Investors.

**BOOK RUNNING LEAD MANAGER TO THE ISSUE**

**REGISTRAR TO THE ISSUE**

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Hem Securities**  
**HEM SECURITIES LIMITED**  
 Address: 904, A Wing, Naman Midtown, Senapati Bapat Marg, Eghinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India.  
 Tel. No.: +91 22- 4906 0000  
 Email: info@hemsecurities.com  
 Investor Grievance Email: redressal@hemsecurities.com  
 Website: www.hemsecurities.com  
 Contact Person: Ajay Jain  
 SEBI Registration Number: INM000010981  
 CIN: L67102RJ1995PLC010390

**KFINTECH**  
**KFIN TECHNOLOGIES LIMITED**  
 Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanamkonda, Serilingampally, Hyderabad – 500 032, Telangana  
 Telephone: +91-40-67162222  
 Email: adisoft ipo@kfinitech.com  
 Investor Grievance Email: einward.ris@kfinitech.com  
 Contact Person: M. Murali Krishna, Senior VP  
 SEBI Registration No: INR00000221  
 CIN: L72400TG2017PLC117649

**adisoft technologies**  
**ADISOFT TECHNOLOGIES LIMITED**  
 Address: Prathamesh Complex & Trading Plot No. PAB- 6B-102, 103, 104 & 105, 1st and 2nd Floor, MIDC Chinchwad Industrial Area, Bhosari I.E. Pune - 411026, Maharashtra, India.  
 Telephone: +91 8208781102  
 Email: cs@adisoft.co.in. Website: www.adisoft.co.in. CIN: U10180PN2013PLC146157  
 Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Issue in case of any pre-issued or post-issued related grievances including non-receipt of letters of allotment, non-credit of allotted equity shares in the respective beneficiary account, non-credit of refund orders or non-receipt of funds by electronic mode, etc. For all issue related queries and for redressal of complaints investors may also write to the BRLM.

**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 SEBI at <https://www.sebi.gov.in/>, website of the Company at [www.adisoft.co.in.](https://www.adisoft.co.in/), website of the BRLM to the Issue at <https://www.hemsecurities.com/>, the website of NSE at [www.nseindia.com](https://www.nseindia.com/) respectively.  
**AVAILABILITY OF THE ABRIDGED PROSPECTUS:** A copy of the abridged prospectus shall be available on the website of the Company, BRLM and NSE at [www.adisoft.co.in.](https://www.adisoft.co.in/), <https://www.hemsecurities.com/> and [www.nseindia.com](https://www.nseindia.com/), respectively.  
**SYNDICATE MEMBER:** Hem Fintease Private Limited  
**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application forms can be obtained from the Registered Office of the Company: Adisoft Technologies Limited, Telephone: +91 8208781102; BRLM: Hem Securities Limited, Telephone: +91-22-4906 0000 and the Syndicate Members: Hem Fintease Private Limited, Telephone: +91-141-4051000 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 NSE and the designated branches of SCSSBs, the list of which is available at websites of the stock exchanges and SEBI.  
**BANKER TO THE OFFER/ ESCROW COLLECTION BANK/ REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK/ SPONSOR BANK:** Axis Bank Limited.  
 UPI: UPI 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.

**Place:** Pune, Maharashtra  
**Date:** April 18, 2026

**Disclaimer:** Adisoft Technologies 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 of the Red Herring Prospectus dated April 18, 2026. This Issue has been filed with the Registrar of Companies, Pune, Maharashtra and thereafter with the Stock Exchanges. The Red Herring Prospectus is available on the website of the SEBI at [www.sebi.gov.in/](https://www.sebi.gov.in/), website of NSE at <https://www.nseindia.com/>, website of the BRLM to the Issue at <https://www.hemsecurities.com/>. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the Red Herring Prospectus including the section titled "Risk Factors" beginning on page 25 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 issued 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 issues and sales are made. There will be no public listing in the United States.

On behalf of Board of Directors  
 Adisoft Technologies Limited  
 Vaidhob Nandkumar Salunke  
 Company Secretary and Compliance Officer