

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY. THIS IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA. INITIAL PUBLIC OFFER OF EQUITY SHARES ON THE MAIN BOARD OF THE STOCK EXCHANGES IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED.



(Please scan the QR Code to view the Addendum)



ARISINFRA SOLUTIONS LIMITED

Our Company was originally incorporated as a private limited company under the name of "Arisinfra Solutions Private Limited" on February 10, 2021, under the Companies Act, 2013, registered with the RoC, pursuant to a certificate of incorporation dated February 11, 2021, issued by the Registrar of Companies, Central Registration Centre. Thereafter, our Company was converted into a public limited company pursuant to a resolution passed by our Board at its meeting held on May 31, 2024 and a special resolution passed by our Shareholders at their extraordinary general meeting held on May 31, 2024, and the name of our Company was changed to "Arisinfra Solutions Limited", and a fresh certificate of incorporation consequent upon conversion from a private limited company to a public limited company was issued by the Registrar of Companies, Central Processing Centre on July 29, 2024. For further details of change in the name of our Company and the registered office, see "History and Certain Corporate Matters" on page 244 of the draft red herring prospectus dated August 12, 2024 ("Draft Red Herring Prospectus").

Registered and Corporate Office: Unit No. G-A-04 to 07, Ground Floor - A Wing, Art Guild House, Phoenix Marketcity, LBS Marg, Kurla (West), Mumbai - 400 070, Maharashtra, India
Telephone: 022 - 6911 2000 | Email: cs@arisinfra.one | Corporate Identity Number: U51909MH2021PLC354997
Contact Person: Latesh Shailesh Shah, Company Secretary and Compliance Officer | Website: https://arisinfra.com

NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS (THE "ADDENDUM")

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF ARISINFRA SOLUTIONS LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹ 5,796.00 MILLION (THE "ISSUE"). THE ISSUE SHALL CONSTITUTE [●]% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 2 EACH. THE ISSUE PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, AND WILL BE ADVERTISED IN ALL EDITIONS OF THE ENGLISH NATIONAL DAILY NEWSPAPER FINANCIAL EXPRESS, ALL EDITIONS OF THE HINDI NATIONAL DAILY NEWSPAPER JANSATTA AND MUMBAI EDITION OF THE MARATHI NEWSPAPER NAVSHAKTI (MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE OUR REGISTERED AND CORPORATE OFFICE IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE"), AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

OUR COMPANY, IN CONSULTATION WITH THE BRLMS, MAY CONSIDER A PRE-IPO PLACEMENT AGGREGATING UP TO ₹1,159.20 MILLION, PRIOR TO FILING OF THE RED HERRING PROSPECTUS WITH THE ROC. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, WILL BE AT A PRICE TO BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BRLMS. IF THE PRE-IPO PLACEMENT IS COMPLETED, THE AMOUNT RAISED PURSUANT TO THE PRE-IPO PLACEMENT WILL BE REDUCED FROM THE ISSUE, SUBJECT TO COMPLIANCE WITH RULE 19(2)(B) OF THE SCRR. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, SHALL NOT EXCEED 20% OF THE SIZE OF THE ISSUE. PRIOR TO THE COMPLETION OF THE ISSUE, OUR COMPANY SHALL APPROPRIATELY INTIMATE THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT, PRIOR TO ALLOTMENT PURSUANT TO THE PRE-IPO PLACEMENT, THAT THERE IS NO GUARANTEE THAT OUR COMPANY MAY PROCEED WITH THE ISSUE OR THE ISSUE MAY BE SUCCESSFUL AND WILL RESULT INTO LISTING OF THE EQUITY SHARES ON THE STOCK EXCHANGES. FURTHER, RELEVANT DISCLOSURES IN RELATION TO SUCH INTIMATION TO THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT (IF UNDERTAKEN) SHALL BE APPROPRIATELY MADE IN THE RELEVANT SECTIONS OF THE RHP AND PROSPECTUS.

Potential Bidders may note the following as an Addendum to the Draft Red Herring Prospectus, filed by our Company with SEBI and the Stock Exchanges:

At the time of filing of the Draft Red Herring Prospectus, our Company had identified the following as the objects for utilization of the Net Proceeds ("Objects"):

(In ₹ million)

Sr. No.	Particulars	Estimated Amount*^
1.	Repayment / prepayment, in full or part, of certain outstanding borrowings availed by our Company	2,046.00
2.	Funding the working capital requirements of our Company	1,770.00
3.	Investment in our Subsidiary, Buildmex-Infra Private Limited, for funding its working capital requirements	480.00
4.	Purchase of partial shareholding from existing shareholders of our Subsidiary, ArisUnitem Re Solutions Private Limited (formerly ArisUnitem Private Limited)	204.00
5.	General corporate purposes and unidentified inorganic acquisitions**	[●]
	Total*	[●]

*To be finalised upon determination of the Issue Price and updated in the Prospectus at the time of filing with the RoC.

^The cumulative amount to be utilized towards general corporate purposes and unidentified inorganic acquisitions shall not exceed 25% of the amount raised by our Company, whereby, the total amount to be utilized towards unidentified inorganic acquisitions shall not exceed ₹ 700.00 million.

