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(Please scan this QR Code to view the Draft Prospectus)



**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 18<sup>th</sup> 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 24<sup>th</sup> September, 2024 issued by the Registrar of Companies, Central Processing Centre. *For further details please refer to chapter titled “History and Corporate Structure” beginning on page 147 of this Draft Prospectus.*

**Registered Office:** Ground Floor- First Floor, S.C.F No-27-28, Vikas Vihar, Ambala City, Ambala, Haryana, Pin Code: 134003

**Contact Person:** Ms. Shruti Gupta, Company Secretary & Compliance Officer  
**Tel No:** + 91-171-3500064; **E-mail id:** [info@western-overseas.com](mailto:info@western-overseas.com); **Website:** [www.western-overseas.com](http://www.western-overseas.com)

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

**THE ISSUE**

INITIAL PUBLIC OFFER OF UPTO 18,00,000 EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH (“EQUITY SHARES”) OF WESTERN OVERSEAS STUDY ABROAD LIMITED (“COMPANY” OR THE “ISSUER”) FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. [●]/- PER EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING TO RS. [●] LAKHS (“THE ISSUE”) OF WHICH UPTO [●] EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH FOR CASH AT A PRICE OF RS. [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. [●]/- PER EQUITY SHARE AGGREGATING TO RS. [●] 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 [●] EQUITY SHARES OF FACE VALUE OF RS. 10/- EACH AT A PRICE OF RS. [●]/- PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF RS. [●]/- PER EQUITY SHARE AGGREGATING TO RS. [●] LAKHS (THE “NET ISSUE”). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE UPTO [●] AND [●] RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

Potential Investors may note the following:

1. The Chapter titled “Definition and Abbreviations” beginning on page 1 of the Draft Offer Document has been updated;
2. The Chapter titled “Summary of Draft Offer Document” beginning on page 19 of the Draft Offer Document has been updated;
3. The Chapter titled “Risk Factors” beginning on page 26 of the Draft Offer Document has been updated;
4. The Chapter titled “General Information” beginning on page 49 of the Draft Offer Document has been updated;
5. The Chapter titled “Capital Structure” beginning on page 59 of the Draft Offer Document has been updated;
6. The Chapter titled “Objects of the Issue” beginning on page 71 of the Draft Offer Document has been updated;

7. The Chapter titled "Our Business" beginning on page 110 of the Draft Offer Document has been updated;
8. The Chapter titled "Our Management" beginning on page 151 of the Draft Offer Document has been updated;
9. The Chapter titled "Our Promoter & Promoter Group" beginning on page 169 of the Draft Offer Document has been updated;
10. The Chapter titled "Our Group Company" beginning on page 174 of the Draft Offer Document has been updated;
11. The Chapter titled "Outstanding Litigation And Material Developments" beginning on page 195 of the Draft Offer Document has been updated;
12. The Chapter titled "Government & Other Statutory Approvals" beginning on page 201 of the Draft Offer Document has been updated;
13. The Chapter titled "Other Regulatory and Statutory Disclosures" beginning on page 208 of the Draft Offer Document has been updated;
14. The Chapter titled "Issue Procedure" beginning on page 230 of the Draft Offer Document has been updated;
15. The Chapter titled "Material Contracts and Documents for Inspection" beginning on page 270 of the Draft Offer Document has been updated;
16. The Chapter titled "Declaration" beginning on page 272 of the Draft Offer Document has been updated;

**On behalf of Western Overseas Study Abroad Limited**  
**Sd/-**  
**Shruti Gupta**  
**Company Secretary and Compliance officer**

Place: Ambala, Haryana  
Date: 05.06.2025

The above is to be read in conjunction with the Draft Prospectus and accordingly their references in the Draft Prospectus stand amended pursuant to this Addendum. Please note that the changes pursuant to this Addendum will be appropriately included in the Prospectus, as and when filed with the RoC, the SEBI and the Stock Exchanges. All capitalized terms used in this Addendum shall, unless the context otherwise requires, have the meaning ascribed to them in the Draft Prospectus.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
 <p><b>SOBHAGYA CAPITAL OPTIONS PRIVATE LIMITED</b>  (Formerly Known as Sobhagya Capital Options Limited)  <b>Registered office:</b> E-227, Basement, East of Kailash, Delhi, Capital Territory of Delhi India - 110065  <b>Corporate office:</b> C-7&amp;7A, Hosiery Complex, Phase-II Extension, Noida-201305, Uttar Pradesh  <b>Tel No.</b> +91-7836066001  <b>Email Id:</b> <a href="mailto:cs@sobhagyacap.com">cs@sobhagyacap.com</a>  <b>Investor Grievance Email:</b> <a href="mailto:delhi@sobhagyacap.com">delhi@sobhagyacap.com</a>  <b>Website:</b> <a href="http://www.sobhagyacap.com">www.sobhagyacap.com</a>  <b>SEBI Registration Number:</b> INM000008571  <b>Contact Person:</b> Mr. Rishabh Singhvi/ Ms. Nisha</p>	 <p><b>SKYLINE FINANCIAL SERVICES PRIVATE LIMITED</b>  D-153A,  First Floor, Okhla Industrial Area,  Phase-I, New Delhi - 110020  <b>Tel. No.:</b> 011-40450193-197  <b>Fax No:</b> 011-26812683  <b>Email:</b> <a href="mailto:ipo@skylinerta.com">ipo@skylinerta.com</a>  <b>Investor Grievance Email:</b> <a href="mailto:grievances@skylinerta.com">grievances@skylinerta.com</a>  <b>Website:</b> <a href="http://www.skylinerta.com">www.skylinerta.com</a>  <b>SEBI Registration No.:</b> INR000003241  <b>Contact Person:</b> Mr. Anuj Rana</p>
ISSUE PROGRAMME	
ISSUE OPENS ON: [●]	ISSUE CLOSES ON: [●]

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**DEFINITIONS AND ABBREVIATIONS****Updation of following definitions:****COMPANY RELATED TERMS**

<b>Term</b>	<b>Description</b>
ISIN	International Securities Identification Number. In this case being <i>INE1MF401019</i> .

**ISSUE RELATED TERMS**

<b>Term</b>	<b>Description</b>
Designated Market Maker	Nikunj Stock Brokers Limited will act as the Market Maker and has agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for a period as may be notified by amendment to SEBI ICDR Regulations.
Market Making Agreement	The Agreement among the Market Maker, the Lead Manager and our Company dated 21 <sup>st</sup> March, 2025.
Underwriter(s)	The Underwriter(s) in this case are Nikunj Stock Brokers Limited and Sobhagya Capital Options Private Limited.
Underwriting Agreement	The Agreement among the Underwriters and our Company dated 21 <sup>st</sup> March, 2025.

**SUMMARY OF DRAFT OFFER DOCUMENT**

Updation on following on page 21

**OBJECTS OF THE ISSUE**

Updation of following line:

*Note: The amount to be utilized for General Corporate purposes shall not exceed 15% of the Gross Proceeds from the Issue or Rs. 10 crores, whichever is lower.*

Updation on following on page 21

**PRE-ISSUE SHAREHOLDING OF OUR PROMOTERS, PROMOTER GROUP AS A PERCENTAGE OF THE PAID-UP SHARE CAPITAL OF THE COMPANY**

Set forth is the Pre-Issue shareholding of our Promoters, Promoter Group as a percentage of the paid-up share capital of the Company:

Particular	Pre-Issue	
	Number of Shares	Percentage (%) holding
<b>Promoters</b>		
Mr. Pardeep Balyan	25,28,400	60.00%
Mrs. Rekha Rani	16,85,530	40.00%
<b>Promoter Group</b>		
Mr. Ajay Kumar	14	Negligible
Ms. Chander Wati	14	Negligible
Ms. Kanta	14	Negligible
Ms. Sudesh Kumari	14	Negligible
Mr. Deepak Kumar	14	Negligible
<b>Total</b>	<b>42,14,000</b>	<b>100.00%</b>

Updation on following on page 22

**SUMMARY OF OUTSTANDING LITIGATIONS & MATERIAL DEVELOPMENTS**

A summary of pending legal proceedings and other material litigations involving our Company is provided below:

Nature of Proceedings	Number of cases	Amount involved (Rs. in Lakhs)
<b>Company</b>		
By the Company	-	-
Against the Company	8	224.05
<b>Promoters</b>		
By the Promoters	-	-
Against the promoters	3	2.01
<b>Directors (other than promoters)</b>		
By the Directors	-	-
Against the Directors	1	0.49

*\*Our Promoters are also our directors. However, litigation against them has been included under the details of promoters to avoid repetition.*

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**RISK FACTORS**

**Updation of heading of Risk Factor 1 has been updated as follows:**

**There are outstanding litigation proceedings involving our Company, our Promoters, an adverse outcome in which, may have an adverse impact on our reputation, business, financial condition, results of operations and cash flows.**

Our Company, Promoters, are involved in certain legal proceedings which are pending at different levels of adjudication before various courts, tribunals, enquiry officers, and appellate authorities. There is no assurance that in future, we, our promoters, or company may not face legal proceedings and any adverse decision in such legal proceedings may impact our business.

