THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY. THIS IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES.
NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, OUTSIDE INDIA.
Initial public offer of equity shares on the main board of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges") in compliance with Chapter II of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

(Please scan this QR code to view the Red Herring Prospectus and the Abridged Prospectus)

TEMPSENS

TEMPSENS INSTRUMENTS (INDIA) LIMITED

(TO BE LISTED ON THE MAIN BOARD OF BSE AND NSE)

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 312 of the Red Herring Prospectus dated August 14, 2026 **("RHP")**.

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

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹4 EACH ("EQUITY SHARES") OF TEMPSENS INSTRUMENTS (INDIA) LIMITED (OUR "COMPANY" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹950.00 MILLION BY OUR COMPANY (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 18,500,000 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹[●] MILLION

THE OFFER INCLUDES A RESERVATION OF UP TO [●] EQUITY SHARES, AGGREGATING UP TO ₹15.00 MILLION (CONSTITUTING UP TO [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL), FOR SUBSCRIPTION 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 SHALL CONSTITUTE [●]% AND [●]% OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

DETAILS OF THE OFFER FOR SALE BY THE SELLING SHAREHOLDERS AND WEIGHTED AVERAGE COST OF ACQUISITION

NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OFFERED / AMOUNT	WEIGHTED AVERAGE COST OF ACQUISITION PER EQUITY SHARE (IN ₹)*
Amit Talesara	Promoter Group Selling Shareholder	Up to 4,815,543 Equity Shares of face value of ₹4 each aggregating up to ₹[●] million	0.05
Puneet Talesara	Promoter Group Selling Shareholder	Up to 1,294,480 Equity Shares of face value of ₹4 each aggregating up to ₹[●] million	0.05
Chandra Prakash Talesara	Promoter Group Selling Shareholder	Up to 3,787,720 Equity Shares of face value of ₹4 each aggregating up to ₹[●] million	Nil
Ankit Talesara	Other Selling Shareholder	Up to 3,787,720 Equity Shares of face value of ₹4 each aggregating up to ₹[●] million	0.04
Nirmal Kumar Pande	Other Selling Shareholder	Up to 4,814,537 Equity Shares of face value of ₹4 each aggregating up to ₹[●] million	0.06

**As certified by Bansi Lal Shah & Co., Chartered Accountants, pursuant to their certificate dated August 14, 2026.*

PRICE BAND: ₹285 TO ₹300 PER EQUITY SHARE OF FACE VALUE OF ₹4 EACH.
THE FLOOR PRICE IS 71.25 TIMES THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS 75 TIMES THE FACE VALUE OF THE EQUITY SHARES.
BIDS CAN BE MADE FOR A MINIMUM OF 50 EQUITY SHARES OF FACE VALUE OF ₹4 EACH AND IN MULTIPLES OF 50 EQUITY SHARES OF FACE VALUE OF ₹4 EACH THEREAFTER.
THE PRICE TO EARNINGS RATIO ("P/E") BASED ON DILUTED EPS FOR FISCAL 2026 FOR OUR COMPANY AT THE LOWER END OF THE PRICE BAND (I.E. FLOOR PRICE) IS 34.21 TIMES AND AT THE UPPER END OF THE PRICE BAND (I.E. CAP PRICE) IS 36.01 TIMES.
WEIGHTED AVERAGE RETURN ON NET WORTH FOR LAST THREE FINANCIAL YEARS IS 15.25%.

The details of the Offer for Sale and the post Offer market capitalization of our Company, each at the Floor Price and the Cap Price, are given below:

Particulars	OFFER SIZE AND MARKET CAPITALIZATION			
	At Floor Price of ₹285 per Equity Share		At Cap Price of ₹300 per Equity Share	
	Up to No. of Equity Shares of face value of ₹4 each	Up to Amount (₹ in Million)	Up to No. of Equity Shares of face value of ₹4 each	Up to Amount (₹ in Million)
Fresh Offer	33,33,332	950.00	31,66,666	950.00
Offer For Sale	1,85,00,000	5,272.50	1,85,00,000	5,550.00
Total Offer Size	2,18,33,332	6,222.50	2,16,66,666	6,500.00
Post Offer Market Capitalization of our Company	8,39,99,357	23,939.82	8,38,32,691	25,149.81

BID / OFFER PERIOD	
	ANCHOR INVESTOR BIDDING DATE: WEDNESDAY, AUGUST 19, 2026
	BID / OFFER OPENS ON: THURSDAY, AUGUST 20, 2026
	BID /OFFER CLOSES ON: MONDAY, AUGUST 24, 2026[(1)]

[(1)] UPI mandate end time and date shall be at 5.00 p.m. on the Bid/Offer Closing Date.

We are the largest manufacturer of contact and non-contact temperature sensors in India in terms of revenue as of March 31, 2026, with a market share of approximately 10.5% in the temperature sensor segment in Fiscal 2026. *(Source: F&S Report).*

THE OFFER IS BEING MADE THROUGH THE BOOK BUILDING PROCESS IN ACCORDANCE WITH REGULATION 6(1) OF THE SEBI ICDR REGULATIONS.
THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON THE MAIN BOARD OF THE STOCK EXCHANGES.
NSE SHALL BE THE DESIGNATED STOCK EXCHANGE.
• QIB PORTION: NOT MORE THAN 50% OF THE NET OFFER • NON-INSTITUTIONAL PORTION: NOT LESS THAN 15% OF THE NET OFFER
• RETAIL PORTION: NOT LESS THAN 35% OF THE NET OFFER
• EMPLOYEE RESERVATION PORTION OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹4 EACH AGGREGATING UP TO ₹15 MILLION

IN MAKING AN INVESTMENT DECISION, PROSPECTIVE INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RHP AND THE TERMS OF THE OFFER, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE OFFER AVAILABLE IN ANY MANNER. IN RELATION TO PRICE BAND, POTENTIAL INVESTORS SHOULD ONLY REFER TO THIS PRICE BAND ADVERTISEMENT FOR THE OFFER AND SHOULD NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION AVAILABLE IN ANY MANNER IN RELATION TO THE VALUATION OF OUR COMPANY AS THESE ARE NOT ENDORSED, PUBLISHED OR CONFIRMED EITHER BY OUR COMPANY OR THE BOOK RUNNING LEAD MANAGERS ("BRLMs").

