



(Please scan the QR code to view the DRHP)



# CLEAN MAX ENVIRO ENERGY SOLUTIONS LIMITED

Our Company was originally incorporated as 'Clean Max Enviro Energy Solutions Private Limited' at Mumbai, Maharashtra as a private limited company under the Companies Act, 1956 pursuant to a certificate of incorporation dated September 29, 2010, issued by the Deputy Registrar of Companies, Maharashtra at Mumbai. Subsequently, upon conversion of our Company into a public limited company, the name of our Company was changed to 'Clean Max Enviro Energy Solutions Limited', pursuant to the resolution passed by our Board on July 9, 2025, and the resolution passed by our Shareholders at the extra-ordinary general meeting on July 14, 2025. A fresh certificate of incorporation dated August 7, 2025 was issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC") consequent to the conversion. For details in relation to changes in the name and registered office of our Company, see "History and Certain Corporate Matters – Brief history of our Company" and "History and Certain Corporate Matters - Changes in the registered office" on page 311 of the draft red herring prospectus dated August 16, 2025 ("DRHP" or "Draft Red Herring Prospectus").

Corporate Identification Number: U93090MH2010PLC208425

Registered and Corporate Office: 4th Floor, The International, 16 Maharsi Karve Road, New Marine Lines Cross Road No.1, Churchgate, Mumbai – 400 020, Maharashtra, India

Telephone: +91 22 6252 0000; Website: [www.cleanmax.com](http://www.cleanmax.com); Contact person: Ullash Parida, Company Secretary and Compliance Officer; E-mail: [Secretarial@cleanmax.com](mailto:Secretarial@cleanmax.com)

## THE PROMOTERS OF OUR COMPANY: KULDEEP JAIN, PRATAP JAIN, NIDHI JAIN, BGTF ONE HOLDINGS (DIFC) LIMITED AND KEMPINC LLP

### NOTICE TO INVESTORS ("NOTICE")

In reference to the Draft Red Herring Prospectus filed by the Company with the Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited ("Stock Exchanges") in connection with the Offer and the advertisements for filing the DRHP published in all editions of Financial Express, an English national daily newspaper, all editions of Jansatta, a Hindi national daily newspaper and Mumbai edition of Navshakti, a Marathi daily newspaper (Marathi being the regional language of Maharashtra, where our Registered and Corporate Office is located), each with wide circulation on August 19, 2025.

Potential bidders may note the following:

Transaction of Equity Shares aggregating up to 1% or more of the paid-up equity share capital of the Company by the promoter(s) and promoter group(s) from the DRHP filing date

Our Company has received an intimation from one of our Promoters, KEMPINC LLP, dated February 6, 2026 disclosing the transfer of 4,730,790 Equity Shares by way of a secondary sale to transferees mentioned below ("Transactions"). The Transactions were consummated pursuant to share purchase agreements dated July 30, 2025, July 30, 2025, and August 4, 2025, entered by Kuldeep Jain, Nidhi Jain and KEMPINC LLP, with BGTF One Holdings (DIFC) Limited, Augment India I Holdings, LLC, and DSDG HOLDING APS respectively.

Sr. No.	Date of transfer	Name of the transferor	Name of the transferee	Nature of transaction	Number of Equity Shares	Nature of consideration	Face value per Equity Share (₹)	Transfer price per Equity Share (₹)	Percentage of pre Offer share capital of the Company on a fully diluted basis (%)	Total consideration (₹ in million)	Relationship of transferee with the Company, its Promoters, Promoter Group, Directors, KMPs, Subsidiaries, Group Companies, and the directors and key managerial personnel of the Group Companies and Subsidiaries
1.	February 5, 2026	Augment India I Holdings, LLC	KEMPINC LLP	Secondary transfer	1,318,452	Cash	1.00	Negligible**	1.27	Negligible**	Other than to the extent that KEMPINC LLP is a Promoter of our Company, and our Promoter-Directors Kuldeep Jain and Nidhi Jain are designated partners of KEMPINC LLP, the transferee is not connected with the Company, its Promoters, Promoter Group, Directors, KMPs, Subsidiaries, Group Companies, and the directors and key managerial personnel of the Group Companies and Subsidiaries
2.	February 5, 2026	DSDG HOLDING APS		Secondary transfer	262,338	Cash	1.00	Negligible**	0.25	Negligible**	
3.	February 5, 2026	BGTF One Holdings (DIFC) Limited		Secondary transfer	3,150,000	Cash	1.00	Negligible**	3.04	Negligible**	

\*\* As per the share purchase agreements dated July 30, 2025, July 30, 2025, and August 4, 2025, entered by our Company, Kuldeep Jain, Nidhi Jain and KEMPINC LLP, with BGTF One Holdings (DIFC) Limited, Augment India I Holdings, LLC, and DSDG HOLDING APS respectively, the total consideration was ₹1.00 for each share purchase agreement.