A summary of the pending civil and other proceedings involving our Company is provided below:

<b>Nature of Proceedings</b>	<b>Number of cases</b>	<b>Amount involved (Rs. in Lakhs)</b>
<b>Company</b>		
By the Company	-	-
Against the Company	8	224.05
<b>Promoters</b>		
By the Promoters	-	-
Against the promoters	3	2.01
<b>Directors (other than promoters)</b>		
By the Directors	-	-
Against the Directors	1	0.49

*For further details in relation to legal proceedings involving our Company, Promoters, Directors, kindly refer the chapter titled "Outstanding Litigation and Material Developments" on page 195 of this Draft Prospectus.*

**Updation of heading of Risk Factor 5 has been updated as follows:**

***"Our Registered Office is not owned by us. In the event we lose such rights, our Business, Financial Condition and Results of Operations and Cash Flows could be adversely affected."***

**Shifting of Risk Factor, no 12 in top 5 Risk Factors.**

**Shifting of Risk Factor, no 21 in top 10 Risk Factors.**

**Updation and shifting of Risk Factor 24 in top 5 as follows:**

**Conflicts of interest may arise out of common pursuits between our Company and entities forming part of promoter group.**

There are common pursuits amongst our Company and IELTH Western Private Limited, Pterality Test Private Limited, Western Overseas Study & Immigration Private Limited and Western Overseas Immigration Private Limited, which forms part of our promoter group and by virtue of this company engaging in similar business activities as that of our Company. Whilst we cannot assure you that a conflict of interest will not arise if the entity decides to pursue such activities in future, our Company shall adopt necessary procedures and practices as

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permitted by law and regulatory guidelines to address any instances of conflict of interest, if and when they may arise.

**Updation of Risk Factor 31 has been updated as follows:**

***If we are unable to source business opportunities to effectively manage our growth objective could have an adverse effect on our business, results of operations and financial condition.***

*Our business, results of operations and financial condition can be adversely effected due to non-sourcing of business opportunities to effectively manage our objective for further growth of our business. Our ability to achieve such objectives will depend on our ability to identify, evaluate and accomplish business opportunities. We cannot assure you that our growth strategy will continue to be successful or that we will be able to continue to grow further, or at the same rate. Our inability to manage our business plans effectively and execute our growth strategy in a timely manner, or within our estimates could have an adverse effect on our business, results of operations and financial condition.*

*Further, our future prospects will depend on our ability to grow our business and operations, which could be affected by many factors, including hire, train, supervise and manage new employees and to implement systems capable of effectively accommodating our growth, Political conditions, immigration policies of foreign countries etc. Our failure to source business opportunities effectively could have a material adverse effect on our business, financial condition and results of operations. It is also possible that the strategies used by us in the future may be different from those presently in use. No assurance can be given that our analyses of market and other data or the strategies we use or plans in future to use will be successful under various market conditions.*

**Delete of Risk Factor 48.**

**Updation of Risk Factor 51 has been updated as follows:**

**We have not independently verified certain data in this Draft Prospectus.**

We have neither commissioned an industry report, nor sought consent from the quoted website source for the disclosures which need to be made in the section titled "Industry Overview" beginning on page 90 of this Draft Prospectus. We have made disclosures in the said chapter on the basis of the relevant industry related data available online for which relevant consents have not been obtained. We have not independently verified data from industry publications contained herein and although we believe these sources to be reliable, we cannot assure you that they are complete or reliable. Such data may also be produced on a different basis from comparable information compiled with regard to other countries. Therefore, discussions of matters relating to India and its economy are subject to the caveat that the statistical and other data upon which such discussions are based have not been verified by us and may be incomplete or unreliable.

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**GENERAL INFORMATION**

Updation of following on page no 49:

**BOARD OF DIRECTORS**

As on the date of this Draft Prospectus, the Board of Directors of our Company comprises of the following:

<b>Name</b>	<b>Designation</b>	<b>DIN</b>	<b>Residential Address</b>
Mr. Pardeep Balyan	Chairperson and Managing Director	06594346	H No. 109, Ward No 8, Prem Nagar, Ambala City, Haryana - 134003
Mrs. Rekha Rani	Whole Time Director	06626196	H No. 109, Ward No 8, Prem Nagar, Ambala City, Haryana - 134003
Mr. Deepak Kumar	Non-Executive Director	11030607	559, Mehlana, 193, Mehlana, Sonipat-131001, Haryana
Mr. Umesh Chand Sharma	Non-Executive Independent Director	10779613	House No-498, Ward No-21, Gali Pandit Neki Ram, Dinod Gate, Bhiwani, Haryana - 127021
Ms. Sapna	Non-Executive Independent Director	10294154	402, Tower 15, Savitry Green VIP Road Zirakpur, SAS Nagar, Rajpura, Punjab - 140603

Updation of following on page no 54:

**MONITORING AGENCY**

Our company has appointed [●] as the monitoring agency to monitor the utilization of the Net Proceeds. For details in relation to the proposed utilisation of the proceeds from the Fresh Issue, please see “Objects of the Issue” on page 71.

The details of the Monitoring Agency are as follows:

**Name:** [●]

**Address:** [●]

**Telephone number:** [●]

**E-mail ID:** [●]

**Website:** [●]

**Contact person:** [●]

**SEBI registration number:** [●]

**CIN:** [●]

Updation of following on page no 55:

**UNDERWRITING AGREEMENT**

Our Company and Lead Manager to the Issue hereby confirm that the Issue is 100% Underwritten. The Underwriting agreement is dated 21<sup>st</sup> March, 2025. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters are several and are subject to certain conditions specified therein. The Underwriters have indicated their intention to underwrite the following number of specified securities being offered through this Issue:

Details of the Underwriter	No. of Equity Shares Underwritten*	Amount Underwritten	% of total Issue size underwritten
<b>SOBHAGYA CAPITAL OPTIONS PRIVATE LIMITED</b> (Formerly Known as Sobhagya Capital Options Limited) <b>Registered office:</b> E-227, Basement, East of Kailash, Delhi, Capital Territory of Delhi India - 110065 <b>Corporate office:</b> C-7&7A, Hosiery Complex, Phase-II Extension, Noida-201305, Uttar Pradesh <b>Tel No.</b> +91-7836066001 <b>Email Id:</b> <a href="mailto:CS@sobhagyacap.com">CS@sobhagyacap.com</a> <b>Investor Grievance Email:</b> <a href="mailto:delhi@sobhagyacap.com">delhi@sobhagyacap.com</a> <b>Website:</b> <a href="http://www.sobhagyacap.com">www.sobhagyacap.com</a> <b>SEBI Registration Number:</b> INM000008571 <b>Contact Person:</b> Mr. Rishabh Singhvi/ Ms. Nisha	[●]	[●]	15.00%
<b>Nikunj Stock Brokers Limited</b> A-92, Ground Floor, Left Portion Kamla Nagar New Delhi -110 007, India <b>Tel. No.</b> +91 11 4703 0017/18 <b>E-mail:</b> <a href="mailto:complianceofficer@nikunjonline.com">complianceofficer@nikunjonline.com</a> <b>Investor Grievance e-mail id:</b> <a href="mailto:ig.nikunj@nikunjonline.com">ig.nikunj@nikunjonline.com</a> <b>Website:</b> <a href="http://www.nikunjonline.com">www.nikunjonline.com</a> <b>SEBI Regn.</b> INZ000169335 <b>Contact Person:</b> Mr. Anshul Aggarwal	[●]	[●]	85.00%
<b>Total</b>	[●]	[●]	<b>100.00%</b>

\*Includes up to [●] Equity Shares of the Market Maker Reseroation Portion which are to be subscribed by the Market Maker in order to claim compliance with the requirements of Regulation 261 of the SEBI ICDR Regulations, as amended.