In accordance with the recommendation of the Committee of Independent Directors of our company, pursuant to their resolution dated August 14, 2026, the above provided Price Band is justified based on Quantitative factors/ Key performance indicators disclosed in the "Basis for Offer Price" section on page 145 of the RHP vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in the "Basis for Offer Price" section beginning on page 145 of the RHP and provided below in this advertisement.

RISK TO INVESTORS

For details, refer to section titled *"Risk Factors"* on page 20 of the RHP.

1. **Dependence on Project /Original Equipment Manufacturer ("OEM") business:** Our business is more dependent on Projects/OEM business which contributed 67.55%, 69.16%, and 63.99% of our revenue from operations (excluding scrap sale and export incentive) for Fiscals 2026, 2025, and 2024, respectively, with the remaining contributed by our Maintenance, Repair, and Operations ("MRO") business, and adverse changes in either category may materially and adversely affect our business, financial condition, results of operations, and cash flows.

Business category	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ million)	Percentage of revenue from operations (excluding other operating revenue)[(1)] (%)	Amount (₹ million)	Percentage of revenue from operations (excluding other operating revenue)[(1)] (%)	Amount (₹ million)	Percentage of revenue from operations (excluding other operating revenue)[(1)] (%)
Projects/OEM	2,979.70	67.55	2,595.76	69.16	1,746.09	63.99
MRO	1,431.34	32.45	1,157.69	30.84	982.18	36.01
Total revenue from operations (excluding other operating revenue)	**4,411.04**	**100.00**	**3,753.45**	**100.00**	**2,728.27**	**100.00**

Note:

(1) Other operating revenue includes scrap sales and export incentive during Fiscals 2026, 2025, and 2024, were ₹37.74 million, ₹31.81 million, and ₹19.83 million, respectively representing 0.85%, 0.84%, and 0.72% of our revenue from operations.

2. **Dependence on demand trends in certain end use industries:** Our performance is influenced by demand trends in certain end-user industries, in particular, metal and petro chemical industries which collectively contributed 41.13%, 42.90%, and 41.52% of our revenue from operations (excluding scrap sale and export incentive) for Fiscals 2026, 2025, and 2024, respectively. Negative developments in these sectors may materially affect our business, results of operations and cash flows.

3. **Dependence on uninterrupted supply and stable pricing of primary raw materials:** Our business depends on the uninterrupted supply and stable pricing of primary raw materials needed for the production of our products. These materials include metals such as copper, aluminium, stainless steel, nickel alloys, platinum, and rhodium; polymers and plastics; insulating materials; conductors and alloys for sensors; as well as adhesives, sealants, and specialized coatings. Significant volatility, increases, fluctuations, shortages, or delays in the supply of primary raw materials may adversely impact our business, financial condition, results of operations, and cash flows, particularly for project-specific or custom orders.

4. **Dependence on a limited group of suppliers:** 40.33%, 41.67% and 47.62% of our total purchases during Fiscals 2026, 2025 and 2024 were sourced from our top 10 suppliers. Dependence on a limited group of suppliers and absence of definitive supply agreements for raw materials may increase our exposure to supply disruptions, with the potential to adversely affect our business, results of operations, and cash flows.

Continued on next page...

...continued from previous page.

5. **Significant concentration of manufacturing units:** As of the date of the Red Herring Prospectus, our Company, along with our Subsidiaries, and Joint Ventures operate 15 manufacturing units across the world, of which ten are located in Udaipur, India, and five manufacturing units are located overseas, i.e., in the United Arab Emirates, in the Republic of Korea (South Korea), in Indonesia, Germany and in Poland. Significant concentration of our manufacturing units at Udaipur in Rajasthan, India and operating risks at both domestic and international manufacturing units including infrastructure and location-specific shortcomings could result in disruptions that adversely affect our business, financial condition, results of operations, and cash flows.

6. **Dependence on Subsidiaries/ Joint ventures for international market entry:** Our approach to international expansion is heavily dependent on joint ventures ("**JVs**") and similar partnerships. Furthermore, we may not always have full visibility in all aspects of operations, decision-making, or risks arising within the JV and our overseas Subsidiaries, particularly in relation to legal or regulatory matters overseas. Our reliance on Subsidiaries / Joint Ventures for international market entry and product launches may expose us to operational and strategic risks, potentially impacting our business, results of operations, and growth prospects.

7. **Risk of ability to control and respond swiftly within joint ventures:** Our interests and those of our JV partners may not always be aligned, which can lead to further delays, increased costs, and potential disagreements. Our ability to control and respond swiftly within our joint ventures is constrained by the need for majority consent or unanimous consent or consent of our joint venture partner on key business actions, which may lead to delays or limit our operational flexibility, potentially adversely affecting our business, results of operations, and growth prospects.

