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# CHATHA FOODS

PROCESSED & FROZEN FOOD

## CHATHA FOODS LIMITED



(Please scan the QR code to view the Red Herring Prospectus)

Our Company was incorporated as a public limited company in the name and style of 'Chatha Foods Limited' pursuant to certificate of incorporation dated October 6, 1997 issued by Registrar of Companies Punjab, H.P & Chandigarh. Subsequently, our Company was converted into a private limited company and consequently the name of our Company was changed to 'Chatha Foods Private Limited' and a fresh certificate of incorporation dated June 16, 2003 was issued by the Registrar of Companies Punjab, H.P & Chandigarh. Thereafter, the name of our Company was again changed to its present name, i.e. 'Chatha Foods Limited' pursuant to its conversion from private limited to a public limited company and a fresh certificate of incorporation dated September 8, 2023 was issued by the Registrar of Companies, Chandigarh consequent upon such conversion. For further details please see section titled 'History and Certain Corporate Matters' on page 125 of the Red Herring Prospectus dated March 12, 2024.

Corporate Identity Number: U15310PB1997PLC0202578

Registered Office: 272, Mota Singh Nagar, Jalandhar - 144 001, Punjab, India. Corporate Office: Village Chaudhri Ambala Road, District Mohali, Mohali - 140 501, India; Telephone: +91 18146 16381; Email: cs@cfpl.net.in; Website: www.cfpl.net.in; Contact Person: Priyanka Oberoi, Company Secretary and Compliance Officer

**PROMOTERS OF OUR COMPANY: PARAMJIT SINGH CHATHA, GURPREET CHATHA, GURCHARAN SINGH GOSAL AND ANMOLDEEP SINGH**

### THE ISSUE

INITIAL PUBLIC ISSUE CONSISTING OF FRESH ISSUE OF UP TO 59,62,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF CHATHA FOODS LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) AGGREGATING UPTO ₹ 3,400 LAKHS (THE "ISSUE"), OF WHICH UP TO 3,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH 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 56,62,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AT A PRICE OF ₹ [•] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE AGGREGATING TO ₹ [•] LAKHS (THE "NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.50% AND 25.17% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

**BID/ ISSUE OPENS ON TUESDAY, MARCH 19, 2024**

**BID/ ISSUE CLOSES ON THURSDAY, MARCH 21, 2024**

**THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED**

For further details, please refer section titled "Issue Procedure" beginning on Page 200 of the Red Herring Prospectus.

A copy of the Red Herring Prospectus is filed with Registrar of Companies as required under Section 26(4) of the Companies Act, 2013

- QIB Portion: Not More than 50% of the Net Issue
- Retail Portion: Not Less than 35% of the Net Issue
- Non-Institutional Portion: Not Less than 15% of the Net Issue
- Market Maker Portion: Upto 3,00,000 Equity Shares or upto 5.03% of the Issue

**PRICE BAND: ₹ 53/- TO ₹ 56/- PER EQUITY SHARE OF FACE VALUE ₹10/- EACH**

The Floor Price is 5.3 times of the Face Value and the Cap Price is 5.6 times of the Face Value.

Bids can be made for a minimum bid lot of 2,000 Equity Shares and in multiples of 2,000 Equity Shares thereafter.

In making an investment decision, potential investors must rely on the information included in the Red Herring Prospectus 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.

