INVESTOR CHARTER FOR PUBLIC ISSUE OF DEBT SECURITIES

VISION STATEMENT:

To continuously earn trust of investors and emerge as a solution provider with integrity.

MISSION STATEMENT:

1. Act in investors' best interests by understanding needs and developing solutions.
2. Enhance and customise value generating capabilities and services.
3. Disseminate complete information to investors to enable informed investment decision.

DESCRIPTION OF ACTIVITIES/ BUSINESS OF THE ENTITY:

A. K. Capital Services Limited is a SEBI registered Category-I merchant banker *inter-alia* engaged in managing public issues of debt securities.

DETAILS OF SERVICES PROVIDED TO INVESTORS - PUBLIC ISSUE:

1. Upload Draft Offer Document on our / stock exchange(s) / SEBI/ Issuer's website. Invite public comments within seven[1] working days therefrom.
2. Upload the application form and the abridged prospectus on our website.
3. Ensure material contracts and documents are available for inspection as per details in the offer document.
4. Issuer to publish a statutory advertisement, on or before the issue opening date in accordance with SEBI (Issue and Listing of Non-convertible Securities) Regulations, 2021 (NCS Regulations).
5. Issuer and stock exchange(s) to disseminate all information and reports including compliance reports by placing them on their websites.
6. Material developments relating to the issue up to the commencement of listing and trading to be publicly disseminated through public notices/ advertisements.
7. Investors can request for a copy of the offer document and/ or application form and the same shall be provided by us/ the issuer.
8. Listing and commencement of trading on the stock exchange(s) shall be within six working days of the offer closing date or such other time as may be prescribed by SEBI.
9. Disclose on our website - Track record of the performance of the public issues managed by us, for a period of three financial years from the date of listing for each public issue.
10. Disclose the entire process of basis of allotment in the final offer document.
11. Debenture trustee to ensure independent assessment and diligence for the security offered for the proposed issue and also ensure dissemination of information as per the NCS Regulations.

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[1] *Amended to within five days therefrom (one day in case of issuers whose specified securities are listed on a recognised stock exchange having nationwide trading terminals) vide the Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) (Second Amendment) Regulations, 2024 w.e.f. 18-09-2024*

12. Issuer can roll-over the debt securities by providing notice and publicly disseminating such information as per the applicable regulations.
13. Issuer to promptly inform the stock exchange(s) all information bearing on its performance/ operation, price sensitive information or any action that shall affect payment of interest/ coupon or redemption of the debt securities.

TIMELINES:

Sr. No.	Activity	Timeline for which activity takes place	Information where available
1	Filing of draft offer document by company for public comments	0	Websites of stock exchange(s), lead manager(s), issuer and SEBI
2	Receipt of public comments on offer document	Seven working days from draft offer document filing[2]	-
3	Statutory advertisement	On or before the Issue opening date	Newspaper advertisement[3]
4	Issue opening date	On or after statutory advertisement	Final offer document available on websites of stock exchange(s), lead manager(s), issuer and SEBI
5	Availability of application forms with abridged prospectus	Till issue closure date	Websites of stock exchange(s) and lead manager(s)
6	Display of total demand in the issue	Issue opening date till issue closure date	Updated on website(s) of stock exchange(s)
7	Commencement of trading - public issue	On or before six working days from Issue closure date[4]	Final offer document available on websites of stock exchange(s), lead manager(s), issuer and SEBI
8	Unblocking ASBA Accounts	Within five working days[5]	In case of delay, the issuer shall pay interest at the rate of 15% per annum (Reg. 35(2) of NCS Regulations).

