

ABRIDGED LETTER OF OFFER CONTAINING SALIENT FEATURES OF THE LETTER OF OFFER**FOR THE ELIGIBLE EQUITY SHAREHOLDERS OF MOLD-TEK PACKAGING LIMITED (THE "COMPANY") ONLY**

This is an Abridged Letter of Offer containing salient features of the Letter of Offer dated October 17, 2020 ("Letter of Offer") which is available on the websites of the Registrar, our Company, the Lead Manager and the Stock Exchanges. You are encouraged to read greater details available in the Letter of Offer. Capitalized terms not specifically defined herein shall have the meaning ascribed to them in the Letter of Offer.

THIS ABRIDGED LETTER OF OFFER CONTAINS 10 PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES

Our Company has made available on the Registrar's website at <https://moldtek.rights@linkintime.co.in>, Abridged Letter of Offer along with the Rights Entitlement Letter and Application Form to the Eligible Equity Shareholders who have provided an Indian address to our Company or who are located in jurisdictions where the offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions. You may also download the Letter of Offer from the websites of the Company, the Securities and Exchange Board of India ("SEBI"), the stock exchanges where the Equity Shares of our Company are listed, i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges", the Lead Manager and the Registrar, i.e., at www.sebi.gov.in, www.bseindia.com, www.nseindia.com, www.emkayglobal.com and www.linkintime.co.in, respectively. The Application Form is available on the respective websites of the Lead Manager and the Stock Exchanges and on the R-WAP.



MOLD-TEK
Packaging Limited

Registered Office and Corporate Office: 8-2-293/82/A/700, Ground Floor Road No 36, Jubilee Hills, Hyderabad, Telangana 500033

Tel: (91 40) 4030 0323; **Contact Person:** Thakur Vishal Singh, Company Secretary and Compliance Officer

E-mail: cs@moldteckpackaging.com; **Website:** www.moldteckpackaging.com

Corporate Identity Number: L21022TG1997PLC026542

PROMOTER OF OUR COMPANY

JANUMAHANTI LAKSHMANA RAO, ADIVISHNU SUBRAMANYAM AND PATTABHI VENKATESWARA RAO

ISSUE DETAILS, LISTING AND PROCEDURE

ISSUE OF UP TO 5,55,330* PARTLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH OF OUR COMPANY (THE "RIGHTS EQUITY SHARES") FOR CASH AT A PRICE OF ₹ 180 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 175 PER RIGHTS EQUITY SHARE) ALONG WITH 6 DETACHABLE WARRANTS FOR CASH AT A PRICE OF ₹ 184 PER DETACHABLE WARRANT FOR EVERY 1 RIGHTS EQUITY SHARE ALLOTTED IN THE ISSUE, (TOGETHER WITH THE RIGHTS EQUITY SHARES, THE "RIGHTS SECURITIES"), FOR AN AMOUNT COLLECTIVELY NOT EXCEEDING ₹ 7,130.44 LAKHS ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 1 (ONE) RIGHTS EQUITY SHARES FOR EVERY 50 (FIFTY) FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS OCTOBER 22, 2020 (THE "ISSUE"). FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" BEGINNING ON PAGE 133 OF THE LETTER OF OFFER.

PAYMENT SCHEDULE FOR THE RIGHTS EQUITY SHARES

Amount Payable per Rights Equity Share*	Face Value (₹)	Premium (₹)	Total (₹)
On Application (A)	1.25	43.75	45.00
One or more subsequent Call(s) as determined by our Rights Committee at its sole discretion, from time to time	3.75	131.25	135.00
Total (₹)	5.00	175.00	180.00

PAYMENT SCHEDULE FOR THE DETACHABLE WARRANTS

Amount payable per detachable Warrant (Due Date)	Face Value (₹)	Total (₹)
On Application (B)	46.00	46.00
On Warrant Exercise	138.00	138.00
Total (₹)	184.00	184.00
Total on Application (A+B) (i.e. ₹ 45 per Rights Equity Share and ₹ 276 for 6 Warrants which consist of ₹ 46 per Warrant)		321.00

*For further details on Payment Schedule for Rights Equity Shares and Warrants, see "Terms Of The Issue" on page 139 and page 142, respectively of the Letter of Offer.

The existing Equity Shares of our Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Our Company has received "in-principle" approvals from BSE and NSE for listing the Rights Securities to be allotted pursuant to the Issue through their letters dated October 13, 2020. For the purposes of the Issue, the Designated Stock Exchange is BSE.

Procedure: If you wish to know about processes and procedures applicable to rights issue, you may refer to the section titled "Terms of the Issue" on page 133 of the Letter of Offer. You may download a copy of the Letter of Offer from the websites of the Company, SEBI, BSE, NSE, Registrar and the Lead Manager as stated above.

