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Fixed Price Issue



(Please scan this QR Code to view the Prospectus)

CIN: U17110DL2005PLC260403

The Company was originally incorporated as Rajneesh Spinners Private Limited on 27th April, 2005 as a Private Limited Company under Companies Act, 1956 with the Registrar of Companies Punjab, H.P. & Chandigarh. Further, pursuant to the Special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on 28th November 2013, the name of our company was changed to "Avi Ansh Textile Private Limited" and a fresh certificate of Incorporation dated 16th December, 2013 with the Registrar of Companies, Delhi. In 2023, pursuant to a special Resolution of our Shareholders passed in the Extra-Ordinary General Meeting held on 30th November, 2023, our company was converted from a private limited company to a public limited company and consequently, the name of our company was changed to "Avi Ansh Textile Limited" and a fresh certificate of Incorporation dated 3rd January, 2024 by the Registrar of Companies, Delhi. The Corporate Identification number of our Company is U17110DL2005PLC260403.

Registered Office: 402, 4th Floor, Aggarwal Cyber Plaza-I Netaji Subhash Place, Pitampura, North West, Delhi, India-110034

Contact Person: Isha, Company Secretary and Compliance Officer, Tel No: +91-11-4142-5247; E-mail: avianshanil@rediffmail.com; Website: www.avianshgroup.com

Promoters of our Company: Anil Kumar Jain, Geeta Jain, Avi Jain, Akanksha Jain, Ansh Jain, G A Alloys Private Limited, S J Metals Private Limited, A K Jain (HUF), Sanjeev Mittal HUF, Ramesh Mittal HUF, S C Jain (HUF), Arihant Yarn Fab Private Limited

PUBLIC ISSUE OF 41,92,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF AVI ANSH TEXTILE LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ 62/- PER EQUITY (THE "ISSUE PRICE") AGGREGATING TO ₹ 2599.04 LAKH ("THE ISSUE") COMPRISING OF A FRESH ISSUE OF 41,92,000 EQUITY SHARES AGGREGATING TO ₹ 2599.04 LAKH (THE "FRESH ISSUE") OF WHICH 2,12,000 EQUITY SHARES AGGREGATING TO ₹ 131.44 LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 39,80,000 EQUITY SHARES AGGREGATING TO ₹ 2467.60 LAKH (THE "NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 30% AND 28.47% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

FOR FURTHER DETAILS, PLEASE REFER TO CHAPTER TITLED "TERMS OF THE OFFER" BEGINNING ON PAGE 235 OF THIS PROSPECTUS.

ADDENDUM TO PROSPECTUS: NOTICE TO THE INVESTORS ("THE ADDENDUM")

Potential Bidders may note the following:

Potential Bidders may note the following:

1. The Section I titled "General" beginning on Page 4 of the Prospectus has been revised and updated as some new definitions are added as suggested by the NSE.
2. The Section II titled "Summary of Issue Document" beginning on Page 20 of the Prospectus has been revised and updated as some new definitions are added as suggested by the NSE.
3. The Section IV titled "Introduction" beginning on Page 42 of the Prospectus has been revised and updated as some new definitions are added as suggested by the NSE.
4. The Section VIII titled "Issue Related Information" beginning on Page 235 of the Prospectus has been revised and updated as some new definitions are added as suggested by the NSE.

The above is to be read in conjunction with the Prospectus and accordingly their references in the Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Prospectus.

Date: September 18, 2024

Place: New Delhi

On Behalf of Avi Ansh Textile Limited

Sd/-

Mr. Anil Kumar Jain
(Managing Director)

LEAD MANAGER TO THE ISSUE

REGISTRAR TO THE ISSUE



3DIMENSION CAPITAL SERVICES LIMITED

K-37A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048

Tele No.- +91-11-40196737

Email: info@3dcsl.com

Investor Grievance Email: grievance@3dcsl.com

Website: www.3dcsl.com

Contact Person : Pankaj Khetan

SEBI Registration Number: INM000012528

Skyline Financial Services Private Limited

Address: D-153 A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020

Tel No.: 011-40450193-197; Fax: 011-26812683,

Email: ipo@skylinerta.com

Investor Grievance E-mail:

grievances@skylinerta.com

Contact Person: Mr. Anuj Rana

Website: www.skylinerta.com

SEBI Registration Number: INR000003241

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SECTION I – GENERAL
DEFINITIONS AND ABBREVIATIONS

Company Related Terms

Terms	Description
Fresh Issue	The fresh issue of 41,92,000 Equity Shares by our Company, at ₹ 62/-per Equity Share (including a premium of ₹ 52/- per Equity Share) aggregating up to ₹ 2599.04 lakhs.
Market Maker Reservation Portion	The reserved portion of 2,12,000 Equity Shares of ₹10 each at an Offer price of ₹ 62/- each is aggregating to ₹ 131.44 Lakhs to be subscribed by Market Maker in this offer.
Offer/Public Offer/Offer size/Initial Public Offer/Initial Public Offering/ IPO	The Initial Public Offer of up to 41,92,000 Equity shares of Rs. 10/- each at Offer price of Rs. 62/- per Equity share, including a premium of Rs. 52/- per equity share aggregating to Rs. 2599.04 lakhs comprising of a Fresh Issue of 41,92,000 Equity Shares.

SECTION – II – SUMMARY OF ISSUE DOCUMENT

D. DETAILS OF THE OFFER

This is the Public Issue of 41,92,000 Equity Shares of Face Value of Rs. 10 each (“Equity Share”) of Avi Ansh Textile Limited (“Avi Ansh Textile Limited” or the “Company” or the “Issuer”) for cash at a Price of ₹ 62/- Per Equity (The “Issue Price”) Aggregating to ₹ 2599.04 Lakh (The “Fresh Issue”) of which 2,12,000 Equity Shares Aggregating to ₹ 131.44 Lakhs will be Reserved for Market Maker to the Issue (The “Market Maker reservation Portion”) The Issue Less than the Market Maker Reservation Portion i.e. Net Issue of 39,80,000 Equity Shares Aggregating to ₹ 2467.60 lakhs (The “Net Issue”). The Issue and Net Issue Will Constitute 30% and 28.47% respectively of the Post Issue Paid up capital of our Company.

SECTION IV-INTRODUCTION

THE OFFER

(INR in Lakhs, except share data)

1. Equity share capital⁽¹⁾ Present issue of Equity shares by our company⁽²⁾	41,92,000 Equity shares of face value of ₹10/- each fully paid up for cash at a price of 62/- per Equity shares aggregating Rs. 2599.04 Lakhs.
Of which	
Issued Reserved for the Market Maker	2,12,000 Equity shares of face value of ₹10/- each fully paid up for a cash at a price of 62/- per Equity share aggregating Rs. 131.44 Lakhs.
Net Issue to Public	Of which ⁽³⁾
	19,90,000 Equity shares of having face value of ₹10/- each fully paid up for a cash at a price of 62/- per Equity share will be available for allocation for investors of 2.00 Lakhs.
	19,90,000 Equity shares of having face value of ₹10/- each fully paid up for a cash at a price of 62/- per Equity share will be available for allocation for investors above 2.00 Lakhs.
Equity shares outstanding prior to the Issue	97,84,930 Equity shares of face value of ₹10/- each fully paid up.
Equity shares outstanding after the Issue	1,39,76,930 Equity shares of face value of ₹10/- each fully paid up.
Use of Net Proceeds	Please refer to the chapter titled “Objects of the Offer” beginning on page 79 of this Prospectus.

Notes:

(1) This Issue is being made in terms of Chapter IX of the SEBI ICDR Regulations. For further details, please see the chapter titled “Offer Structure” beginning on page 242 of this Prospectus.

(2) The present Issue has been authorized pursuant to a resolution of our Board dated January 15, 2024 and by Special Resolution passed under Section 62(1) (c) of the Companies Act, 2013 at an Extra Ordinary General Meeting of our shareholders held on January 18, 2024.

(3) Since present issue is a Fixed Price Issue, the allocation in the Net Issue to the public category in terms of Regulation 253 of the SEBI ICDR Regulations shall be made as follows:

a) Minimum fifty percent to Retail Individual Investors; and

b) Remaining to

(i) Individual applicants other than Retail Individual Investors; and

(ii) Other investors including corporate bodies or institutions, irrespective of the number of specified securities applied for;

c) The unsubscribed portion in either of the categories specified in (a) or (b) above may be allocated to the applicants in the other category.