8. **Brand and business reputation related risk:** Our business reputation and brand are important to the success of our business. Various factors, some of which are beyond our control, are critical for maintaining and enhancing our brand. Our inability to maintain and protect our brand and business reputation could adversely affect our business, prospects and financial performance.

9. **As a result of the amalgamation of Marathon Heater with our Company, goodwill amounting to ₹1,061.28 million was recognized in our Restated Consolidated Financial Information for Fiscal 2025. Additionally, the increase in our net worth for Fiscal 2025 was primarily attributable to the overall effect of the amalgamation itself, and the consolidation of Marathon Heater's assets and liabilities into our balance sheet. Recognition of significant goodwill arising from the Marathon Heater amalgamation as at March 31, 2025 is a one-time event and may not be repeated in future periods. Any goodwill recognised in subsequent periods may arise from separate acquisitions and may not be comparable.**

10. **Dependence on temperature sensing solutions, electrical heating solutions and specialized cables:** During Fiscals 2026, 2025 and 2024, 44.59%, 46.48%, and 60.58%, respectively, of our revenue from operations (excluding scrap sale and export incentive) was generated from temperature sensing solutions, while electrical heating solutions and specialised cables contributed 20.70%, 16.79%, and 3.90%, and 34.71%, 36.73%, and 35.52%, respectively. Any adverse changes in demand for any vertical may materially and adversely affect our business, financial condition, results of operations, and cash flows.

11. **Our Company will not receive any proceeds from the Offer for Sale:** The Offer consists of a Fresh Issue and an Offer for Sale. The Selling Shareholders shall be entitled to the net proceeds from the Offer for Sale, which comprise proceeds from the Offer for Sale net of Offer expenses shared by the Selling Shareholders, and our Company will not receive any proceeds from the Offer for Sale. For details, see ***"Objects of the Offer"*** on page 128 of the RHP.

12. **The basic and diluted Earning ratio based on EPS for financial year 2026 for the Company at upper end of the price band is 35.93 times and 36.01 times. The Price / Earning ratio of Nifty 50 as of March 30, 2026* is 19.62.**

**Since March 31, 2026 was a public holiday, the Price / Earning ratio of Nifty 50 has been considered for March 30, 2026.*

13. **The weighted average cost of acquisition of per Equity Share for the Selling shareholders ranges from ₹NIL to ₹0.06 per Equity Share and the Offer Price at the upper end of the price band is ₹300 per Equity share.**

14. **Weighted Average Return on Net Worth for Financial Years 2026, 2025 and 2024 is 15.25%.**

15. **Weighted average cost of acquisition of all equity shares transacted in one year and three years preceding the date of the Red Herring Prospectus is as below:**

Period	Weighted Average Cost of Acquisition (WACA) (₹) (1)(2)	Cap Price is 'X' times the WACA(1)	Range of acquisition price: lowest price* – highest price (₹) (1)
Last one year	51.65	5.81	Nil - 247.94
Last three years	34.22	8.77	Nil - 247.94

**The lowest price has been determined after considering bonus allotment of Equity Shares of face value of ₹4 each by our Company dated May 30, 2025 and transfers by way of gifts.*

(1) As certified by Bansi Lal Shah & Co., Chartered Accountants, pursuant to their certificate dated August 14, 2026.

(2) Adjusted for (i) sub-division of equity shares of face value of ₹100 each to equity shares of face value of ₹4 each dated April 30, 2025; and (ii) bonus allotment of Equity Shares of face value of ₹4 each by our Company dated May 30, 2025.

16. **Weighted average cost of acquisition, floor price and cap price**

Type of Transaction	WACA (₹)(1)(2)	Floor Price (₹285 is 'X' times the WACA)	Cap Price (₹300 is 'X' times the WACA)
Weighted average cost of acquisition for primary transactions during 18 months prior to RHP	55.63	5.12 times	5.39 times
Weighted average cost of acquisition for secondary sale / acquisitions during 18 months prior to RHP	N.A.	N.A.	N.A.

(1) Adjusted for (i) sub-division of equity shares of face value of ₹100 each to equity shares of face value of ₹4 each dated April 30, 2025; and (ii) bonus allotment of Equity Shares of face value of ₹4 each by our Company pursuant to the board resolution dated May 30, 2025

(2) As certified by Bansi Lal Shah & Co., Chartered Accountants, pursuant to their certificate dated August 14, 2026.

17. The 2 BRLMs associated with the Offer have handled 81 public issues in the past three financial years, out of which 24 issues closed below the offer price on listing date

Name of BRLM	Total Issues	Issues Closed below IPO price as on listing date
ICICI Securities Limited*	36	9
JM Financial Limited*	29	7
Common Issues	16	8
Total	**81**	**24**

**Issues handled where there were no common BRLMs*

Additional Information for Investors

1. Our Company has not undertaken pre-IPO placement from the DRHP till date.
2. The Promoter or members of the Promoter Group have undertaken transaction of shares aggregating up to 1% or more of the paid-up equity share capital of our Company from the DRHP till date as mentioned below:

a. Pursuant to a share purchase agreement dated December 24, 2025 ("**SPA**") entered amongst (i) Amit Talesara; (ii) Puneet Talesara; (iii) Chandra Prakash Talesara; (iv) Ankit Talesara; and (v) Nirmal Kumar Pande (the "**Sellers**") and WhiteOak Capital India Opportunities Fund (the "**Purchaser**"), the Sellers have transferred an aggregate of 2,016,651 Equity Shares ("**Sale Shares**") held by them in the Company to the Purchaser ("**Transfers**") in the manner as set out in the table 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)
December 26, 2025	Amit Talesara	Member of the Promoter Group and Promoter Group Selling Shareholder	WhiteOak Capital India Opportunities Fund*	Secondary sale	409,169	0.51	247.94	101.45
	Puneet Talesara				380,302	0.47	247.94	94.29
	Chandra Prakash Talesara				409,060	0.51	247.94	101.42
	Ankit Talesara	Non-Executive Director and Other Selling Shareholder			409,060	0.51	247.94	101.42
	Nirmal Kumar Pande	Other Selling Shareholder			409,060	0.51	247.94	101.42
	Total				**2,016,651**	**2.50**	**-**	**500.00**

