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(Please scan this QR code to view the RHP)



JAY AMBE SUPERMARKETS LIMITED

CIN: U74999GJ2020PLC118385

Our Company was originally incorporated on November 23, 2020 under the name and style of 'Jay Ambe Supermarkets Private Limited', pursuant to a certificate of incorporation dated November 23, 2020 issued by the Registrar of Companies, Central Registration Centre. Furthermore, our Company was converted into a public limited company pursuant to a resolution passed by the Shareholders in an Extraordinary General Meeting held on December 24, 2024 with a fresh certificate of incorporation dated February 25, 2025 issued by Registrar of Companies, Central Processing Centre. Consequently, the name of our Company was changed to 'Jay Ambe Supermarkets Limited'. The corporate identification number of our Company is U74999GJ2020PLC118385. For details of change in registered office of our Company, please refer to chapter titled "History and Corporate Structure" beginning on page no. 192 of this Red Herring Prospectus.

Registered Office: A001, Shubh Vivid, Por Kudasan, Village- Kudasan , Gandhinagar, Gujarat-382421, India

Website: www.citysquaremart.com; | E-Mail: cs@citysquaremart.com; | Telephone No: +916358027675 | Company Secretary and Compliance Officer: Renuka Trikha

PROMOTERS OF THE COMPANY: JIGNESH AMRATBHAI PATEL, HARSHAL DAXESHKUMAR PATEL, BHIKHABHAI SHIVDAS PATEL AND RUTWIJKUMAR MAGANBHAI PATEL

THE ISSUE

INITIAL PUBLIC ISSUE OF 23,64,800 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH OF JAY AMBE SUPERMARKETS LIMITED ("JASL") OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"), OF WHICH 1,18,400 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 22,46,400 EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.63% AND 25.30%, RESPECTIVELY, OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10/- EACH.

DETAILS OF THE SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION: NOT APPLICABLE

PRICE BAND: ₹ 74 TO ₹ 78 PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH.

THE FLOOR PRICE IS ₹ 7.4 TIMES OF THE FACE VALUE OF THE EQUITY SHARES AND THE CAP PRICE IS ₹ 7.8 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.

THE PRICE TO EARNING RATIO BASED ON RESTATED DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE IS 16.43 TIMES AND AT THE CAP PRICE IS 17.31 TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 3200 EQUITY SHARES AND IN MULTIPLES OF 1600 EQUITY SHARES THEREAFTER.

ISSUE PROGRAMME	ANCHOR INVESTOR BIDDING DATE: MONDAY, SEPTEMBER 08, 2025	
	BID/ISSUE OPENS ON: TUESDAY, SEPTEMBER 09, 2025	BID/ISSUE CLOSES ON: THURSDAY, SEPTEMBER 11, 2025

Brief description of the business of the issuer company: Our company is engaged in the business of trading of FMCG material, grocery, Home Textile, Home Décor, Cloths, or Apparels, Toys, Gift Articles, Footwear and other house hold items, via supermarkets.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF REGULATION 229(1) OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS") AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED FROM TIME TO TIME.

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED ("BSE SME"). BSE LIMITED SHALL BE THE DESIGNATED STOCK EXCHANGE.

QIB Portion: Not more than 50% of the Net Issue | Non-Institutional Portion: Not less than 15% of the Net Issue | Individual Investor Portion: Not less than 35% of the Net Issue | Market Maker Portion 118400 Equity Shares or 5.01% of the Issue.

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS FACTORS INVOLVED AND MUST NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.

In accordance with the recommendation of the Independent Directors of our Company, pursuant to their resolution dated September 02, 2025, the above provided price band is justified based on quantitative factors/ KPIs disclosed in the 'Basis for Issue Price' section beginning on page 131 of the Red Herring Prospectus vis-a-vis the weighted average cost of acquisition ("WACA") of primary and secondary transaction(s), as applicable, disclosed in 'Basis for Issue Price' section beginning on page 131 of the Red Herring Prospectus and provided below in the advertisement.

