



COMPUTER AGE MANAGEMENT SERVICES LIMITED

Not for release, publication or distribution, directly or indirectly outside India.

Our Company was incorporated as 'Computer Age Management Services Private Limited' on May 25, 1988 at Madras, Tamil Nadu as a private limited company under the Companies Act, 1956, and was granted the certificate of incorporation by the Registrar of Companies, Tamil Nadu at Chennai ("RoC"). Our Company became a deemed public limited company under section 43A of Companies Act, 1956 on April 15, 2000 and the name of our Company was changed to 'Computer Age Management Services Limited' and the certificate of incorporation of our Company was endorsed by the RoC to that effect. Our Company became a private limited company, pursuant to Section 43A(2A) of Companies Act, 1956 with effect from March 29, 2001 and the name of our Company was changed back to 'Computer Age Management Services Private Limited'. The certificate of incorporation of our Company was again endorsed by the RoC to that effect. Subsequently, our Company was converted from a private limited company to a public limited company, pursuant to a special resolution passed by our Shareholders at the EGM held on September 9, 2019 and the name of our Company was changed to 'Computer Age Management Services Limited'. Consequently, a fresh certificate of incorporation was issued by the RoC on September 27, 2019. For further details, see "History and Certain Corporate Matters" on page 123 of the red herring prospectus dated September 11, 2020 ("RHP").

Registered Office: New No. 10, Old No. 178, M.G.R. Salai, Nungambakkam, Chennai 600 034, Tamil Nadu, India; **Tel:** +91 44 2843 2770. **Corporate Office:** No.158, Rayala Towers, Tower - I, Anna Salai, Chennai 600 002, Tamil Nadu, India; **Tel:** +91 44 2843 2650. **Website:** www.camsonline.com; **Contact Person:** Manikandan Gopalakrishnan; **E-mail:** secretarial@camsonline.com; **Corporate Identity Number:** U65910TN1988PLC015757

ADDENDUM DATED SEPTEMBER 15, 2020 TO THE RED HERRING PROSPECTUS DATED SEPTEMBER 11, 2020: NOTICE TO INVESTORS (THE "ADDENDUM")

THIS IS IN RELATION TO THE INITIAL PUBLIC OFFER OF UP TO 18,246,600 EQUITY SHARES OF FACE VALUE OF ₹10 EACH ("EQUITY SHARES") OF COMPUTER AGE MANAGEMENT SERVICES LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE, THROUGH AN OFFER FOR SALE OF UP TO 18,246,600 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION ("OFFER"/ "OFFER FOR SALE") BY NSE INVESTMENTS LIMITED ("SELLING SHAREHOLDER"). THIS OFFER INCLUDES A RESERVATION OF UP TO 182,500 EQUITY SHARES (CONSTITUTING UP TO 0.37% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL) FOR PURCHASE BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WOULD CONSTITUTE AT LEAST 37.40% AND 37.03%, RESPECTIVELY, OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

Qualified Institutional Buyers Portion: Not more than 50% of the Net Offer
Retail Individual Bidders Portion: Not less than 35% of the Net Offer
Non-Institutional Bidders Portion: Not less than 15% of the Net Offer
Employee Reservation Portion: Upto 182,500 Equity Shares

Price Band: ₹ 1,229 to ₹ 1,230 per Equity Share of face value of ₹ 10 each.

A discount of ₹ 122 per Equity Share is being offered to Eligible Employees Bidding in the Employee Reservation Portion.

The Floor Price is 122.90 times the face value of the Equity Shares and the Cap Price is 123.00 times the face value of the Equity Shares.

Bids can be made for a minimum of 12 Equity Shares and in multiples of 12 Equity Shares thereafter.

ASBA*

Simple, Safe, Smart way of Application!!!

*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

Mandatory in public issues. No cheque will be accepted.



UPI-Now available in ASBA for Retail Individual Investors ("RIIs")**.

Investors are required to ensure that the bank account used for bidding is linked to their PAN.

UPI – Now available in ASBA for Retail Individual Bidders applying through Registered Brokers, DPs & RTAs. Retail Individual Bidders 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.

*ASBA has to be availed by all the investors except anchor investors. UPI may be availed by RIIs.

For details on the ASBA and UPI process, please refer to the details given in ASBA Form and abridged prospectus and also please refer to the section "Offer Procedure" beginning on page 277 of the RHP. The process is also available on the website of AIBI and Stock Exchanges in the General Information Document. ASBA Forms can be downloaded from the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges") and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.

