

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

This is an abridged prospectus containing salient features of the red herring prospectus dated March 11, 2022 (the "RHP" or "Red Herring Prospectus"). You are encouraged to read greater details available in the RHP. <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11>

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

**RUCHI SOYA INDUSTRIES LIMITED**

**CORPORATE IDENTITY NUMBER: L15140MH1986PLC038536; Date of Incorporation: January 6, 1986**

Registered Office	Corporate Office	Contact Person	Email	Telephone	Website
Ruchi House, Royal Palms, Survey No. 169, Aarey Milk Colony, Near Mayur Nagar, Goregaon (East), Mumbai 400 065, Maharashtra.	Office No. 601, Part B-2, Metro Tower 6th Floor, Vijay Nagar, AB Road, Indore 452 010 Madhya Pradesh.	Ramji Lal Gupta Company Secretary and Compliance Officer	ruchisoyasecretarial@ruchisoya.com	+91 22 6109 0100 / 200 + 91 731 476 7009 / 109	www.ruchisoya.com

**DETAILS OF ISSUE TO PUBLIC**

Type of Issue	Fresh Issue Size (by no. of shares or by amount in ₹)	OFS Size (by no. of shares or by amount in ₹)	Total Issue Size (by no. of shares or by amount in ₹)	Issue Under 6(1)/ 6(2)	Share Reservation		
					QIB	NII	RII
Fresh Issue	Up to ₹ 4,30,000 lakhs	Not applicable	Up to ₹ 4,30,000 lakhs	6(1)	Not more than 50% of the Net Issue	Not less than 15% of the Net Issue	Not less than 35% of the Net Issue

**NAMES OF PROMOTERS OF THE COMPANY**

ACHARYA BALKRISHNA, RAM BHARAT, SNEHLATA BHARAT, PATANJALI AYURVED LIMITED, PATANJALI PARIVAHAN PRIVATE LIMITED, DIVYA YOG MANDIR TRUST, PATANJALI GRAMUDYOG NAYAS, YOGAKSHEM SANSTHAN, RUCHI SOYA INDUSTRIES LIMITED BENEFICIARY TRUST, VEDIC BROADCASTING LIMITED, PATANJALI PEYA PRIVATE LIMITED, PATANJALI NATURAL BISCUITS PRIVATE LIMITED, DIVYA PACKMAF PRIVATE LIMITED, VEDIC AYURVED PRIVATE LIMITED, SANSKAR INFO TV PRIVATE LIMITED, PATANJALI AGRO INDIA PRIVATE LIMITED, SS VITRAN HEALTHCARE PRIVATE LIMITED, PATANJALI PARIDHAN PRIVATE LIMITED, GANGOTRI AYURVEDA PRIVATE LIMITED, SWASTH AAHAR PRIVATE LIMITED AND PATANJALI RENEWABLE ENERGY PRIVATE LIMITED.

**DETAILS OF OFS BY PROMOTER(S)/ PROMOTER GROUP/ OTHER SELLING SHAREHOLDERS - NOT APPLICABLE****PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES**

Price Band <sup>#</sup>	₹ [●] To ₹ [●] Per Equity Share of Face Value of ₹ 2 Each
Minimum Bid Lot Size	[●] Equity Shares
Anchor Investor Bidding Date	Wednesday, March 23, 2022
Bid/Offer Open On*	Thursday, March 24, 2022
Bid/Closes On**	Monday, March 28, 2022
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Thursday, March 31, 2022
Initiation of refunds (if any, for Anchor Investors) / unblocking of funds from ASBA Account***	On or about Monday, April 4, 2022
Credit of Equity Shares to demat accounts of Allottees	On or about Tuesday, April 5, 2022
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Wednesday, April 6, 2022

<sup>#</sup> For details of price band and basis for Issue Price, please refer to price band advertisement and page 120 of RHP, respectively. \*Our Company, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, ("SEBI ICDR Regulations"). Anchor Investors shall Bid on the Anchor Investor Bidding Date. \*\* UPI mandate end time and date shall be at 12.00 pm on Tuesday, March 29, 2022. \*\*\* In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/Issue Closing Date, the Bidder shall be compensated at a uniform rate of ₹100 per day for the entire duration of delay exceeding four Working Days from the Bid/ Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. For the avoidance of doubt, the provisions of the Securities and Exchange Board of India ("SEBI") circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs to the extent applicable.

