

Sundae Capital Advisors Private Limited

Category - I Merchant Banker

Registered Valuer (Securities or Financial Assets)

India's 1st entity carrying both registrations

SUNDAE

Let Passion work for you!!!

About Sundae



About us:

- ❖ Registered with SEBI as “Category I Merchant Banker”
- ❖ Registered with IBBI as “Registered Valuer (Securities or Financial Assets)”
- ❖ ***First entity in India registered with both the regulators***
- ❖ Offers varied merchant banking services including raising of funds through Public / Rights Offer, QIP, Capital Structuring, M&A Advisory, Capital Market Advisory, Buyback, Open Offers, Delisting, Valuations, Stock Incentive Plans and Start-up Advisory
- ❖ Promoted by professionals with vast transaction experience varying amongst different industries
- ❖ Experienced team of professionals with experience in investment banking, transaction services, advisory and execution

What our name stands for: SUNDAE

- ❖ As the name suggest, we tend to work amongst various limiting situations and diverse business challenges in the corporate structure with the right blend of advisory to arrive at the best solution suited to all stakeholders with value enhancement strategies, policies and transactions.
- ❖ We take you through the entire process and take an additional mile even if required after completion of the project
- ❖ We are extremely passionate about what we do and with the domain knowledge, we provide solutions to all your needs by spending quality time with the team, understanding the business challenges and the specific corporate goal while maintaining our independence

Service Portfolio

Capital Market:

- ❖ Advisory on the structuring and raising of funds through public offer, rights issue, etc.
- ❖ Due Diligence
- ❖ Fund raising through public issue, rights issue, private placement, QIP
- ❖ Buyback, consolidation of holding, open offer, mergers and acquisitions, etc.
- ❖ Advising on direct listing, delisting, exit offer for dissemination board companies, etc.
- ❖ Independent and objective advice on the Pre IPO structuring, strategic alternatives, assisting in documentation, record room creation, etc.
- ❖ Interaction with regulatory authorities
- ❖ Pre and post transaction advisory services



Corporate Advisory & Transaction Services (CATs):

- ❖ Transaction structuring for M&A
- ❖ Due Diligence
- ❖ Identifying alternate structures
- ❖ Compliances
- ❖ Advising and assisting in obtaining all regulatory approvals
- ❖ Liaison with regulatory authorities
- ❖ Co-ordinating with other intermediaries
- ❖ Documentation and drafting of scheme, applications, etc.
- ❖ Information Memorandum
- ❖ Obtaining listing approvals
- ❖ Listing under Rule 19(2)(b)
- ❖ Post transaction assistance

Pre transaction advisory

- ❖ Transaction structuring
- ❖ Tax advisory & Compliances
- ❖ Due Diligence & Fairness Opinion
- ❖ Identifying alternative structures

Transaction execution

- ❖ Advising and assisting in obtaining all regulatory approvals
- ❖ Liaison with regulatory authorities
- ❖ Co-ordinating with other intermediaries
- ❖ Documentation and drafting of scheme, applications, etc

Post transaction

- ❖ Obtaining listing approvals
- ❖ Listing under Rule 19(2)(b)
- ❖ Post transaction assistance

Stock Incentive Plans (SIP):

- ❖ Advising on the structuring for stock incentive plans, including vanilla option plan, share purchase plan, appreciation rights, restricted stock units awards, etc
- ❖ Discussion with the Management on their philosophy for SIPs
- ❖ Drafting of SIP and related documents
- ❖ Advisory on implementation of SIPs
- ❖ ESOP Trust formation
- ❖ Advising on accounting and taxation aspects
- ❖ Valuation for the stock options
- ❖ Assistance for allotment and listing of equity shares
- ❖ SIP agreements with participants
- ❖ Review of existing SIP / ESOP / similar schemes

Pre SIP Services

- ❖ Understanding the requirement of company
- ❖ Suggesting alternative options
- ❖ Create transparent structure
- ❖ Drafting of scheme and related documentation

Post SIP Services

- ❖ Providing fair valuation for the equity shares and the options granted
- ❖ Assisting in P&L accounting
- ❖ Disclosures and compliances under applicable laws
- ❖ Review of existing scheme

Support Services

- ❖ Interaction with the stock exchanges for listing approvals
- ❖ Drafting of trust deed & trust registration
- ❖ Other support services

Service Portfolio

Valuation:

- ❖ Independent valuation service for securities
- ❖ Internationally adopted valuation methodology
- ❖ Valuation for various regulatory and non-regulatory purposes

