(Please scan this QR code to view the DRH and Abridged Prospectus)

DRAFT RED HERRING PROSPECTUS
Dated: September 30, 2026
Please read section 26 and 32 of the Companies Act, 2013
(This Draft Red Herring Prospectus will be updated upon filing with the RoC)
100% Book Built Issue

S.R.G. NARROW FAB LIMITED

[Formerly known as S.R.G. Narrow Fab Private Limited]
Corporate Identity Number: U17122GJ2008PLC055476

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	E-MAIL & TELEPHONE	WEBSITE
R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G. I. D. C. Sachin, Talangpur, Chorasi, Surat – 394230, Gujarat, India	NA	Shruti Agarwal, Company Secretary and Compliance Officer	compliance@srgelastics.com +91- 9687477074	www.srgelastics.com

NAME OF PROMOTERS OF THE COMPANY

DHIRAJ UMMEDSINGH GUNECHA AND UMMED SINGH GUNECHA

DETAILS OF ISSUE TO PUBLIC

TYPE	FRESH ISSUE SIZE	OFS* (by no. of share or by amount in ₹)	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	Up to 36,60,000 Equity shares of ₹10 each having an issue Price [●] aggregating to up to ₹ [●] Lakhs	NA	Up to 36,60,000 Equity shares of ₹10 each having an issue Price [●] aggregating to up to ₹ [●] Lakhs	The Issue is being made pursuant to Regulation 229(2) and 253(1) of Chapter IX of SEBI (ICDR) Regulations 2018 as the Company's post issue paid-up capital is more than ₹1000 Lakhs but up to ₹2500 Lakhs. For details in relation to share reservation among NIIs and IIs, see "Issue Structure" on page 278.

**OFS: Offer for Sale*

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION – NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares of our Company, there has been no formal market for Equity Shares. The face value of the Equity Shares is ₹10 each and the Issue Price of ₹ [●] is [●] times of the face value of the Equity Shares, respectively. The Floor Price, Cap Price and Issue Price to be determined by our Company, in consultation with the Book Running Lead Manager, in accordance with SEBI ICDR Regulations on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under *"Basis for Issue Price"* on page 114 should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in Equity and Equity related securities involve a degree of risk and investors should not invest any funds in this issue 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 the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Draft Red Herring Prospectus. Specific attention of the investors is invited to the section *"Risk Factors"* beginning on page 24.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Issue, which is material in the context of this Issue, that is the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of our Company offered through the Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited ("BSE") in terms of the Chapter IX of the SEBI (ICDR) Regulations 2018, as amended from time to time. Our Company has received "in-principle" approval letter dated [●] from SME Platform of BSE Limited ("BSE") for using name of BSE Limited ("BSE") in the Red Herring Prospectus/ Prospectus for listing of our shares on the SME Platform of BSE Limited ("BSE"). For the purpose of this Issue, the Designated Stock Exchange shall be the SME Platform of BSE Limited ("**BSE SME**"),

BOOK RUNNING LEAD MANAGER

Name and Logo	Contact Person	Email Id & Telephone No
Value Square Capital Private Limited	Mr. Praveen Kaushik	praveen@valuesquare.in +91-9811717900

REGISTRAR TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone No
Maashitla Securities Private Limited	Mr. Mukul Agrawal	investor.ipo@maashitla.com +91 011-47581432

BID / ISSUE PERIOD

ANCHOR INVESTOR BIDDING DATE	BID OPENS ON/ISSUE PERIOD	BID/ISSUE CLOSES ON
[●]	[●]*	[●]**#

**Our Company may in consultation with the Book Running Lead Manager, (BRLM), may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid / Issue Opening Date*

*** Our Company in consultation with the BRLM, may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations.*

#UPI mandate end time and date shall be at 5.00 p.m. on the Bid / Issue Closing Date.

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PURSUANT TO SCHEDULE VI OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018)

DRAFT RED HERRING PROSPECTUS
Dated: September 30, 2026
Please read section 26 and 32 of the Companies Act, 2013
(This Draft Red Herring Prospectus will be updated upon filing with the RoC)
100% Book Built Issue

S.R.G. NARROW FAB LIMITED

[Formerly Known as S.R.G. Narrow Fab Private Limited]
Corporate Identity Number: **U17122GJ2008PLC055476**

Our Company was originally incorporated as Private Limited under the name and style of "Garble Narrow Fab Private Limited" in accordance with the Companies Act, 1956, pursuant to a certificate of incorporation dated November 19, 2008, with the Registrar of Companies, Gujarat. Subsequently, the name of our Company was changed to 'S.R.G. Narrow Fab Private Limited' and consequently fresh certificate of incorporation dated February 24, 2020 was issued by the Registrar of Companies, Ahmedabad. Later, our company was converted from Private Limited Company to Public Limited Company under the provisions of Companies Act, 2013, pursuant to the approval accorded by our Shareholders at the Extra-ordinary General Meeting held on January 09, 2025, and the name of our Company was changed to "S.R.G. Narrow Fab Limited" vide a fresh Certificate of Incorporation, dated January 31, 2025, bearing Corporate Identification Number U17122GJ2008PLC055476, issued by the Registrar of Companies, Central Processing Centre. For, further details of our Company see "General Information" and "History and Certain Corporate Matters" beginning on page 67 and 196 respectively of this Draft Red Herring Prospectus.

Registered Office: R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G. I. D. C. Sachin, Talangpur, Chorasi, Surat – 394230, Gujarat, India;
Corporate Office: N.A.
Website: www.srgelastics.com; **E-mail:** compliance@srgelastics.com; **Telephone**: +91- 9687477074
Contact Person: Shruti Agarwal, Company Secretary and Compliance Officer

PROMOTERS OF THE COMPANY: DHIRAJ UMMEDSINGH GUNECHA AND UMMED SINGH GUNECHA
DETAILS OF THE ISSUE
INITIAL PUBLIC OFFER OF UP TO 36,60,000 EQUITY SHARES OF ₹10/- EACH ("EQUITY SHARES") OF S.R.G. NARROW FAB LIMITED ("S.R.G." OR "ISSUER" OR THE "COMPANY") FOR CASH AT A PRICE OF ₹ [●]/- PER EQUITY SHARE (THE "ISSUE PRICE"), AGGREGATING TO ₹ [●] LAKHS ("THE ISSUE"). OUT OF THE ISSUE [●] EQUITY SHARES AGGREGATING TO ₹ [●] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF [●] EQUITY SHARES OF FACE VALUE OF ₹10/- EACH AT AN ISSUE PRICE OF ₹ [●]/- PER EQUITY SHARE AGGREGATING TO ₹ [●] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE [●]% and [●] %, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY. **THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM AND WILL BE ADVERTISED IN ALL EDITIONS OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), ALL EDITIONS OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER AND [●] EDITIONS OF THE GUJARATI DAILY NEWSPAPER, [●] (GUJARATI BEING THE REGIONAL LANGUAGE OF GUJARAT, WHERE OUR REGISTERED OFFICE IS LOCATED) AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE SME PLATFORM OF BSE LIMITED ("BSE SME") FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE, IN ACCORDANCE WITH THE SECURTIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIRENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS")** **Subject to Finalization of Basis of Allotment*
THE FACE VALUE OF THE EQUITY SHARES IS ₹10/- EACH AND THE ISSUE PRICE IS [●] TIMES OF THE FACE VALUE
In case of any revision in the Price Band, the Bid/ Issue Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/ Issue Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the BRLM, for reasons

to be recorded in writing, extend the Bid/ Issue Period for a minimum of one Working Day, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLM and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("**SCSBs**"), the Designated Intermediaries and the Sponsor Banks, as applicable.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company in consultation with the BRLM may allocate up to 60.00% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (other than the Anchor Investor Portion) ("Net QIB Portion"). Further, 5.00% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. However, if the aggregate demand from Mutual Funds is less than 5.00% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining Net QIB Portion for proportionate allocation to QIBs. Further, not less than 15.00% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors out of which (a) one third of such portion was reserved for applicants with application size of more than 2 lots and up to such lots equivalent to not more than ₹ 10,00,000 and (b) two-third of such portion was reserved for applicants with application size of more than ₹ 10,00,000 provided that the unsubscribed portion in either of such subcategories could have been allocated to applicants in the other sub-category of Non-Institutional Bidders and not less than 35.00% of the Net Issue shall be available for allocation to Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. All Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilizing the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account (as defined hereinafter) in which the corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see "Issue Procedure" on page 283 of this Draft Red Herring Prospectus.

