SMARTWORKS

SMARTWORKS COWORKING SPACES LIMITED



(Please scan this the Prospectus)

Our Company was originally incorporated as "Smart Work Business Centre Private Limited" at Kolkata as a private limited company under the Companies Act, 2013, pursuant to a certificate of incorporation dated December 17, 2015, issued by the Registrar of Companies, West Bengal at Kolkata. Pursuant to a special resolution dated October 29, 2018 passed by the Shareholders, the name of our Company was changed from "Smart Work Business Centre Private Limited" to "Smartworks Coworking Spaces Private Limited" to reflect the nature of business and activities of our Company and a fresh certificate of incorporation dated December 20, 2018, was issued by the Roc. Thereafter, our Company was converted into a public limited company pursuant to a special resolution dated June 28, 2024, passed in the extraordinary general meeting of the Shareholders, and consequently the name i.e., "Smartworks Coworking Spaces Limited" and a fresh certificate of incorporation dated July 25, 2024 was issued by the RoC. For details in relation to changes in the registered office of our Company, see "History and Certain Corporate Matters" on page 299 of the prospectus of the Company dated July 14, 2025 ("Prospectus").

Corporate Identity Number: U74900DL2015PLC310656

Registered Office: Unit No. 305-310, Plot No 9, 10 and 11, Vardhman Trade Centre, Nehru Place, South Delhi, Delhi – 110 019, India; Corporate Office: Golf View Tower, Tower – B, Sector 42, Gurugram – 122 002, Haryana, India Contact Person: Punam Dargar - Company Secretary and Compliance Officer; Tel: +91 83840 62876; E-mail: companysecretary@sworks.co.in; Website: www.smartworksoffice.com

OUR PROMOTERS: NEETISH SARDA, HARSH BINANI, SAUMYA BINANI, NS NIKETAN LLP, SNS INFRAREALTY LLP AND ARYADEEP REALESTATES PRIVATE LIMITED

Our Company has filed the Prospectus dated July 14, 2025 with the RoC and the Equity Shares (as defined below) are proposed to be listed on the Main Board of BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE", and together with BSE, the "Stock Exchanges") and the trading will commence on Thursday, July 17, 2025.

INITIAL PUBLIC OFFERING OF 14.321.474 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF SMARTWORKS COWORKING SPACES LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹ 407 PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 397 PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING TO ₹ 5.825.55 MILLION^ (THE "OFFER") COMPRISING A FRESH ISSUE OF 10,941,734 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING TO ₹ 1,375.55 MILLION (THE "OFFER") AND AN OFFER FOR SALE OF 3,379,740 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING TO ₹ 1,375.55 MILLION (THE "OFFER") FOR SALE"), CONSISTING OF AN OFFER FOR SALE OF 490,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING TO ₹ 126.17 MILLION BY SNS INFRAREALTY LLP AND 2,579,740 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH AGGREGATING TO ₹ 1,049.95 MILLION BY SPACE SOLUTIONS INDIA PTE. LTD. (FORMERLY LISBRINE PTE LIMITED) (COLLECTIVELY, THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES, THE "OFFERED SHARES").

THE OFFER INCLUDED A RESERVATION OF 101,351 EQUITY SHARES AGGREGATING UP TO ₹ 37.50 MILLION^, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREINAFTER) (THE "EMPLOYEE RESERVATION PORTION"). PURSUANT TO FINALIZATION OF BASIS OF ALLOTMENT, 88,812 EQUITY SHARES WERE ALLOTTED TO EMPLOYEES UNDER THE EMPLOYEE RESERVATION PORTION, THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER," THE OFFER AND THE NET OFFER CONSTITUTED 12.55% AND 12.47% OF OUR POST OFFER PAID-UP EQUITY SHARE CAPITAL. RESPECTIVELY. OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, OFFERED A DISCOUNT OF UP TO 9.09% (EQUIVALENT OF ₹37 PER EQUITY SHARE) TO THE OFFER PRICE TO ELIGIBLE EMPLOYEE SIDDING UNDER THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT").

^ A discount of ₹ 37 per Equity Share was offered to Eligible Employees bidding in the Employee Reservation Portion

ANCHOR INVESTOR OFFER PRICE: ₹ 407 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH OFFER PRICE: ₹ 407 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH THE OFFER PRICE IS 40.7 TIMES THE FACE VALUE OF THE EQUITY SHARES

RISK TO INVESTORS

For details, refer to the section titled "Risk Factors" on page 39 of the Prospectus.