We issue valuations as both:

- Category I Merchant Banker
- Registered Valuer (SFA)

Business Valuations <ul style="list-style-type: none">❖ Restructuring / merger / demerger❖ Fairness Opinion❖ Acquisitions / Disposal of companies❖ Valuation of securities of unlisted companies❖ Fund raising / private placement	Other regulatory / voluntary valuations <ul style="list-style-type: none">❖ Inward / outward foreign remittance (RBI valuations)❖ Portfolio valuations including as required by Alternative Investment Funds❖ Section 17 & 56 of the Income Tax Act
Valuations for Stock Incentive Plans <ul style="list-style-type: none">❖ For grant of stock options❖ Valuation for perquisite purpose❖ Black Scholes Option / Binomial valuation❖ Sweat Equity	

SINGLE report can be used for compliance under Companies Act, Income Tax & FEMA

Service Portfolio

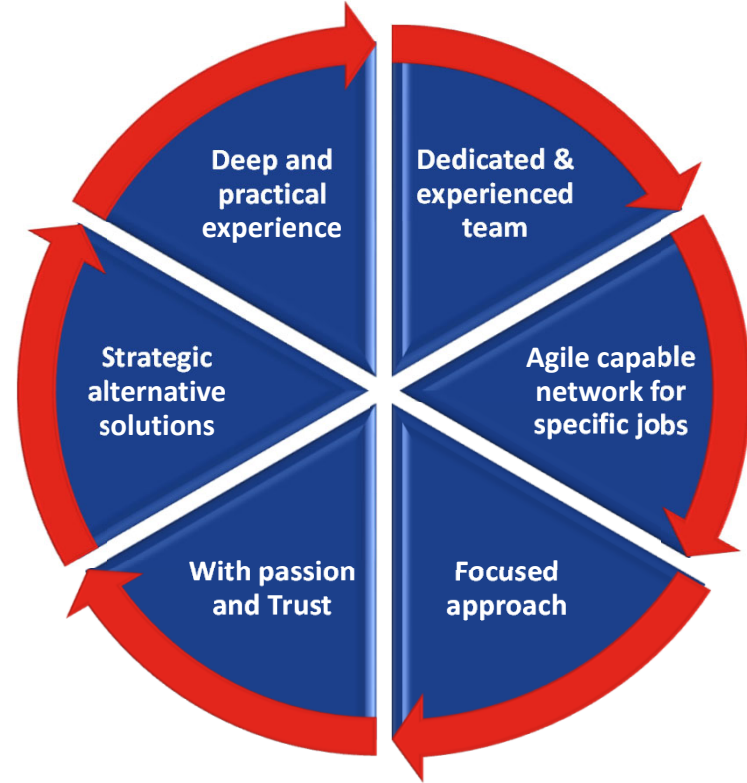
Start-up Advisory Services:

- ❖ Advisory on structuring of start-up enterprises
- ❖ Fund raising for start ups
- ❖ Pitch presentations
- ❖ Advising on stock incentive plans
- ❖ Drafting of various agreements for fund raising
- ❖ Advising on compliances
- ❖ Valuation for fund raising and regulatory compliances

Why Sundae

As the name suggests, at **SUNDAE**, we tend to work amongst various limiting situations and diverse business challenges in the corporate structure with the right blend of advisory to arrive at the best solution suited to all stakeholders with value enhancement strategies, policies and transactions

- ❖ **Innovation:** Provide strategic alternative solutions to all your needs
- ❖ **Integrity:** Transaction execution till the end with personal involvement
- ❖ **Passion:** We co-own the implementation of solutions and take an additional mile even if required after completion of the project
- ❖ **Domain knowledge:** Strong understanding of the regulatory framework
- ❖ **Catalyst:** Co-ordinate with all intermediaries and regulatory authorities involved to produce end results