ELIGIBLE INVESTORS

All potential investors shall participate in the Issue through ASBA process including through UPI mode (as applicable) by providing details about the bank account which will be blocked by the Self-Certified Syndicate Banks ("SCSBs") for the same. For details in this regard, please refer to chapter titled "Issue Procedure" on page 283 of this Draft Red Herring Prospectus.

RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares of our Company, there has been no formal market for Equity Shares. The face value of the Equity Shares is ₹ 10 each. The Floor Price, Cap Price and Issue Price determined by our Company, in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for Issue Price" on page 114 of this Draft Red Herring Prospectus should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in this unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the issuer and the issue including the risks involved. The securities have not been recommended or approved by the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of "Risk factors" beginning on page 24 of this Draft Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

The Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to the Company and the Issue, which is material in the context of the Issue, that the information contained in this Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

LISTING

The Equity Shares of our Company issued through this Draft Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an approval letter dated [●] from BSE Limited for using its name in the Draft Red Herring Prospectus for listing of our shares on the SME Platform of BSE Limited. For the purpose of this Issue, BSE Limited shall be the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE
	
VALUE SQUARE CAPITAL PRIVATE LIMITED **Registered Office:** Unit No. - 9, Third Floor, Pearls Omaxe Tower, Netaji Subhash Place, Pitampura, New Delhi - 110034, India; **CIN:** U64190DL2018PTC340771 **Telephone:** +91-9811717900 **Email:** praveen@valuesquare.in; **Investor Grievance Email:** grievance@valuesquare.in **Website:** www.valuesquare.in **Contact Person:** Mr. Praveen Kaushik **SEBI Registration Number:** INM000013378	**MAASHITLA SECURITIES PRIVATE LIMITED** **Registered Office:** 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, Delhi - 110034, India **CIN:** U67100DL2010PTC208725 **Telephone No.** +91 011-47581432 **Email:** investor.ipo@maashitla.com **Investor Grievance Email**: Investor.ipo@maashitla.com **Website:** www.maashitla.com **Contact Person:** Mr. Mukul Agrawal **SEBI Registration Number:** INR000004370

BID / ISSUE PERIOD		
ANCHOR INVESTOR BIDDING DATE	**BID OPENS ON/ISSUE PERIOD**	**BID/ISSUE CLOSES ON**
[●]	[●]*	[●]#**

**Our Company may in consultation with the Book Running Lead Manager (BRLM), may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Bid / Issue Opening Date i.e. [●]*

*** Our Company in consultation with the BRLM, may consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date in accordance with the SEBI ICDR Regulations*

#UPI mandate end time and date shall be at 5.00 p.m. on the Bid / Issue Closing Date.

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PURSUANT TO SCHEDULE VI OF SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018)

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SECTION I – GENERAL

DEFINITION AND ABBREVIATIONS

This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, shall have the meaning as provided below. References to any legislation, act, regulation, rule, guideline or policy shall be to such legislation, act, regulation, rule, guideline or policy, as amended, supplemented or re-enacted from time to time, and any reference to a statutory provision shall include any subordinate legislation made from time to time under that provision.

The words and expressions used in this Draft Red Herring Prospectus but not defined herein, shall have, to the extent applicable, the meanings ascribed to such terms under the Companies Act, the SEBI ICDR Regulations, the SCRA, the SEBI Act, the Depositories Act or the rules and regulations made thereunder. Further, the Issue related terms used but not defined in this Draft Red Herring Prospectus shall have the meaning ascribed to such terms under the General Information Document (as defined hereinafter). In case of any inconsistency between the definitions used in this Draft Red Herring Prospectus and the definitions included in the General Information Document, the definitions used in this Draft Red Herring Prospectus shall prevail.

Notwithstanding the foregoing, terms in "Terms of the Articles of Association", "Statement of Possible Tax Benefits", "Industry Overview", "Business Overview", "History and Certain Corporate Matters", "Objects of the Issue", "Basis for the Issue Price", "Restriction on Foreign Ownership of Indian Securities", "Restated Financial Information", and "Outstanding Litigation and Material Developments" on pages 315, 123, 126, 159, 196, 98, 114, 313, 229 and 246, respectively, will have the meaning ascribed to such terms in those respective sections.

Conventional or General Terms

Term	Description
"The Company", "Our Company" and "We" or "The Issuer" or "S.R.G."	S.R.G. Narrow Fab Limited, a Company incorporated in India under the Companies Act, 1956 having its Registered Office at R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G. I. D. C. Sachin, Talangpur, Surat – 394230, Gujarat, India;
"we", "us" and "our"	Unless the context otherwise indicates or implies, refers to our Company;
'You', 'yours', 'yours'	Prospective Investors on this issue;

Company Related Terms

Term	Description
AOA/Articles/ Articles of Association	The articles of association of S.R.G. Narrow Fab Limited, as amended from time to time;
Additional Director	An Additional Director of our Company;
Audit Committee	The Committee of the Board of Directors constituted as the Company's Audit Committee is in accordance with Section 177 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled 'Our Management' on page 201 of this Draft Red Herring Prospectus;
Auditor/ Statutory Auditor/Peer Review Auditor	Statutory and Peer Review Auditor of our Company, namely, M/s. S K Kabra and Company Chartered Accountants. (FRN 104508W) holding a valid peer review certificate as mentioned in the chapter titled "General Information" beginning on page 67 of this Draft Red Herring Prospectus;
Board of Directors / the Board / our Board/BOD	Unless otherwise specified the board of directors of Our Company as duly constituted from time to time, including any committees thereof, as described in "Our Management", on page 201;
Central Registration Centre (CRC)	It's an initiative of Ministry of Corporate Affairs in Government Process Reengineering (GPR) with the specific objective of providing speedy incorporation related services in line with global best practices. For more details, please refer Terms Description. http://www.mca.gov.in/MinistryV2/central+registration+centre+content+page.html;
Chairman	The Chairman of our Company is Dhiraj Ummedsingh Gunecha. For details, see "Our Management" on page 201 of this Draft Red Herring Prospectus;