ELIGIBILITY FOR THE ISSUE

Our Company is eligible to undertake the Issue terms of Chapter III of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 ("SEBI ICDR Regulations") and other applicable provisions of the SEBI ICDR Regulations. Further, our Company is undertaking this Issue in compliance with Part B of Schedule VI of the SEBI ICDR Regulations. Our Company satisfies the following conditions specified in Regulation 99 of the SEBI ICDR Regulations read with the SEBI circular, bearing reference no. SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020 read with SEBI Circular bearing SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July, 24, 2020, and accordingly, our Company is eligible to make this Issue by way of a 'fast track issue'.

Whether the Company is compulsorily required to allot at least 75% of the net offer to public, to qualified institutional buyers: Not Applicable, the Issue being a rights issue.

INDICATIVE TIMETABLE*

Issue Opening Date	Wednesday, October 28, 2020	Date of Allotment / Initiation of Refunds (on or about)	Wednesday, November 18, 2020
Last Date for On Market Renunciation*	Friday, November 6, 2020	Date of credit of Rights Securities to demat account of Allottees (on or about)	Thursday, November 26, 2020
Issue Closing Date	Wednesday, November 11, 2020		
Finalisation of basis of Allotment (on or about)	Tuesday, November 17, 2020	Date of listing / Commencement of trading of Rights Securities on the Stock Exchanges (on or about)	Friday, November 27, 2020

* Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

NOTICE TO INVESTORS

All Eligible Equity Shareholders outside India should refer to the Letter of Offer.

This Abridged Letter of Offer has been made available to you in electronic form solely to comply with the SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, read with SEBI circular SEBI/HO/CFD/ DIL1/CIR/P/2020/136 dated July 24, 2020 and the MCA Circulars.

THE RIGHTS ENTITLEMENTS AND RIGHT SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE “US SECURITIES ACT”), OR ANY U.S. STATE SECURITIES LAWS AND MAY NOT BE OFFERED, SOLD, RESOLD OR OTHERWISE TRANSFERRED WITHIN THE UNITED STATES OF AMERICA OR THE TERRITORIES OR POSSESSIONS THEREOF (THE “UNITED STATES” OR “U.S.”), EXCEPT IN A TRANSACTION EXEMPT FROM THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT. ACCORDINGLY, THE RIGHTS ENTITLEMENTS AND RIGHTS SECURITIES REFERRED TO IN THE LETTER OF OFFER ARE BEING OFFERED AND SOLD ONLY OUTSIDE THE UNITED STATES IN OFFSHORE TRANSACTIONS IN RELIANCE ON REGULATIONS UNDER THE US SECURITIES ACT (“REGULATION S”). THE OFFERING TO WHICH THE LETTER OF OFFER RELATES IS NOT, AND UNDER NO CIRCUMSTANCES IS TO BE CONSTRUED AS, AN OFFERING OF ANY RIGHTS SECURITIES OR RIGHTS FOR SALE IN THE UNITED STATES OR AS A SOLICITATION THEREIN OF AN OFFER TO BUY ANY OF THE SAID SECURITIES. ACCORDINGLY, THE LETTER OF OFFER SHOULD NOT BE FORWARDED TO OR TRANSMITTED IN OR INTO THE UNITED STATES AT ANY TIME.

The Letter of Offer, this Abridged Letter of Offer, the Application Form or the Rights Entitlement Letter may not be used for the purpose of, and do not constitute, an offer, invitation to or solicitation by anyone in any jurisdiction or in any circumstances in which such an offer, invitation or solicitation is unlawful or not authorised or to any person to whom it is unlawful to make such an offer, invitation or solicitation.

The Lead Manager is not making, will not make, and will not participate or otherwise be involved in any offers or sales of the Rights Entitlements, the Rights Securities or any other security with respect to this Issue in the United States.

GENERAL RISKS

Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The securities being offered in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”) nor does SEBI guarantee the accuracy or adequacy of the Letter of Offer. Specific attention of the Investors is invited to “Risk Factors” beginning on page 19 of the Letter of Offer and “Internal Risk factors” on page 5 of this Abridged Letter of Offer before making an investment in the Issue.

Name of the Lead Manager and contact details	Emkay Global Financial Services Limited 7 th Floor, The Ruby, Senapati Bapat Marg, Dadar - West, Mumbai 400 028 Tel: +91 22 66121212 E-mail: moldteckpack.ri@emkayglobal.com Investor grievance e-mail: ibg@emkayglobal.com Website: www.emkayglobal.com Contact person: Deepak Yadav / Wincy Nadar SEBI registration number: INM000011229
Name of Registrar to the Issue and contact details	Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083 Tel: +91 22 4918 6000 E-mail: moldtek.rights@linkintime.co.in Investor grievance e-mail: moldtek.rights@linkintime.co.in Website: www.linkintime.co.in Contact person: Sumeet Deshpande SEBI registration number: INR000004058
Name of Statutory Auditors	M. Anandam & Co., Chartered Accountants
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 http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms from the Designated Intermediaries, please refer to the above-mentioned link.
Bankers to the Issue	ICICI Bank Limited Capital Market Division, 1 st Floor, 122, Mistry Bhavan, Dinshaw Vachha Road, Backbay Reclamation, Churchgate, Mumbai – 400 020, Maharashtra, India Tel: +91 22-66818911/23/24 Email: kmr.saurabh@icicibank.com Website: www.icicibank.com Contact Person: Saurabh Kumar

