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### KFIN TECHNOLOGIES LIMITED

ENT 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 INDI

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INITIAL PUBLIC OFFERING OF UP TO [+] EQUITY SHARES OF FACE VALUE OF 7:10 EACH ("EQUITY SHARES") OF KFIN TECHNOLOGIES LIMITED ("COMPANY" OR "THE COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [+] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE ISSUER") FOR CASH AT A PRICE OF 7: [-] PER EQUITY SHARES ("INFO "COMPAND "OR "THE

"PROMOTER SELLING SHAREHOLDER"). THE OFFER SHALL CONSTITUTE [●]% OF THE POST-OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.							
Name of the Promoter Selling shareholder	Pre-Offer Equity Share holding	Number of Equity Shares being offered/amount					
GENERAL ATLANTIC SINGAPORE FUND PTE. LTD.	72.51%*, i.e. 123,009,706 Shares	Up to [●] Equity Shares aggregating up to ₹15,000 million					
*on a fully diluted basis							

The Offer is being made in accordance with Regulation 6(2) of the SEBI ICDR Regulations

QIB Portion: Not less than 75% of the Offer I Non-Institutional Portion: Not more than 15% of the Offer I Retail Portion: Not more than 10% of the Offer

PRICE BAND: ₹347 TO ₹366 PER FOURTY SHARE OF FACE VALUE OF ₹10 FACH

THE FLOOR PRICE IS 34.70 TIMES AND THE CAP PRICE IS 36.60 TIMES THE FACE VALUE OF THE EQUITY SHARES.
BIDS CAN BE MADE FOR A MINIMUM OF 40 EQUITY SHARES AND IN MULTIPLES OF 40 EQUITY SHARES THEREAFTER.

## RISKS TO INVESTORS Average cost of acquisition of Equity Shares for the Promoter Selling Shareholder is ₹74.06 per share Equity Share and Offer Price at upper end of the Price Band is ₹366 per Equity Share. Significant disruptions in our information technology systems or breaches of data security such as viruses, ransonware, spam attacks, phishing, and trojans, hacking, data theft and advance persistent threat, could see the price of th

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- Our erstwhile promoters are subject to ongoing investigations by enforcement agencies, including Enforcement Directorate, Ministry of Finance, Government of India ("ED") and the outcome of such investigations may adversely impact our Company and the market price of our Equity Shares. Our Company cevelved a freezing order from the ED, pursuant to which, the CP Group was, instructed not to alienately ell/transfer/ create any lien/ liability in respect of the KFin Subject Shares (aggregating to 14.12% of our Equity Share capital). The KFin Subject Shares are also subjected to a provisional attachment order issued by the ED for a period of 150 days starting from March 6, 2022; or until an order is passed by the adjudicating authority of PMLA permitting the transfer, disposal, parting with or otherwise dealing with the KFin Subject Shares. The outcome of such investigation involving our erstwhile promoters, including Mr. C. Parthasarathy may adversely impact our Company and the market price of our Equity Shares. Additionally, there are certain outstanding legal proceedings involving our Company, Subsidiaries, Group Companies and certain of our Directors with ED, CBI etc. Outcome of such legal proceedings have been disclosed to Universations. The amounts claimed in these proceedings have been disclosed to the extent ascertainable and include amounts claimed jointly and severally.

  The KFin Subject Shares, constituting 14.12% of the total equity shareholding of our Company, held by certain members of the CP Group will not enforce these encumbrances. In the event that any or all of these encumbrances in the fair full placet Shares are enforced by the lenders, the same may have an adverse impact on the market price of our Equity Shares.

  The weighted average cost of acquisition for all Equity Shares acquired in one year, 18 months and three years preceding the date of the Red Herring Prospectus is as set out below.

Jean-processing the material termination of the processing termina						
Period	Weighted average cost of acquisition (in ₹)	Cap Price is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price – Highest Price (in ₹)			
Last one year		•				
Last 18 months / three years	185.35	1.97	70.36 - 185.35			

Weighted average cost of acquisition, ("WACA") compared to floor price and cap price

Past transactions	Weighted average cost of acquisition (in ₹)	Floor price is ₹ 347	Cap price is ₹ 366
WACA of Primary Issuance	185.35	1.87 times	1.97 times
WACA of Secondary Transactions not exceeding 5% of the pre issue capital	N.A.	N.A.	N.A.