**Updation of following on page no 56:**

**MARKET MAKER**

Our Company and the Lead Manager have entered into an agreement dated 21<sup>st</sup> March, 2025 with the following Market Maker to fulfil the obligations of Market Making:

**Nikunj Stock Brokers Limited**

A-92, Ground Floor, Left Portion  
 Kamla Nagar New Delhi -110 007, India  
**Tel. No.** +91 11 4703 0017/18

**E-mail:** [complianceofficer@nikunjonline.com](mailto:complianceofficer@nikunjonline.com)

**Investor Grievance e-mail id:** [ig.nikunj@nikunjonline.com](mailto:ig.nikunj@nikunjonline.com)

**Website:** [www.nikunjonline.com](http://www.nikunjonline.com)

**SEBI Regn.** INZ000169335

**Contact Person:** Mr. Anshul Aggarwal

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**DETAILS OF THE MARKET MAKING AGREEMENT**

In accordance with Regulation 261 of the SEBI ICDR Regulations, we have entered into an agreement with the Lead Manager and the Market Maker (duly registered with SME Platform of BSE to fulfil the obligations of Market Making) dated 21<sup>st</sup> March, 2025 to ensure compulsory Market Making for a minimum period of three years from the date of listing of equity shares offered in this Issue.

Nikunj Stock Brokers Limited, registered with SME Platform of BSE will act as the Market Maker and has agreed to receive or deliver of the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for a period as may be notified by any amendment to SEBI ICDR Regulations.

6. There would not be more than five Market Makers for a script at any point of time and the Market Makers may compete with other Market Makers for better quotes to the investors. At this stage, Nikunj Stock Brokers Limited is acting as the sole Market Maker.

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**CAPITAL STRUCTURE**
**Updation of following on page no 65 of Draft Prospectus:**

Pre-Issue and Post-Issue Shareholding of our Promoters and Promoter Group:

Category of Promoters	Pre-Issue		Post-Issue	
	No. of Shares	% of Pre-Issue Capital	No. of Shares	% of Post-Issue Capital
<b>Promoters</b>				
Mr. Pardeep Balyan	25,28,400	60.00%	25,28,400	[●]
Mrs. Rekha Rani	16,85,530	40.00%	16,85,530	[●]
<b>Promoter Group</b>				
Mr. Deepak Kumar	14	Negligible	14	[●]
Ms. Chander Wati	14	Negligible	14	[●]
Ms. Kanta	14	Negligible	14	[●]
Ms. Sudesh Kumari	14	Negligible	14	[●]
Mr. Ajay Kumar	14	Negligible	14	[●]
<b>Total</b>	<b>42,14,000</b>	<b>100.00%</b>	<b>42,14,000</b>	<b>[●]</b>

**Updation of following on page no 66 of Draft Prospectus:**

Name	Designation	No. of Equity Shares held
Mr. Pardeep Balyan	Chairperson and Managing Director	25,28,400
Mrs. Rekha Rani	Whole Time Director	16,85,530
Mr. Deepak Kumar	Non-Executive Director	14
Mr. Jatin Kumar	Chief Financial Officer (CFO)	-
Mrs. Shruti Gupta	Company Secretary (C.S.)	-

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**OBJECTS OF THE ISSUE**

Updation of following line below the table on page no 71 of Draft Prospectus:

**UTILISATION OF NET PROCEEDS**

\*The amount utilized for general corporate purposes shall not exceed 15% of the gross proceeds of the Issue or Rs. 10 crores, whichever is lower.

Updation of below para 5 on page no 73 of the Draft Prospectus under Object 1: TO FINANCE ADVERTISEMENT EXPENSES TOWARDS ENHANCING THE AWARENESS AND VISIBILITY OF OUR BRAND

*The breakup of the advertisement expenses through social media to be incurred by our Company from IPO proceeds are as follows:*

<b>Sr. No.</b>	<b>Particulars</b>	<b>Estimated Cost (In Rs lakhs)</b>
1.	Social media (Digital Media Promotion – Youtube / Facebook / Instagram)	41.40
2.	Hoardings	148.80
3.	Radio Jingles / TV Radio	87.12
4.	Newspaper	115.20
	<b>Total</b>	<b>392.52</b>

*\*Excluding GST*

*Advertisements through social media, Hoardings, Radio Jingles / TV Radio and Newspaper shall cover 12 (twelve) cities within India covering all our branch offices situated in following Cities:*

- i) Ambala;
- ii) Amritsar;
- iii) Bathinda;
- iv) Chandigarh;
- v) Delhi;
- vi) Indore;
- vii) Karnal;
- viii) Kurukshetra;
- ix) Patiala;
- x) Rohtak;
- xi) Sonapat; and
- xii) Jalandhar

*Advertisement shall cover all above cities where our Company has branch offices.*

*Advertisements through Newspapers is proposed to be advertised in following Newspapers:*

- i) For Punjabi Readers: Advertisements in Ajit, Jagbani;
- ii) For Hindi Readers: Featured in Punjab Kesri/ Dainik Bhaskar/ Dainik Jagran;
- iii) Metro Cities (Delhi & Chandigarh): Coverage in The Tribune, Times Of India, Hindustan Times;
- iv) Indore: Rajasthan Patrika, Navbharat Times, NaiDunia

Advertisements through Radio Jingles is proposed to be advertised on following 4 (Four) FM Stations:

- i) Radio Mirchi (98.3 FM);
- ii) Radio Mind Tree at 91.2;
- iii) Big FM; and
- iv) Red FM 93.5

Updation of following heading in the table on page no 77 of the Draft Prospectus in Object 2: TO FINANCE ACQUISITION AND INSTALLATION OF SOFTWARE:

**Details of Quotation and Estimate cost**

Particulars	Estimated Cost (Amount in Rs. Lakhs)	Details of Quotation	Estimated time period for Development of software
Mobile applications (Hybrid app)	350.00	<b>Name:</b> Innerx Informatics LLC – FZ  <b>Date of Quotation:</b> 27 <sup>th</sup> January, 2025  <b>Validity:</b> 6 months	12 months
1 ERP System with different client websites and backend			
System design			
API development			
Hosting and app publication			

Note: GST amounts will be utilized by the company through internal accruals and not from IPO proceeds.

Updation of below para on page no 78 of the Draft Prospectus:

**4. TO FINANCE THE GENERAL CORPORATE PURPOSE.**

The Net Proceeds will first be utilized towards the Objects set out above, as well as meeting the Issue-related expenses. Subject to this, our Company intends to deploy any balance left out of the Net Proceeds of Rs. [●] Lakhs towards general corporate purposes and the business requirements of our Company, as approved by our management, from time to time. We confirm that utilization for general corporate purposes will not exceed 15% of the Gross Proceeds of the Issue or Rs. 10 crores, whichever is lower, in compliance with the SEBI ICDR Regulations.

Updation of following table on page no 79 of the Draft Prospectus:

**ISSUE RELATED EXPENSES**

Expenses	Expenses in Lakhs	Expenses (% of total issue expenses)	Expenses (% of Gross issue proceeds)
Lead Manger Fees	[●]	[●]	[●]
Fees Payable to Registrar to the Issue	[●]	[●]	[●]
Fees Payable to Legal Advisors	[●]	[●]	[●]
Fees Payable to Regulators including Stock Exchanges and other Intermediaries	[●]	[●]	[●]

<b>Expenses</b>	<b>Expenses in Lakhs</b>	<b>Expenses (% of total issue expenses)</b>	<b>Expenses (% of Gross issue proceeds)</b>
Fees payable to Peer Review Auditor	[●]	[●]	[●]
Others (Fees payable for marketing & distributing expenses, selling commission, brokerage, processing fees, underwriting fees and miscellaneous expenses.)	[●]	[●]	[●]
Escrow Bank Fees	[●]	[●]	[●]
<b>Total Estimated Issue Expenses</b>	[●]	<b>100.00</b>	[●]

**Updation of following on page no 80 of the Draft Prospectus:**

**MONITORING UTILIZATION OF FUNDS**

Our Company has appointed [●] as the monitoring agency (“Monitoring Agency”) to monitor the utilisation of the Net Proceeds.

Our Company undertakes to place the report(s) of the Monitoring Agency on receipt before the Audit Committee without any delay and in accordance with the applicable laws. Our Company will disclose the utilisation of the Net Proceeds, including interim use under a separate head in its balance sheet for such financial year/ periods as required under the SEBI ICDR Regulations, the SEBI Listing Regulations and any other applicable laws or regulations, specifying the purposes for which the Net Proceeds have been utilised. Our Company will also, in its balance sheet for the applicable financial year, provide details, if any, in relation to all such Net Proceeds that have not been utilised, if any, of such currently unutilized Net Proceeds.

