

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, OUTSIDE INDIA.



EXHICON

Exhibitions • Events • Media

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

Our Company was originally incorporated on September 26, 2010 as 'Exhicon Events Media Solutions Private Limited', as a private limited company, under the provisions of the Companies Act, 1956. Later on, consequent upon the conversion of our Company into public limited company, the name of our Company was changed to 'Exhicon Events Media Solutions Limited' and fresh Certificate of Incorporation dated January 2, 2023 was issued by Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74990MH2010PLC208218.

Registered Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai City, Maharashtra 400053, India. Tel: +91- 8097538188, Website: <https://exhicongroup.com/>, E-mail: cs@exhiconevents.in, Company Secretary and Compliance Officer: Mr. Abhishek Jain

PROMOTERS: MR. MOHAMMAD QUAIM SYED AND MS. PADMA MISHRA

THE ISSUE

INITIAL PUBLIC ISSUE OF UP TO 33,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [•] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO [•] LAKHS ("ISSUE / OFFER"). THIS ISSUE INCLUDES A RESERVATION OF UP TO 3,30,000 EQUITY SHARES AGGREGATING UP TO [•] LAKHS FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTE 27.79% AND 25.01% RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER

ANCHOR INVESTOR: UPTO 60% OF THE QIB PORTION IS ALLOCATED FOR ANCHOR INVESTOR

NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER

RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER

MARKET MAKER PORTION: 3,30,000 EQUITY SHARES OR 10% OF THE ISSUE

PRICE BAND: ₹ 61 TO ₹ 64 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 6.10 TIMES THE FACE VALUE OF THE EQUITY SHARES AND

THE CAP PRICE IS 6.40 TIMES THE FACE VALUE OF THE EQUITY SHARES

BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND

IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER

RISKS TO INVESTORS:

- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
- Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For further details please refer Chapter- "Risk Factors" on page no. 18 of Red Herring Prospectus.
- The Price/ Earnings ratio based on Basic & Diluted EPS for period ended September 30, 2022 based on the enhanced Capital Structure is 11.68 of the company at the upper end of the Price Band is ₹ 64.
- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ANCHOR INVESTOR BIDDING DATE: MARCH 29, 2023*

ISSUE OPENS ON: MARCH 31, 2023

ISSUE CLOSES ON: APRIL 05, 2023

*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/Issue Opening Date.

**Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.

BASIS FOR ISSUE PRICE

The Price Band and the Issue Price will be determined by our Company in consultation with the BRLM, on the basis of the Book Building Process and the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Issue Price is 6.1 times the face value at the lower end of the Price Band and 6.4 times the face value at the higher end of the Price Band. Investors should refer to "Risk Factors", "Our Business", "Financial Statement" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 18 and 72, 114 and 156 of the Red Herring Prospectus respectively, to have an informed view before making an investment decision.

QUALITATIVE FACTORS

Some of the qualitative factors which form the basis for computing the Issue Price are:

- Established brand name;
- Strong execution track record;
- High level of competitiveness in a changing marketplace;
- Consistent financial performance and strong balance sheet; and
- Experienced management team and a motivated and efficient work force.

For further details, see "Risk Factors" and "Our Business" on pages 18 and 72 of the Red Herring Prospectus, respectively.

QUANTITATIVE FACTORS

The information presented in this section is derived from our Restated Financial Statements. For details, see "Financial Statement" on page 114 of the Red Herring Prospectus. Investors should evaluate our Company and form their decisions taking into consideration its earnings, and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the Issue price are as follows:

1. Basic and Diluted Earnings per Share (EPS), as adjusted for changes in capital

Year ended	Basic EPS (in ₹)	Diluted EPS based on enhanced capital structure***	Diluted EPS (in ₹)	Weight
FY 2019-20	-641.20*	-7.47	-641.20	1
FY 2020-21	117.30**	0.13	117.30	2
FY 2021-22	4283.80**	4.99	4283.80	3
Weighted Average	2074.13	1.29	2074.13	
Sep 30, 2022	4703.70**	5.48	4703.70	-

*On standalone basis

**On consolidated basis.

***This EPS stands changed as on date of filing due to change in capital structure due to issue of Right Issue, Preferential Issue and Bonus Issue the current details will be updated accordingly. Diluted EPS as on date of filing of RHP stands at Rs. 5.48 on September 30, 2022 financials.

Note:

The ratios have been computed as under:

1. Basic and diluted EPS: profit for the year attributable to equity shareholders of the Company divided by total weighted average number of equity shares outstanding during the period. Basic and diluted EPS are computed in accordance with Ind AS 33 - Earnings per share post the bonus issue in current financial year;

2. Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights

3. Basic and diluted EPS for the six months period ended September 30, 2022 are not annualized

2. Price / Earning (P/E) Ratio in relation to Issue Price of ₹ 61 to ₹ 64 per Equity Share

Particulars	P/E at the lower end of the price band (no. of times)	P/E at the higher end of the price band (no. of times)
a) P/E ratio based on Basic and Diluted EPS for September 30, 2022	11.29	11.68
b) P/E ratio based on Weighted Average Basic and Diluted EPS	47.28	49.61

3. Return on Net worth (RONW):

Year ended	RONW (%)	Weight
FY 2019-20	(683.91%)	1
FY 2020-21	37.04%	2
FY 2021-22	93.11%	3
Weighted Average	-55.08%	
September 30, 2022	50.55%	-

*RONW has been annualized

Net profit after tax as restated, attributable to the owners of the company

Return on net worth (%) Net worth as restated, including share capital and reserves and surplus, as stated at the end of the year

Net worth Equity share capital + Reserves and surplus (including, Securities Premium, General Reserve and surplus in statement of profit and loss).

RONW for the six months period ended September 30, 2022 are not annualized

4. Net Asset Value* (NAV) per Equity Share

Particulars	Rs.
September 30, 2022	9304.50
As of March 31, 2022	4600.80
As of March 31, 2021	316.70
As of March 31, 2020	89.50
NAV post issue:	
At the lower end of the price band of ₹ 61	31.99
At the lower end of the price band of ₹ 64	32.83
Issue price per share	[•]

Note: *The given NAV stands changed as on date of filing RHP due to change in capital structure by way of Rights Issue, Preferential and Bonus Issue.

Particulars	Rs.
Net asset value per equity share	Net worth as restated, including share capital and reserves and surplus, as restated at the end of the year
	No. of equity shares outstanding at the end of the year
Basic earnings per share (Rs.)	Net profit after tax as restated for calculating basic EPS
	Weighted average number of equity shares outstanding at the end of the period or year

5. Comparison of Accounting Ratios with Industry Peers

There are no comparable listed companies in India engaged in same line of business as our Company, hence comparison with industry peers are not applicable.

Note - The figures/accounting ratios for Exhicon Events Media Solutions Limited are based on the restated consolidated financials for the period ended September 30, 2022 and year ended on March 31, 2022 and 2021 and on the basis of restated standalone financials for the year ended on March 31, 2020.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 61 of the RHP.

