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DACHEPALLI PUBLISHERS LIMITED

CIN- U22110TG1998PLC028994

Our Company was originally incorporated at Hyderabad, Andhra Pradesh as “Dachepalli Publishers Private Limited” on 3rd March, 1998 under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Consequent upon the conversion of our Company to public limited company, the name of our Company was changed to “Dachepalli Publishers Limited” vide fresh certificate of incorporation dated 29th July, 2024 issued by the Central Processing Centre, Haryana. For further details please refer to chapter titled “History and Certain Corporate Matters” beginning on page 163 of this Red Herring Prospectus.

Registered Office: Plot No. 2/B, (C.F.AREA) I.D.A. Cherlapalli, Phase-II, Hyderabad, Telangana, India, 500051 Tel No: + 91-7207020941 | E-mail id: cs@dachepalli.com; | Website: www.dachepalli.com Contact Person: Mr. Anand Joshi, Company Secretary and Compliance Officer | CIN: U22110TG1998PLC028994

PROMOTERS OF OUR COMPANY: MR. VINOD KUMAR DACHEPALLI, MR. RUSHIKESH DACHEPALLY, MRS. MANJULA DACHEPALLI, MR. HARISH KUMAR DACHEPALLI AND MR. ABHINAV DACHEPALLY

“THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON THE SME PLATFORM OF BSE LIMITED (“BSE-SME”).

THE ISSUE

INITIAL PUBLIC OFFER OF UP TO 39,60,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH (“EQUITY SHARES”) OF DACHEPALLI PUBLISHERS LIMITED (THE “COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE, INCLUDING A SHARE PREMIUM OF RS. [●]/- PER EQUITY SHARE (THE “ISSUE PRICE”), AGGREGATING TO RS. [●] LAKHS (“THE ISSUE”), OF WHICH [●] EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE, AGGREGATING TO RS. [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTIONS BY THE MARKET MAKER TO THE ISSUE (THE “MARKET MAKER RESERVATION PORTION”). THE ISSUE LESS MARKET MAKER RESERVATION PORTION I.E., ISSUE OF UP TO [●] EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE, AGGREGATING TO RS. [●] LAKHS IS HERE IN AFTER REFERRED TO AS THE “NET ISSUE”. THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●]% AND [●]% RESPECTIVELY OF THE POST ISSUE PAIDUP EQUITY SHARE CAPITAL OF THE COMPANY.

IN TERMS OF RULE 19(2)(b) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED, THIS IS AN ISSUE FOR AT LEAST 25% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. THIS ISSUE IS A BOOK BUILT ISSUE AND ALLOCATION IN THE NET ISSUE TO THE PUBLIC WILL BE MADE IN TERMS OF REGULATION 253 OF SEBI (ICDR) REGULATIONS, AS AMENDED. FOR FURTHER DETAILS, PLEASE REFER “ISSUE PROCEDURE” ON PAGE 262 OF THE RED HERRING PROSPECTUS.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10/- EACH PRICE BAND: ₹100 TO ₹102 PER EQUITY SHARE OF FACE VALUE OF ₹10/- EACH

THE FLOOR PRICE IS 10.0 TIMES THE FACE VALUE AND CAP PRICE IS 10.20 TIMES THE FACE VALUE OF EQUITY SHARES

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FINANCIAL YEAR ENDED ON MARCH 31, 2025 AT THE FLOOR PRICE IS 14.58 TIMES AND AT THE CAP PRICE IS 14.87 TIMES.

THIS OFFER IS BEING MADE IN TERMS 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. IN TERMS OF RULE 229 (2) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957. FOR FURTHER DETAILS, SEE “ISSUE STRUCTURE” ON PAGE NO. 258 OF THE RED HERRING PROSPECTUS.

BIDS CAN BE MADE FOR A MINIMUM OF 2400 EQUITY SHARES AND IN MULTIPLES OF 1200 EQUITY SHARES THEREAFTER

BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

Our Company was originally incorporated at Hyderabad, Andhra Pradesh as “Dachepalli Publishers Private Limited” on 3rd March, 1998 under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Consequent upon the conversion of our Company to public limited company, the name of our Company was changed to “Dachepalli Publishers Limited” vide fresh certificate of incorporation dated 29th July, 2024 issued by the Central Processing Centre, Haryana.

Product/Service Offering

Dachepalli Publishers Limited is an established content-based educational publishing house dedicated to serving the K–12 segment across CBSE, ICSE, and State Board curriculums. We provide high-quality textbooks along with partnering with various schools ranging from the capacity of 100 to 50,000 students as a comprehensive academic support system. Our integrated content and support services are designed to empower educators, streamline academic delivery, and enhance student learning outcomes across all grade levels.

For more details, please refer chapter titled “*Our Business*” beginning on page 122 of this Red Herring Prospectus.

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE LIMITED. FOR THE PURPOSE OF THE ISSUE, BSE LIMITED SHALL BE THE DESIGNATED STOCK EXCHANGE. FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 262 OF THE RED HERRING PROSPECTUS. A COPY OF THE RED HERRING PROSPECTUS HAS BEEN DELIVERED FOR REGISTRATION TO THE REGISTRAR OF COMPANIES, HYDERABAD AS REQUIRED UNDER SECTION 26 OF THE COMPANIES ACT, 2013.

