

PUBLIC ANNOUNCEMENT



CIEL HR SERVICES LIMITED



(Please scan this QR code to view the DRHP)

Our Company was originally incorporated as a private limited company with the name "Suhani Management Consultants Private Limited" under the provisions of the Companies Act, 1956, at Chennai, India, pursuant to a certificate of incorporation dated August 23, 2010, issued by the Registrar of Companies, Tamil Nadu at Chennai ("RoC"). Subsequently, pursuant to a Board resolution dated July 13, 2015 and a special resolution passed at an extraordinary general meeting dated July 13, 2015, the name of our Company was changed to "CIEL HR Services Private Limited" and a fresh certificate of incorporation dated July 24, 2015 was issued by the RoC. Upon the conversion of our Company into a public limited company, pursuant to a Board resolution dated October 9, 2023 and a special resolution dated October 19, 2023 passed by the shareholders of our Company at an extraordinary general meeting dated October 19, 2023, the name of our Company was changed to "CIEL HR Services Limited" and a fresh certificate of incorporation dated November 30, 2023 was issued by the RoC. For details in relation to the changes in the registered office of our Company, see "History and Certain Corporate Matters - Changes in the registered office of our Company" on page 254 of the Draft Red Herring Prospectus dated November 19, 2024 ("DRHP").

Corporate Identity Number: U74140TN2010PLC077095

Registered Office: Plot No. 3726, Door No. 41, 'Ma Foi House' 6th Avenue, Q Block, Anna Nagar, Chennai - 600 040, Tamil Nadu.

Corporate Office: 2802 (Broadway Building) 2nd & 3rd Floor, 27th Main Road, HSR Layout, Sector 1, Bengaluru - 560 102, Karnataka. Contact Person: Lalita Pasari, Company Secretary and Compliance Officer
Tel: +91 080 485 371 79; E-mail: companysecretary@cielhr.com; Website: https://www.cielhr.com/

OUR PROMOTERS: PANDIARAJAN KARUPPASAMY, HEMALATHA RAJAN, ADITYA NARAYAN MISHRA, SANTHOSH KUMAR NAIR AND DORAISWAMY RAJIV KRISHNAN

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹2 EACH ("EQUITY SHARES") OF CIEL HR SERVICES LIMITED (OUR "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹[●] PER EQUITY SHARE) (THE "OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER") COMPRISING A FRESH ISSUE OF UP TO [●] EQUITY SHARES BY OUR COMPANY AGGREGATING UP TO ₹3,280.78 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 4,739,336 EQUITY SHARES BY THE SELLING SHAREHOLDERS (THE "OFFERED SHARES") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER FOR SALE"), COMPRISING UP TO 2,544,181 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY PANDIARAJAN KARUPPASAMY, UP TO 629,357 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY HEMALATHA RAJAN, UP TO 629,357 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY ADITYA NARAYAN MISHRA, UP TO 594,540 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY SANTHOSH KUMAR NAIR, UP TO 118,537 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY DORAISWAMY RAJIV KRISHNAN (COLLECTIVELY REFERRED AS THE "PROMOTER SELLING SHAREHOLDERS"), UP TO 47,391 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY GANESH S PADMANABHAN, UP TO 47,391 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY SOBY MATHEW, UP TO 47,391 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY ANUP NARENDRA MENON, UP TO 8,727 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY MOHIT GUNDECHA, UP TO 8,727 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY SURUCHI WAGH, UP TO 10,778 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY CAVINKARE PRIVATE LIMITED, UP TO 9,358 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY PIYUSH JAIN, UP TO 8,085 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY RAJAN CHELLAMANI NADAR, UP TO 6,737 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY MUHLI NESI VIVEKANANDAH, UP TO 26,188 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY SAMBASIVAN VISHWANATHAN AND VIDYA VISHWANATHAN, AND UP TO 2,591 EQUITY SHARES AGGREGATING TO ₹[●] MILLION BY TAMILMANI MUTHUSAMY (THE "OTHER SELLING SHAREHOLDERS", AND TOGETHER WITH THE PROMOTER SELLING SHAREHOLDERS, THE "SELLING SHAREHOLDERS"). THE OFFER AND THE NET OFFER WOULD CONSTITUTE [●]% AND [●]%, RESPECTIVELY, OF OUR POST-OFFER PAID-UP EQUITY.