**DETAILS OF WACA OF ALL SHARES TRANSACTED OVER THE TRAILING EIGHTEEN MONTHS FROM THE DATE OF RHP.**

Average cost of acquisition of Equity Shares for the Promoters ranges from ₹ 7.00 per Equity Share to ₹ 1228.02 per Equity Share

**RISKS IN RELATION TO THE ISSUE**

The face value of the Equity Shares is ₹ 2 each. The Floor Price, Cap Price and Issue Price determined 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, as stated under "Basis for Issue Price" on page 120 should not be considered to be indicative of the market price of the Equity Shares after listing. No assurance can be given regarding frequency of trading in the Equity Shares nor 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 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 SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the RHP. Specific attention of the investors is invited to "Risk Factors" on page 33 of the RHP.

**PROCEDURE**

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the stock exchange, Syndicate members, registrar to the issue, share transfer agents, depository participants, 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 public issues, 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 the Stock Exchanges at www.bseindia.com and www.nseindia.com or from the websites of the BRLMs at www.sbicaps.com, www.axiscapital.co.in and www.icicisecurities.com.

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the GID from the BRLMs or download it from the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com or from the websites of the BRLMs at www.sbicaps.com, www.axiscapital.co.in and www.icicisecurities.com.

**PRICE INFORMATION OF BRLMs**

Sr. No.	Issue name	Listing date	Name of the merchant banker	+/- % change in closing price, [+/- % change in closing benchmark]-30th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]-90th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark]-180th calendar days from listing
1	Vedant Fashions Limited <sup>^</sup>	16 February 2022	AxisCap, ISEC	Not applicable	Not applicable	Not applicable
2	Adani Wilmar Limited <sup>^1</sup>	08 February 2022	ISEC	+48.00%,-5.34%	Not applicable	Not applicable
3	AGS Transact Technologies Limited <sup>*</sup>	31 January 2022	ISEC	-42.97%,-3.05%	Not applicable	Not applicable
4	Supriya Lifescience Limited <sup>*</sup>	28 December 2021	AxisCap, ISEC	+78.61%,-0.07%	Not applicable	Not applicable
5	Metro Brands Limited <sup>*</sup>	22 December 2021	AxisCap, ISEC	+21.77%,+4.45%	Not applicable	Not applicable
6	Shriram Properties Limited <sup>^2</sup>	20 December 2021	AxisCap, ISEC	-12.42%,+9.02%	Not applicable	Not applicable
7	Star Health and Allied Insurance Company Limited <sup>^3</sup>	10 December 2021	ISEC, SBICAP	-14.78%,+1.72%	-29.79%,[-6.66%]	Not applicable
8	CMS Info Systems Limited <sup>*</sup>	31 December 2021	AxisCap	+21.99%, [-1.81%]	Not applicable	Not applicable
9	Medplus Health Services Limited <sup>^4</sup>	23 December 2021	AxisCap	+53.22%, [+3.00%]	Not applicable	Not applicable
10	C.E. Info Systems Limited <sup>*</sup>	21 December 2021	AxisCap	+70.21%, [+6.71%]	Not applicable	Not applicable
11	Tarsons Products Limited <sup>*</sup>	26 November 2021	SBICAP	-4.16% [+0.03%]	-4.46% [+0.22%]	Not applicable
12	Aditya Birla Sun Life AMC Limited <sup>^</sup>	11 October 2021	SBICAP	-11.36% [+0.55%]	-23.85% [-0.74%]	Not applicable
13	Nuvoco Vistas Corporation Limited <sup>*</sup>	23 August 2021	SBICAP	-5.83% [+6.21%]	-9.74% [+7.34%]	-32.76% [4.10%]
14	Windlas Biotech Limited <sup>*</sup>	16 August 2021	SBICAP	-18.02% [+4.79%]	-34.42% [+9.18%]	-37.01% [+4.62%]
15	Glenmark Life Sciences Limited <sup>*</sup>	06 August 2021	SBICAP	-6.38% [+7.10%]	-12.94% [+10.12%]	-20.67% [+8.45%]
16	G R Infraprojects Limited <sup>*</sup>	19 July 2021	SBICAP	90.61% [+6.16%]	138.67% [+16.65%]	132.16% [+16.50%]