If the Retail individual investor category is entitled to more than fifty per cent. of the issue size on a proportionate basis, the retail individual investors shall be allocated that higher percentage.

For details, including in relation to grounds for rejection of Applications, refer to “Offer Structure” and “Offer Procedure” beginning on 242 and 244, of this Prospectus respectively. For details of the terms of the Issue, see “Terms of the Offer” beginning on page 235 of this Prospectus.

CAPITAL STRUCTURE

The Equity Share Capital of our Company, as on the date of this Prospectus is set forth below:

(INR in Lakhs, except share data)

Sr. No.	Particulars	Aggregate Value at Face Value	Aggregate Value at Offer Price
A.	Authorized Share Capital 1,40,00,000 Equity Shares having Face Value of ₹ 10/- each	1400.00	-
B.	Issued, Subscribed, & Paid-up Share Capital prior to the Offer 97,84,930 Equity Shares having Face Value of ₹ 10/- each	978.49	-
C.	Present Offer in terms of this Prospectus		
	<i>Consisting of:</i>		
	Issue of 41,92,000 Equity Shares of face value of ₹10/- each	419.20	2,599.04
	<i>Which comprises of:</i>		
	Reservation of Market Maker Portion 2,12,000 Equity Shares of face value of ₹10/- each at a price of ₹ 62/- per Equity Share reserved as Market Maker Portion.	21.20	131.44
	Net Offer to Public Net Issue to Public of 39,80,000 Equity Shares of ₹10/- each at a price of ₹62/- per Equity Share to the Public.	398.00	2467.60
	<i>Of which:</i>		
	i. Allocation to Retail Individual Investors of 19,90,000 Equity Shares	199.00	1233.80
	ii. Allocation to other than Retail Individual Investors of 19,90,000 Equity Shares	199.00	1233.80
D.	Issued, Subscribed and Paid-up Equity Share Capital after the Offer	1397.69	-
E.	Securities Premium Account		
	Before the Issue	159.78	
	After the Issue		2339.62

SECTION-VIII

OFFER STRUCTURE

This Issue is being made in terms of Regulation 229 (2) of the Chapter IX of SEBI ICDR Regulations, as amended from time to time, whereby, our post Issue face value capital exceeds ten crore rupees but does not exceed twenty-five crore rupees. The Company shall Issue specified securities to the public and propose to list the same on the Small and Medium Enterprise Exchange (“SME Exchange”, in this case being the NSE Emerge). For further details regarding the salient features and terms of such this Issue, please see the chapters titled “Terms of the Offer” and “Offer Procedure” beginning on page 235 and 244 respectively, of this Prospectus.

ISSUE STRUCTURE

This Issue comprised of Initial Public Offering of 41,92,000 Equity Shares for Cash at an Issue Price of ₹ 62/- per Equity Share. The Issue comprises a reservation of 2,12,000 Equity Shares of face value of ₹ 10/- each for subscription by the designated Market Maker (“the Market Maker Reservation Portion”) and Net Issue to Public of 39,80,000 . Equity Shares of face value of 10/- each (“the Net Issue”). The Issue and the Net Issue will constitute 30% and 28.47% respectively of the post Issue paid-up equity share capital of the Company. The Issue is being made through the Fixed Price Process.

Particulars	Net Issue to Public	Market Maker Reservation Portion
Number of Equity Shares available for allocation (1)	39,80,000 Equity Shares	2,12,000 Equity Shares
Percentage of Issue Size available for Allocation	94.94 % of the Issue Size	5.05% of the Issue Size
Basis of Allotment	Proportionate subject to minimum allotment of 2000 Equity Shares and further allotment in multiples of 2000 Equity Shares each (1) For further details please refer section explaining the Basis of Allotment in the GID	Firm Allotment
Mode of Application	All the applicants shall make the application (Online or Physical) through the ASBA Process only.	
Mode of Allotment	Compulsorily in dematerialised form	
Minimum Application Size	<i>For Other than Retail Individual Investors:</i> Such number of Equity Shares in multiples of 2000 Equity Shares such that the Application Value exceeds ₹ 2,00,000. <i>For Retail Individuals Investors:</i> Such number of Equity Shares in multiples of 2000 Equity Shares.	2,12,000 Equity Shares
Maximum Application Size	<i>For Other than Retail Individual Investors:</i> Such number of Equity Shares in multiples of 2000 Equity Shares such that the Application Size does not exceed 2000 Equity Shares subject to limit the investor has to adhere under the relevant laws and regulations applicable. <i>For Retail Individuals Investors:</i> Such number of Equity Shares in multiples of 2000 Equity Shares such that the Application	2,12,000 Equity Shares