The Company, in consultation with the BRLMs, may revise the Fresh Issue and Offer for Sale portions of the Offer, within the permissible limits as prescribed under applicable laws

Potential Bidders may note the following:

In relation to the DRHP, read with addendum cum corrigendum to the DRHP dated February 22, 2025 ("Addendum cum Corrigendum") and addendum II to the DRHP dated May 23, 2025 ("Addendum II") filed with SEBI and Stock Exchanges, investors should note the following:

- In furtherance to the pre-IPO placement enabling provision included in the DRHP, our Company, in consultation with the BRLMs, has undertaken a pre-IPO placement of 2,727,272 Equity Shares of face value of ₹ 2 at an issue price of ₹ 110.00 per equity share (including a premium of ₹ 108.00 per Equity Share) for an amount of ₹ 299,999,920 by way of a private placement in accordance with Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, each as amended ("Pre-IPO Placement").
- The Allotment Committee of the Board of Directors of the Company, pursuant to its resolution dated January 1, 2026 has allotted 2,727,272 Equity Shares details of which are included below:

Sr. No.	Date of allotment	Number of Equity Shares allotted of face value of ₹ 2 each	Nature of consideration	Nature of allotment	% of pre-offer share capital of the Company on a fully diluted basis ⁵	Name of allottee	Issue price per Equity Share (in ₹)	Total consideration (₹ in million)
1.	January 1, 2026	454,545	Cash	Private Placement	0.99	Pegasus India Evolving Opportunities Fund	110.00	50.00
2.		363,637			0.79	Zoho Corporation Private Limited*	110.00	40.00
3.		200,000			0.44	Standard Fireworks Private Limited	110.00	22.00
4.		136,500			0.30	Arunsankar Enterprises Private Limited	110.00	15.02
5.		134,000			0.30	Niddodi Subrao Rajan*	110.00	14.74
6.		100,000			0.22	Rajashekar Reddy Seelam	110.00	11.00
7.		90,900			0.20	Prime Research And Advisory Limited	110.00	10.00
8.		90,900			0.20	Prime Securities Limited	110.00	10.00
9.		50,000			0.11	Xcelentra Financial Consultancy Services Private Limited	110.00	5.50
10.		50,000			0.11	Dhanesh Uday Phadke	110.00	5.50
11.		50,000			0.11	K Thirupathi Raja*	110.00	5.50
12.		40,000			0.09	Ranjani Krishnamurthy	110.00	4.40
13.		40,000			0.09	Abhijit Bhaduri	110.00	4.40
14.		40,000			0.09	Murali Shankaranarayana Hebbalalu Velapanur	110.00	4.40
15.		40,000			0.09	Lagapriya R*	110.00	4.40
16.		30,000			0.07	Kolur Thulasi Varadaraja Chetty Kannan	110.00	3.30
17.		30,000			0.07	Sabri Jayanthan & S P Jayanthan	110.00	3.30
18.		27,272			0.06	Sri Kaliswari Fireworks Private Limited*	110.00	3.00
19.		25,000			0.05	Krishnamurthy Balasubramanian*	110.00	2.75
20.		25,000			0.05	Gayatri Krishnamurthy*	110.00	2.75
21.		25,000			0.05	M Ramachandran*	110.00	2.75
22.		22,727			0.05	Natarajan Girish*	110.00	2.50
23.		22,727			0.05	Kankipati Rajan Raju	110.00	2.50
24.		20,000			0.04	Maninannan Venugopal	110.00	2.20
25.		20,000			0.04	P Thirunavukarasu	110.00	2.20
26.		20,000			0.04	Adhi Lakkapuram Krishnsamy Muthuswamy*	110.00	2.20
27.		20,000			0.04	Shriranga Kantharajapura Sudhakara	110.00	2.20
28.		20,000			0.04	Mythily Ramesh	110.00	2.20
29.		20,000			0.04	R Mathan Kumar	110.00	2.20
30.		15,000			0.03	Pralima Mathur	110.00	1.65
31.		12,500			0.03	K Amudha*	110.00	1.38
32.		12,500			0.03	M Kandasamy*	110.00	1.38
33.		10,000			0.02	Vignesh Shanker N*	110.00	1.10
34.		10,000			0.02	Roopashree B E*	110.00	1.10
35.		10,000			0.02	Poonam Pawankumar Dubey	110.00	1.10
36.		10,000			0.02	Rajamanickam Sumathi*	110.00	1.10
37.		10,000			0.02	S Amutha	110.00	1.10
38.		10,000			0.02	Preeti Ramakant Naik	110.00	1.10
		2,727,272						300.00