<sup>^</sup>NSE as Designated Stock Exchange      <sup>\*</sup>BSE as Designated Stock Exchange

**Notes :** 1. Discount of Rs. 21 per equity share offered to eligible employees; 2. Discount of Rs. 11 per equity share offered to eligible employees; 3. Discount of Rs. 80 per equity share offered to eligible employees; 4. Discount of Rs. 78 per equity share offered to eligible employees; A. The 30th, 90th and 180th calendar day computation includes the listing day. If either of the 30th, 90th or 180th calendar days is a trading holiday, the previous trading day is considered for the computation; B. Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each Book Running Lead Manager with common issues disclosed once; C. Not applicable – where the relevant period has not been completed. For further details, please refer to price information of past issues handled by BRLMs on page 489 of the RHP.

**BOOK RUNNING LEAD MANAGERS**

<b>SBI Capital Markets Limited</b> Tel: + 91 22-2217 8300 E-mail: rsil.ipo@sbicaps.com Investor Grievance E-mail: investor.relations@sbicaps.com	<b>Axis Capital Limited</b> Tel: + 91 22-4325 2183 Email: rsil.fpo@axiscap.in Investor Grievance e-mail: complaints@axiscap.in	<b>ICICI Securities Limited</b> Tel: + 91 226807 7100 Email: rsil.fpo@icicisecurities.com Investor Grievance e-mail: customercare@icicisecurities.com
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<b>Name of Syndicate Members</b>	SBICAP Securities Limited and Investec Capital Services (India) Private Limited
<b>Registrar to the Issue</b>	<b>Link Intime India Private Limited</b> Tel: +91 22 4918 6200; E-mail: ruchisoya.fpo@linkintime.co.in; <b>Investor grievance email:</b> ruchisoya.fpo@linkintime.co.in
<b>Statutory Auditors to our Company</b>	Chaturvedi & Shah LLP
<b>Name of Credit Rating Agency and grading obtained and 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 on the SEBI website at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes">https://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 an RIB using the UPI Mechanism), not Bidding through Syndicate/Sub Syndicate or through a Registered Broker, may submit the ASBA Forms, is available at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=34</a> , and at such other websites as may be prescribed by SEBI from time to time. Further, the branches of the SCSBs where the Designated Intermediaries could submit the ASBA Form(s) of Bidders (other than RIBs) is provided on the website of SEBI at <a href="https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35">https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&amp;intmId=35</a> which may be updated from time to time or at such other website as may be prescribed by SEBI from time to time.
<b>Non Syndicate Registered Brokers</b>	You can submit Bid cum 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 on page 505 of the RHP
<b>Registered Brokers</b>	The list of the Registered Brokers eligible to accept ASBA Forms from Bidders (other than RIBs), including details such as postal address, telephone number and e-mail address, is provided on the websites of the BSE and the NSE at <a href="http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?">http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?</a> and <a href="https://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm">https://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm</a> , respectively, as updated from time to time.

<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 from Bidders (other than RIBs) at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of Stock Exchanges at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms from Bidders (other than RIBs) at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of BSE at <a href="http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?">http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?</a> and on the website of NSE at <a href="http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm">http://www.nseindia.com/products/content/equities/ipo/asba_procedures.htm</a> , as updated from time to time. For further details, see “ <i>Issue Procedure</i> ” on page 505 of the RHP.
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**PROMOTERS OF THE ISSUER COMPANY**

Individual Promoters	
Name	Experience & Educational Qualification
<b>Acharya Balkrishna</b>	He holds a degree of Doctor of Letters (Yoga) (Honoris Causa) from Swami Vivekananda Yoga Anusandhana Sansthan (deemed university) and degree of Doctor of Letters (Honoris Causa) from Awadhesh Pratap Singh Vishwavidyalaya, Rewa, Madhya Pradesh. He is the general secretary of Divya Yog Mandir Trust. He joined Patanjali Ayurved Limited on January 13, 2006. He has been instrumental in the promotion and formation of Patanjali Ayurved Limited and became the managing director of Patanjali Ayurved Limited on October 1, 2007.
<b>Ram Bharat</b>	He has cleared his high school and intermediate from the Board of High School and Intermediate Education, Uttar Pradesh. He joined Patanjali Ayurved Limited on October 1, 2011 as CGM-Purchase, he is currently a non-executive director at Patanjali Ayurved Limited.
<b>Snehlata Bharat</b>	She holds a degree of honours in Sanskrit language and literature (shastri) from Maharshi Dayanand University, Rohtak and a masters of art degree in Sanskrit literature and a PhD from Gurukul Kangri Vishwavidyalaya, Haridwar.

