



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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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 COMPRISES: (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 CLOSURES 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 Renouncers 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?do=RecognisedFpi=yes&intId=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 76 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:

- Name of our Company, being Bhagiradha Chemicals & Industries Limited;
- 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);
- 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;
- 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;
- Number of Equity Shares held as on the Record Date;
- Allotment option - only dematerialised form;
- Number of Equity Shares entitled to;
- Number of Equity Shares applied for within the Rights Entitlements;
- Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
- Total number of Equity Shares applied for;
- Total amount paid at the rate of ₹ 400 per Equity Share;
- Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- 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;
- Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- 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
- All such Eligible Equity Shareholders are deemed to have accepted the following:
"I/We understand that neither the Rights Entitlements nor the Equity Shares held on, 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. I/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. I/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. I/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	REGISTRAR TO THE ISSUE	COMPANY
<div><div>EMKAY GLOBAL FINANCIAL SERVICES LIMITED 7th Floor, The Ruby Senapati Bapat Marg, Dadar - West Mumbai 400 028 Tel: +91 22 66121212 Email: boi.rights@emkayglobal.com Investor Grievance e-mail: ibg@emkayglobal.com Website: www.emkayglobal.com Contact Person: Deepak Yadav/Pranav Nagar SEBI Registration No.: INM000011229</div></div>	<div><div>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: bhagiradha.rights@linkintime.co.in Investor Grievance Email: bhagiradha.rights@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058</div></div>	<div><div>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 Contact Person: R Sharanya</div></div>

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.

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
C H E M I C A L S

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 COMPRISES: (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 CLOSSES 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 Renounees 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?do=RecognisedFPI=yes&intmid=34>.

Please note that subject to SCSBs complying with the requirements of the SEBI circular bearing reference number GIR/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 dematerialised 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:

"I/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. I/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) (**'QIPs'**) in reliance upon section 3(c)(7) of the U.S. Investment Company Act. I/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. I/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.

The plain paper Application format will be available on the website of the Registrar at www.linkintime.co.in. Our Company, the Lead Manager and the Registrar to the Issue shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Investors' ASBA Accounts on or before the Issue Closing Date.

OVERSEAS SHAREHOLDERS: The distribution of the Letter of Offer, the Abridged Letter of Offer, the CAF, the EAF, the Rights Entitlement Letter, any other issue material and issue of the Issue Shares to persons in certain jurisdictions outside India may be restricted by legal requirements prevailing in those jurisdictions. Persons into whose possession the Letter of Offer, the Abridged Letter of Offer, the CAF, the EAF, or the Rights Entitlement Letter may come are required to inform themselves about, and observe, such restrictions. For details, please refer to the chapter entitled 'Restrictions on Foreign Ownership of Indian Securities' beginning on page 229 of Letter of Offer.

Our Company is making this Issue to the Eligible Equity Shareholders and Eligible Employees and will dispatch the Letter of Offer, the Abridged Letter of Offer, the CAF, the EAF, the Rights Entitlement Letter and any other issue material only to such Eligible Equity Shareholders and Eligible Employees who have provided an Indian address to our Company. In case such Eligible Equity Shareholder and/or Eligible Employee have provided their valid e-mail address the Letter of Offer, the Abridged Letter of Offer, CAF/EAF (as the case may be), the Rights Entitlement Letter and other issue material will be sent only to their valid e-mail address and in case such Eligible Equity Shareholder and/or Eligible Employee have not provided their e-mail address, then the Letter of Offer, the Abridged Letter of Offer, CAF/EAF (as the case may be), the Rights Entitlement Letter and other issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

NO OFFER IN UNITED STATES: The Rights Entitlements and the Issue Shares have not been and will not be registered under the Securities Act, or any U.S. state securities laws and may not be offered, sold, resold or otherwise transferred within the United States of America or the territories or possessions thereof (United States or U.S.) or to, or for the account or benefit of, 'U.S. persons' (as defined in Regulation S under the Securities Act). The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Issue Shares or Rights Entitlement for sale in the United States or as a solicitation therein of an offer to buy any of the Issue Shares or Rights Entitlement. There is no intention to register any portion of the Issue or any of the securities described herein in the United States or to conduct a public offering of securities in the United States. Accordingly, the Letter of Offer, the Abridged Letter of Offer, the CAF and the EAF should not be forwarded to or transmitted in or into the United States at any time. In addition, until the expiry of 40 days after the commencement of the Issue, an offer or sale of rights Entitlements or Issue Shares within the United States by a dealer (whether or not it is participating in the Issue) may violate the registration requirements of the Securities Act.