BOARD OF DIRECTORS			
Sr. No.	Name	Designation	Directorship positions held
1.	Janumahanti Lakshmana Rao	Chairman and Managing Director	• Mold-Tek Technologies Ltd
2.	Adivishnu Subramanyam	Deputy Managing Director	• Mold-Tek Technologies Ltd
3.	Pattabhi Venkateswara Rao	Deputy Managing Director	• Mold-Tek Technologies Ltd
4.	Srinivas Madireddy	Whole-time Director	NIL
5.	Janumahanti Mythraeyi	Non – Executive and Non - Independent Director	NIL
6.	Talupunuri Venkateswara Rao	Independent Non – Executive Director	• Transmedia Technologies (A.P.) Private Limited • Bhavyabharati softsols Limited • Pallavi Sudha’s Solutions Private Limited • Pallavisudha Infra Private Limited • Divyateja IT Consultancy Services Private Limited • Shivapriya Agri-Farms Private Limited
7.	Venkata Appa Rao Kotagiri	Independent Director	• Mold-Tek Technologies Limited • Bobbili Eye Hospital Private Limited • Sri-Srinivasa Rajeswari Agro-Tek Mills Private Limited
8.	Eswara Rao Immaneni	Independent Director	• Sankalp Restructuring Private Limited
9.	Dhanrajtirimala Narasimha Togaru	Independent Director	• CGI Simulations Private Limited • Mold-Tek Technologies Limited
10.	Madhuri Venkata Ramani Viswanadham	Independent Director	NIL

SUMMARY OF BUSINESS

We are a packaging solution company primarily engaged in manufacturing rigid plastic packaging containers through injection molding technology for paints, lubes, oils, food, FMCG and other sectors. We develop, design and manufacture standard airtight, pilfer-proof pails, and customized containers as per our customers’ requirements at our eight manufacturing units.

OBJECTS OF THE ISSUE

Our Company intends to utilize the Net Proceeds from the Issue towards funding of the following objects:

1. Repayment/ prepayment of certain borrowings of our Company, in full or in part; and
2. General corporate purposes.

The objects, as stated in our Memorandum of Association, enables our Company to undertake (i) our existing activities; and (ii) the activities for which borrowings were availed and which are proposed to be repaid from the Net Proceeds.

Issue Proceeds

The details of the Net Proceeds are set forth in the following table:

(in ₹ lakhs)

Particulars	Estimated Amount
Gross proceeds*	7,130.44
Less: Issue expenses	85.80
Net Proceeds	7,044.64

* Assuming full subscription and Allotment and receipt of all Call monies with respect to the Rights Equity Shares and all Warrant holders exercising their option to subscribe to Equity Shares against Warrants.

Schedule of implementation and deployment of funds

We will be receiving 25% of the Net Proceeds on Application and the balance shall be received by our Company in subsequent Calls (the timing of which shall be determined by the Rights Committee at its sole discretion) and upon Warrant holders exercising their option to subscribe to Equity Shares against Warrants. Accordingly, our Company retains the right to utilize the Net Proceeds to repay / prepay in full or in part the borrowings identified herein, as well as repay / prepay any other existing or fresh borrowings taken by our Company.

The following table lays out the detailed schedule of utilization of Net Proceeds in respect of repayment / prepayment of borrowings upon receipt of (i) Application Money; and (ii) Call Money(ies) and Warrant Exercise Price:

(a) Utilization of Net Proceeds upon receipt of Application Money

Estimated Amount (in ₹ lakhs)	List of borrowings
1,272.61	Part prepayment of the working capital facility of ₹3,272.82 lakhs availed from Citibank N.A

We propose to utilize the Net Proceeds received from the Application Money during Fiscal 2021.

(b) Utilization of Net Proceeds upon receipt of Call Money(ies) and Warrant Exercise Price

Estimated Amount (in ₹ lakhs)	List of borrowings
4010.87	(i) Balance prepayment of the working capital facility of ₹3,272.82 lakhs availed from Citibank N.A (ii) Part prepayment of the working capital facility of ₹1,121.93 lakhs availed from ICICI Bank (iii) Part prepayment of the credit facility of ₹3,762.15 lakhs availed from HSBC

We propose to deploy the remaining Net Proceeds (upon receipt of Call Money(ies) and Warrant Exercise Price) towards the objects as described herein during Fiscal 2022. If the Net Proceeds are not completely utilised for the objects stated above by Fiscal 2022 due to factors including (i) levy of any prepayment penalties and the quantum thereof, and (ii) other commercial considerations, the same would be utilised (in part or full) in Fiscal 2023. Notwithstanding the schedule of implementation provided above, in the event the cost of borrowings or prepayment penalty of any of the existing facilities availed by our Company increases during their tenure, our Board reserves the right to deploy Net Proceeds to repay/ prepay such borrowings in priority.

