



## Bhagiradha Chemicals & Industries Limited.

Plot No.3,  
Sagar Society,  
Road No.2, Banjara Hills,  
Hyderabad - 500 034, Telangana, INDIA.  
Tel : +91-40-42212323/42221212  
Fax : +91-40-23540444  
E-mail : info@bhagirad.com

Ref: BCIL/SE/2022/24

April 13, 2022

To,

Listing Department,  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001, Maharashtra

Listing Department,  
**National Stock Exchange of India Limited ,**  
Bandra Kurla Complex,  
Bandra East,  
Mumbai – 400 501, Maharashtra

**Ref: Letter of Offer dated April 5, 2022 (Letter of Offer) filed by Bhagiradha Chemicals & Industries Limited (Company) for the proposed issue of up to 20,95,924 equity shares of face value ₹10 each (Issue Shares) for cash at a price of ₹400 per Equity Share (including a share premium of ₹390 per Equity Share) (Issue Price), aggregating up to ₹8,383.70 lakh by our Company (Issue). The Issue comprises: (a) an issue of up to 19,55,224 Equity Shares to the Eligible Equity Shareholders of our Company on rights basis (Rights Equity Shares) in the ratio of 4 Rights Equity Shares for every 17 fully paid-up Equity Shares held by the Eligible Equity Shareholders on the Record Date, that is on April 9, 2022 (Rights Issue); and (b) a reservation of up to 1,40,700 Equity Shares for the Eligible Employees of our Company (Employee Reservation Shares) aggregating up to ₹562.80 lakh (Employee Reservation Portion).**

**Sub: Submission of advertisement in respect of the matters specified under Regulation 84(1) of the Securities and Exchange board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (SEBI ICDR Regulations).**

Dear Ma'am / Sir,

Further to the filing of our Letter of Offer dated 5 April 2022 read together with the Corrigendum dated April 9, 2022, we enclose a copy of the advertisement issued by the Company, in respect of the matters specified under Regulation 84(1) of the SEBI ICDR Regulations, 2018 and published in the following newspapers today, i.e., on April 13, 2022:

1. Financial Express – English National Daily (All Editions);
2. Jansatta – Hindi National Daily (All Editions); and
3. Nava Telangana (Hyderabad - Telugu) – Regional Language Daily.





**Bhagiradha Chemicals & Industries Limited.**

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Tel : +91-40-42212323/42221212  
Fax : +91-40-23540444  
E-mail : info@bhagirad.com

Kindly take the same on record.

Thanking You.

Yours truly,

For and behalf of **Bhagiradha Chemicals & Industries Limited**

**Sharanya R**  
**Company Secretary & Compliance Officer**  
**M. No: ACS-63438**



This is only an advertisement for information purposes and not for publication, distribution or release directly or indirectly outside India. This is not an announcement for the offer document. This announcement does not constitute an offer of securities for sale in any jurisdiction, including the United States. All capitalized terms used and not defined herein shall have the meaning assigned to them in the Letter of Offer dated April 5, 2022 (Letter of Offer or the LoF filed with stock exchanges namely BSE Limited (BSE) and National Stock Exchange of India Ltd (NSE) and together with BSE, the Stock Exchanges) and submitted to the Securities Exchange Board of India (SEBI).



**BHAGIRADHA**  
CHEMICALS

# BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED

Our Company was incorporated as a public limited company under the Companies Act, 1956 at Hyderabad with a certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh (RoC) on July 7, 1993.

For details of changes in the registered office of our Company, please refer to the chapter entitled 'General Information' beginning on page 43 of the Letter of Offer.