Clientele

Capital Markets: NCD Public Offer

2022
U GRO Capital Limited
(NCD Public Issue : INR 1,000 mn)



Lead Manager to the Offer

2022
U GRO Capital Limited
(NCD Public Issue : INR 722 mn)



Lead Manager to the Offer

2022
InCred Financial Services Limited
(NCD Public Issue : INR 1,250 mn)



Lead Manager to the Offer

2021
U GRO Capital Limited
(NCD Public Issue : INR 500 mn)



Lead Manager to the Offer

Equity IPO

2023
Proventus Agrocom Limited
(IPO: INR 695.38 mn)



Lead Manager to the IPO +
OFS

QIP

2018
Ugro Capital Limited
(QIP: INR 1,132 mn)



Merchant Banker to the
Qualified Institutional
Placement Offer

2023
FDC Limited
(Ongoing)
(Buyback: INR 1,550 mn)



Manager to the
Buyback offer

2022
Dhanuka Agritech Limited
(Buyback: INR 850 mn)



Manager to the
Buyback offer

2022
Marksans Pharma Limited
(Buyback: INR 600 mn)



Manager to the
Buyback offer

2022
FDC Limited
(Buyback: INR 1,377 mn)



Manager to the
Buyback offer

2020
FDC Limited
(Buyback: INR 973 mn)



Manager to the
Buyback offer

2019
FDC Limited
(Buyback: INR 1,200 mn)



Manager to the
Buyback offer

2019
Frontline Securities Limited
(Buyback : INR 75.60 mn)



Manager to the
Buyback Offer

2018
FDC Limited
(Buyback: INR 1,200 mn)



Advisor to the Company for
Buyback offer

Capital Markets: Buyback Offers

2017
**Infinite Computer Solutions
(India) Limited**
(Buyback: INR 1,500 mn)



Advisor to the Company for
Buyback offer

2019
Frontline Securities Limited
(Buyback : INR 75.60 mn)



Manager to the
Buyback Offer

Capital Markets: Open Offers / Takeover

2023
**Khemani Distributors and
Marketing Limited (Ongoing)**
(Open Offer: INR 1,377.68 mn)



Manager to the Open Offer by
Vijaykumar Khemani

2022
Kachchh Minerals Limited
(Open Offer: INR 11.03 mn)



Manager to the Open Offer

2020
Ovobel Foods Limited
(Open Offer: INR 134.90 mn)



Manager to the Open Offer by
MP Satish Babu

2020
**Punjab Alkalies and Chemicals
Limited**
(Open Offer: INR 414 mn)



Manager to the Open Offer by
Flowtech Group of Companies

2022 (ongoing)
Hexa Tradex Limited
(Delisting Offer: Reverse Book
Building: INR 3,504 mn)



Manager to the
Delisting offer

2022
**Consolidated Finvest &
Holding Limited**
(Delisting Offer: Reverse Book
Building: INR 1,408 mn)

Manager to the
Delisting Offer

2022
Jindal Photo Limited
(Delisting Offer: Reverse Book
Building: INR 753 mn)

Manager to the
Delisting Offer

2020
**Integrated Financial Services
Limited**
(Delisting: Reverse Book
Building: INR 50 mn)



Manager to the
Delisting offer

2020
Frontline Securities Limited
(Delisting: Reverse Book
Building: INR 97 mn)



Manager to the
Delisting offer

2018
Midland Services Limited
(Delisting Offer: Small
Company)



Merchant Banker to the
voluntary delisting

2018
**Infinite Computer Solutions
(India) Limited**
(Delisting Offer: Reverse Book
Building: INR 4,005 mn)



Advisory to the Delisting Offer



Sundae Capital has ranked **1st** in the league table as
Manager to Delisting Offers with 33.3% (by value) of the
total offers managed and **2nd** in terms of the number of
issues handled during the year 2021-22*

India's First Entity registered as

Category I Merchant Banker & Registered Valuer (SFA)
(SEBI Regn. No.: INM000012494) (IBBI Regn. No.: IBBI/RV-E/03/2021/136)

Ongoing
**Transcorp International
Limited**
(Composite Scheme of
Arrangement)



Transaction Advisor for the
merger of one unlisted
companies and demerger of 2
business divisions and listing
of both resulting companies

Ongoing
**Max Ventures & Industries
Limited**
(Merger of Company)



Fairness Opinion, in-principle
approval and and listing of
merged company

Ongoing
Jindal Saw Limited
(Merger of Company)



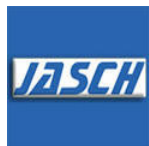
Fairness Opinion, in-principle
and final listing approval

Ongoing
**Punjab Alkalies and Chemicals
Limited**
(Merger of Company)



Transaction Advisor for the
merger of two unlisted
companies in listed company

Ongoing
Jasch Industries Limited
(Demerger of Company)



Transaction Advisor for the
Demerger of business
undertaking and listing of
resulting company

2020
**Kkalpana Industries (India)
Limited**
(Demerger)



