

THIS IS AN ABRIDGED PROSPECTUS CONTAINING SALIENT FEATURES OF THE PROSPECTUS. YOU ARE ENCOURAGED TO READ GREATER DETAILS AVAILABLE IN THE PROSPECTUS.

THE DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

You may obtain a physical copy of the Application form and the Prospectus from Stock Exchange, our company, Syndicate Members, Registrar to the Offer, Share Transfer Agents, Depository Participants, Stock Brokers, Underwriters, Bankers to the Offer, Investors' Associations or Self Certified Syndicate Banks. You may also download the Prospectus from the websites of Securities and Exchange Board of India ("SEBI"), Lead Manager and Stock Exchange where the equity shares are proposed to be listed; that is www.sebi.gov.in; www.holaniconsultants.co.in; and www.nseindia.com/emergerespectively All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the prospectus.



E2E NETWORKS LIMITED

(hereinafter referred to as "our company" / "the company" / "the issuer")

CIN: U72900HR2009PLC039406

Registered Office: 282, Sector-19, Faridabad, Haryana- 121002

Tel. No.: +91 11-3001-8095; **Fax No.:** Not Available;

E-mail: srishti.baweja@e2enetworks.com **Website:** www.e2enetworks.com

Contact Person: Bharti Sharma, Company Secretary and Compliance Officer

Promoters of our company: Tarun Dua and Srishti Baweja

OFFER DETAILS, LISTING AND PROCEDURE

This is an Initial Public Offer ("IPO") of 38,58,000 Equity Shares of Face Value of Rs. 10/- each ("Equity Shares") of E2E Networks Limited (the "company" or "issuer") for cash at a price of Rs. 57/- per Equity Share (including Share Premium of Rs.47/- per Equity Share) aggregating Rs.2199.06 Lakhs (the "Offer"), comprising of Fresh Issue of 27,50,000 Equity Shares aggregating uptoRs. 1567.50 lakhs ("Fresh Issue") and an Offer for Sale of 11,08,000 Equity Shares aggregating uptoRs. 631.56 Lakhs comprising of 1,14,297 Equity Shares by Manjit Rai Dua, 1,25,567 Equity Shares by Shailly Dua, 1,25,567 Equity Shares by Suchinta Baweja, 5,16,548 Equity Shares by IL&FS trust company Limited-Trustee Blume Ventures Fund I and 2,26,021 Equity Shares by IL&FS Trust Company Limited-Trustee Blume Ventures Fund IA (collectively referred to as "Selling Shareholders"). The Equity Shares are offered by the Selling Shareholders ("Offer for Sale") together with the Fresh Issue ("the Offer"). The Offer comprises of 1,94,000 Equity Shares of face value of Rs. 10/- each for cash at a price of Rs. 57/- per Equity Share, aggregating Rs. 110.58 lakhs will be reserved for subscription by the market maker to the offer (the "Market Maker Reservation Portion"). The Offer Less Market Maker Reservation portion i.e. Offer of 36,64,000 Equity Shares of Face Value of Rs. 10/- each for cash at a price of Rs. 57/- per Equity Share, aggregating Rs. 2088.48 lakhs are hereinafter referred to as the "Net Offer". The Offer and the Net offer will constitute 27.08% and 25.72% respectively of the Post Offer paid up Equity Share Capital of our company.

This IPO being Fixed Price Issue, the price per Equity Share is been fixed at Rs. 57 per Share of Face value of Rs.10 each and the minimum application size is 2,000 Equity Shares and in multiple of 2,000 Equity Shares thereafter and for which Pre-Issue advertisement shall be advertised in all Editions of Business Standard (a widely circulated English national newspaper), all editions of Business Standard (a widely circulated Hindi National newspaper) and in Haryana, Jagat Kranti (a widely circulated Haryanvi newspaper). For details of the Basis for offer Price, please refer page no. 120 of the Prospectus.

Procedure:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of the General Information Document from Lead Manager (LM) or download it from the websites of the National Stock Exchange of India Limited ("NSE") at www.nseindia.com and the LM at www.holaniconsultants.co.in

ELIGIBILITY FOR THE OFFER- REGULATION 106 M (1) OF SEBI (ICDR) REGULATIONS, 2009

Whether the company is compulsorily required to allot at least 75% of the Net Issue to public, to QIBs – **No**
The Issue is eligible as per Regulation 106 (M) (1) under Chapter XB of the SEBI (ICDR) Regulations, 2009, as amended and hence Regulation 26 of the SEBI (ICDR) Regulations, 2009 is not applicable.