### RISKS TO INVESTORS:

- (i) We intend to utilize a portion of the Net Proceeds for setting up the Proposed Manufacturing Facility at Village Tofhapur, Tehsil Dera Bassi, Distt SAS Nagar, Mohali, Punjab, India ("Proposed Manufacturing Facility"). We are yet to place orders for plant and machinery and apply for requisite government approvals for the Proposed Manufacturing Facility. If we are unable to commission our Proposed Manufacturing Facility without time and cost overruns or unable to adhere to the schedule of implementation, it may adversely affect our business, results of operations and financial condition.
- (ii) The purchase of land by the Company for setting up the Proposed Manufacturing Facility is subject to compliance with certain terms and conditions. Failure to comply with such conditions could adversely affect our business and financial condition.
- (iii) We derive a substantial portion of our revenue from the sale of products in the non-vegetarian segment. Any loss of business in this segment may adversely affect our business, results of operations, financial conditions and cash flows.
- (iv) Our Registered Office and godowns/ warehouses are not owned by the Company.
- (v) Our Promoter have extended personal guarantees and personal properties as collateral security with respect to various loan facilities availed by our Company. Revocation of any or all of these personal guarantees may adversely affect our business operations and financial condition.
- (vi) We have not entered into any arrangements for alternate source of raising the funds required for our "Objects of the Issue". Any shortfall in raising/meeting the same could adversely affect our growth plans, operations and financial performance.
- (vii) Our Company has reported negative cash flow in the past. Any negative cash flows in the future would adversely affect our cash flow requirements, which may adversely affect our ability to operate our business and implement our growth plans, thereby affecting our financial condition.
- (viii) Our Manufacturing Facility and operations are concentrated in Mohali region and any adverse developments affecting this region could have an adverse effect on our business, results of operations and financial condition.
- (ix) The Merchant Banker associated with the Issue has handled 6 public issues out of which 1 opened below Issue price on listing day. Below are the details:

Particulars	Number of Issues/ Issue Handled	Issue Opened below Issue Price on Listing Day
Main Board	1	Nil
SME	5	1

### (x) Average cost of acquisition of Equity Shares held by our Promoters:

Name of the Promoter	Number of Equity Shares held	Percentage shareholding (%)	Average cost of acquisition per Share (in ₹)
Paramjit Singh Chatha	42,44,695	25.67	13.33
Gurpreet Chatha	34,72,277	21.00	8.44
Gurcharan Singh Gosal	41,39,013	25.03	12.17
Anmoldeep Singh	4,87,200	2.95	3.81

### (xi) Basic and Diluted Earnings Per Share (EPS) as adjusted for change in capital

	Basic EPS	Diluted EPS	Weight
For the year ended			
March 31, 2021	(2.42)	(2.42)	1
March 31, 2022	0.41	0.41	2
March 31, 2023	1.48	1.48	3
Weighted Average	0.47		
Six months ended September 30, 2023*	2.06	2.06	

\* Not Annualised

### (xii) The Price/ Earnings (P/E) ratio in relation to the price band

Particulars	P/E Ratio at the lower end of the Price Band (no. of times)	P/E Ratio at the higher end of the Price Band (no. of times)
Based on Basic & Diluted EPS as per the Restated Financial Statements for the year ended March 31, 2023	35.81	37.84
Based on Weighted Average EPS	111.97	118.31

### (xiii) Weighted average cost of acquisition compared to Floor Price and Cap price

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor price (i.e. ₹ 53)	Cap price (i.e. ₹ 56)
Weighted average cost of acquisition of primary / new issue (excluding shares issued pursuant to bonus) during 18 months preceding the date of RHP where an issuance is equal to or more than 5% of the pre issue fully diluted paid up share capital in a single transaction or multiple transactions combined together over a span of rolling 30 days.	NA	NA	NA
Weighted average cost of acquisition for secondary sale / acquisition (excluding gifts) during 18 months preceding the date of RHP where an issuance is equal to or more than 5% of the pre issue fully diluted paid up share capital in a single transaction or multiple transactions combined together over a span of rolling 30 days.	25.00	2.12 Times	2.24 Times

The Price Band/Floor Price/Issue Price has been determined by the issuer in consultation with the Book Running Lead Manager, on the basis of book-building.

...continued from previous page.

**ASBA\***

Simple, Safe, Smart way of Application – Make use of it !!!

\*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 from January 01, 2016. No cheque will be accepted.



**UPI – Now available in ASBA for Retail Individual Investors (RII)\*\***

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI – Now available in ASBA for RIIs applying through Registered Brokers, DP's & RTAs. RIIs 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 have to apply through the ASBA process. \*ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Retail Individual Investors. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to this section "Issue Procedure" beginning on page 200 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), the Stock Exchanges and in the General Information Document.