**The transferee, WhiteOak Capital India Opportunities Fund, 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.*

b. Pursuant to gift deeds each dated June 19, 2026 Virendra Prakash Rathi; and Vinay Rathi (the "**Transferors**") have transferred an aggregate of 7,663,280 Equity shares to Rathi Family Trust ("**Transferee**") in the manner as set out in the table 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**		

 # The transferee, Rathi Family Trust, is 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, as follows:

(a) The settlor of the Rathi Family Trust is Vinay Rathi, one of the Promoters of the Company and the Managing Director of the Company

Continued on next page...

...continued from previous page.

Additional Information for Investors

(b) 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

(c) 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

3. The aggregate pre-Offer and post-Offer shareholding of our Promoters, members of the Promoter Group, the additional top 10 Shareholders and other public Shareholders is set out below:

Sr. No	Name of the Shareholder	Pre-Offer shareholding as at the date of the Red Herring Prospectus		Post-Offer shareholding as at the date of Allotment^			
		Number of Equity Shares held	Shareholding (in %)	At the lower end of the Price Band (₹285)		At the upper end of the Price Band (₹300)	
				Number of Equity Shares held	Shareholding (in %)	Number of Equity Shares held	Shareholding (in %)
	Promoters						
1.	Vinay Rathi	24,196,970	30.00	24,196,970	28.81	24,196,970	28.86
2.	Virendra Prakash Rathi	12,502,750	15.5	12,502,750	14.88	12,502,750	14.91
3.	Pratap Singh Talesara	5,08,475	0.63	5,08,475	0.61	5,08,475	0.61
	Promoter Group						
1.	Rathi Family Trust	7,663,280	9.50	7,663,280	9.12	7,663,280	9.14
2.	Amit Talesara	6,852,756	8.50	2,037,213	2.43	2,037,213	2.43
3.	Chandra Prakash Talesara	6,850,940	8.49	3,063,220	3.65	3,063,220	3.65
4.	Puneet Talesara	6,369,298	7.90	5,074,818	6.04	5,074,818	6.05
5.	Sonal Rathi	1,650	Negligible	1,650	Negligible	1,650	Negligible
6.	Aryan Rathi	1,100	Negligible	1,100	Negligible	1,100	Negligible
7.	Tanya Rathi	275	Negligible	275	Negligible	275	Negligible
	Additional top 10 shareholders						
1.	Ankit Talesra	6,850,940	8.49	3,063,220	3.65	3,063,220	3.65
2.	Nirmal Kumar Pande	6,850,940	8.49	2,036,403	2.42	2,036,403	2.43
3.	WhiteOak Capital India Opportunities Fund	2,016,651	2.50	2,016,651	2.40	2,016,651	2.41
	Other public shareholders						
	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	**80,666,025**	**100.00**	**62,166,025**	**74.01**	**62,166,025**	**74.15**

^Assuming full subscription in the Offer. The post-Offer shareholding details as at Allotment will be based on the actual subscription and the Offer Price and updated in the Prospectus, subject to finalization of the Offer Price and the Basis of Allotment. Further, assuming that there is no transfer of shares by the Shareholders between the date of the pre-Offer and Price Band advertisement and Allotment, and if any such transfer occur prior to the date of Prospectus, it will be updated in the shareholding pattern in the Prospectus.

BASIS FOR OFFER PRICE

The "*Basis for Offer Price*" on page 145 of the RHP has been updated with the above Price Band. Please refer to the website of the BRLMs: www.icicisecurities.com and www.jmfl.com, respectively for the "***Basis for Offer Price***" updated for the above Price Band. **(You may scan the QR code for accessing the website of ICICI Securities Limited).**

The Price Band has been, and the Offer Price will be determined by our Company, in consultation with the BRLMs, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and the quantitative and qualitative factors as described below and justified in view of the relevant parameters. The face value of the Equity Shares is ₹4 each and the Floor Price is 71.25 times the face value of the Equity Shares and the Cap Price is 75 times the face value of the Equity Shares.

Investors should also refer to ***"Risk Factors"***, ***"Our Business"***, ***"Restated Consolidated Financial Information"***, ***"Other Financial Information"*** and ***"Management's Discussion and Analysis of Financial Condition and Results of Operations"*** on pages 20, 256, 363, 463 and 468 of the RHP respectively, to have an informed view before making an investment decision.

I. Qualitative factors : Some of the qualitative factors which form the basis for computing the Offer Price are on page 145 of the RHP.

II. Quantitative factors : Unless context requires otherwise, the financial information in this section is presented on a restated basis. For details, see ***"Restated Consolidated Financial Information"*** on page 363 of the RHP.

