



(Please scan this QR Code to view the Addendum)



# AFCONS INFRASTRUCTURE LIMITED

We originally began our operations as a civil construction firm in 1959 as a partnership between the Rodio Foundation Engineering Limited, Switzerland and Hazarat & Company, India under the name of 'Rodio Foundation Engineering Limited and Hazarat & Company'. The Partnership Deed was amended from time to time as a result of addition or retirement of partners, and the partnership was registered under the Indian Partnership Act, 1932 with the Registrar of Firms, Bombay on July 27, 1961. Subsequently, a company was incorporated under the name of 'Asia Foundations and Constructions Private Limited' under the Companies Act, 1956, pursuant to a certificate of incorporation dated November 22, 1976 issued by the RoC. Pursuant to an indenture dated March 22, 1977, the entire business and undertaking of the partnership firm i.e., Rodio Foundation Engineering Limited and Hazarat & Company was transferred to our Company as a running concern. Subsequent to the aforementioned transfer, our Company became a deemed public limited company as per Section 43A of the Companies Act, 1956, and the name of our Company was changed from 'Asia Foundations and Constructions Private Limited' to 'Asia Foundations and Constructions Limited'. Subsequently, the name of our Company was changed from 'Asia Foundations and Constructions Limited' to 'Afcons Infrastructure Limited' pursuant to a resolution passed in the extraordinary general meeting of our Shareholders held on July 25, 1996, and a fresh certificate of incorporation dated August 14, 1996, was issued to our Company by the RoC. The Company's status was converted from a deemed public company to a public limited company pursuant to a resolution passed in the extraordinary general meeting of our Shareholders held on November 4, 1997, and a fresh certificate of change of name was issued to our Company by the RoC on November 11, 1997. For further details in relation to changes in the name and the registered office of our Company, see "History and Certain Corporate Matters" beginning on page 346 of the red herring prospectus dated October 18, 2024 ("RHP") filed with the RoC.

Corporate Identity Number: U45200MH1976PLC019335; Website: www.afcons.com.

Registered and Corporate Office: Afcons House, 16 Shah Industrial Estate, Veera Desai Road, Andheri (West), Mumbai-400053, Maharashtra, 400053, India. Contact Person: Gaurang Maheshchandra Parekh; Telephone: 022-67191214, Email: gaurang@afcons.com

## NOTICE TO INVESTORS: ADDENDUM TO THE RED HERRING PROSPECTUS DATED OCTOBER 18, 2024 AND THE CORRIGENDUM DATED OCTOBER 19, 2024 SUBMITTED WITH SEBI AND STOCK EXCHANGES IN RELATION TO THE OFFER (THE "ADDENDUM")

This is with reference to the RHP filed with RoC and submitted with SEBI and the Stock Exchanges read with corrigendum dated October 19, 2024 submitted with SEBI and Stock Exchanges in relation to the Offer (the "Corrigendum"). Attention of investors is drawn to the following:

In the section titled "Capital Structure – 3. Details of shareholding of our Promoters and members of the Promoter Group in our Company – (iii) Build-up of the Promoters' shareholding in our Company - Goswami Infratech Private Limited (also a Selling Shareholder)" beginning on page 135 of the RHP, the following information shall be included:

Date of allotment/ transfer	Details of allotment/ transfer	Nature of consideration	No. of Equity Shares	Face value per Equity Share (₹)	Offer price/ transfer price per Equity Share (₹)	Percentage of pre-Offer Equity Share capital	Percentage of post-Offer Equity Share capital
Goswami Infratech Private Limited (also a Selling Shareholder)							
October 21, 2024	Transfer to Volrado Venture Partners Fund II**	Cash	(6,047,516)	10	463	(1.77%)	[•]
October 21, 2024	Transfer to Khas Advisory LLP**	Cash	(215,982)	10	463	(0.06%)	[•]
October 21, 2024	Transfer to Shamyak Investment Private Limited**	Cash	(1,295,896)	10	463	(0.38%)	[•]
October 21, 2024	Transfer to Profitex Shares & Securities Private Limited**	Cash	(647,948)	10	463	(0.19%)	[•]
October 21, 2024	Transfer to Chartered Finance & Leasing Limited**	Cash	(755,939)	10	463	(0.22%)	[•]
October 21, 2024	Transfer to Anchorage Capital Fund - Anchorage Capital Scheme I**	Cash	(647,948)	10	463	(0.19%)	[•]
October 21, 2024	Transfer to Gamnat Pte. Ltd**	Cash	(16,328,293)	10	463	(4.79%)	[•]
October 21, 2024	Transfer to The Prudential Assurance Company Limited**	Cash	(3,779,697)	10	463	(1.11%)	[•]
October 21, 2024	Transfer to Quant Mutual Fund A/C Quant Infrastructure Fund**	Cash	(4,319,654)	10	463	(1.27%)	[•]
October 21, 2024	Transfer to SBI General Insurance Limited**	Cash	(2,159,503)	10	463	(0.63%)	[•]
October 21, 2024	Transfer to Synergy Solutions Investments Holding Limited**	Cash	(8,639,308)	10	463	(2.54%)	[•]
October 21, 2024	Transfer to TIMF Holdings**	Cash	(3,779,698)	10	463	(1.11%)	[•]
October 21, 2024	Transfer to Ashoka India Equity Investment Trust PLC**	Cash	(755,939)	10	463	(0.22%)	[•]
October 21, 2024	Transfer to Nuvama Crossover Opportunities Fund - Series III**	Cash	(107,991)	10	463	(0.03%)	[•]
October 21, 2024	Transfer to Nuvama Crossover Opportunities Fund - Series IIIA**	Cash	(107,991)	10	463	(0.03%)	[•]
October 21, 2024	Transfer to Nuvama Crossover Opportunities Fund - Series IIIB**	Cash	(323,974)	10	463	(0.10%)	[•]
October 21, 2024	Transfer to Lashit Sanghvi**	Cash	(323,974)	10	463	(0.10%)	[•]
October 21, 2024	Transfer to Neha Sanghvi**	Cash	(323,974)	10	463	(0.10%)	[•]
October 21, 2024	Transfer to Artian Capital SCSp SICAV-RAIF – Artian Private Equity**	Cash	(2,159,827)	10	463	(0.63%)	[•]
October 21, 2024	Transfer to Ananta Capital Ventures Fund 1**	Cash	(647,948)	10	463	(0.19%)	[•]
October 22, 2024	Transfer to Discovery Global Opportunity (Mauritius) Ltd**	Cash	(3,671,706)	10	463	(1.08%)	[•]
October 22, 2024	Transfer to Blue Lotus Investment Fund**	Cash	(431,965)	10	463	(0.13%)	[•]
October 22, 2024	Transfer to Cohesion MK Best Ideas Sub-Trust**	Cash	(755,939)	10	463	(0.22%)	[•]
October 22, 2024	Transfer to 360 ONE Special Opportunities Fund – Series 9**	Cash	(323,974)	10	463	(0.10%)	[•]
October 22, 2024	Transfer to 360 ONE Special Opportunities Fund – Series 10**	Cash	(215,983)	10	463	(0.06%)	[•]
October 22, 2024	Transfer to 360 ONE Special Opportunities Fund – Series 11**	Cash	(863,931)	10	463	(0.25%)	[•]
October 22, 2024	Transfer to 360 ONE Special Opportunities Fund – Series 12**	Cash	(2,267,819)	10	463	(0.67%)	[•]
October 22, 2024	Transfer to 360 ONE Special Opportunities Fund – Series 13**	Cash	(431,965)	10	463	(0.13%)	[•]
October 22, 2024	Transfer to 360 ONE Private Equity Fund – Series 2**	Cash	(215,982)	10	463	(0.06%)	[•]

\*\* Goswami Infratech Private Limited has pursuant to the Post-RHP SPAs sold and transferred 62,548,264 Equity Shares on October 21, 2024 and October 22, 2024.

The changes conveyed by way of this Addendum are to be read in conjunction with the RHP and Corrigendum. Accordingly, the corresponding references in the RHP stand updated pursuant to this Addendum. The information in this Addendum supplements the RHP and the Corrigendum and updates the information in the RHP and the Corrigendum. However, this Addendum does not purport to, nor does it, reflect all the changes that may have occurred from the date of filing of the RHP until the date of this Addendum. Accordingly, this Addendum does not include all the changes and/or updates that will be included in the Prospectus as and when it is filed with the RoC, the SEBI and the Stock Exchanges. Please note that the information included in the RHP and the Corrigendum will be suitably updated, including to the extent updated by way of this Addendum, as may be applicable, in the Prospectus.

All capitalised terms used herein but not defined shall have the meaning ascribed to such term in the RHP and the Corrigendum.

