


<p><b>APPLICATION FORM FOR ELIGIBLE PUBLIC SHAREHOLDERS OF THE COMPANY AND RENOUNCES ONLY USING ASBA FACILITY</b></p>	 <b>NHC FOODS LIMITED</b>  <b>Corporate Identification Number:</b> L15122GJ1992PLC076277  <b>Registered Office:</b> Survey No. 777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Valsad - 396175, Gujarat, India;  <b>Corporate Office:</b> 419/420, C Wing, Atrium 215, Andheri-Kurla Road, Chakala, Andheri East, J. B. Nagar, Mumbai – 400059, Maharashtra, India  <b>Telephone:</b> +91 8104472565  <b>Contact Person:</b> Mrs. Alesha Hakim Khan, Company Secretary & Compliance Officer;  <b>E-mail:</b> cs@nhcgroup.com; Website: www.nhcgroup.com	<p style="text-align: center;"><b>NOT INTENDED FOR ELIGIBLE PUBLIC SHAREHOLDERS IN THE UNITED STATES</b></p> <table border="1" style="width: 100%;"> <tr> <td data-bbox="963 163 1154 195"><b>ISSUE OPENS ON</b></td> <td data-bbox="1154 163 1523 195">THURSDAY, DECEMBER 05, 2024</td> </tr> <tr> <td data-bbox="963 195 1154 285"><b>LAST DATE FOR ON MARKET RENUNCIATION*</b></td> <td data-bbox="1154 195 1523 285">THURSDAY, DECEMBER 12, 2024</td> </tr> <tr> <td data-bbox="963 285 1154 352"><b>ISSUE CLOSES ON**</b></td> <td data-bbox="1154 285 1523 352">WEDNESDAY, DECEMBER 18, 2024</td> </tr> </table> <p><i>Eligible Public Shareholders are requested to ensure that renunciation thS it may determine from time to time but not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.</i></p>	<b>ISSUE OPENS ON</b>	THURSDAY, DECEMBER 05, 2024	<b>LAST DATE FOR ON MARKET RENUNCIATION*</b>	THURSDAY, DECEMBER 12, 2024	<b>ISSUE CLOSES ON**</b>	WEDNESDAY, DECEMBER 18, 2024
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Application No.								
Collecting SCSB's Sign & Seal								
<p>Please read the Letter of Offer dated November 19, 2024 (“<b>Letter of Offer</b>” or “<b>LOF</b>”), the Abridged Letter of Offer, the Rights Entitlement Letter and instructions on the reverse of this Application Form carefully. All capitalised terms not defined herein shall carry the same meaning as ascribed to them in the Letter of Offer.  <b>DO NOT TEAR OR DETACH ANY PART OF THIS APPLICATION FORM</b>  THIS DOCUMENT IS NOT NEGOTIABLE.</p>								
<p><b>ISSUE OF UP TO 47,42,00,000 EQUITY SHARES OF FACE VALUE OF ₹1/- (RUPEE ONE ONLY) (“RIGHTS EQUITY SHARES”) EACH AT A PRICE OF ₹1/- PER RIGHTS EQUITY SHARE AGGREGATING UP TO ₹4,742.00 LAKHS* ON A RIGHTS BASIS TO THE ELIGIBLE PUBLIC SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 4 (FOUR) RIGHTS EQUITY SHARES FOR EVERY 1 (ONE) FULLY PAID-UP EQUITY SHARE HELD BY THE ELIGIBLE PUBLIC SHAREHOLDERS AS ON THE RECORD DATE, NOVEMBER 26, 2024 (“THE ISSUE”). FOR FURTHER DETAILS, KINDLY REFER TO THE CHAPTER TITLED “TERMS OF THE ISSUE” BEGINNING ON PAGE 214 OF THE LETTER OF OFFER.</b></p> <p><i>*Assuming full subscription with respect to Rights Equity Shares</i>  <b>Payment Schedule of Rights Equity Shares</b>  ₹1 per Rights Equity Share shall be payable on Application.  <i>*For further details, please see the section entitled “Terms of the Issue” on page 214 of the Letter of Offer.</i></p>								