Some of the quantitative factors which may form the basis for calculating the Offer Price are as follows:

1. Basic and diluted Earnings per Share ("EPS") at face value of ₹4 each:

Based on / derived from the Restated Consolidated Financial Information:

Fiscal	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
2026	8.35	8.33	3
2025	7.51	7.51	2
2024	8.06	8.06	1
Weighted Average	**8.02**	**8.01**	

Notes:

1. *Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights, i.e., (EPS x Weight) for each year /total of weights.*
2. *Basic earnings per Equity Share = Basic EPS is calculated by dividing the profit for the year attributable to the owners of the parent by the weighted average number of equity shares outstanding during the year, after giving effect to bonus issue(s) and sub-division of equity shares.*
3. *Diluted earnings per Equity Share= Diluted EPS is calculated by dividing the profit for the year attributable to the owners of the parent for the year after giving impact of dilutive potential equity shares for the year by the weighted average number of Equity Shares and dilutive potential equity shares outstanding during the year, after giving effect to bonus issue(s) and sub-division of equity shares.*
4. *Basic and diluted earnings per Equity Share: Basic and diluted earnings per Equity Share are computed, after giving effect to bonus issue(s) and sub-division of equity shares, in accordance with Indian Accounting Standard 33 notified under the Companies (Indian Accounting Standards) Rules of 2015 (as amended). The face value of Equity Shares of our Company is ₹4.*

2. Price/Earnings Ratio in relation to Price Band of ₹285 to ₹300 per Equity Share:

Particulars	P/E at the lower end of Price Band (no. of times)	P/E at the higher end of Price band (no. of times)
P/E ratio based on basic EPS for Financial Year 2026	34.13	35.93
P/E ratio based on diluted EPS for Financial Year 2026	34.21	36.01

3. Industry Peer Group Price / Earnings (P/E) ratio

There are no peer group companies listed in India which are in the same line of business as our Company.

4. Return on Net Worth ("RoNW")

Financial Year	RoNW (%)	Weight
2026	13.55	3
2025	14.06	2
2024	22.70	1
Weighted Average	**15.25**	**-**

Notes:

1. *Return on Net Worth (%) = Profit for the years attributable to the owners of the Company divided by Net Worth as the end of the year.*
2. *'Net worth' under Ind-As: Net worth has been defined as the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.*
3. *Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e., (RoNW x Weight) for each year / Total of weights.*

5. Net Asset Value ("NAV") per Equity Share (face value of ₹4 each)

NAV per Equity Share	(in ₹)
As of March 31, 2026	61.66
After the completion of the Offer	
- At the Floor Price	70.53
- At the Cap Price	70.67
- At the Offer Price*	[●]

** To be completed prior to filing of the Prospectus with the RoC*

Notes:

1. *Offer Price per Equity Share will be determined on conclusion of the Book Building Process.*
2. *Net asset value (NAV) per equity share has been computed as the total asset less total liabilities and non-controlling interest, divided by the weighted average number of outstanding equity shares at the end of the year, after giving effect to bonus issue(s) and sub-division of equity shares.*

6. Comparison of Accounting Ratios with listed industry peers (as of or for the period ended March 31, 2026, as applicable)

Our Company is a player in thermal engineering and cable solutions. Given its business model and diversified product portfolio, there are no directly listed companies in India or outside India which operate across all the segments/product categories as ours (Source: F&S Report). Accordingly, there are no peer group companies listed in India which are in the same line of business as our Company.

7. Weighted average cost of acquisition

A. The price per share of our Company based on the primary/ new issue of shares (equity/ convertible securities)

The details of the Equity Shares or convertible securities issued (excluding Equity Shares issued under any employee stock option plan/scheme and issuance of bonus shares), during the 18 months preceding the date of the Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-Offer capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days ("**Primary Issue**") are set forth below.

Date of Allotment	Name of allottee	No. of Equity Shares allotted#	Nature of allotment	Nature of consideration	Total consideration (₹ in million)	Price per security## (₹)
March 20, 2025	Virendra Prakash Rathi	1,231,750	Allotment pursuant to Marathon Amalgamation Scheme*	Other than Cash	753.73	55.63
	Vinay Rathi	1,477,975			904.40	
Weighted average cost of acquisition (WACA)						**55.63**

 # Adjusted for sub-division of equity shares of face value of ₹100 each to equity shares of face value of ₹4 each dated April 30, 2025.

Adjusted for (i) sub-division of equity shares of face value of ₹100 each to equity shares of face value of ₹4 each dated April 30, 2025; and (ii) bonus allotment of Equity Shares of face value of ₹4 each by our Company pursuant to the board resolution dated May 30, 2025

For further details in relation to Marathon Amalgamation Scheme, see "History and Certain Corporate Matters–Details regarding Material Acquisitions or Divestments of Business/ Undertakings, Mergers, Amalgamation, any Revaluation of Assets, etc. in the last 10 Years–Amalgamation of Marathon Heater (India) Private Limited into our Company and consequently Pyrosens and Accurate Opto becoming our Subsidiary and Step-Down Subsidiary, respectively"** on page 317 of the RHP.*

B. The price per share of our Company based on secondary sale/ acquisitions of shares (equity/ convertible securities)

No Equity Shares or convertible securities have been transacted (excluding by way of gifts) by the Selling Shareholders, or Shareholder(s) having the right to nominate director(s) on our Board, during the 18 months preceding the date of the Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-Offer capital before such transactions and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days ("**Secondary Transaction**").

C. Weighted average cost of acquisition, floor price and cap price

Type of Transaction	WACA (₹)[(1)(2)]	Floor Price (₹ 285 is 'X' times the WACA)	Cap Price (₹ 300 is 'X' times the WACA)
Weighted average cost of acquisition of primary issuance, as set out in (A) above.	55.63	5.12 times	5.39 times
Weighted average cost of acquisition of secondary sale/acquisition of shares, as set out in (B) above.	N.A.	N.A.	N.A.

