



APAR

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SEC/0302/2024

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February 03, 2024

National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051. Scrip Symbol : APARINDS Kind Attn.: Listing Department	BSE Limited Corporate Relations Department, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code : 532259 Kind Attn. : Corporate Relationship Department
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Ref.: Our Letter no. SEC/3011/2023 dated November 30, 2023

Sub. : Statement of Deviation / Variation in utilization of funds raised through Qualified Institutions Placement (QIP)

Listing Regulation: Regulation 32 & all other applicable Regulations, if any, of the SEBI (LODR) Regulations, 2015, as amended from time to time

Dear Sir/ Madam,

Pursuant to Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, we are enclosing herewith statement of deviation(s) or variation(s) in utilization of funds raised through Qualified Institutions Placement (QIP) for the quarter ended December 31, 2023 in the format prescribed annexed to this letter.

We confirm that, for the quarter ended December 31, 2023, there has not been any deviation(s) or variation(s) in the utilization of net proceeds of QIP as mentioned in the objects stated in the Placement Document dated November 29, 2023 read with corrigendum of Placement Document dated December 1, 2023 and the same has been reviewed by Audit Committee of Directors at their meeting held on Tuesday, January 30, 2024.

The said information is also being made available on the website of the Company at www.apar.com.

Thanking You.

Yours faithfully,

For APAR Industries Limited

Sanjaya Kunder
(Company Secretary)

Encl. As above.

APAR Industries Limited

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STATEMENT ON DEVIATION OR VARIATION FOR PROCEEDS OF QUALIFIED INSTITUTIONS PLACEMENT

Statement on deviation / variation in utilisation of funds raised:

Sr. No.	Particulars	Details
1.	Name of listed entity	APAR Industries Limited
2.	Mode of Fund Raising	Qualified Institutions Placement
3.	Date of Raising Funds	November 30, 2023 (*)
4.	Amount Raised (in crores)	₹ 1000 Crores
5.	Report filed for Quarter ended	December 31, 2023
6.	Monitoring Agency	Applicable
7.	Monitoring Agency Name, if applicable	CARE Ratings Limited
8.	Is there a Deviation / Variation in use of funds raised	No (Refer Monitoring Agency Report dated January 31, 2024 enclosed)
9.	If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not Applicable
10.	If Yes, Date of shareholder Approval	Not Applicable
11.	Explanation for the Deviation / Variation	Not Applicable
12.	Comments of the Audit Committee after review	No comments
13.	Comments of the auditors, if any	No comments

(*) The Date of Raising Funds is the date of Allotment of Shares to the QIBs.

Objects for which funds have been raised and where there has been a deviation, in the following table:

Original Object	Modified Object, if any	Original Allocation (Amount in ₹)	Modified allocation, if any	Funds Utilised (Amount in ₹)	Amount of Deviation/Variation for the quarter according to applicable object	Remarks, if any
Funding the working capital requirement of the Company	Not Applicable	982,58,09,444	Not Applicable	319,64,01,682	Not Applicable (Refer Monitoring Agency Report dated January 31, 2024 enclosed)	Not Applicable

Deviation or variation could mean:

- (a) Deviation in the objects or purposes for which the funds have been raised or
- (b) Deviation in the amount of funds actually utilized as against what was originally disclosed
or
- (c) Change in terms of a contract referred to in the fund raising document i.e. prospectus, letter
of offer, etc.

Thanking you,

Yours faithfully,

For APAR Industries Limited

Sanjaya Kunder
(Company Secretary)

Encl :As above

Monitoring Agency Report



No. CARE/HO/RL/2023-24/4120

Shri Mr. Ramesh Iyer,
Chief Financial Officer,
Apar Industries Limited,
APAR HOUSE, BLDG.No.5 CORPORATE PARK
SION-TROMBAY ROAD, CHEMBUR, MUMBAI – 400071
Mumbai
Maharashtra - 400071

January 31, 2024

Dear Sir,

Monitoring Agency Report for the quarter ended December 31, 2023 - in relation to the Qualified Institutional Placement of Equity Shares of Apar Industries Limited ("the Company")

We write in our capacity of Monitoring Agency for the issue of 18,99,696 equity shares of face value of Rs. 10 each at a price of Rs. 5,264.00 per share including a premium of Rs. 5,254.00 aggregating to Rs. 10,000 million of the Company and refer to our duties cast under 82 of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations.

In this connection, we are enclosing the Monitoring Agency Report for the quarter ended December 31, 2023, as per aforesaid SEBI Regulations and Monitoring Agency Agreement dated November 29, 2023.

Request you to kindly take the same on records.

Thanking you,
Yours faithfully,

A handwritten signature in blue ink that reads "Arti Roy".

Arti Roy
Associate Director
Arti.roy@careedge.in

Report of the Monitoring Agency (MA)

Name of the issuer: Apar Industries Limited

For quarter ended: December 31, 2023

Name of the Monitoring Agency: CARE Ratings Limited

(a) Deviation from the objects: Nil

(b) Range of Deviation: Not applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013.

The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that there is no conflict of interest in such relationship/interest while monitoring and reporting the utilization of the issue proceeds by the issuer, or while undertaking credit rating or other commercial transactions with the entity.

We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the Issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature:

A handwritten signature in blue ink that reads "Arti Roy".

Name of the Authorized Signatory: Arti Roy

Designation of Authorized person/Signing Authority: Associate Director

1) Issuer Details:

Name of the issuer : Apar Industries Limited
 Name of the promoter : Kushal Desai, Chaitanya Desai, Rishabh Desai
 Industry/sector to which it belongs : Manufacturer of transformers and other speciality oils, polymers, lubricants, transmission and distribution, conductors, power & telecom cables and house wires.