Chief Financial Officer	The Chief Financial Officer of our Company being Shivam Surendra Uttam. For details, see "Our Management" on page 201 of this Draft Red Herring Prospectus;
Company Secretary and Compliance Officer	The Company Secretary and Compliance Officer of our Company being Shruti Agarwal. For details, see "Our Management" on page 201 of this Draft Red Herring Prospectus;
Companies Act	The Companies Act, 2013 including provisions of the Companies Act, 1956, to the extent not repealed;
Depositories Act	The Depositories Act, 1996, as amended from time to time;
Director(s)	The Director(s) on the Board of our Company, as appointed from time to time, unless otherwise specified;
Equity Shares	Equity Shares of our Company of Face Value of ₹ 10/- each fully paid-up unless otherwise specified in the context thereof;
Equity Shareholders	The holders of Equity Shares;
Executive Directors	Whole-time directors/ executive directors on our Board;
Group Companies/Group Entities	Group Companies as defined under Regulation 2(1)(t) of the SEBI (ICDR) Regulations, 2018, "Group companies shall include such companies (other than our Promoters and Subsidiary) with which there were related party transactions as disclosed in the Restated Financial Statements as covered under the applicable Accounting Standards, and as disclosed in "Our Group Companies" on page 227 of this Draft Red Herring Prospectus;
Holding Company	Means a company defined under section 2(46) of the Companies Act, 2013;
HUF	Hindu Undivided Family;
IBC	The Insolvency and Bankruptcy Code, 2016;
IFRS	International Financial Reporting Standards;
Independent Director(s)	Independent directors on the Board, and eligible to be appointed as an independent director under the provisions of Companies Act, 2013 and SEBI LODR Regulations 2015. For details of the Independent Directors, refer to the chapter titled "Our Management" beginning on page 201 of this Draft Red Herring Prospectus;
Indian GAAP	Generally Accepted Accounting Principles in India;
IT Act	The Income Tax Act, 2025/1961 as amended till date;
ISIN	International Securities Identification Number i.e. INE1NYQ01017;
Key Performance Indicator	A Key Performance Indicator (KPI) is a measurable value that demonstrates how effectively an organization is achieving its key business objectives. KPIs are used by companies to evaluate their success at reaching targets;
Key Managerial Personnel/ KMP	Key Managerial Personnel of our Company in terms of Section 2(51) of the Companies Act, 2013, together with the Key Managerial Personnel of our Company in terms of Regulation 2(1) (bb) of the SEBI ICDR Regulations and as disclosed in the chapter titled "Our Management" on page 201;
Managing Director (MD)	The Managing Director of our Company, namely Dhiraj Ummedsingh Gunecha;
Materiality Policy	The Policy on identification of material group companies, material outstanding litigation and outstanding dues to material creditors, adopted by our Board as on May 01, 2026 in accordance with the requirements of the SEBI (ICDR) Regulations;
MOA or Memorandum of Association	The Memorandum of Association of our Company as amended from time to time;
Nomination and Remuneration Committee	The Committee of the Board of Directors constituted as the Company's Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled 'Our Management' on page 201 of this Draft Red Herring Prospectus;
Non- Executive Director	A Director not being an Executive Director or an Independent Director;
NRIs / Non-Resident Indians	A person resident outside India, as defined under FEMA Regulation and who is a citizen of India or a Person of Indian Origin under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000;
Promoters or Our Promoters	Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha are the promoters of our Company in terms of Regulation 2(1)(oo) of the SEBI ICDR Regulations. For details, see "Our Promoters and Promoter Group" on page 222;
Promoter Group	Persons and entities constituting the promoter group of our Company, pursuant to

	Regulation 2(1)(pp) of the SEBI ICDR Regulations and as disclosed in "Our Promoters and Promoter Group" on page 222;
Peer Review Auditor	Peer Review Auditor having a valid Peer Review Certificate in our case being 024984, M/s S K Kabra and Company, Chartered Accountants (Firm Registration No. 104508W);
Person or Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires;
RBI Act	The Reserve Bank of India Act, 1934 as amended from time to time;
Registered Office	Our Company's registered office is situated at R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G. I. D. C. Sachin, Talangpur, Chorasi, Surat – 394230, Gujarat, India;
Reserve Bank of India/RBI	Reserve Bank of India constituted under the RBI Act, 1934;
Restated Financial Information Statement	The Restated financial information of our Company comprises of the Restated statement of assets and liabilities for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024, the restated statement of profit and loss, the restated cash flow statement for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024 and the summary statement of significant accounting policies, and other explanatory information prepared in terms of the Section 26 of Part I of Chapter III of the Companies Act, 2013, SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India, each as amended;
RoC/ Registrar of Companies	Registrar of Companies, Ahmedabad;
SEBI	Securities and Exchange Board of India constituted under the SEBI Act,1992;
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended from time to time;
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012;
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019;
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000;
SEBI Insider Trading Regulations	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended;
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
SEBI Merchant Bankers Regulations	Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
SEBI RTA Master Circular	SEBI master circular no. SEBI/HO/MIRSD/POD- 1/P/CIR/2024/37 dated May 7, 2024;
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
STT	Securities Transaction Tax;
Stakeholder's Relationship Committee	Stakeholder's Relationship Committee of our Company constituted in accordance with Regulation 20 of the SEBI (LODR) Regulations and the Companies Act, 2013;
Stock Exchange	Unless the context requires otherwise, refers to, BSE Limited;
Sub- Account	Sub- accounts registered with SEBI under the Securities and Exchange Board of India (Foreign Institutional Investor) Regulations, 1995, other than sub- accounts which are foreign corporate or foreign individuals;
Subscriber to MOA	Initial Subscribers to MOA & AOA being Sanjay Kumar Fulfagar and Ummedmal Chainroop Baid;
Senior Management Personnel	Senior Management Personnel of our Company in terms of Regulation 2(1)(bbbb) of the SEBI ICDR Regulations as described in the "Our Management-" Senior Management Personnel of our Company" on page 217 of this Draft Red Herring Prospectus;
WTD	Whole-Time Director;

Willful Defaulter(s)	Willful defaulter as defined under Regulation 2(lll) of the SEBI ICDR Regulations;

Issue Related Terms

Term	Description
Abridged Prospectus	Abridged prospectus means a memorandum containing such salient features of a prospectus as may be specified by SEBI in this behalf;
Acknowledgement Slip	The slip, document or counter foil issued by the Designated Intermediary to an Applicant as proof of registration of the Application Form;
Allot /Allotment / Allotted	Unless the context otherwise requires, allotment of Equity Shares pursuant to the Fresh Issue to successful Bidders;
Allotment Advice	A note or advice or intimation of Allotment sent to the successful applicants who have been or are to be Allotted the Equity Shares after the Basis of allotment has been approved by the Designated Stock Exchange;
Allottee (s)	A successful applicant to whom the Equity Shares are being/have been allotted;
Anchor Investor(s)	A Qualified Institutional Buyer, applying under the Anchor Investor Portion in accordance with the requirements specified in the SEBI ICDR Regulations and the Red Herring Prospectus and who has Bid for an amount of at least ₹ 200 lakhs;
Anchor Investor Allocation Price	The price at which Equity Shares will be allocated to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which will be decided by our Company in consultation with the Book Running Lead Manager during the Anchor Investor Bid/ Issue Period;
Anchor Investor Application Form	The application form used by an Anchor Investor to make a Bid in the Anchor Investor Portion and which will be considered as an application for Allotment in terms of the Red Herring Prospectus and Prospectus;
Anchor Investor Bidding Date	One Working Day prior to the Bid/ Issue Opening Date, on which Bids by Anchor Investors shall be submitted and allocation to the Anchor Investors shall be completed;
Anchor Investor Issue Price	The final price at which the Equity Shares will be Allotted to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus, which price will be equal to or higher than the Issue Price but not higher than the Cap Price; The Anchor Investor Issue Price will be decided by our Company, in consultation with the Book Running Lead Manager;
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company, in consultation with the Book Running Lead Manager, to the Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations; One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations;
Applicant/Investor	Any prospective investor who makes an application pursuant to the terms of the Draft Red Herring Prospectus and the Application form;
Application Amount	The amount at which the Applicant makes an application for the Equity Shares of our Company in terms;
Application Form	The form, whether physical or electronic, used by an Applicant to make an application, which will be considered as the application for Allotment for purpose;
Application Supported by Blocked Amount/ ASBA	An application, whether physical or electronic, used by ASBA Bidders to make a Bid and authorize an SCSB to block the Bid Amount in the specified bank account maintained with such SCSB and will includes applications made by UPI Bidders using the UPI Mechanism where the Bid Amount was blocked upon acceptance of UPI Mandate Request by the UPI Bidders using the UPI Mechanism.
ASBA Account	Account maintained by the Applicant with an SCSB which will be blocked by such SCSB or the account of the Individual Investors blocked upon acceptance of UPI Mandate Request by Individual Investors using the UPI Mechanism to the extent of the Application Amount of the Applicant;
ASBA Applicant(s)	Any prospective investors in this issue who applies for Equity Shares of our Company through the ASBA process in terms of the Draft Red Herring Prospectus;
ASBA Bid	A Bid made by an ASBA Bidder;
ASBA Form(s)	An application form, whether physical or electronic, used by ASBA Applicant and which will be considered as the application for Allotment in terms of the draft red herring