RISK TO INVESTORS

1. Risk to investors: Summary Description of key Risk Factors Based on Materiality

- All of our stores are presently located in Gujarat. However, we plan to expand into new geographies and may be exposed to significant liability and could lose some or all of our investment in such regions, as a result of which our business, financial condition and results of operations could be adversely affected.
- All the properties on which we run our stores are taken on rent/lease by us and many of them have been taken by us from third parties on short term lease/rent basis. Any disruption of rent agreements so entered by us or any objections from the owners of these properties to let us continue our operations or vacate those properties on short notice may have a material and adverse impact on the business of our Company. Further, some of our lease agreements may have certain irregularities because of which we may be unable to effectively enforce our leasehold rights which may have a material and adverse impact on the business of our Company.
- We have significant working capital requirements and our inability to meet the working capital requirements may have an adverse effect on our results of operations.
- If we are unable to maintain an optimal level of inventory, our business, results of operations, financial condition and cash flows may be adversely affected.
- We intend to utilise a portion of the Net Proceeds for funding our capital expenditure requirements. This includes Purchase of Existing Store of the company located at Nana Chiloda, Ahmedabad and Purchase of fit-outs for Three (3) new stores, which may be subject to the risk of unanticipated delays in implementation, cost overruns and other project risks and uncertainties.
- There are certain proceedings involving our Company, our Directors, Promoters and KMP/SMP which if determined against us, may have an adverse effect on our business, cash flows and results of operations.
- There have been certain instances of delays and discrepancies in relation to certain statutory filings made or required to be filed by our Company with the RoC under applicable law and certain other non-compliances under Indian company law.
- There are certain discrepancies and non-compliances noticed in filing of returns and deposit of statutory dues with the taxation and other statutory authorities in the past. Any delay in payment of statutory dues by our Company in future, may result in the imposition of penalties, which could adversely impact our financials.
- Any negative cash flows in the future would adversely affect our cash flow requirements, which may adversely affect our ability to operate our business and implement our growth plans, thereby affecting our financial condition.
- The restated financial statements have been provided by peer reviewed chartered accountants who is not statutory auditor of our Company.

ADDITIONAL INFORMATION FOR INVESTORS: This will include the following:

- Details of proposed /undertaken pre-issue placements from the DRHP filing date: Not Applicable.
- Transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the company by promoter(s) and promoter group(s) from the DRHP filing date: None.
- Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company

S. No.	Shareholders	Pre issue shareholding as at the date of Advertisement		Post-issue shareholding as at Allotment ⁽³⁾			
		Number of Equity Shares ⁽²⁾	Share Holding (in %) ⁽²⁾	At the lower end of the price band (₹ 64.00)		At the upper end of the price band (₹ 68.00)	
				Number of Equity Shares ⁽²⁾	Share holding (in %) ⁽²⁾	Number of Equity Shares ⁽²⁾	Share holding (in %) ⁽²⁾
Promoters							
1	Bhikhabhai Shivdas Patel	6,78,000	10.41	6,78,000	7.64	6,78,000	7.64
2	Jignesh Amratbhai Patel	6,56,000	10.07	6,56,000	7.39	6,56,000	7.39
3	Harshal Daxeshkumar Patel	4,68,000	7.18	4,68,000	5.27	4,68,000	5.27
4	Rutwijkumar Maganbhai Patel	4,20,000	6.45	4,20,000	4.73	4,20,000	4.73
Total - A		22,22,000	34.11	22,22,000	25.02	22,22,000	25.02