Please note that this Notice does not purport to, nor does it, reflect all the changes that have occurred from the date of filing of the Draft Red Herring Prospectus and the date of this Notice. Accordingly, this Notice does not include all the changes and/or updates that will be included in the Red Herring Prospectus and the Prospectus. Please note that the information included in the Draft Red Herring Prospectus will be suitably updated, including to the extent updated by way of this Notice, as may be applicable, in the Red Herring Prospectus. Investors should not rely on the Draft Red Herring Prospectus or this Notice for any investment decision, and should read the Red Herring Prospectus, as and when it is filed with the RoC, SEBI and the Stock Exchanges before making an investment decision with respect to the Offer.

Please note that Equity Shares transferred pursuant to the Transactions, being the pre-Offer Equity share capital held shall be subject to lock-in, in accordance with Regulations 16 and 17 of the SEBI ICDR Regulations. Our Company has intimated the Stock Exchanges in relation to the Transactions set out above in accordance with Regulation 54 of SEBI ICDR Regulations.

Pursuant to transaction the shareholding of the transferors and the transferee in our Company is as follows:

Sr. No.	Name of the shareholder	Shareholding prior to the Transactions		Shareholding post the Transactions	
		Number of Equity Shares	Shareholding on a fully diluted basis (in %)	Number of Equity Shares	Shareholding on a fully diluted basis (in %)
1.	Augment India I Holdings, LLC	20,542,040	19.84	19,223,588	18.57
2.	DSDG HOLDING APS	3,938,520	3.80	36,76,182	3.55
3.	BGTF One Holdings (DIFC) Limited	44,127,420	42.62	40,977,420	39.58
4.	KEMPINC LLP	9,821,580	9.49	14,552,370	14.06

BOOK RUNNING LEAD MANAGERS		REGISTRAR TO THE OFFER		COMPANY SECRETARY AND COMPLIANCE OFFICER	
<b>AXIS CAPITAL</b>	<b>J.P.Morgan</b>	<b>BNP PARIBAS</b>	<b>HSBC</b>	<b>IIFL CAPITAL</b>	<b>NOMURA</b>
Axis Capital Limited 1st Floor, Axis House Pandurang Budhkar Marg Worli, Mumbai 400 025 Maharashtra, India Telephone: +91 22 4325 2183 E-mail: <a href="mailto:cleanmax.ipo@axiscap.in">cleanmax.ipo@axiscap.in</a> Investor Grievance ID: <a href="mailto:complaints@axiscap.in">complaints@axiscap.in</a> Website: <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a> Contact Person: Harish Patel/Gaurav Goyal SEBI Registration Number: INM000012029	J.P. Morgan India Private Limited J.P. Morgan Tower Off CST Road, Kalina Santacruz (East), Mumbai 400 098 Maharashtra, India Telephone: +91 22 6157 3000 E-mail: <a href="mailto:cleanmax_IPO@jpmorgan.com">cleanmax_IPO@jpmorgan.com</a> Investor Grievance ID: <a href="mailto:investorsmb.jpmpl@jpmorgan.com">investorsmb.jpmpl@jpmorgan.com</a> Website: <a href="http://www.jpmpl.com">www.jpmpl.com</a> Contact Person: Niwas Kumar / Rishank Chheda SEBI Registration Number: INM000011534	BNP Paribas 1 North Avenue, Maker Maxity Bandra-Kurla Complex, Bandra (E) Mumbai 400 051 Maharashtra, India Telephone: +91 22 3370 4000 E-mail: <a href="mailto:DL.CleanMaxIPO@bpnpparibas.com">DL.CleanMaxIPO@bpnpparibas.com</a> Investor Grievance ID: <a href="mailto:indianinvestors.care@asia.bnpparibas.com">indianinvestors.care@asia.bnpparibas.com</a> Website: <a href="http://www.bnpparibas.co.in">www.bnpparibas.co.in</a> Contact Person: Piyush Ramchandani SEBI Registration Number: INM000010353	HSBC Securities and Capital Markets (India) Private Limited 52/60, Mahatma Gandhi Road Fort, Mumbai 400 001 Maharashtra, India Telephone: +91 22 6864 1289 E-mail: <a href="mailto:cleanmaxipo@hsbc.co.in">cleanmaxipo@hsbc.co.in</a> Investor Grievance ID: <a href="mailto:investorgrievance@hsbc.co.in">investorgrievance@hsbc.co.in</a> Website: <a href="http://www.business.hsbc.co.in">www.business.hsbc.co.in</a> Contact Person: Harsh Thakkar / Harshit Tayal SEBI Registration Number: INM000010353	IIFL Capital Services Limited (Formerly known as IIFL Securities Limited) 24th Floor, One Lodha Place Senapati Bapat Marg Lower Parel (West) Mumbai – 400 013 Maharashtra, India Telephone: +91 22 4646 4728 Email: <a href="mailto:cleanmax.ipo@iiflcap.com">cleanmax.ipo@iiflcap.com</a> Website: <a href="http://www.iiflcapital.com">www.iiflcapital.com</a> Investor Grievance ID: <a href="mailto:ig.ib@iiflcap.com">ig.ib@iiflcap.com</a> Contact Person: Aditya Raturi / Pawan Kumar Jain SEBI Registration Number: INM000010940	Nomura Financial Advisory and Securities (India) Private Limited Ceejay House, Level 1, Plot F, Shivsagar Estate Dr. Annie Besant Road, Worli Mumbai 400 018, Maharashtra, India Telephone: +91 22 4037 4037 E-mail: <a href="mailto:cleanmaxipo@nomura.com">cleanmaxipo@nomura.com</a> Website: <a href="http://www.nomuraholdings.com/company/group/asia/india/index.html">www.nomuraholdings.com/company/group/asia/india/index.html</a> Investor Grievance ID: <a href="mailto:investorgrievances-in@nomura.com">investorgrievances-in@nomura.com</a> Contact Person: Vishal Kanjani / Shreyas Goel SEBI Registration Number: INM000011419
<b>BOBCAPS</b> TRUST INNOVATION EXCELLENCE	<b>SBICAPS</b> Complete Investment Banking Solutions	<b>MUFG</b>	MUFG Intime	Ullash Parida CLEAN MAX ENVIRO ENERGY SOLUTIONS LIMITED 4th Floor, The International, 16 Maharsi Karve Road, New Marine Lines Cross Road No.1, Churchgate, Mumbai - 400 020 Maharashtra, India Tel: +91 22 6252 0000; E-mail: <a href="mailto:Secretarial@cleanmax.com">Secretarial@cleanmax.com</a>	Investors can contact the Company Secretary and Compliance Officer, the Book Running Lead Managers or the Registrar to the Offer in case of any pre-Offer or post-Offer related grievances, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders or non-receipt of funds by electronic mode, etc. For all issue related queries and for redressal of complaints, investors may also write to the BRMs.