6. Key Performance Indicators

Key Performance Indicator	For the period up to September 30, 2022*	F.Y 2021-22	F.Y 2020-21
Revenue from operations ¹⁾	2931.08	4635.11	946.82
EBITDA ²⁾	689.10	642.49	42.35
EBITDA Margin ³⁾	23.51 %	13.86 %	4.47 %
PAT ⁴⁾	470.37	428.38	11.73 %
PAT Margin ⁵⁾	16.05 %	9.24 %	1.24 %
RoE (%) ⁶⁾	67.65%	174.23%	62.21%
RoCE (%) ⁷⁾	144.58%	123.26%	33.94%
No. of orders ⁸⁾	78	87	39
No. of customers ⁹⁾	39	47	23

*Not annualized

Notes:

¹⁾ Revenue from operations is the total revenue generated by our Company from the sale of products.

²⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income

³⁾ EBITDA Margin is calculated as EBITDA divided by Revenue from Operations

⁴⁾ PAT is calculated as Profit before tax - Tax Expenses

⁵⁾ PAT Margin is calculated as PAT for the period/year divided by Revenue from Operations.

⁶⁾ Return on Equity is ratio of Profit after Tax and Average Shareholder Equity

⁷⁾ Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current).

⁸⁾ Number of orders indicate the count of sales orders which we have received from the customers for the year/period.

⁹⁾ Number of customers indicate the count of customers who contributed to revenue from operations for the year/period.

Explanation for the KPI metrics

KPI	Explanations
Revenue from operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE (%)	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
No. of orders	Number of orders indicate the count of sales orders which we have received from the customers for the year/period
No. of customers	Number of customers indicate the count of customers who contributed to revenue from operations for the year/period

7. The Issue Price is [•] times of the Face Value of the Equity Shares.

The price band/floor price/issue price will be determined by the issuer in consultation with the BRLM, on the basis of book-building on the basis of assessment of the market demand from investors for the Equity Shares and shall be justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "Risk Factors", "Our Business" and "Financial Statement" on pages 18, 72 and 114 of the Red Herring Prospectus, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.

Continued on next page...

Putin: Russia & China not creating military alliance

ALEXANDER MARROW Moscow, March 26

RUSSIA AND CHINA are not creating a military alliance...



Putin and Xi professed friendship and pledged closer ties...

Putin and Xi professed friendship and pledged closer ties...

"We are not creating any military alliance with China," Putin said...

"Everything is transparent, there is nothing secret," China and Russia signed a "no limits" partnership accord...

Washington has said recently that it fears Beijing could arm Russia, something China denies.

In his televised remarks, Putin dismissed suggestions that Moscow's increased ties with Beijing in areas such as energy and finance meant

NATO slams 'dangerous' nuclear rhetoric

REUTERS Kyiv, March 26

NATO ON SUNDAY criticised Vladimir Putin for what it called his "dangerous and irresponsible" nuclear rhetoric...

While Washington, the world's other nuclear superpower, played down concerns about Putin's announcement, NATO said the Russian president's non-proliferation pledge and his description of US weapons deployment overseas were way off the mark.

"Russia has consistently broken its arms control commitments, most recently suspending its participation in the New START Treaty," NATO spokesperson said.

New START caps the number of strategic nuclear warheads that the United States and Russia can deploy, and the deployment of land- and submarine-based missiles and bombers to deliver them.

save the country," he said. Announcing the 10-point programme, Khan said that overseas Pakistanis will be motivated to invest in Pakistan to attract foreign direct investments to avoid going to the IMF again and again.

Putin accused the US and NATO of seeking to build a new global "axis" that he said bore resemblance to the World War-II alliance between Nazi Germany, Fascist Italy and imperialist Japan.

Putin also accused the United States and NATO of seeking to build a new global "axis" that he said bore some resemblance to the World War II alliance between Nazi Germany, fascist Italy and imperial Japan.

Putin named Australia, New Zealand and South Korea as being in line to join a "global

That is why Western analysts... are talking about the West starting to build a new axis similar to the one created in the 1930s by the fascist regimes of Germany and Italy and militarist Japan," he said.

NATO Secretary-General Jens Stoltenberg has visited Japan and South Korea this year, and stressed the importance of the Atlantic

alliance working closely with partners in the Indo-Pacific region. He has also spoken of rising tensions between the West and China and urged more military support for Ukraine.

Credit Suisse faces possible probe, disciplinary proceedings: Finma

Top bank managers under the scanner

HUGO MILLER March 26



we're not a law enforcement agency, but we're exploring options," CS spokesman for Credit Suisse declined to comment.

CREDIT SUISSE GROUP faces the threat of a possible probe and disciplinary action over how top managers ran the bank in the lead-up to its collapse and takeover by UBS Group, Switzerland's banking regulator told NZZ am Sonntag.

"CS had a cultural problem that translated into a lack of accountability," Finma President Marlene Amstad told the Sunday newspaper.

Whether to start fresh proceedings remains an "open question," she said, adding,

Amstad refuted the suggestion that Finma didn't intervene early or aggressively enough to tackle Credit Suisse's problems.

"We intervened earlier, and very intensively, where there were breaches of supervisory law. But especially when we act harshly, it usually doesn't become public," she told NZZ.

"Imagine if it had been known that we were already

working on CS's restructuring order in November or that we had asked CS to prepare alternative solutions for the case that had just occurred."

Echoing comments from Switzerland's finance minister Saturday, Amstad said the idea of nationalising the bank was dismissed considering there are "few good examples" of that option to point to and it would've meant the government assuming all of Credit Suisse's balance sheet risks.

Likewise, Amstad also pushed back against the notion that undue pressure was put on Switzerland, saying, "the Swiss authorities decided for themselves which solution was best."

To address concerns about the merged bank being too big to fail, Amstad said in the future, UBS will face "progressively higher capital and liquidity requirements."

Imran unveils 10-point road map to revive cash-strapped Pakistan

M ZULQERNAIN Lahore, Mar 26

PAKISTAN'S OUSTED PRIME minister Imran Khan held a massive rally here on Sunday and presented his party's 10-point roadmap for the cash-strapped country's economic recovery, including sops for the diaspora.



Imran Khan

Addressing the public rally at Minar-i-Pakistan in the early hours of Sunday, the Pakistan Tehreek-e-Insaf (PTI) chairman challenged the country's ruling party to put forward a plan to rescue Pakistan from the many

crises it finds itself mired in. "I challenge that the incumbent rulers don't have the ability or the intention [to

crises it finds itself mired in. "I challenge that the incumbent rulers don't have the ability or the intention [to

Technical issues disrupt Lufthansa operations

Berlin, March 26

LUFTHANSA'S OPERATIONS WERE disrupted Sunday at Frankfurt airport because of technical problems, German news agency dpa reported.

Some flights were delayed or would have to be cancelled because of the problems. — AP

FORM G INVITATION FOR EXPRESSION OF INTEREST FOR EASUN PRODUCTS OF INDIA PRIVATE LIMITED OPERATING IN BUSINESS OF CIVIL WORKS FOR ELECTRICITY CABLING AND WIRING SUPPLY AT TAMIL NADU. (Under Regulation 36A(1) of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016)

AUCTION OF STATE GOVERNMENT SECURITIES The following State Governments have offered to sell stock by way of auction, for an aggregate amount of ₹40,713.72 crore (Face Value).

