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# B. D. Industries (Pune) Limited



(Please scan this QR code to view the RHP)

B. D. Industries (Pune) Limited was originally incorporated as "B. D. Industries (Pune) Private Limited" on April 16, 2010 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Mumbai with CIN U25203MH2010PTC202092. Further, our Company was converted into Public Limited Company pursuant to special resolution passed by the shareholders of our Company in their meeting held on December 10, 2012 and the name of our Company was changed to "B. D. Industries (Pune) Limited" and a Fresh Certificate of Incorporation consequent upon conversion of Company to Public Limited dated December 24, 2012 was issued by Central Processing Centre bearing CIN: U25203MH2010PLC202092.

Registered Office: 15th Flr. 1501-B, Universal Majestic, P. L. Khokhande Marg, G. M. Link Road, Nr. B. K. International School, Mumbai City, Govandi West Mumbai, Maharashtra, India, 400043, India  
Telephone: 022-6249-0801. Email: cs@bdi-group.org. Website: www.bdi-group.org. Contact Person: Prerana Bhargav Gor, Company Secretary & Compliance Officer; Corporate Identity Number: U25203MH2010PLC202092

## PROMOTERS OF OUR COMPANY: DALBIRPAL SAINI, ARTI SAINI, AKSHAY SAINI, RAHUL SAINI

### THE ISSUE

INITIAL PUBLIC OFFER OF UPTO 42,00,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH ("EQUITY SHARES") OF B. D. INDUSTRIES (PUNE) LIMITED ("OUR COMPANY" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹[+] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [•] PER EQUITY SHARE) FOR CASH, AGGREGATING UPTO ₹[+] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,16,000 EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN ISSUE PRICE OF ₹[+] PER EQUITY SHARE FOR CASH, AGGREGATING ₹[+] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 39,84,000 EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN ISSUE PRICE OF ₹[+] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹[+] LAKHS IS HEREAFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 29.56% AND 28.04%, RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

The average cost of acquisition of Equity Shares by our Promoters are as follows:

| Name of Promoter | No. of shares held | Average Cost of Acquisition (in ₹) |
|------------------|--------------------|------------------------------------|
| Dalbirpal Saini  | 5,105,100          | 10.59                              |
| Arti Saini       | 3,103,100          | 0.00                               |
| Akshay Saini     | 900,880            | 0.00                               |
| Rahul Saini      | 900,890            | 0.00                               |

# As certified by M/s Jagdish & Harish, Chartered Accountants, by way of their certificate dated February 10, 2025.

OUR COMPANY IS ENGAGED IN THE BUSINESS OF MANUFACTURING AND TRADING OF PLASTIC PRODUCTS FOR VARIED INDUSTRIES.

THE ISSUE IS BEING MADE IN ACCORDANCE WITH REGULATION 229(2) OF CHAPTER IX OF THE SEBI (ICDR) REGULATIONS, 2018 AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE ("BSE SME")

### ALLOCATION TO THE ISSUE

| QIB PORTION                 | NOT MORE THAN 50% OF THE NET ISSUE                    |
|-----------------------------|---|
| NON-INSTITUTIONAL PORTION   | NOT LESS THAN 15% OF THE NET ISSUE                    |
| INDIVIDUAL INVESTOR PORTION | NOT LESS THAN 35% OF THE NET ISSUE                    |
| MARKET MAKER PORTION        | UPTO 2,16,000 EQUITY SHARES (I.E. 5.14% OF THE ISSUE) |

**PRICE BAND: ₹ 102 TO ₹ 108 PER EQUITY SHARE OF FACE VALUE OF ₹ 10/- EACH.**

**THE FLOOR PRICE IS 10.20 TIMES THE FACE VALUE AND**

**THE CAP PRICE IS 10.80 TIMES THE FACE VALUE.**

**BIDS CAN BE MADE FOR A MINIMUM LOT SIZE OF 2,400 EQUITY SHARES AND**

**IN MULTIPLES OF 1,200 EQUITY SHARES THEREAFTER.**

**THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10/- EACH.**

**THE ISSUE PRICE IS [•] TIMES OF THE VALUE OF THE EQUITY SHARES.**

In accordance with the recommendation of a Committee of Independent Directors (consisting of Mr. Sanjay Damani (Chairman) and Mr. Vijay Kalantri), the above provided Price Band is justified based on quantitative factors / KPIs as disclosed in the "Basis of Issue Price" beginning on page no. 93 of the Red Herring Prospectus section vis-a-vis the WACA of primary issuance / secondary transactions as disclosed in the "Basis of Issue Price" section.

**IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.**

In relation to Price Band, potential investors should only refer to this price band advertisement for the Issue and should not rely on any media articles/ reports in relation to the valuation of our Company as these are not endorsed, published or confirmed either by our Company or by the BRLM.