All capitalised terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For CLEAN MAX ENVIRO ENERGY SOLUTIONS LIMITED

On behalf of the Board of Directors

Sd/-

Ullash Parida  
Company Secretary and Compliance Officer

Place: Mumbai, Maharashtra  
Date: February 6, 2026

CLEAN MAX ENVIRO ENERGY SOLUTIONS 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 a draft red herring prospectus dated August 16, 2025 with SEBI and Stock Exchanges. The DRHP is made available on the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in) as well as on the website of the BRLMs i.e., Axis Capital Limited at [www.axiscapital.co.in](http://www.axiscapital.co.in), J.P. Morgan India Private Limited at [www.jpmpl.com](http://www.jpmpl.com), BNP Paribas at [www.bnpparibas.co.in](http://www.bnpparibas.co.in), HSBC Securities and Capital Markets (India) Private Limited at [www.business.hsbc.co.in](http://www.business.hsbc.co.in), IIFL Capital Services Limited (Formerly known as IIFL Securities Limited) at [www.iiflcapital.com](http://www.iiflcapital.com), Nomura Financial Advisory and Securities (India) Private Limited at [www.nomuraholdings.com/company/group/asia/india/index.html](http://www.nomuraholdings.com/company/group/asia/india/index.html), BOB Capital Markets Limited at [www.bobcaps.in](http://www.bobcaps.in) and SBI Capital Markets Limited at [www.sbicaps.com](http://www.sbicaps.com), the website of the NSE at [www.nseindia.com](http://www.nseindia.com) and the website of the BSE at [www.bseindia.com](http://www.bseindia.com) and the website of the Company at [www.cleanmax.com](http://www.cleanmax.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" beginning on page 37 of the DRHP. 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 SEBI and the Stock Exchanges.

This announcement does not constitute an invitation or offer of securities for sale in any jurisdiction. The Equity Shares offered in the Offer have not been and will not be registered under the United States 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 U.S. state securities laws. Accordingly, the Equity Shares are being offered and sold (a) in the United States solely to "qualified institutional buyers" as defined in Rule 144A under the U.S. Securities Act) in transactions exempt from or not subject to the registration requirements of the U.S. Securities Act and in accordance with any applicable U.S. state securities laws and (b) outside of 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 each jurisdiction where such offers and sales are made. There will be no public offering of the Equity Shares in the United States.

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