

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**



(Please scan this QR Code to view the RHP)

This is an abridged prospectus containing salient features of the Red Herring Prospectus of Cyient DLM Limited dated June 19, 2023 filed with the Registrar of Companies, Telangana at Hyderabad (the “RHP” or “Red Herring Prospectus”). You are encouraged to read greater details available in the RHP, which is available at <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11>. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the RHP.

**THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.**

Please ensure that you have read the RHP, this abridged prospectus (“Abridged Prospectus”) and the general information document for investing in public issues (“GID”) undertaken through the Book Building Process before applying in the Issue (as defined below). The investors are advised to retain a copy of the RHP/Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Member, Registrar to the Issue, Registrar and Share Transfer Agents (“RTAs”), Collecting Depository Participants (“CDPs”), Registered Brokers, Banker to the Issue, Investors’ Associations or Self Certified Syndicate Banks (“SCSBs”). You may also download the RHP from the website of Securities and Exchange Board of India (“SEBI”) at [www.sebi.gov.in](http://www.sebi.gov.in), at the websites of National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”), and together with NSE, the “Stock Exchanges”) at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com), respectively, at the website of the Company at [www.cyientdml.com](http://www.cyientdml.com) and the website of the Book Running Lead Managers at [www.axiscapital.co.in](http://www.axiscapital.co.in) and [www.jmfl.com](http://www.jmfl.com).



**CYIENT DLM LIMITED**

**Corporate Identity Number: U31909TG1993PLC141346; Date of incorporation: June 30, 1993**

Registered Office	Corporate Office	Contact Person	Email and Telephone	Website
3rd Floor, Plot No. 11, Software Units Layout, Infocity, Madhapur, Hyderabad 500 081, Telangana, India	347, D1 & 2, KIADB Electronics City, Hebbal Industrial Area, Mysuru 570 061, Karnataka, India	Parvati K R Company Secretary and Compliance Officer	Email: <a href="mailto:company.secretary@cyientdml.com">company.secretary@cyientdml.com</a> Telephone: +91 821 4000 500	<a href="http://www.cyientdml.com">www.cyientdml.com</a>

**PROMOTER OF OUR COMPANY: CYIENT LIMITED**

**Details of Issue to Public**

Type of Issue	Fresh Issue Size	Offer for Sale size	Total Issue Size	Eligibility and Reservations	Share Reservation among QIBs, NIBs, RIBs, Eligible Employees			
					QIBs	NIBs	RIBs	Eligible Employees
Fresh Issue	Fresh Issue of up to [●] Equity Shares aggregating up to ₹ 5,920.00 million*.	Not Applicable	Up to Up to ₹ 5,920.00 million*.	The Issue is being made pursuant to Regulation 6(2) of the SEBI ICDR Regulations. For further details, see “Other Regulatory and Statutory Disclosures – Eligibility for the Issue” on page 318 of the RHP. For details in relation to share reservation among QIBs, Non-Institutional Bidders, Retail Individual Bidders and Eligible Employees, see “Issue Structure” on page 337 of the RHP.	Not less than 75% of the Net Issue shall be available for allocation on a proportionate basis to QIBs	Not more than 15% of the Net Issue shall be available for allocation to NIBs	Not more than 10% of the Net Issue shall be available for allocation to RIBs	The Employee Reservation Portion shall constitute up to [●]% of the post-Issue paid-up Equity Share capital of our Company

\*Our Company has, in consultation with the BRLMs, undertaken a private placement of 4,075,471 Equity Shares aggregating to ₹ 1,080.00 million (“Pre-IPO Placement”). The size of the Fresh Issue of Equity Shares has been adjusted to ₹ 5,920.00 million.

The Equity Shares are proposed to be listed on National Stock Exchange of India Limited (Designated Stock Exchange) and BSE Limited.

**PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES**

Price Band	₹ 250 per Equity Share to ₹ 265 per Equity Share of face value of ₹ 10 each.
*For details of price band and basis of issue price, please refer to price band advertisement and page 105 of RHP.	
Minimum Bid Lot Size	56 Equity Shares
Bid/Issue Opens On	Tuesday, June 27, 2023 <sup>(1)</sup>
Bid/ Issue Closes On	Friday, June 30, 2023 <sup>(2)</sup>
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Wednesday, July 5, 2023
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account	On or about Thursday, July 6, 2023
Credit of Equity Shares to demat accounts of Allottees	On or about Friday, July 7, 2023
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Monday, July 10, 2023

<sup>(1)</sup> Our Company may, in consultation with the BRLMs, consider participation by Anchor Investors. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date in accordance with the SEBI ICDR Regulations.