Registered Office: 8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India

Contact Person: R Sharanya; Tel: +91 40 4222 1212; Facsimile: +91 40 2354 0444

E-mail: info@bhagirad.com; Website: www.bhagirad.com

Corporate Identification Number: L24219TG1993PLC0159

## OUR PROMOTERS: SINGAVARAPU CHANDRASEKHAR, EADARA JAYALAXMI, DODDA SADASIVUDU AND SINGAVARAPU LALITHA SREE

FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY ONLY

ISSUE OF UP TO 20,95,924 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (ISSUE SHARES) OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 400 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 390 PER EQUITY SHARE) (ISSUE PRICE), AGGREGATING UP TO ₹ 8,383.70 LAKH BY OUR COMPANY. THE ISSUE COMPRISSES: (A) AN ISSUE OF UP TO 19,55,224 ISSUE SHARES TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ON RIGHTS BASIS (RIGHTS EQUITY SHARES) IN THE RATIO OF 4 RIGHTS EQUITY SHARES FOR EVERY 17 FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON APRIL 9, 2022 (RIGHTS ISSUE); AND (B) A RESERVATION OF UP TO 1,40,700 ISSUE SHARES FOR THE ELIGIBLE EMPLOYEES OF OUR COMPANY (EMPLOYEE RESERVATION SHARES) AGGREGATING UP TO ₹ 562.80 LAKH (EMPLOYEE RESERVATION PORTION). THE RIGHTS ISSUE TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ISSUE OF EMPLOYEE RESERVATION SHARES, IS COLLECTIVELY REFERRED TO AS THE ISSUE. THE ISSUE PRICE IS 40 TIMES THE FACE VALUE OF THE EQUITY SHARES. THE ENTIRE ISSUE PRICE FOR THE EQUITY SHARES IS PAYABLE ON APPLICATION. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER ENTITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 199 OF THE LETTER OF OFFER.

## NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY

### ISSUE PROGRAMME

ISSUE OPENS ON  
TUESDAY, APRIL 19, 2022

LAST DATE FOR ON MARKET RENUNCIATIONS\*  
THURSDAY, APRIL 28, 2022

ISSUE CLOSES ON\*\*  
WEDNESDAY, MAY 4, 2022

\*Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

\*\*Our Board or a duly authorized committee thereof will have the right to extend the issue period as it may determine from time to time but not exceeding thirty days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

**ASBA\***

Simple, Safe, Smart way of making an application - Make use of it

\*Application supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, for further details check section on ASBA below

#### Facilities for Application in the Issue:

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circular and the ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please refer to the chapter entitled 'Terms of Issue - Making of an Application through the ASBA process' beginning on page 202 of the Letter of Offer.

#### Application through ASBA Facility

An Investor is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Investors may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block the Application Money payable on the Application in their respective ASBA Accounts. Eligible Employees who have a valid demat account are eligible to participate through ASBA process. Investors should ensure that they have correctly submitted the Application and have provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form as the case may be, at the time of submission of the Application.

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=34>.

Please note that subject to SCSBs complying with the requirements of the SEBI circular bearing reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Application may be submitted at the Designated Branches of the SCSBs. Further, in terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Lead Manager, our Company, its directors, its employees, affiliates, associates and their respective directors and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

**PLEASE NOTE THAT R-WAP FACILITY WILL NOT BE AVAILABLE FOR THIS ISSUE.**

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

**ELIGIBLE EMPLOYEES MAY PLEASE NOTE THAT THE EMPLOYEE RESERVATION SHARES CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE DEMAT OF THE ELIGIBLE EMPLOYEE PROVIDED TO THE REGISTRAR TO THE ISSUE.**

#### APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS ON PLAIN PAPER UNDER ASBA PROCESS:

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar to the Issue, the Stock Exchanges or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address or is a U.S. Person or in the United States.