(1) Adjusted for (i) sub-division of equity shares of face value of ₹100 each to equity shares of face value of ₹4 each dated April 30, 2025; and (ii) bonus allotment of Equity Shares of face value of ₹4 each by our Company pursuant to the board resolution dated May 30, 2025

(2) As certified by Bansi Lal Shah & Co., Chartered Accountants, pursuant to their certificate dated August 14, 2026.

D. Justification for Basis of Offer Price

1. We offer a diverse product portfolio structured around three core verticals: temperature sensing solutions, electrical heating solutions and specialised cables, offering one of the most extensive portfolios of bespoke thermal engineering solutions in India and globally
2. We have built a global footprint, exporting to 80+ countries across Asia Pacific, Africa & Middle East and North Africa, Europe, and North and South America
3. We are the largest manufacturer of contact and non-contact temperature sensors in India in terms of revenue as of March 31, 2026, with a market share of approximately 10.5% in the temperature sensor segment in Fiscal 2026 *(Source: F&S Report).*
4. We are the only Indian manufacturer of non-contact temperature sensors as of March 31, 2026, and held approximately 21.3% of the non-contact temperature sensor market share in Fiscal 2026 *(Source: F&S Report)*
5. We are one of the largest manufacturers of electrical heaters in India in terms of installed capacity as of March 31, 2026, and are also one of the few players with the capability to manufacture low-voltage process heaters, with ongoing R&D on medium-voltage heaters *(Source: F&S Report)*
6. We have an extensive and diverse customer base, spanning multiple industries including petrochemicals, glass, plastic and defence amongst others, products are niche and customized to meet specific customer requirements
7. From April 1, 2024 to March 31, 2026, our customer base has expanded from more than 2,600 customers to more than 3,800 customers

The Offer Price of ₹[●] is [●] times of the face value of the Equity Shares and is justified in view of the above qualitative and quantitative parameters. The trading price of Equity Shares could decline due to factors mentioned in ***"Risk Factors"*** on page 20 of the RHP and you may lose all or part of your investments.

AN INDICATIVE TIMETABLE IN RESPECT OF THE OFFER IS SET OUT BELOW:

Submission of Bids (other than Bids from Anchor Investors):

Bid/Offer Period (except the Bid/Offer Closing Date)	
Submission and revision in Bids	Only between 10.00 a.m. and 5.00 p.m. Indian Standard Time ("**IST**")
Bid/Offer Closing Date*	
Submission of electronic applications (online ASBA through 3-in-1 accounts) for RIBs, Eligible Employees Bidding in the Employee Reservation Portion	Only between 10.00 a.m. and up to 5.00 p.m. IST
Submission of electronic applications (bank ASBA through online channels like internet banking, mobile banking and syndicate ASBA applications through UPI as a payment mechanism where Bid Amount is up to ₹0.50 million)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of electronic applications (syndicate non-retail, non-individual applications of QIBs and NIIs)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of physical applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of physical applications (syndicate non-retail, non-individual applications where Bid Amount is more than ₹0.50 million)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Revision/cancellation of Bids	
Upward revision of Bids by QIBs and Non-Institutional Bidders categories#	Only between 10.00 a.m. and up to 4.00 p.m. IST on Bid/ Offer Closing Date
Upward or downward revision of Bids or cancellation of Bids by RIBs, Eligible Employees Bidding in the Employee Reservation Portion	Only between 10.00 a.m. and up to 5.00 p.m. IST

**UPI mandate end time shall be 5:00 p.m. on the Bid/ Offer Closing Date.*

 # QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids.

On the Bid/ Offer Closing Date, the Bids shall be uploaded until:

(i) 4.00 p.m. IST in case of Bids by QIBs and NIBs, and

(ii) until 5.00 p.m. IST, in case of Bids by RIBs and Eligible Employees Bidding in the Employee Reservation Portion.

On Bid/Offer Closing Date, extension of time may be granted by Stock Exchanges only for uploading Bids received from RIBs and Eligible Employees under the Employee Reservation Portion, after taking into account the total number of Bids received and as reported by the BRLMs to the Stock Exchanges.

Bid/Offer Programme	
BID/OFFER OPENS ON	**Thursday, August 20, 2026[(1)]**
BID/OFFER CLOSES ON	**Monday, August 24, 2026[(2)]**

(1) The Anchor Investor Bid/Offer Date shall be Wednesday, August 19, 2026, i.e., one Working Day prior to the Bid/Offer Opening Date in accordance with the SEBI ICDR Regulations.

(2) The UPI mandate end time and date shall be 5:00 p.m. on the Bid/Offer Closing Date.

An indicative timetable in respect of the Offer is set out below:

Event	Indicative Date
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Tuesday, August 25, 2026
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account*	On or about Thursday, August 27, 2026
Allotment of Equity Shares/ Credit of Equity Shares to dematerialized accounts of Allottees	On or about Thursday, August 27, 2026
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Friday, August 28, 2026

**In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/Offer Closing Date for cancelled / withdrawn / deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15 % per annum of the Bid Amount, whichever is higher from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked; (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate ₹100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked until the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked until the date of actual unblock; (iv) any delay in unblocking of non-allotted/ partially allotted Bids, exceeding two Working Days from the Bid/Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher for the entire duration of delay exceeding two Working Days from the Bid/Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated in the manner specified in the SEBI ICDR Master Circular, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs and relevant intermediaries, to the extent applicable.*

The processing fees for applications made by UPI Bidders may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with the SEBI ICDR Master Circular.

ASBA* | **Simple, Safe, Smart way of Application!!!**

*Application Supported by Blocked Amount ("**ASBA**") is a better way of applying to offers by simply blocking the fund in the bank account.

