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GreenSignal
Bio Pharma Limited
WELLNESS FOR ALL

GREENSIGNAL BIO PHARMA LIMITED

Our Company was incorporated as Green Signal Bio Pharma Private Limited at Chennai on November 21, 2005 under the provisions of the Companies Act, 1956. Name of our Company was changed to GreenSignal Bio Pharma Private Limited with effect from April 21, 2016. Subsequently, our Company was converted into a public limited company with effect from May 12, 2016 under the provisions of Companies Act, 2013 and its name was changed to GreenSignal Bio Pharma Limited. For further details, please refer to the section titled ***"History and Certain Corporate Matters"*** on page 113 of the Red Herring Prospectus.

Corporate Identification Number of the Company is U24232TN2005PLC058068

Registered and Corporate Office: Old No. 5, New No. 13/A-3 Sai Niketan Circular Road, United India Colony, Kodambakkam, Chennai-600 024 , Tamil Nadu, India, **Tel:** +91 44 2472 2244; **Fax:** +91 44 2472 2233; **Website:** http://www.gsbpl.com
Company Secretary and Compliance Officer: Ms. S. Rathna Prabha
Tel.: +91 44 2472 2244, Ext. 25; **Fax:** +91 44 2472 2233; **Email:** cs@gsbpl.com

PROMOTERS OF THE COMPANY: MR. P. SUNDARAPARIPOORANAN AND DR. P. MURALI

PUBLIC OFFER OF 1,45,79,560 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH (THE "EQUITY SHARES") OF GREENSIGNAL BIO PHARMA LIMITED (THE "COMPANY") FOR CASH AT A PRICE OF [•] PER EQUITY SHARE INCLUDING A PREMIUM OF [•] THROUGH AN OFFER FOR SALE BY P. SUNDARAPARIPOORANAN, DR. P. MURALI (P. SUNDARAPARIPOORANAN AND DR. P. MURALI HEREBY COLLECTIVELY REFERRED TO AS "PROMOTER SELLING SHAREHOLDERS"), MALLIKA MURALI (MALLIKA MURALI HEREBY REFERRED TO AS "PROMOTER'S GROUP SELLING SHAREHOLDER"), R. SRINIVASAN AND AVON CYCLES LIMITED (R. SRINIVASAN AND AVON CYCLES LIMITED HEREBY COLLECTIVELY REFERRED AS "PUBLIC SELLING SHAREHOLDERS" (PROMOTER SELLING SHAREHOLDERS, PROMOTER'S GROUP SELLING SHAREHOLDER AND PUBLIC SELLING SHAREHOLDERS ARE HEREBY COLLECTIVELY REFERRED AS SELLING SHAREHOLDERS) AGGREGATING UP TO [•] LACS (THE "OFFER"). THE OFFER WILL CONSTITUTE 38% OF THE FULLY DILUTED POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. FOR THE DETAILS OF THE EQUITY SHARES OFFERED BY EACH SELLING SHAREHOLDER, PLEASE SEE THE SECTION "CAPITAL STRUCTURE" ON PAGE 50 OF THE RED HERRING PROSPECTUS.

***Price Band: ₹ 76 to ₹ 80 per Equity Share of face value of ₹ 10.00 each.**
The floor price is 7.6 times the face value and the cap price is 8 times the face value.
Bids can be made for a minimum of 175 Equity Shares and in multiples of 175 Equity Shares thereafter.
****There is no change in price band***

RISK TO INVESTORS:

- i. **The Global Co-ordinator and BRLM associated with the Offer has handled 1 public issue in the past 3 years out of which nil issues closed below issue price on the listing date.**
- ii. **The Price to Earnings ratio based on diluted EPS on restated basis for FY 2016 for the Company at the upper end of the Price Band is as high as 55.**
- iii. **Average cost of acquisition of Equity Shares for the Promoter Selling Shareholder is: Mr. P Sundaraparipooranan is ₹ 25.64 before bonus and ₹ 12.44 after bonus. For the other Promoter Selling Shareholder Dr. P Murali its "Nil" as he has acquired all his shares through gift, and the Offer Price at the upper end of the price band is as high as ₹ 80 per Equity Share.**
- iv. **Earning Per Share and Return on Net Worth of the Company was negative in two out of last three financial years.**
- v. **The revenues of our Company is based on two products only.**
- vi. **Our Company has incurred losses for four out of five preceding financial years.**