To,

Date: \_\_\_\_\_

The Board of Directors,  
**NHC FOODS LIMITED**

Dear Sirs,

- I/We hereby accept and apply for Allotment of the Rights Equity Shares (including additional Rights Equity Shares, if applicable) mentioned in Block I of Point 5 below in response to the Abridged Letter of Offer/Letter of Offer dated November 19, 2024 and any addendum thereto, offering the Equity Shares to me/us on rights basis.
- I/We agree to pay the amount specified in **Block II of Point 5** below at the rate of ₹1/- per Rights Equity Share payable on Application on the total number of Rights Equity Shares specified in **Block I of Point 5** below.
- I/We agree to accept the Rights Equity Shares Allotted to me/us and to hold such Rights Equity Shares upon the terms and conditions of the Abridged Letter of Offer, Letter of Offer, this Application Form, Rights Entitlement Letter and subject to the provisions of the Companies Act, 2013, SEBI ICDR Regulations, as applicable and the rules made thereunder and the Memorandum and Articles of Association of the Company.
- I/We undertake that I/we will sign all such other documents and do all other such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares in respect of which this application may be accepted.
- I/We also agree to accept the Rights Equity Shares subject to laws, as applicable, guidelines, circulars, rules, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI/Government of India/RBI and/or other authorities.
- I/We hereby solemnly declare that I am/we are not applying for the Rights Equity Shares in contravention of section 269SS of the Income-tax Act.
- I/We authorise you to place my/our name(s) on the Register of Shareholders / Register of Beneficial Shareholders of the Company.

**I/we hereby accept and confirm the following:**

I/We understand that neither the Rights Entitlement nor the Equity Shares have been, or will be, registered under the United States Securities Act of 1933, as amended (the “US Securities Act”) or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the “United States”) except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act. I/ we understand the offering to which this application relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlement for sale in the United States, or as a solicitation therein of an offer to buy any of the said Equity Shares or Rights Entitlement in the United States. Accordingly, I/ we understand that this application should not be forwarded to or transmitted in or to the United States at any time. I/ we understand that none of the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who we, the Registrar, the Lead Manager or any other person acting on behalf of the Company has reason to believe is in the United States, or if such person is outside India and the United States, such person is not a corporate shareholder, or is ineligible to participate in the Issue under the securities laws of their jurisdiction. I/We will not offer, sell or otherwise transfer any of the Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

I/ We understand and agree that the Rights Entitlement and Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S under the US Securities Act (“Regulation S”), or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. I/We (i) am/are, and the person, if any, for whose account I/we am/are acquiring such Rights Entitlement, and/or the Equity Shares, is/are outside the United States, and (ii) is/are acquiring the Rights Entitlement and/or the Equity Shares in an offshore transaction meeting the requirements of Regulation S.

I/ We acknowledge that the Company, the Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.” In cases where multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, including cases where an Investor submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected. Investors are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, the Lead Manager and the Registrar not having any liability to the Investor. The plain paper Application format will be available on the website of the Registrar at <https://www.skylinerta.com/>.

I/ We acknowledge that Our Company, the Lead Manager and the Registrar shall not be responsible if the Applications are not uploaded by SCSB or funds are not blocked in the Investors’ ASBA Accounts on or before the Issue Closing Date”.



