

INVESTOR CHARTER- PUBLIC ISSUE OF DEBT SECURITIES

(As per the requirement of Regulation of SEBI (Merchant Bankers) Regulations, 1992)

- (i)** The document has been prepared in accordance with the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended from time to time as per the requirement.
- (ii)** The purpose of the Document is to provide essential information about the Merchant Banking Services in a manner to assist and enable the investors/clients in making an informed decision for engaging a Merchant Banker.
- (iii)** The document contains necessary information about the Merchant Banker required by an investors/client before availing services, and the investors/clients may also be advised to retain the document for future reference.
- (iv)** This Document is dated 01-10-2023.

Details of the Merchant Banker

Name of Merchant Banker	:	PRP Professional Edge Associates Pvt Ltd.
SEBI Registration Number	:	INM000012786 (Dated: May 06, 2020)
Registered Office Address	:	508, 5th Floor, Eros City Square, Rosewood City, Sector - 49-50, Gurugram - 122018, Haryana
Phone No(s)	:	0124-4249000
E-mail address	:	info@prpedge.com
Website	:	www.prpedge.com

Details of the Compliance Officer

Name of Compliance Officer	:	Prashant Kamble
E-mail address	:	Compliance@prpedge.com
Mobile No.	:	+91 9654358204

A. VISION AND MISSION STATEMENTS FOR INVESTORS

1. Vision

- To continuously earn trust of investors and emerge as a solution provider with integrity.

2. Mission

- Act in investors' best interests by understanding needs and developing solutions.
- Enhance and customise value generating capabilities and services.
- Disseminate complete information to investors to enable informed investment decision.

B. DESCRIPTION OF ACTIVITIES/ BUSINESS OF THE ENTITY

Details of services provided to investors – Public Issue:

1. Upload Draft Offer Document on stock exchange/ lead manager/ SEBI/ Issuer's website. Invite public comments within seven working days therefrom.
2. Upload the application form and the abridged prospectus on the lead managers' website.
3. Ensure material contracts and documents are available for inspection as per details in the offer document.
4. Issuer to publish a statutory advertisement, on or before the issue opening date in accordance with SEBI (Issue and Listing of Non-convertible Securities) Regulations, 2021 (NCS Regulations).
5. Issuer and stock exchange(s) to disseminate all information and reports including compliance reports by placing them on their websites.
6. Material developments relating to the issue up to the commencement of listing and trading shall be publicly disseminated through public notices/ advertisements.
7. Investors can request for a copy of the offer document and/ or application form and the same shall be provided by the issuer/ lead manager(s).
8. Listing and the commencement of trading on the stock exchanges shall be within six working days of the offer closing date or such other time as may be prescribed by SEBI.
9. Disclose on lead managers' websites - Track record of the performance of the public issues managed by it, for a period of three financial years from the date of listing for each public issue.
10. Disclose the entire process of basis of allotment in the final offer document.
11. Debenture trustees to ensure independent assessment and diligence for the security offered for the proposed issue and also ensure dissemination of information as per the NCS Regulations.
12. Issuer can roll-over the debt securities by providing notice and publicly disseminating such information as per the applicable regulations.

13. Issuer to promptly inform the stock exchange(s) all information bearing on its performance/operation, price sensitive information or any action that shall affect payment of interest/coupon or redemption of the debt securities.

TIMELINES			
Sr. No.	Activity	Timeline for which activity takes place	Information where available
1	Filing of draft offer document by company for public comments	0	Websites of stock exchanges, lead manager, issuer and SEBI.
2	Receipt of public comments on offer document	Seven working days from draft offer document filing.	-
3	Statutory advertisement	On or before the Issue opening date.	Newspaper advertisement
4	Issue opening date	On or after statutory advertisement.	Final offer document available on websites of stock exchanges, lead manager, issuer and SEBI .
5	Availability of application forms with abridged prospectus	Till issue closure date	Websites of stock exchanges and lead manager.
6	Display of total demand in the issue	Issue opening date till issue closure date.	Updated on websites of stock exchanges.
7	Commencement of trading – public issue	On or before six working days from Issue closure date	Final offer document available on websites of stock exchanges, lead manager, issuer and SEBI.
8	Unblocking ASBA Accounts	Within five working days	In case of delay the issuer shall pay interest at the rate of 15% per annum (Reg. 35(2) of NCS Regulations).
9	Allotment status and allotment advice	Completion of basis of allotment.	By email/ post/ SMS
10	Track record of public issue	Listing date	Lead manager's website