S. No.	Shareholders	Pre issue shareholding as at the date of Advertisement		Post-issue shareholding as at Allotment ⁽³⁾			
		Number of Equity Shares ⁽²⁾	Share Holding (in %) ⁽²⁾	At the lower end of the price band (₹ 64.00)		At the upper end of the price band (₹ 68.00)	
				Number of Equity Shares ⁽²⁾	Share holding (in %) ⁽²⁾	Number of Equity Shares ⁽²⁾	Share holding (in %) ⁽²⁾
Promoter Group ⁽¹⁾							
1	Shital Bhikhabhai Patel	5,20,000	7.98	5,20,000	5.86	5,20,000	5.86
2	Bharatiben Daxeshkumar Patel	4,80,000	7.37	4,80,000	5.41	4,80,000	5.41
3	Mital Hitendra Patel	4,74,000	7.28	4,74,000	5.34	4,74,000	5.34
4	Maganbhai Ambaram Patel	3,68,849	5.66	3,68,849	4.15	3,68,849	4.15
5	Gitaben Maganbhai Patel	3,53,698	5.43	3,53,698	3.98	3,53,698	3.98
6	Daxeshkumar Sankalchand Patel	2,40,000	3.68	2,40,000	2.70	2,40,000	2.70
Total - B		24,36,547	37.40	24,36,547	27.44	24,36,547	27.44
Total Promoters & Promoters Group Shareholding (A + B)		46,58,547	71.51	46,58,547	52.46	46,58,547	52.46
Top 10 Shareholders (Other than Promoter and Promoter's Group)							
1	Ramila Vinod Patel	4,18,605	6.43	4,18,605	4.71	4,18,605	4.71
2	Harsh Pareshkumar Shah	3,90,699	6.00	3,90,699	4.40	3,90,699	4.40
3	Hardik Shah	3,80,696	5.84	3,80,696	4.29	3,80,696	4.29
4	Viney Equity Market LLP	2,57,577	3.95	2,57,577	2.90	2,57,577	2.90
5	Shubh Urban Evolution Private Limited	1,13,637	1.74	1,13,637	1.28	1,13,637	1.28
6	Mukeshkumar Gandlal Patel	73,274	1.12	73,274	0.83	73,274	0.83
7	Falguni Vishnukumar Patel	37,878	0.58	37,878	0.43	37,878	0.43
8	Paradise Markcom Private Limited	37,878	0.58	37,878	0.43	37,878	0.43
9	Kalavatiben Tulsibhai Patel	22,728	0.35	22,728	0.26	22,728	0.26
10	Sohil Jashubhai Shah HUF	22,728	0.35	22,728	0.26	22,728	0.26
Total - C		17,55,700	26.95	17,55,700	19.77	17,55,700	19.77
Total (A + B + C)		64,14,247	98.45	64,14,247	72.23	64,14,247	72.23

Notes:

- The Promoter Group shareholders are Shital Bhikhabhai Patel, Bharatiben Daxeshkumar Patel, Mital Hitendra Patel, Maganbhai Ambaram Patel, Gitaben Maganbhai Patel and Daxeshkumar Sankalchand PatelIncludes. all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of prospectus.
- Assuming full subscription in the Issue (fresh issue). The post-issue shareholding details as at allotment will be based on the actual subscription and the final Issue price and updated in the prospectus, subject to finalization of the basis of allotment. Also, this table assumes there is no transfer of shares by these shareholders between the date of the advertisement and allotment (if any such transfers occur prior to the date of prospectus, it will be updated in the shareholding pattern in the prospectus).

Investors Should read the RHP carefully, including the "Risk Factors" on the page 31 of the RHP before making any investment decision

BASIS FOR THE ISSUE PRICE



The "Basis of the issue price" on page 131 of the red herring prospectus has been updated with the above price band. Please refer to the website of the BRLM i.e. www.beelinemb.com for the "Basis of the issue price" updated with the above price band or scan the QR code for the "Basis for the Issue Price" updated with above price band.

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INDICATIVE TIMELINE FOR THE ISSUE

Submission of Bids:

- Bids at cut off price shall not be permitted for all category of investors.
- Downgrade modification and cancellation shall not be applicable to any category of investor.

