



BALAJI SOLUTIONS LIMITED

Our Company was originally incorporated as 'Balaji Solutions Private Limited' at Kolkata, West Bengal, as a private limited company under the provisions of the Companies Act, 1956, pursuant to certificate of incorporation dated February 19, 2001 issued by RoC. Subsequently, the name of our Company was changed to 'Balaji Solutions Limited' upon conversion of our Company into a public limited company pursuant to a special resolution passed by our Shareholders on March 3, 2008 and a fresh certificate of incorporation was issued by the RoC consequent upon change of name on conversion to public limited company on March 28, 2008. Our Company was again converted into a private limited company pursuant to a special resolution passed by our Shareholders in their meeting held on March 1, 2013 and the name of our Company was changed to 'Balaji Solutions Private Limited' pursuant to a fresh certificate of incorporation dated March 20, 2013, issued by the RoC. Subsequently, the name of our Company was again changed to 'Balaji Solutions Limited' upon conversion of our Company into a public limited company pursuant to a special resolution passed by our Shareholders on February 28, 2018 and a fresh certificate of incorporation was issued by the RoC consequent upon change of name on conversion to public limited company on August 7, 2018. Our Company was again converted into a private limited company pursuant to a special resolution passed by our Shareholders in their meeting held on April 17, 2019 and the name of our Company was changed to 'Balaji Solutions Private Limited' pursuant to a fresh certificate of incorporation dated January 24, 2020, issued by the RoC. Subsequently, the name of our Company was again changed to 'Balaji Solutions Limited' upon conversion of our Company into a public limited company pursuant to a special resolution passed by our Shareholders on February 8, 2022 and the fresh certificate of incorporation was issued by the RoC consequent upon change of name on conversion to public limited company on February 25, 2022. For details of change in the name of our Company and address of registered office of our Company, see "History and Certain Corporate Matters" on page 184 of the Draft Red Herring Prospectus dated August 12, 2022 ("DRHP").

Registered and Corporate Office: Anmol South City Infra Park, Plot No. B4 and B5, Mouza Jagdishpur, JL No. 2, Dist. P.S. Liliuh, Howrah, West Bengal – 711 115, India;
Contact Person: Sanjay Bajaj, Company Secretary and Compliance Officer; **Tel:** +91 33 6111 1818;
E-mail: investor@balajisolutions.in; **Website:** www.balajisolutions.in; **Corporate Identity Number:** U72900WB2001PLC092912

OUR PROMOTER: RAJENDRA SEKSARIA

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] LAKHS (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 12,000.00 LAKHS BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 15,00,000 EQUITY SHARES BY RAJENDRA SEKSARIA AGGREGATING UP TO ₹ [●] LAKHS AND UP TO 60,00,000 EQUITY SHARES BY RAJENDRA SEKSARIA HUF AGGREGATING UP TO ₹ [●] LAKHS, COMPRISING UP TO 75,00,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] LAKHS ("SELLING SHAREHOLDERS") ("SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES") (SUCH OFFER FOR SALE BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE" AND TOGETHER WITH THE FRESH ISSUE, "THE OFFER"). THIS OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ [●] LAKHS (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY) FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE [●]% AND [●]%, RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

CORRIGENDUM – NOTICE TO INVESTORS

This corrigendum ("Corrigendum") is with reference to the Draft Red Herring Prospectus dated August 12, 2022 ("DRHP") filed with SEBI and Stock Exchanges in relation to the Offer. Potential Bidders may note the following:

- The table with respect to key financial parameters mentioned in the DRHP under section "Our Financial Performance – Our Business" and "Our Financial Performance – Management Discussion and Analysis of Financial Condition and Results of Operations" on page 157 and 256 of the DRHP, respectively shall be replaced and read as follows:

(₹ in lakhs, except percentages and ratios)