Geographical Concentration: We derive significant Rental Revenue from our Centres in Pune Bengaluru, Hyderabad and Mumbai, Any adverse developments affecting such locations and Centres could have an adverse effect on our business, results of operations and financial condition. Details of Rental Revenue from our Centres in said cities and other cities appear hereunder:

		As of and for the Fiscals ended							
	March 31, 2025			March 31, 2024			March 31, 2023		
City	Number of Centres	Rental Revenue (₹ in million)	As a % of total Rental Revenue (%)	Number of Centres	Rental Revenue (₹ in million)	As a % of total Rental Revenue (%)	Number of Centres	Rental Revenue (₹ in million)	As a % of total Rental Revenue (%)
Pune (Maharashtra)	9	4,213.71	32.86	8	3,066.65	31.07	8	2,023.89	30.45
Bengaluru (Karnataka)	9	2,996.83	23.37	9	2,521.78	25.55	9	1,509.84	22.72
Hyderabad (Telangana)	4	1,493.37	11.65	3	1,401.69	14.20	3	851.91	12.82
Mumbai (Maharashtra)	4	937.27	7.31	3	912.98	9.25	3	787.90	11.86
Other cities*	24	3,180.48	24.81	18	1,967.17	19.93	16	1,472.27	22.15
Total Rental Revenue	50	12,821.65	100.00	41	9,870.26	100.00	39	6,645.82	100.00

*Other cities refer to Chennai (Tamil Nadu), Delhi, Gurugram (Haryana), Noida (Uttar Pradesh), Jaipur (Rajasthan), Indore (Madhya Pradesh), Ahmedabad (Gujarat), Kolkata (West Bengal) and Kochi (Kerala). During Fiscal 2025 we also operationalised a Centre in Coimbatore (Tamil Nadu) and two Centres in Singapore.

Dependence on mid-to large Enterprise Clients/ Client Industry concentration:

Our business is focused on Clients who typically require over 300 Seats across multiple Centres and cities. We may not have equal negotiating power with such Clients and it may be difficult for us to find suitable replacements upon termination of agreements with such Clients, which could adversely affect our business, cash flows, results of operation and financial performance. The percentage of our Rental Revenues based on Seat cohort appear hereunder.

	Fisca	l 2025	Fisca	2024	Fiscal 2023		
Seat cohorts	Rental Revenue (₹ in million)	As a percentage of total Rental Revenue (%)	Rental Revenue (₹ in million) As a percentage of total Rental Revenue (%)		Rental Revenue (₹ in million)	As a percentage of total Rental Revenue (%)	
0-100	1,542.06	12.03	1,260.92	12.77	993.09	14.94	
101-300	3,145.96	24.54	2,689.31	27.25	1,941.17	29.21	
More than 300	8,133.63	63.44	5,920.03	59.98	3,711.56	55.85	
Total	12,821.65	100.00	9,870.26	100.00	6,645.82	100.00	

Further, we derive significant Rental Revenue from our Clients in 'Information technology, technology and software development' industry. Breakdown of our Clients by their industries based on Rental Revenue is set forth hereunde

Contor	Rental I	Revenue (₹ in	million)	Percentage of Rental Revenue			
Sector	Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023	
Information technology, technology and software development	5,420.63	4,294.12	2,661.37	42.28%	43.51%	40.05%	
Engineering and manufacturing	1,234.86	1,094.66	815.49	9.63%	11.09%	12.27%	
Banking finance services and insurance	1,143.39	893.12	675.12	8.92%	9.05%	10.16%	
Business consulting and professional services	1,788.53	872.49	491.70	13.95%	8.84%	7.40%	
Others	3,234.24	2,715.86	2,002.13	25.22%	27.52%	30.12%	
Total	12,821.65	9,870.26	6,645.82	100.00%	100.00%	100.00%	

Dependence on limited number of Clients: A certain portion of our Rental Revenue is derived from a limited number of Clients including Enterprise Clients and multi-city Clients. If any of the top 20 Clients prematurely terminate their agreements with us or do not renew their agreements or if we fail to retain such Clients, our business, revenues, cash flows, results of operations, and financial condition may be adversely affected. Details of Rental Revenue from our top five, top 10 and top 20 Clients, Enterprise Clients and multi-city Clients appear hereunder:

(in ₹ million_unless otherwise indicated)

					(III C IIIIIIOII, UIIIES	otherwise mulcateu)	
	Fiscal 2025		Fisca	l 2024	Fiscal 2023		
Particulars*	Rental Revenue	Percentage of Rental Revenue (%)	Rental Revenue	Percentage of Rental Revenue (%)	Rental Revenue	Percentage of Rental Revenue (%)	
Top five Clients	1,604.82	12.52%	1,014.22	10.28%	698.22	10.51%	
Top 10 Clients	2,429.74	18.95%	1,728.93	17.52%	1,206.66	18.16%	
Top 20 Clients	3,559.34	27.76%	2,672.20	27.07%	1,962.82	29.53%	
Enterprise Clients	11,345.68	88.49%	8,847.99	89.64%	6,044.91	90.96%	
Multi-City Clients	4,090.42	31.90%	3,025.40	30.65%	2,203.05	33.15%	

*The details of Rental Revenue from individual Clients is confidential information.