C. RIGHTS OF INVESTORS

1. Investors can request for a copy of the offer document and/ or application form and the same shall be provided by the issuer/ lead manager(s).
2. Multiple applications can be bided through a single PAN and re-categorization is also done basis PAN clubbing and total bid amount.
3. Option to modify the bid except for modification of either DP Id/ Client ID or PAN Id but not both.
4. Modification to the bid details to be undertaken by approaching the respective intermediary. Facility of re-initiation/ resend of UPI mandate shall be available only on bid entry day up to 5:00 pm. Onboarding of Clients

5. Investor can withdraw his/ her application prior to the issue closing date. Post issue closure, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the basis of allotment.
6. The investor shall be compensated for delay in allotment, demat credit and refunds, unblocking of funds/ refunds, beyond the time limit as may be prescribed under applicable statutory and/ or regulatory requirements.
7. An investor can submit the bid-cum-application form through the App or web interface developed by stock exchanges.
8. Investors get email and SMS messages w.r.t. allotment status. Allotment advice is sent through email/ physical to successful allottees post completion of allotment.
9. Right to attend meetings as and when such meetings are called by the debenture trustees.
10. Right of free transferability and nomination subject to applicable laws and regulations.
11. Such other rights, as may be available to the holder of debt securities under the Companies Act, the Listing Regulations and the Articles of Association of the Company and other applicable laws.

D. DOs AND DON'Ts FOR INVESTORS:

(for complete dos and don'ts, may refer to offer document)

Do's:

1. Check the eligibility to apply as per the terms of the offer document and applicable laws, including Indian Contract Act, 1872.
2. Read all the instructions carefully and complete the application form.
3. Submission of bids – only ASBA (by either writing their bank account numbers and authorising the banks to make payment in case of allotment by signing the application forms: or mentioning UPI ID in order to block the funds).
4. Retail individual investors using the UPI Mechanism to ensure that they submit bids up to the application value of ₹2,00,000 (or as stipulated by SEBI).
5. Ensure availability of sufficient funds in the ASBA Account before submitting the application form.
6. Read all the instructions carefully and complete the bid- cum-application form, as the case may be, in the prescribed form.
7. Ensure that application form is submitted to the designated intermediary, before the closure of application hours on the issue closing date.
8. For joint applications, ensure that the beneficiary account is held in the names of the same applicants and such names are in the same sequence in which they appear in the application form.
9. Ensure an acknowledgement slip is collected as proof.
10. Obtain all the necessary approvals from the relevant statutory and/ or regulatory authorities

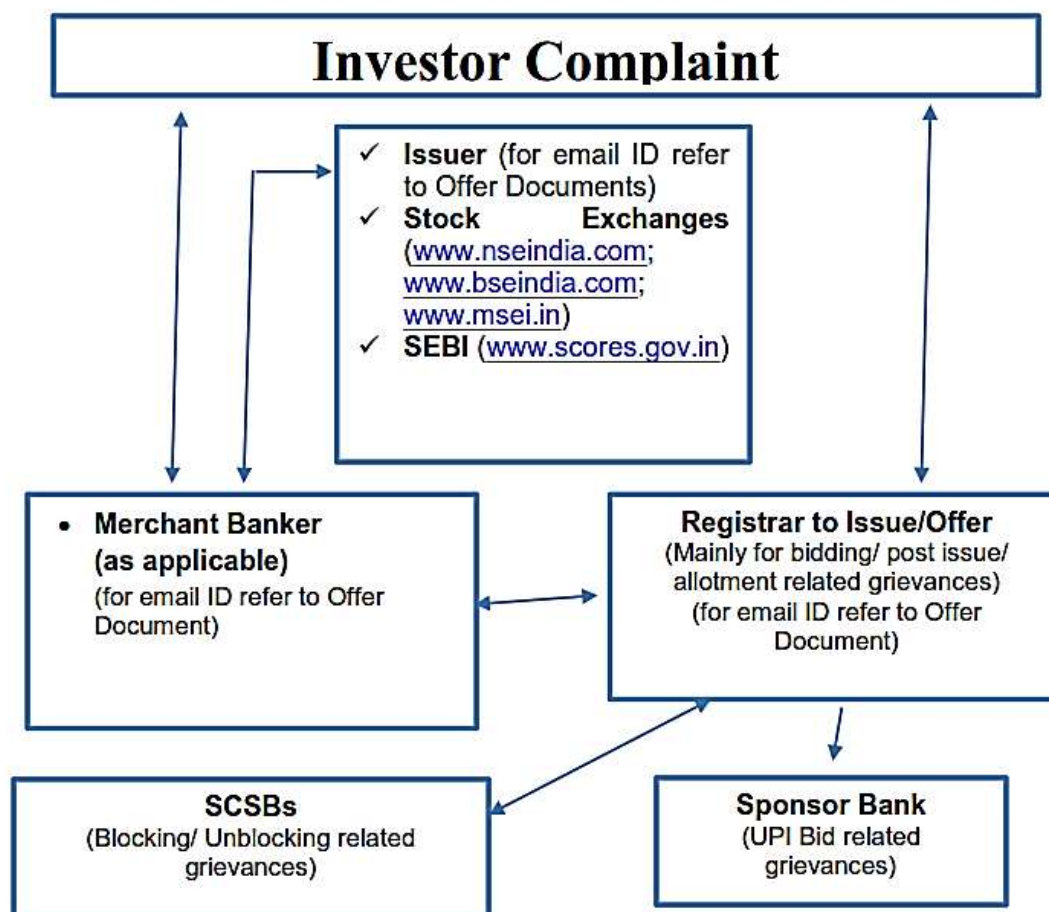
before applying.

