

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

This is an abridged prospectus containing salient features of the Prospectus. You are encouraged to read greater details available in the Prospectus dated June 25th, 2022.

THIS ABRIDGED PROSPECTUS CONSISTS '7' PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

(Please scan this QR Code to view the Prospectus)

**KESAR INDIA LIMITED**

CIN: U51220MH2003PLC142989, DATE OF INCORPORATION: November 05, 2003

Registered Office	Corporate Office	Contact Person	Email and Telephone	Website
Flat No. F-101 Jagat Plaza Amravati Road, Nagpur – 440010 Maharashtra, India	NA	Twinkle Sharma Company Secretary and Compliance officer	Tel: - 1800-123-0854 Email Id: cs@kesarlands.com	www.kesarlands.com

PROMOTER OF THE COMPANY: GOPAL FATEHCHAND GUPTA**DETAILS OF ISSUE TO PUBLIC**

Type of Issue (Fresh/ OFS/ Fresh & OFS)	Fresh Issue Size (by no. of shares or by amount in Rs)	OFS Size (by no. of shares or by amount in Rs)	Total Issue Size (by no. of shares or by amount in Rs)	Issue Under 229 (1)/ (2)	Share Reservation		
					Market Maker	Retail Individuals	QIB & NII
Fresh Issue	Fresh Issue of 9,30,400 equity shares	N.A.	Public Issue of 9,30,400 equity shares	229 (1)	47,200	4,41,600	4,41,600

These equity shares are proposed to be listed on SME Platform of BSE LIMITED (“**BSE SME**”).

DETAILS OF OFS BY PROMOTER (S)/ PROMOTER GROUP/ OTHER SELLING SHAREHOLDERS: N.A.**Price, Minimum Lot Size & Indicative Timelines**

Price	₹ 170 per Equity Share of Face Value of ₹ 10.00/- Each
Minimum Lot Size	800 Equity Shares
Offer Open On	June 30, 2022
Offer Closes Open On	July 04, 2022
Finalisation of Basis of Allotment	On or before July 07, 2022
Initiation of Refunds	On or before July 08, 2022
Credit of Equity Shares to Demat accounts of Allottees	On or before July 11, 2022
Commencement of trading of Equity Shares	On or before July 12, 2022

*For details of price and basis of price, please refer to page 77 of Prospectus.

Details of Weighted Average Cost of Acquisition (WACA) of all shares transacted over the trailing twelve months from the date of Prospectus: Equity Shares are acquired by our Promoter in the last 12 months preceding the date of the Prospectus, the weighted average price of equity share is as follows:

Name	Number of shares	Weighted Average Cost of Acquisition per Equity Share (in ₹)
Gopal FatehChand Gupta	23,66,100	0.00

*As certified by M.C. Asawa & co., Independent Chartered Accountant vide their certificate dated June 24, 2022 bearing UDIN:22163405ALPRII3621.

RISKS IN RELATION TO THE FIRST ISSUE

This being the first Public Issue of our Company, there has been no formal market for the securities of our Company. The face value of the shares is ₹ 10 per Equity Shares and the Issue price is ₹ 170 per Equity Share and the Issue Price is 17 times of the face value. The Issue Price (as determined by our Company in consultation with the Lead Manager) as stated in the chapter titled on “Basis for Issue Price” beginning on page 77 of the Prospectus should not be taken to be indicative of the market price of the Equity Shares after such Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the equity shares of our Company or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this offering. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares offered in the Issue have neither been recommended nor approved by Securities and Exchange Board of India nor does Securities and Exchange Board of India guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section titled “Risk Factors” beginning on page 26 of the Prospectus and on page 6 of this Abridged Prospectus.

PROCEDURE

You may obtain a physical copy of the Application Form and the Prospectus from the stock exchange, Lead Manager, registrar to the issue, share transfer agents, depository participant’s, stock brokers, underwriters, bankers to the issue, investors’ associations or Self Certified Syndicate Banks.

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the Prospectus and/or the General Information Document (GID) from the Lead Manager or download it from the websites of the Stock Exchange i.e. www.bseindia.com; and the Lead Managers www.fedsec.in & www.hemsecurities.com.