5. The details of Price Earnings Ratio, Earnings Per Share, Return on Networth and Net Asset Value Per share

FISCAL ZUZZ/ AS AL WIAICH ST, ZUZZ IS AS IUHUW	5.				
Name of the company	P/E	EPS	EPS	RoNW	NAV (₹ per
Name of the company		(Basic) (₹)	(Diluted) (₹)	(%)	equity share)
KFin Technologies Limited	39.10*	9.44	9.36	29.99	38.45
Computer Age Management Services Limited	39.37	58.73	58.41	49.32	132.43

Based on Diluted EPS and upper end of the price band

For further details and definitions, please refer the RHP

Note: Our Company received a letter dated December 9, 2022, from the Office of Additional Director, Directorate of Enforcement, Hyderabad Zonal Office on December 13, 2022 ("Authority", and such letter "ED Letter"). Pursuant to the ED Letter, the Authority has committed that the attainment made pursuant to the provisional attachment order dated March 2, 2022, issued by the ED has been confirmed by the Adjudicating Authority (PMLA), New Delhi vide its order dated December 1, 2022.

16.

Name of BRLMs

Kotak JP Morgan

ICICI Securities Limited

Common issues of above BRLMs

BID/OFFER CLOSES TODAY\*\*

# BID/OFFER PROGRAMME

PROGRAMME

UP mandate and date shall be all \$0.0p.m. on the Ball Offer Closing Date.

case of any revision in the Price Band, the Ball Offer Percol will be extended by at least three additional Working Days

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plants, barring after or similar communitarious, our Company and Promoter Saling Shareholder may, for reasons to

recoordin writing, earth of Ball Offer Percol of a minimum of three Working Days, subject the Ball Offer Percol

de described by Official three Managements on the Price Band and the revised Biol Offer Percol of, applicable, whall be

dely discernitated by in Official three Managements of the Saling Days, and the Saling Days, and the Saling Days and the Saling

responding Bid Amount will be blocked by the Self Certified Syndicate Banks ("SCSBs") or by the Sponsor Banks ler the UPI Machanism, as the case may be, to the extent of the respective Bid Amounts. Anchor investors are not the participate in the Offer through the ASBA Process. For further details, see "Offer Procedure" beginning on #464 of the RHP.

under flat Un frecuenties her bilde through the SSBA Process. For further details, see 'Offer Procedure' beginning on page 465 of the PIUP.

Bildester Applicants should ensure that DP ID, PAN, Client ID and UPI ID (for UPI Bildester bildings through the UPI enchanterial) are correctly filled in the Bild cam Applicator Form. The DP ID, PAN and Client ID of the UPI enchanterial are correctly filled in the Bild cam Applicator Form is liable to be rejected. Bildester Applicants should ensure that the beneficiary account provided in the Bild cum Application Form is sible. The Bild cum Application Form is sible to be rejected. Bildester Applicants should ensure that the beneficiary account provided in the Bild cum Application Form is active. Bildester Applications should not be that on the basis of the PAN, DP ID, Client ID and UPI ID for UPI Bildester and the Bildester Applications of the PAN, DP ID, Client ID and UPI ID for UPI Bildester and the PAN Bidders'Applicants' sole risk. Investors must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated Feb 13, 2020 and press release dated June 25, 2021. CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of the Company, please see the section "History and Certain Corporate Matters' for the Company Company of the Company please see the section" "History and Certain Corporate Matters' for the Company of the Company please see the section "History and Certain Corporate Matters" for the Company of the Company please see the section "History and Certain Companies" of the Company please see the section "History and Certain Companies" of the Company please of the Company please

relation to the Currer or American Company Limited by shares Impaction of page 50 MESS OF THE COMPANY Limited by shares AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the PHP. the AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the PHP. the AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the PHP. the AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the PHP. the AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the PHP. the AMOUNT OF SHARE CAPITAL OF THE CAPITAL STRUCTURE AND CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE AS ON THE CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE AS ON THE CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE AS ON THE CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE AS ON THE CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE AS ON THE CAPITAL STRUCTURE. AS ON THE CAPITAL STRUCTURE.

NAMES OF THE INITIAL SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: The initial signatories to the Memorandum of Association are Bharat Nádu Bobbil and Verkata Ram Mohan Karavadí who subscribed to 5000 Equity shares each, bearing face value of \$10.00 F or details of the share capital history and capital structure of our Company.

Issues closed below IPO Price on listing date

Significant disruptions in our information technology systems or breaches of data security such as viruses, ransomware, spam attacks, phishing, and trojans, hacking, data theft and advance persistent threat, could adversely affect our business and reputation.

Concentration Risk: Cur Company earns an average revenue of 60.79% from our mutual fund clients based on AAUM. A decline in the growth, value and composition of AAUM of the mutual funds managed by our clients may adversely impact the average revenue and profits earned by us from mutual funds.