**Corporate Promoters**

Ruchi Soya Industries Limited Beneficiary Trust, Patanjali Ayurved Limited, Vedic Broadcasting Limited, Patanjali Peysa Private Limited, Patanjali Natural Biscuits Private Limited, Divya Packmaf Private Limited, Divya Yog Mandir Trust, Patanjali Gramudyog Nayas, Patanjali Parivahan Private Limited, Vedic Ayurved Private Limited, Sanskar Info TV Private Limited, Patanjali Agro India Private Limited, SS Vitran Healthcare Private Limited, Patanjali Paridhan Private Limited, Gangotri Ayurveda Private Limited, Swasth Aahar Private Limited, Patanjali Renewable Energy Private Limited; and Yogakshem Sansthan.

For further details of the Promoters (including in relation to their experience), please see “*Our Management*” and “*Our Promoters and Promoter Group*” beginning on page 272 and page 287 respectively, of the RHP.

**BUSINESS OVERVIEW AND STRATEGY**

**Business Overview :** Our Company is a diversified FMCG and FMHG focused company, with strategically located manufacturing facilities and well recognised brands having pan India presence. We are one of the largest FMCG companies in the Indian edible oil sector and one of the largest fully integrated edible oil refining companies in India. (Source: *Technopak Report*) Being the pioneers and largest manufacturers of soya foods has aided our brand ‘*Nutrela*’ in becoming a household and generic name in India. We are across the entire value chain in palm and soya segment, with a healthy mix of upstream and downstream business. (Source: *Technopak Report*).

For further details see “*Our Business*” beginning on page 183 of the RHP.

**Product / Service Offering:** We are one of the largest integrated oil seed solvent extraction and edible oil refining company in India. We have presence across a wide spectrum of products including (a) Edible oil (b) Hydrogenated fats (vanaspati) and bakery fats and (c) By-products and derivatives of edible oil. For further details see “*Our Business*” beginning on page 183 of the RHP.

**Revenue segmentation by product/service offering :** For the revenue segmentation by product/ service offering of our Company see “*Our Business*” beginning on page 183 of the RHP.

**Geographies Served:** For the geographies served by the various products of our Company see “*Our Business*” beginning on page 183 of the RHP.

**Revenue segmentation by geographies:** For the revenue segmentation by geographies see “*Our Business*” beginning on page 183 of the RHP.

**Key Performance Indicators:** For the key performance indicators of our Company see “*Other Financial Information*” beginning on page 410 of the RHP.

**Client Profile or Industries Served:** For the industries served see “*Our Business*” beginning on page 183 of the RHP.

**Revenue segmentation in terms of top 5/10 clients or Industries:** For the revenue segmentation in terms of top 5 prominent brands of our Company see “*Our Business*” beginning on page 183 of the RHP.

**Intellectual Property, if any:** We have 234 trademarks registered with the Trademarks Registry in India and 5 trademarks registered in foreign countries. As of September 30, 2021, we had 67 trademarks pending registration with the Trademarks Registry in India. We have 28 copyrights registered with the Trademarks Registry in India.

**Market Share:** For the product wise market share of our Company see “*Our Business*” beginning on page 183 of the RHP.

**Manufacturing plant, if any:** As of the date of the RHP, we have 23 processing plants (of which 17 are operational processing plants) across India. We have inland oilseed crushing plants at 10 locations, of which 7 also have associated refining and downstream capacities. We have 7 refining plants at 7 locations across India of which 6 locations are close to ports and 1 location is inland. We have 4 palm mills, in close proximity to the palm plantations. We have 3 plants dedicated to manufacturing Textured Soya Protein.