PRICE INFORMATION OF LEAD MANAGER*

DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY FEDEX SECURITIES PRIVATE LIMITED

Issue Name	+/- % change in closing price, [+/- % change in closing benchmark]-		
	30 th calendar days from listing	90 th calendar days from listing	180 th calendar days from listing
Rajeshwari Cans Limited	(10.00)% (0.15)%	7.00% 8.13%	2.50% 23.06%
Kuberan Global Edu Solutions Limited	(7.50)% 7.30%	(10.25)% 8.78%	(30.00)% 24.95%
Aashka Hospitals Limited	(58.68)% 3.12%	(64.34)% (0.14)%	(62.89)% (1.90)%
Euro Panel Products Limited	54.29% 0.85%	39.29% 1.42%	36.14% (8.03)%
Wherrelz IT Solutions Limited	19.88% (0.92)%	18.13% (0.37)%	NA
Sunrise Efficient Marketing Limited	0.41% (7.66)%	NA	NA
Le merite Exports Limited	(5.13)% 0.70%	NA	NA

Sources: All share price data is from www.bseindia.com and www.nseindia.com

Note:

1. The BSE Sensex and CNX Nifty are considered as the Benchmark Index.
2. Prices on BSE/NSE are considered for all of the above calculations.
3. In case 30th/90th/180th day is not a trading day, closing price on BSE/NSE of the next trading day has been considered.
4. In case 30th/90th/180th days, scrips are not traded then last trading price has been considered.

DISCLOSURE OF PRICE INFORMATION OF PAST ISSUES HANDLED BY HEM SECURITIES LIMITED

Issue Name	+/- % change in closing price, [+/- % change in closing benchmark]-		
	30 th calendar days from listing	90 th calendar days from listing	180 th calendar days from listing
DU Digital Technologis Limited	53.85% [7.32%]	113.85% [4.68%]	257.85% [2.74%]
Prevest Denpro Limited	186.61% [1.77%]	270.83% [-4.92%]	323.51% [-4.13%]
Jainam Ferro Alloys (I) Limited	3.57% [0.97%]	21.43% [-0.83%]	137.86% [-0.49%]
Shri Venkatesh Refineries Ltd.	9.50% [0.36%]	47.88% [-0.65%]	215.00% [-1.94%]
KN Agri Resources Limited	212.40% [-1.07%]	N.A.	N.A.
Krishna Defence and Allied Industries Limited	112.82% [-7.84%]	N.A.	N.A.
Eighty Jewellers Limited	0.49% [-9.51%]	N.A.	N.A.

Source: Price Information www.bseindia.com & www.nseindia.com , Issue Information from respective Prospectus.

Note:

- a) Based on date of listing.
- b) BSE SENSEX and CNX NIFTY have been considered as the benchmark index.

- c) Prices on BSE/NSE are considered for all of the above calculations.
- d) In case 30th /90th /180th day is not a trading day, closing price on BSE/NSE of the next trading day has been considered.
- e) In case 30th /90th /180th day, scrips are not traded then last trading price has been considered.
- f) N.A. – Period not completed.

Name of Lead Managers and contact details	FEDEX SECURITIES PRIVATE LIMITED B 7, 3 rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India Tel No: +91 81049 85249 Email: mb@fedsec.in Website: www.fedsec.in Contact Person: Yash Kadakia HEM SECURITIES LIMITED 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India. Tel No: +91 22-4906 0000 Email: ib@hemsecurities.com Website: www.hemsecurities.com Contact Person: Akun Goyal
Name of Syndicate Members	Not Applicable
Name of Market Maker and contact details	HEM FINLEASE PRIVATE LIMITED 203, Jaipur Tower, M I Road, Jaipur, Rajasthan 302001, India. Tel No.: 0141-4051000 E-mail: ib@hemsecurities.com Website: www.hemsecurities.com Contact Person: Ms. Kritika Rander
Name of Registrar to the Issue and contact details	KFIN TECHNOLOGIES LIMITED Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana. Tel No.: +91 40 6716 2222; E-mail: kesarindia.ipo@kfintech.com Website: www.kfintech.com Contact Person: M. Murali Krishna
Name of Statutory Auditor	RHAD & Co. Chartered Accountants (FRN: 102588W)
Peer Review Auditor	RHAD & Co. Chartered Accountants Peer Review Certificate No. 014078.
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture trustee, if any	Not Applicable
Self-Certified Syndicate Banks	The list of SCSBs banks through ASBA process is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Intermediaries
Non-Syndicate Registered Brokers	You can submit Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non-Syndicate Broker Centres. For further details, see section titled “Issue Procedure” beginning at page no. 195 of the Prospectus.
Details regarding website address(es)/link(s) from which the Investor can obtain list of Registrar to Issue and Share Transfer Agents, Depository Participants and Stock Brokers who can accept application from investor (as applicable)	https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes

PROMOTER OF THE ISSUER COMPANY

Sr. No.	Name	Individual/Corporate	Experience & Educational Qualification
1.	Gopal FatehChand Gupta	Individual	Experience: He started working at the age of 14 years and has an experience of more than 3 decades in the real estate Industry. He provides guidance to the Company. Educational Qualification: He does not hold any formal graduation degree.

BUSINESS OVERVIEW AND STRATEGY

Company Overview: Our Company was originally incorporated as a Private Company in name and style of Kesar Impex (India) Private Limited under the provisions of the Companies Act, 1956 vide Certificate of Incorporation dated November 05, 2003 bearing

Registration Number U51220MH2003PTC142989 issued by Assistant Registrar of Companies, Maharashtra, Mumbai. Further, the name of our Company was changed to “Kesar India Private Limited” vide Certificate of Incorporation pursuant to change of name dated November 10, 2021 issued by Registrar of Companies, Maharashtra, Mumbai. Subsequently, our Company was converted into a Public Limited Company pursuant to Special Resolution passed by the shareholders at the Extraordinary General Meeting dated November 19, 2021 and the name of our Company was changed to “Kesar India Limited” to reflect the legal status of our Company pursuant to conversion, a fresh certificate of incorporation was granted by the Registrar of Companies, Mumbai, Maharashtra dated December 15, 2021 bearing Corporate Identification Number U51220MH2003PLC142989.

Main object of our Company is to undertake real estate development & construction, primarily in the business of developing and constructing of Projects such as Residential & Commercial Plotting, residential, commercial and industrial buildings, colonies, mills and factory’s buildings, workshop’s building, etc. We will be undertaking development of land having a development potential of 21,24,654 sq ft located at Nagpur.

Product/Service Offering: Construction of real estate and plotting of lands.

Revenue segmentation by product/service offering: (Financial Metrics) (₹ in Lakhs)

Revenue	As on December 31, 2021	As on March 31, 2021
Sale of plots	634.57	116.03

Geographies Served: Revenue is majorly generated from Nagpur.

Key Performance Indicators: Large & Diverse Product Portfolio; Established relationship with institutional customers; Quality Assurance and Control and Experienced Promoter and skilled workforce.

Client Profile or Industries Served: Real Estate Industry.

Revenue segmentation in terms of top 5/10 clients or Industries: N.A.

Intellectual Property, if any: Our Company has entered into a Partial Assignment Agreement dated April 1, 2022 with Kesar Lands Private Limited (“Assignor”), our Group Company, whereby the Assignor has assigned the trademark “KESAR LANDS” (the “Trademark”) to our Company to use the Trademark in our business projects for a period of 12 months.

Sr. No	Particulars of the mark	Word/ Label mark	Applicant	Application No. & Date	Issuing Authority	Class	Status
1.	KESAR LANDS	Device	Kesar Lands Private Limited	2220442 & October 14, 2011	Registrar of Trademarks	36	Registered
2.	KESAR LANDS	Device	Kesar Lands Private Limited	2220441 & 14/10/2011	Registrar of Trademarks	37	Registered

Market Share: Not ascertainable

Manufacturing plant, if any: Since we are a real estate company, we do not own any major plant and machinery.

Employee Strength: As on December 31, 2021, we had 23 full-time employees.