Pursuant to Regulation 32 of the Listing Regulations, our Company shall on a half yearly basis disclose to the Audit Committee the uses and application of the Issue Proceeds. Until such time as any part of the Issue Proceeds remains unutilized, our Company will disclose the utilization of the Issue Proceeds under separate heads in our Company’s balance sheet(s) clearly specifying the amount of and purpose for which Issue Proceeds have been utilized so far, and details of amounts out of the Issue Proceeds that have not been utilized so far, also indicating interim investments, if any, of such unutilized Issue Proceeds. In the event that our Company is unable to utilize the entire amount that we have currently estimated for use out of the Issue Proceeds in a Fiscal Year, we will utilize such unutilized amount in the next financial year. Further, in accordance with Regulation 32(1) (a) of the Listing Regulations our Company shall furnish to the Stock Exchanges on a half yearly basis, a statement indicating material deviations, if any, in the utilization of the Issue Proceeds for the objects stated in this Draft Prospectus.

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**OUR BUSINESS**

*Insert of following para on page no 111:*

Client count & %-age breakup for each country for each business service segment for last 3 FY & as on 31st July, 2024.

*Enrolments of our Client count for the period ended 31st July, 2024 is as follows:*

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Australia	92	7.43	26	2.10	118
Canada	163	13.17	295	23.83	458
Croatia	1	0.08	0	0.00	1
Denmark	22	1.78	0	0.00	22
Finland	12	0.97	4	0.32	16
France	1	0.08	4	0.32	5
Germany	109	8.80	2	0.16	111
Ireland	2	0.16	0	0.00	2
Italy	6	0.48	1	0.08	7
Latvia	35	2.83	0	0.00	35
Lithuania	2	0.16	0	0.00	2
Malta	10	0.81	0	0.00	10
Netherlands	1	0.08	0	0.00	1
New Zealand	18	1.45	2	0.16	20
Not Mentioned	4	0.32	0	0.00	4
Poland	6	0.48	0	0.00	6
Singapore	4	0.32	2	0.16	6
South Korea	0	0.00	2	0.16	2
Spain	1	0.08	1	0.08	2
Sweden	0	0.00	1	0.08	1
Switzerland	0	0.00	2	0.16	2
United Arab Emirates	2	0.16	1	0.08	3
United Kingdom	197	15.91	16	1.29	213
United States	154	12.44	37	2.99	191
<b>Total</b>	<b>842</b>	<b>68.01</b>	<b>396</b>	<b>31.99</b>	<b>1238</b>

*Enrolments of our Client count for FY 2023-24 is as follows:*

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Australia	561	15.64	66	1.84	627
Canada	1126	31.38	392	10.93	1518
Croatia	1	0.03	0	0.00	1

**Western Overseas Study Abroad Limited**

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Cyprus	9	0.25	0	0.00	9
Denmark	25	0.70	0	0.00	25
Finland	7	0.20	0	0.00	7
Germany	210	5.85	2	0.06	212
Greece	0	0.00	4	0.11	4
Hungary	1	0.03	0	0.00	1
India	1	0.03	0	0.00	1
Ireland	3	0.08	0	0.00	3
Italy	4	0.11	0	0.00	4
Latvia	65	1.81	0	0.00	65
Lithuania	5	0.14	0	0.00	5
Malta	41	1.14	0	0.00	41
Netherlands	7	0.20	0	0.00	7
New Zealand	72	2.01	9	0.25	81
Not Mentioned	2	0.06	1	0.03	3
Poland	2	0.06	0	0.00	2
Portugal	0	0.00	1	0.03	1
Singapore	11	0.31	0	0.00	11
South Korea	1	0.03	0	0.00	1
Spain	6	0.17	0	0.00	6
Sweden	2	0.06	0	0.00	2
Switzerland	5	0.14	2	0.06	7
United Arab Emirates	1	0.03	0	0.00	1
United Kingdom	517	14.41	31	0.86	548
United States	358	9.98	37	1.03	395
<b>Grand Total</b>	<b>3043</b>	<b>84.81</b>	<b>545</b>	<b>15.19</b>	<b>3588</b>

*Enrolments of our Client count for FY 2022-23 is as follows:*

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Australia	788	18.57	20	0.47	808
Canada	1663	39.18	187	4.41	1850
Denmark	5	0.12	0	0.00	5
Finland	4	0.09	0	0.00	4
France	5	0.12	0	0.00	5
Germany	201	4.74	0	0.00	201
Greece	70	1.65	0	0.00	70
Ireland	1	0.02	0	0.00	1
Latvia	14	0.33	0	0.00	14
Lithuania	10	0.24	0	0.00	10

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Malta	27	0.64	0	0.00	27
Netherlands	7	0.16	0	0.00	7
New Zealand	14	0.33	0	0.00	14
Not Mentioned	6	0.14	1	0.02	7
Singapore	15	0.35	0	0.00	15
South Korea	1	0.02	0	0.00	1
Spain	2	0.05	2	0.05	4
Switzerland	1	0.02	0	0.00	1
United Arab Emirates	1	0.02	0	0.00	1
United Kingdom	953	22.46	13	0.31	966
United States	229	5.40	4	0.09	233
	<b>4017</b>	<b>94.65</b>	<b>227</b>	<b>5.35</b>	<b>4244</b>

*Enrolments of our Client count for FY 2021-22 is as follows:*

Name of Country	Study Visa		Tourist Visa / Business Visa		Total
	Counts	% of Total Enrolments	Counts	% of Total Enrolments	
Australia	307	11.72	0	0.00	307
Canada	1448	55.29	54	2.06	1502
Denmark	1	0.04	0	0.00	1
Finland	3	0.11	0	0.00	3
France	0	0.00	1	0.04	1
Germany	202	7.71	1	0.04	203
Greece	17	0.65	0	0.00	17
Hungary	9	0.34	0	0.00	9
Ireland	2	0.08	0	0.00	2
Latvia	4	0.15	0	0.00	4
Lithuania	1	0.04	0	0.00	1
Malta	9	0.34	0	0.00	9
Netherlands	1	0.04	0	0.00	1
New Zealand	6	0.23	0	0.00	6
Not Mentioned	17	0.65	0	0.00	17
Singapore	2	0.08	0	0.00	2
Switzerland	1	0.04	0	0.00	1
Ukraine	2	0.08	0	0.00	2
United Arab Emirates	3	0.11	0	0.00	3
United Kingdom	434	16.57	0	0.00	434
United States	94	3.59	0	0.00	94
<b>Grand Total</b>	<b>2563</b>	<b>97.86</b>	<b>56</b>	<b>2.14</b>	<b>2619</b>

Insert of following on page 114 of Draft Prospectus:

Year-wise data of details of no. of students, professionals, travellers serviced since inception for each business service segment for last 3 FY & as on 31st July 2024:

Category	From 1st April, 2024 to 31st July, 2024	FY 2023-24	FY 2022-23	FY 2021-22
<b>Students Admissions for Exam Booking/ Course Fees</b>				
Course Enrolment	1022	586	966	3312
Exam Enrolment	1207	626	0	0
<b>Total</b>	<b>2229</b>	<b>1212</b>	<b>966</b>	<b>3312</b>
<b>Immigration category- Enrolments for VISA</b>				
Study Visa	842	3043	4017	2563
Dependent	27	108	131	51
Visitor	396	545	227	56
<b>Total</b>	<b>1265</b>	<b>3696</b>	<b>4375</b>	<b>2670</b>
<b>Grand Total</b>	<b>3494</b>	<b>4908</b>	<b>5341</b>	<b>5982</b>

Updation of word "success ratio" instead of "success ratio" under point 1 under OUR COMPETITIVE STRENGTHS on page no 114 of Draft Prospectus:

### OUR COMPETITIVE STRENGTHS

#### 1. Experienced and Knowledgeable team

In our company we have well trained and well-educated staff for our coaching / education department. Along with education, we have experienced professional having in depth understanding of immigration laws and regulations, which helps our Company to achieve good success ratio in our Visa procedure for our clients. We stay abreast of changes in immigration policies and visa norms and always remain informed about global trends. Our specialized knowledge in handling various visa categories, residency, and immigration ensures a smooth experience for our clients. For further details regarding the experience and qualifications of our management team please see "Our Management" on page 151 of this Draft Prospectus.

Insert of following para on page no 116:

#### OVERVIEW:

Following are the details of Revenue breakup & sub revenue breakup between each Services with %-age for last 3 FY & as on 31st July 2024.