<sup>(2)</sup> Our Company may, in consultation with the BRLMs, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.

The Equity Shares offered in the Issue have not been and will not be registered under 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’ in reliance on Regulation S under the U.S. Securities Act.

**Details of WACA of all shares transacted over the trailing eighteen months from the date of RHP**

Period	Weighted average cost of acquisition (₹)	Upper End of the Price Band is ‘X’ times the WACA	Range of acquisition price Lowest Price - Highest Price (in ₹)
Trailing Eighteen Month from the date of RHP	35.42	7.48	Nil*-566

# As certified by N B T and Co, Chartered Accountants, by way of their certificate dated June 21, 2023.

\* Equity Shares allotted pursuant to the Bonus Issue.

**RISKS IN RELATION TO THE FIRST ISSUE**

This being the first public issue of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹10. The Floor Price, Cap Price and Issue Price as determined and justified by our Company, in consultation with the BRLMs, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process as stated under “Basis for Issue Price” on page 105 should not be taken to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

**GENERAL RISK**

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Issue 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 Issue. 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 in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“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 27 of the RHP and on page 10 of this Abridged Prospectus.

**PROCEDURE**

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Members, Registrar to the Issue, Registrar and Share Transfer Agents (“RTAs”), Collecting Depository Participants (“CDPs”), Registered Brokers, Bankers to the Issue, Investors’ Associations or Self Certified Syndicate Banks (“SCSBs”).

If you wish to know about processes and procedures applicable to the Issue, you may request for a copy of the RHP and/or the General Information Document (GID) from the BRLMs or download it from the websites of SEBI at www.sebi.com, NSE and BSE at www.nseindia.com and www.bseindia.com, respectively, and the website of the BRLMs at www.axiscapital.co.in and www.jmfl.com.

**PRICE INFORMATION OF BRLMs**

Sr. No.	Issue Name	Merchant Banker(s)	+/- % change in closing price, +/- % change in closing benchmark		
			- 30 <sup>th</sup> calendar days from listing	90 <sup>th</sup> calendar days from listing	180 <sup>th</sup> calendar days from listing
1	Mankind Pharma Limited	Axis	+37.61%, [+2.52%]	N.A.	N.A.
2	Elin Electronics Limited	Axis, JM	-15.55%, [-2.48%]	-52.06%, [-4.73%]	N.A.
3	Landmark Cars Limited	Axis	+22.83%, [+1.30%]	+1.16%, [-2.72%]	N.A.
4	Uniparts India Limited	Axis, JM	-5.11%, [-3.24%]	-7.38%, [-4.82%]	-0.60%, [+0.80%]
5	Keystone Realtors Limited	Axis	-12.26%, [-3.90%]	-9.70%, [-2.57%]	-8.64%, [-0.50%]
6	Bikaji Foods International Limited	Axis, JM	+28.65%, [-0.29%]	+26.95%, [-2.50%]	+24.17%, [+0.08%]
7	DCX Systems Limited	Axis	+17.10%, [+0.63%]	-12.56%, [-1.83%]	-12.32%, [-0.05%]
8	Avalon Technologies Limited	JM	-10.09% [2.95%]	N.A.	N.A.
9	Archean Chemical Industries Limited	JM	25.42% [1.24%]	56.87% [-1.19%]	32.68% [0.24%]
10	Global Health Limited	JM	33.23% [0.03%]	35.94% [-3.47%]	61.67% [-0.52%]
11	Fusion Micro Finance Limited	JM	9.86% [1.40%]	12.84% [-2.97%]	25.52% [-0.48%]

**Notes:**

- Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by the BRLMs with common issues disclosed once.
- Benchmark Index taken as NIFTY 50 or S&P BSE SENSEX, as applicable.
- Price on NSE or BSE is considered for all of the above calculations as per the Designated Stock Exchange disclosed by the respective issuer at the time of the issue, as applicable.
- % of change in closing price on 30th / 90th / 180th calendar day from listing day is calculated vs issue price.
- In case 30th/90th/180th day is not a trading day, closing price of the previous trading day has been considered.
- Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for few of the above issues, data for same is not available.
- N. A. means Not Applicable - period not completed.

For further details, please refer to "Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs" on page 325 of the RHP.