For further details, see “*Objects of the Issue*” on page 43 of the Letter of Offer.

Means of Finance

The Net Proceeds from the Issue will be used for, (a) repayment/ prepayment of certain borrowings of our Company, in full or in part; and (b) general corporate purposes. The funding requirements mentioned above are based on our internal management estimates and have not been appraised by any bank, financial institution or any other external agency. They are based on current circumstances of our business and we may have to revise our estimates from time to time on account of various factors beyond our control, such as market conditions, competitive environment, costs of commodities, interest or exchange rate fluctuations. Consequently, our funding requirements and deployment schedules are subject to revision in the future at the discretion of our management and may also be subject to timing of making subsequent Calls (one or more) in the future, as determined by the Rights Committee at its sole discretion, and Warrant holders exercising their option to subscribe to Equity Shares against Warrants, with respect to the Rights Securities for the balance ₹ 963 for Rights Securities issued in one Rights Entitlement (i.e. ₹ 135 per Rights Equity Share and ₹ 138 per Warrant) which constitutes 75% of the Issue Price. If additional funds are required for the purposes mentioned above, such requirement may be met through internal accruals, additional capital infusion, debt arrangements or any combination of them. Further, in the event of any shortfall of funds for any of the activities proposed to be financed out of the Net Proceeds, we may re-allocate the Net Proceeds to the activities where such shortfall has arisen, subject to compliance with applicable laws. We propose to meet the entire funding requirements for the proposed objects of the Issue from the Net Proceeds and identifiable internal accruals. Therefore, our Company is not required to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised from the Issue.

Monitoring Agency: Since the Issue size is below ₹ 10,000 lakhs, the appointment of a monitoring agency is not required.

EQUITY SHAREHOLDING PATTERN OF THE COMPANY AS ON SEPTEMBER 30, 2020

Category of shareholder	Pre Issue number of equity shares held	% of total voting rights
(A) Promoter & Promoter Group	96,38,650	34.76
(B) Public	1,80,94,067	65.24
(C) Non-Promoter Non- Public (Shares underlying Depository Receipts)	-	-
Total	2,77,32,717	100.00

AUDITED CONSOLIDATED FINANCIAL STATEMENTS

A summary of selected financial information of our Company, as at and for Fiscal 2020 and 2019, derived from our Financial Statements, on a consolidated basis is set out below.

(In ₹ lakhs, unless otherwise specified)

Particulars	As at and for the Quarter ended June 30, 2019	As at and for the year ended March 31, 2020
Equity share capital	1,386.30	1,386.30
Reserves and Surplus	-	17,956.28
Total Income	6,543.71	43,936.15
Other Equity	-	18,359.06
Net Profit/ (Loss) before Tax and extraordinary items	209.27	4,833.02
Profit/ (Loss) after Tax and extraordinary items	151.33	3,743.75
Earnings per share:		
- Basic	0.55	13.51
- Diluted	0.55	13.51
Return on Net Worth (%)	-	19.44%
Net asset value per Equity Share (in ₹)	-	69.44
EBITDA (₹ in lakhs)	-	7,794.43

INTERNAL RISK FACTORS

The below mentioned risks are the top 5 risk factors as per the Letter of Offer:

1. Our Company's business is dependent on few customers. Any loss of such customers or a significant reduction in purchases by such customers could adversely affect our business, results of operations and financial conditions.
2. Any inability to pass on increased price of key raw material, polymer, used for manufacturing our products may affect our profitability.
3. Our key raw material, polymer is manufactured by few players domestically, hence we are dependent on a few suppliers.
4. We incur investments from time to time on our R & D and we may not be able to derive adequate benefits from such investments.
5. Our growth prospect may suffer if we fail to anticipate and develop new products and enhance existing products in order to keep pace with rapid changes in customer preferences and the industry on which we focus.

For further details, see the section "Risk Factors" on page 19 of the Letter of Offer.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

Summary of outstanding Litigation and Defaults

A summary of outstanding legal proceedings involving our Company and our Subsidiaries as on the date of the Letter of Offer is set out below:

Type of Proceedings	Number of cases	Amount, to the extent quantifiable (in ₹ lakhs)*
Proceedings against our Company		
Tax notices	2	4.08
Other pending matters	1	422.98
Proceedings by our Company		
Tax	7	106.43
Other pending matters	3	1,183.00

*to the extent quantifiable

Type of Proceedings	Number of cases	Amount, to the extent quantifiable (in AED)*
Proceeding by our Subsidiary		
Tax	1	502,832

*to the extent quantifiable

For further details in relation to the pending litigation involving our Company and our Subsidiaries, see section "Outstanding Litigation and Defaults" on page 122 of the Letter of Offer.