Neither our Company nor any person acting on our behalf will accept a subscription or renunciation from any person, or the agent of any person, who appears to be, or who our Company or any person acting on our behalf has reason to believe is, either a U.S. Person or otherwise in the United States when the buy order is made. Envelopes containing a CAF/EAF should not be postmarked in the United States or otherwise dispatched from the United States or any other jurisdiction where it would be illegal to make an offer. No payments for subscribing to the Issue Shares shall be made from US bank accounts and all persons subscribing to the Issue Shares in the Issue and wishing to hold such Issue Shares in registered form must provide an address for registration of these Issue Shares in India. Our Company is making the Issue to Eligible Equity Shareholders and Eligible Employees and the Letter of Offer, the Abridged Letter of Offer, the CAF and the EAF will be dispatched only to Eligible Equity Shareholders and Eligible Employees who have provided an Indian address to our Company. Any person who acquires Rights Entitlements and the Issue Shares will be deemed to have declared, represented, warranted and agreed, by accepting the delivery of this Letter of Offer, that, (i) it is not and that at the time of subscribing for such Issue Shares or acquiring the Rights Entitlements, it will not be, in the United States; (ii) it is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States when the buy order is made; and (iii) it is authorised to acquire the Rights Entitlements and the Issue Shares in compliance with all applicable laws and regulations.

Our Company reserves the right to treat any CAF/EAF as invalid which: (i) does not include the certification set out in the CAF/EAF to the effect that the subscriber is not a U.S. Person and does not have a registered address (and is not otherwise located) in the United States and is authorised to acquire the Issue Shares or Rights Entitlement in compliance with all applicable laws and regulations; (ii) appears to us or our agents to have been executed in or dispatched from the United States; (iii) appears to us or our agents to have been executed by a U.S. Person; (iv) where a registered Indian address is not provided; or (v) where our Company believes that CAF/EAF is incomplete or acceptance of such CAF/EAF may infringe applicable legal or regulatory requirements; and our Company shall not be bound to allot or issue any Issue Shares or Rights Entitlement in respect of any such CAF/EAF. Our Company is informed that there is no objection to a United States shareholder selling its Rights Entitlements in India. However, Rights Entitlements may not be transferred or sold to any person in the United States.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in the Application Form or a plain paper Application is Wednesday, May 4, 2022 i.e., 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.

If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB, on or before the Issue Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board or any committee thereof shall be at liberty to dispose of the Issue Shares hereby offered, as set out in the chapter entitled 'Terms of Issue - Basis of Allotment' on page 222 of the Letter of Offer.

Please note that on the Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchanges.

Please ensure that the Application Form and necessary details are filled in. In place of Application number, Investors can mention the reference number of the e-mail received from Registrar informing about their Rights Entitlement or last eight digits of the demat account. Alternatively, SCSBs may mention their internal reference number in place of application number. In case of Eligible Employees, the Employee ID is required to be mentioned as the EAF number.

INVESTORS MAY PLEASE NOTE THAT EQUITY SHARES CAN BE TRADED ON THE STOCK EXCHANGES ONLY IN DEMATERIALIZED FORM.

LISTING: The existing Equity Shares are listed on the BSE Limited (**BSE**) and the National Stock Exchange of India Limited (**NSE**, together with the BSE, collectively, referred to as the **Stock Exchanges**). Our Company has received 'in-principle' approvals from the BSE and NSE for listing the Issue Shares to be allotted pursuant to this Issue vide their letters dated March 31, 2022, respectively. For the purposes of the Issue, BSE is the Designated Stock Exchange.

DISCLAIMER CLAUSE OF SEBI: IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THE LETTER OF OFFER TO SEBI SHOULD NOT IN ANYWAY, BE DEEMED OR CONSTRUED THAT SEBI HAS CLEARED OR APPROVED THE LETTER OF OFFER. THE INVESTORS ARE ADVISED TO REFER TO THE FULL TEXT 'DISCLAIMER CLAUSE OF SEBI' BEGINNING ON PAGE 191 OF THE LETTER OF OFFER.

DISCLAIMER CLAUSE OF BSE (DESIGNATED STOCK EXCHANGE): IT IS TO BE DISTINCTLY UNDERSTOOD THAT THE PERMISSION GIVEN BY BSE LIMITED SHOULD NOT IN ANYWAY BE DEEMED OR CONSTRUED THAT THE LETTER OF OFFER HAS BEEN CLEARED OR APPROVED BY BSE LIMITED, NOR DOES IT CERTIFY THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THE LETTER OF OFFER. THE INVESTORS ARE ADVISED TO REFER TO THE LETTER OF OFFER FOR THE FULL TEXT OF THE 'DISCLAIMER CLAUSE OF THE BSE LIMITED' ON PAGE 194 OF THE LETTER OF OFFER.

DISCLAIMER CLAUSE OF NSE: IT IS TO BE DISTINCTLY UNDERSTOOD THAT THE PERMISSION GIVEN BY NSE SHOULD NOT IN ANYWAY BE DEEMED OR CONSTRUED THAT THE LETTER OF OFFER HAS BEEN CLEARED OR APPROVED BY NSE NOR DOES IT CERTIFY THE CORRECTNESS OR COMPLETENESS OF ANY OF THE CONTENTS OF THE LETTER OF OFFER. THE INVESTORS ARE ADVISED TO REFER TO THE LETTER OF OFFER FOR THE FULL TEXT OF THE 'DISCLAIMER CLAUSE OF NSE' ON PAGE 194 OF THE LETTER OF OFFER.