Fairness Opinion, in-principle
approval and and listing of
resulting company

Ongoing
HT Media Limited
(Merger of Company)



Advisory services: Fairness
Opinion, in-principle and final
listing approval for merger of
three listed companies

Ongoing
Deccan Gold Mines Limited
(Scheme of Arrangement)



Fairness Opinion, in-principle
and final listing approval

Ongoing
Maithan Alloys Limited
(Composit Scheme of
Arrangement)



Advisory services: Fairness
Opinion, in-principle and final
listing approval for the
Scheme

2020
**Sharda Motor Industries
Limited**
(Demerger of Company)



Advisory services: Listing of
NDR Auto Limited [19(2)(b)]

2018
Amanaya Ventures Limited
(Merger)



Transaction advisory: Merger
of Midland Services Limited
into Amanaya Ventures
Limited

2018
Prakash Industries Limited
(Demerger of Company)



Advisory services: Listing of
Prakash Pipes Limited
[19(2)(b)]

2018
Ugro Capital Limited
(Demerger of Company)



Advisory services : In-principle
approval

2017
HT Media Limited
(Demerger of Company)



Advisory services: In-principle
approval and listing of
Digicent Limited [19(2)(b)]

2016
DEN Networks Limited
(Demerger of Company)



Compliance Advisory:
Demerger of broadband
division into its wholly owned
subsidiary

2016
**DEN Futuristic Cable Networks
Private Limited**
(Scheme of Arrangement)



Compliance Advisory:
Composite Scheme of
Arrangement including merger
and demerger with
subsidiaries

AIF: New Schemes



FUNDAMENTUM



InCred Asset Management

OCEAN VIEW CAPITAL

TRANSITION
VENTURE CAPITAL

AIF: Ongoing Schemes



INNOVEN
CAPITAL

ICP INVENTUS
CAPITAL PARTNERS



pravega



FUNDAMENTUM



INDIA FOUNDATION FUND SERIES I

Landmark
CAPITAL



Dhyana Capital



Unitary Fund

AXILOR



Jamna Auto Industries Ltd.



Mahindra
HOME FINANCE

speakin

EVEREST

USHA

FAB BAG
THE BEST OF BEAUTY IN A MONTHLY BAG

eazydiner*

credihealth

PRANAV
CONSTRUCTIONS
PRIVATE LIMITED **PCPL**

BHARTIYA

RLG
REVERSE LOGISTICS GROUP

METRO
SHOES

DEVYANI
INTERNATIONAL LIMITED

medics
SUPER SPECIALITY HOSPITAL

ALPHA DESIGN
TECHNOLOGIES

easyrewardz
ALL ADDS UP

BizCrum
INDUSTRY SPECIFIC B2B PLATFORMS

sopra
steria

GAP

Apollo
HOSPITALS
TOUCHING LIVES

N

RENOLIT
Rely on it.

XENIUM
DIGITAL
Transform Business with
Creative Technologies

KONNET

WICKEDRIDE

AVIS

CooperStandard

AL DUA FOOD PROCESSING

textmercato

ResilienceWorks

India City Walks™

Stones2Milestones
my place in the world

Groww

TheraIndx Lifesciences
..... Preferred Research Partner

Franklin Fueling Systems

NoPaperForms

A2Z
GROUP
...the POWER tag the nation

DISRUPT

Lc
LearnCab

SPOTTED COW
FROMAGERIE
The Cheapest Milk

DEN

shubham

Zoctr
Your Home Health Partner

oxigen™
RECHARGES | MONEY TRANSFER | PAYMENTS

wep
Bliss Your Tech Fantasy

U GRO
CAPITAL

pitzo

CITIZENS
SPECIALTY HOSPITAL

Avanti

JOVEES

Manipal Cigna
Health Insurance

Sleepwell
Sheela Group
ISO 9001 Certified

MITRATA

It will be our privilege to work for you and proud to have your name on our profile

Promoters & Directors



NitiN Somani, Director
FCS, CFA (ICFAI), IBBI Registered Valuer (SFA)

NitiN, Promoter Director of Sundae Capital Advisors Private Limited, is having rich experience of over two decades in capital markets, investment banking, corporate & financial structuring, valuations, structuring of stock incentive plans, distribution of financial products, start-ups, finance and secretarial compliances. His experience varies across a wide range of industries and has successfully undertaken various assignments. He is responsible for mentoring the Team at Sundae & delivering solution based advisory to the clients, structuring of the transactions and to ensure smooth transition of the project.