Sr. No.	Date of allotment	Number of Equity Shares allotted of face value of ₹ 2 each	Nature of consideration	Nature of allotment	% of pre-offer share capital of the Company on a fully diluted basis ⁵	Name of allottee	Issue price per Equity Share (in ₹)	Total consideration (₹ in million)
39.	January 1, 2026	10,000	Cash	Private Placement	0.02	Soundaram Panchanathan	110.00	1.10
40.		10,000			0.02	A Alwarsamy*	110.00	1.10
41.		10,000			0.02	Rowena Scurville*	110.00	1.10
42.		10,000			0.02	Muthukumaran Murugesan	110.00	1.10
43.		10,000			0.02	Anand Sudarshan	110.00	1.10
44.		10,000			0.02	Kamalesh Nayudu	110.00	1.10
45.		10,000			0.02	Binu Thomas Philip	110.00	1.10
46.		10,000			0.02	Vipul Kodan	110.00	1.10
47.		10,000			0.02	S Meenakshi	110.00	1.10
48.		10,000			0.02	Kyps Investments	110.00	1.10
49.		10,000			0.02	Krishna Suvama	110.00	1.10
50.		10,000			0.02	Chunkath Georgie Antony	110.00	1.10
51.		10,000			0.02	Sudha Mahalingam	110.00	1.10
52.		10,000			0.02	Amit R Agarwal	110.00	1.10
53.		10,000			0.02	Shruti Agrawal	110.00	1.10
54.		10,000			0.02	Prahlad Gundu Rao*	110.00	1.10
55.		10,000			0.02	Richa Dubey	110.00	1.10
56.		10,000			0.02	Anand A Thangamani	110.00	1.10
57.		10,000			0.02	Sreedhar Krishnamoorthy	110.00	1.10
58.		10,000			0.02	Shubendu Tripathy	110.00	1.10
59.		10,000			0.02	Rashmi Ranjan Mohapatra	110.00	1.10
60.		10,000			0.02	Aikyam Capital Pvt Ltd	110.00	1.10
61.		10,000			0.02	Ramana Tadepalli	110.00	1.10
62.		10,000			0.02	C Vasanthi	110.00	1.10
63.		10,000			0.02	Saravanan Manickam	110.00	1.10
64.		10,000			0.02	Kalpna Shankar	110.00	1.10
65.		10,000			0.02	Nitya S Cavale	110.00	1.10
66.		10,000			0.02	Krishnamurthy Purushottam	110.00	1.10
67.		10,000			0.02	Jaspal Singh Bindra	110.00	1.10
68.		10,000			0.02	Narasinga Rao Mantravani Venkata	110.00	1.10
69.		10,000			0.02	Navaneel Kar*	110.00	1.10
70.		10,000			0.02	Sidney Sequeira	110.00	1.10
71.		9,975			0.02	Chinnia Gounder Subramanian*	110.00	1.10
72.		9,090			0.02	S Narasimhan*	110.00	1.00
73.		5,725			0.01	P Sivaraju*	110.00	0.63
74.		5,000			0.01	Aarshan Ventures LLP	110.00	0.55
75.		5,000			0.01	Vasu Rao*	110.00	0.55
76.		5,000			0.01	Prateek Shrivastava [^]	110.00	0.55
77.		5,000			0.01	Shravan K R	110.00	0.55
78.		5,000			0.01	Satyanarayana Gonthina	110.00	0.55
79.		5,000			0.01	Nilma S Gardi	110.00	0.55
80.		5,000			0.01	Bhavani Ravi [^]	110.00	0.55
81.		5,000			0.01	A Dhana Shekar [^]	110.00	0.55
82.		5,000			0.01	Pratik Rajendra Munot*	110.00	0.55
83.		5,000			0.01	Dhiraj Kumar Sinha	110.00	0.55
84.		5,000			0.01	Prashant Ravishankar Chaudhari*	110.00	0.55
85.		5,000			0.01	Hashta Sivaramkrishnan *	110.00	0.55
86.		5,000			0.01	Radhakrishnan Meenakshisundaram	110.00	0.55
87.		4,729			0.01	Kannan Gunasekaran [^]	110.00	0.52
88.		4,545			0.01	Mansi Manot Tolani [^]	110.00	0.50

