

QUICK HEAL TECHNOLOGIES LIMITED



Security Simplified

Quick Heal Technologies Limited (the "Company/Issuer") was incorporated as CAT Computer Services Private Limited on August 7, 1995, at Pune, Maharashtra as a private limited company under the Companies Act, 1956. The name of our Company was changed from CAT Computer Services Private Limited to Quick Heal Technologies Private Limited and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Pune, Maharashtra to our Company on August 7, 2007. Thereafter, our Company was converted into a public limited company pursuant to approval of the shareholders at an extraordinary general meeting held on August 28, 2015 and consequently, the name of our Company was changed to Quick Heal Technologies Limited and a fresh certificate of incorporation consequent upon conversion to public limited company was issued by the Registrar of Companies, Pune, Maharashtra on September 8, 2015. For details of changes in the name and the registered office of our Company, see "History and Certain Corporate Matters" on page 159 of the Prospectus dated February 13, 2016 as supplemented by the Addendum-cum-Corrigendum dated February 16, 2016 (together the "Prospectus").

Registered and Corporate Office: Marvel Edge, Office No. 7010 C & D, 7th Floor, Opposite Neco Garden Society, Viman Nagar, Pune 411 014, India.
Contact Person: Vijay B. Shirode, Company Secretary and Compliance Officer; **Tel:** (91 20) 6681 3232; **Email:** cs@quickheal.co.in; **Website:** www.quickheal.com;
Corporate Identity Number: U72200MH1995PLC091408.

PROMOTERS OF OUR COMPANY: KAILASH SAHEBRAO KATKAR, SANJAY SAHEBRAO KATKAR, ANUPAMA KATKAR AND DR. CHHAYA KATKAR

BASIS OF ALLOTMENT

The Equity Shares are proposed to be listed on the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") and the trading will commence on February 18, 2016.

INITIAL PUBLIC OFFER OF 14,057,719 EQUITY SHARES OF FACE VALUE ₹ 10 EACH ("EQUITY SHARES") OF QUICK HEAL TECHNOLOGIES LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ 321 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 311 PER EQUITY SHARE) AGGREGATING UP TO ₹ 4,512.53 MILLION (THE "OFFER") CONSISTING OF A FRESH ISSUE OF UP TO 7,788,161 EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹ 2,500.00 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF 6,269,558 EQUITY SHARES BY KAILASH SAHEBRAO KATKAR, SANJAY SAHEBRAO KATKAR, SEQUOIA CAPITAL INDIA INVESTMENT HOLDINGS III AND SEQUOIA CAPITAL INDIA INVESTMENTS III (COLLECTIVELY, THE "SELLING SHAREHOLDERS") AGGREGATING UP TO ₹ 2,012.53 MILLION (THE "OFFER FOR SALE"). THE OFFER COMPRISES A NET OFFER TO THE PUBLIC OF 13,901,956 EQUITY SHARES (THE "NET OFFER") AND A RESERVATION OF 155,763 EQUITY SHARES AGGREGATING UP TO ₹ 50.00 MILLION FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED IN THE PROSPECTUS) (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER WOULD CONSTITUTE 20.07% OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL AND THE NET OFFER WOULD CONSTITUTE 19.85% OF OUR POST-ISSUE PAID-UP EQUITY SHARE CAPITAL.

THE OFFER PRICE :₹ 321 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH
THE OFFER PRICE IS 32.1 TIMES OF THE FACE VALUE
ANCHOR INVESTOR ISSUE PRICE: ₹ 321 PER EQUITY SHARE

Risks to Investors:

- (i) The three BRLMs associated with the Offer have handled twelve public issues in the past three years, out of which two issues closed below the Issue price on listing date.
- (ii) The price / earnings ratio based on annualised consolidated diluted EPS for the six months period ended September 30, 2015 for the Issuer at the upper end of the Price Band is as high as 41.05, as compared to the NIFTY 50 Index Price / Earnings ratio of 20.22 (as on January 29, 2016)
- (iii) There is no listed peer group company of the Issuer.
- (iv) Average cost of acquisition of the Equity Shares for Promoters who are also Selling Shareholders in IPO is ₹ 0.03144, average cost of acquisition of Equity Shares for other Selling Shareholders is ₹ 96.08 and the Public Offer at the upper end of the Price Band is as high as ₹ 321.