**List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link: www.sebi.gov.in. HDFC Bank Limited has been appointed as Sponsor Bank for the Offer, in accordance with the requirements of the SEBI Circular dated November 1, 2018. For offer related grievance investors may contact: Kotak Mahindra Capital Company Limited - Mr. Ganesh Rane (+91 22 4336 0000) (kmcaddressal@kotak.com); HDFC Bank Limited - Mr. Ravi Sharma/ Mr. Harsh Thakkar (+91 22 3395 8233) (investor.redressal@hdfcbank.com); ICICI Securities Limited - Mr. Shekher Asnani/ Ms. Nidhi Wangnoo (+91 22 2288 2460) (customercare@icicisecurities.com); or Nomura Financial Advisory and Securities (India) Private Limited - Mr. Vishal Kanjani/ Ms. Aneasha Chandra (+91 22 4037 4037) (investorgrievances-in@nomura.com). For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and Mail Id: ipo.upi@npci.org.in.

Risks to Investors:

- The four Book Running Lead Managers associated with the Offer have handled 17 public issues in the past three years out of which 6 issues closed below the issue price on listing date.
- The Price/Earnings ratio based on diluted EPS for Fiscal 2020 for the Issuer at the upper end of the Price Band is as high as 34.61.
- Average cost of acquisition of Equity Shares for the Selling Shareholder namely NSE Investments Limited is ₹ 187.86 per equity share and the Offer Price at upper end of the Price Band is ₹ 1,230 per Equity Share.
- Weighted Average Return on Net Worth for Fiscals 2020, 2019 and 2018 is 31.40%.

Potential Bidders may note the following:

1. The following transfers contemplated under the Great Terrain SPAs and the NSE Investments SPA have been undertaken at a transfer price of ₹1,230 per Equity Share:

Secondary Transaction	No. of Equity Shares	Date of share purchase agreement	Date of transfer of Equity Shares	Acquirer
NSE Investments SPA	38,400	September 11, 2020	September 14, 2020	SBI Life Insurance Company Limited
Great Terrain SPAs	309,172	September 10, 2020	September 14, 2020	Edelweiss Crossover Opportunities Fund-Series II
	309,173	September 11, 2020	September 14, 2020	• Ashoka India Equity Investment Trust PLC – 122,753 Equity Shares; and • India Acorn Fund Ltd – 186,420 Equity Shares
	609,756	September 10, 2020	September 14, 2020	Acacia Banyan Partners
	693,307	September 11, 2020	September 14, 2020	SBI Life Insurance Company Limited
	731,707	September 10, 2020	September 14, 2020	IIFL India Private Equity Fund Series 1A
	813,008	September 11, 2020	September 14, 2020	• HDFC Balanced Advantage Fund – 406,504 Equity Shares; • HDFC TaxSaver Fund – 284,553 Equity Shares; and • HDFC Retirement Savings Fund - Equity Plan – 121,951 Equity Shares
	1,260,163	September 11, 2020	September 14, 2020	• ICICI Prudential Large & Mid Cap Fund – 198,547 Equity Shares; • ICICI Prudential Midcap Fund – 299,846 Equity Shares; • ICICI Prudential Smallcap Fund – 218,806 Equity Shares; and • ICICI Prudential Long Term Equity Fund (Tax Saving) – 542,964 Equity Shares
	1,382,114	September 11, 2020	September 14, 2020	• SBI Long Term Equity Fund – 284,553 Equity Shares; • SBI Magnum Midcap Fund – 154,472 Equity Shares; • SBI Magnum MultiCap Fund – 373,984 Equity Shares; and • SBI Small Cap Fund – 569,105 Equity Shares

Corresponding changes will be made in "Capital Structure - History of the Equity Share capital held by our Promoter - (a) Build-up of the shareholding of our Promoter in our Company" and other relevant sections of the Prospectus.

2. The Bidders should note that on Page 276 of the RHP, under the row titled "Who can apply" and the column titled "QIBs", the words "FPIs (other than Category II FPIs)" shall stand modified and shall be read as "FPIs (other than individuals, corporate bodies and family offices)" and under the column titled "Non Institutional Bidders", the words "Category II FPIs registered with SEBI, which includes individuals, corporate bodies and family offices" shall stand modified and shall be read as "FPIs who are individuals, corporate bodies and family offices".

The above is to be read in conjunction with the Red Herring Prospectus. The information in this notice supplements the Red Herring Prospectus and updates the information in the Red Herring Prospectus, as applicable. Please note that the changes pursuant to the Addendum will be appropriately included in the Prospectus, as and when filed with the RoC. All capitalised terms used in this notice shall, unless the context otherwise requires, have the meaning ascribed to them in the Red Herring Prospectus.

