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INITIAL PUBLIC OFFERING OF EQUITY SHARES ON THE MAIN BOARD OF 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.

PUBLIC ANNOUNCEMENT



(Please scan this QR code to view the DRHP)



FLAIR WRITING INDUSTRIES LIMITED

Our Company was originally formed and registered as a partnership firm under the Indian Partnership Act, 1932 under the name of 'M/s Flair Writing Instruments' with firm registration number BA-12035, pursuant to a deed of partnership dated January 6, 1986, as amended and supplemented from time to time. Pursuant to the conversion of M/s Flair Writing Instruments under the provisions of Chapter XXI of the Companies Act, 2013, our Company was incorporated as a private limited company on August 12, 2016 at Mumbai, Maharashtra, India as 'Flair Writing Industries Private Limited'. Our Company was then converted into a public limited company and the name of our Company was changed to 'Flair Writing Industries Limited'. A fresh certificate of incorporation dated May 30, 2018 was issued by the Registrar of Companies, Maharashtra at Mumbai (the "RoC"). For further details in relation to changes in the name of our Company, see "History and Certain Corporate Matters" on page 196 of the Draft Red Herring Prospectus dated July 14, 2023 filed with the SEBI on July 15, 2023, read together with the addendum to the draft red herring prospectus dated September 13, 2023 (together, the "DRHP").

Corporate & Registered Office: 63 B/C, Government Industrial Estate, Charkop, Kandivali West, Mumbai 400 067, Maharashtra, India. **Contact Person:** Mr. Vishal Kishor Chanda, Company Secretary and Compliance Officer; **Telephone:** +91 22 4203 0405; **E-mail:** investors@flairpens.com; **Website:** www.flairworld.in; **Corporate Identity Number:** U51100MH2016PLC284727

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF FLAIR WRITING INDUSTRIES LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹[●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹5,930.00 MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH BY OUR COMPANY AGGREGATING UP TO ₹2,920.00 MILLION* (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH AGGREGATING UP TO ₹3,010.00 MILLION (THE "OFFER FOR SALE").

* Our Company, in consultation with the Book Running Lead Managers, has undertaken a Pre-IPO Placement of 2,401,315 Equity Shares at an issue price of ₹304.00 per Equity Share (including a premium of ₹299.00 per Equity Share) for a cash consideration aggregating to ₹730.00 million, on November 10, 2023. The size of the Fresh Issue has been reduced by ₹730.00 million and accordingly, the size of the Fresh Issue is up to ₹2,920.00 million.

Potential bidders may note the following:

Our Company, in consultation with the BRLMs, has undertaken the Pre-IPO Placement of 2,401,315 Equity Shares at an issue price of ₹304.00 per Equity Share (including a premium of ₹299.00 per Equity Share) for an amount aggregating to ₹ 730.00 million, by way of a private placement in accordance with Section 42, 62 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, each as amended.

The Pre-IPO Placement has been undertaken pursuant to the approval of the Board and Shareholders in their meetings, each held on November 8, 2023.

The Company has allotted Equity Shares in the Pre-IPO Placement pursuant to the resolution passed by the Board in its meeting held on November 10, 2023, in the manner as set forth below:

Date of allotment	Number of Equity Shares allotted	Issue price per Equity Share (₹)	Total consideration (₹)(million)	Name of the allottee
November 10, 2023	2,401,315	304.00	730.00	Volrado Venture Partners Fund III - Beta

Accordingly, pursuant to the Pre-IPO Placement, the size of the Fresh Issue has now been reduced to such number of Equity Shares aggregating up to ₹ 2,920.00 million from ₹ 3,650.00 million.

The abovementioned allottee is not, in any manner, connected with the Company, the Promoters, members of the Promoter Group, the Directors, the Key Managerial Personnel, the Subsidiaries, the Group Companies and their respective directors and key managerial personnel.

Please note that the Notice does not reflect all the changes that have occurred between the date of filing of the DRHP with the SEBI and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus.

This advertisement is issued in accordance with SEBI's correspondence dated July 4, 2023.

BOOK RUNNING LEAD MANAGERS

REGISTRAR TO THE OFFER



Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)¹⁾
801 - 804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East. Mumbai - 400 051, Maharashtra, India
Telephone: +91 22 4009 4400
E-mail: flair.ipo2023@nuvama.com
Website: www.nuvama.com
Investor grievance e-mail: customerservice.mb@nuvama.com
Contact person: Mr. Manish Tejwani
SEBI registration no.: INM00013004

Axis Capital Limited
1st Floor, Axis House, C-2, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025, Maharashtra, India
Telephone: +91 22 4325 2183
E-mail: fwil.ipo@axiscap.in
Website: www.axiscapital.co.in
Investor grievance e-mail: complaints@axiscap.in
Contact person: Mr. Pratik Pednekar
SEBI registration no.: INM00012029

Link Intime India Private Limited
C-101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West Mumbai - 400 083, Maharashtra, India
Telephone: +91 810 811 4949
E-mail: flairwriting.ipo@linkintime.co.in
Website: www.linkintime.co.in
Investor grievance e-mail: flairwriting.ipo@linkintime.co.in
Contact person: Ms. Shanti Gopalkrishnan
SEBI registration no.: INR000004058

¹⁾ Pursuant to the order dated April 27, 2023 passed by the National Company Law Tribunal, Mumbai Bench, the merchant banking business of Edelweiss Financial Services Limited has demerged and now transferred to Nuvama and therefore, the said merchant banking business is part of Nuvama.

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

For FLAIR WRITING INDUSTRIES LIMITED

On behalf of the Board of Directors

Sd/-

Mr. Vishal Kishor Chanda

Company Secretary and Compliance Officer

Place: Mumbai, Maharashtra

Date: November 11, 2023

FLAIR WRITING INDUSTRIES LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the DRHP dated July 14, 2023 read with the addendum to the DRHP dated September 13, 2023 with the SEBI. The DRHP is available on the website of SEBI at www.sebi.gov.in, website of the BSE Limited at www.bseindia.com, the website of NSE at https://www.nseindia.com/, website of the Company at www.flairworld.in and the websites of the BRLMs, i.e. Nuvama Wealth Management Limited, (formerly known as Edelweiss Securities Limited) and Axis Capital Limited at www.nuvama.com and www.axiscapital.co.in, respectively. Any potential investors 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 RHP once available. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of securities for sale in any jurisdiction, including the United States, and any securities described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. However, no offering of securities is being made in the United States.