Amount in Rs. Lakhs

Services	For the period ended July, 2024		FY 2023-24		FY 2022-23		FY 2021-22	
	Amt	% of revenue from operations	Amt	% of revenue from operations	Amt	% of revenue from operations	Amt	% of revenue from operations
Educational Services								

**Western Overseas Study Abroad Limited**

Services	For the period ended July, 2024		FY 2023-24		FY 2022-23		FY 2021-22	
	Amt	% of revenue from operations	Amt	% of revenue from operations	Amt	% of revenue from operations	Amt	% of revenue from operations
Course Fee	48.32	4.94	153.06	7.54	78.67	7.75	183.27	20.30
Exam Booking Fee	235.01	24.03	79.00	3.89	0.00	0	0	0
Commission Fees	580.01	59.32	1528.33	75.28	936.39	92.25	719.74	79.70
<b>Immigration Consultancy Service</b>								
Processing Fee/Enrolment	114.50	11.71	269.85	13.29	0.00	0.00	0.00	0.00
<b>Total</b>	<b>977.84</b>	<b>100.00</b>	<b>2030.24</b>	<b>100.00</b>	<b>1015.06</b>	<b>100.00</b>	<b>903.01</b>	<b>100.00</b>

Insert of following details on page 116 of Draft Prospectus:

Details of applications made under each service segment and % of selected application for last 3 FYs and upto 31<sup>st</sup> July, 2024 are given below:

April 1, 2024 to July 31, 2024						
Type of VISA	Enrolment	Lodgement	Approval	Refusal	Approval Rate	Refusal Rate
Study Visa	842	247	215	32	87.04	12.96
Dependent	27	25	17	8	68.00	32.00
Visitor	396	182	147	35	80.77	19.23
<b>Grand Total</b>	<b>1265</b>	<b>454</b>	<b>379</b>	<b>75</b>	<b>83.48</b>	<b>16.52</b>

April 1, 2023 to March 31, 2024						
Type of VISA	Enrolment	Lodgement	Approval	Refusal	Approval Rate	Refusal Rate
Study Visa	3043	1233	1061	172	86.05	13.95
Dependent	108	67	67	0	100.00	0.00
Visitor	545	245	179	66	73.06	26.94
<b>Grand Total</b>	<b>3696</b>	<b>1545</b>	<b>1307</b>	<b>238</b>	<b>84.60</b>	<b>15.40</b>

Overall - April 1, 2022 to March 31, 2023						
Type of VISA	Enrolment	Lodgement	Approval	Refusal	Approval Rate	Refusal Rate
Study Visa	4017	1712	1416	296	82.71	17.29
Dependent	131	34	33	1	97.06	2.94
Visitor	227	62	37	25	59.68	40.32
<b>Grand Total</b>	<b>4375</b>	<b>1808</b>	<b>1486</b>	<b>322</b>	<b>82.19</b>	<b>17.81</b>

Overall - April 1, 2021 to March 31, 2022						
Type of VISA	Enrolment	Lodgement	Approval	Refusal	Approval Rate	Refusal Rate
Study Visa	2563	1358	1198	160	88.22	11.78
Dependent	51	28	26	2	92.86	7.14

<b>Visitor</b>	<b>56</b>	<b>65</b>	<b>25</b>	<b>40</b>	<b>38.46</b>	<b>61.54</b>
<b>Grand Total</b>	<b>2670</b>	<b>1451</b>	<b>1249</b>	<b>202</b>	<b>86.08</b>	<b>13.92</b>

Updation of following para on page no 117:

**Admission application Formalities:**

We provide comprehensive guidance and assistance for students in India aspiring to pursue higher education across the globe. Our admission application formalities are meticulously designed to simplify and streamline the process for students, ensuring a smooth transition from India to their desired international destination.

Whether a student is seeking foundational knowledge or looking to advance their expertise, we help them find the perfect course aligned with their aspirations.

Our team is composed of seasoned professionals with years of expertise in international admissions. Each advisor is thoroughly trained to ensure that no detail is overlooked and every application is handled with the highest degree of care, relevance, and timeliness. We ensure this Precision by various steps:

- Our counsellors are not only well-versed in global university admission processes but also bring years of hands-on experience in guiding students through them. They understand the unique expectations of each institution and are equipped to match those standards.
- Every student receives individualized attention. Our counsellors carefully study the student's academic background and career aspirations to recommend only those courses abroad that are relevant and aligned with their prior studies.

Our advisors ensure the end-to-end application process. This includes:

- Course and university selection based on student profile
- Document preparation and accuracy checks
- Meeting all academic and language requirements of the chosen institutions
- Submission of the application within stipulated deadlines
- Prompt follow-up with institutions for updates and clarifications

Every document is reviewed multiple times before submission. Our internal checks and timelines are designed to ensure zero errors and on-time delivery, no matter the volume or complexity. Each student is assigned a dedicated advisor who remains their single point of contact. This ensures accountability, consistency, and personal attention throughout the admission journey. Further, once the admission is confirmed in the required universities, we also take care of the ticketing to travel as per the intake schedule of a particular student on request of student.

Updation of following para on page no 118:

**Training for Language Proficiency Tests:**

The Company also offers Training for Language Proficiency Tests which includes IELTS Training, the International English Language Testing System (IELTS) which is to test and measure the English proficiency, this is for the Individuals who are wanting to study or work abroad in countries where English is the language of communication.

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We use standard material specifically designed for language proficiency test, which are widely available in the market and create in house material for training. For Reading, Faculties teach how to do speed reading and comprehend fast as language test required and give lot of practice for increasing proficiency in language. Similarly, for Writing, first classroom training – different method of writing and give lot of practice. For listening too, classroom training for different accents, style of speaker and practice. For Speaking, students are trained by different activities such as discussion on certain general topics, so all students increase their proficiency. Course is designed in a such a manner that student can increase their English language proficiency and score well in test such as IELTS. We also conduct training sessions and mock test. Faculties check their test papers and give feedback to students for improving their proficiency.

*Insert of following para on page 127:*

## **OUR MARKETING STRATEGIES**

We have a dedicated marketing team that actively connects with universities and colleges across countries like Australia, New Zealand, Canada, the UK, and the USA. They research institutions offering a wide range of graduate and postgraduate programs in fields such as hospitality, teaching, STEM, and engineering. Once potential institutions are identified, our team shares proposals with them, which often leads to formal agreements allowing us to recruit students from India for their programs.

In addition, our promoters frequently visit these institutions and attend major international conferences like NAFSA, ICEF, and AIEC. These events bring together representatives from various global universities, giving us the opportunity to network, build relationships, and secure more recruitment partnerships. Further, the Representatives/ delegates of Global institutions also visit our offices for various programs and counselling for giving awareness about their courses and curriculums.

*Insert of following para on page 127:*

## **Key Marketing Activities**

### **1. Digital Marketing Campaigns:**

We have a consistent digital presence across various online platforms to effectively reach and engage our target audience. Our company maintains active and growing channels on YouTube, Instagram, Facebook, and LinkedIn, where we regularly share informative, engaging, and promotional content.

All our digital marketing efforts are managed by our dedicated in-house marketing team. This team is responsible for designing, creating, and executing advertising campaigns tailored to our brand message and target demographics. They ensure that our content remains consistent, visually appealing, and aligned with our marketing goals.

To further amplify our reach, we utilize paid advertising services directly from Meta (Facebook & Instagram).

This includes running targeted ad campaigns to increase visibility, generate leads, and drive engagement. These campaigns are planned strategically and executed without any third-party intermediaries – our arrangements are directly with Meta.

By combining organic content creation with paid promotions, we have been able to maintain a strong digital footprint and effectively connect with a wide audience, both locally and globally.

Insert of following para on page 128:

### Key Marketing Activities

#### 3. Out-of-Home Advertising:

We also invest in traditional out-of-home (OOH) advertising to enhance our local visibility and brand recall. These activities include regular advertising in regional and national newspapers, as well as the placement of hoardings and banners in key locations.

We focus our offline marketing efforts primarily in regions where our physical offices are located, which include 12 branches across India. Our major target areas for OOH advertising are Haryana, Punjab, Chandigarh, Delhi, and Madhya Pradesh.

This is to submit that during the FY 2022-23, 2023-24 and FY 24-25, we have used 18, 25 and 28 billboards respectively, across 12 (Twelve cities) where we have branch offices to enhance our visibility.

These campaigns are strategically timed and placed to coincide with admission seasons, examination dates, and promotional drives.

While our core focus remains on digital outreach for pan-India—especially for English proficiency test preparation and study visa services—our print and outdoor advertising efforts serve as a vital channel to attract walk-in clients and strengthen our regional presence.

Updation of following para on page 130:

### UTILITIES & INFRASTRUCTURE FACILITIES

#### Infrastructure Facilities

We have equipped infrastructure at our branches and registered office for our clients, which includes classrooms, online lectures, online meetings for doubts solving and client interaction. In Western Overseas, we also offer online platforms for clients to track the progress of their cases and access information.