**BOOK RUNNING LEAD MANAGERS**

<b>Axis Capital Limited</b> Tel: +91 22 4325 2183; E-mail: cyient.ipo@axiscap.in Investor Grievance E-mail: complaints@axiscap.in	<b>JM Financial Limited</b> Tel: +91 22 6630 3030; E-mail: cyient.ipo@jmfl.com Investor Grievance E-mail: grievance.ibd@jmfl.com
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<b>Name of Syndicate Member</b>	JM Financial Services Limited
<b>Name of Registrar to the Issue</b>	<b>KFin Technologies Limited</b> (formerly known as KFin Technologies Private Limited) Tel: +91 40 6716 2222; E-mail: cyientdlm.ipo@kfintech.com Investor grievance E-mail: einward.ris@kfintech.com
<b>Name of Statutory Auditor</b>	S. R. Batliboi & Associates LLP
<b>Name of Credit Rating Agency and the rating or grading obtained, if any</b>	As this is an Issue consisting only of Equity Shares, there is no requirement to obtain credit rating for the Issue.

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<b>Name of Debenture Trustee</b>	Not applicable
<b>Self-Certified Syndicate Banks</b>	The list of SCSBs notified by SEBI for the ASBA process is available at <a href="http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes</a> , or at such other website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which an ASBA Bidder (other than a UPI Bidder using the UPI Mechanism), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms, is available at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=34">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=34</a> , or at such other websites as may be prescribed by SEBI from time to time.
<b>Registered Brokers</b>	Bidders can submit ASBA Forms in the Issue using the stockbroker network of the stock exchange, i.e. through the Registered Brokers at the Broker Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at <a href="https://www.bseindia.com/">https://www.bseindia.com/</a> and <a href="https://www.nseindia.com">https://www.nseindia.com</a> , as updated from time to time. For further details, see " <i>Issue Procedure</i> " at page 341 of the RHP.
<b>SCSBs and mobile applications enabled for UPI Mechanism</b>	In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, UPI Bidders may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI ( <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=40">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=40</a> ) and ( <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=43">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=43</a> ) respectively, as updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI mechanism is available on <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=35">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=35</a> and <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=43">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmlId=43</a> , respectively. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019.
<b>Details regarding website address(es)/ link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable</b>	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and <a href="http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm">www.nseindia.com/products/content/equities/ipos/asba_procedures.htm</a> respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as their name and contact details, is provided on the websites of the Stock Exchanges at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and <a href="http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm">www.nseindia.com/products/content/equities/ipos/asba_procedures.htm</a> , respectively, as updated from time to time. For further details, see " <i>Issue Procedure</i> " at page 341 of the RHP.

**PROMOTER OF OUR COMPANY**

Sr. No.	Name	Individual/Corporate/HUF	Details of the Promoter
1	CYIENT LIMITED	Corporate	<p>Cyient Limited is the Promoter of our Company.</p> <p>Cyient Limited was incorporated on August 28, 1991 as 'Infotech Enterprises Private Limited', as a private limited company under the Companies Act, 1956. Subsequently, the name of the company was changed to 'Infotech Enterprises Limited' pursuant to a fresh certificate of incorporation consequent on the conversion to public company on September 7, 1995. The name of our Promoter was subsequently changed to Cyient Limited on May 5, 2014.</p> <p>As on the date of the Red Herring Prospectus, our Promoter, together with its nominees holds 92.84% of the issued, subscribed, and paid-up Equity Share capital of our Company.</p> <p>Our Promoter is a leading consulting-led, industry-centric, technology solutions company. It enables its customers to apply technology imaginatively across their value chain to solve problems that matter. It is committed to designing tomorrow with its stakeholders and being a culturally inclusive, socially responsible, and environmentally sustainable organization.</p>

For details in respect of the Promoters, please see the section entitled "*Our Promoters and Promoter Group*" beginning on page 216 of the RHP.

**OUR BUSINESS OVERVIEW AND STRATEGY**

**Company Overview:** We are one of the leading integrated Electronic Manufacturing Services ("EMS") and solutions providers (*Source: Frost & Sullivan Report*) with capabilities across the value chain and the entire life cycle of a product. We were incorporated on June 30, 1993. We have over 22 years of experience in developing high mix, low-to-medium volume highly complex systems, we are a qualified supplier to global OEMs in the aerospace and defence, medical technology and industrial sectors. 'Low volume, high mix' (LVHM) is a type of a contract manufacturing setup which typically has a very high emphasis on quality and customization which changes according to the requirements of the customer.

**Product/Service Offerings:** Our Electronic Manufacturing Services are provided as Build to Print ("B2P") and Build to Specification ("B2S") services to our clients. Our B2P solutions involve our client providing the design for the product for which we provide agile and flexible manufacturing services. Our B2S services involve utilising our Promoter's design capabilities to design the relevant product based on the specifications provided by the client and manufacturing the product. Our solutions primarily comprise: (i) printed circuit board ("PCB") assembly ("PCBA"), (ii) cable harnesses, and (iii) box builds which are used in safety critical systems such as cockpits, inflight systems, landing systems, and medical diagnostic equipment.