For further details, check section on ASBA.

Mandatory in public issues.
No cheque will be accepted.

UPI
UNIFIED PAYMENTS INTERFACE

UPI-Now available in ASBA for Retail Individual Investors and Non-Institutional Investors applying in public issues where the application amount is up to ₹ 500,000, applying through Registered Brokers, Syndicate, CDPs & RTAs. UPI 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. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020 issued by the Central Board of Direct Taxes and the press release dated June 25, 2021 read with press release dated September 17, 2021, and CBDT circular no. 7 of 2022 dated March 30, 2022, read with press release dated March 28, 2023, and any subsequent press release in this regard.

ASBA has to be availed by all the investors except Anchor Investors. UPI may be availed by (i) Retail Individual Investors in the Retail Portion; (ii) Eligible Employees in the Employee Reservation Portion; (iii) Non-Institutional Investors with an application size of up to ₹0.50 million in the Non-Institutional Portion. For more details on the ASBA and UPI process, please refer to the details given in the Bid cum Application Form and Abridged Prospectus and also please refer to the section **"Offer Procedure"** on page 538 of the RHP. The process is also available on the website of the Association of Investment Bankers of India ("**AIBI**") and Stock Exchanges and in the General Information Document. The Bid cum Application Form and the Abridged Prospectus can be downloaded from the websites of 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/sebiweb/other/OtherAction.do?do RecognisedFpi=yes&intmId=35 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes &intmId=43, respectively as updated from time to time. For the list of UPI apps and banks live on IPO, please refer to the link: www.sebi.gov.in. UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appear on the website of SEBI, as updated from time to time. ICICI Bank Limited and Kotak Mahindra Bank Limited have been appointed as the Sponsor Banks for the Offer, in accordance with the requirements of SEBI circular dated November 1, 2018 as amended. For Offer related queries, please contact the BRLMs on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and email Id: ipo.upi@npci.org.in.*

Continued on next page...

...continued from previous page.

THE EQUITY SHARES OF OUR COMPANY WILL GET LISTED ON THE MAIN BOARD PLATFORMS OF BSE AND NSE.

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 of the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar unforeseen circumstances, our Company may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of one Working Day, 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, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLMs and at the terminals of the Syndicate Member and by intimation to the Self-Certified Syndicate Banks and other Designated Intermediaries and the Sponsor Banks, as applicable.

The Offer is being made through the Book Building Process, in terms of Rule 19(2)(b) of the SCRR read with Regulation 32 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (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**", and such portion, the "**QIB Portion**"), provided that our Company may, in consultation with the BRLMs, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations (the "**Anchor Investor Portion**"), of which 40% shall be reserved for allocation in the following manner (i) 33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds; and (ii) 6.67% of the Anchor Investor Portion shall be reserved for Life Insurance Companies and Pension Funds, subject to valid Bids being received from domestic Mutual Funds, Life Insurance Companies and Pension Funds, as applicable, at or above the Anchor Investor Allocation Price. Any under-subscription in the Life Insurance Companies and Pension Funds category specified in (ii) above may be allocated to domestic Mutual Funds, in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the remaining QIB Portion (other than Anchor Investor Portion) ("**Net QIB Portion**"). Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. However, if the aggregate demand from the Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation 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 to Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price, out of which (a) one-third of such portion shall be reserved for Bidders with application size of more than ₹200,000 and up to ₹1,000,000; and (b) two-thirds of such portion shall be reserved for Bidders with application size of more than ₹1,000,000 provided that the unsubscribed portion in either of such sub-categories may be allocated to Bidders in the other sub-category of Non-Institutional Bidders; and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, Equity Shares of face value of ₹4 each will be allocated on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids being received from them at or above the Offer Price. All Bidders (except Anchor Investors) are mandatorily required to utilize the Application Supported by Blocked Amount ("**ASBA**") process by providing details of their respective ASBA accounts and UPI ID in case of UPI Bidders using the UPI Mechanism, as applicable, pursuant to which their corresponding Bid Amount will be blocked by the Self Certified Syndicate Banks ("**SCSBs**") or by the Sponsor Banks under the UPI Mechanism, as the case may be, to the extent of the respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For further details, see ***"Offer Procedure"*** on page 538 of the RHP.

Bidders/Applicants should ensure that DP ID, PAN and the Client ID and UPI ID (for UPI Bidders bidding through UPI Mechanism) 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 and UPI ID available (for UPI Bidders bidding through the UPI Mechanism) 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, Client ID and UPI ID (for UPI Bidders bidding through the UPI mechanism) 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.

Investors must ensure that their PAN is linked with Aadhaar and are in compliance with the notification issued by Central Board of Direct Taxes dated February 13, 2020 and read with press releases dated June 25, 2021, September 17, 2021 and March 28, 2023 and any subsequent press releases in this regard.

Contents of the Memorandum of Association of our Company as regards its objects: For information on the main objects of our Company, please see ***"History and Certain Corporate Matters"*** on page 312 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see **"*Material Contracts and Documents for Inspection*"** on page 593 of the RHP.

Liability of the members of our Company: Limited by shares.

Amount of share capital of our Company and capital structure: As on the date of the RHP, the authorised share capital of our Company is ₹ 350,000,000 divided into 87,500,000 Equity Shares of face value of ₹4 each . The issued, subscribed and paid-up Equity share capital of our Company is ₹ 322,664,100 divided into 80,666,025 Equity Shares of face value of ₹4 each . For more details of the capital structure of the Company, see ***"Capital Structure"*** beginning on page 92 of the RHP.