	prospectus;
ASBA Application Location(s)/Specified Cities	Cities as specified in the SEBI Circular No. CIR/CFD/DIL/1/2011 dated April 29, 2011, namely, Ahmedabad, Bangalore, Baroda (Vadodara), Chennai, Delhi, Hyderabad, Jaipur, Kolkata, Mumbai, Pune, Rajkot and Surat;
B2K Analytics	Industry report titled "Elastics Industry" dated September 24, 2026 which has been commissioned and paid for by our Company and prepared by B2K Analytics Private Limited exclusively in connection with the Issue. Industry report is available on the website of the company at www.srgelastics.com
Banker to the Issue and Refund Banker/ Public Issue Bank	Banks which are Clearing Members and registered with SEBI as Banker to an Issue and with whom the Public Issue Account will be opened, in this case being [●];
Banker to the Issue Agreement	Agreement dated [●] entered amongst the Company, Book Running Lead Manager, the Registrar to the Issue and the Banker to the Issue/ Sponsor Bank/Refund Bank on the terms and conditions thereof;
Basis of Allotment	The basis on which the Equity Shares will be Allotted to successful Applicants under the Issue and which is described in the chapter titled "Issue Procedure" beginning on page 283;
Bankers to Issue	Collectively, the Escrow Collection Bank(s), the Public Issue Account Bank(s), the Sponsor Bank(s) and the Refund Bank(s), as the case may be;
Bid Cum Application Form	The form in terms of which the bidder shall make a bid, including ASBA Form, and which shall be considered as the bid for the Allotment pursuant to the terms of this Draft Red Herring Prospectus;
Bid	An indication to make an issue during the Bid/ Issue Period by a Bidder (other than an Anchor Investor) pursuant to submission of the ASBA Form, or during the Anchor Investor Bid/ Issue Period by an Anchor Investor, pursuant to submission of the Anchor Investor Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations and in terms of the Red Herring Prospectus and the Bid cum Application Form. The term "Bidding" shall be construed accordingly;
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter;
Bid Amount	The amount at which the bidders make a bid for the Equity Shares of our Company in terms of Draft Red Herring Prospectus;
Bid/ Issue Closing Date	The date after which the Designated Intermediaries will not accept any Bids, being [●], which shall be published in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and [●] editions of the Gujarati Daily newspaper, [●] (Gujarati being the regional language of Gujarat where our Registered Office is located).
Bid/Issue Opening Date	The date on which the Designated Intermediaries shall start accepting Bids, being [●], which shall be published in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and [●] editions of the Gujarati Daily newspaper, [●] (Gujarati being the regional language of Gujarat where our Registered Office is located).
Bid/ Issue Period	The period between the Bid/ Issue Opening Date and the Bid/ Issue Closing Date, inclusive of both days, during which prospective Bidders can submit their Bids, including any revisions thereof in accordance with the SEBI ICDR Regulations and the terms of the Red Herring Prospectus. Provided, however, that the Bidding shall be kept open for a minimum of three Working Days for all categories of Bidders; Our Company in consultation with the Book Running Lead Manager may consider closing the Bid/Issue Period for the QIB Portion One Working Day prior to the Bid/Issue Closing Date which shall also be notified in an advertisement in same newspapers in which the Bid/Issue Opening Date was published, in accordance with the SEBI ICDR Regulations. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid /Issue Period;
Bidder/ Investor	Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form and unless otherwise stated or implied, includes an Anchor Investor;
Bidding Centres	The Centres at which the Designated Intermediaries shall accept the Bid cum Application

	Forms i.e. Designated SCSB Branch for SCSBs, Specified Locations for members of the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs;
Broker Centres	Broker centres notified by the Stock Exchanges, where the Applicants can submit the Application Forms to a Registered Broker. The details of such broker centres, along with the names and contact details of the Registered Brokers, are available on the website of BSE on the following link www.bseindia.com;
Book Building Process/ Book Building Method	Book Building Process, as provided in Part A of Schedule XIII of the SEBI ICDR Regulations, in terms of which the Issue is being made;
Broker to the Issue	All recognized members of the stock exchange would be eligible to act as the Broker to the Issue;
BSE SME	The SME Platform of BSE, approved by SEBI as an SME Exchange for listing of equity shares Issued under Chapter IX of the SEBI (ICDR) Regulations, 2018;
CAN or Confirmation of Allocation Note	The note or advice or intimation sent to each successful Applicant indicating the Equity Shares which will be Allotted, after approval of Basis of Allotment by the Designated Stock Exchange;
Cap Price	The higher end of the price band above which the Issue Price will not be finalized and above which no Bids (or a revision thereof) will be accepted;
Client ID	Client Identification Number maintained with one of the Depositories in relation to demat account;
Collecting Depository Participants or CDPs	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Applications at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI;
Circular on Streamlining of Public Issues/ UPI Circular	Circular (SEBI/HO/CFD/DIL2/CIR/P/2018/138) dated November 1, 2018, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/50) dated April 3, 2019, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019, circular no. (SEBI/HO/CFD/DCR2/CIR/P/2019/133) dated November 8, 2019, circular no. (SEBI/HO/CFD/DIL2/CIR/P/2020/50) dated March 30, 2020, circular no. (SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M) dated March 16, 2021, circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021, circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, SEBI/HO/CFD/DIL2/CIR/P/2022/51dated April 20, 2022 and SEBI/ HO/CFD/DIL2/CIR/2022/75 dated May 30, 2022 and SEBI circular number SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, SEBI master circular with circular number SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023 and SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 09, 2023 (to the extent that such circulars pertain to the UPI Mechanism), SEBI master circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/00094 dated June 21, 2023, along with the circular issued by the National Stock Exchange of India Limited having reference no. 25/2022 dated August 3, 2022 and the circular issued by BSE Limited having reference no. 20220803-40 dated August 3, 2022 and any subsequent circulars or notifications issued by SEBI and Stock Exchanges in this regard;
Collection Centres	Centres at which the Designated Intermediaries shall accept the ASBA Forms;
Controlling Branches of the SCSBs	Such branches of the SCSBs which coordinate with the Book Running Lead Manager, the Registrar to the Issue and the Stock Exchange and a list of which is available at www.sebi.gov.in or at such other website as may be prescribed by SEBI from time to time;
Cut Off Price	The Issue Price, which shall be any price within the Price band as finalized by our Company in consultation with the BRLM. Only Individual Investors are entitled to Bid at the Cut-off Price. QIBs (including Anchor Investor) and Non-Institutional Investors are not entitled to Bid at the Cut-off Price;
Demographic Details	The demographic details of the applicants such as their Address, PAN, name of the applicants' father/husband, investor status, Occupation and Bank Account details and UPI ID wherever applicable;
Depository /	A depository registered with SEBI under the SEBI (Depositories and Participants)