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The table below sets out our revenue from operations generated by each of our products for Fiscals 2023, 2022 and 2021:

Products	Fiscal 2023		Fiscal 2022		Fiscal 2021	
	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)
PCBA	5,210.14	62.62	4,564.65	63.35	3,799.82	60.50
Cable Harnesses	113.64	1.37	64.40	0.89	39.18	0.62
Box Builds	2,696.89	32.41	2,409.76	33.44	2,291.34	36.48
Others	299.67	3.60	166.51	2.31	149.94	2.39
<b>Total</b>	<b>8,320.33</b>	<b>100.00</b>	<b>7,205.33</b>	<b>100.00</b>	<b>6,280.28</b>	<b>100.00</b>

Further, the table below sets out our revenue from operations generated by our B2P solutions and B2S services for Fiscals 2023, 2022 and 2021:

Services	Fiscal 2023		Fiscal 2022		Fiscal 2021	
	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)
Build-to-print (B2P)	8,303.67	99.80	7,183.52	99.70	6,271.06	99.85
Build-to-specification (B2S)	16.67	0.20	21.81	0.30	9.22	0.15
<b>Total</b>	<b>8,320.33</b>	<b>100.00</b>	<b>7,205.33</b>	<b>100.00</b>	<b>6,280.28</b>	<b>100.00</b>

For details, see "Our Business - Our Products and Services" on page 172 of the RHP.

**Geographies Served:** India, USA, France and Israel.

**Revenue segmentation by geographies**

The table below sets out the details of our total revenue from contracts with customers with geographical location outside India:

	Fiscal 2023	Fiscal 2022	Fiscal 2021
Outside India (in ₹ million)	4,968.03	3,241.23	2,295.19
Outside India % (as % of revenue from operations)	59.71	44.98	36.55

**Key financial and operational metrics:**

A list of our KPIs for the Financial Years ended March 31, 2023, March 31, 2022 and March 31, 2021 is set out below:

**I. Financial KPIs**

Particulars	As at and for the financial year ended March 31, 2023	As at and for the financial year ended March 31, 2022	As at and for the financial year ended March 31, 2021
Revenue from operations <sup>(1)</sup> (₹ in million)	8,320.33	7,205.33	6,280.28
Revenue Growth <sup>(2)</sup> (year on year) (%)	15.47%	14.73%	37.40%
Gross Profit <sup>(3)</sup> (₹ in million)	1,293.87	1,130.27	790.30
Gross Profit Margin <sup>(4)</sup> (in %)	15.55%	15.69%	12.58%
EBITDA <sup>(5)</sup> (₹ in million)	877.80	840.40	459.44
EBITDA Margin <sup>(6)</sup> (in %)	10.55%	11.66%	7.32%
EBIT (₹ in million) <sup>(7)</sup>	683.65	647.54	274.82
EBIT Margin (in %) <sup>(8)</sup>	8.22%	8.99%	4.38%
Profit before tax <sup>(9)</sup> (₹ in million)	431.60	507.30	155.95
Profit for the year <sup>(10)</sup> (₹ in million)	317.27	397.95	118.14
Profit margin <sup>(11)</sup> (in %)	3.81%	5.52%	1.88%
Asset Turnover ratio <sup>(12)</sup>	0.88	1.01	1.01
Free cash flow <sup>(13)</sup> (₹ in million)	444.85	408.29	75.41
Total cash <sup>(14)</sup> (₹ in million)	1,676.01	1,218.08	341.76
Return on Capital Employed (ROCE) <sup>(15)</sup> (%)	13.48%	17.56%	11.48%

Notes:

- (1) Revenue from operations is total revenue generated by our Company from the sale of good and rendering of services.
- (2) Revenue growth represents the growth in revenue from operations for the year of our Company.
- (3) Gross profit is calculated as revenue from operations minus cost of materials consumed, changes in inventories of finished goods and work-in-progress, and other direct costs.
- (4) Gross profit margin is calculated as gross profit as a percentage of revenue from operations.
- (5) EBITDA is calculated as profit before tax minus other income plus finance costs, and depreciation and amortisation expense.
- (6) EBITDA Margin is calculated as EBITDA as a percentage of revenue from operations.
- (7) EBIT is calculated as EBITDA minus depreciation and amortisation expenses.
- (8) EBIT Margin is calculated as EBIT as a percentage of revenue from operations.
- (9) Profit before tax is calculated as total income minus total expenses of our company for the year.
- (10) Profit for the year is calculated as profit before tax minus tax expense for the year.
- (11) Profit margin is calculated as profit after tax as a percentage of revenue from operations.
- (12) Asset Turnover ratio is calculated as Revenue from operations divided by average total assets.
- (13) Free cash flow is calculated as net cash flow from operating activities less payment towards purchase of property, plant and equipment and intangibles, net of proceeds from sale of property, plant and equipment and intangible assets.
- (14) Total cash is calculated as cash and cash equivalents plus other bank balances as at the end of year.
- (15) Return on Capital Employed (ROCE) is calculated as (EBIT plus other income) divided by capital employed, which is defined as shareholders' equity plus total borrowings {current & non-current} and lease liabilities {current & non-current}.