Names of the initial signatories to the Memorandum of Association of the Company and the Number of Equity Shares Subscribed by them: The initial signatories to the Memorandum of Association of the Company are as follows: Virendra Prakash Rathi and Manohar Kumari Talesara who had each subscribed to 1 equity share of face value of ₹100 each. For more details of the share capital history of our Company please see **"*Capital Structure*"** beginning on page 92 of the RHP.

Listing: The Equity Shares of face value of ₹4 each to be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges, being BSE and NSE. For the purposes of the Offer, NSE is the Designated Stock Exchange. Our Company has received in-principle approvals from BSE and NSE for listing of the Equity Shares pursuant to their letters each dated December 15, 2025. A signed copy of the Red Herring Prospectus has been filed and a copy of the Prospectus shall be filed with the RoC in accordance with Sections 26(4) and 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Offer Closing Date, see ***"Material Contracts and Documents for Inspection"*** on page 593 of the RHP.

Disclaimer Clause of Securities and Exchange Board of India ("SEBI"): SEBI only gives its observations on the draft offer documents and this does not constitute approval of either the Offer or the specified securities stated in the Offer Documents. The investors are advised to refer to page 518 of the RHP for the full text of the disclaimer clause of SEBI.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the Red Herring Prospectus has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to the page 520 of the Red Herring Prospectus for the full text of the disclaimer clause of BSE.

Disclaimer Clause of NSE (the Designated Stock Exchange): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 520 of the RHP for the full text of the disclaimer clause of NSE.

General Risks: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares of face value of ₹4 each in the Offer have not been recommended or approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to ***"Risk Factors"*** on page 20 of the RHP.

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
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 **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	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	**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; **E-mail:** compliance@tempsens.com **Membership No.:** ACS-45820 **Website:** www.tempsens.com Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances including non-receipt of letters of Allotment, 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. For all Offer related queries and for redressal of complaints, investors may also write to the BRLM.

AVAILABILITY OF THE 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 SEBI at www.sebi.gov.in and will also be available on the websites of the BRLMs, ICICI Securities Limited at : www.icicisecurities.com and JM Financial Limited at www.jmfl.com and on the website of the Company, TEMPSENS INSTRUMENTS (INDIA) LIMITED at www.tempsens.com and the websites of the Stock Exchanges, for BSE Limited at www.bseindia.com and for National Stock Exchange of India Limited at www.nseindia.com.

AVAILABILITY OF THE ABRIDGED PROSPECTUS: A copy of the Abridged Prospectus shall be available on the websites of the Company, the BRLMs and the Registrar to the Offer at: www.tempsens.com, www.icicisecurities.com, www.jmfl.com and www.kfintech.com, respectively.

AVAILABILITY OF BID CUM APPLICATION FORM: Bid cum Application Form can be obtained from the Registered Office of our Company, TEMPSENS INSTRUMENTS (INDIA) LIMITED, Tel: +91 29 4294 3092; **BRLMs:** ICICI Securities Limited, Tel: +91 22 6807 7100 and JM Financial Limited, Tel: +91 22 6630 3030 and **Syndicate Member:** JM Financial Services Limited, Tel: +91 22 6136 3400, 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: Almondz Global Securities Limited, Ambit Capital Limited, Anand Rathi Share & Stock Brokers Limited, Asit C Mehta Financial Services Limited, Axis Capital Limited, Bajaj Financial Securities Limited, Centrum Capital Advisors Limited, Centrum Wealth Management Ltd, Choice Equity Broking Private Limited, DB (International) Stock Brokers Ltd, Eureka Stock & Share Broking Services Limited, Finwizard Technology Private Limited, Globe Capital Market Limited, HDFC Securities Limited, IDBI Capital Market Services Limited, IIFL Wealth Management Limited, India Infoline Limited, Jobanputra Fiscal Services Pvt. Ltd, Keynote Capital Limited, KJMC Capital Market Services Limited, Kotak Securities Limited, LKP Securities Limited, Motilal Oswal Financial Services Limited, Nuvama Wealth and Investment Limited, Pantomath Financial Services Limited, Prabhudas Lilladher Private Limited, Pravin Ratilal Share and Stock Brokers Limited, Religare Securities Limited, RR Equity Brokers Private Limited, SBICAP Securities Limited, Sharekhan Limited, SMC Global Securities Limited, Standard Chartered Securities, Tradebulls Securities Private Limited, Trust Securities Limited, YES Securities (India) Limited

ESCROW COLLECTION BANK AND SPONSOR BANK: ICICI Bank Limited.

ESCROW COLLECTION BANK, PUBLIC OFFER ACCOUNT BANK, REFUND BANK AND SPONSOR BANK: Kotak Mahindra Bank Limited.

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

Place: Vadodara, Gujarat
Date: August 14, 2026

TEMPSENS INSTRUMENTS (INDIA) LIMITED is proposing, subject to receipt of requisite approvals, market conditions and other considerations, an initial public offer of its Equity Shares and has filed a RHP dated August 14, 2026 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 and JM Financial Limited at www.jmfl.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.tempsens.com. Any potential investor should note that investment in equity shares involves a high degree of risk and should refer to the RHP, including the section titled ***"Risk Factors"*** beginning on page 20 of the RHP. Potential investors should not rely on the DRHP for making any investment decision.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. 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 outside the United States in "offshore transactions" as defined in, and in reliance on ,Regulation S ("**Regulation S**") under the U.S. Securities Act, and in accordance with the applicable laws of the jurisdictions where such offers and sales are being made. There will be no public offering of the Equity Shares in the United States