



COMPUTER AGE MANAGEMENT SERVICES LIMITED

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 read with the addendum dated September 15, 2020 (collectively the "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

OUR PROMOTER: GREAT TERRAIN INVESTMENT LTD

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.

Risks to Investors:

- The four Book Running Lead Managers associated with the Offer have handled 18 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%.

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) (kmccredressal@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.

BID/ OFFER PERIOD

BID/ OFFER OPENS TODAY

BID/ OFFER CLOSES ON WEDNESDAY, SEPTEMBER 23, 2020

In case of any revision in the Price Band, the Bid/ Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Offer Period not exceeding 10 Working Days. In cases of force majeure, strike or similar circumstances, our Company (through the IPO Committee) in consultation with the Selling Shareholder and the BRLMs may, for reasons to be recorded in writing, extend the Bid/ Offer Period for a minimum of three Working Days, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a press release, and also by indicating the change on the respective websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to Designated Intermediaries and the Sponsor Bank.

The Offer 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 31 of the SEBI ICDR Regulations and in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% 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 (through the IPO Committee) in consultation with the Selling Shareholder and the BRLMs may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. 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. 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), 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% of the QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to RIIs 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 potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process providing details of their respective bank account (including UPI ID for RIIs using UPI Mechanism), in which the corresponding Bid Amounts will be blocked by the SCSBs or the Sponsor Bank, as applicable. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For details, see "Offer Procedure" on page 277 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (as applicable) 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 available 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 Offer, 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 Offer. 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.

CORRIGENDUM

The Bidders should note that on pages 104, 112 and 243 of the RHP, "Aditya Birla Capital Limited" shall be read as "Aditya Birla Sun Life AMC Limited (a subsidiary of Aditya Birla Capital Limited)" and on page 97 of the RHP "Ipru" shall be read as "IPRUTOUCH".

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: kmccredressal@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: camspo@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 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.

AVAILABILITY OF RHP: Investors are advised to refer to the RHP and the "Risk Factors" beginning on page 20 of the RHP before applying in the Offer. A copy of the RHP will be made available on the website of the SEBI at www.sebi.gov.in, the websites of the BRLMs, Kotak Mahindra Capital Company Limited at www.investmentbank.kotak.com; HDFC Bank Limited at www.hdfcbank.com; ICICI Securities Limited at www.icicisecurities.com and Nomura Financial Advisory and Securities (India) Private Limited at www.nomuraholdings.com/company/group/asia/india/index.html and the Stock Exchanges at www.bseindia.com and www.nseindia.com.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of Company, **Computer Age Management Services Limited:** Tel: +91 44 6109 2992; **BRLMs: Kotak Mahindra Capital Company Limited,** +91 22 4336 0000; **HDFC Bank Limited,** +91 22 3395 8233; **ICICI Securities Limited,** +91 22 2288 2460 and **Nomura Financial Advisory and Securities (India) Private Limited,** +91 22 4037 4037; **Syndicate Members: Kotak Securities Limited,** 022 6218 5470; **HDFC Securities Limited,** 022 3075 3400 and at selected locations of Sub-Syndicate Members (as given below), 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 www.nseindia.com and at all the Designated Branches of SCSBs, the list of which is available on the websites of the Stock Exchanges and SEBI.

SUB-SYNDICATE MEMBERS: Achievers Equities Limited; Almondz Global Securities Ltd.; Amrapali Capital & Finance Services Ltd.; Anand Rathi Share & Stock Brokers Ltd.; Axis Capital Limited; Bansal Investment; Centrum Broking Limited; Centrum Wealth Management Ltd.; Choice Equity Broking Private Limited; Dalal & Broacha Stock Broking Private Limited; DB(International) Stock Brokers Ltd; Edelweiss Broking Limited; Eureka Stock & Share Broking Services Limited; Globe Capital Market Limited; ICICI Securities Limited; IDBI Capital Markets & Securities Limited; IIFL Securities Ltd.; Inventure Growth & Securities Limited; JM Financial Services Limited; Jobanputra Fiscal Services Private Limited; Keynote Capitals Limited; KJMC Capital Market Services Limited; LKP Securities Limited; Motilal Oswal Securities Limited; Prabhudas Lilladher Pvt Ltd.; Pravin Ratilal Share & Stock Brokers Limited; RR Equity Brokers Pvt Ltd.; SAFAL Capital (INDIA) Limited; SBICap Securities Ltd.; Sharekhan Ltd.; SMC Global Securities Ltd.; Systematix Shares & Stocks (India) Limited; Trade Bulls Securities (P) Ltd.; Viren M Shah; Way2wealth brokers Pvt Ltd. and YES Securities (India) Limited.

BANKERS TO THE OFFER AND SPONSOR BANK: HDFC 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 RHP.

For Computer Age Management Services Limited
On behalf of the Board of Directors
Sd/-
Company Secretary & Compliance Officer

Place: Chennai
Date: September 20, 2020

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 is 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.