WILFUL DEFAULTER

Neither our Company, our Promoters nor our Directors have been or are identified as Wilful Defaulters.

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER /COMPANY

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020 read with SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, a separate web based application platform, i.e., the R-WAP facility (accessible at www.linkintime.co.in), has been instituted for making an Application in this Issue by resident Investors. Further, R-WAP is only an additional option and not a replacement of the ASBA process. At the R-WAP, resident Investors can access and submit the online Application Form in electronic mode using the R-WAP and make online payment using their internet banking or UPI facility from their own bank account thereat.

PLEASE NOTE THAT ONLY RESIDENT INVESTORS CAN SUBMIT AN APPLICATION USING THE R-WAP. R-WAP FACILITY WILL BE OPERATIONAL FROM THE ISSUE OPENING DATE. FOR RISKS ASSOCIATED WITH THE R-WAP PROCESS, SEE "RISK FACTORS - THE R-WAP PAYMENT MECHANISM FACILITY PROPOSED TO BE USED FOR THIS ISSUE MAY BE EXPOSED TO RISKS, INCLUDING RISKS ASSOCIATED WITH PAYMENT GATEWAYS." ON PAGE 29 OF THE LETTER OF OFFER.

For guidance on the Application process through R-WAP and resolution of difficulties faced by the Investors, the Investors are advised to carefully read the frequently asked questions, visit the online/ electronic dedicated investor helpdesk (www.linkintime.co.in) or call helpline number (+91 22 4918 6200/ 4918 6171 / 4918 6172). For details, see "- Procedure for Application through the R-WAP" on page 148 of the Letter of Offer.

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020 read with SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, our Company will make use of advertisements in internet, SMS etc., including in the form of crawlers/tickers, to disseminate information relating to the Application process in India.

Applicants should note that they should very carefully fill-in their depository account details and PAN in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB) and R-WAP. Please note that incorrect depository account details or PAN or Application Forms without depository account details (except in case of Eligible Equity Shareholders who hold Equity Shares in physical form and are applying in this Issue in accordance with the SEBI Rights Issue Circulars through R-WAP) shall be treated as incomplete and shall be rejected. For details see "- Grounds for Technical Rejection". Our Company, the Lead Manager, the Registrar and the SCSBs shall not be liable for any incomplete or incorrect demat details provided by the Applicants.

Additionally, in terms of Regulation 78 of the SEBI ICDR Regulations, Investors may choose to accept the offer to participate in this Issue by making plain paper Applications. As per Regulation 78(1) of the SEBI ICDR Regulations, Investors who have not received the application form may make an application in writing on plain paper, along with the requisite application money. Please note that Eligible Equity Shareholders making an application in this Issue by way of plain paper applications shall not be permitted to renounce any portion of their Rights Entitlements. For details, see “Application on Plain Paper under ASBA process”.

Non-resident shareholders should refer to Rule 7 of FEMA Rules as per which a person resident outside India and having an investment in an Indian company is not permitted to make investments in share warrants issued by an Indian company in a rights issue. Accordingly, non-resident shareholders desirous of participating in the Issue must obtain prior approval from RBI before the Issue Closing Date. Such approval must be valid till Allotment. For further details, please see “Notice to non-resident Eligible Equity Shareholders” on page 11, “Risk Factors - A person resident outside India shall require approval of the Reserve Bank of India to be able to subscribe to Rights Securities in the Issue” on page 28 of the Letter of Offer.

Procedure for Application

The Application Form for the Rights Securities offered as part of this Issue would be sent to email address of the Eligible Equity Shareholders who have provided an Indian address to our Company or who are located in jurisdictions where the offer and sale of the Rights Securities is permitted under laws of such jurisdictions. The Application Form along with the Abridged Letter of Offer and the Rights Entitlement Letter shall be sent through email at least three days before the Issue Opening Date. In case of non-resident Eligible Equity Shareholders, the Application Form along with the Abridged Letter of Offer and the Rights Entitlement Letter shall be sent through email to email address if they have provided an Indian address to our Company or who are located in jurisdictions where the offer and sale of the Rights Securities is permitted under laws of such jurisdictions.

Please note that neither our Company nor the Registrar nor the Lead Manager shall be responsible for delay in the receipt of the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter or the Application Form attributable to non-availability of the email addresses of Eligible Equity Shareholders or electronic transmission delays or failures, or if the Application Forms or the Rights Entitlement Letters are delayed or misplaced in the transit.