BID/OFFER PROGRAMME:	**OPEN**
	NOW CLOSES ON: November 17, 2016*

****The issue was scheduled to close on 11.11.2016. The Bid/Issue period has now been extended by three (3) working days and the Issue will consequently close on Thursday, November 17, 2016. In order to enable Banks to serve the common public in the demonetisation exercise of Govt. of India in the next few days and for smooth handling of ASBA and Syndicate ASBA applications by SCSBs, we have taken this decision after taking the approval of SEBI. There is no change in other terms and conditions prescribed in the RHP including price band.***

ASBA* | **Simple, Safe, Smart way of Application- Make use of it!!!** | *Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below. **Mandatory in public issues from January 1, 2016. No Cheque will be accepted.**

In case of any revisions in the Price Band, the Bid/Offer Period will be extended by at least three additional working days after such revision of the Price Band, subject to the Bid/Offer Period not exceeding 10 working days. Any revision in the Price Band and the revised bid/offer period, if applicable, will be widely disseminated by notification to the BSE and the NSE, by issuing a press release, and also by indicating the change on the websites of the Global Co-ordinator and BRLM, Registrar and Share Transfer Agent to the Offer and Depository Participants, and all the terminals of the syndicate members.

In terms of Rule 19(2)(b) (i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("**SCRR**"), this is an Offer for at least 25% of the post-Offer capital. The Offer is being made through the Book Building Process wherein not less than 75% of the Net Offer to the public shall be allotted on a proportionate basis to Qualified Institutional Buyers ("**QIBs**"), provided that our Company and the Selling Shareholders may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic mutual funds. 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. If 75% of the Net Offer to the public cannot be Allotted to QIBs, then the entire application money shall be refunded forthwith. Further, not more than 15% of the Net Offer to the public shall be available for allocation to Non-Institutional Bidders and not more than 10% of the Net Offer to the public shall be available for allocation to Retail Individual Bidders in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "**SEBI ICDR Regulations**"), subject to valid Bids being received at or above the Offer Price. For details in relation to allocation to Retail Individual Bidders, specific attention of the investors is invited to the section "**Allotment Procedure - Basis of Allotment**" on page 241 of the Red Herring Prospectus. All potential investors, other than Anchor Investors, shall participate in this Offer through Application Supported by Blocked Amount ("**ASBA**") process by providing details of their respective bank account which will be blocked by the Self Certified Syndicate Banks ("**SCSBs**"). For details, see the section "**Offer Procedure**" on page 208 of the Red Herring Prospectus.

Bidders/Applicants should note that on the basis of DP ID, Client ID and PAN as provided in the Bid cum Application Form/Application Form, the Bidder/Applicant may be deemed to have authorized the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for unblocking of ASBA Account or for other correspondence(s) related to this Offer. Please note that refunds shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank. Bidders/Applicants are, advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk. Bidders/Applicants should ensure that DP ID and the Client ID are correctly filled in the Bid cum Application Form/Application Form. The DP ID, Client ID and PAN provided in the Bid cum Application Form/ Application Form should match with the DP ID, Client ID and PAN available in the Depository database, otherwise, the Bid cum Application Form/Application Form is liable to be rejected. Bidders should ensure that the beneficiary account provided in the Bid cum Application form is active.

Contents of the Memorandum of the Company as regards its Objects: For information on the main objects and other objects of the Company see "**History and Certain Corporate Matters**" on page 113 of the Red Herring Prospectus and clause III of the Memorandum of Association of the Company. The Memorandum of Association of the Company is a material document for inspection in relation to the Offer. For details, see the section "**Material Contracts and Documents for Inspection**" on page 271 of the Red Herring Prospectus.

Liabilty of the members of the Company: Limited by shares.

