THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES.
NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY, OUTSIDE INDIA.
Initial public offer of Equity Shares *(as defined below)* on the main board of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges") in compliance with Chapter II of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations").

(Please scan the QR code to view this Addendum)

POWERICA

A PROMISE FOR POWER

POWERICA LIMITED

Our Company was incorporated as 'Consolidated Power Systems Private Limited', a private limited company under the Companies Act, 1956, pursuant to certificate of incorporation dated May 4, 1984 issued by the Registrar of Companies, Maharashtra at Mumbai **("RoC")**. Subsequently, the business of Hindustan Industrial & Electrical Engineers, a partnership firm constituted amongst late Naresh Chander Oberoi, late Kharatiram Kharak Puri and Mitter Sen was assigned to our Company pursuant to an agreement to assign dated May 23, 1984 with effect from June 1, 1984. Our Company became a deemed public limited company under Section 43(A) (1A) of the Companies Act, 1956, and the word "private" was struck off from the name of our Company with effect from June 15, 1988 pursuant to a special resolution passed by our Shareholders on July 15, 1988. Subsequently, the name of our Company was changed from 'Consolidated Power Systems Limited' to 'Powerica Limited', pursuant to a special resolution passed by our Shareholders on September 16, 1989. A fresh certificate of incorporation dated October 5, 1989 was accordingly issued by the RoC. For details in relation to changes in the name and registered office of our Company, see ***"History and Certain Corporate Matters – Brief history of our Company"*** and ***"History and Certain Corporate Matters - Changes in the registered office"*** on page 271 of the draft red herring prospectus dated August 8, 2025 (**"DRHP"** or **"Draft Red Herring Prospectus"**) filed with the RoC.

Registered and Corporate Office: 9th Floor, Bakhtawar, Nariman Point, Mumbai – 400 021, Maharashtra, India; **Telephone:** 022 - 43152525; **Website:** www.powericaltd.com
Contact person: Anita Praful Renuse, Company Secretary and Compliance Officer; **E-mail:** investorrelations@powericaltd.com
Corporate Identification Number: U31100MH1984PLC032825

THE PROMOTERS OF OUR COMPANY: BHARAT OBEROI, RENU NARESH OBEROI, JAI RAM OBEROI, NARESH OBEROI FAMILY TRUST, BHARAT OBEROI FAMILY TRUST AND KABIR AND KIMAYA FAMILY PRIVATE TRUST

INITIAL PUBLIC OFFER OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH ("EQUITY SHARES") OF POWERICA LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹1,400.00 CRORES COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH AGGREGATING UP TO ₹700.00 CRORES BY OUR COMPANY ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH AGGREGATING UP TO ₹700.00 CRORES ("OFFERED SHARES") BY THE PROMOTER SELLING SHAREHOLDERS (AS DEFINED BELOW), CONSISTING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH AGGREGATING UP TO ₹ 490.00 CRORES BY NARESH OBEROI FAMILY TRUST AND UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH AGGREGATING UP TO ₹ 210.00 CRORES BY KABIR AND KIMAYA FAMILY PRIVATE TRUST (COLLECTIVELY THE "PROMOTER SELLING SHAREHOLDERS", AND SUCH EQUITY SHARES OFFERED BY THE PROMOTER SELLING SHAREHOLDERS, THE "OFFERED SHARES") ("OFFER FOR SALE", AND TOGETHER WITH THE FRESH ISSUE, THE "OFFER").

NOTICE TO INVESTORS: ADDENDUM TO THE DRAFT RED HERRING PROSPECTUS ("ADDENDUM")

In reference to the draft red herring prospectus dated August 8, 2025 **("DRHP")** filed with the Securities and Exchange Board of India and the Stock Exchanges and the public announcement dated August 9, 2025 (the **"Public Advertisement"**) and published on August 11, 2025, in all editions of the English daily newspaper Financial Express, all editions of Hindi daily newspaper, Jansatta and Mumbai edition of Navshakti, a Marathi daily newspaper (Marathi being the regional language of Maharashtra, where our Registered Office is located), in relation to the Offer, potential Bidders should note the following:

1. Naresh Chander Oberoi, one of the Promoters of the Company has passed away on December 10, 2025. As per the trust deed dated October 20, 2022 **("Trust Deed")** he was the sole trustee of the Naresh Oberoi Family Trust **("Trust")** and was holding the 3,80,00,000 Equity Shares amounting to 34.92% of the pre-Offer paid-up equity share capital of the Company as on the date of the DRHP on behalf of the Trust in a depository account under his name as a trustee of the Trust. The Trust has been identified and disclosed as one of the Promoters of the Company in the DRHP. Further, Naresh Chander Oberoi also held 3,26,400 Equity Shares in his individual capacity amounting to 0.30 % of the pre-Offer paid-up equity share capital of the Company as on the date of the DRHP.
2. As per the provisions of Trust Deed, in case of death of the originally appointed trustee, the office of trustee would pass on to Bharat Oberoi, son of Naresh Chander Oberoi, who is also a Promoter of the Company. Further, as per the Trust Deed, in case a new trustee is appointed, the property of the Trust would automatically vest with the new trustee who shall have the same power and authority as the originally appointed trustee. Pursuant to this, the Equity Shares lying to the benefit of the Trust held in the depository account of the late Naresh Chander Oberoi (held in his capacity as trustee of the Trust), have been transmitted in accordance with applicable laws, to the depository account of the new trustee, i.e., Bharat Oberoi, a Promoter of the Company, to be held on behalf of the Trust.
3. Further 3,26,400 Equity Shares amounting to 0.30% of the pre-Offer shareholding of the Company, held by late Naresh Chander Oberoi in his individual capacity, will be transmitted to his successor, Renu Naresh Oberoi, subject to grant of probate. Upon successful completion of such transmission, Renu Naresh Oberoi shall hold 5,11,748 Equity Shares aggregating to 0.47% of the pre-Offer paid up Equity Share capital of our Company.
4. Additionally, pursuant to demise of Naresh Chander Oberoi, any individuals or entities that were forming part of his promoter group in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations will no longer be disclosed as promoter group of the Company in the *"Promoter and Promoter Group"* section on page 301 of the DRHP.