**II. Revenue and customer related KPIs**

Particulars	As at and for the financial year ended March 31, 2023	As at and for the financial year ended March 31, 2022	As at and for the financial year ended March 31, 2021
Number of customers <sup>(1)*</sup>	35	50	47
Number of new customers acquired <sup>(2)*</sup>	1	3	1
Customer concentration (Top 5) <sup>(3)*</sup> (in %)	67.53%	65.35%	66.29%
Customer concentration (Top 10) <sup>(4)*</sup> (in %)	91.08%	93.24%	90.83%
Order book <sup>(5)#</sup> (in ₹ million)	24,325.47	12,029.76	9,061.18
Days sales outstanding (DSO) <sup>(6)</sup> (in days)	71	77	132
Days payables outstanding <sup>(7)</sup> (in days)	125	98	110
Days of inventory outstanding <sup>(8)</sup> (in days)	186	137	90
Customer advance days <sup>(9)</sup>	89	57	66

Notes:

- (1) Number of customers indicate the count of customers who contributed to revenue from operations for year.
  - (2) Number of new customers acquired indicates the count of new customers generating revenue for the first time in the respective year.
  - (3) Customer concentration (Top 5) % indicates total revenue from top five customers in terms of descending order of revenue generation for a year shown as percent of revenue from operations for that year /.
  - (4) Customer concentration (Top 10) % indicates total revenue from top ten customers in terms of descending order of revenue generation for a year shown as percent of revenue from operations for that year .
  - (5) Order book (in ₹ million) indicates the executable work orders from our customers as the end of the year.
  - (6) Days sales outstanding (DSO) is calculated as trade receivables / revenue from operations multiplied by number of days for the year.
  - (7) Days payables outstanding is calculated as trade payables/ revenue from operations multiplied by number of days for the year.
  - (8) Days of inventory outstanding is calculated as inventory/revenue from operations multiplied by number of days for the year.
  - (9) Customer advance days is calculated as customer advances/ revenue from operations multiplied by number of days for the year.
- ^ The decrease in customers between Fiscal 2021 and Fiscal 2023 is due to the exit of one-time customers and customers who approached us for job work and due to dropping low margin customers and due to dropping low margin customers.
- # The increase in our order book between Fiscal 2021 and Fiscal 2023 is due to the receipt of a large order from one of our key customers and multi-year orders from our other key customers.
- \* Customers include affiliates or group entities of our customers, as applicable.

**Client Profile:**

Revenue segmentation in terms of top 5/10 clients:

Name of customer	Fiscal 2023		Fiscal 2022		Fiscal 2021	
	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)	Revenue from operations (₹ in million)	% of Revenue from operations (%)
ABB Inc	1,794.45	21.57	785.99	10.91	431.24	6.87
Bharat Electronics Limited	887.25	10.66	1086.17	15.07	867.08	13.81
Honeywell International Inc.	747.34	8.98	538.56	7.47	539.98	8.60
Thales Global Services S.A.S	1,045.55	12.57	693.18	9.62	639.03	10.18
Molbio Diagnostics Private Limited	240.79	2.89	515.19	7.15	1031.34	16.42
<b>Total</b>	<b>4,715.39</b>	<b>56.67</b>	<b>3,619.09</b>	<b>50.23</b>	<b>3,508.68</b>	<b>55.87</b>

Our customers:

Industry	Customers
Aerospace and defence	Honeywell International Inc., Thales Global Services S.A.S and Bharat Electronics Limited
Medical technology	Molbio Diagnostics Private Limited
Industrial	ABB Inc
Others	Thales Global Services S.A.S

**Industries Served:** Aerospace, Defence, Medical Technology and Industrial. For further details, please see the section titled "Our Business" on 163 of the RHP.