BID / ISSUE PROGRAM

Anchor Investor Bidding Date		Monday, September 08, 2025	
Bid Opening Date	Tuesday, September 09, 2025	Initiation of Allotment/Unblocking of Funds/refunds (T + 2 Days)	On or before Monday, September 15, 2025
Bid Closing Date (Tday)	Thursday, September 11, 2025	Credit of Equity Shares to demat accounts of Allotees (T + 2 Days)	On or before Monday, September 15, 2025
Finalization of basis of allotment with the Designated Stock Exchange/ Allotment of Securities (T + 1 Day)	On or before Friday September 12, 2025	Commencement of Trading of Equity Shares on the Stock Exchanges/Listing Date (T + 3 Days)	On or before Tuesday, September 16, 2025

Timelines for Submission/Uploading of Application/Bid

Application Submission by Investors <ul style="list-style-type: none">For all physical application: Between 10.00 a.m. and 5.00 p.m. during Issue Period (except the Bid Closing Date)Electronic Applications (Online ASBA through 3-in-1 accounts) – Up to 4 pm on Bid Closing date i.e. T day.Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc) – Up to 3 pm on T day.Electronic Applications (Syndicate Non-Retail, Non-Individual Applications) – Up to 3 pm on T day.	<ul style="list-style-type: none">Physical Applications (Bank ASBA) – Up to 1 pm on T day.Physical Applications (Syndicate Non-Retail, Non-Individual Applications of QIBs and NIIIs) – Up to 12 pm on T day and Syndicate members shall transfer such applications to banks before 1 pm on T day.On the Bid Closing Date, the Bids shall be uploaded until 4.00 p.m. for all Bidders.Bid modification: From Issue Opening date upto 4.00 p.m. on T Day.UPI mandate acceptance /confirmation end time shall be at 5:00 pm on the Bid/Issue Closing Date.
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(Above information is only reference purpose only and may change from bank to bank and broker to broker. Investors are requested to contact their own bank/broker for specific details.)

ASBA*Simple, Safe, Smart way of Application- Make use of it !!!

***Applications Supported by Blocked Amount (ASBA) is a better way of applying to offer by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below. Mandatory in Public Issues from January 01, 2016. No cheque will be accepted.**

**UPI**
UNIFIED PAYMENTS INTERFACE

UPI-Now available in ASBA for Individual Investors and Non-institutional investors applying for amount up to ₹ 5,00,000. Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI – Now available in ASBA for Individual Investors and Non-institutional investors applying for amount up to ₹ 5,00,000 applying through Registered Brokers, DPs & RTAs. Individual Investors and Non-institutional investors applying for amount up to ₹ 5,00,000 also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account.

Investors have to apply through the ASBA process. “ASBA has to be availed by all the investors except anchor investor. UPI may be availed by Individual Investors and Non-institutional investors applying for amount up to ₹ 5,00,000. For details on the ASBA and the UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section “Issue Procedure” beginning on page 337 of the RHP. The process is also available on the website of Association of Investment Bankers of India (“AIBI”), the Stock Exchanges and in the General Information Document.

**ASBA forms can be downloaded from the website BSE Limited (“BSE”) and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in.*
***List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. Axis Bank Limited has been appointed as Sponsor Bank for the Issue, in accordance with the requirements of the SEBI circular dated November 1, 2018, as amended. For UPI related queries, investors can contact NPCI at the toll-free number- 18001201740 and Mail Id- ipo_upi@npci.org.in. For the list of UPI Apps and Banks live on IPO, please refer to the link www.sebi.gov.in. For Issue related grievance investors may contact: Beeline Capital Advisors Private Limited - Mr. Nikhil Shah (079 – 49185784) (mb@beelinemb.com).*

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS:

For information on the main objects and other objects of our Company, see “History and Corporate Structure” on page 192 of the Red Herring Prospectus. The Memorandum of Association of our Company is a material document for inspection in relation to the Issue. For further details, see the section “Material Contracts and Documents for Inspection” on page 410 of the Red Herring Prospectus.