Depositories	Regulations, 1996 as amended from time to time, being NSDL and CDSL;
Designated Date	The date on which relevant amounts are transferred from the ASBA Accounts to the Public Issue Account or the Refund Account, as the case may be, and/or the instructions are issued to the SCSBs (in case of UPI Bidders using the UPI Mechanism, instruction issued through the Sponsor Bank) for the transfer of amounts blocked by the SCSBs in the ASBA Accounts to the Public Issue Account, in terms of the Prospectus following which Equity Shares will be Allotted in the Issue;
Designated Intermediaries/ Collecting Agent	In relation to ASBA Forms submitted by RIBs authorising an SCSB to block the Bid Amount in the ASBA Account, Designated Intermediaries shall mean SCSBs. In relation to ASBA Forms submitted by UPI Bidders where the Bid Amount will be blocked upon acceptance of UPI Mandate Request by such UPI Bidders using the UPI Mechanism, Designated Intermediaries shall mean Syndicate, sub-Syndicate/agents, Registered Brokers, CDPs, SCSBs and RTAs. In relation to ASBA Forms submitted by QIBs and Non-Institutional Bidders (not using the UPI Mechanism), Designated Intermediaries shall mean Syndicate, sub-Syndicate/ agents, SCSBs, Registered Brokers, the CDPs and RTAs;
Designated CDP Locations	Such locations of the CDPs where Applicant can submit the Application Forms to Collecting Depository Participants; The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept Application Forms are available on the websites of the Stock Exchange i.e., www.bseindia.com;
Designated RTA Locations	Such locations of the RTAs where Applicants can submit the Application Forms to RTAs and in case of Individual Investors only ASBA Forms with UPI. The details of such Designated RTA Locations, along with names and contact details of the RTAs eligible to accept Application Forms are available on the website of the Stock Exchange i.e. www.bseindia.com;
Designated SCSB Branches	Such branches of the SCSBs which shall collect the ASBA Forms (other than ASBA Forms submitted by Individual Investors where the Application Amount will be blocked upon acceptance of UPI Mandate Request by such Individual Investors using the UPI Mechanism), a list of Which is available on the website of SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes Intermediaries or at such other website as may be prescribed by SEBI from time to time;
Designated Market Maker /Market Maker	[●] 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;
Designated Stock Exchange	SME Platform of BSE Limited ("BSE SME");
Depository Participant / DP	A depository participant as defined under the Depositories Act, 1996;
DP ID	Depository Participant's Identity Number;
Draft Red Herring Prospectus.	This Draft Red Herring Prospectus dated September 30, 2026 filed with SME platform of BSE Limited;
Engagement Letter	Engagement Letter were signed on December 18, 2025 by BRLM and the Company;
Eligible NRI(s)	A Non-Resident Indian in a jurisdiction outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom the Application Form and the Draft Red Herring Prospectus will constitute an invitation to subscribe to or to purchase the Equity Shares of the Issuer;
Eligible FPI(s)	Foreign Portfolio Investors from such jurisdictions outside India where it is not unlawful to make an issue / invitation under the Issue and in relation to whom the Application Form and the Prospectus constitute an invitation to subscribe to the Equity Shares;
Electronic Transfer of Funds	Refunds through ECS, NEFT, Direct Credit or RTGS as applicable;
Eligible QFIs	QFIs from such jurisdictions outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom the Draft Red Herring Prospectus. constitutes an invitation to purchase the Equity shares issued thereby and who have opened demat accounts with SEBI registered qualified depositary participants;
Escrow Account(s)	Account(s) opened with the Bank(s) to the Issue pursuant to Escrow and Sponsor Bank Agreement;
Escrow Collection	The Bank(s) which are clearing members and registered with SEBI as bankers to an issue

Bank(s)	under the SEBI (Bankers to an Issue) Regulations, 1994 and with whom the Escrow Account(s) will be opened, in this case being [●];
FII/ Foreign Institutional Investors	Foreign Institutional Investor (as defined under SEBI (Foreign Institutional Investors) Regulations, 1995, as amended) registered with SEBI under applicable laws in India;
First/ Sole Applicant	Bidder(s) whose name shall be mentioned in the Bid cum Application Form or the Revision Form and in case of joint bids, whose name shall also appear as the first holder of the beneficiary account held in joint names;
Floor Price	The lower end of the Price Band, subject to any revision(s) thereto, at or above which the Issue Price and the Anchor Investor Issue Price will be finalised and below which no Bids will be accepted;
Fresh Issue Proceeds	The proceeds of the Fresh Issue as stipulated by the Company. For further information about use of the Fresh Issue Proceeds please see the chapter titled "Objects of the Issue" beginning on page 98;
Foreign Venture Capital Investors	Foreign Venture Capital Investors registered with SEBI under the SEBI (Foreign Venture Capital Investor) Regulations, 2000;
Foreign Portfolio Investor / FPIs	A Foreign Portfolio Investor who has been registered pursuant to the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, provided that any FII or QFI who holds a valid certificate of registration shall be deemed to be a foreign portfolio investor till the expiry of the block of three years for which fees have been paid as per the SEBI (Foreign Institutional Investors) Regulations, 1995, as amended;
Fugitive Economic Offender	An individual who is declared a fugitive economic offender under Section 12 of the Fugitive Economic Offenders Act, 2018;
Fraudulent Borrower	Fraudulent borrower as defined under Regulation 2(1)(III) of the SEBI ICDR Regulations;
General Information Document/ GID	The General Information Document for investing in public issues prepared and issued in accordance with the SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 and the circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, and the UPI Circulars, as amended from time to time. The General Information Document shall be available on the websites of the Stock Exchange and the Book Running Lead Manager;
GIR Number	General Index Registry Number;
Gross Proceeds	The total Issue proceeds to be raised pursuant to the Issue;
IPO	Initial Public Offering;
Issue / Public Issue / Issue size/ Initial Public Issue /IPO	Initial Public Issue of up to 36,60,000 Equity Shares of ₹ 10 each ("Equity Shares") of S.R.G. Narrow Fab Limited ("S.R.G." or the "Company") for cash at a price of ₹ [●] per equity share (the "Issue Price"), aggregating to ₹ [●] lakhs ("the Issue") of the Issue, [●] Equity Shares aggregating to ₹[●] lakhs will be reserved for subscription by Market Maker ("Market Maker Reservation Portion"). The Issue less the Market Maker Reservation Portion i.e., Issue of [●] Equity Shares of face value of ₹ 10.00 each at an Issue Price of ₹ [●] per Equity Share aggregating to ₹ [●] lakhs are hereinafter referred to as the "Net Issue";
Individual Investor	Individual investor who applies for minimum application size.
Individual Investor Portions	Portion of the Issue being not less than 35% of the Net Issue consisting of [●] Equity Shares which shall be available for allocation to Individual Investors (subject to valid Bids being received at or above the Issue Price), which shall not be less than the minimum application size subject to availability in the Individual Investor Portion, and the remaining Equity Shares to be Allotted on a proportionate basis.
Issue document	Includes Red Herring Prospectus and Prospectus filed with Registrar of Companies;
Issue Agreement	The Issue Agreement dated September 24, 2026, entered amongst our Company and the Book Running Lead Manager (BRLM), pursuant to which certain arrangements are agreed to in relation to the Issue;
Issue Price	The price at which the Equity Shares are being issued by our Company being ₹ [●]/- per Equity Share;
Issue Proceeds	Proceeds to be raised by our Company through this Issue, for further details, please refer chapter titled "Objects of the Issue" page 98;
Listing Agreement	Unless the context specifies otherwise, this means the Equity Listing Agreement to be signed between our Company and the BSE;
Lot Size	The Market lot and Trading lot for the Equity Share is [●] and in multiples of [●] Equity Shares thereafter; subject to a minimum allotment of [●] Equity Shares to the successful

