



# APAR

Tomorrow's solutions today

SEC/0305/2024

**By E-Filing**

May 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
---	--

**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 March 31, 2024 in the format prescribed annexed to this letter.

We confirm that, for the quarter ended March 31, 2024, based on the Monitoring Agency Report dated May 03, 2024 (enclosed), there was no 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.

The said information is also being made available on the website of the Company at [www.apar.com](http://www.apar.com).

Thanking You.

Yours faithfully,

**For APAR Industries Limited**

**Sanjaya Kunder  
(Company Secretary)**

**Encl. As above.**

APAR Industries Limited

Corporate Office : **APAR House, Corporate Park, V. N. Purav Marg, Chembur, Mumbai - 400 071, India**

**+91 22 2526 3400/6780 0400 corporate@apar.com www.apar.com**

Regd. Office: **301/306, Panorama Complex, R. C. Dutt Road, Alkapuri, Vadodara - 390007, India**

**+91 265 6178 700/6178 709 apar.baroda@apar.com www.apar.com CIN: L91110GJ1989PLC012802**

**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	March 31, 2024
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 May 03, 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 (Refer Monitoring Agency Report dated May 03, 2024 enclosed)

(\*) 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	982,58,09,444	Not Applicable (Refer Monitoring Agency Report dated May 03, 2024 enclosed)	Not Applicable. Funds have fully utilized.

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.**

**No. CARE/HO/RL/2024-25/1197**

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

May 03, 2024

Dear Sir,

**Monitoring Agency Report for the quarter ended March 31, 2024 - in relation to the QIP of Apar Industries Limited ("the Company")**

We write in our capacity of Monitoring Agency for the Qualified Institutional Placement for the amount aggregating to Rs. 1000 crore of the Company and refer to our duties cast under 173A 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 March 31, 2024, 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,



**Arti Roy**  
Associate Director  
[Arti.roy@careedge.in](mailto:Arti.roy@careedge.in)

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • [www.careedge.in](http://www.careedge.in)

CIN-L67190MH1993PLC071691

## Report of the Monitoring Agency

Name of the issuer: Apar Industries Limited

For quarter ended: March 31, 2024

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:



Name and designation of the Authorized Signatory: Arti Roy

Designation of Authorized person/Signing Authority: Associate Director

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • www.careedge.in

CIN-L67190MH1993PLC071691

### 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 crore (Note 1)

#### Note 1:

The company had offered 18,99,696 Equity Shares under the qualified institutional placement, Rs. 5264.00 per share (including share premium of Rs. 5254.00) aggregating to ₹ 1000 crore.

Particulars	Remarks
Total shares issued and subscribed as part of IPO/QIP/Rights issue (whichever is applicable)	18,99,696
Total subscriptions towards IPO/QIP/Rights issue (whichever is applicable) (in Rs. )	1,000.00
Details of expenses incurred related to issue (in Rs.)	17.42
Net Proceeds of IPO/QIP/Rights issue (whichever is applicable) (Rs.)	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 Offer Document?	Yes	Chartered Accountant certificate*, Bank Statement	All the proceeds from QIP have been utilized appropriately for the objectives mentioned in the offer document	Yes

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • www.careedge.in

CIN-L67190MH1993PLC071691

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 shareholder approval has been obtained in case of material deviations# from expenditures disclosed in the Offer 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?	No	Not Applicable	No deviations observed from the last monitoring agency report	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)?	Not Applicable	Not Applicable	Not Applicable	No
Is there any other relevant information that may materially affect the decision making of the investors?	Not Applicable	Not Applicable	Not Applicable	No

\*Chartered Accountant certificate from CNK Associates LLP (Statutory Auditor) vide CA certificate dated April 15, 2024

#Where material deviation may be defined to mean:

- a) Deviation in the objects or purposes for which the funds have been raised
- b) Deviation in the amount of funds actually utilized by more than 10% of the amount projected in the offer documents