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 further details, check section on ASBA. 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, DPs & 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 the section "Issue Procedure" beginning on page 181 of the Red Herring Prospectus. 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 of BSE SME

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis 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 NPGI at the toll free number-18001201740 and Mail id-ipo.upi@npgi.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 grievance investors may contact: Share India Capital Services Private Limited - Mr. Anand Srivastava (+91-0120-4910000) (Email: info@shareindia.com)

Investors must ensure that their PAN is linked with Aadhar and are in compliance with Central Board of Direct Taxes notification dated February 13, 2020 and press release dated June 25, 2021.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 82 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 267 of the RHP.

LIABILITY OF THE MEMBERS OF OUR COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 1,200.00 Lakhs divided into 1,20,00,000 Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 857.55 Lakhs divided into 85,75,500 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 46 of the RHP.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The initial signatories to the Memorandum of Association of our Company are Mr. Mohammad Quaim Syed and Mr. Kamal Verma who subscribed to 5000 equity shares of ₹ 10 each. For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 46 of the RHP.

DISCLAIMER CLAUSE OF SEBI: Since this issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the RHP filed with SEBI. In terms of SEBI regulations, the SEBI shall not issue any observations on the observations on the offer document. Hence, there is no such specific disclaimer clause of SEBI. However, investor may refer to the entire Disclaimer Clause of SEBI beginning on Page 175 of the RHP.

DISCLAIMER CLAUSE OF BSE (the 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 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 Prospectus. The investors are advised to refer to the Page 179 for Disclaimer clause of BSE of Prospectus for the full text of the disclaimer clause pertaining to BSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this 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 this 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 offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on Page 18 of the Red Herring Prospectus.

LEAD MANAGERS TO THE ISSUE: Share India, LINK Intime. REGISTRAR TO THE ISSUE: LINK Intime. COMPANY SECRETARY AND COMPLIANCE OFFICER: Mr. Abhishek Jain, Exhicon Events Media Solutions Limited.

AVAILABILITY OF THE RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the "Risk Factors" beginning on page 18 of the Red Herring Prospectus before applying in the Issue. A copy of the Red Herring Prospectus will be made available on the website of SEBI at www.sebi.gov.in and is available on the websites of the BRLM, Share India Capital Services Pvt. Ltd. at www.shareindia.com and the websites of the Stock Exchanges, for BSE at www.bseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, EXHICON EVENTS MEDIA SOLUTIONS LIMITED: Tel: +011-44796732, BRLM: Share India Capital Services Pvt. Ltd., Tel: +91-8097538188. Syndicate Members as mentioned in the RHP and at selected locations of Sub-Syndicate Members, Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Offer. Bid cum Application Form will also be available on the websites of the Stock Exchanges at www.bseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

BANKER TO THE ISSUE & SPONSOR BANK: Axis Bank Limited. UPI: Retail Individual Bidders can also Bid through UPI Mechanism. All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Disclaimer: Exhicon Events Media 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Mumbai on March 24, 2023 there after with SEBI and the Stock Exchange. The RHP is available on the website of BSE SME at https://www.bsesme.com and is available on the websites of the BRLM at www.shareindia.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 18 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, 1933 and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation "S" under the Securities Act, 1933 and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.

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- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
- Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For further details please refer Chapter- "Risk Factors" on page no. 18 of Red Herring Prospectus.
- The Price/ Earnings ratio based on Basic & Diluted EPS for period ended September 30, 2022 based on the enhanced Capital Structure is 11.68 of the company at the upper end of the Price Band is ₹ 64.
- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ANCHOR INVESTOR BIDDING DATE: MARCH 29, 2023*

ISSUE OPENS ON: MARCH 31, 2023

ISSUE CLOSES ON: APRIL 05, 2023

*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/Issue Opening Date.

**Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI/ICDR Regulations.

BASIS FOR ISSUE PRICE

The Price Band and the Issue Price will be determined by our Company in consultation with the BRLM, on the basis of the Book Building Process and the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Issue Price is 6.1 times the face value at the lower end of the Price Band and 6.4 times the face value at the higher end of the Price Band. Investors should refer to "Risk Factors", "Our Business", "Financial Statement" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 18 and 72, 114 and 156 of the Red Herring Prospectus respectively, to have an informed view before making an investment decision.

QUALITATIVE FACTORS

Some of the qualitative factors which form the basis for computing the Issue Price are:

- Established brand name;
- Strong execution track record;
- High level of competitiveness in a changing marketplace;
- Consistent financial performance and strong balance sheet; and
- Experienced management team and a motivated and efficient work force.

For further details, see "Risk Factors" and "Our Business" on pages 18 and 72 of the Red Herring Prospectus, respectively.

QUANTITATIVE FACTORS

The information presented in this section is derived from our Restated Financial Statements. For details, see "Financial Statement" on page 114 of the Red Herring Prospectus. Investors should evaluate our Company and form their decisions taking into consideration its earnings, and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the Issue Price are as follows:

1. Basic and Diluted Earnings per Share (EPS), as adjusted for changes in capital

Year ended	Basic EPS (in ₹)	Diluted EPS based on enhanced capital structure***	Diluted EPS (in ₹)	Weight
FY 2019-20	-641.20*	-7.47	-641.20	1
FY 2020-21	117.30**	0.13	117.30	2
FY 2021-22	4283.80**	4.99	4283.80	3
Weighted Average	2074.13	1.29	2074.13	
Sep 30, 2022	4703.70**	5.48	4703.70	-

*On standalone basis

**On consolidated basis.

***This EPS stands changed as on date of filing due to change in capital structure due to issue of Right Issue, Preferential Issue and Bonus Issue the current details will be updated accordingly. Diluted EPS as on date of filing of RHP stands at Rs. 5.48 on September 30, 2022 financials.

Note:

The ratios have been computed as under:

- Basic and diluted EPS: profit for the year attributable to equity shareholders of the Company divided by total weighted average number of equity shares outstanding during the period. Basic and diluted EPS are computed in accordance with Ind AS 33 - Earnings per share post the bonus issue in current financial year;
- Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights
- Basic and diluted EPS for the six months period ended September 30, 2022 are not annualized

2. Price / Earning (P/E) Ratio in relation to Issue Price of ₹ 61 to ₹ 64 per Equity Share

Particulars	P/E at the lower end of the price band (no. of times)	P/E at the higher end of the price band (no. of times)
a) P/E ratio based on Basic and Diluted EPS for September 30, 2022	11.29	11.68
b) P/E ratio based on Weighted Average Basic and Diluted EPS	47.28	49.61

3. Return on Net worth (RONW):

Year ended	RONW (%)	Weight
FY 2019-20	(683.91%)	1
FY 2020-21	37.04%	2
FY 2021-22	93.11%	3
Weighted Average	-55.08%	
September 30, 2022	50.55%	-

*RONW has been annualized

Return on net worth (%) = $\frac{\text{Net profit after tax as restated, attributable to the owners of the company}}{\text{Net worth as restated, including share capital and reserves and surplus, as stated at the end of the year}}$

Net worth = Equity share capital + Reserves and surplus (including, Securities Premium, General Reserve and surplus in statement of profit and loss).