**Employee Strength:** As of September 30, 2021, we had 3,476 full time employees.

**BOARD OF DIRECTORS**

Sr. No.	Name & Designation	Experience and Educational Qualification	Other directorships
1	Acharya Balkrishna Chairman and Non-Executive Non-Independent Director	He holds a degree of Doctor of Letters (Yoga) (Honoris Causa) from Swami Vivekananda Yoga Anusandhana Sansthan (deemed university) and degree of Doctor of Letters (Honoris Causa) from Awadhesh Pratap Singh Vishwavidyalaya, Rewa, Madhya Pradesh. He is the general secretary of Divya Yog Mandir Trust. He joined Patanjali Ayurved Limited on January 13, 2006. He has been instrumental in the promotion and formation of Patanjali Ayurved Limited and became the managing director of Patanjali Ayurved Limited on October 1, 2007.	Patanjali Food and Herbal Park Noida Private Limited; Patanjali Food and Herbal Park Nagpur Private Limited; Patanjali Food and Herbal Park Bundelkhand Private Limited; Yogakshem Sansthan; Patanjali Food and Herbal Park Andhra Sansthan; Vedic Broadcasting Limited; Gangotri Ayurveda Private Limited; Chaitanya Ayurveda Private Limited; Patanjali Ayurved Limited; Social Revolution Media & Research Private Limited; Omgreen Agro Private Limited; Patanjali Food and Herbal Park Private Limited; Patanjali Wellness Limited; Patanjali Aarogya Private Limited; Herbo Yog Gram Private Limited; Himalick Herbo Healthcare Private Limited; and Patanjali Ayurved Private Limited, Kathmandu (Nepal).

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

Sr. No.	Name & Designation	Experience and Educational Qualification	Other directorships
2	Ramdev Non-Executive Non-Independent Director	He holds a degree of Doctor of Science (Honoris Causa) from Dr. D. Y. Patil Vidyapeeth, Pune for his unique contributions to yoga and ayurvedic medicine, a degree of Doctor of Science (Honoris Causa) from Amity University, Uttar Pradesh, a degree of Doctor of Philosophy (Honoris Causa) from KIIT University, Bhubaneswar, and a degree of Doctor of Laws (Honoris Causa) from Berhampur University.	Yogakshem Sansthan
3	Ram Bharat Managing Director	He has cleared his high school and intermediate from the Board of High School and Intermediate Education, Uttar Pradesh. He joined Patanjali Ayurved Limited on October 1, 2011 as CGM-Purchase, he is currently a non-executive director at Patanjali Ayurved Limited.	Gangotri Ayurveda Private Limited; Chaitanya Ayurveda Private Limited; Patanjali Natural Biscuits Private Limited; Parakram Security India Private Limited; Universal T V Network Private Limited; Mohan Fabtech Private Limited; Patanjali Peya Private Limited; Patanjali Paridhan Private Limited; Krishna Dal Mill Private Limited; Patanjali Ayurved Limited; Vedic Ayurved Private Limited; Atri Papers Private Limited; Herbo Yog Gram Private Limited; Patanjali Biscuits Private Limited; Divya Packmaf Private Limited; and Patanjali Aarogya Private Limited.
4	Girish Kumar Ahuja Independent Director	He holds a bachelor's degree and master's degree in commerce from University of Delhi. He holds a degree of doctor of philosophy from University of Delhi. He is a fellow member of the Institute of Chartered Accountants of India. He is the author of 22 books on various aspects of taxation.	Amber Enterprises India Limited; Devyani Food Industries Limited; RJ Corp Limited; Flair Publications Private Limited; Unitech Limited; Sidwal Refrigeration Industries Private Limited; Ever Electronics Private Limited; Devyani International Limited; and Dharampal Satyapal Limited.
5	Tejendra Mohan Bhasin Independent Director	He holds a bachelor's degree in law and a master's degree in business administration from the University of Delhi. He is an associate of the Indian Institute of Bankers. He is also a doctor of philosophy from the Faculty of Management Sciences, University of Madras.	SBI Cards and Payment Services Limited; PNB Gilts Limited; IDBI Intech Limited; PNB Housing Finance Limited; and SBI Life Insurance Company Limited
6	Gyan Sudha Misra Independent Director	She is a retired Judge of the Supreme Court of India. She was a member on the panel of arbitrators as on May 4, 2015.	Indiabulls Real Estate Limited; Indiabulls Housing Finance Limited; Yaari Digital Integrated Services Limited; Olectra Greentech Limited; and Indiabulls Life Insurance Company Limited

For further details in relation to our Board of Directors, see "Our Management" beginning on page 272 of the RHP.