Updation of following details on page 132:

### LAND AND PROPERTY

S. No.	Property Details	Area	Lessor	purpose	Lease period
1	First and Second Floor, SCO 9, Mughal Canal, Karnal, Haryana	1033 Sq. Ft.	Mr. Raj Kumar Goel, H. No. 1227, Sector 13, Urban Estate, Karnal, India	Branch Office	<ol style="list-style-type: none"> <li>1. From 1<sup>st</sup> March, 2022 to 28<sup>th</sup> February, 2023;</li> <li>2. From 1<sup>st</sup> March, 2023 to 31<sup>st</sup> January, 2024;</li> <li>3. From 1<sup>st</sup> February, 2024 to 31<sup>st</sup> December, 2024;</li> <li>4. Lease for eleven months from 1<sup>st</sup> December, 2024 to 30<sup>th</sup> October, 2025 at a Rent of Rs. 52615 per month</li> </ol>

S. No.	Property Details	Area	Lessor	purpose	Lease period
2	First and Second Floor, SCO 10, Mughal Canal, Karnal, Haryana	1033 Sq. Ft.	Mr. Anirudh Goel, H. No. 2056, Sector-13, Urban Estate, Karnal, India		<ol style="list-style-type: none"> <li>From 1<sup>st</sup> March, 2022 to 28<sup>th</sup> February, 2023;</li> <li>From 1<sup>st</sup> March, 2023 to 31<sup>st</sup> January, 2024;</li> <li>From 1<sup>st</sup> February, 2024 to 31<sup>st</sup> December, 2024;</li> <li>Lease for eleven months from 1st December, 2024 to 30th October, 2025 at a Rent of Rs. 52615 per month</li> </ol>
3	First and Second Floor, SCO 11, Mughal Canal, Karnal, Haryana	1033 Sq. Ft.	Mr. Kuldeep Goel, H. No. 2056, Sector-13, Urban Estate, Karnal, India		<ol style="list-style-type: none"> <li>From 1<sup>st</sup> March, 2022 to 28<sup>th</sup> February, 2023;</li> <li>From 1<sup>st</sup> March, 2023 to 31<sup>st</sup> January, 2024;</li> <li>From 1<sup>st</sup> February, 2024 to 31<sup>st</sup> December, 2024;</li> <li>Lease for eleven months from 1st December, 2024 to 30th October, 2025 at a Rent of Rs. 52615 per month</li> </ol>
4	SCO-26, Ist Floor, District Shopping Centre, Ranjit Avenue, B-Block, Amritsar	1900 sq ft	Deepak Duggal and Rubina Duggal, R/o 14A, College Lane, Rani Ka Bagh, Amritsar	Branch office	<ol style="list-style-type: none"> <li>From 6<sup>th</sup> October, 2020 to 5<sup>th</sup> October, 2026 (<i>belonging to old address at Amritsar situated at SCO 21, Ranjit Avenue, Shopping Centre, Amritsar Punjab</i>)</li> <li>lease for 5 Years &amp; 11 Months from 15<sup>th</sup> November, 2024 to 14<sup>th</sup> September, 2030 at a Rent of Rs. 85,000 per month</li> </ol>
5	Second Floor, Ajit Road, opposite to Street Number 18, near Ghoda Chowk, Bathinda, Punjab 151001	2700 Sq. Ft.	Resham Lal and Others, R/o 12219, Street No. 4-A, Jhujhar Singh Nagar, Bhatinda, Punjab, India	Branch office	lease for 6 years from 1st April, 2022 to 31-03-2028 at a Rent of Rs. 74422.00 per month
6	SCO No. 142-143, Second Floor, Sector 34, Chandigarh, India	2800 Sq. Ft	Wg. Cdr. S.S. Randhawa (Retd.) & Others., R/o H. NO. 196, Sector 33A,	Back End and Call Centre	lease for 5 years from 1st May, 2022 to 30th April, 2027 at a Rent of Rs. 1,74,158.00 per month

**Western Overseas Study Abroad Limited**

S. No.	Property Details	Area	Lessor	purpose	Lease period
			Chandigarh, India		
7	Second Floor, S.C.O No. 441-42, Sector 35 C, Chandigarh	1100 Sq. Ft.	Ajit Pal Singh & others, all R/o #404, Ground Floor, Sector-46A, Chandigarh, India and Ravinder Pal Singh & Others, all R/o # 2210, Sector-21C, Chandigarh and Amanpreet Singh and others., all R/o #404, Second Floor, Sector-46A, Chandigarh, India	Branch office	<ol style="list-style-type: none"> <li>1. From 16<sup>th</sup> September, 2016 to 15<sup>th</sup> September, 2021;</li> <li>2. From 16<sup>th</sup> September, 2021 to 15<sup>th</sup> August, 2022;</li> <li>3. From 16<sup>th</sup> August, 2022 to 15<sup>th</sup> July, 2023;</li> <li>4. From 16<sup>th</sup> July, 2023 to 15<sup>th</sup> June, 2024;</li> <li>5. From 16<sup>th</sup> June, 2024 to 15<sup>th</sup> May, 2025;</li> <li>6. lease for 11 Months from 01st December to 30th October, 2025 at a Rent of Rs. 1,51091.00 per month</li> </ol>
8	Office Space on S-2 Level Block-E At International Trade Tower, Nehru Place, New Delhi	2352 sq. ft.	Ajay Interprises Private Limited, Regd. Office at: 8th, Floor, Eros Corporate Tower, Nehru Place, New Delhi - 110019	Branch office	Lease for 3 years from 2nd May, 2023 to 1st, May 2026 at a Rent of Rs. 3,29,280 per month
9	Office No. 103, Ist Floor, Shekhar Cenral, Indore, Madhya Pradesh	113 Sq. Mt.	Sreejesh Kumar S/o Sh. Ravindra Kurup, 302, Navya Regency, Padmawati Colony, Indore-452001	Branch office	<ol style="list-style-type: none"> <li>1. From 16<sup>th</sup> February, 2023 to 15<sup>th</sup> February, 2026;</li> <li>2. lease for 3 years from 01st January, 2025 to 31th December. 2027 at a Rent of Rs. 40,000 per month</li> </ol>
10	First Floor , Office No. 102, AGI Business Center, Garha Road, Jalandhar	825 sq. ft.	Mr. Pramod Kumar Bhalla, R/o 371, Lajpat Nagar, Jalandhar, India	Branch office	Lease for 36 Months from 1st April, 2022 at a Rent of Rs. 70,150 per month and extended from 1 <sup>st</sup> April, 2025 to 31 <sup>st</sup> March, 2028

**Western Overseas Study Abroad Limited**

S. No.	Property Details	Area	Lessor	purpose	Lease period
11	First Floor, SCO No. 101-102-103, New Leela Bhawan, Patiala	1800 sq. ft.	Mrs. Prem Lata Goyal, R/o #192, Punjabi Bagh, Patiala, India	Branch office	lease for 5 Year and 4 Months from 1st September, 2021 to 31st December, 2026 at a Rent of Rs. 1,00,000 per month
12	Ground and First Floor, SCF 27-28, Vikas Vihar Shopping Complex, Ambala City, Haryana	5200 Sq. Ft	Mrs. Rekha Rani, Promoter & Director	Registered and Head office	<ol style="list-style-type: none"> <li>From 3<sup>rd</sup> February, 2024 to 3<sup>rd</sup> January, 2025;</li> <li>Lease for eleven months from 1st December, 2024 to 30th October, 2025 at a Rent of Rs. 85,000 per month</li> </ol>
13	First Floor, Property No. 397/29, Ward No.9 (Property ID-145C90U89). Choottu Ram Nagar, Delhi Road, Rohtak, Haryana-124001	137.5 sq. yards.	Narender Kumar Dahiya & Sons (HUF), PAN-AAIHN6202R, Karta - Narinder Kumar Dahiya R/O H.No. 1110, Sector-2, Rohtak	Branch office	<ol style="list-style-type: none"> <li>From 1<sup>st</sup> July, 2023 to 31<sup>st</sup> May, 2024;</li> <li>From 1<sup>st</sup> June, 2024 to 30<sup>th</sup> April, 2025;</li> <li>Lease for eleven months from 1st December, 2024 to 30th October, 2025 at a Rent of Rs.1,00,000 per month</li> </ol>
14	Upper Ground Floor and First Floor, Opposite New Bus Stand, Pipli Road, Kurukshetra, Haryana	6250 Sq. Ft	Smt. Shama Singhi, R/o # 1616, Sector-13, Urban Estate, Kurukshetra And Smt. Sarita Goyal, # 1661, Sector-13, Urban Estate, Kurukshetra	Branch office	lease for 11 Months from 01st December to 30th October, 2025 at a Rent of Rs. 225000.00 per month ( <i>office opened in the Month of December, 2024</i> )
15	First and Second Floor Plot No. 16, M C Market, Subhash Chowk, Sonipat	2600 Sq. Ft.	Vinod Gupta & Rekha Gupta, RO 15/1206, MC Colony, Subhash Chowk, Sonipat	Branch office	lease for 11 Months from 01st November, 2024 to 30th September, 2025 at a Rent of Rs. 94928.00 per month ( <i>office opened in the Month of December, 2024</i> )