^This includes the proceeds, if any, received pursuant to the Pre-IPO Placement. Details of the Pre-IPO Placement aggregating up to ₹1,200 million, if undertaken, will be reduced from the Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended and shall be included in the Red Herring Prospectus. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue, or the Issue may be successful and will result in listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

Our Company, in consultation with the relevant stakeholders and pursuant to the resolution passed by our Board on November 11, 2024, has decided to modify the Objects in the following manner:

(In ₹ million)

Sr. No.	Particulars	Estimated Amount*^
1.	Repayment / prepayment, in full or part, of certain outstanding borrowings availed by our Company	2,046.00
2.	Funding the working capital requirements of our Company	1,770.00
3.	Investment in our Subsidiary, Buildmex-Infra Private Limited, for funding its working capital requirements	480.00
4.	General corporate purposes and unidentified inorganic acquisitions**	[●]
	Total*	[●]

*To be finalised upon determination of the Issue Price and updated in the Prospectus at the time of filing with the RoC.

^The cumulative amount to be utilized towards general corporate purposes and unidentified inorganic acquisitions shall not exceed 25% of the amount raised by our Company, whereby, the total amount to be utilized towards unidentified inorganic acquisitions shall not exceed ₹ 700.00 million.

^This includes the proceeds, if any, received pursuant to the Pre-IPO Placement. Details of the Pre-IPO Placement aggregating up to ₹ 1,159.20 million, if undertaken, will be reduced from the Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended and shall be included in the Red Herring Prospectus. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Issue. Our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue, or the Issue may be successful and will result in listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

Consequent to the above, the Issue size will reduce from upto ₹ 6,000 million to upto ₹ 5,796 million.

The Draft Red Herring Prospectus, including the cover page and sections titled "Definitions and Abbreviations", "Objects of the Issue", "Summary of the Issue Document", "The Issue" "Risk Factors", "Capital Structure", "Our Management" and "Issue Structure" beginning on pages 1, 157, 20, 79, 40, 97, 261 and 443 respectively, shall be appropriately updated in the Red Herring Prospectus and the Prospectus to reflect the developments indicated in this Addendum.

The changes conveyed by way of this Addendum are to be read in conjunction with the Draft Red Herring Prospectus and, accordingly, the corresponding references in the Draft Red Herring Prospectus including that of, 'Pre-IPO Placement', 'Issue', 'Gross Proceeds', 'Net Proceeds' and 'Objects', stand updated pursuant to this Addendum. The information in this Addendum supplements and updates the information in the Draft Red Herring Prospectus. However, this Addendum does not purport to, nor does it, reflect all the changes that have occurred from the date of filing of the Draft Red Herring Prospectus and the date of this Addendum. Accordingly, this Addendum does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent updated by way of this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus. Investors should not rely on the Draft Red Herring Prospectus or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges, before making an investment decision with respect to the Issue.

This Addendum shall be available on the website of SEBI at www.sebi.gov.in, the website of Stock Exchanges at www.nseindia.com and www.bseindia.com, the website of our Company at https://arisinfra.com and the websites of the Book Running Lead Managers, namely, JM Financial Limited at www.jmfl.com, IIFL Capital Services Limited (formerly known as IIFL Securities Limited) at www.iiflcap.com, and Nuvama Wealth Management Limited at www.nuvama.com. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meanings ascribed to them in the Draft Red Herring Prospectus.

BOOK RUNNING LEAD MANAGERS			REGISTRAR TO THE ISSUE
JM Financial Limited 7 th Floor, Cnergy, Appasaheb Marathe Marg Prabhadevi, Mumbai - 400 025 Maharashtra, India Telephone: +91 22 6630 3030 E-mail: aris.ipo@jmfl.com Investor Grievance ID: grievance.ibd@jmfl.com Website: www.jmfl.com Contact person: Prachee Dhuri SEBI Registration No.: INM000010361	IIFL Capital Services Limited (formerly known as IIFL Securities Limited) 24 th Floor, One Lodha Place, Senapati Bapat Marg Lower Parel (West), Mumbai - 400 013 Maharashtra, India Tel: + 91 22 4646 4728 E-mail: arisinfra.ipo@iiflcap.com Investor Grievance ID: ig.ib@iiflcap.com Website: www.iiflcap.com Contact person: Yogesh Malpani / Pawan Kumar Jain SEBI Registration No.: INM000010940	Nuvama Wealth Management Limited 801-804, Wing A, Building No 3 Inspire BKC, G Block Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India Telephone: +91 22 4009 4400 E-mail: aris.ipo@nuvama.com Investor Grievance ID: customerservice.mb@nuvama.com Website: www.nuvama.com Contact person: Manish Tejwani SEBI Registration No.: INM000013004	Link Intime India Private Limited C-101, 1 st Floor, 247 Park L.B.S. Marg, Vikhroli (West) Mumbai - 400 083, Maharashtra, India Telephone: +91 810 811 4949 E-mail: arisinfra.ipo@linkintime.co.in Investor Grievance ID: arisinfra.ipo@linkintime.co.in Website: www.linkintime.co.in Contact person: Shanti GopalKrishnan SEBI Registration No.: INR000004058

For Arisinfra Solutions Limited

Sd/-

Latesh Shailesh Shah

Company Secretary and Compliance Officer

Place: Mumbai

Date: November 14, 2024

Arisinfra Solutions Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed a DRHP with SEBI and the Stock Exchanges on August 12, 2024. The DRHP is available on the website of SEBI at www.sebi.gov.in, as well as on the websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com, respectively, on the website of the Company at https://arisinfra.com; and the websites of the BRLMs, i.e., JM Financial Limited, IIFL Capital Services Limited (formerly known as IIFL Securities Limited) and Nuvama Wealth Management Limited at www.jmfl.com, www.iiflcap.com and www.nuvama.com, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details of relating to such risks, see "Risk Factors" on page 40 of the DRHP and the RHP, when filed. Potential investors should not rely on the DRHP filed with SEBI and the Stock Exchanges for any investment decision.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in 'offshore transactions' as defined in, and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sales are made. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.