Particulars	Fiscal 2022	Fiscal 2021	Fiscal 2020
Revenue from operations	48,224.72	48,348.16	45,215.92
EBITDA ⁽¹⁾	2,369.28	2,389.76	1,081.39
EBITDA margin (%) ⁽²⁾	4.91	4.94	2.39
Profit After Tax	1,538.66	1,624.96	333.01
Profit After Tax Margin (%) ⁽³⁾	3.19	3.36	0.74
Return on Net Worth (%) ⁽⁴⁾	22.20	29.76	7.43
Return on capital employed (%) ⁽⁵⁾	21.38	24.84	9.85
Fixed asset turnover ratio ⁽⁶⁾	15.65	17.94	18.32
Net working capital ⁽⁷⁾	4,546.79	3,502.20	1,780.76
Debt to equity ratio ⁽⁸⁾	0.48	0.65	1.14
Interest coverage ratio ⁽⁹⁾	7.00	6.38	1.58

- EBITDA is calculated as profit before tax plus depreciation and finance cost, less other income;
- EBITDA Margin is calculated as EBITDA divided by revenue from operations;
- Profit after Tax Margin is calculated as Profit after Tax divided by revenue from operations;
- Return on Net Worth is calculated as Profit After Tax divided by Total Average Net Worth (excluding amalgamation reserve);
- Return on capital employed is calculated as EBIT divided by Net Worth (excluding amalgamation reserve) + Total Debt;
- Fixed asset turnover ratio is calculated as Revenue from Operations divided by Total Gross Fixed Assets;
- Net working capital is calculated as current assets less current liabilities;
- Debt to equity ratio is calculated as Total Debt divided by total Net Worth;
- Interest coverage ratio is calculated as EBIT divided by Interest Expenses.

- The table with respect to Average Return on Net Worth provided under section "Average Return on Net Worth - Basis of Offer Price" on page 99 of the DRHP, shall be replaced and read as follows:

Period	RoNW (%)	Weight
Financial Year ended March 31, 2022	22.20	3
Financial Year ended March 31, 2021	29.76	2
Financial Year ended March 31, 2020	7.43	1
Weighted Average	22.26	-

Notes:

- Weighted average = Aggregate of year wise weighted Return on Net Worth divided by the aggregate of weights i.e. (Return on Net Worth x Weight for each year / Total of weights).
 - Return on Net Worth (%) = Profit for the period / year divided by average Net worth at the end of the year / period.
 - "Net worth" means aggregate value of the paid-up share capital and other equity created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, derived from Restated Financial Information, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.
- The row reflecting Net Asset Value per Equity Share as on March 31, 2022 and the relevant foot note under section "Net Asset Value per Equity Share - Basis of Offer price" on page 99 of the DRHP, shall be replaced and read as follows:

Particular	Fiscal 2022
Net Asset Value Per Equity Share (₹)	12.65

Net Asset Value per Equity Share is calculated as restated Net Worth excluding capital reserve divided by weighted average number of equity shares outstanding at the end of the year/period (i.e. as on March 31, 2022).

- The row reflecting Net Asset Value per Equity Share in the table and the relevant foot note under sections "Summary of Financial Information - Summary of the Offer Document" section "Other financial information" on pages 24 and 252, respectively, shall be replaced and read as follows:

Particular	Fiscal 2022	Fiscal 2021	Fiscal 2020
Net Asset Value Per Equity Share (₹)	12.65	10.45	7.75

Net Asset Value per Equity Share is calculated as restated Net Worth excluding capital reserve divided by weighted average number of equity shares outstanding at the end of the year/period (i.e. as on March 31, 2022).