## GENERAL INSTRUCTIONS

- (a) Please read the Letter of Offer carefully to understand the Application process and applicable settlement process.
- (b) The Application Form can be used by both the Eligible Public Shareholders and the Renounees.
- (c) Please read the instructions on the Application Form sent to you. Application should be complete in all respects. The Application Form found incomplete with regard to any of the particulars required to be given therein, and/or which are not completed in conformity with the terms of the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form are liable to be rejected. The Application Form must be filled in English.
- (d) In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI Rights Issue Circulars and ASBA Circulars, all Investors desiring to make an Application in this Issue are mandatorily required to use the ASBA process. For details, see "Procedure for Application through the ASBA Process" on page 227 of the Letter of Offer. In case of non-receipt of Application Form, Application can be made on plain paper mentioning all necessary details as mentioned under the section entitled "Application on Plain Paper under ASBA process" on page 228 of the Letter of Offer. **Applications on plain paper will not be accepted from any address outside India.**
- (e) **Applications should be submitted to the Designated Branch of the SCSB or made online/electronic through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts. Please note that on the Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchange.**
- (f) Applications should not be submitted to the Banker to the Issue or Escrow Collection Bank(s) (assuming that such Escrow Collection Bank is not an SCSB), our Company or the Registrar to the Issue or the Lead Manager.
- (g) All Applicants, and in the case of Application in joint names, each of the joint Applicants, should mention their PAN allotted under the Income-tax Act, irrespective of the amount of the Application. Except for Applications on behalf of the Central or the State Government, the residents of Sikkim and the officials appointed by the courts, Applications without PAN will be considered incomplete and are liable to be rejected. With effect from August 16, 2010, the demat accounts for Investors for which PAN details have not been verified shall be "suspended for credit" and no Allotment and credit of Rights Equity Shares pursuant to this Issue shall be made into the accounts of such Investors.
- (h) Ensure that the demographic details such as address, PAN, DP ID, Client ID, bank account details and occupation ("**Demographic Details**") are updated, true and correct, in all respects. Investors applying under this Issue should note that on the basis of name of the Investors, DP ID and Client ID provided by them in the Application Form or the plain paper Applications, as the case may be, the Registrar to the Issue will obtain Demographic Details from the Depository. Therefore, Investors applying under this Issue should carefully fill in their Depository Account details in the Application. These Demographic Details would be used for all correspondence with such Investors including mailing of the letters intimating unblocking of bank account of the respective Investor and/or refund. **The Demographic Details given by the Investors in the Application Form would not be used for any other purposes by the Registrar to the Issue. Hence, Investors are advised to update their Demographic Details as provided to their Depository Participants. The Allotment Advice and the intimation on unblocking of ASBA Account or refund (if any) would be mailed to the address of the Investor as per the Indian address provided to our Company or the Registrar to the Issue or Demographic Details received from the Depositories. The Registrar to the Issue will give instructions to the SCSBs for unblocking funds in the ASBA Account to the extent Rights Equity Shares are not Allotted to such Investor. Please note that any such delay shall be at the sole risk of the Investors and none of our Company, the SCSBs, Registrar to the Issue or the Lead Manager shall be liable to compensate the Investor for any losses caused due to any such delay or be liable to pay any interest for such delay. In case no corresponding record is available with the Depositories that match three parameters, (a) names of the Investors (including the order of names of joint holders), (b) DP ID, and (c) Client ID, then such Application Forms are liable to be rejected.**
- (i) By signing the Application Forms, Investors would be deemed to have authorized the Depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.
- (j) For physical Applications through ASBA at Designated Branches of SCSB, signatures should be either in English or Hindi or in any other language specified in the Eighth Schedule to the Constitution of India. Signatures other than in any such language or thumb impression must be attested by a Notary Public or a Special Executive Magistrate under his/her official seal. The Investors must sign the Application as per the specimen signature recorded with the SCSB.
- (k) An Investor, participating in this Issue through the ASBA facility, are required to have an ASBA enabled bank account with an SCSB, prior to making the Application and required to provide necessary details, including details of the ASBA Account, authorizing the SCSB to block an amount equal to the Application Money in the ASBA Account mentioned in the Application Form. Please note that only those Investors who have a demat account can apply through ASBA facility. Eligible Public Shareholders holding Equity Shares in physical form as on Record Date can participate in the Issue by furnishing the details of their demat account along with other details as may be required, to the Registrar or our Company, at least two Working Days prior to the Issue Closing Date i.e. Friday, December 13, 2024.
- (l) Investors should provide correct DP ID and Client ID/ Folio number (for Eligible Public Shareholders who hold Equity Shares in physical form as on Record Date) while submitting the Application. Such DP ID and Client ID/ Folio number should match the demat account details in the records available with Company and/or Registrar to the Issue, failing which such Application is liable to be rejected. Investor will be solely responsible for any error or inaccurate detail provided in the Application. Our Company, the Lead Manager, SCSBs or the Registrar to the Issue will not be liable for any such rejections.
- (m) In case of joint holders and physical Applications through ASBA process, all joint holders must sign the relevant part of the Application Form in the same order and as per the specimen signature(s) recorded with the SCSB. In case of joint Applicants, reference, if any, will be made in the first Applicant's name and all communication will be addressed to the first Applicant.
- (n) All communication in connection with Application for the Rights Equity Shares, including any change in contact details of the Eligible Public Shareholders should be addressed to the Registrar to the Issue prior to the date of Allotment in this Issue quoting the name of the first/sole Applicant, Folio number (for Eligible Public Shareholders who hold Equity Shares in physical form as on Record Date)/DP ID and Client ID and Application Form number, as applicable. In case of any change in contact details of the Eligible Public Shareholders, the Eligible Public Shareholders should also send the intimation for such change to the respective depository participant, or to our Company or the Registrar to the Issue in case of Eligible Public Shareholders holding Equity Shares in physical form.
- (o) Investors are required to ensure that the number of Rights Equity Shares applied for by them do not exceed the prescribed limits under the applicable law.
- (p) Do not apply if you are ineligible to participate in this Issue under the securities laws applicable to your jurisdiction.
- (q) Do not submit the GIR number instead of the PAN as the application is liable to be rejected on this ground.
- (r) Avoid applying on the Issue Closing Date due to risk of delay/ restrictions in making any physical Application.
- (s) Do not pay the Application Money in cash, by money order, pay order or postal order.
- (t) Do not submit multiple Applications.
- (u) **Please note that credit of the rights entitlements in the demat account does not, per se, entitle the investors to the rights equity shares and the investors have to submit application for the rights equity shares on or before the issue closing date and make payment of the application money. For details, see "Terms of the Issue - procedure for application" on page 225 of the letter of offer.**
- (v) An Applicant being an OCB is required not to be under the adverse notice of RBI and in order to apply for this issue as an incorporated non-resident must do so in accordance with the FDI Circular 2020 and Foreign Exchange Management (Non-Debt Instrument) Rules, 2019.
- (w) Ensure that your PAN is linked with Aadhaar and you are in compliance with CBDT notification dated Feb 13, 2020 and press release dated June 25, 2021.