INDICATIVE TIMETABLE

Offer Opening Date	3rd May, 2018	Initiation of Allotment/ Refunds/ Unblocking of Funds	11th May, 2018
Offer Closing Date	7th May, 2018	Credit of Equity Shares to Demat accounts of Allotees	14th May, 2018
Finalization of Basis of Allotment with the Designated Stock Exchange	10th May, 2018	Commencement of trading of Equity Shares on the Stock Exchanges	15th May, 2018

The above time table, other than issue opening and closing dates, is indicative in nature and does not constitute any

obligation on the Company or the LM. While our Company shall ensure that all the steps for completion of all the necessary formalities for the listing and trading of our equity shares on the EMERGE Platform of National Stock Exchange of India Limited (“NSE EMERGE”) are taken within 6 working days of the issue closing date, the time table may change due to various factors such as extension of the issue period by the Company or any delay in receiving final listing and trading approval from NSE EMERGE. The Commencement of the trading of Equity shares will be entirely at the discretion of NSE in accordance with the applicable laws.

IN THE NATURE OF THE ABRIGED PROSPECTUS-MEMORANDUM CONTAINING SALIENT FEATURES OF THE PROSPECTUS

GENERAL RISKS

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of our Company and this Offer, including the risks involved. The Equity Shares issued in the Offer have not been recommended or approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of the Prospectus. Specific attention of the investors is invited to the section “Risk Factors” beginning on page no. 23 of Prospectus and on page no.7of this Abridged Prospectus.

PRICE INFORMATION OF LM

Issue Name	Name of the Merchant Banker	+/- % change in closing price, [+/- % change in closing benchmark]		
NIL	Holani Consultants Private Limited	30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
		NIL	NIL	NIL

**Since this is the First IPO of the LM, therefore relevant data is not reported*

Name of Lead Manager and contact details (Telephone and Email ID)		HOLANI CONSULTANTS PRIVATE LIMITED B-15/16, Shiv Marg, Bani Park, Jaipur, Rajasthan-302016 Tel.: +91 0141-2203995 Fax: +91 0141-2201259 Website: www.holaniconsultants.co.in Email: ipo@holaniconsultants.co.in Investor Grievance Id: complaints.redressal@holaniconsultants.co.in Contact Person: RashikaKhandal SEBI Registration No.: INM000012467
Name of Registrar to the Offer and contact details (Telephone and Email ID)		LINK INTIME INDIA PRIVATE LIMITED C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai 400 083 Tel: +91 022-49186200 Fax: +91 022-49186195 Website: www.linkintime.co.in Email: e2e.ipo@linkintime.co.in Investor Grievance id: e2e.ipo@linkintime.co.in Contact Person: Shanti Gopalkrishnan SEBI Registration Number: INR000004058

Name of Statutory Auditor	M/s SHA & Associates
Name of the Peer Review Auditor	M/s D.V Barfiwala & Co.
Name of Credit Rating Agency and the rating or grading obtained, if any	NA
Name of Debenture trustee, if any	NA

Self-Certified Syndicate Banks: The list of banks is available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognized-Intermediaries> which is updated from time to time.

Registered Brokers: You can submit Application Forms in the Offer to Registered Brokers at the Broker Centers. The details of such Broker Centers, along with the names and contact details of the Registered Brokers are available on the website of the Stock Exchange (www.nseindia.com). For further details, see section titled “Offer Procedure” beginning at page no. 298 of the Prospectus.

Details regarding website address(es)/link(s) from which the Investor can obtain list of Registrar to Offer and Share Transfer Agents and Depository Participants who can accept application from Investor (as applicable): The details of the Designated Registrar and Share Transfer Agents Locations and Designated Collecting Depository Participant Locations, along with their names and contact details are available on the website of the Stock Exchange (www.nseindia.com) and updated from time to time.

PROMOTERS OF OUR COMPANY

Tarun Dua, Chairman & Managing Director

Tarun Dua, aged 38 years, is the Promoter and Managing Director of our Company. He holds a degree of Bachelor of Technology (Computer Engineering) from REC Kurukshetra University. He has experience of more than 16 year in the field of Open source, Linux, virtualization, Internet Scale Data Centers, Networks Operations, Techno-commercial wizard and Cloud Computing Domain. He has been the director of our Company since Incorporation. He manages overall operation of the company. He plays a key role in formulation and implementation of Business strategy for growth & expansion of the business and has been the front face of the company in dealing with suppliers, vendors, customers, etc. and he will continue with his current role and responsibilities after the conclusion of the public issue.