	Value does not exceeds ₹ 2,00,000.	
Trading Lot	2000 Equity Shares	2000 Equity Shares. However, the Market Maker may buy odd lots if any in the market as required under the SEBI ICDR Regulations.
Who can Apply (2)	<p><i>For Other than Retail Individual Investors:</i></p> <p>Resident Indian individuals, Eligible NRIs, HUFs (in the name of the Karta), companies, corporate bodies, scientific institutions societies and trusts.</p> <p><i>For Retail Individuals Investors:</i></p> <p>Resident Indian individuals, HUFs (in the name of the Karta) and Eligible NRIs.</p>	Market Maker
Terms of Payment (3)	The entire Application Amount will be payable at the time of submission of the Application Form	
Application Lot Size	2000 Equity Shares and in multiples of 2000 equity shares thereafter.	

^As specified in SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, all the ASBA applications in public issues shall be processed only after the application monies are blocked in the investor's bank accounts. Stock Exchange shall accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked. The circular shall be applicable for all categories of investors viz. Retail Individual Investors, QIBs, Non-Institutional Investors, and also for all modes through which the applications are processed.

(1) Since present Issue is a fixed price Issue, the allocation in the net Issue to the public category in terms of Regulation 253(2) of the SEBI ICDR Regulations, shall be made as follows:

(a) Minimum fifty per cent to retail individual investors; and

(b) Remaining to:

i) individual applicants other than retail individual investors; and

ii) other investors including corporate bodies or institutions, irrespective of the number of specified securities applied for;

Provided that the unsubscribed portion in either of the categories specified in (a) or (b) above may be allocated to the applicants in the other category.

Explanation - For the purpose of sub-regulation (2), if the retail individual investor category is entitled to more than fifty per cent of the Issue size on a proportionate basis, the retail individual investors shall be allocated that higher percentage."

(2) In case of joint Applications, the Application Form should contain only the name of the first Applicant whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such first Applicant would be required in the Application Form and such first Applicant would be deemed to have signed on behalf of the joint holders.

(3) In case of ASBA Applicants, the SCSB shall be authorised to block such funds in the bank account of the ASBA Applicant (including Retail Individual Investors applying through UPI mechanism) that are specified in the Application Form. SCSBs applying in the Issue must apply through an ASBA Account maintained with any other SCSB.

This Issue is being made in terms of Chapter IX of the SEBI ICDR Regulations. For further details, please refer chapter titled "Offer Procedure" beginning on page 244 of this Prospectus.

OFFER PROCEDURE

ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The Allotment of Equity Shares to Bidders other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders may refer to RHP. No Retail Individual Investor will be Allotted less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be Allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue. However, in case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

Flow of Events from the closure of bidding period (T DAY) Till Allotment:-

- On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.
- RTA identifies cases with mismatch of account number as per bid file / Final Certificate and as per applicant's bank account linked to depository demat account and seek clarification from SCSB to identify the applications with third party account for rejection.
- Third party confirmation of applications to be completed by SCSBs on T+1 day.
- RTA prepares the list of final rejections and circulate the rejections list with BRLM(s)/ Company for their review/ comments.
- Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).
- The Designated Stock Exchange (DSE), post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.
- The RTA uploads the drawal numbers in their system and generates the final list of allottees as per process mentioned below:

Process for generating list of allottees: -

- Instruction is given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket /batch as per the allotment ratio.
- For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots, provided by Designated Stock Exchange (DSE) is 3 and 5 then the system will pick every 3rd and 5th application in each of the lot of the category and these applications will be allotted the shares in that category.
- In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the oversubscription times.
- In categories where there is undersubscription, the Registrar will do full allotment for all valid applications.
- On the basis of the above, the RTA will work out the allottees, partial allottees and non- allottees, prepare the fund transfer letters and advice the SCSBs to debit or unblock the respective accounts.