BOOK RUNNING LEAD MANAGERS						REGISTRAR TO THE OFFER
<b>ICICI Securities Limited</b> ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400 025 Maharashtra, India <b>Telephone:</b> +91 22 6807 7100 <b>E-mail:</b> afcons.ipo@icicisecurities.com <b>Investor Grievance ID:</b> customercare@icicisecurities.com <b>Website:</b> www.icicisecurities.com <b>Contact person:</b> Rupesh Khant / Ashik Joisar <b>SEBI Registration No.:</b> INM000011179	<b>DAM Capital Advisors Limited</b> One BKC, Tower C, 15th Floor, Unit No. 1511, Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India <b>Telephone:</b> +91 22 4202 2500 <b>E-mail:</b> afcons.ipo@damcapital.in <b>Investor Grievance ID:</b> complaint@damcapital.in <b>Website:</b> www.damcapital.in <b>Contact person:</b> Arpi Chheda <b>SEBI Registration No.:</b> MB/INM000011336	<b>Jefferies India Private Limited</b> Level 16, Express Towers Nariman Point Mumbai 400 021 Maharashtra, India <b>Telephone:</b> +91 22 4356 6000 <b>E-mail:</b> afcons.ipo@jefferies.com <b>Investor Grievance ID:</b> jiplt.grievance@jefferies.com <b>Website:</b> www.jefferies.com <b>Contact person:</b> Suhani Bhareja <b>SEBI Registration No.:</b> INM000011443	<b>Nomura Financial Advisory and Securities (India) Private Limited</b> Ceejay House, Level 11 Plot F Shivsagar Estate, Dr. Annie Besant Marg, Worli, Mumbai 400 018 Maharashtra, India <b>Telephone:</b> +91 22 4037 4037 <b>E-mail:</b> afconsipo@nomura.com <b>Investor Grievance ID:</b> investorgrievances-in@nomura.com <b>Website:</b> www.nomuraholdings.com/company/group/asia/india/index.html <b>Contact person:</b> Vishal Kanjani / Kshitij Thakur <b>SEBI Registration No.:</b> INM000011419	<b>Nuvama Wealth Management Limited</b> 801 -804, Wing A, Building No 3, Inspire BKC, G Block Bandra Kurla Complex, Bandra East, Mumbai - 400 051 Maharashtra, India <b>Telephone:</b> +91 22 4009 4400 <b>Email:</b> Afcons.Ipo@nuvama.com <b>Investor Grievance ID:</b> customerservice.mb@nuvama.com <b>Website:</b> www.nuvama.com <b>Contact person:</b> Manish Tejwani <b>SEBI Registration No.:</b> INM000013004	<b>SBI Capital Markets Limited</b> 1501, 15th Floor, A & B Wing Parinee Crescenzo Building, G Block, Bandra Kurla Complex Bandra (East), Mumbai 400 051 Maharashtra, India <b>Telephone:</b> +91 22 4006 9807 <b>E-mail:</b> afcons.ipo@sbicaps.com <b>Investor Grievance ID:</b> investor.relations@sbicaps.com <b>Website:</b> www.sbicaps.com <b>Contact person:</b> Sambit Rath / Karan Savardekar <b>SEBI Registration No.:</b> INM000003531	<b>Link Intime India Private Limited</b> C-101, 1st Floor, 247 Park L.B.S. Marg, Vikhroli (West) Mumbai 400 083 Maharashtra, India <b>Telephone:</b> +91 810 811 4949 <b>E-mail:</b> afconsinfrastructure.ipo@linkintime.co.in <b>Investor Grievance ID:</b> afconsinfrastructure.ipo@linkintime.co.in <b>Website:</b> www.linkintime.co.in <b>Contact person:</b> Shanti Gopalkrishnan <b>SEBI Registration No.:</b> INR000004058

For AFCONS INFRASTRUCTURE LIMITED

On behalf of the Board of Directors

Sd/-

Gaurang Maheshchandra Parekh

Company Secretary and Compliance Officer

Place : Mumbai

Date : October 22, 2024

AFCONS INFRASTRUCTURE LIMITED is proposing, subject to 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 RoC. The RHP is made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLMs i.e., ICICI Securities Limited at www.icicisecurities.com, DAM Capital Advisors Limited at www.damcapital.in, Jefferies India Private Limited at www.jefferies.com, Nomura Financial Advisory and Securities (India) Private Limited at www.nomuraholdings.com/company/group/asia/india/index.html, Nuvama Wealth Management Limited at www.nuvama.com and SBI Capital Markets Limited at www.sbicaps.com, the website of the NSE at www.nseindia.com and the website of the BSE at www.bseindia.com and the website of the Company at www.afcons.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, please see the section "Risk Factors" beginning on page 39 of the RHP. Potential investors should not rely on the draft red herring prospectus dated March 28, 2024 for making any investment decision but should only rely on the information included in the RHP filed by the Company with the RoC.

The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended ("U.S. Securities Act") or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (i) in the United States solely to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) pursuant to Section 4(a) of the U.S. Securities Act and (ii) outside the United States in offshore transactions in reliance on Regulation S of the U.S. Securities Act and the applicable laws of each jurisdiction where such offers and sales are made.