- The row reflecting Return on Net Worth in the table and the relevant foot note under section "Other Financial Information" on page 252 of the DRHP, shall be replaced and read as follows:

Particular	Fiscal 2022	Fiscal 2021	Fiscal 2020
Return on Net Worth (%)	22.20	29.76	7.43

Return on Net Worth is calculated as Profit After Tax divided by Total Average Net Worth (excluding amalgamation reserve)

- The row reflecting net worth in the table and the relevant foot note under sections "Summary of the Offer Document-Summary of Financial Information" and "Other Regulatory and Statutory Disclosures-Eligibility for the Offer" on pages 24 and 291 of the DRHP as follows:

(₹ in lakhs)

Particulars	Fiscal 2022	Fiscal 2021	Fiscal 2020
Net worth, as restated	7,592.08	6,272.07	4,647.11

"Net worth" means aggregate value of the paid-up share capital and other equity created out of the profits, securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, capital reserves, derived from Restated Financial Information, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

- The revenue breakup for the three segments as mentioned in the table under "Our Business – Our Strengths – Diversified business vertical with wide range of product portfolio and consistent focus on quality" on page 159 of the DRHP, shall be replaced and read as follows:

(₹ in lakhs)

Financial Year	Sale of products manufactured			Foxin Products (branding) (B)	Products Distributed of brand owners ©	Total A+B+C
	For Foxin Products	For OEM Products	Total (A)			
2021-2022	2,647.24	157.18	2,804.42	14,097.31	30,762.45	47,664.18
2020-2021	3,262.47	90.37	3,352.84	13,846.02	30,935.90	48,134.76
2019-2020	999.16	1.15	1,000.31	8,928.31	34,793.01	44,721.63

- The DRHP shall be read in conjunction with this Corrigendum. The information in this Corrigendum supersedes the information provided in the DRHP to the extent inconsistent with the information in the DRHP. The DRHP stands amended to the extent stated hereinabove. Relevant changes pursuant to this Corrigendum will be appropriately reflected in the Red Herring Prospectus and the Prospectus as and when it is filed with the RoC, the SEBI and the Stock Exchanges.

- All capitalised terms used in this Corrigendum shall unless the context otherwise requires, have the same meanings as ascribed in the DRHP.

BOOK RUNNING LEAD MANAGERS

REGISTRAR TO THE OFFER

<p>IDBI Capital IDBI Capital Markets and Securities Limited 6th Floor, IDBI Tower, WTC Complex Cuffe Parade, Mumbai 400 005, Maharashtra, India Telephone: +91 22 2217 1953 E-mail: balaji.ipo@idbicapital.com Investor Grievance ID: redressal@idbicapital.com Website: www.idbicapital.com Contact Person: Suhas Satardekar/ Rahul Sharma SEBI Registration Number: INM000010866</p>	<p>Affinity Global Capital Private Limited 20B, Abdul Hamid Street, East India House, 1st Floor, Room No. 1G, Kolkata – 700069, West Bengal, India Telephone: +91 33 4004 7188 E-mail: balaji.ipo@affinityglobal.in Investor Grievance ID: investor@affinityglobalcap.in Website: www.affinityglobalcap.in Contact Person: Ayushi Hansaria SEBI Registration Number: INM000012838</p>	<p>KFintech Technologies Limited Selenium, Tower – B, Plot 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy – 500 032, Telangana, India Tel: +91 40 6716 2222 E-mail: bsl.ipo@kfintech.com Investor Grievance e-mail: einward.ris@kfintech.com Website: www.kfintech.com Contact Person: M Murali Krishna SEBI Registration No.: INR000000221</p>
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For BALAJI SOLUTIONS LIMITED
 On behalf of the Board of Directors

Place : Howrah, West Bengal
 Date : December 24, 2022

Sd/
 Company Secretary and Compliance Officer

BALAJI SOLUTIONS LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the DRHP dated August 12, 2022 with SEBI on August 12, 2022. The DRHP is available on the website of SEBI at www.sebi.gov.in, websites of the stock exchanges i.e., BSE at www.bseindia.com and NSE at www.nseindia.com, and on the websites of the BRLMs, i.e., IDBI Capital Markets and Securities Limited at www.idbicapital.com and Affinity Global Capital Private Limited at www.affinityglobalcap.in. Potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section titled "Risk Factors" beginning on page 29 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act, or any state securities laws in the United States, and unless so registered, may not be offered or sold within 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 and in accordance with any applicable U.S. state securities laws. The Equity Shares are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sales are made. The Equity Shares has 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 Bids may not be made by the persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.