\*ASBA forms can be downloaded from the website BSE Limited ("BSE") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

\*\*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Kotak Mahindra Bank Limited has been appointed as Sponsor Bank for the issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number – 1800 1201 740 and mail id – ipo.upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievances investors may contact: Indorient Financial Services Limited – Mr. Ivor Anil Misquith (+91 79772 12186)

IN TERMS OF THE SEBI CIRCULAR NO. CIR/CFD/POLICYCELL/11/2015, DATED NOVEMBER 10, 2015 AND ALL THE POTENTIAL INVESTORS SHALL PARTICIPATE IN THE ISSUE ONLY THROUGH AN APPLICATION SUPPORTED BY BLOCKED ACCOUNT ("ASBA") PROCESS PROVIDING DETAILS ABOUT THE BANK ACCOUNT WHICH WILL BE BLOCKED BY THE SELF CERTIFIED SYNDICATE BANKS ("SCSBS") FOR THE SAME. FURTHER PURSUANT TO SEBI CIRCULAR BEARING NO. SEBI/HO/CFD/TPD1/CIR/P/2023/140, FOR IMPLEMENTATION OF PHASE III FOR UPI FACILITY, WHICH IS EFFECTIVE FROM DECEMBER 01, 2023 ON MANDATORY BASIS, ALL POTENTIAL BIDDERS (EXCEPT ANCHOR INVESTORS) ARE REQUIRED TO MANDATORILY UTILISE THE APPLICATION SUPPORTED BY BLOCKED AMOUNT ("ASBA") PROCESS PROVING DETAILS OF THEIR RESPECTIVE ASBA ACCOUNTS OR UPI ID (IN CASE OF RIIS), IN WHICH THE CORRESPONDING APPLICATION AMOUNTS WILL BE BLOCKED BY THE SCSBS OR UNDER THE UPI MECHANISM, AS APPLICABLE. FOR DETAILS IN THIS REGARD, SPECIFIC ATTENTION IS INVITED TO THE CHAPTER TITLED "ISSUE PROCEDURE" ON PAGE 200 OF THE RED HERRING PROSPECTUS. IN CASE OF DELAY, IF ANY IN UNBLOCKING/ REFUND THE FUND, OUR COMPANY SHALL PAY INTEREST ON THE APPLICATION MONEY AT THE RATE OF 15% PER ANNUM FOR THE PERIOD OF DELAY. THE ISSUE IS BEING MADE UNDER PHASE III OF THE UPI (ON MANDATORY BASIS).

**BID/ ISSUE PROGRAMME**

Anchor Bidding Date	Monday, March 18, 2024
Issue Opens on (T day)	Tuesday March 19, 2024
Issue Closes on (T day)	Thursday, March 21, 2024
Finalisation of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T+2 day)	On or about Tuesday, March 26, 2024
Initiation of Unblocking of Funds/ refunds (T+3 days)	On or about Wednesday, March 27, 2024
Credit of Equity shares to demat accounts of allottees (T+3 days)	On or about Wednesday, March 27, 2024
Commencement of trading of the Equity Shares on BSE (T+3 days)	On or about Wednesday, March 27, 2024

**TIMELINES FOR SUBMISSION OF APPLICATION**

<p><b>Application Submission by Investors</b></p> <p>Electronics Applications (online ASBA through 3-in-1 accounts) – Upto 5pm on T day.</p> <p>Electronics Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – Upto 4pm on T day.</p> <p>Electronics Applications (Syndicate Non-Retail, Non Individual Applications) – Upto 3pm on T day.</p> <p>Physical Applications (Bank ASBA) – Upto 1pm on T day.</p> <p>Physical Applications (Syndicate Non-Retail, Non Individual Applications of QIBs and NIIs) – Upto 12pm on T day and Syndicate members shall transfer such applications to banks before 1pm on T day.</p>	<p>UPI Mandate acceptance time: T day – 5pm</p> <p>Issue closure:</p> <p>T day – 4pm for QIB and NII categories</p> <p>T day – 5pm for Retail and other reserved categories</p>
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In case of any revision in the Price Band, the Bid/Issue Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company, for reasons to be recorded in writing extend the Bid/Issue Period for a minimum of three Working Days, subject to the Bid/Issue Period not exceeding 10 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 press release and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and Sponsor Bank.

The issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50% of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Manager, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), of which one-third shall be reserved for domestic Mutual Funds, subject to valid bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilize the Application Supported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIIs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank 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" beginning on page 200 of this Red Herring Prospectus.

Bidders/Applicants should note that on the basis of PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidders/Applicants may be deemed to have authorised the Depositories to provide to the Registrar to the Issue, any requested Demographic Details of the Bidders/Applicants as available on the records of the depositories. These Demographic details may be used, among other things, for or unblocking of ASBA account or for other correspondence(s) related to an Issue. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participants to ensure accuracy of records. Any delay resulting from failure to update the Demographic details would be at the Applicants' sole risk. Bidders/Applicants should ensure that PAN, DP ID and the Client ID are correctly filled in the Bid cum Application Form. The PAN, DP ID and Client ID provided in the Bid cum Application Form should match with the PAN, DP ID and Client ID available in the Depository database, otherwise, the Bid cum Application Form is liable to be rejected. Bidders/Applicants should ensure that the beneficiary account provided in the Bid cum Application Form is active.

**Contents of the Memorandum of Association of the Company as regards to its objects:** For information on the main objects and other objects of our Company, see "History and Certain Corporate Matters" on page 125 of the Red Herring Prospectus and Clause II of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 281 of the Red Herring Prospectus.

**Liability of members of the Company:** Limited by shares.

**Amount of share capital of the Company and Capital Structure:** Authorized Share Capital of ₹25,00,00,000 divided into 2,50,00,000 Equity Shares of ₹10.00 each. Issued, Subscribed & Paid-up Share Capital prior to the Issue: ₹16,53,48,790 divided into 1,65,34,879 Equity Shares of ₹10.00 each. Proposed Post Issue Paid-up Share Capital: upto ₹ 22,49,68,790 divided into upto 2,24,96,879 Equity Shares of ₹10.00 each. For further details, see section titled "Capital Structure" on page 58 of the Red Herring Prospectus.

**SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND SHARES SUBSCRIBED BY THEM**

Signatories to MOA		Current Promoters	
Name	No. of shares	Name	No. of shares
Paramjit Singh Chatha	1,000	Paramjit Singh Chatha	42,44,686
Harbhajan Singh Chatha	1,000	Gurpreet Chatha	34,72,277
Iqbal Singh Chatha	1,000	Gurcharan Singh Gosal	41,39,013
Harjot Singh Chatha	1,000	Anmol Deep Singh	4,87,200
Anmol Deep Singh	1,000		
Maninder Singh Mainee	1,000		
Bhinder Singh	1,000		
<b>Total</b>	<b>7,000</b>	<b>Total</b>	<b>1,23,43,165</b>

**LISTING:** The Equity Shares offered through this 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, as amended from time to time, our Company has received in-principle approval letter dated March 1, 2024 from BSE SME for using its name in this Issue document for listing our shares on the BSE SME. For the purpose of this Issue, the Designated Stock Exchange will be BSE Limited.

**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 Red Herring Prospectus will be filed with SEBI in terms of the Regulation 246 (5) of the SEBI (ICDR) Regulations, 2018, and the SEBI shall not offer any observation on the Issue Document. Hence, there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire "Disclaimer Clause of SEBI" on page no. 181 of the Red Herring Prospectus.

**DISCLAIMER CLAUSE OF THE SME PLATFORM OF BSE LIMITED (DESIGNATED STOCK EXCHANGE):** It is to be distinctly understood that the permission given by BSE Limited ("BSE") should not in any way be deemed or construed that the contents of the Red Herring Prospectus/ Prospectus or the price at which the equity shares are offered has been cleared, solicited or approved by BSE, nor does it certify the correctness, accuracy or completeness of any of the contents of the Red Herring Prospectus/ Prospectus. The investors are advised to refer to the Red Herring Prospectus/ Prospectus for the full text of the "Disclaimer clause of the SME Platform of BSE Limited" on page no. 184 of the Red Herring Prospectus.