LIABILITY OF MEMBERS OF THE COMPANY: Limited by shares.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: The Authorized share capital of the Company is ₹ 9,00,00,000 divided into 90,00,000 Equity Shares of face value of ₹ 10/- each. The issued, subscribed and paid-up share capital of the Company before the Issue is ₹ 6,51,51,140 divided into 65,15,154 Equity Shares of ₹ 10 each. For details of the Capital Structure, see “Capital Structure” on the page 92 of the Red Herring Prospectus.

NAMES OF THE 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 for by them at the time of signing of the Memorandum of Association of our Company: Jignesh Amrathbhai Patel – 30,000 Equity Shares, Bhikhabhai Shivdas Patel – 30,000 Equity Shares, Rutwikumar Maganbhai Patel – 30,000 Equity Shares and Harshal Daxeshkumar Patel – 30,000 Equity Shares. For details of the Capital Structure, see “Capital Structure” on the page 92 of the Red Herring Prospectus.

DISCLAIMER CLAUSE OF SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI”): Since the Issue is being made in terms of Chapter IX of the SEBI (CDR) Regulations, 2018, the Red Herring Prospectus/Prospectus will be filed with SEBI. In terms of the SEBI Regulations, the SEBI shall not issue any observation on the offer Document. Hence there is no such specific disclaimer clause of SEBI. However, investors may refer to the entire Disclaimer Clause of SEBI beginning on page 315 of the RHP

DISCLAIMER CLAUSE OF BSE (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the permission given by BSE Limited (“BSE”) should not in any way be deemed or construed that the contents of the Prospectus or the price at which equity shares are offered has been cleared, solicited or approved by BSE nor does it certify the correctness, accuracy or completeness of any of the contents of the Prospectus. The investors are advised to refer to page 316 of the Red Herring Prospectus for the full text of the “Disclaimer Clause of the SME Platform of BSE”.


CREDIT RATING: This being the issue of Equity Shares, no credit rating is required.

DEBENTURE TRUSTEE: This being the issue of Equity Shares, the appointment of Trustees is not required.

IPO GRADING: Since this issue is made in terms of Chapter IX of the SEBI (ICDR) Regulations, there is no requirement of appointing an IPO Grading Agency.

GENERAL RISK: Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of our Company and this Issue, including the risks involved. The Equity Shares 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 31 of the Red Herring Prospectus.

BOOK RUNNING LEAD
MANAGER TO THE ISSUE

**BEELINE CAPITAL ADVISORS
PRIVATE LIMITED**

SEBI Registration Number: INM000012917
Address: B 1311-1314, Thirteenth Floor, Ship Corporate Park, Rajpath Rangoli Road, Thaltej, Ahmadabad-380054, Gujarat, India.
Telephone Number: 079 4918 5784
Email Id: mb@beelinemb.com
Investors Grievance Id: ig@beelinemb.com
Website: www.beelinemb.com
Contact Person: Mr. Nikhil Shah
CIN: U67190GJ2020PTC114322

REGISTRAR TO THE ISSUE

**MUFG INTIME INDIA PRIVATE LIMITED**
(Formerly known as Link Intime India Private Limited)

SEBI Registration Number: INR000004058
Address: C-101, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West)- 400083, Mumbai City, Mumbai, Maharashtra, India
Tel. Number: +91 8108114949
Email Id: jayambe.smeipo@in.mpms.mufg.com
Investors Grievance Id: jayambe.smeipo@in.mpms.mufg.com
Website: https://in.mpms.mufg.com/
Contact Person: Ms Shanti GopalKrishnan
CIN: U67190MH1999PTC118368

COMPANY SECRETARY
AND COMPLIANCE OFFICER

**JAY AMBE SUPERMARKETS LIMITED**
Renuka Trikha

Registered Office: A001, Shubh Vivid, Por Kudasán, Village- Kudasán, Gandhinagar, Gujarat-382421, India
Telephone No.: +916358027675
E-Mail: cs@citysquaremart.com
Website: www.citysquaremart.com

Investors can contact the Company Secretary and Compliance Officer or the BRLM or the Registrar to the Issue in case of any pre-issue or post-issue related problems, such as 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 issue related queries and for redressal of complaints, investors may also write to the BRLM.