### RISKS TO INVESTORS

- Our company is significantly dependent on few customers for our revenue in a particular financial year. The loss of any one or more of such customers may have a material effect on our business operations and profitability.
- We are dependent on a few suppliers for supply of raw materials and any major disruption to the timely and adequate supplies of our raw materials could adversely affect our business, results of operations and financial condition.
- We face foreign exchange risks, primarily in our import and procurement operations that could adversely affect our results of operations.
- Majority of revenue contribution comes from the Maharashtra, Madhya Pradesh, Punjab, Haryana, Telangana, Karnataka and Tamilnadu which contributed 85.19%, 79.67% and 87.05% of our revenue from Operations in for Fiscal 2025, 2024 and 2023, respectively.
- Our Dewas manufacturing facility (Madhya Pradesh) and Registered Office are not owned by us and we have only leasehold rights. In the event we lose or are unable to renew such leasehold rights, our business, results of operations, financial condition and cash flows may be adversely affected.
- Association of one of our directors with a previously Struck-off Company may adversely impact our Company in the event of future litigation or penalties.
- Average cost of acquisition of equity shares for our Promoters are mentioned below and Issue Price at higher end of the price band is ₹ 108.00 per share.

| Name of Promoter | No. of shares held | Average Cost of Acquisition (in ₹) |
|------------------|--------------------|------------------------------------|
| Dalbirpal Saini  | 5,105,100          | 10.59                              |
| Arti Saini       | 3,103,100          | 0.00                               |
| Akshay Saini     | 900,880            | 0.00                               |
| Rahul Saini      | 900,890            | 0.00                               |

- Based on the lower end and higher end of the Price Band, the total market valuation of the Company will be ₹ 14,494.20 lakhs and ₹ 15,346.80 lakhs respectively.

- Weighted average cost of acquisition ("WACA"):** Since there are no such transaction to report to under (a), (b) and (c) above, comparison of Weighted Average Cost of Acquisition (WACA) with IPO Floor Price & Cap Price is not possible.

| Past Transactions                | WACA | IPO Floor Price - [•] | IPO Cap Price - [•] |
|----------------------------------|------|-----------------------|---------------------|
| WACA of Primary Issuance*        | NIL  | NA                    | NA                  |
| WACA of Secondary transactions** | NIL  | NA                    | NA                  |

\* Excluding the shares issued under issuance of bonus shares

\*\* Excluding the shares acquired / sold for minimum requirement of 7 shareholders at the time of conversion from Private Limited to Public Limited.

- The BRLM associated with the Issue (Aryaman Financial Services Limited) has handled 14 public issues (3 Main Board & 11 SME Issue) in the past 3 financial year, out of which 1 issues (1 Main Board) closed below the Issue Price on listing date.

## BID / OFFER PROGRAMME

## ANCHOR INVESTOR\*: JULY 29, 2025

## OPENS ON: JULY 30, 2025

## CLOSES ON: AUGUST 01, 2025

\*Our Company in consultation with the BRLM may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid / Offer Opening Date in accordance with the SEBI ICDR Regulations.

### ASBA\*

Simple, Safe, Smart way of Application !!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.

Mandatory in Public Issues. No Cheque will be accepted



UPI-Now available in ASBA for all individual investors applying in public issues where the application amount is up to ₹ 5,00,000, applying through Registered Brokers, Syndicate, CDP&S & RTAs. Individual Investors and Non-Institutional Investors also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 and press release dated June 25, 2021.

ASBA has to be availed by all the investors except anchor investors. UPI may be availed by Individual Investor Portion and Non-Institutional Investors with an application size of up to ₹ 5,00,000 in the Non-Institutional Portion. For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Issue Procedure" on page 249 of the Red Herring Prospectus. The process is also available on the website of Association of Investment Banks of India ("AIBI") and Stock Exchange and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of BSE Limited ("BSE" or "the Stock Exchange") and can be obtained from the list of banks that is displayed on the website of SEBI at [www.sebi.gov.in/sebiweb/other/OtherAction.do?do=doRecoginseidfp=yaskintmid=35](http://www.sebi.gov.in/sebiweb/other/OtherAction.do?do=doRecoginseidfp=yaskintmid=35) and [www.sebi.gov.in/sebiweb/other/OtherAction.do?do=doRecoginseidfp=yaskintmid=43](http://www.sebi.gov.in/sebiweb/other/OtherAction.do?do=doRecoginseidfp=yaskintmid=43), respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: [www.sebi.gov.in](http://www.sebi.gov.in). Bids Bidding using the UPI mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. ASBA Bank Limited has been appointed as Sponsor Banks for the Issue, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For issue related queries, please contact the BRLM on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPIC at the toll free number: 18001201740 and mail id: [ipu@npic.org.in](mailto:ipu@npic.org.in).