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**OUR MANAGEMENT**

Updation of following on page 152 of Draft Prospectus

**BOARD OF DIRECTORS**

Name, Father's Name, Age, DOB, Designation, Address, Occupation, Nationality, Term and DIN	Date of Appointment/ Re appointment	Other Directorships
<b>Name:</b> Mr. Deepak Kumar <b>Father's Name:</b> Mr. Umed Singh <b>Age:</b> 53 years <b>Date of Birth:</b> 11 <sup>th</sup> November, 1971 <b>Designation:</b> Non-Executive Director <b>Address:</b> 559, Mehlana, 193, Mehlana, Sonipat-131001 <b>Occupation:</b> Business <b>Nationality:</b> Indian <b>Term:</b> Liable to retire by rotation <b>DIN:</b> 11030607	Appointed as Non Executive Director of the Company on 31 <sup>st</sup> March, 2025	<b>COMPANIES:</b> Nil <b>LLP:</b> Nil

Updation of following on page 154 of Draft Prospectus

**BRIEF PROFILE OF OUR DIRECTORS**

**Mr. Deepak Kumar**, aged 53 years, is a Non -Executive and Non-Independent Director of our Company w.e.f. 31<sup>st</sup> March, 2025, he is Matriculation passed. He has knowledge and experience in the fields of marketing and Employee relationships for more than 12 years. He is resulting oriented, focused, hardworking person and provides advice and guidance to the members of the Board of Directors. He is on the Board of the Company since 31<sup>st</sup> March, 2025.

Updation of following on page 154 of Draft Prospectus

**CONFIRMATIONS**

- Except as stated below, none of the Directors and Key Managerial Personnel of our Company are related to each other as per Section 2(77) of the Companies Act, 2013.

Sr. No.	Name of Director	Name of Director(s) who have relation	Relationship
1.	Mr. Pardeep Balyan	Mrs. Rekha Rani	Husband
2.	Mrs. Rekha Rani	Mr. Pardeep Balyan	Wife
3.	Mr. Deepak Kumar	Mr. Pardeep Balyan	Brother
4.	Mr. Deepak Kumar	Mrs. Rekha Rani	Brother in Law

Updation of following on page 157 of Draft Prospectus :
**SHAREHOLDING OF OUR DIRECTORS**

The details of the shareholding of our directors as on the date of this Draft Prospectus are as follows:

Sr. No.	Name of the shareholder	No. of Equity Shares	Percentage of Pre-Issue Capital (%)
1.	Mr. Pardeep Balyan	25,28,400	60.00%
2.	Mrs. Rekha Rani	16,85,530	40.00%
3.	Mr. Deepak Kumar	14	Negligible
4.	Mr. Umesh Chand Sharma	-	-
5.	Ms. Sapna	-	-

Updation of following on page 158 of Draft Prospectus :
**CHANGES IN OUR BOARD OF DIRECTORS DURING THE LAST THREE YEARS**

Sr. No.	Name of the Director	Date of Appointment / Change in designation	Appointment/ Cessation/ Change in Designation	Event	Reason for Change
1.	Mr. Pardeep Balyan	August 02, 2024	Change in Designation	Change in Designation from Director to Managing Director	Restructuring of Board of Directors (Corporate Restructuring)
2.	Mrs. Rekha Rani	August 02, 2024	Change in Designation	Appointed as Whole Time Director	Restructuring of Board of Directors (Corporate Restructuring)
3.	Mr. Umesh Chand Sharma	October 05, 2024	Appointment	Appointed as an Independent Director	Corporate Governance
4.	Ms. Sapna	August 10, 2024	Appointment	Appointed as an Independent Director	Corporate Governance
5.	Mr. Rajesh Kumar	November 25, 2024	Appointment	Appointed as an Non Executive Director	Corporate Governance
6.	Mr. Rajesh Kumar	March 14, 2025	Cessation	Cessation as a Director of the Company	Cessation due to demise of Mr. Rajesh Kumar
7.	Mr. Deepak Kumar	March 31, 2025	Appointment	Appointed as an Non Executive Director	Corporate Governance and in place of Mr. Rajesh Kumar

**Updation of following on page 161-162 of Draft Prospectus :**

**Stakeholders' Relationship Committee**

Our Board has constituted the Stakeholders' Relationship Committee vide Board Resolution dated 25<sup>th</sup> November, 2024 and reconstituted on 31<sup>st</sup> March, 2025 pursuant to Section 178 of the Companies Act, 2013. The Stakeholder's Relationship Committee comprises of the following:

<b>Name of the Directors</b>	<b>Nature of Directorship</b>	<b>Designation in Committee</b>
Ms. Sapna	Non-Executive Independent Director	Chairperson
Mr. Deepak Kumar	Non Executive Director	Member
Mr. Umesh Chand Sharma	Non-Executive Independent Director	Member

**Updation of following on page 163 of Draft Prospectus :**

**Nomination and Remuneration Committee**

Our Board has constituted the Nomination and Remuneration Committee vide Board Resolution dated 25<sup>th</sup> November, 2024 and reconstituted on 31<sup>st</sup> March, 2025 pursuant to section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee comprises of the following:

<b>Name of the Directors</b>	<b>Nature of Directorship</b>	<b>Designation in Committee</b>
Ms. Sapna	Non-Executive Independent Director	Chairperson
Mr. Deepak Kumar	Non Executive Director	Member
Mr. Umesh Chand Sharma	Non-Executive Independent Director	Member

**Updation of following on page 166 of Draft Prospectus :**

**RELATIONSHIP BETWEEN OUR DIRECTORS AND KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Name of Director(s) who have relation</b>	<b>Relationship</b>
1.	Mr. Pardeep Balyan	Mrs. Rekha Rani	Husband
2.	Mrs. Rekha Rani	Mr. Pardeep Balyan	Wife
3.	Mr. Deepak Kumar	Mr. Pardeep Balyan	Brother
4.	Mr. Deepak Kumar	Mrs. Rekha Rani	Brother in law

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**OUR PROMOTERS & PROMOTER GROUP**

Delete of following Bank details from the profile of Promoters on page 169 of Draft Prospectus:

The details of our Promoters are as under:

**Mr. Pardeep Balyan**

**Bank Account Details:** ICICI Bank, Account No 023301525393, IFSC: ICIC0002409, Ambala Vikas Vihar branch, SCF-4, Vikas Vikar Ambala, Haryana, Punjab- 134003

**Mrs. Rekha Rani**

**Bank Account Details:** ICICI Bank, Account No 240901000260, IFSC: ICIC0002409, Ambala Vikas Vihar branch, SCF-4, Vikas Vikar Ambala, Haryana, Punjab- 134003

**OUR GROUP COMPANY****Updation of following details on page no 174 of Draft Prosectus:**

Following are the details of our Group Companies:

**I. Western Overseas Immigration Private Limited****Brief Corporate Information:**

WESTERN OVERSEAS IMMIGRATION PRIVATE LIMITED is incorporated on 10<sup>th</sup> February, 2022. The CIN is U74999HR2022PTC101258 and Registered Office is situated at Office No. 28, Shopping Complex Vikas Vihar Ambala City Ambala HR 134003 IN.

**Current Nature of Activities / Business Activities**

WESTERN OVERSEAS IMMIGRATION PRIVATE LIMITED is currently engaged in the business of Education and counselling consultancy services.

**Financial Information**

As required under the SEBI ICDR Regulations, WESTERN OVERSEAS IMMIGRATION PRIVATE LIMITED's financial information based on the audited financial statements for Fiscals 2024, 2023 and 2022 is available on the website of our Company at: [www.western-overseas.com](http://www.western-overseas.com).