**Intellectual Property:** Given that the majority of our business is undertaken pursuant to the B2P model, the intellectual property rights for the products we develop belong with the respective customers. Further, we have applied for the registration of the trademark "Cyient DLM" (word and logo) under classes 9, 35 and 42 under the Trade Marks Act, 1999 and have also applied for international registration of the trademark "Cyient DLM" (word and logo) under classes 9, 35 and 42 under the Madrid Protocol. Further, we have entered into a Trade-Name License Agreement dated December 13, 2022 with our Promoter pursuant to which our Company has been granted a non-exclusive and non-transferable license to use the name and logo "Cyient" of our Promoter as inter alia part of our corporate name, advertisements, annual reports and other business-related purposes. For further details, see "History and Certain Corporate Matters - Shareholders' agreements and other agreements - Key terms of subsisting material agreements - Trade-Name License Agreement dated December 13, 2022 executed between our Company and our Promoter, as amended by First Amendment dated June 6, 2023 entered into amongst our Company and our Promoter" on page 197 of the RHP.

**Market Share:** As at March 31, 2022, our market share in the Indian EMS market was 0.5% (Source: Frost & Sullivan Report). For further details, please see the section titled "Industry Overview" on page 121 of the RHP.

**IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS**

**Manufacturing Plant, if any:** Our manufacturing infrastructure comprises three facilities spread across two states in India, at Mysuru, Hyderabad and Bengaluru, with a total manufacturing area of 229,061 sq. ft. For further details, please see "Our Business - Our Manufacturing Facilities" on page 176 of the RHP.

**Employee Strength:** As on March 31, 2023, we have 656 permanent employees and 361 persons employed as contract labour. For details see 'Our Business – Employees' on page 180 of the RHP.

<b>BOARD OF DIRECTORS</b>				
<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>	<b>Experience &amp; Educational Qualification</b>	<b>Directorships in other companies</b>
1	Rajendra Velagapudi	Managing Director	He holds a bachelor's degree in technology (Mechanical) from Faculty of Engineering, Nagarjuna University, a master's degree of engineering in automobile engineering from Anna University, Madras and degree of master of science in design of rotating mechanics from School of Mechanical Engineering, Cranfield University. Prior to joining our Company, he worked with Ford Truck Manufacturing Division, Simpsons Co. Ltd. for a period of two years, Bajaj Tempo Limited and Bharat Earth Movers Limited for a period of over eight years. He was appointed to our Board of Directors with effect from April 25, 2017	<b>Indian Companies</b> : Nil <b>Foreign Company</b> : Nil
2	Ganesh Venkat Krishna Bodanapu	Chairman, Non-Executive & Non-Independent Director	He holds a bachelor's degree of science in electrical engineering from Purdue University and a master's degree in business administration from the J.L Kellogg School of Management, Northwestern University. He has been associated with our Promoter since 2003 and currently is the managing director and chief executive officer of our Promoter. He was appointed to our Board of Directors with effect from February 4, 2015.	<b>Indian Companies</b> • Cyient Limited; • Infocad Enterprises Private Limited; • Saranam Ventures Private Limited; and • Vineyard Point Software Private Limited <b>Foreign Company</b> : Nil
3	Venkat Rama Mohan Reddy Bodanapu	Non-Executive, Non-Independent Director	He holds a bachelor's degree in engineering from Faculty of Engineering, Andhra University and degree of master of technology from Indian Institute of Technology, Kanpur. He also holds a master's degree of science from University of Michigan and a degree of doctor of philosophy from Jawaharlal Nehru Technological University. Previously, he has been associated with HCL Limited and Electronic Industries Association of Andhra Pradesh. He was appointed to our Board of Directors with effect from December 27, 2022.	<b>Indian Companies</b> • Cyient Limited; • Cyient Urban Micro Skill Centre Foundation; • IIT Kanpur Development Foundation; • Infocad Enterprises Private Limited; • Kritsnam Technologies Private Limited; • Saranam Ventures Private Limited; • T-Hub Foundation; and • Vizag IT Park Limited <b>Foreign Company</b> : Nil
4	Vanitha Datla	Independent Director	She holds a bachelor's degree of arts from Faculty of Arts, Osmania University and post graduate diploma in business administration from ICFAI Business School. She has also completed the CFA program of the Institute of Chartered Financial Analysts of India. She is currently working with Elico Limited, Elico Healthcare Services Limited. Eliscription Private Limited and Elico Mechoptronix Private Limited. She is also an Independent Director in Visaka Industries Limited. She was appointed to our Board of Directors with effect from December 13, 2022.	<b>Indian Companies</b> • Elico Healthcare Services Limited; • Elico Limited; • Elico Mechoptronix Private Limited; • Eliscription Private Limited; • Srinivasa Farms Private Limited; and • Visaka Industries Limited <b>Foreign Company</b> : Nil
5	Jehangir Ardeshir	Independent Director	He holds a bachelor's degree of technology in agricultural engineering from Indian Institute of Technology, Kharagpur and post graduate diploma in management in agricultural and rural management from Indian Institute of Management, Bangalore. He has in the past been associated with Tata Iron & Steel Co. Limited, Tata Sons Limited, Tata Teleservices Limited, Terex India Private Limited and Forbes Marshall Private Limited. He was appointed to our Board of Directors with effect from December 13, 2022.	<b>Indian Companies</b> • Forbes Marshall Private Limited; • Premium Transmission Private Limited; and • Walchand Peoplefirst Limited <b>Foreign Company</b> : Nil
6	Pillutla Madan Mohan	Independent Director	He holds a bachelor's degree of engineering (honours) from The Birla Institute of Technology & Science and a master's degree of science from University of Illinois and diploma honours in personnel management and industrial relations from XLRI, Jamshedpur. He also holds a doctorate of philosophy from the University of British Columbia, Vancouver Canada. He is currently the dean of Indian School of Business. He was appointed to our Board of Directors with effect from December 27, 2022.	<b>Indian Companies</b> • AIC ISB Association; • DLabs Incubator Association; and • T-Hub Foundation <b>Foreign Company</b> : Nil