RONW for the six months period ended September 30, 2022 are not annualized

4. Net Asset Value* (NAV) per Equity Share

Particulars	Rs.
September 30, 2022	9304.50
As of March 31, 2022	4600.80
As of March 31, 2021	316.70
As of March 31, 2020	89.50
NAV post issue:	
At the lower end of the price band of ₹ 61	31.99
At the lower end of the price band of ₹ 64	32.83
Issue price per share	[●]

Note: *The given NAV stands changed as on date of filing RHP due to change in capital structure by way of Rights Issue, Preferential and Bonus Issue.

Particulars	Rs.
Net asset value per equity share	Net worth as restated, including share capital and reserves and surplus, as restated at the end of the year
	No. of equity shares outstanding at the end of the year
Basic earnings per share (Rs.)	Net profit after tax as restated for calculating basic EPS
	Weighted average number of equity shares outstanding at the end of the period or year

5. Comparison of Accounting Ratios with Industry Peers

There are no comparable listed companies in India engaged in same line of business as our Company, hence comparison with industry peers are not applicable.

Note - The figures/accounting ratios for Exhicon Events Media Solutions Limited are based on the restated consolidated financials for the period ended September 30, 2022 and year ended on March 31, 2022 and 2021 and on the basis of restated standalone financials for the year ended on March 31, 2020.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 61 of the RHP.

6. Key Performance Indicators

Key Performance Indicator	For the period up to September 30, 2022*	F.Y 2021-22	F.Y 2020-21
Revenue from operations ⁽¹⁾	2931.08	4635.11	946.82
EBITDA ⁽²⁾	689.10	642.49	42.35
EBITDA Margin ⁽³⁾	23.51%	13.86%	4.47%
PAT ⁽⁴⁾	470.37	428.38	11.73%
PAT Margin ⁽⁵⁾	16.05%	9.24%	1.24%
RoE (%) ⁽⁶⁾	67.65%	174.23%	62.21%
RoCE (%) ⁽⁷⁾	144.58%	123.26%	33.94%
No. of orders ⁽⁸⁾	78	87	39
No. of customers ⁽⁹⁾	39	47	23

*Not annualized

Notes:

⁽¹⁾ Revenue from operations is the total revenue generated by our Company from the sale of products.

⁽²⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income

⁽³⁾ EBITDA Margin is calculated as EBITDA divided by Revenue from Operations

⁽⁴⁾ PAT is calculated as Profit before tax - Tax Expenses

⁽⁵⁾ PAT Margin is calculated as PAT for the period/year divided by Revenue from Operations.

⁽⁶⁾ Return on Equity is ratio of Profit after Tax and Average Shareholder Equity

⁽⁷⁾ Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current).

⁽⁸⁾ Number of orders indicate the count of sales orders which we have received from the customers for the year/period.

⁽⁹⁾ Number of customers indicate the count of customers who contributed to revenue from operations for the year/period.

Explanation for the KPI metrics

KPI	Explanations
Revenue from operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders' funds.
RoCE (%)	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
No. of orders	Number of orders indicate the count of sales orders which we have received from the customers for the year/period
No. of customers	Number of customers indicate the count of customers who contributed to revenue from operations for the year/period

7. The Issue Price is [●] times of the Face Value of the Equity Shares.

The price band/floor price/issue price will be determined by the issuer in consultation with the BRLM, on the basis of book-building on the basis of assessment of the market demand from investors for the Equity Shares and shall be justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "Risk Factors", "Our Business" and "Financial Statement" on pages 18, 72 and 114 of the Red Herring Prospectus, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.

Continued on next page...

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EXHICON

Exhibitions • Events • Media

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

Our Company was originally incorporated on September 26, 2010 as 'Exhicon Events Media Solutions Private Limited', as a private limited company, under the provisions of the Companies Act, 1956. Later on, consequent upon the conversion of our Company into public limited company, the name of our Company was changed to 'Exhicon Events Media Solutions Limited' and fresh Certificate of Incorporation dated January 2, 2023 was issued by Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74990MH2010PLC208218.

Registered Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai City, Maharashtra 400053, India. Tel: +91- 8097538188, Website: https://exhicongroup.com/, E-mail: cs@exhiconevents.in; Company Secretary and Compliance Officer: Mr. Abhishek Jain

PROMOTERS: MR. MOHAMMAD QAIM SYED AND MS. PADMA MISHRA

THE ISSUE

INITIAL PUBLIC ISSUE OF UP TO 33,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO [●] LAKHS ("ISSUE / OFFER"). THIS ISSUE INCLUDES A RESERVATION OF UP TO 3,30,000 EQUITY SHARES AGGREGATING UP TO [●] LAKHS FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTE 27.79% AND 25.01% RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER

ANCHOR INVESTOR: UPTO 60% OF THE QIB PORTION IS ALLOCATED FOR ANCHOR INVESTOR

NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER

RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER

MARKET MAKER PORTION: 3,30,000 EQUITY SHARES OR 10% OF THE ISSUE

PRICE BAND: ₹ 61 TO ₹ 64 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 6.10 TIMES THE FACE VALUE OF THE EQUITY SHARES AND

THE CAP PRICE IS 6.40 TIMES THE FACE VALUE OF THE EQUITY SHARES

BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND

IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER

RISKS TO INVESTORS:

- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
- Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For further details please refer Chapter- "Risk Factors" on page no. 18 of Red Herring Prospectus.
- The Price/ Earnings ratio based on Basic & Diluted EPS for period ended September 30, 2022 based on the enhanced Capital Structure is 11.68 of the company at the upper end of the Price Band is ₹ 64.
- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ANCHOR INVESTOR BIDDING DATE: MARCH 29, 2023*

ISSUE OPENS ON: MARCH 31, 2023

ISSUE CLOSES ON: APRIL 05, 2023

*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/Issue Opening Date.

**Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI/ICDR Regulations.

BASIS FOR ISSUE PRICE

The Price Band and the Issue Price will be determined by our Company in consultation with the BRLM, on the basis of the Book Building Process and the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹ 10 each and the Issue Price is 6.1 times the face value at the lower end of the Price Band and 6.4 times the face value at the higher end of the Price Band. Investors should refer to "Risk Factors", "Our Business", "Financial Statement" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 18 and 72, 114 and 156 of the Red Herring Prospectus respectively, to have an informed view before making an investment decision.

QUALITATIVE FACTORS

Some of the qualitative factors which form the basis for computing the Issue Price are:

- Established brand name;
- Strong execution track record;
- High level of competitiveness in a changing marketplace;
- Consistent financial performance and strong balance sheet; and
- Experienced management team and a motivated and efficient work force.

For further details, see "Risk Factors" and "Our Business" on pages 18 and 72 of the Red Herring Prospectus, respectively.