Amount of Share Capital of the Company and Capital Structure: The authorised, issued, subscribed and paid up share capital of the Company as on the date of the Red Herring Prospectus is as follows:

Authorised share capital of ₹ 40,00,00,000 divided into 4,00,00,000 Equity Shares of face value of ₹ 10 each. Issued, Subscribed and Paid up share capital before the Offer is ₹ 38,36,72,750 divided into 3,83,67,275 Equity Shares of face value of ₹ 10 each. For further details, see section "**Capital Structure**" beginning on page 50 of the Red Herring Prospectus.

Name of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them: Given below are the names of the signatories of the Memorandum of Association of the Company and the number of Equity Shares subscribed by them at the time of signing of the Memorandum of Association: 1. P. Sundaraparipooranan (9900 Equity Shares); 2. B. Dakshayani (100 Equity Shares).

Listing: The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the BSE and the NSE. We have received 'in-principle' approvals from BSE and the NSE for the listing of the Equity Shares pursuant to their letters dated August 02, 2016 and August 12, 2016, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be the BSE. A copy of the Red Herring Prospectus has been delivered to the RoC and a copy of the Prospectus shall be delivered for registration to the RoC in accordance with Section 26(4) of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Offer Closing Date, please see the section entitled "**Material Contracts and Documents for Inspection**" on page 271 of the Red Herring Prospectus.

Disclaimer Clause of the Securities and Exchange Board of India ("SEBI"): SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the offer document. The investors are advised to refer to page 189 of the Red Herring Prospectus for the full text of the "**Disclaimer clause of SEBI**".

Disclaimer Clause of BSE (the Designated Stock Exchange): It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the Red Herring Prospectus has been cleared or approved by BSE Limited nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The Investors are advised to refer to page 194 of the Red Herring Prospectus for the full text of the "**Disclaimer clause of the BSE Limited.**"

Disclaimer Clause of NSE: It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 195 of the Red Herring Prospectus for the full text of the "**Disclaimer clause of NSE.**"

General Risks: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer 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 this Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares offered in the Offer 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 this Red Herring Prospectus. Specific attention of the investors is invited to the section "**Risk Factors**" on page 13 of the Red Herring Prospectus.

GLOBAL CO-ORDINATOR AND BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE OFFER	COMPANY SECRETARY AND COMPLIANCE OFFICER
INDIAN OVERSEAS BANK Merchant Banking Division, 763, Anna Salai, Chennai **Tel.:** + 91 44 2851 9548/2888 9367; **Email:** mbd@iobnet.co.in; **Website:** www.iob.in **Contact Person:** (i) Mrs. B. Gomathy/ Mrs. S. Chandra, Merchant Banking Division, Chennai, **Tel.:** + 91 44 2851 9548/2888 9367 (ii) Mr. S. Muralidharan, Capital Market Services Branch, Mumbai **Tel:** + 91 22 2262 2017/2262 2018 **Compliance Officer:** Mrs. B. Gomathy **SEBI Registration No.:** INM000001386	**BIGSHARE SERVICES PRIVATE LIMITED** E2 Ansa Industrial Estate, Sakivihar Road, Sakinaka Andheri East, Mumbai - 400 072 **Tel.:** + 91 22 4043 0200 **Facsimile:** + 91 22 2847 5207 **Email:** ipo@bigshareonline.com **Investor Grievance Email:** investor@bigshareonline.com **Website:** www.bigshareonline.com **Contact Person:** Mr. Ashok Shetty **SEBI Registration No.:** INR000001385	**Ms. S. Rathna Prabha** Old No. 5, New No. 13/A3, Sai Nikethan, Circular Road, United India Colony, Kodambakkam, Chennai - 600 024. Tamil Nadu, India. **Telephone No:** +91 44 2772 2244, Extn. 25 **Fax No:** +91 44 2472 2233 **Email:** cs@gsbpl.com Bidders can contact the Compliance Officer, the Registrar to the Offer or the Global Co-ordinator and BRLM in case of any pre-Offer or post-Offer related problems, such as non-receipt of Allotment Advice, credit of allotted shares in the respective beneficiary account or refund orders, etc.