To update the respective email addresses/ mobile numbers in the records maintained by the Registrar or our Company, Eligible Equity Shareholders should visit www.linkintime.co.in. Investors can access the Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Securities under applicable securities laws) from the websites of:

- (i) our Company at www.moldteckpackaging.com;
- (ii) the Registrar at www.linkintime.co.in;
- (iii) the Lead Manager, www.emkayglobal.com;
- (iv) the Stock Exchanges at www.bseindia.com and www.nseindia.com; and
- (v) the R-WAP at www.linkintime.co.in

The Eligible Equity Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar (www.linkintime.co.in) by entering their DP ID and Client ID or Folio Number (in case of resident Eligible Equity Shareholders holding Equity Shares in physical form) and PAN. The link for the same shall also be available on the website of our Company (i.e., www.moldteckpackaging.com).

The Application Form can be used by the Investors, Eligible Equity Shareholders as well as the Renounees, to make Applications in this Issue basis the Rights Entitlements credited in their respective demat accounts or demat suspense escrow account, as applicable. Please note that one single Application Form shall be used by the Investors to make Applications for all Rights Entitlements available in a particular demat account or entire respective portion of the Rights Entitlements in the demat suspense escrow account in case of resident Eligible Equity Shareholders holding shares in physical form as on Record Date and applying in this Issue, as applicable. In case of Investors who have provided details of demat account in accordance with the SEBI ICDR Regulations, such Investors will have to apply for the Rights Securities from the same demat account in which they are holding the Rights Entitlements and in case of multiple demat accounts, the Investors are required to submit a separate Application Form for each demat account.

Investors may accept this Issue and apply for the Rights Securities (i) submitting the Application Form to the Designated Branch of the SCSB or online/electronic Application 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, or (ii) filling the online Application Form available on R-WAP and make online payment using the internet banking or UPI facility from their own bank account thereat. Please note that Applications made with payment using third party bank accounts are liable to be rejected.

Investors are also advised to ensure that the Application Form is correctly filled up stating therein, (i) the ASBA Account (in case of Application through ASBA process) in which an amount equivalent to the amount payable on Application as stated in the Application Form will be blocked by the SCSB; or (ii) the requisite internet banking or UPI details (in case of Application through R-WAP, which is available only for resident Investors).

Please note that Applications without depository account details shall be treated as incomplete and shall be rejected, except in case of Eligible Equity Shareholders who hold Equity Shares in physical form and are applying in this Issue in accordance with the SEBI Rights Issue Circulars through R-WAP.

Applicants should note that they should very carefully fill-in their depository account details and PAN number in the Application Form or while submitting application through online/electronic Application through the website of the SCSBs (if made available by such SCSB) and R-WAP. Incorrect depository account details or PAN number could lead to rejection of the Application. For details see “- Grounds for Technical Rejection” on page 158 of the Letter of Offer. Our Company, the Lead Manager, the Registrar and the SCSB shall not be liable for any incorrect demat details provided by the Applicants.

Application on Plain Paper under ASBA process:

An Eligible Equity Shareholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB. Applications on plain paper will not be accepted from any address outside India.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it is received subsequently.

PLEASE NOTE THAT APPLICATION ON PLAIN PAPER CANNOT BE SUBMITTED THROUGH R-WAP.

The application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Mold-Tek Packaging Limited;
2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository);
3. DP and Client ID No.;
4. Number of Equity Shares held as on Record Date;
5. Allotment option – only dematerialised form;
6. Number of Rights Securities applied for within the Rights Entitlements;
7. Total number of Rights Securities applied for;
8. **Total amount paid at the rate of ₹ 321 for Rights Securities issued in one Rights Entitlement (i.e. ₹ 45 per Rights Equity Share and ₹ 46 per Warrant);**
9. Details of the ASBA Account such as the account number, name, address and branch of the relevant SCSB;
10. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO Account such as the account number, name, address, branch of the SCSB with which the account is maintained and a copy of the RBI approval obtained pursuant to Rule 7 of the FEMA Rules; For details in relation to the RBI approval, please see “Notice to non-resident Eligible Equity Shareholders” on page 11 of the Letter of Offer.
11. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Securities applied for pursuant to this Issue;
12. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in the ASBA Account;
13. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCSB); and
14. In addition, all such Eligible Equity Shareholders are deemed to have accepted 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 www.linkintime.co.in.

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.

Application Money and Issue Price Payable - Illustration

The Issue is of one (1) partly paid-up Equity Share of face value of ₹ 5 each of our Company for cash at a price of ₹ 180 per Rights Equity Share (including a premium of ₹ 175 per Rights Equity Share) along with 6 detachable Warrants for cash at a price of ₹ 184 per Warrant for every 50 Equity Shares held by the Eligible Equity Shareholders of the Company.

The Issue Price, being ₹ 1,284 for Rights Securities issued in one Rights Entitlement (i.e. ₹ 180 per Rights Equity Share and ₹ 184 per Warrant) shall be the aggregate amount committed by the Eligible Equity Shareholders pursuant to the Issue.

