

IMPORTANT: You must read and agree with the terms and conditions of the following disclaimer before continuing.

The following disclaimer applies to the draft red herring prospectus dated January 22, 2022 ("DRHP") of Fabindia Limited (the "**Company**") filed with Securities and Exchange Board of India (the "**SEBI**") hosted on this website in connection with a public offering of securities (the "**Offer**") that J.P. Morgan India Private Limited ("**J.P. Morgan**") is associated with as one of the Book Running Lead Manager. The DRHP has been made available on this website in electronic form solely to comply with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. You are advised to read this disclaimer carefully before reading, accessing or making any other use of the DRHP. By accessing the DRHP, you agree to follow the following terms and conditions, including any modifications to them from time to time.

The contents of the DRHP are for your information only. No part of the contents herein shall be copied or duplicated in any form by any means or redistributed. J.P. Morgan and/or its affiliates are not soliciting any action based on any of the information contained on this website, including the DRHP, and such information should not be construed as an offer, or invitation or offer to sell or the solicitation of any offer to buy or subscribe for or purchase any security. The DRHP does not amount to a prospectus in terms of the Companies Act, 2013, and nothing in the DRHP constitutes an offer or an invitation by or on behalf of either the Company or any of the members of the syndicate to subscribe for or purchase any of the securities described therein. Neither J.P. Morgan nor any of its affiliates represents that the contents of the DRHP are accurate or complete. The information contained in the DRHP may not be updated since its original publication date and may not reflect the latest updates.

Please note that because of restrictions imposed by applicable law or regulation on soliciting securities business in various jurisdictions, subscription to the Offer will not be permitted to residents of certain jurisdictions. Accordingly, the Offer related information on this site is not available to all jurisdictions. **The information in this section is directed at, and is, intended for distribution to, and use by, residents of India only.** The DRHP is not intended for distribution to, or use by, any person or entity in any jurisdiction or country where (a) distribution or use of such information would not be permissible under or in violation of any applicable law or regulation; or (b) J.P. Morgan would by virtue of such distribution become subject to new or additional registration, licensing or other regulatory requirements.

The securities offered in the Offer 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 U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the securities are only being offered and sold (i) within the United States to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act ("Rule 144A")) and referred to in the Draft Red Herring Prospectus as "U.S. QIBs", for the avoidance of doubt, the term U.S. QIBs does not refer to a category of institutional investor defined under applicable Indian regulations and referred to in the Draft Red Herring Prospectus as "QIBs") and (ii) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.

Any potential investor should note that investment in securities involves a high degree of risk. For details, potential investors should refer to the red herring prospectus, registered with the relevant Registrar of Companies, National Capital Territory of Delhi and Haryana (the "**RoC**") in the future, including the section titled "Risk Factors". Any decision on whether to invest in the securities described in the DRHP may only be made after a red herring prospectus has been filed with the SEBI, and must be made solely on the basis of the red herring prospectus proposed to be filed with the RoC. As there may be material changes in the red herring prospectus versus the DRHP, potential investors should not rely on the DRHP filed with SEBI.

J.P. Morgan, one of the Book Running Lead Manager has taken all necessary steps to ensure that the contents of the DRHP as appearing on this website are identical to the DRHP filed with the relevant regulatory authorities in India. However, you are reminded that documents transmitted in electronic form may be altered or changed during the process of transmission and consequently neither J.P. Morgan nor any of its affiliates accept any liability or responsibility whatsoever in respect of alterations or changes which have taken place during the course of transmission of electronic data. Neither J.P. Morgan nor any of its affiliates will be responsible for any loss or damage that could result from interception and interpretation by any third parties of any information being made available to you through this website.

Neither J.P. Morgan, nor any of its affiliates nor their directors, officers and employees will be liable or have any responsibility of any kind for any loss or damage that you incur in the event of any failure or disruption of this website, or resulting from the act or omission of any other party involved in producing or hosting this website or the

data contained therein available to you, or from any other cause relating to your access to, inability to access or use of the website or these materials.

IF YOU ARE NOT PERMITTED TO VIEW MATERIALS ON THIS WEBSITE OR ARE IN ANY DOUBT AS TO WHETHER YOU ARE PERMITTED TO VIEW THESE MATERIALS, PLEASE EXIT THIS WEBPAGE.

Please note that forms downloaded and used for subscription to the Offer in contravention of the above will be rejected with no recourse to J.P. Morgan, the Company, or any of their respective affiliates.

Continue

Exit