**OBJECTS OF THE ISSUE**

Subject to finalisation of Basis of Allotment, Issue of [●] Equity Shares for cash at price of ₹ [●] per Equity Share (including a share premium of ₹ [●] per Equity Share) aggregating to ₹ 4,30,000 lakhs.

The following table sets for the details of each of the Objects of the Issue, Means of Finance and estimated Schedule of Implementation and Deployment of Net Proceeds:  
(in ₹ lakhs)

Particulars	Total estimated amount/expenditure	Amount to be funded from the Net Proceeds	Estimated deployment in Fiscal 2023
Repayment and/ or prepayment of borrowings from consortium of lenders and PAL, one of our Promoters, in full or part, availed by our Company	2,66,382.52	2,66,382.52	2,66,382.52
Funding incremental working capital requirements of our Company	59,342.48	59,342.48	59,342.48
General corporate purposes <sup>(1)</sup>	[●]	[●]	[●]
<b>Total Net Proceeds</b>	[●]	[●]	[●]

<sup>(1)</sup> To be finalised upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC. The amount utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds from the Issue.

The fund requirements for all objects are proposed to be entirely funded from the Net Proceeds. Accordingly, we confirm that there is no requirement for us to make firm arrangements of finance through verifiable means towards 75% of the stated means of finance.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues / rights issue, if any, of the Company in the preceding 10 years. - Nil

Name of monitoring agency, if any - State Bank of India

Terms of Issuance of Convertible Security, if any - Nil

Shareholding Pattern as on the date of the RHP:

Category of shareholder	Pre-Issue number of fully paid up equity shares held	Percentage of the pre-Issue Equity Share Capital (%)
Promoter and Promoter Group	29,25,76,299	98.89647
Public	32,64,708	1.10353
<b>Total</b>	<b>29,58,41,007</b>	<b>100.00</b>

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

RESTATED CONSOLIDATED FINANCIAL INFORMATION

(₹ in lakhs except per share data)

Particulars	As at September 30, 2021	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019
Total Income from operations (Net)	11,26,119.05	16,31,863.30	13,11,778.81	12,72,923.31
Net Profit/(Loss) before tax and extraordinary items	45,908.50	51,440.02	21,038.38	7,672.01
Net Profit / (Loss) after tax and extraordinary items	33,780.52	68,077.18	771,461.39	3,412.89
Equity share capital	5,915.29	5,915.29	5,915.29	6,529.41
Reserves and Surplus	4,34,238.63	4,00,325.99	3,31,174.86	(4,58,608.56)
Net worth	1,21,875.49	86,616.76	15,583.18	(7,64,853.25)
Basic & Diluted Earnings per Equity Share (in ₹)	11.42*	23.02	876.88	104.54
Return on Net Worth (%)	27.72%*	78.60%	4,950.60%	(0.45)%
Net asset value per Equity Share (in ₹)	148.82	137.35	383.15	(13,847.47)

\* Not annualised.

INTERNAL RISK FACTORS

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

1. Our inability to anticipate, respond to and meet the tastes, preferences or consistent quality requirements of our consumers or our inability to accurately predict and successfully adapt to changes in market demand or consumer preference could reduce demand for our products and in turn, impact our sales.
2. Our revenue significantly depends on the sale of our edible oil products and any decline in the sale of our edible oil products, specifically palm and soybean oil, in the market would have a material adverse effect on our business, financial condition and results of operation.
3. We depend almost entirely on third-party suppliers in respect of availability of our raw materials. An interruption in the supply of such products and price volatility could adversely affect our business, results of operations and financial condition.
4. Our Company is required to comply with the minimum public shareholding requirements prescribed under the SCRR. Failure to comply with the minimum public shareholding requirements by our Company may result in certain adverse consequences, including delisting of our Equity Shares.
5. Certain of our Promoters had pledged their Equity Shares and entered into an unattested share pledge agreement in favour of a common security trustee appointed by the consortium of lenders, which have been released temporarily to permit lock-in in terms of SEBI ICDR Regulations. Any exercise of such pledge by any lender forming part of such consortium or enforcement of such pledge could dilute the shareholding of the Promoters, which may adversely affect our business and future prospects.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the company and amount involved

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 (Rs in lakhs)*
<b>Company</b>						
By the Company	105	-	-	-	10	1,98,051.71
Against the Company	-	258	22	-	2	31,121.76**
<b>Directors</b>						
By our Directors	3	-	-	-	4	-
Against the Directors	22	-	3	-	6	-
<b>Promoters</b>						
By Promoters	64	-	-	-	2	406.58
Against Promoters	15	17	138	-	-	19,051.60

\*To the extent quantifiable.