BID/OFFER OPENED ON*: FEBRUARY 08, 2016
BID/OFFER CLOSED ON: FEBRUARY 10, 2016

* The Anchor Investor Bid/ Offer Period was one Working Day prior to the Bid/ Offer Opening Date, i.e February 5, 2016.

In terms of Rule 19(2)(b)(ii) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "SCRR"), this is an Offer for at least such percentage of the post-Offer paid-up Equity Share capital of our Company which will be equivalent to ₹ 4,000.00 million calculated at the Offer Price. The Offer is made through the Book Building Process in compliance with regulation 26(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("SEBI ICDR Regulations"), wherein 50% of the Offer was allocated on a proportionate basis to qualified institutional buyers ("QIBs"). Our Company and the Selling Shareholders may, in consultation with the BRLMs, had allocated up to 60% of the QIB Portion to Anchor Investors ("Anchor Investor Portion") on a discretionary basis, out of which at least one-third was available for allocation to Mutual Funds only. Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remaining Net QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above Offer Price. Further, not less than 15% of the Offer was available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Offer was available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. Further, 155,763 Equity Shares was available for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received from them at or above Offer Price. All Bidders (other than Anchor Investors) shall participate in this Offer only through the ASBA process by providing the details of their respective bank accounts in which the corresponding Bid Amounts will be blocked by the SCSBs. For further details, see "Offer Procedure" on page 366 of the Prospectus.

The Offer received 350,644 Applications for 112,537,170 Equity Shares (before technical rejections) resulting in 8,005 times subscription. The details of the Applications received in the Offer from various categories are as under: (Before technical rejections)

Sl. No.	Category	No. of Applications	No. of Equity Shares	Equity Shares Reserved	No. of Times Subscribed
A	Retail Individual Investors	350,183	18,118,485	4,865,685	3.724
B	Non Institutional Investors	223	77,526,720	2,085,294	37.178
C	Qualified Institutional Bidders (excluding Anchor Investors)	20	12,605,805	2,780,391	4.534
D	Anchor Investors	13	4,248,180	4,170,586	1.019
E	Employee Investors	205	37,980	155,763	0.244
	Total	350,644	112,537,170	14,057,719	8.005

Final Demand

A summary of the final demand as per the BSE and the NSE as on the Bid/Offer Closing Date at different Bid prices is as under:

Bid Price	No. of Equity Shares	% of Total	Cumulative Total	Cumulative % of Total
311	142,515	0.13	142,515	0.13
312	10,395	0.01	152,910	0.14
313	2,385	0.00	155,295	0.14
314	1,710	0.00	157,005	0.14
315	33,795	0.03	190,800	0.17
316	40,545	0.04	231,345	0.21
317	18,000	0.02	249,345	0.23
318	6,300	0.01	255,645	0.23
319	3,420	0.00	259,065	0.24
320	7,155	0.01	266,220	0.24
321	92,808,225	84.69	93,074,445	84.93
9999	16,509,825	15.07	109,584,270	100.00
TOTAL	109,584,270	100.00		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE on February 15, 2016.

A. Allotment to Retail Individual Investors (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Retail Individual Investors, who have Bid at Cut-off Price or at the Offer Price of ₹ 321 per Equity Share was finalized in consultation with BSE. The category has been subscribed to the extent of 3.6214 times. The total number of Equity Shares Allotted in this category is 4,908,043 Equity Shares (including under subscribed portion of 42,358 Equity Shares spilled over from Employee Category) to 109,067 successful applicants. The category-wise details of the Basis of Allotment are as under:

Category	No. of Applications Received	% of Total	Total No. of Equity Shares applied	% to Total	No. of Equity Shares Allotted per Applicant	Ratio	Total No. of Equity Shares Allotted
45	330,434	95.93	14,869,530	83.66	45	19:60	4,708,125
90	6,283	1.82	565,470	3.18	45	19:60	89,460
135	2,066	0.60	278,910	1.57	45	19:60	29,430
180	1,340	0.39	241,200	1.36	45	19:60	19,080
225	639	0.19	143,775	0.81	45	19:60	9,090
270	650	0.19	175,500	0.99	45	19:60	9,270
315	613	0.18	193,095	1.09	45	19:60	8,730
360	207	0.06	74,520	0.42	45	19:60	2,970
405	101	0.03	40,905	0.23	45	19:60	1,440
450	327	0.09	147,150	0.83	45	19:60	4,680
495	83	0.02	41,085	0.23	45	19:60	1,170
540	110	0.03	59,400	0.33	45	19:60	1,575
585	1,613	0.47	943,605	5.31	45	19:60	22,995
28 Applicants out of 4442 Allottees from Serial no 2 to 13 have been allotted 1 (one) Additional share each						1:159	28

B. Allotment to Non Institutional Investors (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Non-Institutional Investors, who have Bid at the Offer Price of ₹ 321 per Equity Share, was finalized in consultation with the BSE. This category has been subscribed to the extent of 36.6374 times. The total number of Equity Shares Allotted in this category is 2,103,447 Equity Shares (including under subscribed portion of 18,153 Equity Shares spilled over from Employee Category) to 180 successful applicants. The category-wise details of the Basis of Allotment are as under: (sample)

Category	No. of Applications Received	% of Total	Total No. of Equity Shares applied	% to Total	No. of Equity Shares Allotted per Applicant	Ratio	Total No. of Equity Shares Allotted
630	13	6.40	8,190	0.01	45	5:13	225
675	6	2.96	4,050	0.01	45	1:3	90
720	1	0.49	720	0.00	45	1:1	45
765	5	2.46	3,825	0.00	45	2:5	90
810	1	0.49	810	0.00	45	1:1	45
900	6	2.96	5,400	0.01	45	1:2	135
990	5	2.46	4,950	0.01	45	3:5	135
1,125	1	0.49	1,125	0.00	45	1:1	45
1,260	3	1.48	3,780	0.00	45	2:3	90
1,350	5	2.46	6,750	0.01	45	4:5	180
1,395	1	0.49	1,395	0.00	45	1:1	45
1,530	11	5.42	16,830	0.02	45	10:11	450
1,575	9	4.43	14,175	0.02	45	1:1	405
1,620	2	0.99	3,240	0.00	45	1:1	90
1,710	1	0.49	1,710	0.00	47	1:1	47

C. Allotment to Employee Investors (After Technical Rejections) (including ASBA Applications)

The Basis of Allotment to the Employee Investors, who have Bid at the Offer Price of ₹ 321 per Equity Share, was finalized in consultation with the BSE. This category has been subscribed to the extent of 0.2230 times. The total number of Equity Shares Allotted in this category is 34,740 Equity Shares to 159 successful applicants. The category-wise details of the Basis of Allotment are as under:

Category	No. of Applications Received	% of Total	Total No. of Equity Shares applied	% to Total	No. of Equity Shares Allotted per Applicant	Ratio	Total No. of Equity Shares Allotted
45	43	27.04	1,935	5.57	45	1:1	1,935
90	29	18.24	2,610	7.51	90	1:1	2,610
135	18	11.32	2,430	6.99	135	1:1	2,430
180	8	5.03	1,440	4.15	180	1:1	1,440
225	3	1.89	675	1.94	225	1:1	675
270	5	3.14	1,350	3.89	270	1:1	1,350
315	16	10.06	5,040	14.51	315	1:1	5,040
360	3	1.89	1,080	3.11	360	1:1	1,080
405	5	3.14	2,025	5.83	405	1:1	2,025
450	3	1.89	1,350	3.89	450	1:1	1,350
495	4	2.52	1,980	5.70	495	1:1	1,980
540	1	0.63	540	1.55	540	1:1	540
585	21	13.21	12,285	35.36	585	1:1	12,285
TOTAL	159	100.00	34,740				34,740

