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PUBLIC ANNOUNCEMENT

(Please scan this QR code to view the DRHP)

TEMPSENS

TEMPSENS INSTRUMENTS (INDIA) LIMITED

Our Company was incorporated as 'Tempsens Instruments (India) Private Limited' as a private limited company under the Companies Act, 1956 pursuant to a certificate of incorporation dated September 14, 1990, issued by the Registrar of Companies, Rajasthan at Jaipur. Subsequently, our Company was converted into a public limited company pursuant to a Board resolution dated August 6, 2025, and a Shareholders' resolution dated August 7, 2025, consequent to which the name of our Company was changed to 'Tempsens Instruments (India) Limited' and a fresh certificate of incorporation dated August 27, 2025 was issued to our Company by the Registrar of Companies, Central Processing Centre. For details in relation to changes in the name and registered office of our Company, see *"History and Certain Corporate Matters"* on page 289 of the draft red herring prospectus dated September 29, 2025 (the "**DRHP**" or the "**Draft Red Herring Prospectus**").

Registered Office: TF-304, Florence Classic, 10, Ashapuri Society, Akota Vadodara 390 020, Gujarat, India
Corporate Office: B-188, B-189, B-169 (Part), B-188A & F-188(E), Road No. 5, Industrial Area Madri, Udaipur 313 003, Rajasthan, India
Contact Person: Vishal Jain, Company Secretary and Compliance Officer; **Tel:** +91 29 4294 3092; **E-mail:** compliance@tempsens.com; **Website:** www.tempsens.com
Corporate Identity Number: U31402GJ1990PLC149769

OUR PROMOTERS: VIRENDRA PRAKASH RATHI, VINAY RATHI AND PRATAP SINGH TALESARA

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹4 EACH OF TEMPSENS INSTRUMENTS (INDIA) LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹ 1,180 MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 3,636,909 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION BY AMIT TALESARA, UP TO 3,380,327 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION BY PUNEET TALESARA, AND UP TO 3,635,945 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION BY CHANDRA PRAKASH TALESARA (TOGETHER WITH PUNEET TALESARA AND AMIT TALESARA, THE "PROMOTER GROUP SELLING SHAREHOLDERS") AND UP TO 3,635,945 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION BY ANKIT TALESARA AND UP TO 3,635,945 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION BY NIRMAL KUMAR PANDE (TOGETHER WITH ANKIT TALESARA, THE "OTHER SELLING SHAREHOLDERS", AND TOGETHER WITH THE PROMOTER GROUP SELLING SHAREHOLDERS, THE "SELLING SHAREHOLDERS", AND SUCH OFFER FOR SALE OF EQUITY SHARES BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE").

THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹[●] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES NOT EXCEEDING 5% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL (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 SHALL CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Our Company, in consultation with the BRLMs, may consider a Pre-IPO Placement, aggregating up to ₹236.00 million, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLMs. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Offer, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result in listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus and intimated to the Stock Exchanges, in accordance with the SEBI ICDR Regulation.

With reference to the DRHP filed with the Securities and Exchange Board of India ("**SEBI**") and the Stock Exchanges, potential investors should note the following:

1. We have received intimations from (i) Virendra Prakash Rathi; and (ii) Vinay Rathi (the "**Transferors**") informing us that pursuant to gift deeds, each dated June 19, 2026, an aggregate of 7,663,280 Equity Shares of face value ₹4 each ("**Transferred Shares**") held by (i) Virendra Prakash Rathi; and (ii) Vinay Rathi in the Company have been transferred to the Rathi Family Trust ("**Transferee**", such transfers, the "**Transfers**").
2. The details of the Transfers are set out below:

Date of transfer	Name of transferor	Nature of relationship of transferor with the Company	Name of transferee	Nature of transaction	Number of Equity Shares transferred	Percentage of pre-Offer share capital of the Company (%)	Transfer price per Equity Share (in ₹)	Total Consideration (in ₹ million)
July 23, 2026	Virendra Prakash Rathi	Promoters	Rathi Family Trust	Gift	7,663,275	9.50	N.A.	N.A.
	Vinay Rathi				5	Negligible	N.A.	N.A.
	Total				**7,663,280**	**9.50**		