\*\* Includes an amount of ₹ 4,498.44 lakh has been paid under protest, and appeal for ₹ 26,096.82 lakh that has been filed.

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

Sr. No.	Particulars	Litigation filed by	Current status	Amount involved (in ₹ lakhs)*
1.	Subject to receipt of necessary approvals (including from the Stock Exchanges and the lenders of our Company), in February 2020, our Shareholders approved a preferential issue of 1,86,70,213 Equity Shares at a price of ₹ 7 per share to Ashav Advisory LLP ("AAL"). Subsequently, our Company had received in-principle approval from each of the Stock Exchanges in March 2020 in respect of this failed preferential issue of shares by our Company. However, AAL had informed the Company that owing to the ongoing COVID-19 pandemic at the time, it was unable to transfer the consideration payable in respect of the failed preferential issue within the timeline prescribed under the SEBI ICDR Regulations. In light of this, AAL had requested the Company to extend the timeline and accordingly, our Company submitted a request with each of the Stock Exchanges in April 2020 to extend the timeline for allotment of Equity Shares pursuant to the preferential issue. Subsequent to this, the Stock Exchanges, vide its respective letters in July 2020 ("SE Letters"), rejected the request for such extension by our Company, and stipulated that our Company should not proceed with issuance of shares pursuant to the said preferential issue. Pursuant to the SE Letters, our Company sought an exemption from SEBI in terms of Regulation 300 of the SEBI ICDR Regulations, from the strict enforcement of	Ashav Advisory LLP	The matter is currently pending	-

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

Sr. No.	Particulars	Litigation filed by	Current status	Amount involved (in ₹ lakhs)*
	<p>Regulation 170 of the SEBI ICDR Regulations in respect of the preferential issue. However, SEBI, vide its letter in September 2020 (“SEBI Letter”), communicated its decision to not accede to the request by our Company. Aggrieved by the SEBI Letter and SE Letters, AAL had filed an appeal against SEBI, the Stock Exchanges and our Company before the Securities Appellate Tribunal at Mumbai (“SAT”), praying that an order be passed to set aside the SEBI Letter and SE Letters, and to allow our Company to proceed with allotment of Equity Shares pursuant to the failed preferential issue (“Appeal”). SAT vide its order dated September 9, 2021 (“SAT Order”), has dismissed the Appeal. Subsequently, AAL has filed an appeal against the SAT Order before the Supreme Court of India (“Supreme Court Appeal”).</p> <p>In this regard, AAL had also filed a petition (“Petition”) under Section 9 of the Arbitration and Conciliation Act, 1996, on August 3, 2021 against our Company and others before the High Court of Delhi (“High Court”). The High Court vide its order dated August 23, 2021, disposed the Petition without granting any of the reliefs sought by AAL, on basis of a statement on behalf of the Respondents before the High Court that the Respondents, being the current promoters of our Company, will continue to hold majority shareholding in it and that they do not intend to further encumber their shareholding in our Company in the next 90 days (“HC Lock- in Period”). Subsequently, pursuant to applications filed by AAL before the High Court, the HC Lock- in Period was extended by the High Court for a further period of eight weeks starting from the date of its order dated November 22, 2021, and thereafter for a period of six weeks starting from the date of its order dated January 14, 2022. Separately, AAL also filed an arbitration petition before the High Court on September 13, 2021 against the Respondents and our Company under Section 11 of the Arbitration and Conciliation Act, 1996 (“Section 11”) praying for the appointment of a sole arbitrator for adjudication of disputes among AAL, Respondent and our Company. Pursuant to this petition, the High Court, vide its order dated January 31, 2022, has appointed a sole arbitrator to adjudicate the dispute. Our Company has filed a special leave petition against this order before the Supreme Court of India.</p>			
2.	Andhra Pradesh Pollution Control Board (“APPCB”) has issued a show cause notice (“SCN”) dated February 23, 2022 to our Company, wherein it has been alleged that our Company had discharged polluted effluents in violation of the directions of the APPCB and non-operation of the required pollution control systems. Pursuant to the SCN, the APPCB has proposed to levy a penalty in the form of environment compensation amounting to ₹ 526.50 lakhs.	Andhra Pradesh Pollution Control Board	The matter is currently pending	526.50
3.	Our Company has received an email from SEBI on December 23, 2021 (“Email”), informing that it is conducting an investigation in respect of suspected insider trading by certain entities in the scrip of our Company during the period between December 1, 2017, to May 31, 2018 (i.e. prior to implementation of the Patanjali Resolution Plan). Pursuant to the Email, SEBI has sought various documents and information from our Company in this regard. Our Company has responded to SEBI pursuant to its letter dated December 27, 2021, apprising that none of the entities and persons now in control of our Company, nor their related parties, were ever in control of our Company, prior to implementation of the Resolution Plan and accordingly have sought time for collating and providing the information and documents sought by SEBI. In this regard, our Company has submitted the relevant information and documents to them on January 14, 2022.	SEBI	The matter is currently pending	-
4.	Madhya Pradesh Pollution Control Board (“MPPCB”) has issued a show cause notice (“SCN”) dated January 14, 2022 to our Company, pursuant to an inspection conducted by them on December 29, 2021 alleging certain non-compliance of our Company with the provisions of Water (Prevention and Control of Pollution) Act, 1974 (“Water Act”).	Madhya Pradesh Pollution Control Board	The matter is currently pending	-
5.	The Inspector, Legal Metrology, Baraut, Uttar Pradesh issued a show cause notice to our Company dated January 28, 2022 alleging certain violations of Legal Metrology Act, 2009 in respect of certain products sold www.nutrelanutrition.com.	Inspector, Legal Metrology, Baraut, Uttar Pradesh	The matter is currently pending	-