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 Issue. Full copy of the Red Herring Prospectus is available on the website of the SEBI at www.sebi.gov.in, website of the Company at www.citysquaremart.com the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE SME i.e. www.bseindia.com, respectively.

AVAILABILITY OF THE ABRIDGED PROSPECTUS: A copy of the Abridged Prospectus is available on the website of the Company at www.citysquaremart.com the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE SME i.e. www.bseindia.com, respectively.

AVAILABILITY OF BID-CUM-APPLICATION FORMS: Bid-Cum-Application forms can be obtained from the Registered Office of the Company: JAY AMBE SUPERMARKETS LIMITED, Telephone: +916358027675; BRLM: Beeline Capital Advisors Private Limited, Telephone: +91 079 4918 5784 and the Syndicate Member: Spread X Securities Private Limited; Telephone: +91 79 6907 2018 and at the selected locations of the Sub-Syndicate Members, Registered Brokers, RTAs and CDPs participating in the Issue. Bid-cum-application Forms will also be available on the websites of BSE and the designated branches of SCSBs, the list of which is available at websites of the stock exchanges and SEBI.

SYNDICATE MEMBER: Spread X Securities Private Limited

SUB-SYNDICATE MEMBER: Not Applicable

BANKER TO THE ISSUE/ ESCROW COLLECTION BANK AND REFUND BANK/ PUBLIC ISSUE ACCOUNT BANK: Axis Bank Limited.

SPONSOR BANKS: Axis Bank Limited.

UPI: UPI Bidders can also bid through UPI mechanism.

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

On behalf of Board of Directors
For, Jay Ambe Supermarkets Limited
sd/-
Jignesh Amrathbhai Patel
Chairman and Managing Director

Place: Gandhinagar
Date: September 03, 2025

Disclaimer: Jay Ambe Supermarkets Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public issue of its Equity Shares and has filed the RHP with the Registrar of Companies, Gujarat at Ahmedabad on September 02, 2025 and thereafter with SEBI and the Stock Exchanges. The RHP is available on the websites of SEBI at www.sebi.gov.in, website of the Company at www.citysquaremart.com, the website of the BRLM to the Issue at www.beelinemb.com, the website of BSE SME i.e. www.bseindia.com, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to the same, please refer to the RHP including the section titled “Risk Factors” beginning on page 31 of the Red Herring Prospectus.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “Securities Act”) or any state securities laws in the United States, and unless so registered, and may not be issued or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in accordance with any applicable U.S. state securities laws. The Equity Shares are being Offered and sold outside the United States in “offshore transactions” in reliance on Regulation S under the Securities Act and the applicable laws of each jurisdiction where such Offers and sales are made. There will be no public offering in the United States.

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WINRO COMMERCIAL (INDIA) LIMITED
CIN: L51226MH1983PLC165499
Regd. Office: 209/210, Arcadia Building, 2nd Floor, 195, Nariman Point, Mumbai - 400 021, Telephone: 022-40198600, Fax: 022-40198650, E-mail id: winro.investor@gcvl.in, Website: www.winrocommercial.com

NOTICE OF THE 42ND (FORTY-SECOND) ANNUAL GENERAL MEETING TO BE HELD THROUGH VIDEO CONFERRING OR OTHER AUDIO VISUAL MEANS & E-VOTING INFORMATION

NOTICE is hereby given that the **Forty-Second (42nd)** Annual General Meeting (“AGM”) of the Company will be held on **Thursday, 25th September, 2025 at 11.30 A.M.** via Video Conference / Other Audio Visual Means (VC/OAVM) to transact the business as mentioned in the Notice convening the AGM.

