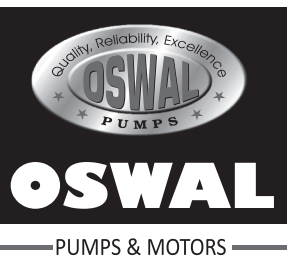




(Please scan the QR code to view the RHP)



OSWAL PUMPS LIMITED

Our Company was incorporated on July 15, 2003 at New Delhi, India as 'Oswal Pumps Private Limited', a private limited company under the Companies Act, 1956 and was granted a certificate of incorporation by the Registrar of Companies, Delhi and Haryana at New Delhi ("RoC"). Our Company was then converted into a public limited company under the Companies Act, 1956, pursuant to the Shareholders' resolution dated October 24, 2006, consequent to which, the name of our Company was changed to 'Oswal Pumps Limited' and a fresh certificate of incorporation dated November 15, 2006 was issued by the RoC. For further details in relation to changes in the name and the registered office of our Company, see "**History and Certain Corporate Matters**" on page 306 of the red herring prospectus dated June 7, 2025 ("RHP") filed with the RoC read with the first addendum dated June 11, 2025.

Registered and Corporate Office: Oswal Estate, NH-1 Kutail Road, P. O. Kutail, District Karnal, Haryana 132 037, India. **Contact Person:** Anish Kumar, Company Secretary and Compliance Officer
Tel: +91 18 4350 0307; **E-mail:** investorrelations@oswalpumps.com; **Website:** www.oswalpumps.com; **Corporate Identity Number:** U74999HR2003PLC124254

ADDENDUM TO THE RED HERRING PROSPECTUS DATED JUNE 7, 2025 AND FIRST ADDENDUM DATED JUNE 11, 2025 (THE "FIRST ADDENDUM, AND TOGETHER WITH THE RHP "SECOND ADDENDUM")

With reference to the RHP filed with the RoC and submitted thereafter with SEBI and the Stock Exchanges, read with the first addendum dated June 11, 2025, potential Bidders may note the following:

The section titled "**Risk Factors**" of the RHP shall be updated with addition of the following Risk Factor:

One of our Promoters, Vivek Gupta, pursuant to share purchase agreements, each dated June 10, 2025, has transferred/ sold on June 10, 2025 and June 11, 2025 an aggregate of 5,012,222 Equity Shares, representing 5.04% of the pre-Offer paid-up Equity Share capital of our Company to certain individuals and entities. These transfers did not involve any quid pro quo arrangements and were not contingent on the Company achieving certain business / financial milestone or listing of Equity Shares on the Stock Exchanges. There was no agreement subsisting prior to the DRHP and RHP to effect these transfers and accordingly were not disclosed in the DRHP and RHP.

In relation to an aggregate of 5,012,222 Equity Shares ("Transferred Shares") transferred/ sold on June 10, 2025 and June 11, 2025 by Vivek Gupta, one of our Promoters, representing 5.04% of the pre-Offer paid-up Equity Share capital of our Company to certain individuals and entities, pursuant to share purchase agreements, each dated June 10, 2025 ("Transfers"). Please note that Vivek Gupta had no intention to transfer/ sell the Transferred Shares prior to filing of the RHP and no agreements were subsisting prior to the DRHP and RHP to effect such Transfers. As a result, no disclosures were made in the DRHP and RHP by the Company. These Transfers did not involve any quid pro quo arrangements and were not contingent on the Company achieving certain business/ financial milestone or listing of Equity Shares on the Stock Exchanges. Further, the transferees are not connected with the Company, the Promoters, the member of the Promoter Group, the Directors, the Key Managerial Personnel, the Subsidiaries, the Group Companies and the directors and key managerial personnel of the Subsidiaries and the Group Companies.