Srishti Baweja, Whole Time Director

Srishti Baweja, aged 35 years, is the Promoter and Whole-Time Director of our Company. She is member of the Institute of Chartered Accountants of India. She has experience of more than 13 year in the field of Finance and Administration. She is also in the change of overall operations and management of the company along with Mr. Tarun Dua. She makes major decisions as regards the formulation and implementation of business and operational policies. She is actively involved in the management of company's business & she will continue with her current role & responsibilities after the public Issue.

BUSINESS MODEL/ BUSINESS OVERVIEW AND STRATEGY

Our Company was originally incorporated and registered as Private Limited Company on 20th August, 2009 vide Certificate of Incorporation issued by Registrar of Companies, NCT of Delhi and Haryana bearing Corporate Identification Number U72900HR2009PTC039406. Subsequently, our company was converted into Public Company pursuant to Shareholders resolution passed at the Extra Ordinary General Meeting held on February 16, 2018 and name of company was changed to "E2E Networks Limited" pursuant to issuance of Fresh Certification of Incorporation dated March 14, 2018 by Registrar of Companies, NCT of Delhi and Haryana. The Corporate Identification Number of our company U72900HR2009PLC039406. The registered office of our company is situated at 282, Sector 19, Faridabad, Haryana-121002, India.

Our company is in the business of, providing Cloud Infrastructure and managed services (Cloud Ops) in India. Since our inception in 2009, our company has strived to attain technical innovation in the Cloud migration and Deployment for our clients. We launched our contract-less computing in India, way back in 2009. We followed this up by launching our hourly billed pure SSD (Solid-State-Drive) public cloud and private cloud. Our Cloud Infrastructure has been used by many well-known companies across industries like E-Commerce, Digital Classified, BFSI and whole host of new-age digital businesses.

Using our experience in implementing and managing infrastructure we have built our fully cloud agnostic Cloud Operation Management (CloudOps) platform, which can directly use the hypervisor host machines on more than 2,000 public clouds across the world using standard ssh. Many of India's best-known digital businesses have been using our CloudOps platform to boost measurable performance, while at the same time reducing their cloud spend. Our CloudOps platform uses a unique blend of automation delivered via technology combined with human intelligence, to drastically reduce the workload of your in-house DevOps team by freeing them from the worry of managing basic issues related to normal course of business. For further information on our business, please refer to "Business Overview" beginning on page no.160 of this Prospectus.

Our Strategy:

We intend to build our brand primarily through continued investment in product innovation supported by research and development initiatives, marketing activities and the establishment of long-term relationships with our customers.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience including current/past position held in other firms
1	Tarun Dua	Chairman cum Managing Director	Tarun Dua, aged 38 years, is the Promoter and Managing Director of our Company. He holds a degree of Bachelor of Technology (Computer Engineering) from REC Kurukshetra University. He has experience of more than 16 year in the field of Open source, Linux, virtualization, Internet Scale Data centers, Networks Operations, Techno-commercial wizard and Cloud Computing Domain. He has been the director of our Company since Incorporation. He manages overall operation of the company. He plays a key role in formulation and implementation of Business strategy for growth & expansion of the business and has been the front face of the company in dealing with suppliers, vendors, customers, etc. and he will continue with his current role and responsibilities after the conclusion of the public issue.
2	Srishti Baweja	Whole Time Director	Srishti Baweja, aged 35 years, is the Promoter and Whole-Time Director of our Company. She is an active member of the Institute of Chartered Accountants of India. She has experience of more than 13 year in the field of Finance and Administration. She is also in the change of overall operations and management of the company along with Tarun Dua. She makes major

			decisions as regards the formulation and implementation of business and operational policies. She is actively involved in the management of company's business & she will continue with her current role & responsibilities after the public Issue.
3	Manjit Rai Dua	Non-Executive Director	Manjit Rai Dua aged 69 years, has been a strong support and has nurtured the Company with values. He is associated with the Company from 11 th October, 2010 as an executive director and subsequently designated as Non-executive director of our Company with effect from January 31, 2018. He has completed his Bachelor's degree in Industrial Engineering from the Indian Institution of Industrial Engineering in 1975. He has a vast experience of almost 4 decades in the Industrial Industry.
4	Varun Pratap Rajda	Additional Independent Director	Varun Pratap Rajda aged 30 years was appointed as Additional Independent Director of our Company pursuant to Section 149 (4) of Companies Act, 2013 with effect from February 09, 2018. He is a Chartered Accountant and working as co-founder of Constellation Blu Advisory, looking after Transaction Advisory Practice. Previously, He was working with Akbar Travels, Mumbai as a part of the Internal Audit team. Over the last 5 years, he has been working in diverse areas across various faculties of Finance, Accounting, Corporate Laws and Operations Management.
5	Gaurav Munjal	Additional Independent Director	Gaurav Munjal aged 36 years was appointed as Additional Independent Director of our Company pursuant to Section 149 (4) of Companies Act, 2013 with effect from February 09, 2018. He has done his graduation in Mechanical Engineering from IIT Bombay and has professional experience of almost 15 years. He is the Managing Director of Infollion Research which is the one of the largest and most comprehensive network of subject matter experts in the world. He has been working at the junction of technology and HR in the on-demand employment space for almost a decade.