	applicants;
Mandate Request	Mandate Request means a request initiated on the Individual Investors by sponsor bank to authorize blocking of funds equivalent to the application amount and subsequent debit to funds in case of allotment;
Market Maker	Market Maker appointed by our Company from time to time, in this case being [●] who 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 any other period as may be notified by SEBI from time to time;
MarketMaker Agreement	The Market Making Agreement dated [●] between our Company, Book Running Lead Manager and Market Maker;
MarketMaker Reservation Portion	The reserved portion of [●] Equity Shares of face value of ₹10/- each fully paid for cash at an Issue price of ₹ [●] each aggregating to ₹ [●] to be subscribed by the Market Maker;
Minimum Promoter's Contribution	Aggregate of 20% of the fully diluted post-Issue Equity Share capital of our Company held by our Promoter which shall be provided towards minimum promoter's contribution of 20% and locked in for a period of three years from the date of listing;
Mutual Fund Portion	5% of the Net QIB Portion, or [●] Equity Shares, which shall be available for allocation to Mutual Funds only on a proportionate basis, subject to valid Bids being received at or above the Issue Price;
Mutual Funds	Mutual funds registered with SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, as amended from time to time;
Mobile App(s)	The mobile applications listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 or such other website as may be updated from time to time, which may be used by Individual Investors to submit Bids using the UPI Mechanism;
Net Issue	The Issue (excluding the Market Maker Reservation Portion) of [●] Equity Shares of face value of ₹10.00 each at an Issue Price of ₹ [●] per equity share (the "Issue Price"), including a share premium of ₹ [●] per equity share aggregating to ₹ [●] Lakhs;
Net Proceeds	Proceeds of the Issue that will be available to our Company, which shall be the gross proceeds of the Issue less the Issue expenses;
Net QIB Portion	The portion of the QIB Portion less the number of Equity Shares Allocated to the Anchor Investors;
Non- Resident	A person resident outside India, as defined under FEMA and includes NRIs, FPIs and FVCI's;
NPCI	NPCI, a Reserve Bank of India (RBI) initiative, is an umbrella organization for all retail payments in India. It has been set up with the guidance and support of the Reserve Bank of India (RBI) and Indian Banks Association (IBA);
Non-Institutional Investors/NIIs	All Applicants, including Category III FPIs, that are not QIBs (including Anchor Investors) or Individual Investors, and who have made Application for Equity Shares for more than two lots (i.e., for an amount more than the minimum application size), but not including NRIs other than Eligible NRIs.;
Non-Institutional Portion	The portion of the Issue being not less than 15% of the Net Issue, consisting of [●] Equity Shares, which shall be available for allocation on a proportionate basis to Non-Institutional Investors, subject to valid Bids being received at or above the Issue Price or through such other method of allocation as may be introduced under applicable law;
Other Investor	Investors other than Individual Investors. These include individual applicants other than individual investors who applies for minimum application size and other investors including corporate bodies or institutions irrespective of the number of specified securities applied for;
Pay-in-Period	The period commencing on the Bid/Issue Opening date and extended till the closure of the Anchor Investor Pay-in-Date;
Prospectus	The Prospectus to be filed with the RoC in accordance with the Companies Act, 2013, and the SEBI ICDR Regulations containing, inter alia, the Issue Price that is determined at the end of the Book Building Process, the size of the Issue and certain other information, including any addenda or corrigenda thereto;
Public Issue Account	The account to be opened with the Banker to the Issue under Section 40 of the Companies Act, 2013 to receive monies from the ASBA Accounts on the Designated Date;
Public Issue Bank	The bank(s) which is a clearing member and registered with SEBI as a banker to an issue

	with which the Public Issue Account(s) is opened for collection of Application Amounts from Escrow Account(s) and ASBA Accounts on the Designated Date, in this case being [●];
Payment through electronic transfer of funds	Payment through NECS, NEFT or Direct Credit, as applicable;
Person/ Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/ or incorporated in the jurisdiction in which it exists and operates, as the context requires;
Price Band	Price Band of a minimum price (Floor Price) of ₹ [●] and the maximum price (Cap Price) of ₹ [●] and includes revisions thereof. The Price Band will be decided by our Company in consultation with the BRLM and advertised in all national daily newspapers (one each in English and in Hindi) with wide circulation and one daily regional newspaper with wide circulation at least two working days prior to the Bid/ Issue Opening Date;
Pricing Date	The date on which our Company in consultation with the BRLM, will finalize the Issue Price;
Qualified Institutional Buyers or QIBs	A qualified institutional buyer as defined under Regulation 2(1)(ss) of the SEBI (ICDR) Regulations, 2018;
QIB Category/ QIB Portion	The portion of the Net Issue (including the Anchor Investor Portion) being not more than 50% of the Net Issue, consisting of [●] Equity Shares aggregating to ₹ [●] lakhs which shall be Allotted to QIBs (including Anchor Investors) on a proportionate basis, including the Anchor Investor Portion (in which allocation shall be on a discretionary basis, as determined by our Company in consultation with the BRLM), subject to valid Bids being received at or above the Issue Price or Anchor Investor Issue Price (for Anchor Investors);
Qualified Foreign Investors / QFIs	Non-resident investors other than SEBI registered FIIs or sub-accounts or SEBI registered FVCIs who meet 'know your client' requirements prescribed by SEBI;
Red Herring Prospectus / RHP	The Red Herring Prospectus to be issued in accordance with Section 32 of the Companies Act, 2013 and the provisions of the SEBI ICDR Regulations, which will not have complete details of the price at which the Equity Shares will be issued and the size of the Issue including any addenda or corrigenda thereto;
Refund Account	The account to be opened with the Refund Bank, from which refunds, if any, of the whole or part of the Application Amount to the Applicants shall be made;
Refund Bank(s)	The Bank which is a clearing member and registered with SEBI as a Banker to an Issue and with whom the Refund Account will be opened, in this case being [●] Limited;
Registered Brokers	The stock brokers registered with the stock exchanges having nationwide terminals, other than the members of the Syndicate and eligible to procure Bids;
Registrar Agreement	The agreement dated September 22, 2026 entered into between our Company and the Registrar to the Issue in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue;
Refund through electronic transfer of funds	Refunds through NECS, direct credit, RTGS or NEFT, as applicable;
Registered Broker	Stockbrokers registered with the stock exchanges having nationwide terminals, other than the Members of the Syndicate;
Regulations	SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;
Reserved Category/ Categories	Categories of persons eligible for making application under reservation portion;
Reservation Portion	The portion of the Issue reserved for category of eligible Applicants as provided under the SEBI (ICDR) Regulations, 2018;
Revision Form	The form used by the Applicants to modify the quantity of the Equity Shares or the Application Amount in any of their Application Forms or any previous Revision Form(s). QIBs and Non- Institutional Investors are not allowed to withdraw or lower their Application Amounts (in terms of quantity of Equity Shares or the Application Amount) at any stage. Individual Applicants can withdraw or revise their Application until Issue Closing Date);
Registrar and	Registrar and share transfer agents registered with SEBI and eligible to procure Applications