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper application.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

Please note that the Eligible Employees cannot make an application to subscribe to the Issue on plain paper. Any application made other than through the EAF by an Eligible Employee shall be liable to be rejected.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Bhagiradha Chemicals & Industries Limited.;
2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
3. Registered Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date)/DP and Client ID;
4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Issue Shares applied for pursuant to this Issue;
5. Number of Equity Shares held as on the Record Date;
6. Allotment option - only dematerialized form;
7. Number of Equity Shares entitled to;
8. Number of Equity Shares applied for within the Rights Entitlements;
9. Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
10. Total number of Equity Shares applied for;
11. Total amount paid at the rate of ₹ 400 per Equity Share;
12. Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
14. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB); and
16. All such Eligible Equity Shareholders are deemed to have accepted the following:

*"We understand that neither the Rights Entitlements nor the Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (U.S. Securities Act), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (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. We understand the Equity Shares referred to in this application are being offered and sold (i) in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act ("Regulation S") to existing shareholders who are non-U.S. Persons and located in jurisdictions where such offer and sale of the Equity Shares is permitted under laws of such jurisdictions and (ii) within the United States or to U.S. Persons that are "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) ("U.S. QIB") pursuant to the private placement exemption set out in Section 4(a)(2) of the U.S. Securities Act, that are also "qualified purchasers" (as defined under the United States Investment Company Act of 1940, as amended) ("QPs") in reliance upon section 3(c)(7) of the U.S. Investment Company Act. We understand that the issue is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Equity Shares or Rights Entitlements in the United States. We confirm that I am/we are (a) not in the United States and a non-U.S. Person and eligible to subscribe for the Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions applicable to such person in connection with the issue, and (c) understand that neither our Company, nor the Registrar, the Lead Manager or any other person acting on behalf of our Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who our Company, the Registrar, the Lead Manager or any other person acting on behalf of our Company have reason to believe is in the United States or is outside of India and ineligible to participate in this issue under the securities laws of their jurisdiction.*

*I/We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/We satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.*

*I/We hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled 'Restrictions on Foreign Ownership of Indian Securities' beginning on page 229 of the Letter of Offer.*

*I/We understand and agree that the Rights Entitlements and Equity Shares may not be reoffered, resold, pledged or otherwise except in an offshore transaction in accordance with Regulation S to a person outside the United States and not reasonably known by the transferor to be a U.S. Person by pre-arrangement or otherwise (including, for the avoidance of doubt, a bona fide sale on the NSE or the BSE).*

*I/We acknowledge that we, the Lead Manager, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."*

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected. Please note that the Eligible Employees who are Eligible Equity Shareholders may also apply under the Rights Issue. In such a case, application under the Rights Issue and application under the Employee Reservation Portion shall not be considered as multiple applications.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor.

#### LEAD MANAGER TO THE ISSUE

**EMKAY GLOBAL FINANCIAL SERVICES LIMITED**  
7<sup>th</sup> Floor, The Ruby Senapati Bapat Marg, Dadar - West Mumbai 400 028  
Tel: +91 22 66121212  
Email: bcl.rights@emkayglobal.com  
Investor Grievance e-mail: ibg@emkayglobal.com  
Website: [www.emkayglobal.com](http://www.emkayglobal.com)  
Contact Person: Deepak Yadav/Pranav Nagar  
SEBI Registration No.: INM00001129

#### REGISTRAR TO THE ISSUE

**LINK Intime**  
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India  
Tel: +91 22 4918 6000  
Email: bhagiradha.rights@linkintime.co.in  
Investor Grievance Email: bhagiradha.rights@linkintime.co.in  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Contact Person: Sunmeet Deshpande  
SEBI Registration No.: INR000004058

#### COMPANY

**BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED**  
8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India  
Tel: +91 40 4222 1212  
E-mail: info@bhagirad.com  
Website: [www.bhagirad.com](http://www.bhagirad.com)  
Contact Person: R Sharanya

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**BHAGIRADHA**  
CHEMICALS

# BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED

Our Company was incorporated as a public limited company under the Companies Act, 1956 at Hyderabad with a certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh (RoC) on July 7, 1993.

For details of changes in the registered office of our Company, please refer to the chapter entitled 'General Information' beginning on page 43 of the Letter of Offer.