QUANTITATIVE FACTORS

The information presented in this section is derived from our Restated Financial Statements. For details, see "Financial Statement" on page 114 of the Red Herring Prospectus. Investors should evaluate our Company and form their decisions taking into consideration its earnings, and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the Issue price are as follows:

1. Basic and Diluted Earnings per Share (EPS), as adjusted for changes in capital

Year ended	Basic EPS (in ₹)	Diluted EPS based on enhanced capital structure***	Diluted EPS (in ₹)	Weight
FY 2019-20	-641.20*	-7.47	-641.20	1
FY 2020-21	117.30**	0.13	117.30	2
FY 2021-22	4283.80**	4.99	4283.80	3
Weighted Average	2074.13	1.29	2074.13	
Sep 30, 2022	4703.70**	5.48	4703.70	-

*On standalone basis

**On consolidated basis.

***This EPS stands changed as on date of filing due to change in capital structure due to issue of Right Issue, Preferential Issue and Bonus Issue the current details will be updated accordingly. Diluted EPS as on date of filing of RHP stands at Rs. 5.48 on September 30, 2022 financials.

Note:

The ratios have been computed as under:

1. Basic and diluted EPS: profit for the year attributable to equity shareholders of the Company divided by total weighted average number of equity shares outstanding during the period. Basic and diluted EPS are computed in accordance with IndAS 33 – Earnings per share post the bonus issue in current financial year;
2. Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights
3. Basic and diluted EPS for the six months period ended September 30, 2022 are not annualized

2. Price / Earning (P/E) Ratio in relation to Issue Price of ₹ 61 to ₹ 64 per Equity Share

Particulars	P/E at the lower end of the price band (no. of times)	P/E at the higher end of the price band (no. of times)
a) P/E ratio based on Basic and Diluted EPS for September 30, 2022	11.29	11.68
b) P/E ratio based on Weighted Average Basic and Diluted EPS	47.28	49.61

3. Return on Net worth (RONW):

Year ended	RONW (%)	Weight
FY 2019-20	(683.91%)	1
FY 2020-21	37.04%	2
FY 2021-22	93.11%	3
Weighted Average	-55.08%	
September 30, 2022	50.55%	-

*RONW has been annualized

Net profit after tax as restated, attributable to the owners of the company
Return on net worth (%) Net worth as restated, including share capital and reserves and surplus, as stated at the end of the year

Net worth Equity share capital + Reserves and surplus (including, Securities Premium, General Reserve and surplus in statement of profit and loss).

RONW for the six months period ended September 30, 2022 are not annualized

4. Net Asset Value* (NAV) per Equity Share

Particulars	Rs.
September 30, 2022	9304.50
As of March 31, 2022	4600.80
As of March 31, 2021	316.70
As of March 31, 2020	89.50
NAV post issue:	
At the lower end of the price band of ₹ 61	31.99
At the lower end of the price band of ₹ 64	32.83
Issue price per share	[●]

Note: *The given NAV stands changed as on date of filing RHP due to change in capital structure by way of Rights Issue, Preferential and Bonus Issue.

Particulars	Rs.
Net asset value per equity share	Net worth as restated, including share capital and reserves and surplus, as restated at the end of the year
	No. of equity shares outstanding at the end of the year
Basic earnings per share (Rs.)	Net profit after tax as restated for calculating basic EPS
	Weighted average number of equity shares outstanding at the end of the period or year

5. Comparison of Accounting Ratios with Industry Peers

There are no comparable listed companies in India engaged in same line of business as our Company, hence comparison with industry peers are not applicable.

Note - The figures/accounting ratios for Exhicon Events Media Solutions Limited are based on the restated consolidated financials for the period ended September 30, 2022 and year ended on March 31, 2022 and 2021 and on the basis of restated standalone financials for the year ended on March 31, 2020.

For further details, please see the chapter titled "Basis for Issue Price" beginning on page 61 of the RHP.

6. Key Performance Indicators

Key Performance Indicator	For the period up to September 30, 2022*	F.Y 2021-22	F.Y 2020-21
Revenue from operations ⁽¹⁾	2931.08	4635.11	946.82
EBITDA ⁽²⁾	689.10	642.49	42.35
EBITDA Margin ⁽³⁾	23.51%	13.86%	4.47%
PAT ⁽⁴⁾	470.37	428.38	11.73%
PAT Margin ⁽⁵⁾	16.05%	9.24%	1.24%
RoE (%) ⁽⁶⁾	67.65%	174.23%	62.21%
RoCE (%) ⁽⁷⁾	144.58%	123.26%	33.94%
No. of orders ⁽⁸⁾	78	87	39
No. of customers ⁽⁹⁾	39	47	23

*Not annualized

Notes:

⁽¹⁾ Revenue from operations is the total revenue generated by our Company from the sale of products.

⁽²⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income

⁽³⁾ EBITDA Margin is calculated as EBITDA divided by Revenue from Operations

⁽⁴⁾ PAT is calculated as Profit before tax - Tax Expenses

⁽⁵⁾ PAT Margin is calculated as PAT for the period/year divided by Revenue from Operations.

⁽⁶⁾ Return on Equity is ratio of Profit after Tax and Average Shareholder Equity

⁽⁷⁾ Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus total borrowings (current & non-current).

⁽⁸⁾ Number of orders indicate the count of sales orders which we have received from the customers for the year/period.

⁽⁹⁾ Number of customers indicate the count of customers who contributed to revenue from operations for the year/period.

Explanation for the KPI metrics

KPI	Explanations
Revenue from operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
PAT	Profit after tax provides information regarding the overall profitability of the business.
PAT Margin	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business.
RoE (%)	RoE provides how efficiently our Company generates profits from shareholders funds.
RoCE (%)	RoCE provides how efficiently our Company generates earnings from the capital employed in the business.
No. of orders	Number of orders indicate the count of sales orders which we have received from the customers for the year/period
No. of customers	Number of customers indicate the count of customers who contributed to revenue from operations for the year/period

7. The Issue Price is [●] times of the Face Value of the Equity Shares.

The price band/floor price/issue price will be determined by the issuer in consultation with the BRLM, on the basis of book-building on the basis of assessment of the market demand from investors for the Equity Shares and shall be justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "Risk Factors", "Our Business" and "Financial Statement" on pages 18, 72 and 114 of the Red Herring Prospectus, respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.