ALLOCATION OF THE ISSUE

QIB PORTION	NOT MORE THAN 50% OF THE NET ISSUE
INDIVIDUAL INVESTOR PORTION	NOT LESS THAN 35% OF THE NET ISSUE
NON-INSTITUTIONAL PORTION	NOT LESS THAN 15% OF THE NET ISSUE
MARKET MAKER PORTION	1,99,200 EQUITY SHARES OR 5.03% OF THE NET 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 INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.

The above provided price band is justified based on quantitative factors/KPIs as disclosed in the “*Basis for Issue Price*” chapter beginning on page 98 of the Red Herring Prospectus vis-à-vis the Weighted Average Cost of Acquisition (WACA) of primary and secondary transaction(s) as applicable disclosed in the “*Basis for Issue Price*” chapter beginning on page no. 98 of the Red Herring Prospectus and provided below in the advertisement.

ISSUE PROGRAM

ANCHOR BID OPENS ON: FRIDAY, DECEMBER 19, 2025

ISSUE OPENS ON: MONDAY, DECEMBER 22, 2025

ISSUE CLOSES ON: WEDNESDAY, DECEMBER 24, 2025

ASBA*

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

*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For further details check section on ASBA below.

MANDATORY IN PUBLIC ISSUES FROM JANUARY 01, 2016. NO CHEQUE WILL BE ACCEPTED.



UPI-Now available in ASBA for Individual Investors (“IIs”) **

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 applying through Registered Brokers, DPs & RTA. Individual Investors 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.

*ASBA has to be availed by all the investors except Anchor Investors (if any). UPI may be availed by IIs.

For details on the ASBA and 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 262 of the Red Herring Prospectus. The process is also available on the website of SEBI and Stock Exchanges in the General information Document. ASBA Forms can be downloaded from the website of SME Platform of BSE (“BSE” or “Stock Exchange”) and can be obtained from the list of banks that is displaying on 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. For the list of UPI Apps and Banks live on IPO, please refer to the link: www.sebi.gov.in. Kotak Mahindra 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.

RISKS TO INVESTORS

1. SUMMARY DESCRIPTION OF KEY RISK FACTORS BASED ON MATERIALITY

- Our business operations are majorly concentrated in certain geographical regions and any adverse developments affecting our operations in these regions could have a significant impact on our revenue and results of operations.
- We are dependent on third-party distributors, representatives and dealers for a substantial portion of our sales and any discontinuance from sales orders from any customer may affect our operations and could have an impact on our revenue and results of operations.
- We have experienced negative cash flows and any negative cash flows in the future could adversely affect our financial conditions and results of operations.
- Our Manufacturing facility is not owned by us. In the event we lose such rights, our Business, Financial Condition and Results of Operations and Cash Flows could be adversely affected.
- Our ability to enforce our intellectual property and proprietary rights may be limited, and any increase in unauthorized copying and distribution of our productions could harm our competitive position and materially adversely affect our business and results of operations.

2. DETAILS OF SUITABLE RATIOS

a) Basic and Diluted Earnings / (Loss) Per Share (“EPS”) as per AS 20 As per Restated Financial Statements

Based on Weighted Average

Particulars	Basic & Diluted EPS (in Rs.)	Weights
March 31, 2023	0.43	1
March 31, 2024	3.01	2
March 31, 2025	6.86	3
Weighted Average	4.51	
Period ended 30 th September, 2025	6.92	

Based on Simple Average

Particulars	Basic & Diluted EPS (in Rs.)	Weights
March 31, 2023	0.43	1
March 31, 2024	3.01	1
March 31, 2025	6.86	1
Simple Average	3.43	
Period ended 30 th September, 2025	6.92	

Notes:

1. The ratios have been computed as under:

• Note: The earnings per share have been calculated by dividing the net profit as restated, attributable to equity shareholders by restated weighted average number of Equity Shares outstanding during the period. Restated weighted average number of equity shares has been computed as per AS 20.;

• Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights.

b) Price Earning (P/E) Ratio in relation to the Issue Price of ₹100/- to ₹102/- per Equity Share of Face Value of ₹10/- each fully paid up.

Particulars	P/E (number of times) at the Floor Price	P/E (number of times) at the Cap Price
Based on Restated Financial Statements		
P/E ratio based on the Basic & Diluted EPS, as restated for FY 2024-25	14.58	14.87
P/E ratio based on the Weighted Average Basic & Diluted EPS	22.17	22.62
P/E ratio based on the Simple Average Basic & Diluted EPS	29.15	29.74

a) Return on Net worth (RoNW)

Particulars	RONW (%)	Weights
March 31, 2023	2.89%	1
March 31, 2024	16.79%	2
March 31, 2025	27.68%	3
Weighted Average	19.92%	
Period ended 30 th September, 2025	21.80%	

Notes:

Note: The RONW has been computed by dividing net profit after tax (as restated), by Net worth (as restated) as at the end of the year.

Weighted Average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. sum of (RoNW x Weight) for each year / Total of weights;

b) Net Asset Value (NAV)

Financial Year	NAV (Rs.)
March 31, 2023	14.93
March 31, 2024	17.94
March 31, 2025	24.80
Period ended 30th September, 2025	31.72
Issue Price	
(i) at Floor price	100
(ii) at Cap price	102
Net Asset Value per Equity Share after the Issue	
(i) at Floor price	49.77
(ii) at Cap price	50.30

Note:

1. The ratio has been computed as under: NAV has been calculated as net worth divided by Weighted average number of shares post effect of bonus issue.

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