OBJECT OF THE OFFER

The Objects of the Offer is to raise funds for:

- Working Capital requirements
- General Corporate Purposes

The Company proposes to utilize the Proceeds from the Offer as under: -

Particulars	Amount (Rs. In Lakhs)
Gross Proceeds from the Offer	2,199.06
(Less): Offer Proceeds of Offer for Sale	-631.56
(Less): Offer Related Expenses to be borne by the company*	-119.01
Net Proceeds of the Offer to the Company	1,448.49

*The fees and expenses relating to the offer include only the Fresh Offer expenses in the proportion of shares issued by the company and the selling shareholders in accordance provisions of Companies Act, 2013.

The fund requirement for each of the object of the offer is stated as below:

S.No.	Objects of the Offer	Amount to be financed from the net proceeds of Offer	Percentage of Gross Proceeds	Percentage of Net Proceeds
1	Working Capital requirements	1086.37	49.40%	75.00%
2	General Corporate Purposes	362.12	16.47%	25.00%
	Total	1448.49	65.87%	100.00%

- (i) Working Capital requirement as certified by the Statutory Auditors of our Company, viz. M/s SHA & Associates, Chartered Accountants pursuant to their certificate dated March 28th, 2018
- (ii) The funds deployed for Offer Expense up to March 05, 2018 as certified by the Statutory Auditors of our Company, viz. M/s SHA & Associates, Chartered Accountants pursuant to their certificate dated March 13, 2018. The funds deployed for Offer expenses will be recouped from the Offer Proceeds.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of Offer proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years – Not Applicable

Name of monitoring agency, if any – Not Applicable

Terms of Issuance of Convertible Security, if any – Not Applicable

SHAREHOLDING PATTERN

S.no	Particulars	Pre-Issue Numbers of Shares	Percentage holding of Pre-issue	Post Issue Number of shares	Percentage holding of post-issue
1.	Promoter and Promoter Group	87,07,962	75.75%	83,42,531	58.56%
2.	Public	27,87,148	24.25%	59,02,579	41.44%
	Total	1,14,95,110	100.00%	1,42,45,110	100.00%

Number/amount of equity shares proposed to be sold by selling shareholders:

S.no	Particulars	No. of shares	Category
1	Manjit Rai Dua	1,14,297	Promoter Group
2	Shailly Dua	1,25,567	Promoter Group
3	Suchinta Baweja	1,25,567	Promoter Group
4	IL&FS trust Company Limited-Trustee (Blume Ventures Fund I)	5,16,548	Public
5	IL&FS trust Company Limited-Trustee (Blume Ventures Fund IA)	2,26,021	Public

RESTATED AUDITED FINANCIALS

STATEMENT OF PROFIT AND LOSS AS RESTATED

(Rs. In Lacs)

Particulars	As at December 31, 2017	FY 2017	FY 2016	FY 2015	FY 2014	FY 2013
Total income from operations (net)	2700.03	2931.69	2138.77	989.61	515.78	297.64
Net Profit/Loss before tax and extraordinary items	717.55	630.22	332.44	127.13	40.82	37.85
Net Profit/Loss after tax and extraordinary items	526.31	421.38	222.29	84.32	28.18	26.25
Equity Share Capital	37.08	37.08	37.08	36.95	31.57	29.85
Reserves and Surplus	1585.95	1059.68	638.34	416.10	137.26	57.83
Net Worth	1623.03	1096.76	675.42	453.05	168.83	87.68
Basic earnings Per Share Post Bonus (Rs.)	4.62	3.70	1.95	0.74	0.25	0.23
Diluted Earnings Per Share Post Bonus (Rs.)	4.58	3.67	1.93	0.74	0.25	0.23
Return on Net worth (%)	32.43%	38.42%	32.91%	18.61%	16.69%	29.94%
Net Asset Value Per Share Before Bonus (Rs.)	600.47	405.77	249.88	168.45	62.77	33.06
Net Asset Value Per Share After Bonus (Rs.)	14.24	9.63	5.93	3.98	1.48	0.77