Losses in the past and negative cash flows:

Our Company and certain of our Subsidiaries have incurred losses in the past and may continue to experience losses in future. Details of losses

incurred appear nereunder.							
			(in ₹ million)				
Particulars	Particulars For Fiscal						
Particulars	2025	2024	2023				
Smartworks Coworking Spaces Limited* (Our Company)							
Restated loss for the year	(631.79)	(499.57)	(1,010.46)				
	Subs	sidiaries					
	Smartworks Tech So	olutions Private Limited					
Restated loss for the year	(19.46)	(26.58)	(7.77)				
	Smartworks Office S	Services Private Limited					
Restated loss for the year	(0.28)	(0.10)	(0.09)				
Smartworks Stellar Services Limited							
Restated loss for the year	(0.88)	(0.53)	(4.17)				
* As per Restated Consolidated St.	atement of Profit and Loss						

We have experienced negative cash flows from investing activities and financing activities during the previous three Fiscals, and a net decrease in cash and cash equivalents in Fiscal 2024, as set out below:

			(in ₹ million)			
Particulars	For Fiscals					
Particulars	2025	2024	2023			
Net cash generated from operating activities	9,285.16	7,433.00	5,318.32			
Net cash used in investing activities	(2,760.77)	(1,921.59)	(3,066.30)			
Net cash used in financing activities	(6,377.07)	(5,771.80)	(1,705.81)			
Net increase/(decrease) in cash and cash equivalents	147.32	(260.39)	546.21			

Dependency on leased properties:

We do not own the land and buildings/ properties at any of our Centres. Any defect in title and ownership of the land and buildings/ properties or non-compliance of applicable law by Landlords in respect of our Centres, may lead to adverse effect on our business, cash flow results of operations and financial condition.

We have entered into long-term fixed cost lease agreements with our Landlords, for super built-up area of 8.99 million square feet across 50 Centres across 15 cities, as of March 31, 2025. If we are unable to pay the lease rentals to our Landlords on account of failure to source Clients for workspaces within our Centres, our business, results of operations, cash flows and profitability may be adversely impacted.

Our success largely depends on our ability to identify the right buildings/ properties in right locations and sourcing such Centres at the right rate of rental and other commercial terms. Any failure to do so will adversely affect our business, cash flows, results of operations and

Our Statutory Auditors had provided a qualified opinion in our consolidated audit report on internal financial controls for Fiscal 2023. If we fail to maintain an effective system of internal controls, we may not be able to successfully manage, or accurately report, our financial risks. Despite our internal control systems, we may be exposed to operational risks, which may adversely affect our reputation, business, financial condition, results of operations and cash flows.

Anonymous Complaints:

In the past our Company, certain government agencies, our Statutory Auditors and certain other persons had, received anonymous complaints about our Company, Associates, and some of our Promoters, Neetish Sarda and Harsh Binani, and certain members of the Promoter Group. There is no assurance that such anonymous complaints will not continue against our Company, Associates, Promoters, and members of the Promoter Group, which might divert the time and attention of our management. For further details, please refer to Risk Factor no. 14 on page

Post the filing of the DRHP, certain complaints have been made against our Company, certain of our Promoters and members of the Promoter Group by certain persons including anonymous persons/person using pseudonyms to inter alia SEBI, the BRLMs and certain statutory/governmental authorities, which may adversely affect our reputation and business. There is no assurance that such anonymous complaints will not continue against our Company, Promoters and members of the Promoter Group which might divert the time and attention of our management. For further details, please refer to Risk Factor no. 33 on page 76 of the Prospectus.

Financing required for Capital Expenditure: We have substantial capital expenditures and may require additional financing to meet those requirements. Our inability to obtain financing at favourable terms, or at all, may have a material adverse effect on our financial condition, results of operations and cash flows. Details of amounts incurred on capital expenditure appear hereunder:

Particulars	Fiscals			
ratuculais	2025	2024	2023	
Purchase of property, plant and equipments, intangible assets and capital- work-in progress (net of capital advances) (as per restated consolidated statement of cash flows)	2,910.44	2,663.42	3,246.16	

Outstanding Litigations: Our Company and some of our, Directors and Key Managerial Personnel are involved in certain legal proceedings; any adverse decision in such proceedings may render us/them liable to claims/penalties and may adversely affect our business, financial condition, results of operations and cash flows. For further details, see "Outstanding Litigation and Material Developments" on page 445 of the Prospectus.

We will not receive any proceeds from the Offer for Sale portion and the same will be received by the Selling Shareholders.

The average cost of acquisition of specified securities acquired by our Promoters and selling shareholders, as on the date of the Prospectus, is set

Name of the Promoter/ Selling Shareholder	Number of Equity Shares held of face value ₹ 10 each	Average cost of acquisition per Equity Share of face value ₹ 10 each (in ₹)*				
Promoters						
NS Niketan LLP#	42,804,998	16.14				
SNS Infrarealty LLP#	24,422,567	13.72				
Neetish Sarda	3,277	9.23				
Saumya Binani	3,171	9.08				
Harsh Binani	Nil	Nil				
Aryadeep Realestates Private Limited	Nil	Nil				
Selling Shareholder						
Space Solutions India Pte. Ltd. (formerly Lisbrine Pte Limited)***	19,610,398	107.25				

*As certified by, Ray & Ray, Chartered Accountants (firm registration number: 301072E), pursuant to their certificate dated July 14, 2025.