Registered Office: 8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India

Contact Person: R Sharanya; Tel: +91 40 4222 1212; Facsimile: +91 40 2354 0444

E-mail: info@bhagrad.com; Website: www.bhagrad.com

Corporate Identification Number: L24219TG1993PLC0159

## OUR PROMOTERS: SINGAVARAPU CHANDRASEKHAR, EADARA JAYALAXMI, DODDA SADASIVUDU AND SINGAVARAPU LALITHA SREE

### FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY ONLY

ISSUE OF UP TO 20,95,924 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (ISSUE SHARES) OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 400 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 390 PER EQUITY SHARE) (ISSUE PRICE), AGGRAGATING UP TO ₹ 8,383.70 LAKH BY OUR COMPANY. THE ISSUE COMPRSES: (A) AN ISSUE OF UP TO 19,55,224 ISSUE SHARES TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ON RIGHTS BASIS (RIGHTS EQUITY SHARES) IN THE RATIO OF 4 RIGHTS EQUITY SHARES FOR EVERY 17 FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON APRIL 9, 2022 (RIGHTS ISSUE); AND (B) A RESERVATION OF UP TO 1,40,700 ISSUE SHARES FOR THE ELIGIBLE EMPLOYEES OF OUR COMPANY (EMPLOYEE RESERVATION SHARES) AGGRAGATING UP TO ₹ 562.80 LAKH (EMPLOYEE RESERVATION PORTION). THE RIGHTS ISSUE TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ISSUE OF EMPLOYEE RESERVATION SHARES, IS COLLECTIVELY REFERRED TO AS THE ISSUE. THE ISSUE PRICE IS 40 TIMES THE FACE VALUE OF THE EQUITY SHARES. THE ENTIRE ISSUE PRICE FOR THE EQUITY SHARES IS PAYABLE ON APPLICATION. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER ENTITLED 'TERMS OF THE ISSUE' BEGINNING ON PAGE 199 OF THE LETTER OF OFFER.

### NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY

#### ISSUE PROGRAMME

ISSUE OPENS ON  
TUESDAY, APRIL 19, 2022

LAST DATE FOR ON MARKET RENUNCIATIONS\*  
THURSDAY, APRIL 28, 2022

ISSUE CLOSES ON\*\*  
WEDNESDAY, MAY 4, 2022

\*Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

\*\*Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time but not exceeding thirty days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

**ASBA\***

Simple, Safe, Smart way of making an application - Make use of it

\*Application supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, for further details check section on ASBA below

#### Facilities for Application in the Issue:

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circular and the ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please refer to the chapter entitled 'Terms of Issue - Making of an Application through the ASBA process' beginning on page 202 of the Letter of Offer.

#### Application through ASBA Facility

An Investor is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Investors may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block the Application Money payable on the Application in their respective ASBA Accounts. Eligible Employees who have a valid demat account are eligible to participate through ASBA process.

Investors should ensure that they have correctly submitted the Application and have provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form as the case may be, at the time of submission of the Application.

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedPj=yes&itmld=34>.

Please note that subject to SCSBs complying with the requirements of the SEBI circular bearing reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Application may be submitted at the Designated Branches of the SCSBs. Further, in terms of the SEBI circular bearing reference number CIR/CFD/DIL/13/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Lead Manager, our Company, its directors, its employees, affiliates, associates and their respective directors and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

**PLEASE NOTE THAT R-WAP FACILITY WILL NOT BE AVAILABLE FOR THIS ISSUE.**

**ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.**

**ELIGIBLE EMPLOYEES MAY PLEASE NOTE THAT THE EMPLOYEE RESERVATION SHARES CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE DEMAT OF THE ELIGIBLE EMPLOYEE PROVIDED TO THE REGISTRAR TO THE ISSUE.**

#### APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS ON PLAIN PAPER UNDER ASBA PROCESS:

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar to the Issue, the Stock Exchanges or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address or is a U.S. Person or in the United States.