Share Transfer Agents or RTAs	at the Designated RTA Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 Dated November 10, 2015 issued by SEBI;
Registrar to the Issue /Registrar	The Registrar to the Issue being Maashitla Securities Private Limited;
SEBI Scores	Securities and Exchange Board of India Complaints Redress System;
Securities laws	Means the Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 and the rules and regulations made thereunder and the general or special orders, guidelines or circulars made or issued by the Board thereunder and the provisions of the Companies Act, 2013 or any previous company law and any subordinate legislation framed thereunder, which are administered by the Board;
SEBI SAST/ SEBI (SAST) Regulations	SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended;
SEBI (LODR) Regulations, 2015	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
Self-Certified Syndicate Bank(s)/	The list of SCSBs notified by SEBI for the ASBA process is available at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes, or at such other
SCSB(s)	website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which an ASBA Bidder (other than a RIB using the UPI Mechanism), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Application Forms, is available at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 , or at such other websites as may be prescribed by SEBI from time to time. In relation to Bids submitted to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Application Forms from the members of the Syndicate is available on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35) and updated from time to time. For more information on such branches collecting Application Forms from the Syndicate at Specified Locations, see the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35) as updated from time to time. In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019;
SEBI (PFUTP) Regulations/ PFUTP Regulations	SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Markets) Regulations, 2003;
Specified Locations	Centres where the Syndicate shall accept ASBA Forms from Applicants and in case of IIs only ASBA Forms with UPI;
Specified Securities	Equity shares issued through this Draft Red Herring Prospectus;
Sponsor Bank	Sponsor Bank means a Banker to the Issue registered with SEBI, which is appointed by the Issuer to act as a conduit between the Stock Exchanges and NPCI (National Payments Corporation of India) in order to push the mandate, collect requests and / or payment instructions of the Individual Investors into the UPI and carry out other responsibilities, in terms of the SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated

	November 1, 2018 issued by SEBI;
Sub Syndicate Member	A SEBI Registered member of BSE appointed by the BRLM and/ or syndicate member to act as a Sub Syndicate Member in the Issue;
Syndicate	Includes the BRLM, Syndicate Members and Sub Syndicate Members;
Syndicate Members	Syndicate members as defined under Regulation 2(1)(hhh) of the SEBI ICDR Regulations.
Syndicate Agreement	Agreement to be entered into among the Company, the Book Running Lead Manager, and the Syndicate Members in relation to collection of Bid cum Application Forms by the Syndicate;
Systemically Important Non-Banking Financial Company	Systemically important non-banking financial company as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations;
Transaction Registration Slip / TRS	The slip or document issued by the Syndicate or an SCSB (only on demand), as the case may be, to the Applicant, as proof of registration of the Application;
Underwriter	The BRLM who has underwritten this Issue pursuant to the provisions of the SEBI (ICDR) Regulations and the Securities and Exchange Board of India (Underwriters) Regulations, 1993, as amended from time to time;
Underwriting Agreement	The Agreement entered between the Underwriter and our Company dated [●];
UPI	Unified payment Interface, which is an instant payment mechanism, developed by NPCI;
UPI ID	ID created on UPI for single-window mobile payment system developed by the NPCI;
UPI ID Linked Bank Account	Account of the Individual Investors, applying in the Issue using the UPI mechanism, which will be blocked upon accepting the UPI mandate to the extent of the appropriate application amount and subsequent debit of funds in the case of allotment;
UPI Circular	The SEBI circular no. SEBI /HO / CFD /DIL2 / CIR /P /2018/138 dated November 1, 2018, read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI Circular no. SEBI / HO/ CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, Circular number SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, Circular number SEBI /HO/CFD /DIL2/CIR/P/2020/50 dated March 30, 2020, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/47 dated March 31, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 05, 2022, SEBI circular number SEBI/ HO/ CFD/ DIL2/P/ CIR/2022/51 dated April 20, 2022, and any subsequent circulars or notifications issued by SEBI and Stock Exchanges in this regard;
UPI Mandate Request	A request (intimating the Individual Investors by way of a notification on the UPI application and by way of a SMS directing the Individual Investors to such UPI application) to the Individual Investors initiated by the Sponsor Bank to authorize blocking of funds on the UPI application equivalent to Application Amount and subsequent debit of funds in case of Allotment;
UPI mechanism	The mechanism that may be used by a UPI Applicants to make an application in the Issue in accordance with the UPI Circulars;
Unified Payment Interface/ (UPI)	UPI is an instant payment system developed by the NPCI;
U.S. Securities Act	U.S. Securities Act of 1933, as amended;
UPI PIN	Password to authenticate UPI transaction;
Willful Defaulter	Willful defaulter as defined under Regulation 2(1)(lll) of the SEBI ICDR Regulations;
Working Day(s)	The days on which commercial banks in Mumbai are open for business; provided however, with reference to (i) announcement of Price Band; and (ii) Issue Period, "Working Day" shall mean all days, excluding all Sundays, Saturdays and public holidays, on which commercial banks in Mumbai are open for business; (iii) the time period between the Issue Closing Date and the listing of the Equity Shares on the Stock Exchanges, "Working Day" shall mean all trading days of Stock Exchanges, excluding Sundays and bank holidays, as per the circulars issued by SEBI, including

	the UPI Circulars;

Technical and Industry Related Terms

Term	Descriptions
AE / AEs	Advanced Economies
APAC	Asia-Pacific
ASEAN	Association of Southeast Asian Nations (ASEAN-5)
ATUFS	(Amended) Technology Upgradation Fund Scheme
Bn	Billion
Bps	Basis points
CAGR	Compound Annual Growth Rate
CMIE	Centre for Monitoring Indian Economy
CPI	Consumer Price Index
CRR	Cash Reserve Ratio
EMES / EMEs	Emerging Market Economies
EU	European Union
FRE	First Revised Estimates
FY	Financial Year
GDP	Gross Domestic Product
GNDI	Gross National Disposable Income
GST	Goods and Services Tax
GVA	Gross Value Added
HSN	Harmonized System of Nomenclature (tariff codes)
IMF	International Monetary Fund
LHS	Left Hand Side (chart axis)
LPG	Liquefied Petroleum Gas
Mn	Million
MMF	Man-Made Fibers
MoSPI	Ministry of Statistics and Programme Implementation
MPC	Monetary Policy Committee
MSME	Micro, Small and Medium Enterprises
NBFC	Non-Banking Financial Company
NTTM	National Technical Textiles Mission
OEM	Original Equipment Manufacturer
PFCE	Private Final Consumption Expenditure
PLI	Production Linked Incentive
PM MITRA	PM Mega Integrated Textile Region and Apparel
PPE	Personal Protective Equipment
PPP	Purchasing Power Parity
QoQ	Quarter-on-Quarter
R&D	Research and Development
RBI	Reserve Bank of India
RHS	Right Hand Side (chart axis)
Rs	Rupees
SAE	Second Advanced Estimates
SBR	Styrene-Butadiene Rubber
SWOT	Strengths, Weaknesses, Opportunities, Threats
UK	United Kingdom
US	United States
USD	US Dollar
WEO	World Economic Outlook
WPI	Wholesale Price Index
WTO	World Trade Organization
YoY	Year-on-Year

Conventional Terms / Abbreviations

Term	Description
A/c	Account;
ACS	Associate Company Secretary;
AGM	Annual General Meeting;
Approx	Approximately;
Arbitration Act	Arbitration and Conciliation Act, 1996;
AS/ Accounting Standards	Accounting Standards as issued by the Institute of Chartered Accountants of India;
ASBA	Applications Supported by Blocked Amount;
AMT	Amount;
AY	Assessment Year;
AOA	Articles of Association;
AIF	Alternative Investment Fund as defined in and registered with SEBI under the Securities and Exchange Board of India (Alternative Investments Funds) Regulations, 2012;
B. Com	Bachelor of Commerce;
Banking Regulation Act	Banking Regulation Act, 1949;
B.SC	Bachelor of Science;
CA	Chartered Accountant;
CAD	Current Account Deficit;
CAGR	Compound Annual Growth Rate;
CAPEX	Capital Expenditure;
Category- I foreign portfolio investor(s) / Category I FPIs	FPIs who are registered as "Category I foreign portfolio investors" under the SEBI FPI Regulations;
Category II foreign portfolio investor(s) / Category II FPIs	FPIs who are registered as "Category II foreign portfolio investors" under the SEBI FPI Regulations;
Category III foreign portfolio investor(s) / Category III FPIs	FPIs who are registered as "Category III foreign portfolio investors" under the SEBI FPI Regulations;
CDSL	Central Depository Services (India) Limited;
CFO	Chief Financial Officer;
CFPI	Consumer Food Price Index;
CGST	Central GST;
CIBIL	Credit Information Bureau (India) Limited;
CIN	Company Identification Number;
CIT	Commissioner of Income Tax;
Client ID	Client identification number of the Applicant's beneficiary account;
C.P.C.	Code of Civil Procedure, 1908;
CS & CO	Company Secretary & Compliance Officer;
CPI	Consumer Price Index;
CSR	Corporate Social Responsibility;
CST	Central Sales Tax;
Current Ratio	Current Assets/ Current Liabilities;
CY	Calendar Year;
Companies Act 1956	The Companies Act, 1956, as amended from time to time;
Companies Act 2013	The Companies Act, 2013 published on August 29, 2013 and applicable to the extent notified by MCA till date;
'COVID – 19'	A public health emergency of international concern as declared by the World Health Organization on January 30, 2020 and a pandemic on March 11, 2020;
Depositories	Together, NSDL and CDSL;
Debt to Equity	Debt to Equity is calculated as Total Debt / Total Equity;
Depositories Act	Depositories Act, 1996;
DIN	Director Identification Number;
DIPP	Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India;

