

THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY. THIS IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES
THIS PUBLIC ANNOUNCEMENT IS NOT INTENDED FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY OUTSIDE INDIA.



WESTERN OVERSEAS STUDY ABROAD LIMITED

(Formerly known as Western Overseas Study Abroad Private Limited)

CIN: U80903HR2013PLC050433

Our Company was originally incorporated at Haryana as "Western Overseas Study Abroad Private Limited" on 18th September, 2013 under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Registrar of Companies, National Capital Territory of Delhi and Haryana. Consequent upon the conversion of our Company to public limited company, the name of our Company was changed to "Western Overseas Study Abroad Limited" vide fresh certificate of incorporation dated 24th September, 2024 issued by the Registrar of Companies, Central Processing Centre. The Corporate Identification Number of our Company is U80903HR2013PLC050433. For further details please refer to chapter titled "History and Corporate Structure" beginning on page 158 of the Prospectus.

Registered Office: Ground Floor- First Floor, S.C.F No-27-28, Vikas Vihar, Ambala City, Ambala, Haryana, Pin Code: 134003.
Company Secretary and Compliance Officer: Ms. Shruti Gupta, Website: www.western-overseas.com E-Mail: info@western-overseas.com Telephone No: + 91-171-3500064

PROMOTERS OF OUR COMPANY: MR. PARDEEP BALYAN AND MS. REKHA RANI

"THE ISSUE IS BEING MADE IN ACCORDANCE WITH CHAPTER IX OF THE SEBI ICDR REGULATIONS (IPO OF SMALL AND MEDIUM ENTERPRISES) AND THE EQUITY SHARES ARE PROPOSED TO BE LISTED ON SME PLATFORM OF BSE LIMITED (BSE SME)."

THE ISSUE

INITIAL PUBLIC OFFER OF 17,98,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH (THE "EQUITY SHARES") OF WESTERN OVERSEAS STUDY ABROAD LIMITED ("OUR COMPANY" OR "THE ISSUER") AT PRICE OF ₹ 56/- PER EQUITY SHARE FOR CASH, AGGRGATING TO ₹ 1,006.88 LAKHS ("THE ISSUE") OF WHICH UPTO 90,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. 56.00/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. 46.00/- PER EQUITY SHARE AGGRGATING TO RS. 50.40 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 17,08,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH AT A PRICE OF RS. 56.00/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. 46.00/- PER EQUITY SHARE AGGRGATING TO RS. 956.48 LAKHS (THE "NET ISSUE"), THE ISSUE AND THE NET ISSUE WILL CONSTITUTE UPTO 29.91% AND 28.41% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

PRICE: ₹56 PER EQUITY SHARE OF FACE VALUE OF ₹10.00 EACH

**THE ISSUE PRICE IS 5.60 TIMES THE FACE VALUE OF THE EQUITY SHARES
BIDS CAN BE MADE FOR A MINIMUM OF 4,000 EQUITY SHARES AND IN MULTIPLES OF 2,000 EQUITY SHARES THEREAFTER.**

BID/ISSUE PROGRAMME

ISSUE OPENS ON: THURSDAY, DECEMBER 04, 2025

ISSUE CLOSES ON: MONDAY, DECEMBER 08, 2025

BRIEF DESCRIPTION OF THE BUSINESS OF THE ISSUER

Incorporated in 2013, our Company, "Western Overseas Study Abroad Limited" is engaged in providing educational and immigration advisory services, offering visa advice and training, language training (IELTS, TOEFL, PTE, CELPIP, DUOLINGO etc.) and Foreign languages like French, German, Spanish, consulting services, and technical, professional, and vocational education, as well as conducting seminars and workshops on Domestic and International educational topics, all aimed at supporting individuals seeking education or career opportunities abroad. Our Company provides a one-stop solution to the students and customers predominantly from various parts of Punjab, Chandigarh and Haryana, Delhi And Madhya Pradesh. The Company's vision is to empower the aspiring students of India and fulfil the dreams of the citizens to position themselves successfully in the global landscape.

Our Company was originally incorporated at Haryana as "Western Overseas Study Abroad Private Limited" on 18th September, 2013 under the provisions of the Companies Act, 1956 vide Certificate of Incorporation issued by the Registrar of Companies, Central Registration Centre. Consequent upon the conversion of our Company to public limited company, the name of our Company was changed to "Western Overseas Study Abroad Limited" vide fresh certificate of incorporation dated 24th September, 2024 issued by Central Processing Centre, Manesar Gurgaon, Haryana, 122050, India.