D. Allotment to QIBs (excluding Anchor Investors)

The Basis of Allotment to QIBs who have Bid at the Offer Price of ₹ 321 per Equity Share has been done on a proportionate basis in consultation with the BSE. This category has been subscribed to the extent of 4.6182 times of the Net QIB Portion. As per the SEBI Regulations, Mutual Funds were Allocated 5% of the Equity Shares of Net QIB Portion available i.e. 142,046 Equity Shares (including under subscribed portion of 3,026 Equity Shares spilled over from Employee Category and other QIBs, including Mutual Funds, were Allocated the remaining available 2,698,857 (including under subscribed portion of 57,486 Equity Shares spilled over from Employee Category)) on proportionate basis. The total number of Equity Shares allotted in the QIB category is 2,840,903 Equity Shares, which were allotted to 20 successful Applicants. The category-wise details of the Basis of Allotment are as under:

Category	FIs/Banks	MFs	ICs	FPC	VCs	FII	Total
QIB	67,449	374,351	236,071	319,773	454,223	1,389,036	2,840,903

E. Allotment to Anchor Investors

Category	FIs/Banks	MFs	ICs	FPC	VCs	FII	Total
ANCHOR	-	1,708,830	644,386	623,070	-	1,194,300	4,170,586

The Company in consultation with the BRLMs have Allocated 4,170,586 Equity Shares to 10 Anchor Investors through 13 Applications at the Anchor Investor Offer Price of ₹ 321 per Equity Shares in accordance with the SEBI Regulations. This represents 60 % of the QIB Category.

The IPO Committee of the Company at it's meeting held on February 16, 2016, has approved the Basis of Allotment of the Equity Share approved by the Designated Stock Exchange, being BSE and Allotted the Equity Shares to various successful Applicants.

The Allotment Advice has been dispatched on or before February 17, 2016 to the address of the Investors as registered with the depositories. Further, instructions to the Self Certified Syndicate Banks have been dispatched / mailed on February 16, 2016. In case the same is not received within ten days, investors may contact the Registrar to the Offer at the address given below. The Equity Shares Allotted to the successful Applicants have been credited on February 16, 2016 to their beneficiary accounts subject to validation of the account details with the depositories concerned. Our Company is taking steps for completion of the necessary formalities to get the Equity Shares admitted for trading on the BSE and the NSE within six Working Days from the Bid/Offer Closing Date.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus.

INVESTORS PLEASE NOTE

These details of the Allotment made shall be hosted on the website of Registrar to the Offer, Link Intime India Private Limited at www.linkintime.co.in

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/ Sole applicant, Serial number of the Bid-Cum-Application form, number of Equity Shares bid for, name of the Member of the Syndicate, place where the bid was submitted and payment details at the address given below:



Link Intime India Private Limited

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai 400 078
Tel: (91 22) 6171 5400; Fax: (91 22) 2596 0329; E-mail: qhtl ipo@linkintime.co.in

Investor Grievance E-mail: qhtl ipo@linkintime.co.in; Website: www.linkintime.co.in; Contact Person: Shanti Gopalkrishnan
SEBI Registration No.: INR000004058

For QUICK HEAL TECHNOLOGIES LIMITED

On behalf of the Board of Directors

Place: Pune

Date: February 17, 2016

Sd/-
Company Secretary & Compliance Officer

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF QUICK HEAL TECHNOLOGIES LIMITED.

QUICK HEAL TECHNOLOGIES LIMITED has filed a Prospectus with the Registrar of Companies, Maharashtra at Pune on February 13, 2016. The Prospectus is available on the website of the SEBI at www.sebi.gov.in and the websites of the Book Running Lead Managers at www.icicisecurities.com, www.jefferies.com and www.jpmorgan.com. Any potential investor should note that investment in Equity Shares involves a high degree of risk. For details, potential investors should refer to the section titled "Risk Factors" in the Prospectus.

The Equity Shares have not been and will not be registered under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (i) within the United States to persons reasonably believed to be qualified institutional investors (as defined in Rule 144A under the Securities Act); and (ii) outside the United States in offshore transactions in reliance on Regulation S under the Securities Act and applicable laws of the jurisdictions where such offers and sales occur.