



Our Company was originally incorporated as Sanchi Hotels Private Limited on October 13, 2006 at Indore, Madhya Pradesh as a private limited company under the Companies Act, 1956. Subsequently, the name of our Company was changed to Barbeque-Nation Hospitality Private Limited and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Madhya Pradesh and Chhattisgarh, located at Gwalior on February 18, 2008. Thereafter our Company was converted into a public limited company and the name of our Company was changed to Barbeque-Nation Hospitality Limited and a fresh certificate of incorporation consequent upon change of name on conversion to a public limited company was issued by the Registrar of Companies, Madhya Pradesh and Chhattisgarh, located at Gwalior on March 4, 2008. Subsequently the registered office of our Company was changed from Indore, Madhya Pradesh to Bengaluru, Karnataka, pursuant to certificate of registration of regional director order for change of state issued by the Registrar of Companies, Karnataka located at Bengaluru, For December 16, 2013. For details of change in the name and registered office of our Company, see "History and Certain Corporate Matters" on page 224 of the red herring prospectus dated March 18, 2021 and filed with the RoC ("RHP")

Registered and Corporate Office: Sy. No. 62, Site No.13, 6th Cross, N.S. Palya, BTM Layout, Bengaluru – 560 076, Karnataka, India. Contact Person: Nagamani CY, Company Secretary and Compliance Officer; Tel: +91 80 4511 3000; E-mail: compliance@barbequenation.com; Website www.barbequenation.com; Corporate Identity Number: U55101KA2006PLC073031

### OUR PROMOTERS: SAYAJI HOTELS LIMITED, SAYAJI HOUSEKEEPING SERVICES LIMITED, KAYUM DHANANI, RAOOF DHANANI AND SUCHITRA DHANAN

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF BARBEQUE-NATION HOSPITALITY LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹1 ●1 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹1 ●1 PER EQUITY SHARES) (THE "OFFER PRICE") AGGREGATING INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF BARBEQUE-NATION HOSPITALITY LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARES (IP FACE) ("FRESHISSUE") AND AN OFFER FOR SALE OF UPTO 1,018,288 EQUITY SHARES BY SAVAJI HOUSEKEEPING SERVICES LIMITED, 339,430 EQUITY SHARES BY SAVAJ NO EQUITY SHARES BY SAVAJ NO EXEMPTION 1,018,288 EQUITY SHARES BY SAVAJ NO EXAMAL SHARES BY SAVAJ DE PRESED TO EXAMAL SHARES BY SAVAJ DEPLAY SHARES BY SAVAJ SAVAJ SHARES BY SAVAJ SAVAJ SHARES BY SAVAJ SHARES BY SAVAJ SAVAJ SHARES BY SAVAJ SAVAJ SHARES BY SAVAJ SAVAJ SHARES BY SAVAJ

#### Risks to Investors:

- The four book running lead managers ("BRLMs") associated with the Offer have handled 30 public offers in the past three years, out of which 10 issues closed below the offer price on listing date.
- The Price/Earnings ratio based on diluted EPS for Fiscal 2020 for the Issuer at the upper end of the Price Band is not meaningful as earnings per share was negative compared to the average industry peer group P/E ratio of 140.05.
- Average cost of acquisition of Equity Shares by the Promoters ranges from ₹ 0 per Equity Share to ₹ 5 per Equity Share and Offer Price at upper end of the Price Band is ₹ 500 per Equity Share. Average cost of acquisition of Equity Shares by the Selling Shareholders ranges from ₹5 per Equity Share to ₹592 per Equity Share and Offer Price at upper end of the Price Band is ₹500 per Equity Share.
- Weighted Average Return on Net Worth for last three financial years is (288.68%).

## Price Band: ₹ 498 to ₹ 500 per Equity Share of face value of ₹ 5 each.

The Floor Price is 99.6 times the face value of the Equity Shares and the Cap Price is 100 times the face value of the Equity Shares. Bids can be made for a minimum of 30 Equity Shares and in multiples of 30 Equity Shares thereafter.

ASBA\* Simple, Safe, Smart way of Application!!!

\*Applications Supported by Blocked Amount ("ASBA") is a better way of applying to offers by simply blocking the fund in the bank account. For further details, check section on ASBA below. Mandatory in public issue since January 1, 2016. No cheque will be accepted.

UNIFIED PAYMENTS INTERFACE

UPI-Now available in ASBA for Retail Individual Bidders ("RIBs")\*\*

Investors are required to ensure that the bank account used for bidding is linked to their PAN. UPI - Now available in ASBA for RIBs applying through Syndicate Members, sub-syndicate members, Registered Brokers, CDPs and RTAs. RIBs also have the option to submit the application directly to the ASBA Bank ("SCSBs") or to use the facility of linked online trading, demat and bank account.