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper application.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

Please note that the Eligible Employees cannot make an application to subscribe to the Issue on plain paper. Any application made other than through the EAF by an Eligible Employee shall be liable to be rejected.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Bhagiradha Chemicals & Industries Limited.;
2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
3. Registered Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date)/DP and Client ID;
4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Issue Shares applied for pursuant to this Issue;
5. Number of Equity Shares held as on the Record Date;
6. Allotment option - only dematerialized form;
7. Number of Equity Shares entitled to;
8. Number of Equity Shares applied for within the Rights Entitlements;
9. Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
10. Total number of Equity Shares applied for;
11. Total amount paid at the rate of ₹ 400 per Equity Share;
12. Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
14. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB); and
16. All such Eligible Equity Shareholders are deemed to have accepted the following:

"We understand that neither the Rights Entitlements nor the Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (U.S. Securities Act), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (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. We understand the Equity Shares referred to in this application are being offered and sold (i) in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act ("Regulation S") to existing shareholders who are non-U.S. Persons and located in jurisdictions where such offer and sale of the Equity Shares is permitted under laws of such jurisdictions and (ii) within the United States or to U.S. Persons that are "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) ("U.S. QIB") pursuant to the private placement exemption set out in Section 4(a)(2) of the U.S. Securities Act, that are also "qualified purchasers" (as defined under the United States Investment Company Act of 1940, as amended) ("QPs") in reliance upon section 3(c)(7) of the U.S. Investment Company Act. We understand that the issue is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Equity Shares or Rights Entitlements in the United States. We confirm that I am/we are (a) not in the United States and a non-U.S. Person and eligible to subscribe for the Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions applicable to such person in connection with the issue, and (c) understand that neither our Company, nor the Registrar, the Lead Manager or any other person acting on behalf of our Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who our Company, the Registrar, the Lead Manager or any other person acting on behalf of our Company have reason to believe is in the United States or is outside of India and ineligible to participate in this issue under the securities laws of their jurisdiction.

"We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. We satisfy, and each account for which we are acting satisfies, (a) all suitability standards for investors in investments of the type described for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.

"We hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled 'Restrictions on Foreign Ownership of Indian Securities' beginning on page 229 of the Letter of Offer.

"We understand and agree that the Rights Entitlements and Equity Shares may not be reoffered, resold, pledged or otherwise except in an offshore transaction in accordance with Regulation S to a person outside the United States and not reasonably known by the transferor to be a U.S. Person by pre-arrangement or otherwise (including, for the avoidance of doubt, a bona fide sale on the NSE or the BSE).

"We acknowledge that we, the Lead Manager, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected. Please note that the Eligible Employees who are Eligible Equity Shareholders may also apply under the Rights Issue. In such a case, application under the Rights Issue and application under the Employee Reservation Portion shall not be considered as multiple applications.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor.

#### LEAD MANAGER TO THE ISSUE

**EMKAY GLOBAL FINANCIAL SERVICES LIMITED**  
7th Floor, The Ruby Senapati Bapat Marg, Dadar - West Mumbai 400 028  
Tel: +91 22 6612 1212  
Email: bcl.rights@emkayglobal.com  
Investor Grievance e-mail: ibg@emkayglobal.com  
Website: [www.emkayglobal.com](http://www.emkayglobal.com)  
Contact Person: Deepak Yadvay/Pranav Nagar  
SEBI Registration No.: INM000011229

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer for any pre-issue/post-issue related matters such as non-receipt of letter of Allotment, non-credit of Allotted Rights Equity Shares in the respective beneficiary account or non-receipt of Refund Orders and other such matters. All grievances relating to the Issue may be addressed to the Registrar to the Issue, with a copy to the SCSB, giving full details such as name, address of the applicant, number of Rights Equity Shares/Employee Reservation Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF/EAF (as the case may be), or the plain paper application, if applicable, was submitted by the Investors.

Date : April 12, 2022  
Place : Hyderabad

Bhagiradha Chemicals & Industries Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on right basis to Eligible Equity Shareholders and reserve portion of Equity Shares for Eligible Employees and has filed a Letter of Offer dated April 5, 2022 with the Stock Exchanges and submitted to the Securities Exchange Board of India (SEBI). The Letter of Offer is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), websites of Stock Exchanges where the Equity Shares are listed i.e., BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, the website of the Lead Manager at [www.emkayglobal.com](http://www.emkayglobal.com). Investors should note that investment in equity shares involves a high degree of risk. The Letter of Offer including the section entitled 'Risk Factors' beginning on page 21 of the Letter of Offer for any investment decision.