**II. Western Overseas Study & Immigration Private Limited****Brief Corporate Information**

WESTERN OVERSEAS STUDY & IMMIGRATION PRIVATE LIMITED is incorporated on 4<sup>th</sup> January, 2019. The CIN is U80904HR2019PTC077645 and Registered Office is situated at Second Floor, Scf-21 Vikas Vihar, Sonapat, Ambala City, Haryana, India, 134003.

**Current Nature of Activities / Business Activities**

WESTERN OVERSEAS STUDY & IMMIGRATION PRIVATE LIMITED is currently engaged in the business of Education and Immigration consultancy services.

**Financial Information**

As required under the SEBI ICDR Regulations, WESTERN OVERSEAS STUDY & IMMIGRATION PRIVATE LIMITED's financial information based on the audited financial statements for Fiscals 2024, 2023 and 2022 is available on the website of our Company at: [www.western-overseas.com](http://www.western-overseas.com).

**LITIGATION**

Other than as disclosed in "Outstanding Litigations and Material Developments" on page [●] of this Draft Prospectus, our Group Company is not party to any litigation which may have material impact on our Company.

**NATURE AND EXTENT OF INTEREST OF GROUP COMPANY**

Our Group Company do not have any interest in the promotion of our Company. Our Group Company is not interested in any properties acquired by our Company in the three years preceding the filing of this Draft Prospectus or proposed to be acquired by our Company.

**COMMON PURSUITS BETWEEN OUR GROUP COMPANY AND OUR COMPANY**

Our Group Company deals in similar business activities as that of our Company. As a result, conflicts of interests may arise in allocating business opportunities amongst our Company and in circumstances where our respective interests diverge. In addition, some of our directors are also directors on the board of our group company. These overlapping directorships could create conflicts of interest between us and the Promoters.

**RELATED BUSINESS TRANSACTIONS WITHIN THE GROUP AND SIGNIFICANCE ON THE FINANCIAL PERFORMANCE OF OUR COMPANY**

Other than the transactions disclosed in “Restated Financial Statements” beginning on page [●] of this Draft Prospectus, there are no other business transactions between our Company and the Group Company which are significant to the financial performance of our Company.

**BUSINESS INTERESTS OR OTHER INTERESTS**

Except as disclosed in “Restated Financial Statements” beginning on page [●] of this Draft Prospectus, our Group Company do not have any business interest in our Company.

**OTHER CONFIRMATIONS**

Our Group Company is not listed on any stock exchange. Our Group Company have not made any public or rights issue of securities in the preceding three years.

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**OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS**

*Insert of following on page 197 of Draft Prospectus:*

**CASES FILED AGAINST THE COMPANY****Other Pending Litigations**

Mr. Narinder Singh has filed a civil suit No. CS CJ/1955/2024 against our Company and other under signature dated 27th November, 2024 at Civil Court, Chandigarh, whereby we have received a summon to appear on 6th February, 2025. He has filed a suit claiming the refund of Rs. 10.81 lakhs along with interest of 18% per annum from 15th November, 2021 till the date of realization from the defendant parties, the amount which was paid by him as fee and retained by Canadian University. The next date of hearing is on 8th July, 2025.

The case is currently pending before the Civil court, Chandigarh.

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**GOVERNMENT & OTHER STATUTORY APPROVALS****Updation of following on page 201 of Draft Prospectus:****C. Agreements with NSDL and CDSL**

1. The Company has entered into an agreement dated 13<sup>th</sup> February, 2025 with the National Securities Depository Limited (“NSDL”) and the Registrar and Transfer Agent, who in this case is Skyline Financial Services Private Limited for the dematerialization of its Equity Shares.
2. Similarly, the Company has also entered into an agreement dated 19<sup>th</sup> April, 2025 with the Central Depository Services (India) Limited (“CDSL”) and the Registrar and Transfer Agent, who in this case is Skyline Financial Services Private Limited for the dematerialization of its Equity Shares.

**Updation of following on page 202 of Draft Prospectus:**

3. The International Securities Identification Number (ISIN) of our Company is INE1MF401019.

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**OTHER REGULATORY AND STATUTORY DISCLOSURES**

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**Updation of following on page 209 of Draft Prospectus:****ELIGIBILITY FOR THE ISSUE**

2. The Post-Issue Paid-Up Capital of the Company shall not be more than rupees twenty-five crores. The Post-Issue Capital of our Company is Rs. 601.40 Lakhs.

**Updation of following on page 210 of Draft Prospectus:****Other Disclosures:**

9. No regulatory action of suspension of trading against the promoter(s) or companies promoted by the promoters by any stock Exchange having nationwide trading terminals. The Promoter(s) or directors shall not be promoter(s) or directors (other than independent directors) of compulsory delisted companies by the Exchange and the applicability of consequences of compulsory delisting is attracted or companies that are suspended from trading on account of non-compliance. Director should not be disqualified/ debarred by any of the Regulatory Authority.

10. There is no default in payment of interest and/or principal to the debenture/bond/fixed deposit holders, banks, FIs by the Company, Promoter/promoting Company(ies), group companies, companies promoted by the Promoter/promoting Company(ies) during the past three years.

11. Our company has facilitated trading in demat securities and has entered into an agreement with both the depositories". Further, disclose the respective Agreement dates with NSDL & CDSL.

12. Companies shall mandatorily have a website." : [www.western-overseas.com](http://www.western-overseas.com).

13. The composition of the board is in compliance with the requirements of Companies Act, 2013 at the time of seeking in-principle approval and on continuous basis.

**Updation of following on page 211 of Draft Prospectus:**

2. Our Company has entered into an agreement dated 13<sup>th</sup> February, 2025 with NSDL and agreement dated 19<sup>th</sup> April, 2025 (e-signing date) with CDSL for dematerialisation of its Equity Shares already issued and proposed to be issued.

4. 100% of the Promoter's shareholding in the Company is in Dematerialized form.

**Updation of following on page 217 of Draft Prospectus:**

Our Board by a resolution on 25<sup>th</sup> November, 2024 and reconstituted on 31<sup>st</sup> March, 2025 has also constituted a Stakeholders' Relationship Committee. The composition of the Stakeholders' Relationship Committee is as follows:

<b>Name of the Directors</b>	<b>Nature of Directorship</b>	<b>Designation in Committee</b>
Ms. Sapna	Non-Executive Independent Director	Chairperson
Mr. Deepak Kumar	Non Executive Director	Member
Mr. Umesh Chand Sharma	Non-Executive Independent Director	Member

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**ISSUE PROCEDURE****Updation of following on page no 245 of Draft Prospectus:**

Underwriting Agreement dated 21<sup>st</sup> March, 2025 has been entered with underwriter(s). This Offer is 100% Underwritten.

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**MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION*****Updation of Following on page 270 of Draft Prospectus:***

3. Banker(s) to the Issue Agreement dated 5<sup>th</sup> May, 2025 between our Company, the Lead Manager, Banker(s) to the Issue and the Registrar to the Issue.
4. Market Making Agreement dated 21<sup>st</sup> March, 2025 between our Company, the Lead Manager and Market Maker
5. Underwriting Agreement dated 21<sup>st</sup> March, 2025 between our Company, the Lead Manager and the Underwriter.
6. Tripartite agreement between the CDSL, our Company and the Registrar to the Issue dated 19<sup>th</sup> April, 2025.
7. Tripartite agreement between the NSDL, our Company and the Registrar to the Issue dated 13<sup>th</sup> February, 2025.

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**DECLARATION**

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines or regulations issued by the Government and / or the guidelines or regulations issued by the Securities and Exchange Board of India, as the case may be, have been complied with and no statement made in this Draft Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as Amended, or the rules made thereunder or Guidelines / Regulations issued, as the case may be. We further certify that all statements and disclosures made in this Draft Prospectus are true and correct.

**SIGNED BY THE DIRECTORS OF OUR COMPANY**

Sd/- <b>Mr. Pardeep Balyan</b> Chairperson & Managing Director DIN: 06594346	Sd/- <b>Mrs. Rekha Rani</b> Whole Time Director DIN: 06626196
Sd/- <b>Ms. Sapna</b> Non-Executive Independent Director DIN: 10294154	Sd/- <b>Mr. Umesh Chand Sharma</b> Non-Executive Independent Director DIN: 10779613
Sd/- <b>Mr. Deepak Kumar</b> Non-Executive Non Independent Director DIN: 11030607	

**SIGNED BY THE CFO AND CS OF OUR COMPANY**

Sd/- <b>Mr. Jatin Kumar</b> Chief Financial Officer	Sd/- <b>Mrs. Shruti Gupta</b> Company Secretary and Compliance Officer
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**Date:** 5<sup>th</sup> June, 2025**Place:** Ambala, Haryana