The Application Money, being ₹ 321 for Rights Securities issued in one Rights Entitlement (i.e. ₹ 45 per Rights Equity Share and ₹ 46 per Warrant) shall be the aggregate amount payable by the Eligible Equity Shareholders at the time of Application.

An Eligible Equity Shareholder, upon exercising one Rights Entitlement, will be required to pay Application Money and Issue Price, as provided below:

Rights Entitlement	For every 50 Equity Shares held by the Eligible Equity Shareholders as on the Record Date	Eligible Equity Shareholders will be entitled to: 1 Rights Equity Share	Eligible Equity Shareholders will be entitled to: 6 Warrants
Issue Price	At an Issue Price of ₹ 1,284 for Rights Securities issued in one Rights Entitlement	At a price of ₹ 180 for Rights Equity Share	At a price of ₹ 1,104 for 6 Warrants
Application Money	Application Money, being 25% of the Issue Price, i.e. ₹ 321 for Rights Securities issued in one Rights Entitlement	₹ 45 for Rights Equity Share	₹ 276 for 6 Warrants

Eligible Equity Shareholders of our Company should calculate the respective Application Money and Issue Price required to be paid by them on the basis of their respective Rights Entitlements. The above table illustrates the Application Money and Issue Price required to be paid upon exercise of one Rights Entitlement.

Rights Entitlements Ratio

The Rights Securities are being offered on a rights basis to the Eligible Equity Shareholders in the ratio of 1 Rights Equity Share for every 50 Equity Shares held by the Eligible Equity Shareholders as on the Record Date along with 6 (six) detachable Warrants for every 1 Rights Equity Share held, which will be credited in the demat account of the Applicant after the Allotment.

Fractional Entitlements

The Rights Securities are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of 1 Rights Equity Shares along with 6 warrants per Rights Equity Share for every 50 Equity Shares held as on the Record Date. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. Accordingly, if the shareholding of any of the Eligible Equity Shareholders is less than 50 Equity Shares or is not in the multiple of 50 Equity Shares, the fractional entitlements of such Eligible Equity Shareholders shall be ignored by rounding down of their Rights Entitlements. However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the Allotment of one additional Rights Security if they apply for additional Rights Securities over and above their Rights Entitlements, if any, subject to availability of Rights Securities in this Issue post allocation towards Rights Entitlements applied for.

For example, if an Eligible Equity Shareholder holds 50 Equity Shares, such Equity Shareholder will be entitled to 1 (one) Rights Equity Share along with 6 detachable Warrants and will also be given a preferential consideration for the Allotment of one additional Rights Equity Share along with 6 detachable Warrants if such Eligible Equity Shareholder has applied for additional Rights Equity Shares along with 6 detachable Warrants, over and above his/her Rights Entitlements, subject to availability of Rights Securities in this Issue post allocation towards Rights Entitlements applied for.

Further, the Eligible Equity Shareholders holding less than 50 Equity Shares shall have 'zero' entitlement for the Rights Securities. Such Eligible Equity Shareholders are entitled to apply for additional Rights Securities and will be given preference in the Allotment of one Rights Security, if such Eligible Equity Shareholders apply for additional Rights Securities, subject to availability of Rights Securities in this Issue post allocation towards Rights Entitlements applied for. However, they cannot renounce the same in favour of third parties.

Options available to the Eligible Equity Shareholders

The Rights Entitlement Letter will clearly indicate the number of Rights Securities that the Eligible Equity Shareholder is entitled to.

If the Eligible Equity Shareholder applies in this Issue, then such Eligible Equity Shareholder can:

- (i) apply for its Rights Securities to the full extent of its Rights Entitlements; or
- (ii) apply for its Rights Securities to the extent of part of its Rights Entitlements (without renouncing the other part); or
- (iii) apply for Rights Securities to the extent of part of its Rights Entitlements and renounce the other part of its Rights Entitlements; or
- (iv) apply for its Rights Securities to the full extent of its Rights Entitlements and apply for additional Rights Securities; or
- (v) renounce its Rights Entitlements in full.

Credit of Rights Entitlements in dematerialised account

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Rights Securities shall be made in dematerialized form only. Prior to the Issue Opening Date, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account (namely, “**MTPL RIGHTS DEMAT ESCROW ACCOUNT – SHARES**”) opened by our Company, for the Eligible Equity Shareholders which would comprise Rights Entitlements relating to (a) Equity Shares held in a demat suspense account pursuant to Regulation 39 of the SEBI Listing Regulations; or (b) Equity Shares held in the account of IEPF authority; or (c) the demat accounts of the Eligible Equity Shareholder which are frozen or details of which are unavailable with our Company or with the Registrar on the Record Date; or (d) Equity Shares held by Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date where details of demat accounts are not provided by Eligible Equity Shareholders to our Company or Registrar; or (e) credit of the Rights Entitlements returned/reversed/failed; or (f) the ownership of the Equity Shares currently under dispute, including any court proceedings.