*Existing Shareholders of the Company

[^]Employees of the Company

⁵The percentage of Equity Share Capital on a fully diluted basis is calculated based on the total Equity Shares held by share holders, assuming the exercise of employee stock option vested under ESOP Plan 2022 and ESOP Plan 2024 as on the date of Pre-IPO allotment.

- Please note that the Equity Shares issued pursuant to the Pre-IPO Placement shall be subject to lock-in, in accordance with Regulation 17 and 16(1)(b) of the SEBI ICDR Regulations.
- Except for certain allottees who are existing shareholders or employees of the Company as indicated above, the aforementioned allottees are not connected with the Company, Promoters, the members of the Promoter Group, Directors, Key Managerial Personnel, Subsidiaries, Group Companies and the directors and key managerial personnel of the Subsidiaries and Group Companies.
- We hereby confirm that the Pre-IPO Placement has not exceeded 20% of the Fresh Issue. We further confirm the amount proposed to be raised through Fresh Issue shall be reduced by ₹ 299,999,920 pursuant to the Pre-IPO Placement and accordingly, the Fresh Issue size shall be revised and disclosed in the RHP and Prospectus, subject to the Offer complying with Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957.
- Please note that this notice shall be read in conjunction with the DRHP, Addendum cum Corrigendum and Addendum II. Further, relevant disclosures in relation to the Pre-IPO Placement and such intimation to the subscribers to the Pre-IPO Placement shall be appropriately made in the relevant sections of the RHP and the Prospectus, including the section titled "Material Contracts and Documents for Inspection".
- Our Company has appropriately intimated the subscribers to the Pre-IPO Placement, prior to the allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Offer or the Offer may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement will be appropriately made in the relevant sections of the Red Herring Prospectus and in the relevant sections of the Prospectus.

BOOK RUNNING LEAD MANAGERS

REGISTRAR TO THE OFFER

<p>Ambit Private Limited Ambit House, 449, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India Tel: + 91 22 6623 3030 E-mail: ciel.ipo@ambit.co Investor Grievance ID: CustomerServiceMb@ambit.co Contact Person: Nikhil Bhiwapurkar / Devanshi Shah Website: www.ambit.co SEBI Registration Number: INM000010585</p>	<p>Centrum Capital Limited Level 9, Centrum House, C.S.T. Road, Vidyanagari Marg, Kailasa, Santacruz (East), Mumbai - 400 098, Maharashtra, India. Tel: +91 22 4215 9000 E-mail: ciel.ipo@centrum.co.in Investor Grievance ID: igmbd@centrum.co.in Contact Person: Pooja Sanghvi / Tarun Parmani Website: www.centrum.co.in SEBI Registration Number: INM000010445</p>	<p>HDFC Bank Limited Investment Banking Group, Unit No. 701, 702 and 702-A, 7th Floor, Tower 2 and 3, One International Centre, Senapati Bapat Marg, Prabhadevi, Mumbai - 400 013, Maharashtra, India Tel: +91 22 3395 8233 E-mail: cielhr.ipo@hdfcbank.com Investor Grievance ID: investor.redressal@hdfcbank.com Contact Person: Bharti Ranga / Souradeep Ghosh Website: www.hdfc.bank.in SEBI Registration Number: INM000011252</p>	<p>KFin Technologies Limited Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032, Telangana, India Tel: +91 40671 62222/ 1800 3094001 E-mail: cielhr.ipo@kfintech.com Website: www.kfintech.com Investor grievance e-mail: einward.ris@kfintech.com Contact Person: M. Murali Krishna SEBI Registration No.: INR000000221</p>
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All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For CIEL HR SERVICES LIMITED

On behalf of the Board of Directors

Sd/-

Lalita Pasari