ASBA has to be availed by all the investors, except Anchor Investors. UPI may be availed by RIBs For details on the ASBA and UPI process, please refer to the details given in ASBA Form and Abridged Prospectus and also please refer to "Offer Procedure" beginning on page 522 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE",

and together with BSE, the "Stock Exchanges") and in the General Information Document for Investing in Public Offers. ASBA Forms can be downloaded from the websites of the Stock Exchanges and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in. \*List of banks supporting UPI is also available on the website of SEBI at www.sebi.gov.in. For the list of UPI Apps and Banks live on IPO, please refer to the link: https://www.npci.org.in/upi-live-ipo. ICICI Bank Limited has been appointed as Sponsor Bank for the Offer, in accordance with the requirements of the SEBI Circular dated November 1, 2018, as amended. For offer related grievance investors may contact: IIFL Securities Limited - Mr. Ujjaval Kumar/Ms. Nishita Mody (+91 22 4846 4600) (ig.ib@ilficap.com); Axis Capital Limited - Mr. Sandeep Sharma (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 2217 8300) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 2217 8300) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 2217 8300) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 2217 8300) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Mendonca (+91 22 6623 3000) (investorgrievance.acpi@ambit.co) of SBI Capital Markets Limited - Mr. Aditya Deshpande/Ms. Sylvia Markets Limited - Mr. Aditya Deshpande/Ms

#### **BID/OFFER PROGRAMME**

# BID/OFFER OPENS ON WEDNESDAY, MARCH 24, 2021<sup>(1)</sup> | BID/OFFER CLOSES ON FRIDAY, MARCH 26, 2021\*

Un Company and TPL may, in consultation with the BRLMs, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date. \*UPI mandate end time and date shall be at 12.00pm on March 30, 2021.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AS REGARDS ITS OBJECTS: For information on the main objects of our Company, investors are requested to see "History and Certain Corporate Matters" beginning on page 224 of the RHP and Clause III of the Memorandum of Association of our Company. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, see "Material Contracts and Documents for Inspection" beginning on page 639 of the RHP. LIABILITY OF THE MEMBERS OF THE COMPANY: Limited by shares

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE: As on the date of the RHP, the authorised share capital of our Company is ₹300,000,000 divided into 33,942,920 Equity Shares of ₹5 each. For details of the capital structure, see "Capital Structure" beginning on page 103 of the RHP.

NAME OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF OUR COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM: Late Sajid Dhanani were the initial signatories to the Memorandum of Association of our Company pursuant to the subscription of 5,000 equity shares each of face value of ₹10 each.

DISCLAIMER CLAUSE OF SEBI: Securities and Exchange Board of India ("SEBI") only gives its observations on the draft offer document. The investors are advised to refer to page 499 of the RHP for the full text of the Disclaimer Clause of SEBI. DISCLAIMER CLAUSE OF NSE (THE DESIGNATED STOCK EXCHANGE): It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the offer document has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the offer document; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of the Issuer. The investors are advised to refer to the offer document for the full text of the 'Disclaimer clause' of

the NSE on page 503 of the RHE DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investor is advised to refer to the page 502-503 of the RHP for the full text of the

#### ADDENDUM - NOTICE TO INVESTORS

With reference to the RHP filed with the RoC, SEBI and the Stock Exchanges, read with the advertisements for announcement of the Price Band and Minimum Bid Lot, dated March 19, 2021 and published on March 20, 2021 in all editions of the English national newspaper, Financial Express, all editions of the Hindi national newspaper, Jansatta and the Bengaluru edition of the Kannada newspaper, Hosadigantha (Kannada being the regional language of Karnataka, where the Registered and Corporate Office of our Company is situated), each with wide circulation, and the Bid cum Application Forms and the Abridged Prospectus, potential investors should note the following

1. On March 22, 2021 and March 23, 2021 one of our Promoters, Kayum Dhanani and certain members of the Promoter Group, namely, Azhar Dhanani (also a Selling Shareholder), Zuber Dhanani and Zoya Dhanani, have transferred certain Equity Shares held by them in the manner given below (such transfers, collectively referred to as the "Transfers")