2) Issue Details

Issue Period : November 23, 2023, to November 29, 2023
 Type of issue (public/rights) : Qualified Institutional Placement
 Type of specified securities : Equity shares
 IPO Grading, if any : Not applicable
 Issue size (in ` crore) : Rs. 1000.00 crore (Note 1)

Note 1:

Particulars	Values
Total shares issued and subscribed Nos @ (Rs. 5254/share)	18,99,696
Total Proceeds received from IPO (in Rs. Crore)	1,000.00
Issue expenses (in Rs. Crore)	17.42
Net Proceeds available (in Rs. Crore)	982.58

3) Details of the arrangement made to ensure the monitoring of issue proceeds:

Particulars	Reply	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of the Monitoring Agency	Comments of the Board of Directors
Whether all utilization is as per the disclosures in the Placement Document?	Yes	Chartered Accountant certificate*, Bank statement	Yes	Yes
Whether shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Placement Document?	Not applicable	Not Applicable	Not Applicable	Not Applicable
Whether the means of finance for the disclosed objects of the issue have changed?	No	Not Applicable	Not Applicable	Not Applicable
Is there any major deviation observed over the earlier monitoring agency reports?	Not applicable	Not Applicable	Not Applicable	Not Applicable
Whether all Government/statutory approvals related to the object(s) have been obtained?	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Whether all arrangements pertaining to technical assistance/collaboration are in operation?	Not applicable	Not Applicable	Not Applicable	Not Applicable
Are there any favorable/unfavorable events affecting the viability of these object(s)?	No	Not Applicable	No	No
Is there any other relevant information that may materially affect the decision making of the investors?	No	Not Applicable	No	No

*Chartered Accountant certificate from CNK & Associates LLP vide CA certificate dated January 19, 2024

#Material Deviation would mean:

a) deviation in the objects or purposes for which the funds have been raised

b) deviation in the amount of funds actually utilised by more than 10% of the amount projected in the offer documents.

a Details of objects to be monitored:

(i) Cost of objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Original cost (as per the Offer Document) in Rs. Crore	Revised Cost in Rs. Crore	Comments of the Monitoring Agency	Comments of the Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of firm arrangements made
1	Funding the working capital requirements of Apar Industries Limited	CA Certificate. Monitoring Agency Bank A/c Statement Copies of invoices / Purchase order	982.58		Nil	NA	NA	NA
Total			982.58					

* The above details are verified by CNK & Associates LLP vide CA certificate dated January 19, 2024

(ii) Progress in the objects –

Sr. No	Item Head	Source of information / certifications considered by Monitoring Agency for preparation of report	Amount as proposed in the Offer Document in Rs. Crore (A)	Amount utilised in Rs. Crore			Total Unutilised amount in Rs. Crore as on 31 st December 2023 (C=A-B)	Comments of the Monitoring Agency	Comments of the Board of Directors	
				As at beginning of the quarter in Rs. Crore	During the quarter in Rs. Crore	At the end of the quarter in Rs. Crore (B)			Reasons for idle funds	Proposed course of action
1	Funding working Capital Requirement of Apar Industries Limited	CA Certificate. Monitoring Agency Bank A/c Statement Copies of invoices / Purchase order	982.58	Nil	319.64	319.64	662.94*	Nil	Unutilised Funds will be used in forthcoming months	
Total			982.58		319.64	319.64	662.94			

The above details are verified by CNK & Associates LLP vide CA certificate dated January 19, 2024

*Comprises of Rs. 0.58 crores in escrow A/c, Rs. 600 crores in FDs with banks and Rs. 62.36 crores in the Monitoring Agency A/c.



iii) Deployment of unutilised IPO proceeds:

Sr. No.	Type of instrument and name of the entity invested in	Amount invested (Rs. Crores)	Maturity Date	Earning (Rs. Crores)	Return on Investment (%)	*Market Value as at the end of quarter (Rs. Crore)
WITH EMIRATES NBD Bank						
1.	Fixed Deposit	50.00	02-01-2024	0.18	6.67%	50.00
2.	Fixed Deposit	50.00	09-01-2024	0.24	6.67%	50.00
3.	Fixed Deposit	100.00	16-01-2024	0.65	7.02%	100.00
4.	Fixed Deposit	100.00	23-01-2024	0.78	7.02%	100.00
WITH YES BANK LTD						
5.	Fixed Deposit	35.00	02-01-2024	0.13	6.60%	35.00
6.	Fixed Deposit	40.00	02-01-2024	0.15	6.60%	40.00
7.	Fixed Deposit	35.00	09-01-2024	0.17	6.60%	35.00
8.	Fixed Deposit	40.00	09-01-2024	0.20	6.60%	40.00
9.	Fixed Deposit	75.00	16-01-2024	0.48	6.75%	75.00
10	Fixed Deposit	75.00	23-01-2024	0.58	6.75%	75.00
	Total	600.00				

*without accrued interests

The above details are verified by CNK & Associates LLP vide CA certificate dated January 19, 2024

(iv) Delay in implementation of the object(s)

Objects	Completion Date		Delay (no. of days/ months)	Comments of the Board of Directors	
	As per the offer document	Actual*		Reason of delay	Proposed course of action
NA	NA	NA	NA	NA	NA

The above details are verified by CNK & Associates LLP vide CA certificate dated January 19, 2024

4) Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document:

Sr. No	Item Head^	Amount in Rs. Crore	Source of information / certifications considered by Monitoring Agency for preparation of report	Comments of Monitoring Agency	Comments of the Board of Directors
1	NA	NA	CA Certificate	Nil	NA

The above details are verified by CNK & Associates LLP vide CA certificate dated January 19, 2024

^The extract of General Corporate Purpose mentioned in prospectus: Not applicable