Our Company is promoted by Mr. Pardeep Balyan and Mrs. Rekha Rani. Our promoters are the guiding force behind the strategic decisions of our Company and under their guidance we have been able to successfully execute our business strategies over the years. It is the vision of our Promoters to be a globally recognized and respected innovative structure enveloping solution providers.

As the world becomes increasingly interconnected, the demand for skilled professionals, students, and travelers to cross borders has surged and we have seized this opportunity to expand our business by providing guidance in the complex process of obtaining visas for different purposes in the current era. We have successfully assisted various clients in navigating the complex immigration and visa processes. Our expertise and dedication have enabled us to become a trusted partner for individuals and organizations seeking reliable visa services.

THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON SME PLATFORM OF BSE. FOR THE PURPOSE OF THE ISSUE, THE DESIGNATED STOCK EXCHANGE SHALL BE BSE.

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE PROSPECTUS AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.

The Issue Price is justified based on the qualitative factors, quantitative factors and KPIs disclosed in the chapter title "Basis for Issue Price" beginning on page 85 of the Prospectus.

ASBA*

Simple, Safe, Smart
way of Application!!!

*Application Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. No cheque will be accepted. Investors have to apply through the ASBA process. For further details read section on ASBA below.

Mandatory In Public Issues
From January 01, 2016. No Cheque Will Be Accepted.



UPI-Now available in ASBA for Individual Investor who applies for minimum application size and to other investors who applies for more than minimum application size for amount upto ₹ 5,00,000/- . UPI-Now available in ASBA for Individual Investors and other investors applying for amount upto ₹ 5,00,000/-, applying through Registered Brokers, DPS and RTAs. UPI Bidder also has 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. Investors are required to ensure that the bank account used for bidding is linked to their PAN. Bidders must ensure that their PAN is linked with Aadhaar and are in compliance with CBDT notification dated February 13, 2020, issued by the Central Board of Direct Taxes and the subsequent press releases, including press releases dated June 25, 2021 and September 17, 2021 and CBDT circular no. 7 of 2022, dated March 30, 2022 read with press release dated March 28, 2023 and any subsequent press releases in this regard. Investors have to apply through the ASBA process. ASBA has to be availed by all the Investors. For details on the ASBA process and the UPI process, please refer to the details given in ASBA form, Abridged Prospectus and also refer to the section "Issue Procedure" beginning on page 244 of the Prospectus. The process is also available on the website of Association of Investment Banks of India (AIBI), the Stock Exchange and in the General Information Document.

ASBA forms can be downloaded from the website of BSE Limited ("BSE") 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. ICICI Bank Limited has been appointed as Sponsor Bank for the issue, in accordance with the requirements of the SEBI circular dated November 01, 2018, as amended.

RISKS TO INVESTORS

4. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI:

a) The price per share of our Company based on the primary/ new issue of shares (Equity Shares)

The details of issuance of Equity Shares or convertible securities, excluding shares issued under ESOP/ESOS and issuance of bonus shares, during the 18 months preceding the date of the Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days is as follows:

| Date of allotment | No. of Equity Shares allotted | Face value per Equity Share (in Rs.) | Issue Price per Equity Share (in Rs.) | Nature of Allotment | Total Consideration (in Rs. Lakhs) |
|---|-------------------------------|--------------------------------------|---------------------------------------|---------------------|------------------------------------|
| Nil | Nil | Nil | Nil | Nil | Nil |
| Weighted average cost of acquisition (WACA) | | | | | Nil |

b) The price per share of our Company based on the secondary sale / acquisition of shares (Equity Shares)

There have been no secondary sale / acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the Board of Directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this certificate, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

c) Since there are transactions to report under (a) therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/ Promoter Group entitles or shareholder(s) having the right to nominate director(s) in the Board of our Company, are a party to the transaction), not older than 3 years prior to irrespective of the size of transactions, is not applicable.

d) Weighted average cost of acquisition, Issue Price

| Types of transactions | Weighted average cost of acquisition (₹ per Equity Shares) | Issue price (₹. i.e. ₹ 56) |
|---|--|----------------------------|
| Weighted average cost of acquisition of primary / new issue as per paragraph 11(a) above. | NA | NA |
| Weighted average cost of acquisition of secondary sale/ acquisition as per paragraph 11(b) above. | NA | NA |
| Weighted average cost of acquisition of primary / new issue as per paragraph 11(c) above. | Nil | NA |
| Weighted average cost of acquisition of secondary sale/ acquisition as per paragraph 11(d) above. | Nil | NA |

Note: There is no Offer for Sale from the existing shareholders of the Company in the present issue of the Issuer. For further details, see the chapter titled "Capital Structure" beginning on page 62 of the Prospectus.