Our Promoters or members of Promoter Group have undertaken transaction of Equity Shares aggregating up to 1% or more of the paid-up Equity Share capital of our Company from the date of filing of the DRHP till date of this Second Addendum, the details of which are as follows:

- (1) Our Company has received intimations dated (i) January 7, 2025 from Vivek Gupta, one of our Promoters, that he has transferred/ sold an aggregate of 168,000 Equity Shares, representing 0.17% of the pre-Offer paid-up Equity Share capital of our Company ("**Promoter Transfers**"); (ii) January 7, 2025 from Padam Sain Gupta, Padam Sain Gupta HUF, Prem Lata and Radhika Gupta, members of our Promoter Group and January 20, 2025 from Renu Goyal, member of our Promoter Group that they have transferred/ sold an aggregate of 609,000 Equity Shares, representing 0.61% of the pre-Offer paid-up Equity Share capital of our Company ("**Promoter Group Transfers**" and along with Promoter Transfers, referred to as "**Pre-RHP Transfers**") to certain individuals from the date of filing of DRHP till the date of the RHP. The details of such Pre-RHP Transfers have been disclosed under the section "**Capital Structure**" on page 102 of the RHP.
- (2) Our Company has received intimation dated June 11, 2025, from Vivek Gupta, one of our Promoters, that pursuant to share purchase agreements, each dated June 10, 2025, he has transferred/ sold an aggregate of 5,012,222 Equity Shares, representing 5.04% of the pre-Offer paid-up Equity Share capital of our Company to certain individuals and entities from the date of filing of RHP till the date of this Second Addendum ("**Post-RHP Transfers**" and together with the Pre-RHP Transfers, referred to as "**Secondary Transfers**").

The details of the Secondary Transfers are as follows:

Date of transfer	Name of Transferor	Nature of relationship with Company	Name of transferee	Whether connected with the Company, the Promoters, the Promoter Group, the Directors, the KMPs, the Subsidiaries, the Group Companies and the directors or KMPs of the Subsidiaries and Group Companies	Nature of transaction	Total number of Equity Shares transferred	Percentage of pre-Offer Equity Share capital of the Company (in %)	Transfer price per Equity Share (in ₹)	Total Consideration (in ₹ million)
January 7, 2025	Vivek Gupta	Promoter	Renu Goyal	Yes. Transferee is a member of the Promoter Group	Gift*	168,000	0.17	Nil	Nil
January 7, 2025	Padam Sain Gupta	Member of the Promoter Group	Rajev Gupta	Yes. Transferee is a member of the Promoter Group	Gift*	325,000	0.33	Nil	Nil
January 7, 2025	Padam Sain Gupta	Member of the Promoter Group	Pernika Mittal	No	Gift*	60,000	0.06	Nil	Nil
January 7, 2025	Padam Sain Gupta	Member of the Promoter Group	Renu Goyal	Yes. Transferee is a member of the Promoter Group	Gift*	40,000	0.04	Nil	Nil
January 7, 2025	Padam Sain Gupta (HUF)	Member of the Promoter Group	Renu Goyal	Yes. Transferee is a member of the Promoter Group	Gift*	17,000	0.02	Nil	Nil
January 7, 2025	Prem Lata	Member of the Promoter Group	Renu Goyal	Yes. Transferee is a member of the Promoter Group	Gift*	17,000	0.02	Nil	Nil
January 7, 2025	Radhika Gupta	Member of the Promoter Group	Vishal Goela	Yes. Transferee is a member of the Promoter Group	Gift*	45,000	0.05	Nil	Nil
January 7, 2025	Radhika Gupta	Member of the Promoter Group	Vikas Goela	Yes. Transferee is a member of the Promoter Group	Gift*	45,000	0.05	Nil	Nil
January 20, 2025	Renu Goyal	Member of the Promoter Group	Nikita Gupta	No	Gift^	60,000	0.06	Nil	Nil
June 10, 2025	Vivek Gupta	Promoter	Quant Mutual Fund - Quant Small Cap Fund	No	Secondary sale	1,465,799	1.47	614.00	900.00
June 10, 2025	Vivek Gupta	Promoter	VQ Fastercap Fund	No	Secondary sale	1,384,365	1.39	614.00	850.00
June 11, 2025	Vivek Gupta	Promoter	Rajasthan Global Securities Private Limited	No	Secondary sale	407,167	0.41	614.00	250.00
June 11, 2025	Vivek Gupta	Promoter	Akshat Greentech Private Limited	No	Secondary sale	407,167	0.41	614.00	250.00
June 11, 2025	Vivek Gupta	Promoter	Valuequest India G.I.F.T. Fund	No	Secondary sale	244,300	0.25	614.00	150.00
June 11, 2025	Vivek Gupta	Promoter	Kotak Iconic Fund	No	Secondary sale	244,300	0.25	614.00	150.00
June 11, 2025	Vivek Gupta	Promoter	Kotak Iconic Fund II	No	Secondary sale	244,300	0.25	614.00	150.00
June 11, 2025	Vivek Gupta	Promoter	Saket Agarwal	No	Secondary sale	162,867	0.16	614.00	100.00
June 11, 2025	Vivek Gupta	Promoter	MC Jain Infoservices Private Limited	No	Secondary sale	81,434	0.08	614.00	50.00
June 11, 2025	Vivek Gupta	Promoter	NABS Equity (acting through Sattva Developers Private Limited, partner)	No	Secondary sale	81,434	0.08	614.00	50.00
June 11, 2025	Vivek Gupta	Promoter	Anju Kumari	No	Secondary sale	32,574	0.03	614.00	20.00
June 11, 2025	Vivek Gupta	Promoter	Navin Lodha	No	Secondary sale	20,359	0.02	614.00	12.50
June 11, 2025	Vivek Gupta	Promoter	Niraj Lodha	No	Secondary sale	20,359	0.02	614.00	12.50
June 11, 2025	Vivek Gupta	Promoter	Sanjay Lodha	No	Secondary sale	20,359	0.02	614.00	12.50
June 11, 2025	Vivek Gupta	Promoter	Vivek Lodha	No	Secondary sale	20,359	0.02	614.00	12.50
June 11, 2025	Vivek Gupta	Promoter	Shripad Subodh Pathe	No	Secondary sale	16,287	0.02	614.00	10.00
June 11, 2025	Vivek Gupta	Promoter	Manobhav Gupta	No	Secondary sale	16,287	0.02	614.00	10.00
June 11, 2025	Vivek Gupta	Promoter	ERT Shipping and Warehousing Private Limited	No	Secondary sale	13,030	0.01	614.00	8.00
June 11, 2025	Vivek Gupta	Promoter	Vikas Dahiya	No	Secondary sale	12,215	0.01	614.00	7.50
June 11, 2025	Vivek Gupta	Promoter	Sanjeev Kumar Jain	No	Secondary sale	12,215	0.01	614.00	7.50
June 11, 2025	Vivek Gupta	Promoter	Deepak Jain	No	Secondary sale	11,401	0.01	614.00	7.00
June 11, 2025	Vivek Gupta	Promoter	Hemant Agrawal	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Hirdey Vikram	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Vishal Bharat	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Narendra H Joshi	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Shrikant Sontake	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Naresh Gupta	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Prateek Singhal	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Kamal Singh Hirawat & Sons HUF	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Namita Nahata	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Somani Fiscal Trading Private Limited	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Satyanarayan Mittal HUF	No	Secondary sale	8,143	0.01	614.00	4.99
June 11, 2025	Vivek Gupta	Promoter	Rajesh Raizada	No	Secondary sale	4,071	0.00	614.00	2.49

*pursuant to gift deeds each dated January 2, 2025

^pursuant to the gift deed dated January 8, 2025

The changes set out above are to be read in conjunction with the RHP and the first addendum dated June 11, 2025, and accordingly, all references to this information in the RHP read with the first addendum dated June 11, 2025 stands amended pursuant to this Second Addendum. The information in this Second Addendum supplements the RHP and the first addendum dated June 11, 2025, and updates the information set out in the RHP and the first addendum dated June 11, 2025 solely to the extent set out above. This Second Addendum does not reflect all the changes that have occurred between the date of the RHP and the date hereof, and accordingly does not include all the changes and/or updates that will be included in the Prospectus. Please note that the information included in the RHP will be suitably updated, including to the extent stated in the first addendum and this Second Addendum, as may be applicable, in the Prospectus, as and when filed with the RoC, and subsequently submitted with the SEBI and the Stock Exchanges. Investors should read this Second Addendum along with the RHP and the first addendum dated June 11, 2025 before making an investment decision with respect to the Offer. All capitalised terms not specifically defined herein shall, unless the context otherwise requires, have the same meanings as ascribed to them in the RHP.