#### REGISTRAR TO THE ISSUE

**LINK Intime**  
LINK INTIME INDIA PRIVATE LIMITED  
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India  
Tel: +91 22 4916 6000  
Email: bhagradha.rights@linkintime.co.in  
Investor Grievance Email: bhagradha.rights@linkintime.co.in  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Contact Person: Sumeet Deshpande  
SEBI Registration No.: INR000004058

#### COMPANY

**BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED**  
8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India  
Tel: +91 40 4222 1212  
E-mail: info@bhagrad.com  
Website: [www.bhagrad.com](http://www.bhagrad.com)  
Contact Person: R Sharanya

For Bhagiradha Chemicals & Industries Limited  
On behalf of Board of Directors

R Sharanya

Company Secretary and Compliance Officer

PRESSMAN



BHAGIRADHA  
CHEMICALS

# BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED

Our Company was incorporated as a public limited company under the Companies Act, 1956 at Hyderabad with a certificate of incorporation issued by the Registrar of Companies, Andhra Pradesh (RoC) on July 7, 1993.

For details of changes in the registered office of our Company, please refer to the chapter entitled 'General Information' beginning on page 43 of the Letter of Offer.

Registered Office: 8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India

Contact Person: R Sharanya; Tel: +91 40 4222 1212; Facsimile: +91 40 2354 0444

E-mail: info@bhagrad.com; Website: www.bhagrad.com

Corporate Identification Number: L24219TG1993PLC0159

## OUR PROMOTERS: SINGAVARAPU CHANDRASEKHAR, EADARA JAYALAXMI, DODDA SADASIVUDU AND SINGAVARAPU LALITHA SREE

### FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY ONLY

ISSUE OF UP TO 20,95,924 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (ISSUE SHARES) OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 400 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 390 PER EQUITY SHARE) (ISSUE PRICE), AGGRGATING UP TO ₹ 8,383.70 LAKH BY OUR COMPANY. THE ISSUE COMPRSES: (A) AN ISSUE OF UP TO 19,55,224 ISSUE SHARES TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ON RIGHTS BASIS (RIGHTS EQUITY SHARES) IN THE RATIO OF 4 RIGHTS EQUITY SHARES FOR EVERY 17 FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON APRIL 9, 2022 (RIGHTS ISSUE); AND (B) A RESERVATION OF UP TO 1,40,700 ISSUE SHARES FOR THE ELIGIBLE EMPLOYEES OF OUR COMPANY (EMPLOYEE RESERVATION SHARES) AGGRGATING UP TO ₹ 562.80 LAKH (EMPLOYEE RESERVATION PORTION), THE RIGHTS ISSUE TO THE ELIGIBLE EQUITY SHAREHOLDERS AND ISSUE OF EMPLOYEE RESERVATION SHARES, IS COLLECTIVELY REFERRED TO AS THE ISSUE. THE ISSUE PRICE IS 40 TIMES THE FACE VALUE OF THE EQUITY SHARES. THE ENTIRE ISSUE PRICE FOR THE EQUITY SHARES IS PAYABLE ON APPLICATION. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER ENTITLED TERMS OF THE ISSUE BEGINNING ON PAGE 199 OF THE LETTER OF OFFER.

### NOTICE TO ELIGIBLE EQUITY SHAREHOLDERS AND ELIGIBLE EMPLOYEES OF OUR COMPANY

#### ISSUE PROGRAMME

ISSUE OPENS ON  
TUESDAY, APRIL 19, 2022

LAST DATE FOR ON MARKET RENUNCIATIONS\*  
THURSDAY, APRIL 28, 2022

ISSUE CLOSES ON\*\*  
WEDNESDAY, MAY 4, 2022

\*Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

\*\*Our Board or a duly authorized committee thereof will have the right to extend the issue period as it may determine from time to time but not exceeding thirty days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

**ASBA\***

Simple, Safe, Smart way of making an application - Make use of it

\*Application supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, for further details check section on ASBA below

Facilities for Application in the Issue:

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circular and the ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, please refer to the chapter entitled 'Terms of Issue - Making of an Application through the ASBA process' beginning on page 202 of the Letter of Offer.