#**19,610,398 Equity Shares of face value of ₹ 10 each held by Space Solutions India Pte Ltd. (formerly Lisbrine Pte Limited) resulted from the conversion of 19,610,398 CCPS in a 1:1 ratio. The consideration for such Equity Shares (issued pursuant to conversion of Cumulative Convertible Preference Shares) was paid at the time of issuance of such Cumulative Convertible Preference Shares pursuant to preferential allotments dated October 23, 2019, March 30, 2024 and April 18, 2024. For details of the consideration paid at the time of issue and allotment of the Cumulative Convertible Preference Shares, see "Capital Structure - 3. Preference share capital history of our Company" on page 136 of the Prospectus.

Veighted average cost of acquisition of all shares transacted in last one year, 18 months and three years preceding the date of the Prospectus:								
Period	Weighted average cost of acquisition per Equity Share of face value of ₹ 10 each (in ₹)*#	Cap Price is 'x' times the weighted average cost of acquisition	Range of acquisition price per Equity Share of face value of ₹ 10 each (Lowest price –Highest price) (in ₹)*					
Last one year preceding the date of the Prospectus	170.22	2.39	96.42-450.00					
Last 18 months preceding the date of the Prospectus	190.16	2.18	96.42-450.00					
Last three years preceding the date of the Prospectus	173 39	2.35	0.00-450.00					

*As certified by Ray & Ray, Chartered Accountants (firm registration number: 301072E), pursuant to their certificate dated July 14, 2025.

**Computed based on specified securities acquired/ allotted/ purchased (including acquisition pursuant to transfer). However, the specified securities disposed off have not been considered while computing the number of specified securities acquired.

Since basic and diluted EPS for the financial year 2025 on Restated Consolidated Financial Information of the Company is negative, P/E will not be ascertainable. The details of Price/Earnings, Earnings per share, Return on networth, and NAV for our Company and peer group are as follows

Particulars	P/E (x)	EPS (Basic) (₹ per share)	EPS (Diluted) (₹ per share)	RoNW (%)	Net Asset Value (₹ per share)
Our Company	-	(6.18)	(6.18)	(58.76)	10.55
Awfis Space Solutions Limited	63.18	9.75	9.67	14.78	65.97

As certified by, Ray & Ray, Chartered Accountants (firm registration number: 301072E), pursuant to their certificate dated July 5, 2025. The 4 BRLMs associated with the Offer have handled 87 public issues in the past three years, out of which 20 issues closed below the issue price on

listing date:							
Total Issues	Issues closed below IPO Price as on listing date						
23	5						
3	1						
18	4						
17	3						
26	7						
87	20						
	23 3 18 17 26						

*Issues handled where there were no common BRLMs which are part of this IPO.

*Common Issues handled by the BRLMs means IPOs managed by any two or more of the above BRLMs during the period.

BID/OFFER PERIOD

ANCHOR INVESTOR BIDDING DATE OPENED AND CLOSED ON WEDNESDAY, JULY 09, 2025

BID/OFFER OPENED ON THURSDAY, JULY 10, 2025

BID/OFFER CLOSED ON MONDAY, JULY 14, 2025

The Offer was made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the Securities Contracts (Regulations) Rules, 1957, as amended (the "SCRR"), SEBI ICDR Regulations. This Offer was made through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the Net Offer was made available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company, in consultation with the Book Running Lead Managers allocated 60% of the QIB Portion to Anchor Investors on a discretionary basis (the "Anchor Investor Portion"). One-third of the Anchor Investor Portion was reserved for domestic Mutual Funds, subject to valid Bids having been received from the domestic Mutual Funds at or above the price at which allocation is made to Anchor Investors ("Anchor Investor Allocation Price") in accordance with the SEBI ICDR Regulations. In the event of under-subscription, or nonallocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than Anchor Investor Portion) ("Net QIB Portion"). Further, 5% of the Net QIB Portion was made available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion was made available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids having been received at or above the Offer Price. Further, (a) not less than 15% of the Net Offer was made available for allocation to Non-Institutional Bidders ("Non-Institutional Portion") (out of which one third was made available for allocation to Bidders with Bids exceeding ₹ 0.20 million up to ₹ 1.00 million and two-thirds was made available for allocation to Bidders with Bids exceeding ₹ 1.00 million, provided that the unsubscribed portion in either of such sub-categories have been allocated to applicants in the other sub-category of the Non-Institutional Portion, subject to valid Bids having been received at or above the Offer Price); and (b) not less than 35% of the Net Offer was made available for allocation to Retail Individual Bidders ('RIBs') in accordance with the SEBI ICDR Regulations, subject to valid Bids having been received from them at or above the Offer Price. All potential Bidders, other than Anchor Investors, were required to participate in the Offer through the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) and UPI ID in case of UPI Bidders (defined hereinafter), which was blocked by the SCSBs or the Sponsor Banks, as the case may be, to the extent of their respective Bid Amounts. Anchor Investors were not permitted to participate in the Anchor Investor Portion through the ASBA process. Further, Equity Shares will be allotted on a proportionate basis to Eligible Employees applying under the Employee Reservation Portion, subject to valid Bids received from them at or above the Offer Price (net of Employee Discount). For details, see "Offer Procedure" on page 490 of the Prospectus.