NitiN is a Fellow member of ICSI, CFA (ICFAI) and Registered Valuer for Securities & Financial Assets. You can connect with him at nitin@sundaecapital.com.



Sourabh Garg, Director
FCA, IBBI Registered Valuer (SFA)

Sourabh, Director at Sundae Capital Advisors Private Limited, is having a varied experience of over 1½ decade in the field of Valuation of securities and financial assets, instruments and intangibles, Corporate & Transaction Advisory and Corporate Finance. He also has an experience in creating and spearheading a young and robust team handling multiple domestic and international complex valuations, including derivatives, across various industries. At Sundae, his role spans across business development and management of valuation practice and transaction advisory services.

Sourabh is a Fellow member of ICAI in practice, Registered Valuer for Securities & Financial Assets, Post Graduate Diploma holder in US accounting standards and GAAP & SOX from ICFAI. You can connect with him at sourabh@sundaecapital.com.

Promoters & Directors



Radhika Somani

Radhika, Founder at Sundae Capital Advisors Private Limited, is having a varied experience of over 8 years into practice into loan syndication, corporate advisory, capital market advisory, valuation, taxation and audit. Radhika is responsible for advising on the structuring, taxation, accounting advisory and drafting of documents and office administration.

Radhika is a Chartered Accountant and holds a Diploma in Financial Management. You can connect with her at radhika@sundaecapital.com.



Govind Biyani

Govind has an extensive experience of over 15 years in practice in various areas such as debt syndication, advisory services in securitisation, audit, taxation, valuation, etc. He is partner of M/s Biyani Mittal & Company, Chartered Accountants. He is a Fellow Chartered Accountant and holds Diploma of Information Systems Auditor (DISA-ICAI). He has also cleared IFRS certification and Forensic audit and Fraud Prevention course conducted by ICAI.



Arvind Mohta

Arvind has an overall experience of 13 years and has worked for 7 years in the industry with ICICI Bank Limited, Price Waterhouse Coopers and SBI Capital Markets Limited. He has an experience in the field of structured finance, project finance, corporate advisory, etc. He is partner of M/s Biyani Mittal & Company, Chartered Accountants. He is a Fellow Chartered Accountant, CFA (USA). He has also cleared Forex and Treasury certification and Forensic audit and Fraud Prevention courses conducted by ICAI.



Satin Somani

Satin has an experience of over 10 years in finance, accounts, MIS, taxation, audit and loan syndication. Presently he is working with Mahindra Rural Housing Finance Limited. Previously he was associated with Wallstreet Finance Limited and Mega Power Transmission Limited. He is a Chartered Accountant by profession and holds Bachelor degree in Commerce.

Advisory Board



Bhumika Batra, Law Graduate and FCS

Bhumika is a Partner of Crawford Bayley & Co., one of the oldest law firms of India. She possesses over 15 years of experience in regulatory and legal practice, specializing in corporate law. She is a law graduate and a fellow member of the Institute of Company Secretaries of India. She is a recipient of scholarship from London School of Economics. She has also been awarded as Lawyer of the Year by Legal Era in 40 under 40 category in 2018.

She has co-authored the book “Treatise on Company Law” in 2014. She is a regular feature writer in India Business Law Journal. She has also contributed in various other writings like Company Law Ready Reckoner, Transfer and Transmission of Shares - A treatise, Asia Business Law Journal etc. She sits as an Independent Director on the boards of various listed and unlisted companies.



Rajesh Goyal, FCMA, B.Com (H), Alumni of SRCC

Rajesh, Founder and Senior Managing Partner of Goyal, Goyal & Associates, has an overall professional experience of more than 3 decades. He has a rich experience in the field of costing and has managed consultancy work in the field of Costing, Management audit, Internal Audit to name a few. He is a fellow member of The Institute of Cost Accountants of India and Graduate from Sri Ram College of Commerce. His experience varies across various companies in the field of Accounts and Finance Administrative and Audit.

He is currently the President of Ekal Abhiyan, awardee International Gandhi Peace Prize (2017) an NGO which is running more than 1 Lakhs schools in rural & tribal India. He has also been a past president of Rotary Club of Vasant Valley, New Delhi.

Contact us



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Mumbai

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Opp. Income Tax Office, Bandra Kurla Complex
Bandra (East), Mumbai - 400 051

Bengaluru

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B R Road, above TMCC Bank
Gandhi Bazaar, Basavanagudi
Bangalore - 560 004

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