Pursuant to General circular No. 20/2020 dated 5th May, 2020 and the subsequent circulars issued from time to time, the latest being General Circular No. 09/2024 dated 19th September, 2024 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 and other applicable circulars and notifications currently in force issued by the Securities and Exchange Board of India (SEBI), and in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 42nd AGM of the Company is being conducted through VC/OAVM, without the physical presence of the shareholders at a common venue. Shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

DISPATCH OF AGM NOTICE, ANNUAL REPORT AND RELATED INFORMATION:

The Company’s Annual Report for the financial year 2024-25, containing, inter-alia, the Notice convening the AGM and other documents required to be attached thereto, has been sent on Tuesday, 02nd September 2025 by electronic mode to all the members whose email addresses are registered with the Company/Depositories Participants (“DPs”)/Registrar and Transfer Agent (“RTA”), in accordance with the aforesaid MCA Circulars and Listing Regulations.

Additionally, in compliance with Regulation 36(1)(b) of the Listing Regulations, a written communication containing the web link and QR code to access the AGM Notice and Annual Report for the financial year 2024–25 was also sent to Members whose e-mail addresses are not registered with the Company, its Registrar and Transfer Agent (RTA), or Depository Participant (DP).

In case members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company’s Registrar and Share Transfer Agent MUFG Intime India Private Limited, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli West, Mumbai- 400 083. Members may note that the copy of Notice of 42nd AGM and Annual Report for Financial Year 2024-25 will be available on the website of the Company, viz., www.winrocommercial.com and on the website of the Stock Exchanges viz., BSE Limited at www.bseindia.com respectively and also on the website of National Securities and Depositories Limited (“NSDL”) viz., www.evoting.nsdl.com.

BOOK CLOSURE FOR AGM:

Notice is hereby given that pursuant to Section 91 and other applicable provisions of the Companies Act, 2013 and Regulation 42 of Listing Regulations, that the Register of Members and Share Transfer Books of the Company will be closed from Thursday, 18th September 2025 to Thursday, 25th September 2025 both days inclusive for the purpose of AGM.

VOTING THROUGH ELECTRONIC MODE (E-VOTING):

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the Listing Regulations, the Company is pleased to provide all its Members the facility to cast their vote electronically, through the remote e-voting services provided by NSDL. Members of the Company holding shares in physical or dematerialized form as on the cut-off date i.e. Thursday, 18th September 2025, may cast their vote through remote e-voting.

All the Members are informed that:

(a) all the business as set out in the Notice of 42nd AGM may be transacted through remote e-voting;

(b) the remote e-voting shall commence on Sunday, 21st September 2025 at 9.00 a.m. IST;

(c) remote e-voting shall end on Wednesday, 24th September 2025 at 5.00 p.m. IST;

(d) remote e-voting shall not be allowed beyond 5.00 p.m. on Wednesday, 24th September, 2025.

(e) the facility for voting through electronic voting system shall also be made available for Members present at the AGM.

(f) Member may participate in the AGM even after exercising his vote, by remote e-voting, but shall not be allowed to vote again in the AGM.

(g) Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(h) Only a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date Thursday, 18th September 2025 shall be entitled to avail the facility of remote e-voting or voting through electronic voting system at the AGM.

(i) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of this Notice and holding shares as on the cut-off date i.e. Thursday, 18th September 2025, may obtain the login ID and password by sending an e-mail to evoting@nsdl.com. However, if the member is already registered with NSDL for e-voting then the existing user ID and password can be used for remote e-voting.

The detailed procedure for remote e-voting and voting electronically during the 42nd AGM, for members holding shares in dematerialized mode, in physical mode, and for those who have not registered their e-mail addresses, is provided in the Notice of the 42nd AGM.

SCRUTINIZER DETAILS:

Ms. Avani Gandhi (Membership No. F9220), Proprietor of M/s. Avani Gandhi & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process (both remote e-voting and e-voting at the AGM) in a fair and transparent manner.

