

PUBLIC ANNOUNCEMENT



DRIVING
SAFETY
THROUGH
INNOVATION

ASK AUTOMOTIVE LIMITED

Our Company was incorporated on January 18, 1988 as a private limited company under the Companies Act, 1956, with the name "ASK Automotive Private Limited", pursuant to a certificate of incorporation granted by the Registrar of Companies, Delhi and Haryana ("RoC"). Upon the conversion of our Company into a public limited company, pursuant to resolutions passed by our Board of Directors on December 7, 2022 and our Shareholders on December 7, 2022 the name of our Company was changed to "ASK Automotive Limited" and a fresh certificate of incorporation dated January 6, 2023 was issued by the RoC. For details of changes in our name and the registered office of our Company, see "*History and Certain Corporate Matters – Brief history of our Company*" and "*History and Certain Corporate Matters – Changes in the Registered Office*" on page 231 of the DRHP.

Registered Office: Flat No. 104, 929/1, Naiwala, Faiz Road, Karol Bagh, New Delhi 110 005, Delhi, India
Corporate Office: Plot No. 13, 14, Sector 5, IMT Manesar, Gurugram 122 050, Haryana, India
Contact Person: Rajani Sharma, Vice President (Legal), Company Secretary and Compliance Officer; **Tel:** +91 124 439 6907
E-mail: compliance@askbrake.com; **Website:** www.askbrake.com; **Corporate Identity Number:** U34300DL1988PLC030342

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO 29,571,390 EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF ASK AUTOMOTIVE LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION, COMPRISING AN OFFER FOR SALE OF UP TO 20,699,973 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY KULDIP SINGH RATHEE AND UP TO 8,871,417 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY VIJAY RATHEE ("PROMOTER SELLING SHAREHOLDERS") (THE "OFFER FOR SALE" OR THE "OFFER"). THE OFFER SHALL CONSTITUTE [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Potential bidders may note the following:

- a) Pursuant to gift deeds (i) dated August 23, 2023 by Prashant Rathee in favour of Kuldip Singh Rathee and (ii) dated August 23, 2023 by Aman Rathee in favour of Vijay Rathee, the following transfers of Equity Shares have been undertaken by the members of our Promoter Group, Prashant Rathee and Aman Rathee, to our Promoters, Kuldip Singh Rathee and Vijay Rathee:

S. No.	Date of transaction/ transfer	Name of Transferor	Name of Transferee	Nature of Transfer	Number of Equity Shares	Percentage of pre-offer share capital of the Company (%)	Transfer Price (₹)
1.	August 23, 2023	Prashant Rathee	Kuldip Singh Rathee	Gift	18,528,012	9.39	Nil
2.	August 23, 2023	Aman Rathee	Vijay Rathee	Gift	14,130,011	7.16	Nil

- b) The shareholding of Prashant Rathee, Aman Rathee, Kuldip Singh Rathee and Vijay Rathee in the Company, subsequent to the above transfers and as on the date of this Notice is set forth below:

S. No.	Name	No. of Equity Shares	Percentage of pre-offer share capital of the Company (%)
1.	Kuldip Singh Rathee	100,016,412	50.73
2.	Vijay Rathee	77,806,211	39.47
Total Promoter Shareholding		177,822,623	90.20
1.	Prashant Rathee	9,659,987	4.90
2.	Aman Rathee	9,659,987	4.90
Total Shareholding of Prashant Rathee and Aman Rathee (members of our Promoter Group)		19,319,974	9.80

- c) Further, the acquirers/transferees, Kuldip Singh Rathee and Vijay Rathee declare that they are connected with our Company, Promoters, Promoter Group, Directors, KMPs, Subsidiary, Group Companies and their directors and key managerial personnel in following manner:

Promoter/ Promoter Group	Company	Subsidiary	Company's Directors and Key Managerial Personnel	Group Companies	Group Companies' directors and KMPs
Kuldip Singh Rathee					
Promoter	Chairman and Managing Director, Key Managerial Personnel and Shareholder	Director and shareholder (holds one equity share as a nominee of the Company) in ASK Automobiles Private Limited	Spouse of our Promoter and Non-Executive Director, Vijay Rathee and father of Prashant Rathee and Aman Rathee who are members of our Promoter Group and Whole-Time Directors.	- Director of ASK Fras-Le Friction Private Limited and Vijaylaxmi Infra Projects Private Limited; and - Shareholder in A A Friction Materials Private Limited, A.P. Automotives Private Limited and Vijaylaxmi Infra Projects Private Limited.	- Aman Rathee (son of the Promoters) is a director of ASK Fras-Le Friction Private Limited. - Prashant Rathee and Aman Rathee (sons of the Promoters) are directors of A A Friction Materials Private Limited; and - Prashant Rathee (son of the Promoters) and Vijeta Rathee (spouse of Prashant Rathee and member of the Promoter Group) are directors of A.P. Automotives Private Limited.
Vijay Rathee					
Promoter	Non-Executive Director and Shareholder	N.A.	Spouse of our Promoter and Chairman and Managing Director, Kuldip Singh Rathee and mother of Prashant Rathee and Aman Rathee who are members of our Promoter Group and Whole-Time Directors.	- Director of Vijaylaxmi Infra Projects Private Limited; and - Shareholder in A A Friction Materials Private Limited and Vijaylaxmi Infra Projects Private Limited.	

BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER
JM Financial Limited 7 th Floor, Cnergy Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Maharashtra, India Tel.: +91 22 6630 3030 E-mail: askauto.ip@jmfi.com Investor grievance E-mail: grievance.ibd@jmfi.com Contact person: Prachee Dhuri Website: www.jmfi.com SEBI Registration: INM000010361	Axis Capital Limited 1 st Floor, Axis House C-2 Wadia International Centre Pandurang Budhkar Marg, Worli, Mumbai 400 025 Maharashtra, India Tel.: + 91 22 4325 2183 E-mail: askauto.ip@axiscap.in Investor Grievance E-mail: complaints@axiscap.in Contact Person: Simran Gadh/ Pavan Naik Website: www.axiscapital.co.in SEBI Registration: INM000012029	ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Maharashtra, India Tel.: +91 22 6807 7100 E-mail: askauto.ip@icicisecurities.com Investor grievance E-mail: customercare@icicisecurities.com Contact person: Ashik Joisar/ Harsh Thakkar Website: www.icicisecurities.com SEBI Registration: INM000011179	IIFL Securities Limited 10 th Floor, IIFL Centre Kamala City, Senapati Bapat Marg Lower Parel (West), Mumbai 400 013 Maharashtra, India Tel.: +91 22 4646 4728 E-mail: askauto.ip@iiflcap.com Investor grievance E-mail: ig.ib@iiflcap.com Contact person: Pawan Jain/ Pinkesh Soni Website: www.iiflcap.com SEBI Registration: INM000010940	Link Intime India Private Limited C-101, 1 st Floor, 247 Park L.B.S. Marg, Vikhroli West Mumbai 400 083 Maharashtra, India Tel.: +91 810 811 4949 E-mail: askauto.ip@linkintime.co.in Investor Grievance E-mail: askauto.ip@linkintime.co.in Contact Person: Shanti Gopalkrishnan Website: www.linkintime.co.in SEBI Registration No: INR000004058

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For **ASK AUTOMOTIVE LIMITED**
On behalf of the Board of Directors
Sd/-
Rajani Sharma
Vice President (Legal), Company Secretary and Compliance Officer

Place: Delhi
Date: August 24, 2023

ASK AUTOMOTIVE LIMITED is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the DRHP applicable statutory and regulatory requirements with SEBI and the Stock Exchanges. The DRHP shall be available on the website of the Company at www.askbrake.com, the website of the SEBI at www.sebi.gov.in, the websites of the Stock Exchanges, i.e., the BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and websites of the BRLMs, i.e., JM Financial Limited, Axis Capital Limited, ICICI Securities Limited and IIFL Securities Limited at www.jmfi.com, www.axiscapital.co.in, www.icicisecurities.com and www.iiflcap.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "*Risk Factors*" of the DRHP on page 29. 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 (the "**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 in accordance with any applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (i) within the United States only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from or not subject to the registration requirements of the U.S. Securities Act, and (ii) outside the United States in "offshore transactions" as defined in, and in reliance on, Regulation S under the U.S. Securities Act and pursuant to the applicable laws of the jurisdictions where those offers and sales are made. There will be no public offering of the Equity Shares in the United States.