Name of Promoter	Name of the	No of	Date of	Transfer Price	Amount	Category of	Category of
/ member of	Buyer	Equity	Transfer	per Equity	(₹)	Seller	Buyer
Promoter Group		Shares		Share (₹)			
Kayum Dhanani	Plutus Wealth Management LLP	189,446	March 22, 2021	500	94,723,000	Promoter; Managing Director	Public
Azhar Dhanani	Plutus Wealth Management LLP	158,460	March 22, 2021	500	79,230,000	Member of the Promoter Group	Public
Zuber Dhanani	Plutus Wealth Management LLP	200,000	March 23, 2021	500	100,000,000	Member of the Promoter Group	Public
Zoya Dhanani	Plutus Wealth Management LLP	152,094	March 22, 2021	500	76,047,000	Member of the Promoter Group	Public
Zuber Dhanani	Tarun Khanna	40,000	March 23, 2021	500	20,000,000	Member of the Promoter Group	Public; Non- Executive, Nominee Director
Zuber Dhanani	Avvanti Advisors Private Limited	20,000	March 22, 2021	500	10,000,000	Member of the Promoter Group	
Zuber Dhanani	Rajiv Agarwal	15,000	March 23, 2021	500	7,500,000	Member of the Promoter Group	Public
Zuber Dhanani	Ashutosh Bihani	5,000	March 23, 2021	500	2,500,000	Member of the Promoter Group	Public
Zuber Dhanani	Rupal Paveet Amin	5,000	March 23, 2021	500	2,500,000	Member of the Promoter Group	Public
Zuber Dhanani	Rafiqunnisa Merchant	20,000	March 23, 2021	500	10,000,000	Member of the Promoter Group	Member of the Promoter Group
Zuber Dhanani	Shamim Sheikh	25,000	March 23, 2021	500	12,500,000	Member of the Promoter Group	Member of the Promoter Group
Zuber Dhanani	Nasim Desai	10,000	March 23, 2021	500	5,000,000	Member of the Promoter Group	Member of the Promoter Group
Zuber Dhanani	Habibunisha Dhanani	10,000	March 23, 2021	500	5,000,000	Member of the Promoter Group	Member of the Promoter Group
Zuber Dhanani	Sunaina Yadav	2,000	March 23, 2021	500	1,000,000	Member of the Promoter Group	Member of the Promoter Group
	Total	852,000	·		426,000,000		

- 2. Please note that the Equity Shares transferred shall be subject to lock-in for a period of one year from the date of Allotment in the Offer, in accordance with Regulation 17 of the SEBIICDR Regulations.
- 3. Pursuant to the Transfers, please note the following
  - (a) With respect to the disclosure made in the section "Summary of the Offer Document" on page 28 of the RHP, the table on the aggregate Pre-Offer Shareholding of Promoters, Promoter Group and Selling Shareholders shall stand modified as follow

Category of Shareholders	Number of Equity Shares	% of paid-up Equity Share Capital		
Promoters	12,954,522	38.17%		
Promoter Group	2,485,899	7.32%		
Selling Shareholders <sup>(1)</sup>	6,808,898	20.06%		

(1) Excluding Selling Shareholders who are Promoters or part of the Promoter Group.

(b) With respect to the disclosures made in the sections "Summary of the Offer Document" and "Basis for Offer Price" on pages 35 and 139 of the RHP respectively, the table on the average cost of acquisition of the Equity Shares for the Promoters and Selling Shareholders, shall stand modified as follows

Name	Number of Equity Shares	Average cost of Acquisition per Equity Share (in ₹)				
Promoters						
SHKSL	12,621,116	5.00				
Kayum Dhanani	333,400	0.00				
Suchitra Dhanani	6	1.67				
Selli	Selling Shareholders (other than SHKSL, one of our Promoters which is a Selling Shareholder)					
Azhar Dhanani	339,430	5.00				
Sadiya Dhanani	497,890	5.00				
Sanya Dhanani	497,893	5.00				
TPL	6,078,402	167.27				
AAJVIT	198,392	216.32				
MPL	532,104	592.00				

Promoters' shareholding in our Company" on page 107 of the RHP, the following additional disclosure shall be added in relation to Kayum Dhanan

- (c) With respect to the Risk Factor number 64, disclosed on page 72 of the RHP, as on the date of this addendum, the aggregate shareholding of our Promoters, together with members of the Promoter Group, shall stand modified to 45.49% of the issued and outstanding Equity Share capital of our Company.
- (d) With respect to the Risk Factor number 66, disclosed on page 73 of the RHP, the average cost of acquisition of Equity Shares held by Kayum Dhanani and Azhar Dhanani shall remain unchanged at ₹0.00 and ₹5.00 respectively.
- (e) With respect to the disclosure made in the section "Capital Structure Notes to the Capital Structure History of the Equity Share Capital held by our Promoters" on page 107 of the RHP, as on the date of this addendum, the number of Equity Shares held by the Promoters shall stand modified to 12,954,522 Equity Shares, constituting 38.17% of the issued. subscribed and paid-up Equity Share capital of our Company. (f) With respect to the disclosure made in the section "Capital Structure – Notes to the Capital Structure - History of the Equity Share Capital held by our Promoters - Build-up of our

