



(Please scan this QR code to view the Corrigendum)

SOBHA LIMITED

Our Company was originally incorporated as 'Sobha Developers Private Limited' on August 7, 1995, under the Companies Act, 1956 at Bangalore, Karnataka, pursuant to a certificate of incorporation dated August 7, 1995, issued by the Registrar of Companies, Karnataka at Bangalore ("RoC"). Subsequently, pursuant to conversion from a private company to a public company, the name of our Company was changed to 'Sobha Developers Limited' and a fresh certificate of incorporation dated June 2, 2006, was issued by the RoC under the Companies Act, 1956. Thereafter, the name of our Company was changed to 'Sobha Limited' and a fresh certificate of incorporation dated August 18, 2014, consequent on change of name was issued by the RoC under the Companies Act, 2013. For details in relation to the change in name of our Company and the address of our registered office, see "General Information" beginning on page 54 of the letter of offer dated June 12, 2024 ("Letter of Offer").

Registered and Corporate Office: SOBHA, Sarjapur-Marathahalli, Outer Ring Road (ORR), Devarabisanahalli, Bellandur Post, Bangalore 560 103, Karnataka, India; **Tel:** +91 80 4932 0000
Contact Person: Bijan Kumar Dash, Company Secretary and Compliance Officer
E-mail: rights.issue@sobha.com; **Website:** www.sobha.com
Corporate Identity Number: L45201KA1995PLC018475

CORRIGENDUM TO THE LETTER OF OFFER: NOTICE TO SHAREHOLDERS (THE "CORRIGENDUM")	
FOR PRIVATE CIRCULATION TO ELIGIBLE EQUITY SHAREHOLDERS OF SOBHA LIMITED (OUR "COMPANY" OR THE "ISSUER") ONLY	
ISSUE OF UP TO 12,107,981 PARTLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10 EACH OF OUR COMPANY ("RIGHTS EQUITY SHARES") FOR CASH AT A PRICE OF ₹1,651 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹1,641 PER RIGHTS EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹19,990.28 MILLION ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS IN THE RATIO OF 6 RIGHTS EQUITY SHARES FOR EVERY 47 FULLY PAID-UP EQUITY SHARE HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON WEDNESDAY, JUNE 19, 2024 ("RECORD DATE") (THE "ISSUE"). FOR FURTHER DETAILS, SEE "TERMS OF THE ISSUE" BEGINNING ON PAGE 356 OF THE LETTER OF OFFER.	
<i>*Assuming full subscription in the Issue, Allotment and receipt of all Call Monies with respect to the Rights Equity Shares. Subject to finalisation of Basis of Allotment. For further details on Payment Schedule, see "Terms of the Issue – Payment Terms" on page 376 of the Letter of Offer.</i>	
This is with reference to the Letter of Offer filed with the Securities and Exchange Board of India ("SEBI"), BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") in relation to the Issue. Investors to note the following:	
<div>1. The last date for credit of rights entitlements has been inadvertently disclosed as Thursday, July 27, 2024 instead of Thursday, June 27, 2024 on pages 56 and 374 of the Letter of Offer. The last date for credit of rights entitlements shall stand updated as Thursday, June 27, 2024 and the aforesaid date has also been disclosed in the Abridged Letter of Offer to be sent to the Eligible Equity Shareholders.</div> <div>2. In "Risk Factors – 2. Our Company is currently involved in proceedings initiated by the Directorate of Enforcement ("ED") in relation to alleged non-compliance with the Prevention of Money Laundering Act, 2002 ("PMLA"). While our Company has preferred an appeal before the Hon'ble Appellate Tribunal, New Delhi ("Tribunal") to set aside a provisional attachment order ("PAO") issued by the ED and confirmed by the Adjudicating Authority, New Delhi ("AA"), we cannot assure you, that such PAO will be set aside, which could adversely affect our business, financial condition, results of operations, prospects and reputation." on pages 18 and 19 of the Letter of Offer, it has been inadvertently disclosed that the proceedings initiated by the ED has been disclosed as an emphasis of matter instead of a key audit matter in our FY 2024 Audited Consolidated Financial Statements and accordingly, such reference shall stand updated and cross reference to "Risk Factor – 7. Our Statutory Auditors have included emphasis of matters in our Audited Consolidated Financial Statements as of and for Fiscal 2023 and as of and for Fiscal 2024. There is no assurance that our auditors' reports for any future fiscal periods will not contain qualifications, matters of emphasis or other observations which could subject us to additional liabilities due to which our reputation and financial condition may be adversely affected." shall stand deleted.</div>	
The above changes are to be read in conjunction with the Letter of Offer and accordingly their references in the Letter of Offer stand updated and amended pursuant to this Corrigendum. The information in this Corrigendum supplements the Letter of Offer and updates the information in the Letter of Offer, as applicable. All capitalised terms used in this Corrigendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Letter of Offer.	
The Corrigendum will be filed with SEBI and the Stock Exchanges and shall be made available on the website of SEBI at www.sebi.gov.in, on the websites of the Stock Exchanges i.e. NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of Lead Managers, i.e., JM Financial Limited and BOB Capital Markets Limited at www.jmfl.com and www.bobcaps.in, respectively.	
<div>For and on behalf of Sobha Limited</div> <div>Sd/-</div> <div>Bijan Kumar Dash</div> <div>Company Secretary and Compliance Officer</div>	
<div>Place: Bengaluru</div> <div>Date: June 17, 2024</div>	