The Bidding for Anchor Investors opened and closed on Wednesday, July 09, 2025. The Company received 13 applications from 12 Anchor Investors for 47,57,868 Equity Shares. The Anchor Investor Issue Price was finalized at ₹407 per Equity Share. A total of 42,66,378 Equity Shares were allocated under the Anchor Investor Portion aggregating to ₹1,73,64,15,846/-.

The Offer received 4,53,635 applications for 14,47,57,368 Equity Shares (including applications from Anchor Investors and prior to rejections considering only valid bids) resulting in 10.11 times subscription. The details of the applications received in the Offer from various categories (including Anchor Investors) are as under (before rejections):

SR. NO.	CATEGORY	NO. OF APPLICATIONS RECEIVED*	NO. OF EQUITY SHARES APPLIED	NO. OF EQUITY SHARES RESERVED AS PER PROSPECTUS	NO. OF TIMES SUBSCRIBED	AMOUNT (₹)
Α	Eligible Employees	3,430	254,628	101,351	2.51	94,171,644.00
В	Qualified Institutional Investors (excluding Anchors Investors)	51	70,570,728	2,844,252	24.81	28,722,286,296.00
С	Non-Institutional Investors - More than ₹0.20 million Up to ₹1.00 million	19,993	10,491,156	711,063	14.75	4,269,834,396.00
D	Non-Institutional Investors - Above ₹1.00 million	16,081	40,356,072	1,422,127	28.37	16,424,918,820.00
Е	Retail Individual Investors	414,067	18,326,916	4,977,443	3.68	7,459,652,808.00
F	Anchor Investors	13	47,57,868	42,66,378	1.12	1,93,64,52,276.00
TOTAL		4,53,635	14,47,57,368	1,43,22,614	10.11	58,90,73,16,240.00

*This includes 1,772 applications for 77,508 Equity Shares from Retail Individual Investors which were not in bid book but excludes bids (UPI Mandates) not accepted by investors.

Final Demand

A summary of the final demand as per BSE and NSE as on the Bid/Offer Closing Date at different Bid prices is as under:

SR. NO.	BID PRICE	NO. OF EQUITY SHARES	% TO TOTAL	CUMULATIVE TOTAL	CUMULATIVE % OF TOTAL
1	387	104,796	0.07	104,796	0.07
2	388	8,856	0.01	113,652	0.08
3	392	1,368	0.00	148,320	0.10
4	393	648	0.00	148,968	0.10
5	394	828	0.00	149,796	0.10
6	395	10,980	0.01	160,776	0.11
7	396	2,592	0.00	163,368	0.11
8	400	36,216	0.02	213,156	0.14
9	401	3,204	0.00	216,360	0.14
10	402	1,692	0.00	218,052	0.14
11	403	1,332	0.00	219,384	0.15
12	404	1,764	0.00	221,148	0.15
13	405	20,592	0.01	241,740	0.16
14	406	14,328	0.01	256,068	0.17
15	CUT-OFF	23,110,092	15.30	151,054,200	100.00
	TOTAL	151,054,200	100.00		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being NSE on Tuesday, July 15, 2025.

A. Allotment to Eligible Employees (After Rejections) (including ASBA Applications)

The Basis of Allotment to the Eligible Employees, who have bid at the Offer Price ₹407/- per Equity share (Net of Employee Discount i.e. ₹37 per equity share), was finalized in consultation with the NSE. This category has been subscribed to the extent of 0.88 times. The total number of Equity Shares Allotted in this category is 88,812 Equity Shares to 232 successful Eligible Employees. The category-wise details of the Basis of Allotment are as under:

SR. NO.	CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER APPLICANT	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
1	36	65	28.02	2,340	2.63	36	1:1	2,340
2	72	21	9.05	1,512	1.70	72	1:1	1,512
3	252	9	3.88	2,268	2.55	252	1:1	2,268
4	288	7	3.02	2,016	2.27	288	1:1	2,016
5	324	6	2.59	1,944	2.19	324	1:1	1,944
6	360	8	3.45	2,880	3.24	360	1:1	2,880
7	396	5	2.16	1,980	2.23	396	1:1	1,980
8	432	2	0.86	864	0.97	432	1:1	864
9	576	4	1.72	2,304	2.59	576	1:1	2,304
10	648	2	0.86	1,296	1.46	648	1:1	1,296
11	684	1	0.43	684	0.77	684	1:1	684
12	792	2	0.86	1,584	1.78	792	1:1	1,584
13	900	1	0.43	900	1.01	900	1:1	900
14	1116	1	0.43	1,116	1.26	1116	1:1	1,116
15	1188	2	0.86	2,376	2.68	1188	1:1	2,376
16	1224	4	1.72	4,896	5.51	1224	1:1	4,896
17	1332	23	9.91	30,636	34.50	1332	1:1	30,636
	TOTAL	232	100.00	88,812	100.00			88,812