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • www.careedge.in

CIN-L67190MH1993PLC071691

#### 4) 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 of working capital requirements of Apar Industries Limited	CA Certificate*, Monitoring Agency Bank A/c Statement, Copies of Invoices/ Purchase Orders	982.58		NA	Not Applicable	Not Applicable	Not Applicable
<b>Total</b>			<b>982.58</b>					

\*The above details are verified by CNK Associates LLP (Statutory Auditor) vide CA certificate dated April 15, 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	Amount utilised in Rs. Crore			Unused amount in Rs. crore	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			Reasons for idle funds	Proposed course of action
1	Funding of working capital requirements of Apar Industries Limited	CA Certificate*, Monitoring Agency Bank A/c Statement, Copies of Invoices/ Purchase Orders	982.58	319.64	666.18**	985.82**	Nil	Funds received from the issue proceeds were utilised for procuring raw materials and closing Letters of Credit opened on sight basis	Amount raised has fully been utilised to purchase raw material on cash basis and pay sight LCs opened for raw material	
<b>Total</b>										

\*The above details are verified by CNK Associates LLP (Statutory Auditor) vide CA certificate dated April 15, 2024

\*\*Includes interest of Rs. 3.24 crores received on FDs placed from the unutilised proceeds of the first quarter

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • www.careedge.in

CIN-L67190MH1993PLC071691



(iii) Deployment of unutilized public issue proceeds: There are no unutilized proceeds as on March 31, 2024

Sr. No.	Type of instrument and name of the entity invested in	Amount invested	Maturity date	Earning	Return on Investment (%)	Market Value as at the end of quarter
	NA	NA	NA	Nil	Not Applicable	Not Applicable

(iv) Delay in implementation of the object(s): Not Applicable

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	Not Applicable	Not Applicable

\*The above details are verified by CNK Associates LLP (Statutory Auditor) vide CA certificate dated April 15, 2024

**5)Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document: Not Applicable**

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
	NA	NA	CA Certificate*	Nil	Not Applicable
	<b>Total</b>				

\*The above details are verified by CNK Associates LLP (Statutory Auditor) vide CA certificate dated April 15, 2024

**^ Section from the offer document related to GCP: Not Applicable**

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • www.careedge.in

CIN-L67190MH1993PLC071691

## **Disclaimers to MA report:**

a) This Report is prepared by CARE Ratings Ltd (hereinafter referred to as "Monitoring Agency/MA"). The MA has taken utmost care to ensure accuracy and objectivity while developing this Report based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. 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.

b) This Report has to be seen in its entirety; the selective review of portions of the Report may lead to inaccurate assessments. For the purpose of this Report, MA has relied upon the information provided by the management /officials/ consultants of the Issuer and third-party sources like statutory auditors (or from peer reviewed CA firms) appointed by the Issuer believed by it to be accurate and reliable.

c) Nothing contained in this Report is capable or 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 MA is also not responsible for any errors in transmission and specifically states that it, or its directors, employees do not have any financial liabilities whatsoever to the users of this Report.

d) The MA and its affiliates do not act as a fiduciary. The MA and its affiliates also do not act as an expert to the extent defined under Section 2(38) of the Companies Act, 2013. While the MA has obtained information from sources it believes to be reliable, it does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives from auditors (or from peer reviewed CA firms), lawyers, chartered engineers or other experts, and relies on in its reports.

e) The MA or its affiliates may have other commercial transactions with the entity to which the report pertains. As an example, the MA may rate the issuer or any debt instruments / facilities issued or proposed to be issued by the issuer that is subject matter of this report. The MA may receive separate compensation for its ratings and certain credit-related analyses, normally from issuers or underwriters of the instruments, facilities, securities or from obligors.

CARE Ratings Limited

4th Floor, Godrej Coliseum, Somaiya Hospital Road, Off Eastern Express Highway, Sion (East), Mumbai  
Phone: +91-22-6754 3456 • [www.careedge.in](http://www.careedge.in)

CIN-L67190MH1993PLC071691