BOOK RUNNING LEAD MANAGERS



Kotak Mahindra Capital Company Limited
 1st Floor, 27 BKC, Plot No. 27, G Block,
 Bandra Kurla Complex, Bandra (East)
 Mumbai 400 051 Maharashtra, India
Tel: +91 22 4336 0000
E-mail: cams.ipo@kotak.com
Investor grievance e-mail: kmcaddressal@kotak.com
Website: www.investmentbank.kotak.com
Contact Person: Ganesh Rane
SEBI Registration No.: INM000008704



HDFC Bank Limited*
 Investment Banking Group, Unit No. 401 & 402, 4th Floor
 Tower B, Peninsula Business, Park, Lower Parel
 Mumbai 400 013 Maharashtra, India
Tel: +91 22 3395 8233
E-mail: cams.ipo@hdfcbank.com
Investor grievance e-mail: investor.redressal@hdfcbank.com
Website: www.hdfcbank.com
Contact Person: Ravi Sharma/ Harsh Thakkar
SEBI Registration No.: INM000011252



ICICI Securities Limited**
 ICICI Centre, H. T. Parekh Marg
 Churchgate, Mumbai 400 020
 Maharashtra, India
Tel: +91 22 2288 2460
E-mail: cams.ipo@icicisecurities.com
Investor grievance e-mail: customercare@icicisecurities.com
Website: www.icicisecurities.com
Contact Person: Shekher Asnani/ Nidhi Wangnoo
SEBI Registration No.: INM000011179



Nomura Financial Advisory and Securities (India) Private Limited
 Ceejay House, Level 11 Plot F, Shivsagar Estate,
 Dr. Annie Besant Road, Worli, Mumbai 400 018 Maharashtra, India
Tel: +91 22 4037 4037
E-mail: camsipo@nomura.com
Investor grievance e-mail: investorgrievances-in@nomura.com
Website: www.nomuraholdings.com/company/
 group/asia/india/index.html
Contact Person: Vishal Kanjani/ Aneasha Chandra
SEBI Registration No.: INM000011419

REGISTRAR TO THE OFFER



Link Intime India Private Limited
 C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083
 Maharashtra, India. **Tel:** +91 22 4918 6200; **E-mail:** cams.ipo@linkintime.co.in
Investor grievance e-mail: cams.ipo@linkintime.co.in; **Website:** www.linkintime.co.in
Contact Person: Shanti Gopalakrishnan; **SEBI Registration No.:** INR000004058

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Manikandan Gopalakrishnan
Computer Age Management Services Limited
 No. 158, Rayala Towers, Tower-I, Anna Salai, Chennai 600 002
 Tamil Nadu, India. **Tel:** +91 44 6109 2992
Email: secretarial@camsonline.com; **Website:** www.camsonline.com

Investors can contact the Company Secretary and Compliance Officer, the BRLMs or the Registrar to the Offer in case of any pre-Offer or post-Offer related problems such as non-receipt of Allotment Advice, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc.

*HDFC Bank Limited was identified as an associate of HDFC Limited, one of the selling shareholders in the Offer, as of the date of the Draft Red Herring Prospectus and hence, in view of the requirements under the proviso to Regulation 21A of the SEBI Merchant Banker Regulations and Regulation 23(3) of the SEBI ICDR Regulations, HDFC Bank Limited will be involved only in marketing of the Offer. HDFC Bank Limited has signed the due diligence certificate and has been disclosed as a BRLM for the Offer

**In compliance with the proviso to Regulation 21A of the SEBI Merchant Banker Regulations and Regulation 23(3) of the SEBI ICDR Regulations, ICICI Securities Limited will be involved only in marketing of the Offer as there is a common director amongst the Company and ICICI Securities Limited. ICICI Securities Limited has signed the due diligence certificate and has been disclosed as a BRLM for the Offer.

For Computer Age Management Services Limited

On behalf of the Board of Directors

Place: Chennai
 Date: September 15, 2020

Sd/
 Company Secretary & Compliance Officer

Disclaimer: Computer Age Management Services 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 SEBI and the RoC situated at Tamil Nadu at Chennai. The RHP will be made available on the website of the SEBI at www.sebi.gov.in as well as on the websites of the book running lead managers, Kotak Mahindra Capital Company Limited, HDFC Bank Limited, ICICI Securities Limited and Nomura Financial Advisory and Securities (India) Private Limited at www.investmentbank.kotak.com, www.hdfcbank.com, www.icicisecurities.com and www.nomuraholdings.com/company/group/asia/india/index.html, respectively. Investors should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see "Risk Factors" on page 20 of the RHP. Potential investors should not rely on the DRHP for making any investment decision.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act 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 state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur; and (ii) to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act), pursuant to the private placement exemption set out in Section 4(a) of the U.S. Securities Act.