B. Allotment to QIBs (Excluding Anchor Investors) (after rejections)

Allotment to QIBs (excluding Anchor Investors), who have Bid at the Offer Price of ₹ 407 per Equity Share has been done on a proportionate basis in consultation with NSE. This category has been subscribed to the extent of 24.76 times of Net QIB Portion. As per the SEBI ICDR Regulations, Mutual Funds were Allotted 5% of the Equity Shares of Net QIB Portion available i.e. 1,42,498 Equity Shares and other QIBs including Mutual Funds were Allotted the remaining available Equity Shares i.e. 27,07,453 Equity Shares on a proportionate basis. The total number of Equity Shares Allotted in the Net QIB Portion is 28,49,951 Equity Shares, which were allotted to 50 successful QIB Bidders (includes spilled over of 5,699 Equity Shares from Employee Category). The category- wise details of the Basis of Allotment are as under.

CATEGORY	FIS/BANKS	MF'S	IC'S	NBFC'S	AIF	FPC	VC'S	TOTAL
ALLOTMENT	302,686	854,944	281,879	633,906	254,525	522,011	-	2,849,951

C. Allotment to Non-Institutional Investors (More than ₹ 200,000 and up to ₹ 1,000,000) (after rejections)

The Basis of Allotment to the Non-Institutional Investors (More than ₹ 200,000 and up to ₹ 1,000,000), who have bid at the Offer Price of ₹ 407 per Equity Share was finalized in consultation with NSE. The sub-category of the Non-Institutional Portion comprising Non-Institutional Investors Bidding (More than ₹ 200,000 and up to ₹ 1,000,000) has been subscribed to the extent of 14.52 times (after rejections). The total number of Equity Shares Allotted in this category is 7,11,633 Equity Shares to 1,411 successful Non- Institutional Investors (Includes spilled over of 570 Equity Shares from Employee Category). The category-wise details of the Basis of Allotment

SR. NO.	CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER BIDDER	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
1	504	18870	95.78	9,510,480	92.05	504	23:321	681,408
2	540	228	1.16	123,120	1.19	512	16:228	8,192
3	828	7	0.04	5,796	0.06	512	1:7	512
4	900	14	0.07	12,600	0.12	512	1:14	512
5	972	9	0.05	8,748	0.08	512	1:9	512
6	1,008	37	0.19	37,296	0.36	512	3:37	1,536
7	1,080	23	0.12	24,840	0.24	512	2:23	1,024
8	1,224	87	0.44	106,488	1.03	512	6:87	3,072
9	1,260	7	0.04	8,820	0.09	512	1:7	512
10	1,296	7	0.04	9,072	0.09	512	1:7	512
11	1,620	7	0.04	11,340	0.11	512	1:7	512
12	2,448	73	0.37	178,704	1.73	512	5:73	2,560
13	792	5	0.03	3,960	0.04	512	0:5	0
14	864	4	0.02	3,456	0.03	512	0:4	0
15	936	4	0.02	3,744	0.04	512	0:4	0
16	1,332	5	0.03	6,660	0.06	512	0:5	0
17	1,692	1	0.01	1,692	0.02	512	0:1	0
18	1,728	4	0.02	6,912	0.07	512	0:4	0
19	1,800	6	0.03	10,800	0.10	512	0:6	0
20	1,836	2	0.01	3,672	0.04	512	0:2	0
21	1,872	1	0.01	1,872	0.02	512	0:1	0
22	1,944	4	0.02	7,776	0.08	512	0:4	0
23	1,980	2	0.01	3,960	0.04	512	0:2	0
24	2,016	6	0.03	12,096	0.12	512	0:6	0

25	2,160	3	0.02	6,480	0.06	512	0:3	0
26	2,196	1	0.01	2,196	0.02	512	0:1	0
27	2,232	1	0.01	2,232	0.02	512	0:1	0
28	2,304	1	0.01	2,304	0.02	512	0:1	0
29	2,340	1	0.01	2,340	0.02	512	0:1	0
30	2,376	1	0.01	2,376	0.02	512	0:1	0
31	2,412	2	0.01	4,824	0.05	512	0:2	0
32	0	All applicants f	rom Serial no	19 to 46 for 1 (one) lot	of 512 shares	512	3:85	1,536
33	0	59 Allottees	s from Serial r	no 2 to 47 Additional 1(1	17:59	17	
	TOTAL	19,702	100.00	10,332,252	100.00			7,11,633

. Allotment to Non-Institutional Investors (More than ₹ 1,000,000)) (After Rejections) (including ASBA Applications)