BANKER TO THE ISSUE: ICICI Bank Limited

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS:

In accordance with the SEBI ICDR Regulations, our Company will send, only through email, the Abridged Letter of Offer, CAF/EAF (as the case may be) and applicable Issue materials to the email addresses of all the Eligible Equity Shareholders and Eligible Employees who have provided their Indian addresses to our Company. In case such Eligible Equity Shareholders and Eligible Employees have provided their valid email address, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders and Eligible Employees have not provided their e-mail address, then the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Further, the Letter of Offer will be sent/dispached, by the Registrar to the Issue on behalf of our Company to the Eligible Equity Shareholders and Eligible Employees who have provided Indian address and who have made a request in this regard. In case such Eligible Equity Shareholders and Eligible Employees have provided their valid e-mail address, the Letter of Offer will be sent only to their valid e-mail address and in case such Eligible Equity Shareholders and Eligible Employees have not provided their e-mail address, then the Letter of Offer will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

In accordance with the above, the dispatch of the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and the EAF has been completed in electronic form through email on April 12, 2022 and physically through speed post on April 12, 2022.

Investors can access the Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder or Eligible Employee is eligible to subscribe for the Issue Shares under applicable laws) on the websites of:

1. our Company at www.bhagirad.com; 2. the Registrar at www.linkintime.co.in; 3. the Lead Manager at www.emkayglobal.com; and 4. the Stock Exchanges at www.nseindia.com and www.bseindia.com.

Eligible Equity Shareholders who have not received the CAF may apply, along with the requisite application money, by using the CAF available on the websites above, or on plain paper, with the same details as per the CAF available online. Eligible Employees cannot make an application to subscribe to the Issue on plain paper. Any application made by an Eligible Employee other than through the EAF, shall be liable to be rejected.

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar to the Issue (i.e., www.linkintime.co.in) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (i.e., www.bhagirad.com).

Please note that neither our Company nor the Registrar to the Issue nor the Lead Manager shall be responsible for non-dispatch of physical copies of Issue materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the CAF/EAF (as the case may be) or delay in the receipt of the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter or the CAF/EAF (as the case may be) attributable to non-availability of the e-mail addresses of Eligible Equity Shareholders or electronic transmission delays or failures, or if the CAF/EAF (as the case may be) or the Rights Entitlement Letters are delayed or misplaced in the transit.

The LoF is also available on the website of SEBI at www.sebi.gov.in.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY
 EMKAY GLOBAL FINANCIAL SERVICES LIMITED 7 th Floor, The Ruby Senapat Bapat Marg, Dadar - West Mumbai 400 028 Tel: +91 22 66121212 Email: boil.rights@emkayglobal.com Investor Grievance e-mail: ibg@emkayglobal.com Website: www.emkayglobal.com Contact Person: Deepak Yadav/Pranav Nagar SEBI Registration No.: INM000011229	 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: bhagiradha.rights@linkintime.co.in Investor Grievance Email: linkintiradha.rights@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumeet Deshpande SEBI Registration No.: INR000004058	 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 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.

For **Bhagiradha Chemicals & Industries Limited**

On behalf of Board of Directors

sd/-

R Sharanya

Company Secretary and Compliance Officer

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 SEBI. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, websites of Stock Exchanges where the Equity Shares are listed i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively, the website of the Lead Manager at www.emkayglobal.com. Investors should note that investment in equity shares involves a high degree of risk and are requested to refer 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.

PRESSMAN

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 & 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 COMPRISES: (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 Renounees 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?do=RecognisedFpi-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/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:

- Name of our Company, being Bhagiradha Chemicals & Industries Limited,;
- 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);
- 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;
- 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;
- Number of Equity Shares held as on the Record Date;
- Allotment option - only dematerialised form;
- Number of Equity Shares entitled to;
- Number of Equity Shares applied for within the Rights Entitlements;
- Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for);
- Total number of Equity Shares applied for;
- Total amount paid at the rate of ₹ 400 per Equity Share;
- Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB;
- In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FNRR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained;
- Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
- 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
- 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. QIBs") 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 Securities Investment Company Act of 1940, as amended) ("QPIs") 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	REGISTRAR TO THE ISSUE	COMPANY
<p>EMKAY GLOBAL FINANCIAL SERVICES LIMITED 7th Floor, The Ruby Senapati Bapat Marg, Dadar - West Mumbai 400 028 Tel: +91 22 66121212 Email: bcl.rights@emkayglobal.com Investor Grievance e-mail: itg@emkayglobal.com Website: www.emkayglobal.com Contact Person: Deepak Yadav/Pranav Nagar SEBI Registration No.: INM000011229</p>	<p>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: bhagiradha.rights@linkintime.co.in Investor Grievance Email: bhagiradha.rights@linkintime.co.in Website: www.linkintime.co.in Contact Person: Sumet Deshpande SEBI Registration No.: INF000004058</p>	<p>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 Contact Person: R Sharanya</p>

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 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 SEBI. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, websites of Stock Exchanges where the Equity Shares are listed (i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively, the website of the Lead Manager at www.emkayglobal.com. Investors should note that investment in equity shares involves a high degree of risk and are requested to refer 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