[2] *Amended to within five days therefrom (one day in case of issuers whose specified securities are listed on a recognised stock exchange having nationwide trading terminals) vide the Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) (Second Amendment) Regulations, 2024 w.e.f. 18-09-2024*

[3] *Through electronic modes and notice in newspaper exhibiting a QR Code and link to the complete advertisement vide the Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) (Second Amendment) Regulations, 2024 w.e.f. 18-09-2024.*

[4] *Three working days (in case of opting for T+3 timelines) in accordance with reduced timelines proposed vide SEBI Circular SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/129 dated September 26, 2024*

[5] *Two working days (in case of opting for T+3 timelines) in accordance with reduced timelines proposed vide SEBI Circular SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/129 dated September 26, 2024*

9	Allotment status and allotment advice	Completion of basis of allotment	By email/ post/ SMS
10	Track record of public issue	Listing date	Lead manager's website

RIGHTS OF INVESTORS:

1. Investors can request for a copy of the offer document and/ or application form and the same shall be provided by the issuer/ lead manager(s).
2. Multiple applications can be bided through a single PAN and re-categorization is also done basis PAN clubbing and total bid amount.
3. Option to modify the bid except for modification of either DP Id/ Client ID or PAN Id but not both.
4. Modification to the bid details to be undertaken by approaching the respective intermediary. Facility of re-initiation/ resend of UPI mandate shall be available only on bid entry day up to 5:00 pm.
5. Investor can withdraw his/ her application prior to the issue closing date. Post issue closure, the same can be done by submitting a withdrawal request to the Registrar to the Issue prior to the finalization of the basis of allotment.
6. The investor shall be compensated for delay in allotment, demat credit and refunds, unblocking of funds/ refunds, beyond the time limit as may be prescribed under applicable statutory and/ or regulatory requirements.
7. An investor can submit the bid-cum-application form through the App or web interface developed by stock exchange(s).
8. Investors get email and SMS messages w.r.t. allotment status. Allotment advice is sent through email/ physical to successful allottees post completion of allotment.
9. Right to attend meetings as and when such meetings are called by the debenture trustee.
10. Right of free transferability (or early redemption under the Liquidity Window facility framework, if opted by the Issuer[6]) and nomination subject to applicable laws and regulations.
11. Such other rights, as may be available to the holder of debt securities under the Companies Act, the Listing Regulations and the Articles of Association of the Company and other applicable laws.

DOs AND DON'Ts FOR INVESTORS:
(for complete dos and don'ts, may refer to offer document)

DOs:
1. Check the eligibility to apply as per the terms of the offer document and applicable laws, including Indian Contract Act, 1872.
2. Read all the instructions carefully and complete the application form.

[6] *Introduced vide SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/141 dated 16-10-2024 titled "Introduction of Liquidity Window facility for investors in debt securities through Stock Exchange mechanism"*