LEAD MANAGERS TO THE ISSUE		REGISTRAR TO THE ISSUE
<div></div> <div>JM Financial Limited 7th Floor, Cnergy Appasaheb Marathe Marg Prabhadevi, Mumbai 400 025 Maharashtra, India Tel: +91 22 6630 3030 E-mail: sobha.rights@jmfl.com Website: www.jmfl.com Investor Grievance ID: grievance.ibd@jmfl.com Contact Person: Prachee Dhuri SEBI Registration No.: INM000010361</div>		<div></div> <div>BOB Capital Markets Limited 1704, B Wing, 17th Floor, Parinee Crescenzo Plot No. C –38/39, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 Maharashtra, India Tel: : +91 22 6138 9353 E-mail: sobha.rights@bobcaps.in Website: www.bobcaps.in Investor Grievance ID: investorgrievance@bobcaps.in Contact Person: Nivedika Chavan SEBI Registration Number: INM000009926</div> <div></div> <div>Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli West Mumbai 400 083, Maharashtra, India Tel: +91 810 811 4949 E-mail: sobha.rights2024@linkintime.co.in Website: www.linkintime.co.in Investor grievance email: sobha.rights2024@linkintime.co.in Contact Person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058</div>

ISSUE PROGRAMME		
ISSUE OPENS ON	LAST DATE FOR ON MARKET RENUNCIATION*	ISSUE CLOSSES ON**
FRIDAY, JUNE 28, 2024	MONDAY, JULY 1, 2024	THURSDAY, JULY 4, 2024

**Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date.*
***Our Board or the Rights Issue Committee will have the right to extend the Issue Period as it may determine from time to time but not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.*

Sobha Limited is proposing, subject to receipt of requisite approvals, market conditions and other considerations, a rights issue of its equity shares and has filed a Letter of Offer dated June 12, 2024 with SEBI, BSE and NSE. The Letter of Offer and this Corrigendum shall be available on the website of the Company at www.sobha.com, on the website of SEBI at www.sebi.gov.in, on the websites of the Stock Exchanges i.e. NSE and BSE at www.nseindia.com and www.bseindia.com, respectively, and the websites of Lead Managers, i.e., JM Financial Limited and BOB Capital Markets Limited at www.jmfl.com and www.bobcaps.in, respectively. Investors should note that investment in equity shares involves a high degree of risk. For details, potential investors should refer to the Letter of Offer, including the section titled "Risk Factors" beginning on page 17 of the Letter of Offer.

THE RIGHTS ENTITLEMENTS AND THE RIGHTS EQUITY SHARES HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "U.S SECURITIES ACT") 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 APPLICABLE STATE SECURITIES LAWS. ACCORDINGLY, THE RIGHTS EQUITY SHARES ARE ONLY 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 TO ELIGIBLE EQUITY SHAREHOLDERS LOCATED IN JURISDICTIONS WHERE SUCH OFFER AND SALE IS PERMITTED UNDER THE LAWS OF SUCH JURISDICTIONS. THE OFFERING TO WHICH THIS LETTER OF OFFER RELATES IS NOT, AND UNDER NO CIRCUMSTANCES IS TO BE CONSTRUED AS, AN OFFERING OF ANY RIGHTS ENTITLEMENTS OR RIGHTS EQUITY SHARES FOR SALE IN THE UNITED STATES OR AS A SOLICITATION THEREIN OF AN OFFER TO BUY ANY OF THE SAID SECURITIES. ACCORDINGLY, YOU SHOULD NOT FORWARD OR TRANSMIT THIS LETTER OF OFFER INTO THE UNITED STATES AT ANY TIME.