BOOK RUNNING LEAD MANAGERS					REGISTRAR TO THE OFFER
 IIFL CAPITAL IIFL Capital Services Limited <i>(formerly known as IIFL Securities Limited)</i> 24th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013 Maharashtra, India Tel: +91 22 4646 4728 E-mail: oswalpumps ipo@iiflcap.com Website: www.iiflcap.com Investor grievance e-mail: ig_ib@iiflcap.com Contact person: Yogesh Malpani/ Pawan Kumar Jain SEBI registration no.: INM000010940	 AXIS CAPITAL Axis Capital Limited 1st floor, Axis House, Pandurang Budhkar Marg, Worli, Mumbai 400 025 Maharashtra, India Tel: +91 22 4325 2183 E-mail: oswalpumps ipo@axiscap.in Website: www.axiscapital.co.in Investor grievance e-mail: complaints@axiscap.in Contact person: Jigar Jain SEBI registration no.: INM000012029	 CLSA A CITIC Securities Company CLSA India Private Limited 8/F Dalamal House, Nariman Point Mumbai 400 021 Maharashtra, India Tel: +91 22 6650 5050 E-mail: oswalpumps ipo@cls.com Website: www.india.cls.com Investor grievance e-mail: investor.helpdesk@cls.com Contact person: Prachi Chandgothia/ Purab Sharma SEBI registration no.: INM000010619	 JM FINANCIAL JM Financial Limited 7th Floor, Cnergy, Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Maharashtra, India Tel: +91 22 6630 3030 E-mail: oswalpumps ipo@jmfl.com Website: www.jmfl.com Investor grievance e-mail: grievance.ibd@jmfl.com Contact person: Prachee Dhuri SEBI registration no.: INM000010361	 nuvama Nuvama Wealth Management Limited 801-804, Wing A, Building No. 3, Inspire BKC G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Maharashtra, India Tel: +91 22 4009 4400 E-mail: oswalpumps@nuvama.com Website: www.nuvama.com Investor grievance e-mail: customerservice.mb@nuvama.com Contact person: Lokesh Shah SEBI registration no.: INM000013004	 MUFG MUFG Intime India Private Limited <i>(formerly Link Intime India Private Limited)</i> C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai 400 083 Maharashtra, India Tel: + 91 810 811 4949 E-mail: oswalpumps ipo@linkintime.co.in Website: www.linkintime.co.in Investor grievance e-mail: oswalpumps ipo@linkintime.co.in Contact person: Shanti Gopalkrishnan SEBI registration no.: INR000004058

For **OSWAL PUMPS LIMITED**

On behalf of the Board of Directors

Sd/-
Anish Kumar
Company Secretary and Compliance Officer

Place: Haryana
Date: June 12, 2025

OSWAL PUMPS LIMITED is proposing, subject to receipt of requisite approvals, market considerations and other considerations, to make an initial public offer of its Equity Shares and has filed a red herring prospectus dated June 7, 2025 with the RoC. The RHP read with the first addendum dated June 11, 2025 is made available on the website of the SEBI at www.sebi.gov.in as well as on the website of the BRLMs i.e., IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*) at www.iiflcap.com, Axis Capital Limited at www.axiscapital.co.in, CLSA India Private Limited at www.india.cls.com, JM Financial Limited at www.jmfl.com and Nuvama Wealth Management Limited at www.nuvama.com, the website of the NSE at www.nseindia.com and the website of the BSE at www.bseindia.com and the website of the Company at www.oswalpumps.com. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risks, please see the section "**Risk Factors**" on page 33 of the RHP. Potential investors should not rely on the DRHP for making any investment decision but should only rely on the information included in the RHP filed by the Company with the RoC.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("**U.S. Securities Act**"), or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales occur.