PLEASE NOTE THAT THE RIGHTS ENTITLEMENTS WHICH ARE NEITHER RENOUNCED NOR SUBSCRIBED BY THE INVESTORS ON OR BEFORE THE ISSUE CLOSING DATE SHALL LAPSE AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE.

#### LAST DATE FOR APPLICATION

The last date for submission of the duly filled in the Application Form or a plain paper Application is Wednesday, December 18, 2024, i.e., Issue Closing Date. Our Board / Rights Issue Committee may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date).

If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchange and the Application Money is not blocked with the SCSB, on or before the Issue Closing Date or such date as may be extended by our Board, the invitation to offer contained in the Letter of Offer shall be deemed to have been declined and our Board shall be at liberty to dispose of the Equity Shares hereby offered, as set out in the section entitled "Terms of the Issue - Basis of Allotment" on page 237 of the letter of offer.

Please note that on the Issue Closing Date, Applications through ASBA process will be uploaded until 5.00 p.m. (Indian Standard Time) or such extended time as permitted by the Stock Exchange.

Please ensure that the Application Form and necessary details are filled in. In place of Application number, Investors can mention the reference number of the e-mail received from Registrar to the Issue informing about their Rights Entitlement or last eight digits of the demat account. Alternatively, SCSBs may mention their internal reference number in place of application number.

#### WITHDRAWAL OF APPLICATION

A Shareholder who has applied in this Issue may withdraw their Application at any time during Issue Period by approaching the SCSB where application is submitted. However, no Investor shall withdraw their Application post the Issue Closing Date.

#### LIST OF SELF CERTIFIED SYNDICATE BANKS (SCSBs)

The list of banks that have been notified by SEBI to act as the SCSBs for the ASBA process is provided on the website of SEBI at [https://www.sebi.gov.in/sebiweb/ other/OtherAction.do?doRecognisedFpi=yes&intmId=34](https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34) and updated from time to time. For a list of branches of the SCSB s named by the respective SCSBs to receive the ASBA Forms from the Designated Intermediaries, please refer to the above-mentioned link.




Our Company is making this Issue on a rights basis to the Eligible Equity Shareholders and will dispatch the Abridged Letter of Offer, Application Form, Rights Entitlements Letter and other Issue material (i) only to e-mail addresses of the resident Eligible Equity Shareholders who have provided their e-mail addresses; (ii) physical delivery only to the Indian address of resident Eligible Equity Shareholders, on a reasonable effort basis, whose e-mail addresses are not available with our Company or the Eligible Equity Shareholders have not provided the valid email address to our Company; (iii) physical delivery only to the Indian addresses of the non-resident Eligible Equity Shareholders, on a reasonable effort basis, who have provided an Indian address to our Company or to their email address; and (iv) to the e-mail addresses of the foreign corporate or institutional shareholders.