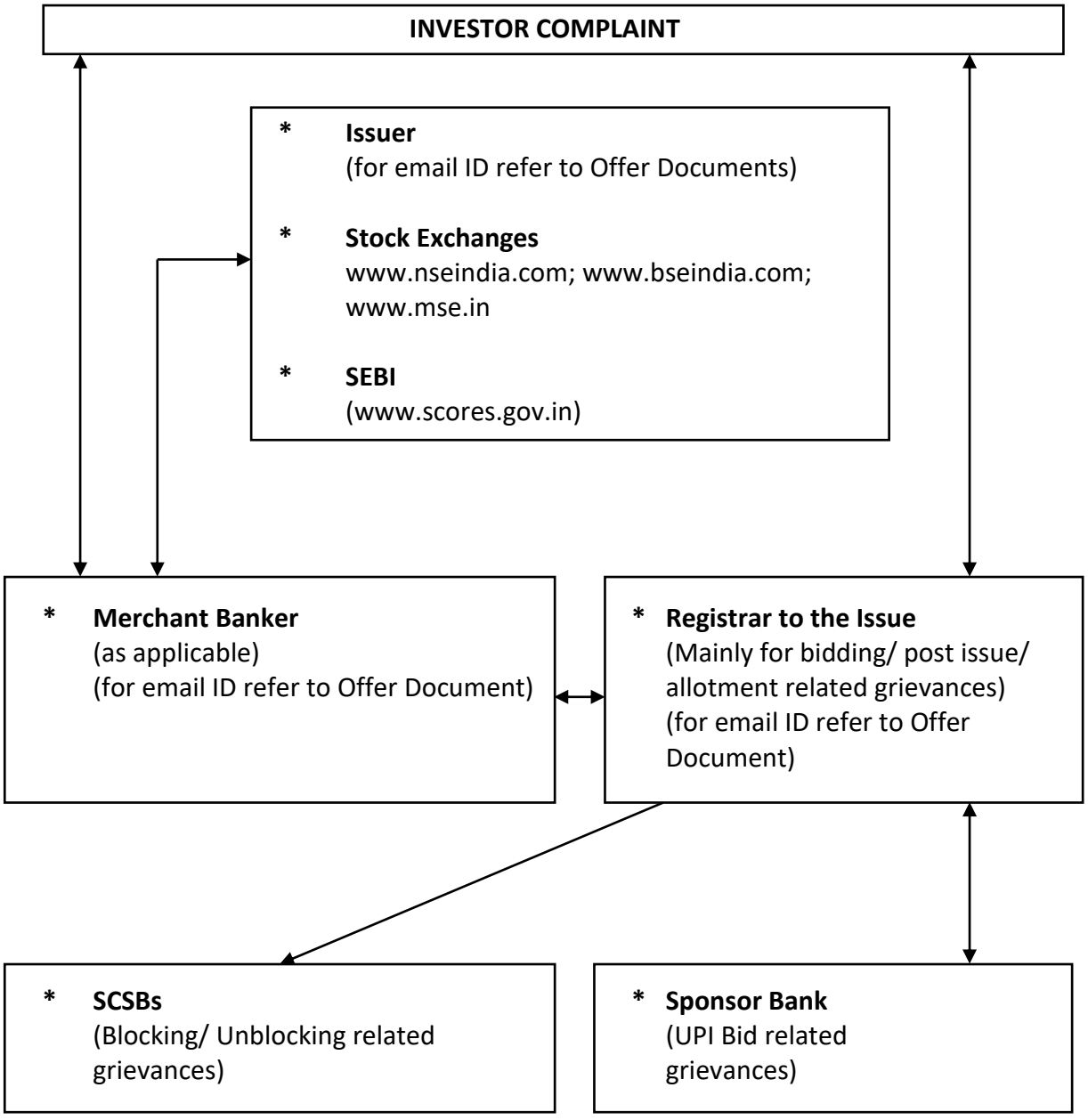
3. Submission of bids - only ASBA (by either writing their bank account numbers and authorising the banks to make payment in case of allotment by signing the application forms; or mentioning UPI ID in order to block the funds).
4. Retail individual investors using the UPI Mechanism to ensure that they submit bids up to the application value of ₹2,00,000 (or as stipulated by SEBI).
5. Ensure availability of sufficient funds in the ASBA Account before submitting the application form.
6. Read all the instructions carefully and complete the bid- cum-application form, as the case may be, in the prescribed form.
7. Ensure that application form is submitted to the designated intermediary, before the closure of application hours on the issue closing date.
8. For joint applications, ensure that the beneficiary account is held in the names of the same applicants and such names are in the same sequence in which they appear in the application form.
9. Ensure an acknowledgement slip is collected as proof.
10. Obtain all the necessary approvals from the relevant statutory and/ or regulatory authorities before applying.
11. Ensure that the application form is signed by the ASBA account holder in case the investor is not the account holder.
12. Ensure that the bidder's depository account is active, the correct DP ID, Client ID, PAN, UPI ID, as applicable, are mentioned in the bid-cum-application form.
13. Ensure that the application form bears the stamp of the relevant designated intermediary(ies) to whom it is submitted.
14. Tick the relevant column "Category of Investor" and option/ series of debt securities in the application form.
15. Guardians applying for minor applicants need to mention the PAN of the minor.