Application through ASBA Facility

An Investor is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Investors may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block the Application Money payable on the Application in their respective ASBA Accounts. Eligible Employees who have a valid demat account are eligible to participate through ASBA process. Investors should ensure that they have correctly submitted the Application and have provided an authorization to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form as the case may be, at the time of submission of the Application.

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=34>.

Please note that subject to SCSBs complying with the requirements of the SEBI circular bearing reference number CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Application may be submitted at the Designated Branches of the SCSBs. Further, in terms of the SEBI circular bearing reference number CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCSBs on their own account using ASBA facility, each such SCSB should have a separate account in its own name with any other SEBI registered SCSB(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

The Lead Manager, our Company, its directors, its employees, affiliates, associates and their respective directors and officers and the Registrar to the Issue shall not take any responsibility for acts, mistakes, errors, omissions and commissions etc., in relation to Applications accepted by SCSBs, Applications uploaded by SCSBs, Applications accepted but not uploaded by SCSBs or Applications accepted and uploaded without blocking funds in the ASBA Accounts.

PLEASE NOTE THAT R-WAP FACILITY WILL NOT BE AVAILABLE FOR THIS ISSUE.

ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE RIGHTS EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.

ELIGIBLE EMPLOYEES MAY PLEASE NOTE THAT THE EMPLOYEE RESERVATION SHARES CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND IN THE DEMAT OF THE ELIGIBLE EMPLOYEE PROVIDED TO THE REGISTRAR TO THE ISSUE.

APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS ON PLAIN PAPER UNDER ASBA PROCESS:

An Eligible Equity Shareholder in India who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of Application Form as detailed above. In such cases of non-receipt of the Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source may make an Application to subscribe to this Issue on plain paper with the same details as per the Application Form that is available on the website of the Registrar to the Issue, the Stock Exchanges or the Lead Manager. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorizing such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address or is a U.S. Person or in the United States.

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. Please note that SCSBs shall accept such applications only if all details required for making the application as per the SEBI ICDR Regulations are specified in the plain paper application.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

Please note that the Eligible Employees cannot make an application to subscribe to the Issue on plain paper. Any application made other than through the EAF by an Eligible Employee shall be liable to be rejected.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Bhagiradha Chemicals & Industries Limited;
2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
3. Registered Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date) DP and Client ID;
4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Issue Shares applied for pursuant to this Issue;
5. Number of Equity Shares held on the Record Date;
6. Allotment option - only dematerialized form;
7. Number of Equity Shares entitled to;
8. Number of Equity Shares applied for within the Rights Entitlements;
9. Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
10. Total number of Equity Shares applied for;
11. Total amount paid at the rate of ₹ 400 per Equity Share;
12. Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
14. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB); and
16. All such Eligible Equity Shareholders are deemed to have accepted the following:

\*We understand that neither the Rights Entitlements nor the Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (U.S. Securities Act), or any United States securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (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. We understand the Equity Shares referred to in this application are being offered and sold (i) in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act ("Regulation S") to existing shareholders who are non-U.S. Persons and located in jurisdictions where such offer and sale of the Equity Shares is permitted under laws of such jurisdictions and (ii) within the United States or to U.S. Persons that are "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) ("U.S. QIB") pursuant to the private placement exemption set out in Section 4(a)(2) of the U.S. Securities Act, that are also "qualified purchasers" (as defined under the United States Investment Company Act of 1940, as amended) ("QPs") in reliance upon section 3(c)(7) of the U.S. Investment Company Act; we understand that the issue is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation thereof of an offer to buy any of the same Equity Shares or Rights Entitlements in the United States. We confirm that I am/we are (a) not in the United States and a non-U.S. Person and eligible to subscribe for the Equity Shares under applicable securities laws, (b) complying with laws of jurisdictions applicable to such person in connection with the issue, and (c) understand that neither our Company, nor the Registrar, the Lead Manager or any other person acting on behalf of our Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who our Company, the Registrar, the Lead Manager or any other person acting on behalf of our Company have reason to believe is in the United States or is outside of India and ineligible to participate in this issue under the securities laws of their jurisdiction.