CONTACT DETAILS FOR E-VOTING ASSISTANCE:

In case of any queries relating to e-voting, Members may refer to the FAQs for Shareholders and the e-voting user manual available in the download section of www.evoting.nsdl.com, or call on Tel. No.: 022-48867000, or send a request to evoting@nsdl.com. In case of any grievances connected with the facility of remote e-voting, Members may contact Ms. Rimpal Bag, NSDL, 4th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, or e-mail at evoting@nsdl.com


QUICK ACCESS TO ANNUAL REPORT:

Members may scan the below QR code to directly access the Company’s Annual Report for financial year 2024–25 and the Notice convening the 42nd AGM.

For the Annual Report of the Company:

For Notice of AGM:

For Winro Commercial (India) Limited
Sd/-
Jitendra Parihar
Company Secretary
Membership No.: A40734
Date: September 02, 2025
Place: Mumbai

**UCAL LIMITED**
(Formerly known as UCAL Fuel Systems Limited)
Regd Office: 11B/2 (S.P) 1st Cross Road, Ambattur Industrial Estate, Chennai - 600 058.
Tel. No: 044-6654 4719, E-mail: investor@ucal.com, Website: www.ucal.com, CIN: L31900TN1985PLC012343

INFORMATION REGARDING 39th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO - VISUAL MEANS (OAVM)

Notice is hereby given that the 39th Annual General Meeting ("AGM") of the Company will be held on Monday, the 29th September, 2025 at 03:00 P.M (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility, in accordance with General Circulars dated 19th September 2024, read together with Circulars dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 14th December 2021, 5th May 2022, 28th December 2022 and 25th September 2023, issued by Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024, issued by the Securities and Exchange Board of India ("SEBI circulars") without the physical presence of the Members at the common venue.

1. Dispatch of Annual Report

In compliance with the above Circulars, electronic copies of the Notice of the 39th AGM and the Annual Report for the year 2024-25 have been sent on Tuesday, September 2nd, 2025 through email to all those Members, whose email addresses are registered with the Company or with their respective Depository Participants ("Depository"). The Notice of the AGM and the Annual Report- will also be made available on the Company's website www.ucal.com, and on the website of the Stock Exchanges, i.e BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

Additionally, Members whose email addresses are not registered, a letter will be sent at their registered address providing the web-link and exact path where complete details of the Annual Report are available and who wish to receive a physical copy of the Annual Report 2024-25 may specifically request the same by sending an e-mail to investor@ucal.com.

Members who have not registered the e-mail address, are requested to register / update the same to receive copies of the Annual report, Notice of AGM and other communications from the Company electronically.

2. Manner of registering / updating E-mail Address:

Members holding shares in electronic form and who have not updated their email or KYC details are requested to register / update the details in their demat account as per the process advised by their Depository. Members holding shares in physical mode and who have not updated their email address or KYC details are requested to register / update the details in the prescribed Form ISR-1 with Integrated Registry Management Services Private Limited, "Kences Towers", 2nd Floor, No.1 Ramakrishna Street, North Usman Road, T. Nagar, Chennai - 600017 or email at einward@integratedindia.in.

The format of Form ISR-1 is available on the Company's website at www.ucal.com.

3. Participation in AGM through VC / OAVM

In accordance with the MCA Circulars and the SEBI Circulars, Members can join and participate in the AGM through VC / OAVM facility only. The instructions for joining the AGM and the manner of participation in the remote electronic voting or casting vote through the e-voting system during the AGM are provided in the Notice of the AGM. Members participating through the VC / OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. Manner casting vote(s) on Resolutions placed before the AGM through e-voting

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the Company is providing e-voting facility to its members to exercise their votes electronically for transacting the items of business enumerated in Notice of the 39th AGM through National Securities Depository Limited. The remote e-voting period commences on Thursday, 25th September 2025 (9.00 a.m.) and ends on Sunday, 28th September 2025 (5.00 p.m.). During this period, Members holding shares either in physical form or in dematerialized form, as on Monday, 22nd September 2025 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

By Order of the Board
For Ucal Limited
Sd/-
S. Narayan
Company Secretary

Place : Chennai
Date : 02.09.2025

Ahmedabad

epaper.financialexpress.com