In this regard, our Company has made necessary arrangements with NSDL and CDSL for the crediting of the Rights Entitlements to the demat accounts of the Eligible Equity Shareholders in a dematerialized form. Our Company shall apply for a separate ISIN for the Rights Entitlements. The said ISIN shall remain frozen (for debit) until the Issue Opening Date. The said ISIN shall be suspended for transfer by the Depositories post the Issue Closing Date.

Eligible Equity Shareholders are requested to provide relevant details (such as copies of self-attested PAN and client master sheet of demat account etc., details/ records confirming the legal and beneficial ownership of their respective Equity Shares) to the Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by Wednesday, November 11, 2020 to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to the Company or the Registrar account is active to facilitate the aforementioned transfer.

Renunciation of Rights Entitlements

This Issue includes a right exercisable by Eligible Equity Shareholders to renounce the Rights Entitlements credited to their respective demat account either in full or in part.

The renunciation from non-resident Eligible Equity Shareholder(s) to resident Indian(s) and vice versa shall be subject to provisions of FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time. However, the facility of renunciation shall not be available to or operate in favour of an Eligible Equity Shareholders being an erstwhile OCB unless the same is in compliance with the FEMA Rules and other circular, directions, or guidelines issued by RBI or the Ministry of Finance from time to time.

The renunciation of Rights Entitlements credited in your demat account can be made either by sale of such Rights Entitlements, using the secondary market platform of the Stock Exchanges or through an off-market transfer. For details, see “- *Procedure for Renunciation of Rights Entitlements*” on page 150 of the Letter of Offer.

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020 read with SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have not furnished the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, will not be able to renounce their Rights Entitlements.

Additional Rights Securities

Investors are eligible to apply for additional Rights Securities over and above their Rights Entitlements, provided that they are eligible to apply for Rights Securities under applicable law and they have applied for all the Rights Securities forming part of their Rights Entitlements without renouncing them in whole or in part. The Rights Entitlements comprise of 1 Rights Equity Share along with 6 Warrants. Where the number of additional Rights Securities applied for exceeds the number available for Allotment, the Allotment would be made as per the Basis of Allotment finalised in consultation with the Designated Stock Exchange. Applications for additional Rights Securities shall be considered and Allotment shall be made in accordance with the SEBI ICDR Regulations and in the manner prescribed under the section “- *Basis of Allotment*” on page 161 of the Letter of Offer.

Eligible Equity Shareholders who renounce their Rights Entitlements cannot apply for additional Rights Securities. Non-resident Renouncees who are not Eligible Equity Shareholders cannot apply for additional Rights Equity Shares.

Resident Eligible Equity Shareholders who hold Equity Shares in physical form as on the Record Date cannot renounce until the details of their demat account are provided to our Company or the Registrar and the dematerialized Rights Entitlements are transferred from suspense escrow demat account to the respective demat accounts of such Eligible Equity Shareholders within prescribed timelines. However, Such Eligible Equity Shareholders, where the dematerialized Rights Entitlements are transferred from the suspense escrow demat account to the respective demat accounts within prescribed timelines, can apply for additional Rights Securities while submitting the Application through ASBA process or using the R-WAP.

Allotment of the Rights Securities in Dematerialized Form

Please note that the Rights Securities applied for in this issue can be allotted only in Dematerialized Form and to the same Depository Account in which our Equity Shares are held by such Investor on the record date.

For details, see “Allotment Advice or Refund/ Unblocking of ASBA Accounts” on page 162 of the letter of offer.

Intention and extent of participation by our Promoter and Promoter Group in the Issue

Our Promoters, Janumahanti Lakshmana Rao, Adivishnu Subramanyam and Patabhi Venkateswara Rao together with other persons in the Promoter Group have confirmed vide letters dated October 17, 2020, their intention to subscribe to the full extent of the aggregate rights entitlement of the Promoter and Promoter Group in the Issue. Further, our Promoter and Promoter Group may subscribe to additional Rights Securities that may remain unsubscribed in the Issue. The acquisition of Rights Securities by our Promoter and members of our Promoter Group, over and above their rights entitlement, as applicable, or subscription of the unsubscribed portion of the Issue by such investors, shall not result in a change of control of the management of our Company. Our Company is in compliance with Regulation 38 of the SEBI Listing Regulations and will continue to comply with the minimum public shareholding requirements pursuant to the Issue.

DECLARATION BY OUR COMPANY

We hereby certify that no statement made in the Letter of Offer contravenes any of the provisions of the Companies Act, 2013 and the rules made thereunder. We further certify that all the legal requirements connected with the Issue as also the guidelines, instructions, etc., issued by SEBI, Government of India and any other competent authority in this behalf, have been duly complied with. We further certify that all disclosures made in the Letter of Offer are true and correct.

Place: Hyderabad

Date: October 17, 2020

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