3. Please note that the Company has intimated the completion of the Transfers to the Stock Exchanges in accordance with Regulation 54 of the SEBI ICDR Regulations.
4. Please note that the Transferred Shares do not form part of the Equity Shares proposed to be offered for sale by the Selling Shareholders in the Offer. Further, the Transferred Shares shall be subject to lock-in, in accordance with Regulation 17 of the SEBI ICDR Regulations.
5. The Transferee is not, in any manner, connected with the Company or its Promoters, its Promoter Group, its Directors or Key Managerial Personnel, its Subsidiaries, its Group Companies, and the directors and key managerial personnel of such Subsidiaries and Group Companies, except as follows:
   (a) The Rathi Family Trust forms a member of the Promoter Group of the Company.
   (b) The settlor of the Rathi Family Trust is Vinay Rathi, one of the Promoters of the Company and the Managing Director of the Company.
   (c) The trustees of the Rathi Family Trust are currently Vinay Rathi, one of the Promoters of the Company and the Managing Director of the Company, and Virendra Prakash Rathi, one of the Promoters of the Company and the Chairman and Executive Director of the Company.
   (d) The beneficiaries of the Rathi Family Trust are Kusum Rathi, Sonal Rathi, Aryan Rathi, Tanya Rathi (each of whom are members of the Promoter Group) and the lineal descendants of Vinay Rathi.
   (e) Vinay Rathi and Virendra Prakash Rathi and/or their relatives and/or related entities are also directors and/or shareholders in certain Subsidiaries and/or Joint Ventures of the Company, certain members of the Promoter Group and certain Group Companies.
6. The shareholding of Transferors and the Transferee in the Company, prior to completion of the Transfers and post completion of the Transfers is set out below:

	Name	Pre-Transfer shareholding		Post-Transfer shareholding	
		No. of Equity Shares held in the Company prior to the Transfers	Percentage of Equity Share capital of the Company, prior to the Transfers (in %)	No. of Equity Shares held in the Company after the Transfers	Percentage of pre-Offer Equity Share capital of the Company, after the Transfers (in %)
1.	Virendra Prakash Rathi	20,166,025	25.00	12,502,750	15.50
2.	Vinay Rathi	24,196,975	30.00	24,196,970	30.00
3.	Rathi Family Trust	-	-	7,663,280	9.50

7. The above Notice is to be read in conjunction with the DRHP. The Notice does not reflect all the changes that have occurred between the date of the filing of the DRHP and the date hereof, and accordingly, does not include all the updates that will be included in the Red Herring Prospectus and the Prospectus. Further, the disclosures with respect to the Transfers shall be updated at all relevant places in the Red Herring Prospectus and the Prospectus, as applicable.
8. All capitalized terms not defined herein shall have the same meaning as ascribed to them in the DRHP.

BOOK RUNNING LEAD MANAGERS

ICICI Securities

ICICI Securities Limited
ICICI Venture House, Appasaheb Marathe Marg
Prabhadevi, Mumbai 400 025 Maharashtra, India
Tel: +91 22 6807 7100
E-mail: tempsens.ipo@icicisecurities.com
Website: www.icicisecurities.com
Investor grievance ID: customercare@icicisecurities.com
Contact person: Kishan Rastogi / Rahul Sharma
SEBI registration no.: INM000011179

JM Financial

JM Financial Limited
7th Floor, Cnergy, Appasaheb Marathe Marg
Prabhadevi, Mumbai 400 025 Maharashtra, India
Tel: +91 22 6630 3030/ 3262
E-mail: tempsens.ipo@jmfl.com
Website: www.jmfl.com
Investor Grievance ID: grievance.ibd@jmfl.com
Contact Person: Prachee Dhuri
SEBI Registration No.: INM000010361

REGISTRAR TO THE OFFER

KFINTECH
EXPERIENCE TRANSFORMATION

KFin Technologies Limited
Selenium, Tower-B, Plot No. 31 & 32, Gachibowli, Financial District
Nanakramguda, Serilingampally, Hyderabad 500 032, Telangana, India
Tel: +91 40 6716 2222
E-mail: tempsens.ipo@kfintech.com
Website: www.kfintech.com
Investor Grievance ID: einward.ris@kfintech.com
Contact Person: M. Murali Krishna
SEBI Registration No.: INR000000221

COMPANY SECRETARY AND COMPLIANCE OFFICER

Vishal Jain, TEMPSENS INSTRUMENTS (INDIA) LIMITED
B-188, B-189, B-169(Part), B-188A & F-188(E), Road No. 5, Industrial Area Madri, Udaipur 313 003, Rajasthan, India; **Tel:** +91 29 4294 3092; **Website:** www.tempsens.com

For **TEMPSENS INSTRUMENTS (INDIA) LIMITED**
On behalf of the Board of Directors
Sd/-
Vishal Jain
Company Secretary and Compliance Officer

Place: Vadodara, Gujarat
Date : July 24, 2026

TEMPSENS INSTRUMENTS (INDIA) LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offer of its Equity Shares and has filed the DRHP dated September 29, 2025 with SEBI and the Stock Exchanges on September 30, 2025. The DRHP is available on the website of SEBI at www.sebi.gov.in, on the websites of the Stock Exchanges i.e., BSE at www.bseindia.com, NSE at www.nseindia.com, on the websites of the BRLMs, i.e. ICICI Securities Limited at www.icicisecurities.com and JM Financial Limited at www.jmfl.com and the website of our Company at www.tempsens.com. Potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see the section titled *"Risk Factors"* on page 32 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction, including India. 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**") and shall not be offered or sold within the United States. Accordingly, the Equity Shares are being offered and sold only outside the United States in "offshore transactions" as defined in, and in reliance on, Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where those offers and sales are made.