BOARD OF DIRECTORS				
Sr. No.	Name	Designation (Independent / Whole time / Executive / Nominee)	Experience & Educational Qualification	Other Directorships
1	Yash Gopal Gupta	Chairman and Whole-time Director	He is the Chairman & Whole-time Director of our Company. He has been associated with our Company since June 15, 2008 as a Director. He does not have a formal graduation degree, however, he has industry exposure for more than 18 years. Currently, he is looking after overall management of our Company, particularly all business and strategic matters.	<p>Public Companies</p> <ul style="list-style-type: none"> • DCFC Nidhi Limited <p>Private Companies:</p> <ul style="list-style-type: none"> • Nitin Coke Private Limited • Cleopatra Designers Private Limited • Kesar Jewels Private Limited • Kesar Gateway Private Limited • Kesar Infracon Private Limited • Kesar Lands Private Limited • Kesar Studios Private Limited • Kesar Group Private Limited

BOARD OF DIRECTORS				
Sr. No.	Name	Designation (Independent / Whole time / Executive / Nominee)	Experience & Educational Qualification	Other Directorships
2	Sachin Gopal Gupta	Managing Director	He is the Whole-Time Director and Managing Director of our Company. He holds a Bachelor degree of Commerce and Alumni Status of IIM Bangalore. He has experience for more than 07 years. Currently, he is looking after overall management of our Company, particularly all business and strategic matters.	Public Companies <ul style="list-style-type: none"> • DCFC Nidhi Limited Private Companies: <ul style="list-style-type: none"> • Nitin Coke Private Limited • Cleopatra Designers Private Limited • Kesar Jewels Private Limited • Kesar Gateway Private Limited • Kesar Infracon Private Limited • Kesar Lands Private Limited • Kesar Studios Private Limited • Kesar Group Private Limited
3	Sangeeta Gopal Gupta	Non-Executive Director	She holds a Bachelor of Arts degree from Sagar University and has an industry exposure for more than 19 years.	Public Companies <ul style="list-style-type: none"> • DCFC Nidhi Limited Private Companies: <ul style="list-style-type: none"> • Kesar Hope Foundation
4	Rajesh Chaware	Independent Non-Executive Director	He holds a Master degree in Arts (Sociology) from Nagpur University.	Nil
5	Ajay Pandey	Independent Non-Executive Director	He does not have a formal education	Nil

OBJECTS OF THE ISSUE

DETAILS OF MEANS OF FINANCE

The fund requirements for each of the objects of the Issue are stated as follows.

(₹ in Lakhs)

Sr No	Particulars	Total estimated Costs	Estimated utilization of net proceeds in FY 2022-23
1.	To finance development Expenses of our Projects & upcoming Projects	1050.00	1050.00
2.	Acquisition of land or land development right (1)	150.00	150.00
3.	General Corporate Purposes*	230.68	230.68
	Total	1430.68	1430.68

(1) The amount utilized for general corporate purposes and Acquisition of land or land development right shall not exceed 35.00% of the gross proceeds of the Issue. Further, the amount proposed to be utilized for Acquisition of land or land development right shall not exceed 25% of the gross proceeds of the Issue.

As indicated above, our Company proposes to deploy the entire Net Proceeds towards the objects as described in the Financial Year 2023. In the event that the estimated utilization of the Net Proceeds in FY'23 is not completely met, the same shall be utilized, in part or full, in the next financial year or a subsequent period towards the Objects.

*The amount utilized for general corporate purpose shall not exceed 25% of the gross proceeds of the issue.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years: Not Applicable.

Name of monitoring agency, if any: Not Applicable

Terms of Issuance of Convertible Security, if any: Not Applicable

SHAREHOLDING PATTERN

Sr. No.	Particulars	Pre-Issue Number of Shares	% Holding of Pre-issue
1.	Promoter & Promoter Group	26,00,000	100.00%
2.	Public	0	0.00%
	Total	26,00,000	100.00%

For more details, please refer “Capital Structure” on page no. 61 of the Prospectus.

Number/amount of equity shares proposed to be sold by selling shareholders: Not Applicable

(₹ in Lakhs)

RESTATED AUDITED FINANCIALS STATEMENTS				
Particulars	For Nine months ended	For the year ended	For the year ended	For the year ended
	December 31, 2021	March 31, 2021	March 31, 2020	March 31, 2019
Total income from operations (Net)	695.50	119.71	57.70	18.54
Net Profit / (Loss) before tax and extraordinary items	442.72	2.01	4.47	1.81
Net Profit / (Loss) after tax and extraordinary items	324.49	1.19	3.73	0.73
Equity Share Capital	2.60	2.60	2.60	2.60
Reserves and Surplus	243.65	(80.96)	(82.15)	(85.88)
Net worth	246.25	(78.36)	(79.55)	(83.28)
Basic earnings per share (₹)	1248.04	4.58	14.33	2.80
Diluted earnings per share (₹)	1248.04	4.58	14.33	2.80
Return on net worth (%)	131.77	(1.52)	(4.69)	(0.88)
Net Asset Value Per Share (in ₹)	947.12	(301.38)	(305.96)	(320.31)

INTERNAL RISK FACTORS

The below mentioned risks are top 10 risk factors as per the Prospectus.