For further details in relation to our Board of Directors, see "Our Management" beginning on page 199 of the RHP.

**OBJECTS OF THE ISSUE**

(in ₹ million)

Particulars	Amount to be funded from the Net Proceeds	Estimated deployment of the Net Proceeds in Fiscals		
		2024	2025	2026
Funding incremental working capital requirements of our Company	2,910.90	2,230.39	680.51	0.00
Funding capital expenditure of our Company	435.72	181.95	145.49	108.28
Repayment/prepayment, in part or full, of certain of our borrowings	1,609.11	1,609.11	0.00	0.00
Achieving inorganic growth through acquisitions	700.00	Over a period of three Financial Years from the date of listing of the Equity Shares		
General corporate purposes <sup>(1)</sup>	●	●	●	●
<b>Total<sup>(1)</sup></b>	●	●	●	●

To be finalised upon determination of the Issue Price and updated in the Prospectus prior to the filing of the Prospectus with the RoC. The amount to be utilised for general corporate purposes and achieving inorganic growth through acquisitions shall not exceed 35% of the Gross Proceeds and the proceeds from the Pre-IPO Placement. The amount to be utilised for general corporate purposes alone shall not exceed 25% of the Gross Proceeds and the proceeds from the Pre-IPO Placement.

For details, see "Objects of the Issue- Issue related expenses" on page 101 of the RHP.

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

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

**Name of Monitoring Agency:** ICRA Limited. For further details, please see sections titled "General Information" and "Objects of the Issue - Monitoring of Utilisation of Funds" on pages 72 and 103 of the RHP.

**Shareholding Pattern as on the date of the RHP:**

Category of shareholder	Pre-Issue number of shares (Number of fully paid up Equity Shares held)	% Holding of Pre-Issue (Shareholding as a % of total number of shares)
Promoters and Promoter Group	52,866,000	92.84
Public	4,075,471	7.16
Non Promoter- Non Public	Nil	N.A.
<b>Total</b>	56,941,471	100.00

**RESTATED SUMMARY STATEMENT**

**Summary of Selected Financial Information**

(in ₹ million other than per share data)

Particulars	As at and for the Financial Year ended March 31, 2023	As at and for the Financial Year ended March 31, 2022	As at and for the Financial Year ended March 31, 2021
Equity share capital	528.66	13.67	13.67
Net Worth	1,978.72	771.12	376.52
Revenue from operations	8,320.33	7,205.33	6,280.28
Profit for the year	317.27	397.95	118.14
Earnings per equity share			
- Basic (in ₹)#	7.75	16.17	4.80
- Diluted (in ₹)#	7.75	16.17	4.80
NAV per Equity Share (basic) (in ₹)#	48.33	31.34	15.30
Total Borrowings	3,144.74	2,931.93	2,337.65
Other Equity	1,450.06	757.45	362.85
Profit before tax	431.60	507.30	155.95
Return on Net Worth (%)	16.03%	51.61%	31.38%

Notes:

The ratios have been computed as under:

- Net worth is the aggregate value of the paid-up equity 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.
  - Earnings Per Equity Share (Basic and Diluted) are computed in accordance with Ind AS 33 - Earnings Per Share notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
  - Net asset value per Equity Share is the equity attributable to equity holders of our Company divided by weighted average numbers of Equity Shares outstanding during the year.
  - Total borrowings include current and non-current borrowings of our Company.
  - Profit before tax is calculated as total income minus total expenses of our company for the year.
  - Return on net worth %= Restated profit for the year attributable to equity shareholders of the Company divided by net worth of the Company as at the end of the year.
- # Our Company has pursuant to a Board resolution dated December 13, 2022 issued bonus shares at a 1:17 ratio of the equity shares at face value of ₹10 each. Basic and diluted EPS and Net asset value per share are considered post issue of bonus shares.