Name of the	Date of	Nature of	No. of	Nature of	Face Value	Issue Price/ Transfer	Percentage of	Percentage of	
Promoter	allotment/	transaction	Equity	Consideration	per Equity	Price per	the pre- Offer	the post- Offer	
	transfer		Shares		Share (₹)	Equity Share (₹)	capital (%)***	capital (%)	
Kayum Dhanani	March 22, 2021	Transfer to Plutus	189,446	Cash	5	500	0.56	[•]	
		Wealth Management LLP							
444 M4 4 4 4 4			- 44			11 1 6 11 11 6 11			

\*\*\* Please note that these percentages have been computed on the pre-Offer and post-Offer outstanding share capital after adjusting for the share split of equity shares from a face value of  $\mathbb{T}$ 10 each to a face value of  $\mathbb{T}$ 5 each on December 15. 2016.

(g) With respect to the disclosure made in the section "Capital Structure" on page 111 of the RHP the details of the shareholding of our Promoters, the members of the Promoter Group and directors of our Promoters as on the date of filing of this addendum shall stand modified as follows

Name of the Shareholder	Total Equity Shares	Percentage (%) of Pre-Offer Capital
Promoters		
SHKSL	12,621,116	37.18
Kayum Dhanani	333,400	0.98
Suchitra Dhanani	6	0.00*
Total Holding of the Promoters (A)	12,954,522	38.17
Promoter Group		
Azhar Dhanani	339,430	1.00
Saba Jameel Sayed	497,890	1.47
Sadiya Dhanani	497,890	1.47
Sanya Dhanani	497,893	1.47

Name of the Shareholder **Total Equity Shares** Percentage (%) of Pre-Offer Capital Zoya Dhanani 292,537 0.86 Zuber Dhanan 293,259 0.86 Nasim Desai 10.000 0.03 Habibunisha Dhanan 10.000 0.03 Rafigunnisa Merchant 20.000 0.06 Sunaina Yaday 2.000 0.01 Shamim Sheikh 25.000 0.07 Total holding of the Promoter Group (other than Promoter) (B) 2,485,899 7.32

Total Holding of Promoter, Promoter Group and Promoter Directors (A+B) Nealiaible

(1) Our directors, Kayum Dhanani, Suchitra Dhanani and Raoof Dhanani, are also the directors of one of our corporate Promoters, SHKSL, and Suchitra Dhanani and Raoof Dhanani, are also the directors of our other corporate Promoter, SHL

15,440,421

45.49

(h) With respect to the disclosure made in the section "Capital Structure" on page 114, the table containing the total number of Equity Shares held by the Selling Shareholders in our Company, as on the date of this addendum shall stand modified as follows

Name of the Selling Shareholder Percentage of the pre- Offer capital (%) No. of Equity Shares SHKSL 12,621,116 37.18% Azhar Dhanani 339,430 1.00% 497,890 Sadiya Dhanani 1.47% 497,893 1.47% Sanya Dhanani 6.078,402 17.91% AAJVI<sup>\*</sup> 198,392 MPL 20,765,227

(i) With respect to the disclosure in the section "Capital Structure" on page 115 of the RHP, the shareholding pattern of our Company, as on date of this addendum, shall stand modified to reflect that the total number of public Shareholders as on date is 776 and that the total number of Shareholders as on date is 790. Further the total Equity Shares held by the Promoter and Promoter Group shall be modified to 15,440,421 Equity Shares aggregating to 45,49% of the outstanding equity share capital of the Company and the total Equity Shares held by the Public shall be modified to 18,502,499 Equity Shares aggregating to 54.51% of the outstanding equity share capital of the Company. In addition, the columns with the following headings: "No. of fully paid up Equity Shares held", "Total nos. of shares held", "Shareholding as a % of total no. of shares", "Number of Voting Rights held in each class of securities" and "Number of Equity Shares held in dematerialized form" for the Promoter and Promoter Group category and Public category shall be deemed to be appropriately modified to reflect the Transfers

(j) With respect to the disclosure in the section "Capital Structure" made on page 116 of the RHP, the shareholders holding 1% or more of the paid-up share capital of our Company as on the date of this addendum shall stand modified as follows:

SI. No.	Name of the Shareholder	No. of Equity Shares (on a fully diluted basis assuming exercise of all vested options)	Percentage (%)
1.	SHKSL	12,621,116	37.07%
2.	TPL	6,078,402	17.85%
3.	Jubilant	3,650,794	10.72%
4.	PPL	3,182,964	9.35%
5.	Xponentia	1,587,302	4.66%
6.	Plutus Wealth Management LLP	700,000	2.06%
7.	Alchemy India	575,000	1.69%
8.	MPL	532,104	1.56%
9.	Sanya Dhanani	497,893	1.46%
10.	Saba Jameel Sayed	497,890	1.46%
11.	Sadiya Dhanani	497,890	1.46%
12.	Partner Reinsurance	385,000	1.13%
13.	Azhar Dhanani	339,430	1.00%
	Total	24 445 795	04 40%

Total 31,145,785 (k) With respect to the disclosure made in the section "Capital Structure" on page 118 of the RHP, the details of the Equity Shares held by our Directors and Key Management

Pe	ersonnel in our Company shall	stand modified as follows:		
SI. No.	Name	No. of Equity Shares (on a fully diluted basis assuming exercise of all vested options)	Pre-Offer (%)	Post-Offer (%)
1.	Kayum Dhanani	333,400	0.98	[•]
2.	Suchitra Dhanani	6	0.00*	[•]
3.	Rahul Agrawal	100,000	0.29	[•]
4.	Nagamani CY	1,942**	0.01	[•]
5.	Ahmed Raza Sayed	15,360***	0.05	[•]
6.	Gulshan Kumar Chawla	52,000	0.15	[•]
7.	Amit V Betala	11,134	0.03	[•]
8.	Tarun Khanna	40.000	0.12	[•]

\*Negligible

\*\*Under ESOP 2015, Nagamani CY has 1,942 vested options which have not been exercised \*\*\* Under ESOP 2015. Ahmed Raza has 15.360 vested options which have not been exercised.

- (I) With respect to the disclosure in the section "Capital Structure" on page 122 of the RHP, the table containing the details of the securities of our Company purchased or sold by members of our Promoter Group, our Promoters, our Directors, directors of SHL and/or SHKSL during the period of six months immediately preceding the date of this addendum shall be deemed to be appropriately modified to reflect the Transfers.
- (m)With respect to the disclosure made in the section "Capital Structure" on page 123 of the RHP, the number of Shareholders as on date shall stand updated to 790 instead of 694.
- (n) With respect to the disclosure made in the section "Our Management" on page 246 of the RHP, the existing table on the shareholding of our Directors shall be replaced by the

iollowing table as of the date	e of the addendum.	
Name of Director	Number of Equity Shares	Pre-Offer Percentage Shareholding (%)
Kayum Dhanani	333,400	0.98
Suchitra Dhanani	6	0.00*
Rahul Agrawal	100,000	0.29
Tarun Khanna	40,000	0.12

\*Negligible

(o) With respect to the disclosure made in the section "Our Management - Shareholding of Key Management Personnel" on page 256 of the RHP, the shareholding of Kayum Dhanani on a fully diluted basis assuming exercise of all vested options shall stand modified to 333,400 Equity Shares aggregating to 0.98% of the pre-Offer capital of our Company

The above notice is to be read in conjunction with the RHP and the advertisements, Bid cum Application Forms, and the Abridged Prospectus and information and above disclosure in relation to the Transfers will be included in the Prospectus to be filed by our Company with the RoC, SEBI and the Stock Exchanges All capitalized terms used in this addendum shall, unless the context otherwise requires, have the same meanings as ascribed in the RHF

applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S and applicable laws of the jurisdictions where such offers and sales are made. There will be no offering of the further such offers and sales are made.

For BARBEQUE-NATION HOSPITALITY LIMITED On behalf of the Board of Directors

Company Secretary & Compliance Officer

Place: Bengaluru Date: March 23, 2021

BARBEQUE-NATION HOSPITALITY LIMITED is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its equity shares and has filed the RHP with the RoC and thereafter with SEBI and the Stock Exchanges. The RHP is available on the website of Securities and Exchange Board of India at www.sebi.gov.in, on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com and www.nseindia.com, Axis Capital Limited at www.aiscapital.co.in; Ambit Capital Private Limited at www.ambit.co and SBI Capital Markets Limited at www.sbicaps.com, respectively. Investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see "Risk Factors" of the RHP. Potential investors should not rely on the DRHP, the first addendum dated March 2, 2021 filed with SEBI for making any investment decision.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws in the United States, and may not be offered or sold within the United States.