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EXHICON

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EXHICON EVENTS MEDIA SOLUTIONS LIMITED

Our Company was originally incorporated on September 26, 2010 as 'Exhicon Events Media Solutions Private Limited', as a private limited company, under the provisions of the Companies Act, 1956. Later on, consequent upon the conversion of our Company into public limited company, the name of our Company was changed to 'Exhicon Events Media Solutions Limited' and fresh Certificate of Incorporation dated January 2, 2023 was issued by Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74990MH2010PLC208218. Registered Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai City, Maharashtra 400053, India. Tel: +91- 8097538188, Website: <https://exhicongroup.com/>, E-mail: cs@exhiconevents.in, Company Secretary and Compliance Officer: Mr. Abhishek Jain

PROMOTERS: MR. MOHAMMAD QUAIM SYED AND MS. PADMA MISHRA

THE ISSUE

INITIAL PUBLIC ISSUE OF UP TO 33,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [•] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO [•] LAKHS ("ISSUE / OFFER"). THIS ISSUE INCLUDES A RESERVATION OF UP TO 3,30,000 EQUITY SHARES AGGREGATING UP TO [•] LAKHS FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTE 27.79% AND 25.01% RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

- QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER**
- NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER**
- RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER**
- MARKET MAKER PORTION: 3,30,000 EQUITY SHARES OR 10% OF THE ISSUE**

PRICE BAND: ₹ 61 TO ₹ 64 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 6.10 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 6.40 TIMES THE FACE VALUE OF THE EQUITY SHARES

BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER

RISKS TO INVESTORS:

- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
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- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ISSUE OPENS TODAY

ISSUE CLOSES ON: APRIL 05, 2023

***Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.*

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 further details, check section on ASBA. **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, DPs & 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 the section "Issue Procedure" beginning on page 195 of the Red Herring Prospectus. 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 of BSE SME
 **List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis 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 NPGI at the toll free number-18001201740 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 grievance investors may contact: Share India Capital Services Private Limited - Mr. Anand Srivastava (+91-0120-4910000) (Email: info@shareindia.com)

In case of any revision in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, 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 respective websites of the BRLM and at the terminals of the members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 22(2) of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("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 in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5.00% 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 15.00% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Offer shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All 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) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or 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 195 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through 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 and UPI ID available (for UPI Bidders bidding through the UPI Mechanism) 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. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized 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 unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/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 Bidders/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.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 82 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 266 of the RHP.

LIABILITY OF THE MEMBERS OF OUR COMPANY: Limited by shares.
AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 1,200.00 Lakhs divided into 1,20,00,000 Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 857.55 Lakhs divided into 85,75,500 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 46 of the RHP.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The initial signatories to the Memorandum of Association of our Company are Mr. Mohammad Quaim Syed and Mr. Kamal Verma who subscribed to 5000 equity shares of ₹ 10 each. For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 46 of the RHP.

LISTING: The Equity Shares issued 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 as amended from time to time, our Company has received "in-principle" approval letter dated March 24, 2023 from BSE Limited ("BSE") for using its name in the Offer Document for listing of our shares on the SME Platform of BSE. For the purpose of the Issue, the Designated Stock Exchange will be the BSE Limited ("BSE").

DISCLAIMER CLAUSE OF SEBI: Since this issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the RHP filed with SEBI. In terms of SEBI regulations, the SEBI shall not issue any observations on the observations on the offer document. Hence, there is no such specific disclaimer clause of SEBI. However, Investor may refer to the entire Disclaimer Clause of SEBI beginning on Page 175 of the RHP.

DISCLAIMER CLAUSE OF BSE (the 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 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 Prospectus. The investors are advised to refer to the Page 179 for Disclaimer clause of BSE of Prospectus for the full text of the disclaimer clause pertaining to BSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this 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 this 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 offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on Page 18 of the Red Herring Prospectus.

LEAD MANAGERS TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
<p>Share India You generate, we multiply SHARE INDIA CAPITAL SERVICES PVT. LTD. Address: A-15, Sector-64, Noida - 201301, Uttar Pradesh, India. Tel No.: +91-0120-4910000; Contact Person: Mr. Anand Srivastava Email: info@shareindia.com; Website: www.shareindia.com SEBI Registration No.: INM000012637</p>	<p>LINKIntime Link Intime India Private Limited Address: 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, Delhi, 110034 Tel No.: +91 810 811 4949; Contact Person: Mr. Shanti GopalKrishnan Email: exhiconvents ipo@linkintime.co.in; Website: www.linkintime.co.in SEBI Registration No.: INR00004058</p>	<p>Mr. Abhishek Jain Exhicon Events Media Solutions Limited 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai - 400053, India. Tel: 1800 258 8103; Email: cs@exhiconvents.in; Website: https://exhicongroup.com/ Investors can contact the Compliance Officer or the Book Running Lead Manager 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 Equity Shares in the respective beneficiary account and refund orders, etc. All complaints, queries or comments received by Stock Exchange/SEBI shall be forwarded to the Book Running Lead Manager, who shall respond to the same.</p>

AVAILABILITY OF THE RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the "Risk Factors" beginning on page 18 of the Red Herring Prospectus before applying in the Issue. A copy of the Red Herring Prospectus will be made available on the website of SEBI at www.sebi.gov.in and is available on the websites of the BRLM, Share India Capital Services Pvt. Ltd. at www.shareindia.com and the websites of the Stock Exchanges, for BSE at www.bseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, EXHICON EVENTS MEDIA SOLUTIONS LIMITED; Tel: +91- 8097538188; BRLM: Share India Capital Services Pvt. Ltd., Tel: +91- 8097538188; Syndicate Members as mentioned in the RHP and at selected locations of Sub-Syndicate Members, Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Offer. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.bseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

BANKER TO THE ISSUE & SPONSOR BANK: Axis Bank Limited.
UPI: Retail Individual Bidders can also Bid through UPI Mechanism.
All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

For EXHICON EVENTS MEDIA SOLUTIONS LIMITED
 On behalf of the Board of Directors
 Sd/-
 Company Secretary & Compliance Officer

Disclaimer: Exhicon Events Media 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Mumbai on March 24, 2023 thereafter with SEBI and the Stock Exchange. The RHP is available on the website of BSE SME at <https://www.bsesme.com> and is available on the websites of the BRLM at www.shareindia.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 18 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended or any state securities laws in the United States, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, 1933 and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation "S" under the Securities Act, 1933 and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, OUTSIDE INDIA.



EXHICON

Exhibitions • Events • Media

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

Our Company was originally incorporated on September 26, 2010 as 'Exhicon Events Media Solutions Private Limited', as a private limited company, under the provisions of the Companies Act, 1956. Later on, consequent upon the conversion of our Company into public limited company, the name of our Company was changed to 'Exhicon Events Media Solutions Limited' and fresh Certificate of Incorporation dated January 2, 2023 was issued by Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74990MH2010PLC208218.

Registered Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai City, Maharashtra 400053, India. Tel: +91-8097538188, Website: <https://exhicongroup.com/>, E-mail: cs@exhiconevents.in; Company Secretary and Compliance Officer: Mr. Abhishek Jain

PROMOTERS: MR. MOHAMMAD QUAIM SYED AND MS. PADMA MISHRA

THE ISSUE

INITIAL PUBLIC ISSUE OF UP TO 33,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [•] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO [•] LAKHS ("ISSUE / OFFER"). THIS ISSUE INCLUDES A RESERVATION OF UP TO 3,30,000 EQUITY SHARES AGGREGATING UP TO [•] LAKHS FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTE 27.79% AND 25.01% RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER

NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER

RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER

MARKET MAKER PORTION: 3,30,000 EQUITY SHARES OR 10% OF THE ISSUE

PRICE BAND: ₹ 61 TO ₹ 64 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 6.10 TIMES THE FACE VALUE OF THE EQUITY SHARES AND

THE CAP PRICE IS 6.40 TIMES THE FACE VALUE OF THE EQUITY SHARES

BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER

RISKS TO INVESTORS:

- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
- Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For further details please refer Chapter- "Risk Factors" on page no. 18 of Red Herring Prospectus.
- The Price/ Earnings ratio based on Basic & Diluted EPS for period ended September 30, 2022 based on the enhanced Capital Structure is 11.68 of the company at the upper end of the Price Band is ₹ 64.
- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ISSUE OPENS TODAY

ISSUE CLOSING ON: APRIL 05, 2023

**Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI/ICDR Regulations.

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 further details, check section on ASBA. 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, DPs & 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 the section "Issue Procedure" beginning on page 195 of the Red Herring Prospectus. 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 of BSE SME

*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis 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 NPGI at the toll free number-18001201740 and Mail info@shareindia.com. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For issue related grievance investors may contact: Share India Capital Services Private Limited - Mr. Anand Srivastava (+91-0120-4910000) (Email: info@shareindia.com)

In case of any revision in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, 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 respective websites of the BRLM and at the terminals of the members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 22(2) of the SEBI/ICDR Regulations and in compliance with Regulation 253 of the SEBI/ICDR Regulations wherein not more than 50.00% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("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 in accordance with the SEBI/ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5.00% 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 15.00% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Offer shall be available for allocation to Retail Individual Investors in accordance with the SEBI/ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All 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) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or 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 195 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through 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 and UPI ID available (for UPI Bidders bidding through the UPI Mechanism) 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. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized 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 unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/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 Bidders/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.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 82 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 266 of the RHP.

LIABILITY OF THE MEMBERS OF OUR COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 1,200.00 Lakhs divided into 1,20,00,000 Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 857.55 Lakhs divided into 85,75,500 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 46 of the RHP.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The initial signatories to the Memorandum of Association of our Company are Mr. Mohammad Quaim Syed and Mr. Kamal Verma who subscribed to 5000 equity shares of ₹ 10 each. For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 46 of the RHP.

LISTING: The Equity Shares Issued 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 as amended from time to time, our Company has received "in-principle" approval letter dated March 24, 2023 from BSE Limited ("BSE") for using its name in the Offer Document for listing of our shares on the SME Platform of BSE. For the purpose of the Issue, the Designated Stock Exchange will be the BSE Limited ("BSE").

DISCLAIMER CLAUSE OF SEBI: Since this issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the RHP filed with SEBI. In terms of SEBI regulations, the SEBI shall not issue any observations on the observations on the offer document. Hence, there is no such specific disclaimer clause of SEBI. However, Investor may refer to the entire Disclaimer Clause of SEBI beginning on Page 175 of the RHP.

DISCLAIMER CLAUSE OF BSE (the 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 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 Prospectus. The investors are advised to refer to the Page 179 for Disclaimer clause of BSE of Prospectus for the full text of the disclaimer clause pertaining to BSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this 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 this 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 offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on Page 18 of the Red Herring Prospectus.

LEAD MANAGERS TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
<p>Share India You generate, we multiply</p> <p>SHARE INDIA CAPITAL SERVICES PVT. LTD. Address: A-15, Sector-64, Noida - 201301, Uttar Pradesh, India. Tel No.: +91-0120-4910000; Contact Person: Mr. Anand Srivastava Email: info@shareindia.com; Website: www.shareindia.com SEBI Registration No.: INM000012537</p>	<p>LINKIntime</p> <p>Link Intime India Private Limited Address: 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, Delhi, 110034 Tel No.: +91 810 811 4949; Contact Person: Mr. Shanti GopalKrishnan Email: exhiconvents.jp@linkintime.com; Website: www.linkintime.co.in SEBI Registration No.: INR000004058</p>	<p>Mr. Abhishek Jain Exhicon Events Media Solutions Limited 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai - 400053, India. Tel: 1800 258 8103; Email: cs@exhiconevents.in; Website: https://exhicongroup.com/</p> <p>Investors can contact the Compliance Officer or the Book Running Lead Manager 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 Equity Shares in the respective beneficiary account and refund orders, etc. All complaints, queries or comments received by Stock Exchange/SEBI shall be forwarded to the Book Running Lead Manager, who shall respond to the same.</p>

AVAILABILITY OF THE RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the "Risk Factors" beginning on page 18 of the Red Herring Prospectus before applying in the Issue. A copy of the Red Herring Prospectus will be made available on the website of SEBI at www.sebi.gov.in and is available on the websites of the BRLM, Share India Capital Services Pvt. Ltd. at www.shareindia.com and the websites of the Stock Exchanges, for BSE at www.bseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, EXHICON EVENTS MEDIA SOLUTIONS LIMITED; Tel: +91-8097538188; BRLM: Share India Capital Services Pvt. Ltd., Tel: +91-8097538188; Syndicate Members as mentioned in the RHP and at selected locations of Sub-Syndicate Members, Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Offer. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.bseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

BANKER TO THE ISSUE & SPONSOR BANK: Axis Bank Limited.

UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

Place: Mumbai
Date: March 30, 2023

Disclaimer: Exhicon Events Media 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Mumbai on March 24, 2023 there after with SEBI and the Stock Exchange. The RHP is available on the website of BSE SME at <https://www.bsesme.com> and is available on the websites of the BRLM at www.shareindia.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 18 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act, 1933 and in accordance with any applicable U.S. State Securities laws. The Equity Shares are being issued and sold outside the United States in "offshore transactions" in reliance on Regulation "S" under the Securities Act, 1933 and the applicable laws of each jurisdiction where such issues and sales are made. There will be no public offering in the United States.

For EXHICON EVENTS MEDIA SOLUTIONS LIMITED
On behalf of the Board of Directors

Sd/-
Company Secretary & Compliance Officer

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT. THIS DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, OUTSIDE INDIA.



EXHICON

Exhibitions • Events • Media

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

Our Company was originally incorporated on September 26, 2010 as 'Exhicon Events Media Solutions Private Limited', as a private limited company, under the provisions of the Companies Act, 1956. Later on, consequent upon the conversion of our Company into public limited company, the name of our Company was changed to 'Exhicon Events Media Solutions Limited' and fresh Certificate of Incorporation dated January 2, 2023 was issued by Registrar of Companies, Mumbai. The Corporate Identification Number of our Company is U74990MH2010PLC208218.