We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. We satisfy, and each account for which I/we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction of residence.

We hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled 'Restrictions on Foreign Ownership of Indian Securities' beginning on page 229 of the Letter of Offer.

We understand and agree that the Rights Entitlements and Equity Shares may not be reoffered, resold, pledged or otherwise except in an offshore transaction in accordance with Regulation S to a person outside the United States and not reasonably known by the transferor to be a U.S. Person by pre-arrangement or otherwise (including, for the avoidance of doubt, a bona fide sale on the NSE or the BSE).

We acknowledge that we, the Lead Manager, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.\*

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected. Please note that the Eligible Employees who are Eligible Equity Shareholders may also apply under the Rights Issue. In such a case, application under the Rights Issue and application under the Employee Reservation Portion shall not be considered as multiple applications.

Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor.

LEAD MANAGER TO THE ISSUE

**EMKAY GLOBAL FINANCIAL SERVICES LIMITED**  
7<sup>th</sup> Floor, The Ruby Senapati Bapat Marg, Dadar - West Mumbai 400 028  
Tel: +91 22 66121212  
Email: bcl.rights@emkayglobal.com  
Investor Grievance e-mail: log@emkayglobal.com  
Website: [www.emkayglobal.com](http://www.emkayglobal.com)  
Contact Person: Deepak YadanPranav Nagar  
SEBI Registration No.: INM00001129

REGISTRAR TO THE ISSUE

**LINK Intime**  
LINK INTIME INDIA PRIVATE LIMITED  
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083, Maharashtra, India  
Tel: +91 22 4918 6000  
Email: bhagradha.rights@linkintime.co.in  
Investor Grievance Email: bhagradha.rights@linkintime.co.in  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)  
Contact Person: Sumeet Deshpande  
SEBI Registration No.: INR000004058

COMPANY

**BHAGIRADHA CHEMICALS & INDUSTRIES LIMITED**  
8-2-269/S/3/A, Plot No. 3, Sagar Society, Road No. 2, Banjara Hills, Hyderabad - 500034, Telangana, India  
Tel: +91 40 4222 1212  
E-mail: info@bhagrad.com  
Website: [www.bhagrad.com](http://www.bhagrad.com)  
Contact Person: R Sharanya

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer for any pre-issue/post-issue related matters such as non-receipt of letter of Allotment, non-credit of Allotted Rights Equity Shares in the respective beneficiary account or non-receipt of Refund Orders and such other matters. All grievances relating to the Issue may be addressed to the Registrar to the Issue, with a copy to the SCSB, giving full details such as name, address of the applicant, number of Rights Equity Shares/Employee Reservation Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF/EAF (as the case may be), or the plain paper application, if applicable, was submitted by the Investors.

Date : April 12, 2022

Place : Hyderabad

Bhagiradha Chemicals & Industries Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on right basis to Eligible Equity Shareholders and reserve portion of Equity Shares for Eligible Employees and has filed a Letter of Offer dated April 5, 2022 with the Stock Exchanges and submitted to the Securities Exchange Board of India (SEBI). The Letter of Offer is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), websites of Stock Exchanges where the Equity Shares are listed i.e., BSE and NSE at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, the website of the Lead Manager at [www.emkayglobal.com](http://www.emkayglobal.com). Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section entitled 'Risk Factors' beginning on page 21 of the Letter of Offer. Potential investors should not rely on the Letter of Offer for any investment decision.

For Bhagiradha Chemicals & Industries Limited

On behalf of Board of Directors

sd-  
R Sharanya

Company Secretary and Compliance Officer

PRESSMAN