BASIS FOR ISSUE PRICE

The "Basis for Issue Price" on page 85 of the Prospectus has been updated with the above Risk to Investors. Please refer to the website of the LM for the "Basis for Issue Price" updated with the above price. You can scan the QR code given on the first page of this Advertisement for the chapter titled "Basis for Issue Price" on page 85 of the Prospectus.

INDICATIVE TIMELINES FOR THE ISSUE

Issue Period (except the Issue Closing Date)

Submission and Revision in Applications Only between 10.00 a.m. and up to 5.00 p.m. Indian Standard Time ("IST")

Issue Closing Date*

Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For Individual Investors Only between 10.00 a.m. and up to 5.00 p.m. IST

Submission of Electronic Applications (Bank ASBA through Online Channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications where Application Amounts is up to ₹50,000)

Submission of Electronic Applications (Syndicate Non-Individual Investor, Non-Individual Applications) Only between 10.00 a.m. and up to 3.00 p.m. IST

Submission of Physical Applications (Bank ASBA) Only between 10.00 a.m. and up to 1.00 p.m. IST

Only between 10.00 a.m. and up to 12.00 p.m. IST

Modification / Revision / Cancellation of Applications

Upward Revision of Applications by Other Investors* Only between 10.00 a.m. on the Issue Opening Date and up to 5.00 p.m. IST on the Issue Closing date

Upward or Downward Revision of Applications by Individual Investors Only between 10.00 a.m. on the Issue Opening Date and up to 5.00 p.m. IST on the Issue Closing date

* UPI mandate and time and date shall be at 5:00 p.m. on Issue Closing Date

* Other Investors can neither revise their bids downwards nor cancel/ withdraw their applications.

CONTENTS OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AS REGARDS ITS OBJECTS

For information on the main objects of our Company, see "History and Certain Corporate Matters" on page 158 of the Prospectus. The Memorandum of Association of our Company is a material document for inspection in relation to the issue. For further details, see the section "Material Contracts and Documents for Inspection" on page 294 of the Prospectus.

LIABILITY OF MEMBERS AS PER MOA

The Liability of the members of the Company is Limited.

AMOUNT OF SHARE CAPITAL OF THE COMPANY AND CAPITAL STRUCTURE

The authorized share capital of the Company is ₹700.00 Lakhs divided into 70,00,000 Equity Shares of ₹10 each. The issued, subscribed and paid-up share capital of the Company before the issue is ₹421.40 Lakhs divided into 42,14,000 Equity Shares of ₹10 each. For details of the Capital Structure, see "Capital Structure" on the page 62 of the Prospectus.

NAMES OF THE SIGNATORIES TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY AND THE NUMBER OF EQUITY SHARES SUBSCRIBED BY THEM

| ORIGINAL SIGNATORIES | CURRENT PROMOTERS |
|----------------------|-------------------|
| Name of Signatories | No. of Shares |
| Mr. Pardeep Balyan | 6,000 |
| Mrs. Rekha Rani | 4,000 |
| Name of Promoters | No. of Shares |
| Mr. Pardeep Balyan | 25,28,400 |
| Mrs. Rekha Rani | 16,85,530 |
| Face Value (₹) | Face Value (₹) |
| 10.00 | 10.00 |

For details of the Capital Structure, see "Capital Structure" on page no 62 of the Prospectus.

3. Weighted Average Return on Net worth (RoNW) for the Financial Year ended March 31, 2025, March 31, 2024, and March 31, 2023 as per Restated Financial Statements is as follows(RoNW):

| Sr. No. | Period | RoNW (%) | Weights |
|---------|---|---------------|---------|
| 1. | Period ended 30 th June, 2025 | 7.67%* | - |
| 2. | For the Financial Year ended March 31, 2025 | 33.86% | 3 |
| 3. | Financial Year ending March 31, 2024 | 26.60% | 2 |
| 4. | Financial Year ending March 31, 2023 | 13.68% | 1 |
| | Weighted Average | 28.08% | |