INTERNAL RISK FACTORS

Below are the **top 10 Risk Factors** as per the Prospectus:

- There are certain taxation related proceedings, notices and claims pending with relevant statutory authorities at various jurisdiction against our company and Promoters. Any adverse rulings or decisions in such proceedings by such authorities against our company or promoters may render us liable to liabilities and penalties and may have an adverse material impact on our business and results of operations.
- We require a number of approvals, licenses, registrations and permits in the ordinary course of our business. Some of the approvals are required to be transferred in the name of E2E Networks Limited from E2E Networks Private Limited, pursuant to name change of our company and any failure or delay in obtaining the same in a timely manner may adversely affect our operations.
- We have neither applied nor obtained for material approvals under Shops and Commercial Establishment Act, 1958, and Sub Codes numbers under Employee's State Insurance Act, 1948.
- We have not complied with all the provisions of Foreign Exchange Management (Transfer or issue of securities by a person resident outside India) Regulations, 2000 and Foreign Exchange Management (Borrowings or lending in Foreign Exchange) Regulations, 2000.
- Quality concerns could adversely impact our business. We are highly dependent on the Data Centers for connectivity and quality of our services.
- We depend on certain third-party service providers including for providing the cloud computing services and payment gateways and an inability to ensure availability of such services at competitive cost may have an adverse effect on our business.
- We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.
- Property on which our registered office and data centers facility is located is not owned by us. In the event, we are unable to renew lease agreements for registered office or our service agreements for data center facility, or if such agreements are terminated, we may suffer a disruption in our operations.
- Our entire servers for the infrastructure operations are situated at the Data Centre operated by Netmagic; and most of them are kept at the Noida facility. Having servers kept with single vendor and with predominantly in one facility can impact our operations and performance significantly in various situations
- Our 50% revenue is generated from top 5 clients only which could lead to risk of loss of revenue in case we lose any of them and may affect our financial position and ability to grow business in future.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigation against the Company and amount involved:

Our company is involved in total four taxation related proceedings as on date of the prospectus. The total amount involved in all the proceedings, wherever quantifiable, is Rs.15.82 Lacs.

B. Brief details of top 5 material outstanding litigations against the Company and amount involved:

S.No.	Particulars	Litigation Filed by	Current Status	Amount Involved
1.	Notice for levying penalty for not depositing the outstanding demand U/s 221(1) for the A.Y 2013-14	Income Tax Officer, Faridabad	Company submitted that the demand in question is erroneous.No further notice or order has been received by the Company till date in the said matter.	Rs.1,05,902/-
2.	Rectification for imposing tax on difference in Fair Market Value of the equity shares issued by the Company and the amount that the Company received U/s Section 154 & Section 155 for the A.Y 2014-15	Income Tax Officer, Faridabad	The proceedings are still pending, and no rectification order has been passed by the assessing officer till date. If the order is passed against our Company, then a tax demand of Rs. 14,76,708/- may arise	Rs.14,76,708/-
3.	Notice issued against the principal officer of our Company for initiation of prosecution for delay in deposition of TDS U/s Section 276B for the A.Y 2011-12	(Income Tax Officer (TDS), Faridabad)	The matter is still pending before the assessing officer and no order has been passed by him till date.	Not Ascertainable
4.	Notice issued against the principal officer of our Company for initiation of prosecution for delay in deposition of TDS U/s Section 276B for the A.Y 2012-13	(Income Tax Officer (TDS), Faridabad)	The matter is still pending before the assessing officer and no order has been passed by him till date.	Not Ascertainable

C. No regulatory or disciplinary action has been taken by SEBI or stock exchanges against the Promoters/ Group companies in last 5 financial years.

D. Brief details of outstanding criminal proceedings against our Promoters: There are no outstanding criminal proceedings against our Promoters.

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / COMPANY

None

DECLARATION BY THE COMPANY

We, hereby declare that, all the relevant provisions of the Companies Act, 1956, Companies Act, 2013 (to the extent notified) and the guidelines issued by the Government of India or the regulations or guidelines issued by the Securities and Exchange Board of India, as the case may be, have been complied with and no statement made in the Prospectus is contrary to the provisions of the Companies Act, 1956, Companies Act, 2013 (to the extent notified), the Securities and Exchange Board of India Act, 1992, each as amended or rules made there under or guidelines/ regulations issued, as the case may be. We further certify that all the disclosures and statements made in the Prospectus are true and correct.