DON'TS:

1. Do not apply for lower than the minimum application size.
2. Do not pay the application amount in cash, by money order, postal order or by stock invest.
3. Do not apply or submit the bid for an amount more than the funds available in your ASBA account or than the applicable investment limit.
4. Do not submit a bid using UPI ID, if you are not a retail individual investor.
5. Do not bid through an incorrect UPI handle or using a bank account of a SCSB and/ or mobile applications not mentioned in the SEBI list.
6. Do not submit more than five application forms per ASBA Account.
7. Do not use any third-party bank account or third-party linked bank account UPI ID.
8. Do not submit the application form without inserting date of birth for first/ sole applicant.
9. Do not submit application without an Indian registered address for the investor.
10. Do not submit applications made by an investor who is ineligible as per relevant regulatory guidelines, as mentioned in the offer document.
11. Investors should not submit applications seeking allotment in dematerialized form whose demat accounts have been 'suspended for credit'.

12. Do not submit applications to the designated intermediaries at centres other than those mentioned in the application form.

INVESTOR GRIEVANCE REDRESSAL MECHANISM AND HOW TO ACCESS IT



TIMELINES FOR RESOLUTION OF INVESTOR GRIEVANCES

Best efforts should be undertaken by the lead manager(s) (LMs) to resolve the grievances within T+30 days[7]. A desirable indicative timeline is as follows:

Sr. No.	Activity	No. of calendar days
1	Investor grievance received by the lead manager(s)	T
2	Lead Manager(s) to the offer to identify the concerned intermediary and endeavour to forward the grievance to the concerned intermediary/ies on T day itself	T+1
3	The concerned intermediary/ies to respond to the lead manager(s) with an acceptable reply/ proof of resolution	X
5	Lead manager(s), the concerned intermediary/ies and the investor shall exchange between themselves additional information related to the grievance, wherever required	Between T and X
4	Lead manager(s) to reply to the investor with the reply/ proof of resolution	X+3

NATURE OF INVESTOR GRIEVANCES FOR WHICH THE AFORESAID TIMELINE IS APPLICABLE:

1. Delay in unblocking of funds
2. Non allotment/ partial allotment of non-convertible debt securities
3. Non receipt of non-convertible debt securities in demat account
4. Amount blocked but application not bid
5. Non-receipt of interest/ coupon/ redemption amount*
6. Application bid but amount not blocked
7. Any other nature as may be informed from time to time.

*Any queries on non-receipt of interest/ coupon/ redemption amount may be directed to the Issuer/ RTA/ Debenture Trustee

MODE OF RECEIPT OF INVESTOR GRIEVANCE:

The following modes of receipt will be considered valid for processing the grievances in the timelines discussed above:

1. Letter/ email from the investor addressed to the lead manager(s) at its address/ email id, mentioned in the offer document, detailing nature of grievance, details of application, details of bank account, date of application etc.
2. On the SCORES mechanism.

[7] *To be redressed within 21 calendar days vide SEBI (Facilitation of Investors Grievance Redressal Mechanism) (Amendment) Regulations, 2023 w.e.f. 18-8-2023*

NATURE OF ENQUIRIES FOR WHICH THE LEAD MANAGER(S) SHALL BE RESPOND TO/ ESCALATED PROMPTLY:

1. Availability of application form
2. Availability of offer document
3. Process for participating in the issue/ mode of payments
4. List of SCSBs/ syndicate members
5. Date of issue opening/ closing/ allotment/ listing
6. Technical setbacks in net-banking services provided by SCSBs/ UPI mechanism
7. Any other query of similar nature

RESPONSIBILITIES OF INVESTORS (EXPECTATIONS FROM THE INVESTORS):

1. Read and understand offer documents, terms of investment, issue process and timelines, application form, and issue related literature carefully and fully before investing.
2. Consult his or her own tax consultant with respect to the specific tax implications
3. After the Company is listed, investors should regularly check for such information on the stock exchange(s) as well as issuer's website regarding all the material developments and material corporate announcements.