1. We are involved in certain legal proceedings and may face certain liabilities as a result of the same.
2. We may not be able to successfully identify and acquire suitable land or development rights, which may affect our business and growth prospects.
3. Any uncertainty in our title to our real estate assets could have a material adverse impact on our current and future revenue.
4. Inability to complete our Projects by their respective expected completion dates or at all could have a material adverse effect on our business, results of operations and financial condition.
5. Work stoppages, shortage of labour and other labour problems could adversely affect our business. Further, our operations are dependent on contract labour and an inability to access adequate contract labour at reasonable costs at our project sites may adversely affect our business prospects and results of operations.
6. We have significant number of unsold units among our Projects.
7. Any negative cash flows in the future would adversely affect our cash flow requirements, which may adversely affect our ability to operate our business and implement our growth plans, thereby affecting our financial condition.
8. We are subject to extensive statutory or governmental regulations, including the Real Estate (Regulation and Development) Act, 2016 (the “RERA”) and change in laws, rules, regulations and legal uncertainties, including the withdrawal of certain benefits or adverse application of tax laws or any non-compliance of any applicable law, may adversely affect our business, prospects and results of operations.
9. Our registered office is not owned by us.
10. We have not entered into any definitive agreements to use a portion of the proceeds of the Issue and may invest or spend the proceeds of the Issue in ways with which you may not agree.

For further details, please refer chapter titled “Risk Factors” on page no. 26 of the Prospectus.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the company and amount involved (₹ in Lakhs)

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Aggregate amount involved
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	Nil	Not ascertainable*#	Nil	Nil	Nil	0.13
Directors						
By our Directors	Nil	Nil	Nil	Nil	1	6.25
Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Promoters						
By Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Subsidiaries						
By Subsidiaries	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Against Subsidiaries	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

* To the extent quantifiable.

#Includes TDS defaults for prior years.

For further details on the outstanding litigation proceedings, see “*Outstanding Litigation and Material Developments*” beginning on page 165 of this Prospectus.

- B. Brief details of top 5 material outstanding litigations against the company and amount involved:** Not ascertainable includes TDS defaults for prior years for 0.13 Lakhs.
- C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any:** Nil
- D. Brief details of outstanding criminal proceedings against Promoters:** Nil

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / ISSUER COMPANY: NIL

DECLARATION BY THE COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or the rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements in the Prospectus are true and correct.

LEAD MANAGERS TO THE ISSUE		REGISTRAR TO THE ISSUE	
FEDEX SECURITIES PRIVATE LIMITED B 7, 3 rd Floor, Jay Chambers, Dayaldas Road, Vile Parle (East), Mumbai - 400 057, Maharashtra, India Tel No: +91 8104985149 Fax No: Not Available Contact Person: Yash Kadakia Email Id: mb@fedsec.in Website: www.fedsec.in Investor Grievance Email: mb@fedsec.in SEBI Registration Number: INM000010163	HEM SECURITIES LIMITED 904, A Wing, Naman Midtown, Senapati Bapat Marg, Elphinstone Road, Lower Parel, Mumbai-400013, Maharashtra, India Tel No.: +91-22-4906 0000 Contact Person: Akun Goyal Email: jb@hemsecurities.com Website: www.hemsecurities.com Investor Grievance Email: redressal@hemsecurities.com SEBI Reg. No.: INM000010981	KFIN TECHNOLOGIES LIMITED Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana Tel No: +91 40 6716 2222 E-mail Id: kesarindia.ipo@kfintech.com Website: www.kfintech.com Investor Grievance Id: einward.ris@kfintech.com Contact Person: M Murali Krishna SEBI Registration No: INR000000221	
OFFER PERIOD			
ISSUE OPENS ON	June 30, 2022	ISSUE CLOSES ON	July 04, 2022

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