Our past growth rates may not be indicative of our future growth, and if we are unable to adapt to evolving market trends, manage our growth or execute our strategies effectively, our business, financial condition and results of operations may be adversely affected.

One of our Group Companies, KSBL, is involved in several ongoing proceedings with SEBI in the nature of enquiry, prosecution and proceedings under Section 11B of the SEBI Act. Further, SEBI has passed orders pursuant to proceedings initiated against KSBL.

Client Concentration: In Fiscals 2020, 2021 and 2022 and six months ended September 30, 2021 and September 30, 2022, we derived 53.30%, 53.69%, 53.05%, 54.99%, and 50.82%, respectively, of our revenue from operations from our top five customers and the loss of one or more such clients could adversely affect our business and prospects.

We are subject to periodic inspections by SEBI and PFRDA, pursuant to our registration as an RTA and CRA, respectively. As a result of such inspections from SEBI, we have been issued certain administrative warnings, deficiency letters and observations in the past and certain adjudication proceedings have been initiated against us. Non-compliance with observations made by SEBI and PFRDA during these inspections could expose us to penallies and restrictions.

Our Promoters may not have adequate experience in the business activities undertaken by our Company. We cannot assure you that this lack of adequate experience in th

2021 to 23.23% In Fiscal 2022, primarily on account of certain non-recurring strends and to company will not receive any proceeds from the Offer for Sale. By the Promoter Selling Shareholder and our Company will not receive any proceeds from the Offer for Sale.

The 5 BRLMs associated with the Offer have handled 80 public issues in the past three Fiscal Years, out of which 26 issues closed below the offer price on the listing date.

Total Issues

19

delivered for filling with the Rock on accordance was used to be read the Red Herring Prospectus until the Bio Unite Australia Date, see "Material Confracts and Documents for Inspection" beginning on page 550 of the RHP DISCLAMER CLAUSE OF THE SECURITIES AND EXCHANGE DORADO FINION (FSBET): SEBI only gives its DISCLAMER CLAUSE OF THE SECURITIES AND EXCHANGE DORADO FINION (FSBET) SEBI only gives its and the Administration of the Properties of the Securities of

ot constitute approval of either sed to refer to pages 438 and 439

securities of the order document. In a view of the disclaimed clause of SEBI.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RPIP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RPIP. The investors are advised to refer to page 441 of the

Simple, Safe, Smart way of Application!!!

Mandatory in public issues. No cheque will be accepted.  If the Offer, in accordance with the requirements of the SEBI Circular dated Movember 1, 2018 as amended. For offer related queries, investors can contact NPCI at the toll free number. 1800/1201740 and mail 1d. in					ar: 18001201740 and mail ld: ipo.upi@npcl.org.in.	
BOOK RUNNING LEAD MANAGERS				REGISTRAR TO THE OFFER	Company Secretary and Compliance Officer	
FICICI Securities	kotak* Investment Banking	J.P.Morgan	<b>IIFL</b> SECURITIES	Jefferies	Bigshare Services Pvt. Ltd.	Alpana Uttam Kundu Selenium, Tower B, Ptot No- 31 & 32, Financial District, Nanakramguda, Serilingampally,
ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400025	Kotak Mahindra Capital Company Limited 27BKC, 1st Floor, Plot No. C – 27 "G" Block, Bandra Kurla Complex	J.P. Morgan India Private Limited J.P. Morgan Tower, Off CST Road, Kalina, Santacruz East, Mumbai – 400098, India	IFL Centre, Kamala City, Senapati Bapat Marg		Bigshare Services Private Limited Office No – S6 - 2, 6" Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Cayes	Hyderabad, Rangareddi – 500032, Telangana, India Telephone No.: +91 40 7961 5565 E-mail: compilance.corp@kintech.com

Vebsite: www.icicisecurities.com contact Person: Sumit Singh/ S EBI Registration No.: INM000 VAILABILITY OF THE RHP: Inve

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BRLMs, i.e.IC

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ALLABILITY OF BID CUM APPLICATION FO tal Company Limited, Telephone: +91 22 4336 0000, J.P. Morgan If the Sub-syndicate Members (as given below), SCSBs, Registered

For KFIN TECHNOLOGIES LIMITED

KFIN TECHNOLOGIES LIMITED is pro

bject to, the registration requirements of the U.S. Securities Act and accordingly, the Equity Sh curities Act, and (ii) outside the United States in "offshore transactions" as defined in and in reli

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