Registered Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai City, Maharashtra 400053, India. Tel: +91- 8097538188, Website: https://exhicongroup.com/, E-mail: cs@exhiconevents.in; Company Secretary and Compliance Officer: Mr. Abhishek Jain

PROMOTERS: MR. MOHAMMAD QUAIM SYED AND MS. PADMA MISHRA

THE ISSUE

INITIAL PUBLIC ISSUE OF UP TO 33,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10.00 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF [•] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO [•] LAKHS ("ISSUE / OFFER"). THIS ISSUE INCLUDES A RESERVATION OF UP TO 3,30,000 EQUITY SHARES AGGREGATING UP TO [•] LAKHS FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTE 27.79% AND 25.01% RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER

NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER

RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER

MARKET MAKER PORTION: 3,30,000 EQUITY SHARES OR 10% OF THE ISSUE

PRICE BAND: ₹ 61 TO ₹ 64 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH

THE FLOOR PRICE IS 6.10 TIMES THE FACE VALUE OF THE EQUITY SHARES AND

THE CAP PRICE IS 6.40 TIMES THE FACE VALUE OF THE EQUITY SHARES

BIDS CAN BE MADE FOR A MINIMUM OF 2000 EQUITY SHARES AND IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER

RISKS TO INVESTORS:

- Our Company operates in the business of event management, exhibitions, trade fairs, promotions etc. which involves a substantial degree of risk, including as a result of Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws and regulations.
- Our Company is providing services worldwide as one stop solution to cater the requirement of event Management. Expansion into new markets, including in India and overseas, subjects us to various challenges, including those relating to our lack of familiarity with the culture, legal regulations and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. The risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets.
- Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For further details please refer Chapter- "Risk Factors" on page no. 18 of Red Herring Prospectus.
- The Price/ Earnings ratio based on Basic & Diluted EPS for period ended September 30, 2022 based on the enhanced Capital Structure is 11.68 of the company at the upper end of the Price Band is ₹ 64.
- Weighted Average Return on Net worth for Fiscals 2022, 2021 and, 2020 is -55.08%.

BID/ISSUE PROGRAMME

ISSUE OPENS TODAY

ISSUE CLOSING ON: APRIL 05, 2023

**Our Company in consultation with the BRLM may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.

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 further details, check section on ASBA. 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, DPs & 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 the section "Issue Procedure" beginning on page 195 of the Red Herring Prospectus. 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 of BSE SME

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis 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 NPGI at the toll free number-18001201740 and Mail Id- ipo.upi@npgi.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 grievance investors may contact: Share India Capital Services Private Limited - Mr. Anand Srivastava (+91-0120-4910000) (Email: info@shareindia.com)

In case of any revision in the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, 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 respective websites of the BRLM and at the terminals of the members of the Syndicate and by intimation to Designated Intermediaries and the Sponsor Bank, as applicable.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229(2) of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("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 in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from Mutual Funds is less than 5.00% 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 15.00% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35.00% of the Net Offer shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. Further, Equity Shares will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price. All 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) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or 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 195 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through 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 and UPI ID available (for UPI Bidders bidding through the UPI Mechanism) 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. Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorized 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 unblocking of ASBA Account or for other correspondence(s) related to the Issue. Bidders/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 Bidders/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.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 82 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 266 of the RHP.

LIABILITY OF THE MEMBERS OF OUR COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF OUR COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹ 1,200.00 Lakhs divided into 1,20,00,000 Equity Shares of face value ₹ 10 each. The issued, subscribed and paid-up Equity share capital of our Company is ₹ 857.55 Lakhs divided into 85,75,500 Equity Shares of face value of ₹ 10 each. For details of the capital structure of our Company, see "Capital Structure" beginning on page 46 of the RHP.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The initial signatories to the Memorandum of Association of our Company are Mr. Mohammad Quaim Syed and Mr. Kamal Verma who subscribed to 5000 equity shares of ₹ 10 each. For details of the share capital history and capital structure of our Company see "Capital Structure" beginning on page 46 of the RHP.

LISTING: The Equity Shares Issued 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 as amended from time to time, our Company has received "in-principle" approval letter dated March 24, 2023 from BSE Limited ("BSE") for using its name in the Offer Document for listing of our shares on the SME Platform of BSE. For the purpose of the Issue, the Designated Stock Exchange will be the BSE Limited ("BSE").

DISCLAIMER CLAUSE OF SEBI: Since this issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the RHP filed with SEBI. In terms of SEBI regulations, the SEBI shall not issue any observations on the observations on the offer document. Hence, there is no such specific disclaimer clause of SEBI. However, investor may refer to the entire Disclaimer Clause of SEBI beginning on Page 175 of the RHP.

DISCLAIMER CLAUSE OF BSE (the 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 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 Prospectus. The investors are advised to refer to the Page 179 for Disclaimer clause of BSE of Prospectus for the full text of the disclaimer clause pertaining to BSE.

GENERAL RISKS: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this 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 this 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 offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the investors is invited to the section titled "Risk Factors" beginning on Page 18 of the Red Herring Prospectus.

LEAD MANAGERS TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
<p>Share India You generate, we multiply</p> <p>SHARE INDIA CAPITAL SERVICES PVT. LTD. Address: A-15, Sector-64, Noida – 201301, Uttar Pradesh, India Tel No.: +91-0120-4910000; Contact Person: Mr. Anand Srivastava Email: info@shareindia.com; Website: www.shareindia.com SEBI Registration No.: INM000012537</p>	<p>Link Intime India Private Limited Address: 451, Krishna Agra Business Square, Netaji Subhash Place, Pitampura, Delhi, 110034 Tel No.: +91 810 811 4949; Contact Person: Mr. Shanti Gopalkrishnan Email: exhiconvents.ipo@linkintime.co.in; Website: www.linkintime.co.in SEBI Registration No.: INR000004058</p>	<p>Mr. Abhishek Jain Exhicon Events Media Solutions Limited 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai – 400053, India. Tel: 1800 258 8103; Email: cs@exhiconevents.in; Website: https://exhicongroup.com/</p> <p>Investors can contact the Compliance Officer or the Book Running Lead Manager 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 Equity Shares in the respective beneficiary account and refund orders, etc. All complaints, queries or comments received by Stock Exchange/SEBI shall be forwarded to the Book Running Lead Manager, who shall respond to the same.</p>

AVAILABILITY OF THE RED HERRING PROSPECTUS: Investors are advised to refer to the Red Herring Prospectus and the "Risk Factors" beginning on page 18 of the Red Herring Prospectus before applying in the Issue. A copy of the Red Herring Prospectus will be made available on the website of SEBI at www.sebi.gov.in and is available on the websites of the BRLM, Share India Capital Services Pvt. Ltd. at www.shareindia.com and the websites of the Stock Exchanges, for BSE at www.bseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, EXHICON EVENTS MEDIA SOLUTIONS LIMITED: Tel: +91- 8097538188; BRLM: Share India Capital Services Pvt. Ltd., Tel: +91- 8097538188; Syndicate Members as mentioned in the RHP and at selected locations of Sub-Syndicate Members, Registered Brokers, SCSBs, Designated RTA Locations and Designated CDP Locations for participating in the Offer. Bid cum Application Forms will also be available on the websites of the Stock Exchanges at www.bseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

BANKER TO THE ISSUE & SPONSOR BANK: Axis Bank Limited.

UPI: Retail Individual Bidders can also Bid through UPI Mechanism.

All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Red Herring Prospectus.

For EXHICON EVENTS MEDIA SOLUTIONS LIMITED
On behalf of the Board of Directors

Place: Mumbai
Date: March 30, 2023

Sd/-
Company Secretary & Compliance Officer

Disclaimer: Exhicon Events Media 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 offer of its Equity Shares and has filed the RHP with the Registrar of Companies, Mumbai on March 24, 2023 there after with SEBI and the Stock Exchange. The RHP is available on the website of BSE SME at https://www.bsesme.com and is available on the websites of the BRLM at www.shareindia.com. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled "Risk Factors" beginning on page 18 of the Red Herring Prospectus.

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