The above notice is to be read in conjunction with the DRHP and accordingly the corresponding references in the DRHP stand updated pursuant to this Addendum. The information in this Addendum supplements the DRHP and updates the information in the DRHP. However, this Addendum does not purport to, nor does it, reflect all the changes that have occurred from the date of filing of the DRHP and the date of this Addendum. Accordingly, this Addendum does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus as and when filed with the RoC, the SEBI and the Stock Exchanges. Please note that the information included in the DRHP will be suitably updated, including to the extent updated by way of this Addendum, as may be applicable, in the Red Herring Prospectus and the Prospectus. Potential Bidders should not rely on the DRHP or this Addendum for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

Further, the Company shall suitably update the relevant sections in the red herring prospectus and the prospectus to be filed by our Company with the RoC, SEBI and the Stock Exchanges including the cover page and the sections titled ***"Definitions and Abbreviations"***, ***"Summary of the Offer Document"***, ***"General Information"***, ***"Capital Structure"***, ***"Our Management"***, ***"Basis for Offer Price"*** and ***"Our Promoters and Promoter Group"*** to reflect the factual position pursuant to the demise of Naresh Chander Oberoi.

All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the same meaning as ascribed in the DRHP.

BOOK RUNNING LEAD MANAGERS			REGISTRAR TO THE OFFER
ICICI Securities	IIFL CAPITAL	nuvama	MUFG
ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg Prabhadevi, Mumbai – 400 025, Maharashtra, India **Tel:** +91 22 6807 7100 **Email:** powerica.ipo@icicisecurities.com **Website:** www.icicisecurities.com **Investor Grievance ID:** customercare@icicisecurities.com **Contact Person:** Rahul Sharma / Namrata Ravasia **SEBI Registration Number:** INM000011179	**IIFL Capital Services Limited** *(formerly known as IIFL Securities Limited)* 24th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400 013, Maharashtra, India **Tel:** +91 22 4646 4728 **Email:** powerica.ipo@iiflcap.com **Website:** www.iiflcapital.com **Investor Grievance ID:** ig.ib@iiflcap.com **Contact Person:** Aditya Raturi/ Pawan Kumar Jain **SEBI Registration Number:** INM000010940	**Nuvama Wealth Management Limited** 801-804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Maharashtra, India **Tel:** +91 22 4009 4400 **E-mail:** Powerica@nuvama.com **Investor Grievance ID:** customerservice.mb@nuvama.com **Website:** www.nuvama.com **Contact Person:** Lokesh Shah **SEBI Registration No.:** INM000013004	**MUFG Intime India Private Limited** *(Formerly Link Intime India Private Limited)* C-101, Embassy 247, L B S Marg, Vikhroli (West) Mumbai - 400 083, Maharashtra, India **Tel:** +91 810 811 4949 **E-mail:** powerica.ipo@in.mpms.mufg.com **Investor grievance e-mail:** powerica.ipo@in.mpms.mufg.com **Website:** www.in.mpms.mufg.com **Contact Person:** Shanti Gopalkrishnan **SEBI Registration No.:** INR000004058

COMPANY SECRETARY AND COMPLIANCE OFFICER

Anita Praful Renuse
9th Floor, Bakhtawar, Nariman Point, Mumbai – 400 021 Maharashtra, India; **Tel:** 022 - 43152525; **E-mail:** cs@powericaltd.com

Investors may contact the Company Secretary and Compliance Officer or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances including non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all Offer related queries and for redressal of complaints, investors may also write to the BRLMs.

For **POWERICA LIMITED**
On behalf of the Board of Directors
Sd/-
Anita Praful Renuse
Company Secretary and Compliance Officer

Place: Maharashtra, Mumbai
Date: January 28, 2026

POWERICA LIMITED is proposing, subject to receipt of requisite approvals, applicable statutory and regulatory requirements, market conditions and other considerations, an initial public offer of its Equity Shares and has filed a draft red herring prospectus dated August 8, 2025. The DRHP is and the Addendum shall be available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLMs i.e., ICICI Securities Limited at www.icicisecurities.com, IIFL Capital Services Limited *(formerly known as IIFL Securities Limited)* at www.iiflcapital.com and Nuvama Wealth Management Limited at www.nuvama.com, the website of the NSE at www.nseindia.com and the website of the BSE at www.bseindia.com and the website of the Company at www.powericaltd.com. Any potential investor should note that investment in equity shares involves a high degree of risk and should refer to the RHP, including the section titled ***"Risk Factors"*** of the RHP, when available. Any potential investors should not rely on the DRHP for making any investment decision.

This announcement is not an offer of securities for sale in the United States or elsewhere. This announcement has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The Equity Shares offered in the Offer have not been, and will not be, registered under the U.S. Securities Act of 1933 (the **"U.S. Securities Act"**) and 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 applicable state securities laws. The Equity Shares offered in the Offer are being offered and sold only outside the United States in "offshore transactions" as defined in and in reliance on Regulation S under the U.S. Securities Act (**"Regulation S"**) and the applicable laws of the jurisdiction where those offers and sales occur. There will be no public offering of the Equity Shares in the United States.

CONCEPT