\*To the extent quantifiable.

**C. 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 the Promoters:**

- Four different criminal complaints have been filed against Acharya Balkrishna alleging non-compliance with the Drugs and Magic Remedy Act, by the drug authority;
- Krishan Kumar Hasija has filed a criminal complaint against Patanjali Ayurved Limited (“PAL”) before Rohini Court, Delhi, under the Protection of Children from Sexual Offence Act, 2012;
- All India Medical Association has filed a criminal case before Chief Judicial Magistrate, Sirsa against Vedic Broadcasting Limited in respect of statements made by Ramdev regarding allopathy and imputing Coronil as cure for COVID-19, alleging violation of Indian Penal Code, Epidemic Diseases Act, among others;
- An FIR has been filed against Acharya Balkrishna and others by the Drug Inspector alleging that Patanjali Organic Research Institute Private Limited has been marketing seeds without procuring permission under the provisions of Seeds Act, 1966;
- A criminal complaint has been filed by Deepak Sandhu against Acharya Balkrishna and others alleging violation of the Drugs and Cosmetics Rules, 1945 pertaining to the product ‘Bala Churan’;
- An FIR was filed alleging that Ram Bharat ordered his associates to attack trade union members while they were approaching one of the manufacturing plants and pursuant to such attack, one of the trade union members got fatally injured;
- Krishan Kumar Mittal filed a criminal complaint regarding frozen mutter against Ram Bharat and Acharya Balkrishna;
- The CBI had filed a FIR against Acharya Balkrishna under which it was alleged that his citizenship and Indian passport was obtained using forged documentation;
- A criminal complaint case has been filed by Amrendra Kumar alleging that an employee of PAL has committed a fraud of ₹ 1.63 lakh with him;
- A criminal complaint case has been filed by Durgesh Jaisawal before Chief Judicial Magistrate against PAL alleging fraud in relation to distributorship.

**ANY OTHER IMPORTANT INFORMATION AS PER BRLMs / COMPANY - NIL**

**DECLARATION BY THE COMPANY**

We hereby certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, guidelines and regulations issued by the Government of India and the guidelines or 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 this Red Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957 and the SEBI Act or the rules made or guidelines or regulations issued thereunder, as the case may be. I further certify that all statements made in this Red Herring Prospectus are true and correct.

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