11. Ensure that the application form is signed by the ASBA account holder in case the investor is not the account holder.
12. Ensure that the bidder's depository account is active, the correct DP ID, Client ID, PAN, UPI ID, as applicable, are mentioned in the bid-cum-application form.
13. Ensure that the application form bears the stamp of the relevant designated intermediary(ies) to whom it is submitted.
14. Tick the relevant column "Category of Investor" and option/ series of debt securities in the application form.
15. Guardians applying for minor applicants need to mention the PAN of the minor.

Don'ts:

1. Do not apply for lower than the minimum application size.
2. Do not pay the application amount in cash, by money order, postal order or by stock invest.
3. Do not apply or submit the bid for an amount more than the funds available in your ASBA account or than the applicable investment limit.
4. Do not submit a bid using UPI ID, if you are not a retail individual investor.
5. Do not bid through an incorrect UPI handle or using a bank account of a SCSB and/ or mobile applications not mentioned in the SEBI list.
6. Do not submit more than five application forms per ASBA Account.
7. Do not use any third-party bank account or third-party linked bank account UPI ID.
8. Do not submit the application form without inserting date of birth for first/ sole applicant.
9. Do not submit application without an Indian registered address for the investor.
10. Do not submit applications made by an investor who is ineligible as per relevant regulatory guidelines, as mentioned in the offer document.
11. Investors should not submit applications seeking allotment in dematerialized form whose demat accounts have been 'suspended for credit'.
12. Do not submit applications to the designated intermediaries at centers other than those mentioned in the application form.

E. INVESTOR GRIEVANCE REDRESSAL MECHANISM AND HOW TO ACCESS IT



F. TIMELINES FOR RESOLUTION OF INVESTOR GRIEVANCES

Best efforts should be undertaken by lead manager (LM) to resolve the grievances within T+30 days. A desirable indicative timeline is as follows:

Sr. No.	Activity	No. of calendar days
1	Investor grievance received by the lead manager	T
2	Lead Manager to the offer to identify the concerned intermediary and endeavour to forward the grievance to the concerned intermediary/ies on T day itself	T+1
3	The concerned intermediary/ies to respond to the lead manager with an acceptable reply/ proof of resolution	X
5	Lead manager, the concerned intermediary/ies and the investor shall exchange between themselves additional information related to the grievance, wherever required.	Between T and X
4	LM to reply to the investor with the reply/ proof of resolution	X+3

G. NATURE OF INVESTOR GRIEVANCES FOR WHICH THE AFORESAID TIMELINE IS APPLICABLE

1. Delay in unblocking of funds.
2. Non allotment/ partial allotment of non-convertible debt securities.
3. Non receipt of non-convertible debt securities in demat account.
4. Amount blocked but application not bid.
5. Non-receipt of interest/ coupon/ redemption amount.
6. Application bid but amount not blocked.
7. Any other nature as may be informed from time to time.

H. MODE OF RECEIPT OF INVESTOR GRIEVANCE

The following modes of receipt will be considered valid for processing the grievances in the timelines discussed above:

1. Letter/ email from the investor addressed to the lead manager at its address/ email id, mentioned in the offer document, detailing nature of grievance, details of application, details of bank account, date of application etc.
2. On the SCORES mechanism.

I. NATURE OF ENQUIRIES FOR WHICH THE LEAD MANAGER SHALL BE RESPOND TO/ESCALATED PROMPTLY

1. Availability of application form.
2. Availability of offer document.
3. Process for participating in the issue/ mode of payments.
4. List of SCSBs/ syndicate members.
5. Date of issue opening/ closing/ allotment/ listing.
6. Technical setbacks in net-banking services provided by SCSBs/ UPI mechanism.
7. Any other query of similar nature.

J. RESPONSIBILITIES OF INVESTORS (EXPECTATIONS FROM THE INVESTORS):

1. Read and understand offer documents, terms of investment, issue process and timelines, application form, and issue related literature carefully and fully before investing.
2. Consult his or her own tax consultant with respect to the specific tax implications.
3. After the company is listed, investors should regularly check for such information on the stock exchange website regarding all the material developments and material corporate announcements.