The Basis of Allotment to the Non-Institutional Investors (More than ₹ 1,000,000), who have bid at the Offer Price of ₹ 407 Equity Share was finalized in consultation with the NSE. The sub-category of the Non-Institutional Portion comprising Non-Institutional Investors Bidding above ₹ 1,000,000 has been subscribed to the extent of 28.16 times (after rejections). The total number of Equity Shares Allotted in this category is 14,23,267 Equity Shares to 2,823 successful applicants Non-Institutional Investors (Includes spilled over of 1,140 Equity Shares from Employee Category). The category-wise details of the Basis of Allotment are as under: (Sample)

SR. NO.	CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER APPLICANT	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
1	2,484	15595	97.64	38,737,980	96.64	504	32:181	1,389,528
2	2,520	143	0.90	360,360	0.90	504	25:143	12,600
3	2,556	23	0.14	58,788	0.15	504	4:23	2,016
4	2,592	20	0.13	51,840	0.13	504	4:20	2,016
5	2,628	31	0.19	81,468	0.20	504	5:31	2,520
6	2,664	7	0.04	18,648	0.05	504	1:7	504
7	2,700	8	0.05	21,600	0.05	504	1:8	504
8	2,808	3	0.02	8,424	0.02	504	1:3	504
9	2,844	4	0.03	11,376	0.03	504	1:4	504
10	2,880	6	0.04	17,280	0.04	504	1:6	504
11	2,988	4	0.03	11,952	0.03	504	1:4	504
12	3,132	11	0.07	34,452	0.09	504	2:11	1,008
13	3,240	8	0.05	25,920	0.06	504	1:8	504
14	3,312	11	0.07	36,432	0.09	504	2:11	1,008
15	3,348	10	0.06	33,480	0.08	504	2:10	1,008
16	3,420	3	0.02	10,260	0.03	504	1:3	504
17	2,736	2	0.01	5,472	0.01	504	0:2	0
18	2,772	2	0.01	5,544	0.01	504	0:2	0
19	3,024	2	0.01	6,048	0.02	504	0:2	C
20	3,060	1	0.01	3,060	0.01	504	0:1	0
21	3,384	2	0.01	6,768	0.02	504	0:2	0
22	3,492	1	0.01	3,492	0.01	504	0:1	0
23	3,528	1	0.01	3,528	0.01	504	0:1	0
24	3,636	2	0.01	7,272	0.02	504	0:2	C
25	3,708	1	0.01	3,708	0.01	504	0:1	C
26	3,780	1	0.01	3,780	0.01	504	0:1	C
27	3,888	1	0.01	3,888	0.01	504	0:1	0
28	4,068	1	0.01	4,068	0.01	504	0:1	0
29	4,140	1	0.01	4,140	0.01	504	0:1	C
30	4,536	1	0.01	4,536	0.01	504	0:1	0
31	4,896	1	0.01	4,896	0.01	504	0:1	(
32	6,552	1	0.01	6,552	0.02	504	0:1	
33	9,900	1	0.01	9,900	0.02	504	0:1	(
34	9,936	1	0.01	9,936	0.02	504	0:1	
35	10,008	1	0.01	10,008	0.03	504	0:1	
36	10,800	2	0.01	21,600	0.05	504	0:2	(
37	11,052	1	0.01	11,052	0.03	504	0:1	0
38	12,024	1	0.01	12,024	0.03	504	0:1	
39	12,276	2	0.01	24,552	0.06	504	0:2	(
40	14,400	1	0.01	14,400	0.04	504	0:1	
41	21,600	1	0.01	21,600	0.05	504	0:1	(
42	27,000	1	0.01	27,000	0.07	504	0:1	
43	32,400	1	0.01	32,400	0.07	504	0:1	
44	0			no 23 to 61 for 1 (one) lo		504	7:49	3,528
45	0	- ''		Serial no 1 to 62 Addition		1	17:101	3,320
70	TOTAL	15,972	100.00	40,083,444	100.00	'	17.101	14,23,267

E. Allotment to Retail Individual Investors (after rejections) (including ASBA Applications)

The Basis of Allotment to the Retail Individual Investors, who have bid at the Cut-Off Price or at the Offer Price of ₹ 407 per Equity Share, was finalized in consultation with NSE. This category has been subscribed to the extent of 3.58 times (after rejections). The total number of Equity Shares Allotted in Retail Portion is 4,981,433 Equity Shares to 1,38,373 successful Retail Individual Investors (Includes spilled over of 3,990 Equity Shares from Employee Category). The category-wise details of the Basis of Allotment are as under: (Sample)