The Letter of Offer will also be provided by our Company to any existing eligible Shareholder who makes a request in this regard. Shareholders can access the Final Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Equity Shares under applicable laws) on the websites of

- (i) our Company at [www.nhcgroupp.com](http://www.nhcgroupp.com);
- (ii) the Registrar to the Issue at <https://www.skylinerta.com/>;
- (iii) the Lead Manager, i.e., Finshore Management Services Limited at [www.finshoregroup.com](http://www.finshoregroup.com)
- (iv) the Stock Exchange at [www.bseindia.com](http://www.bseindia.com);

Eligible Public Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., <https://www.skylinerta.com>) by entering their DP ID and Client ID or Folio Number (for Eligible Public Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (i.e., [www.nhcgroupp.com](http://www.nhcgroupp.com)).

- (a) Frequently asked questions and online / electronic dedicated Shareholders helpdesk for guidance on the Application process and resolution of difficulties faced by the Shareholders: [grievances@skylinerta.com](mailto:grievances@skylinerta.com)
- (b) Updation of / e-mail address / phone or mobile number in the records maintained by the Registrar to the Issue or our Company: [grievances@skylinerta.com](mailto:grievances@skylinerta.com)
- (c) Updation of Indian address by way of sending an email to [grievances@skylinerta.com](mailto:grievances@skylinerta.com)
- (d) Updation of demat account details by Eligible Public Shareholders holding shares in physical form: [grievances@skylinerta.com](mailto:grievances@skylinerta.com)
- (e) Submission of self-attested PAN, client master sheet and demat account details by non-resident Eligible Public Shareholders: [grievances@skylinerta.com](mailto:grievances@skylinerta.com) / [kyc@skylinerta.com](mailto:kyc@skylinerta.com)

COMPANY	LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
		
<p><b>NHC Foods Limited</b>  <b>Registered Office:</b> Survey No. 777, Umarsadi Desaiwad Road, Village Umarsadi, Taluka Pardi, Valsad - 396175, Gujarat, India;  <b>Corporate Office:</b> 419/420, C Wing, Atrium 215, Andheri-Kurla Road, Chakala, Andheri East, J. B. Nagar, Mumbai – 400059, Maharashtra, India  <b>Telephone:</b> +91 8104472565  <b>Contact Person:</b> Mrs. Alesha Hakim Khan, Company Secretary &amp; Compliance Officer  <b>E-mail:</b> <a href="mailto:cs@nhcgroupp.com">cs@nhcgroupp.com</a>; <a href="http://www.nhcgroupp.com">www.nhcgroupp.com</a>  <b>CIN:</b> L15122GJ1992PLC076277</p>	<p><b>Finshore Management Services Limited</b>            "Anandlok", Block-A, 2nd Floor, Room No. 207, 227 A.J.C Bose Road, Kolkata-700020, West Bengal, India  <b>Telephone:</b> +91 33 2289510 / +91 33 4603 2561  <b>E-mail:</b> <a href="mailto:info@finshoregroup.com">info@finshoregroup.com</a>            Investor grievance E-mail: <a href="mailto:investors@finshoregroup.com">investors@finshoregroup.com</a>;  <b>Website:</b> <a href="http://www.finshoregroup.com">www.finshoregroup.com</a>;  <b>Contact person:</b> Mr. S. Ramakrishna Iyengar  <b>SEBI Registration No.:</b> INM000012185  <b>CIN:</b> U74900WB2011PLC169377</p>	<p><b>Skyline Financial Services Private Limited</b>            D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020  <b>Telephone:</b> 011-40450193-197  <b>Fax:</b> 011-26812683  <b>Email:</b> <a href="mailto:ipo@skylinerta.com">ipo@skylinerta.com</a>  <b>Website:</b> <a href="https://www.skylinerta.com/">https://www.skylinerta.com/</a>  <b>Investor Grievance Email Id:</b> <a href="mailto:grievances@skylinerta.com">grievances@skylinerta.com</a>  <b>Contact Person:</b> Mr. Anuj Rana  <b>SEBI Registration No:</b> INR000003241  <b>CIN:</b> U74899DL1995PTC071324</p>

Investors may contact the Registrar to the Issue or our Company Secretary and Compliance Officer for any pre-Issue or post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSB (in case of ASBA process), giving full details such as name, address of the Applicant, contact number(s), e-mail address of the sole/ first holder, folio number or demat account number, number of Rights Equity Shares applied for, amount blocked (in case of ASBA process), ASBA Account number and the Designated Branch of the SCSB where the Application Form, or the plain paper application, as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip (in case of ASBA process). For details on the ASBA process, please see the section entitled "Terms of the Issue" on page 214 of the Letter of Offer.