**RISKS IN RELATION TO FIRST ISSUE:** The face value of Equity Shares is ₹ 10/- each. The Floor Price, Cap Price and the Issue Price determined by our Company, in consultation with the Book Running Lead Manager, on the basis of assessment of the market demand for the Equity Shares by way of the Book Building Process as stated under "Basis for Issue Price" on page 62 should not be considered to be indicative of the market price of the Equity Shares after they are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK:** Investment 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 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 this Red Herring Prospectus. Specific attention of the investors is invited to section titled "Risk Factors" beginning on page 23.

**ISSUER'S ABSOLUTE RESPONSIBILITY:** The Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Red Herring Prospectus contains all information with regard to the Company and the Issue, which is material in the context of the Issue, that the information contained in the Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material aspect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

<p><b>BOOK RUNNING LEAD MANAGER TO THE ISSUE</b></p> <p><b>Indorient Financial Services Limited</b> A-501, Executive Spaces, Rustomjee Central Park, Anandhi Kuria Road, Chakala, Mumbai 400 093, Maharashtra, India. Telephone: +91 79772 12186. Email: compliance-its@indorient.in; Website: www.indorient.in Investor Grievance Id: wecare@indorient.in. Contact Person: Ivor Anil Misquith SEBI Registration No: INM00012691</p>	<p><b>REGISTRAR TO THE ISSUE</b></p> <p><b>Skyline Financial Services Private Limited</b> D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020, India. Telephone: + 011-2681 2632-83; Email: ipo@skylinert.com, info@skylinert.com. Website: www.skylinert.com Investor Grievance Id: ipo@skylinert.com; Contact Person: Anuj Rana SEBI Registration No: INR000033241</p>	<p><b>COMPANY SECRETARY AND COMPLIANCE OFFICER</b></p> <p><b>CHATHA FOODS LIMITED</b> Village Chaundher Ambala Road, District Mohali, Mohali - 141 501, India; Telephone: + 91 18146 16381 E-mail: cs@cpl.net.in; Website: www.cpl.net.in Contact Person: Priyanka Oberoi, Company Secretary and Compliance Officer</p> <p>Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary account, etc.</p>
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**AVAILABILITY OF BID-CUM-APPLICATION FORMS:** Bid-Cum-Application Forms can be obtained from the Registered Office of Company, Chatha Foods Limited Tel No.: + 91 18146 16381; Website: www.cpl.net.in. Corporate Office of Book Running Lead Manager: Indorient Financial Services Limited, Tel No.: +91 79772 12186, Email: compliance-its@indorient.in, Website: www.indorient.in. Self Certified Syndicate Banks, Registered Brokers, Designated RTA Locations and Designated CDP Locations for participating in the Issue. Application Forms will also be available on the websites of the Stock Exchange and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchange, i.e. www.bse.com and SEBI.

**AVAILABILITY OF RED HERRING PROSPECTUS:** Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Issue. Full copy of the Red Herring Prospectus shall be available at the website of Stock Exchange at www.bse.com, the website of the Book Running Lead Manager at www.indorient.in and the website of the Issuer Company at www.cpl.net.in

**BANKER TO THE ISSUE & SPONSOR BANK:** Kotak Mahindra Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus dated March 12, 2024

FOR CHATHA FOODS LIMITED  
Sd/-  
Paramjit Singh Chatha  
Chairman & Managing Director  
DIN: 01154225

Date: March 13, 2024  
Place: Jalandhar

**THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF CHATHA FOODS LIMITED.**

**Disclaimer:** CHATHA FOODS LIMITED has filed a Red Herring Prospectus dated March 12, 2024 with the ROC. The Red Herring Prospectus shall be made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLM i.e., Indorient Financial Services Limited at www.indorient.in, the website of the BSE SME at www.bse.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see "Risk Factors" beginning on page 23 of the Red Herring Prospectus.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S of the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be offered and sold (i) within the United States only to persons reasonably believed to be "Qualified Institutional Buyers" (as defined in Rule 144A of the Securities Act) under Section 4(a) of the Securities Act and (ii) outside the United States in offshore transaction in reliance on Regulation S under the Securities Act and the applicable laws of the jurisdiction where those offer and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.