SR. NO.	CATEGORY	NO. OF APPLICATIONS RECEIVED	% OF TOTAL	TOTAL NO. OF EQUITY SHARES APPLIED	% TO TOTAL	NO. OF EQUITY SHARES ALLOTTED PER BIDDER	RATIO	TOTAL NO. OF EQUITY SHARES ALLOTTED
1	36	375,372	92.89	13,513,392	75.67	36	63:184	4,627,224
2	72	14,340	3.55	1,032,480	5.78	36	63:184	176,760
3	108	4,882	1.21	527,256	2.95	36	63:184	60,192
4	144	1,985	0.49	285,840	1.60	36	63:184	24,480
5	180	1,745	0.43	314,100	1.76	36	63:184	21,528
6	216	710	0.18	153,360	0.86	36	63:184	8,748
7	252	810	0.20	204,120	1.14	36	63:184	9,972
8	288	263	0.07	75,744	0.42	36	63:184	3,240
9	324	197	0.05	63,828	0.36	36	67:197	2,412
10	360	701	0.17	252,360	1.41	36	63:184	8,640
11	396	139	0.03	55,044	0.31	36	48:139	1,728
12	432	140	0.03	60,480	0.34	36	48:140	1,728
13	0	9839 Allottee	es from Serial no	2 to 13 Additional 1(one) share	1	5:9839	5
	TOTAL	404,105	100.00	17,858,232	100.00			4,981,433

F. Allotment to Anchor Investors

The Company, in consultation with the BRLMs has allotted 42,66,378 Equity Shares to 12 Anchor Investors (through 13 Anchor Investor Application Forms, including 3 domestic Mutual Funds through 4 Mutual Fund schemes) at an Anchor Investor Issue Price of ₹ 407 per Equity Share in accordance with the SEBI ICDR Regulations. This represents 60% of total QIB portion.

CATEGORY	FIS/BANKS	MF'S	IC'S	NBFC'S	AIF	FPC	OTHERS	TOTAL
ALLOTMENT	-	1,366,740	971,856	122,863	1,436,328	368,591	-	4,266,378

The Board of Directors in its meeting held on July 15, 2025 has taken on record the Basis of Allotment of Equity Shares approved by the Designated Stock Exchange, being NSE and allotment resolution was passed on July 15, 2025. The Allotment Advice-cum-Unblocking intimations have been dispatched to the email id of the Investors as registered with the depositories. Further, the instructions to the Self Certified Syndicate Banks for unblocking of funds, transfer to Public Offer Account have been issued on July 15, 2025 and payments to non-Syndicate brokers have been issued on July 16, 2025. In case the same is not received within ten days, investors may contact the Registrar to the Offer at the address given below. The Equity Shares Allotted to the successful Allottees have been uploaded on July 16, 2025 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company filed the listing application with NSE and BSE on July 16, 2025. The Company has received listing and trading approval from NSE and BSE and the trading will commence on Thursday, July 17, 2025.

Note: All capitalised terms used and not specifically defined herein shall have the same meaning as ascribed to them in the Prospectus

INVESTORS PLEASE NOTE

The details of the Allotment made will be hosted on the website of the Registrar to the Offer, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) at www.in.mpms.mufg.com

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/Sole Bidder, Bid cum Application Form number, Bidder DP ID, Client ID, PAN, date of submission of Bid cum Application Form, address of the Bidder, number of Equity Shares applied for, the name and address of the Designated Intermediary where the Bid cum Application Form was submitted by the Bidder and a copy of the Acknowledgment Slip received from the Designated Intermediary at the address given below:

MUFG MUFG Intime

MUFG Intime India Private Limited (Formerly Link Intime India Private Limited)
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, Maharashtra, India
Telephone: +91 8108114949, E-mail: smartwork.ipo@in.mpms.mufg.com
Website: www.in.mpms.mufg.com
Investor Grievance E-mail: smartwork.ipo@in.mpms.mufg.com
Contact Person: Shanti Gopalkrishnan
SEBI Registration No.: INR000004058

For **Smartworks Coworking Spaces Limited**On behalf of the Board of Directors
Sd/Punam Dargar

Place: New Delhi

Date: July 16, 2025

Company Secretary and Compliance Officer
OF THE FOULTY SHARES ON LISTING OR THE

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF SMARTWORKS COWORKING SPACES LIMITED.

Smartworks Coworking Spaces Limited has filed a Prospectus dated July 14, 2025 ("Prospectus") with the Registrar of Companies, Delhi & Haryana at New Delhi ("RoC"). The Prospectus is available on the website of the SEBI at www.sebi.gov.in, the website of the National Stock Exchange of India Limited at www.nseindia.com and the website of the BSE Limited at www.bseindia.com and the respective website of the BRLMs, i.e. JM Financial Limited, BOB Capital Markets Limited, IIFL Capital Services Limited and Kotak Mahindra Capital Company Limited at www.jmfl.com, www.bobcaps.in, www.iiflcap.com and https://investmentbank.kotak.com. Investors should note that investment in equity shares involves a high degree of risk. For details, refer to the Prospectus filed with the RoC, including the section titled "Risk Factors" on page 39 of the Prospectus.

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 law in the United States, and unless so registered and 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 in accordance with any applicable U.S. applicable state securities laws. Accordingly, the Equity Shares are being offered and sold outside the United States in 'offshore transactions' as defined in, and in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such offers and sale are made.