**INTERNAL RISK FACTORS**

Below mentioned risks are the top 5 risk factors as per the RHP:

1. Our business is dependent on the sale of our products to certain key customers. Our top 10 customers constituted 91.08% of our total revenue from operations for the year ended March 31, 2023. Further, as at March 31, 2023, our Trade Receivables were ₹ 1,617.48 million. The loss of any of our key customers or loss of revenue from sales to our customers or any defaults or delays in payment by a significant portion of our customers could have a material adverse effect on our business, results of operations, financial condition and cash flows.
2. As of March 31, 2023, we had an order book of ₹ 24,325.47 million. Our order book may not be indicative of our future growth rate or new business orders we will receive in the future. Further, we may not realize all of the revenue expected from our order book.
3. We are dependent on our Promoter and our management team and key personnel and the loss of any key team member may adversely affect our business performance.
4. As at March 31, 2022, our market share in the Indian EMS market was 0.5% (Source: Frost & Sullivan Report). Any failure to compete effectively in the highly competitive EMS industry could have a material adverse effect on our business, results of operations, financial condition and cash flows.
5. Our profit for the year decreased by 20.27% from ₹397.95 million for Fiscal 2022 to ₹317.27 million for Fiscal 2023.

**SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION**

**A. Summary table of outstanding litigation**

Name of Entity	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoter	Material civil litigations	Aggregate amount involved (₹ in million)*
<b>Company</b>						
By the Company	-	-	-	-	1	28.33
Against the Company	-	4	-	-	1	16.16 <sup>(5)</sup>
<b>Directors</b>						
By the Directors	-	-	-	-	-	-
Against the Directors	-	3	-	-	-	0.26 <sup>(4)</sup>
<b>Promoter</b>						
By the Promoter	-	-	-	-	2	292.00
Against the Promoter	-	14	-	-	-	412.37 <sup>(1)(2)(3)</sup>

\*To the extent quantifiable.

1. Excludes ₹ 2.47 million already paid by our Promoter and appropriated by way of order dated March 18, 2011 passed by the Commissioner of Customs and Central Excise Hyderabad – IV Commissionerate. Further, excludes ₹ 2.09 million already paid by our Promoter and appropriated by way of order dated April 30, 2020 passed by the Commissioner of Central Tax and Central Excise, Ranga Reddy Commissionerate.
2. Excludes total refund claims of ₹ 13.07 million to which our Promoter is entitled under various direct tax proceedings.
3. Includes indirect tax proceedings where our Promoter has opted for one time settlement (“OTS”), pursuant to which it has paid the OTS fees and awaits settlement orders.
4. Please note that while the relevant Director has paid these outstanding tax dues, the final settlement orders in respect of these tax proceedings are still awaited as on date.
5. Includes a petition filed against our Company before the Deputy Labour Commissioner Region – II, Bannerghatta Road, Bengaluru, which is not quantifiable, as on date.

**B. Brief details of top 5 material outstanding litigation / legal proceedings initiated against the Company and amount involved:**

Sr. Nos.	Particulars	Litigation filed by	Current status	Amount involved
1	Cyient DLM Employees Association has filed a petition dated March 2, 2023 before the Deputy Labour Commissioner Region – II, Bannerghatta Road, Bengaluru requesting the Labour Commissioner to certify a proposed amendment to the certified standing orders of our Company, which would raise the age of retirement in the certified standing orders of our Company from the present 58 years to 60 years, in consonance with the Model Standing Order as amended by a Karnataka State Government notification dated March 27, 2017. The matter is currently pending.	Cyient DLM Employees Association	Pending	Not quantifiable
2	Our Company has received a demand notice and assessment order each dated February 9, 2021, demanding a sum of ₹ 12.00 million, alleging, inter alia, that our Company was liable to pay certain interest on our return income for the assessment year 2018-19. Our Company has filed an appeal dated March 9, 2021 before the Commissioner of Income Tax-Appeals NFAC denying all the allegations and rejecting the demands made in the Assessment Order and Demand Notice. The matter is currently pending.	IT Department	Pending	₹ 12.00 million

**C. Disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: None.**

**D. Brief details of outstanding criminal proceedings against the Promoters: None.**

For further details of the outstanding litigation proceedings, see “Outstanding Litigation and Material Developments” on page 308 of the RHP.

**ANY OTHER IMPORTANT INFORMATION AS PER BRLMs/COMPANY – Nil**

**DECLARATION BY OUR COMPANY**

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