In case of any revision in the Price Band, the Bid / Offer Period will be extended by at least 3 (three) additional Working Days after such revision in the Price Band, subject to the Bid / Offer Period not exceeding 10 (ten) Working Days. In case of force majeure, banking strike or similar unforeseen circumstances, our Company may, for reasons to be recorded in writing, extend the Bid / Issue Period for a minimum of 1 (one) Working Day, subject to the Bid / Issue Period not exceeding 10 (ten) Working Days. Any revision in the Price Band and the revised Bid / Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchange, by issuing a public notice, and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank(s), as applicable. In case of revision of price band, the Bid / Offer shall remain the same.

This Issue is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 252 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"). The Issue is being made for at least 25% of the post-Issue paid-up Equity Share capital of our Company. This Issue is being made through the Book Building Process in accordance with Regulation 229(2) of the SEBI ICDR Regulations wherein not more than 50% of the Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") and each portion of the "QIB Portion", provided that our Company in consultation with the BRLM may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with SEBI ICDR Regulations ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds. Bidders to valid Bids being received at or above the Issue Price. Further, not less than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders out of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹ 200,000 and up to ₹ 1,000,000 and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹ 1,000,000 provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders and not less than 30% of the Issue shall be available for allocation to Individual Bidders in accordance with the SEBI ICDR Regulations subject to valid Bids being received at or above the Issue Price. All Potential Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilising the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) and UPI ID in case of UPI Bidders using the UPI Mechanism, as applicable, pursuant to which their corresponding Bid Amounts will be blocked by the Self Certified Designated Banks ("SCSBs") or the Sponsor Banks under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" on page 249 of the Red Herring Prospectus.

Bidders / Applicants should ensure that their DP ID, PAN, Client ID and UPI ID (for Bidding through the UPI mechanism) are correctly filled in the Bid cum Application Form. The DP ID, PAN and Client ID provided in the Bid cum Application Form should match with the DP ID, PAN, Client ID available in the Depository database. Otherwise, the Bid cum Application Form is liable to be rejected. Investors/ Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active.

Investors/Applicants should note that on the basis of the PAN, DP ID, Client ID and UPI ID (for Bids bidding through the UPI mechanism) as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorised the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for giving Allotment Advice or unbidding of ASBA Account or for other correspondence(s) related to the Issue. Investors/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Investors'/Applicants' sole risk. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with Central Board of Direct Taxes notification dated February 13, 2020 and press release dated June 25, 2021 and September 17, 2021 and CBDT Circular No. 17 of 2022 dated March 30, 2022 read with press release dated March 28, 2023.

**Contents of the Memorandum of Association of the Company as regards its objects:** For information on the main objects of the Company, please see the section "History and Certain Corporate Matters" on page 123 of the RHP. The Memorandum of Association of the Company is a material document for inspection in relation to the Issue. For further details, please see the section titled "Material Contracts and Documents for Inspection" on page 256 of the RHP.

**Liability of the members of the Company:** Limited by shares  
**Amount of share capital of the Company and Capital structure:** As on the date of the RHP: the authorised share capital of the Company is ₹ 1,500 lakhs divided into 150,00 lakhs Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up share capital of the Company is ₹ 1,001.00 lakhs divided into 100,100 lakhs Equity Shares of face value ₹ 10 each. For details, please see the section titled "Capital Structure" on page 71 of the RHP.

**Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them:** The names of the signatories of the Memorandum of Association of the Company are Dalbirpal Saini and Akshay Chopra. For details on the share capital history and capital structure of the Company, please see the section titled "Capital Structure" beginning on page 71 of the RHP.

**Listing:** The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited ("BSE SME") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018. Our Company has received an "in-principle" approval from BSE for the listing of the Equity Shares pursuant to letter dated June 02, 2025. For the purposes of the Issue, BSE shall be the Designated Stock Exchange.

A signed copy of the Red Herring Prospectus has been filed and the Prospectus shall be delivered to the RoC in accordance with Sections 26(4) and 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Offer Closing Date, see "Material Contracts and Documents for Inspection" on page 256 of the RHP.

**Disclaimer Clause of Securities and Exchange Board of India ("SEBI"):** Since the Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the Draft Red Herring Prospectus was not filed with and the SEBI shall not issue any observation on Offer Document. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire "Disclaimer Clause of SEBI" on page 225 of the Red Herring Prospectus.

**Disclaimer Clause of BSE (Designated Stock Exchange):** It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the contents of the Red Herring Prospectus or the price at which the Equity Shares are offered has been related, solicited or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to page 228 of the RHP for the full text of the disclaimer clause of BSE.

**General Risk:** Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 26 of the RHP.

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