Availability of Red Herring Prospectus: Investors are advised to refer to the Red Herring Prospectus and the Risk Factors contained therein before applying in the Offer.

Full copy of the Red Herring Prospectus is available on website of SEBI at www.sebi.gov.in, the website of the Company at http://www.gsbpl.com, the website of the Global Co-ordinator and BRLM to the Offer at www.iob.in and websites of BSE and NSE at www.bseindia.com and www.nseindia.com respectively.

Availability of Bid Cum Application Forms: Bid-cum-application forms can be obtained from **GREENSIGNAL BIO PHARMA LIMITED, Telephone:** +91 44 2472 2244; **Facsimile:** +91 44 2472 2233, the Global Co-ordinator and BRLM to the Offer: **Indian Overseas Bank**, **Telephone:** +91 44 2851 9548/2888 9367; Syndicate Members: **Arihant Capital Markets Limited**, Telephone: + 9122 4225 4800; Facsimile: +91 22 4225 4880 and **Pantomath Stock Brokers Private Limited,** Telephone: + 91 22 6194 6700; Facsimile: +91 22 2659 8690, and at the select locations of the Sub-Syndicate members participating in the Offer as given below. Bid-cum-application forms will also be available on the websites of BSE, NSE and the designated branches of SCSBs.

Sub-Syndicate Members: (1) Axis Capital Ltd (2) Axis Securities Ltd (3) DBFS Securities Ltd (4) Edelweiss Broking Ltd (5) HEM Securities Ltd (6) JM Financial Services Ltd (7) Karvy Stock Broking Ltd (8) Kotak Securities Ltd (9) Monarch Networth Capital Ltd (10) Motilal Oswal Ltd (11) Prabhudas Liladher Pvt Ltd (12) RR Equity Brokers Pvt Ltd (13) SBICAP Securities Ltd (14) Sharekhan Ltd

Applications Supported by Blocked Amout (ASBA): Investors have to apply through ASBA Process. ASBA has to be availed by all the investors except Anchor Investor. For details on the ASBA Process, please refer to the details given in the ASBA form and Abridged Prospectus and also please refer to section titled "**Offer Procedure**" on page 208 of the Red Herring Prospectus. ASBA forms can also be downloaded from the websites of NSE and BSE. ASBA form can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in. ASBA form can be obtained from Members of the Syndicates, SCSBs, Registered Brokers, RTAs and CDPs, the list of which is available on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/recognised-intermediaries.

Escrow Collection Bank, Refund Bank and Banker to the Offer: Indian Overseas Bank

All capitalized terms used herein and not specifically defined shall have the same meaning ascribed to them in the Red Herring Prospectus.

CORRIGENDUM NOTICE TO THE PUBLIC

In light of the same the following amendments are carried out in Red Herring Prospectus dated October 13,2016:

1. Bid Closing Date shall be read as November 17, 2016 in place of November 11, 2016 wherever appearing in the Red Herring Prospectus dated October 13,2016.
2. Following new entry is being inserted at Serial no. 18 in list of Material Documents on page on page 271 under title "SECTION IX: OTHER INFORMATION-MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION"

Sl. No. 18 SEBI's letter dated November 11, 2016 regarding extension of Offer Period.

For and on behalf of
GreenSignal Bio Pharma Limited
Sd/-
S. Rathna Prabha
Company Secretary and Compliance Officer

Place : Chennai
Date : November 11, 2016

GreenSignal Bio Pharma Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Red Herring Prospectus with SEBI. The Red Herring Prospectus is available on the websites of SEBI, BSE, NSE at www.sebi.gov.in, www.bseindia.com and www.nseindia.com, respectively, and on the website of the Global Co-ordinator and BRLM at www.iob.in. Any potential investors should note that investment in Equity Shares involves a high degree of risks and for details relating to the same, see "**Risk Factors**" beginning on page 13 of the Red Herring Prospectus. Potential investors should not rely on the DRHP filed with SEBI.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws in the United States and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws in the United States. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.