DP	Depository Participant, as defined under the Depositories Act 1996;
DPIIT	Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India earlier known as Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India;
DP-ID	Depository Participant's identification;
EBIT	Restated profit before income tax + finance costs;
EBITDA	Earnings before Interest, Taxes, Depreciation and Amortization;
EBITDA Margin	EBITDA/ Revenue from operations;
ECS	Electronic Clearing System;
EGM	Extraordinary General Meeting;
ESIC	Employees State Insurance Act, 1948;
EPFA	Employee's Provident Funds and Miscellaneous Provisions Act,1952;
EMDEs	Emerging Markets and Developing Economies;
EPS	Earnings Per Share;
FCNR Account	Foreign Currency Non-Resident Account;
FDI	Foreign Direct Investment Act, 1999, read with rules and regulations thereunder;
FEMA	Foreign Exchange Management Act, 1999, read with rules and regulations thereunder;
FEMA Regulations	Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017;
FIIs	Foreign Institutional Investors (as defined under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000) registered with SEBI under applicable laws in India;
FIPB	Foreign Investment Promotion Board;
FPIs	Foreign Portfolio Investors as defined under the SEBI FPI Regulations as amended;
FTP	Foreign Trade Policy;
FVCI	Foreign Venture Capital Investors as defined and registered under the SEBI FVCI Regulations as amended;
FY / Fiscal / Financial Year	Period of twelve months ended March 31 of that particular year, unless otherwise stated;
FTA	Foreign Trade Agreement;
FV	Face Value;
GDP	Gross Domestic Product;
GoI/Government	Government of India;
GST	Goods & Services Tax;
GVA	Gross Value Added;
GW	Gigawatt;
HNIs	High Net Worth Individuals;
HUF	Hindu Undivided Family;
I.T. Act	Income Tax Act, 1961, as amended from time to time;
IAS Rules	Indian Accounting Standards, Rules 2015;
ICAI	The Institute of Chartered Accountants of India;
ICAT	International Centre for Automotive Technology;
ICSI	Institute of Company Secretaries of India;
IFRS	International Financial Reporting Standards;
IGST	Integrated Goods and Services Tax Act, 2017;
IIE	Indian Institute of Entrepreneurship;
IIP	Index of Industrial Production;
IMF	International Monetary Fund;
Indian GAAP	Generally Accepted Accounting Principles in India;
Ind AS	Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015;
IPR	Intellectual Property Right;
IRDAI Investment Regulations	Insurance Regulatory and Development Authority (Investment) Regulations, 2016;
ISIN	International Securities Identification Number. In this case being INE1NYQ01017;

ISO	International Organization for Standardization;
IST	Indian Standard Time;
JV	Joint Venture;
KPI	Key Performance Indicator;
KM / Km / km	Kilo Meter;
LMT	Lakh Metric Tons;
MCA	Ministry of Corporate Affairs, Government of India;
Merchant Banker	Merchant Banker as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
MICR	Magnetic Ink Character Recognition;
MoF	Ministry of Finance, Government of India;
MOU	Memorandum of Understanding;
NA	Not Applicable;
NAV	Net Asset Value;
NBFC	Non-Banking Financial Company;
NACH	National Automated Clearing House;
NCT	National Capital Territory;
NEFT	National Electronic Fund Transfer;
NECS	National Electric Clearing House;
N.I. Act	Negotiable Instruments Act, 1881;
NPCI	National Payments Corporation of India;
NRE Account	Non-Resident External Account;
NRO Account	Non-Resident Ordinary Account;
NSDL	National Securities Depository Limited;
NOC	No Objection Certificate;
OCB	Overseas Corporate Bodies;
p.a.	per annum;
p.m.	per month;
P/E	Price/earnings;
P/E Ratio	Price/Earnings Ratio;
PAC	Persons Acting in Concert;
PAN	Permanent Account Number;
PAT	Profit After Tax;
PAT Margin	Profit for the year as a % of Total Revenue;
PBT	Profit Before Tax;
PLR	Prime Lending Rate;
POA	Power of Attorney;
PSU	Public Sector Undertaking(s);
Pvt.	Private;
PMGK	Pradhan Mantri Garib Kalyan Package;
PMI	Purchasing Managers' Index;
PPP	Purchasing power parity;
RBI	Reserve Bank of India;
Regulation S	Regulation S under the U.S. Securities Act;
RoC	Registrar of Companies;
Return of Capital Employed (RoCE)	EBIT / (Equity + Long-term Debt);
Return on Equity	Profit for the year from continuing operations / Average of opening and closing Total Equity for the year;
R & D	Research and Development;
Return of Net Worth (RoNW)	Profit for the year attributable to owners of the Parent divided by the net worth at the end of the respective year;
Rupees / Rs. / ₹/INR	Rupees, the official currency of the Republic of India;
RTGS	Real Time Gross Settlement;
SCRA	Securities Contract (Regulation) Act, 1956, as amended from time to time;

SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time;
SEBI	Securities and Exchange Board of India;
SEBI Act	Securities and Exchange Board of India Act, 1992;
RBI	Reserve Bank of India;
Regulation S	Regulation S under the U.S. Securities Act;
RoC	Registrar of Companies;
Return of Capital Employed (RoCE)	EBIT/ Capital Employed (Total Assets minus Current Liabilities);
Return on Equity	Profit for the year from continuing operations / Average of opening and closing Total Equity for the year;
RBI	Reserve Bank of India;
R & D	Research and Development;
Return of Net Worth (RoNW)	Profit for the year attributable to owners of the Parent divided by the net worth at the end of the respective year;
Rupees / Rs. / ₹/INR	Rupees, the official currency of the Republic of India;
RTGS	Real Time Gross Settlement;
SCRA	Securities Contract (Regulation) Act, 1956, as amended from time to time;
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time;
SEBI	Securities and Exchange Board of India;
SEBI Act	Securities and Exchange Board of India Act, 1992;
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investments Funds) Regulations, 2012, as amended;
SEBI FII Regulations	Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995 as amended;
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended;
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended;
SEBI LODR Regulations, 2015 / SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 notified on September 2, 2015 as amended;
SEBI VCF Regulations	Securities and Exchange Board of India (Venture Capital Fund) Regulations, 1996, as repealed by the SEBI AIF Regulations, as amended;
Sec.	Section;
Securities Act	U.S. Securities Act of 1933, as amended;
SGST	State Goods and Services Tax Act, 2017;
STT	Securities Transaction Tax;
TAN	Tax Deduction and collection Account Number;
Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
TIN	Taxpayers Identification Number;
TRS	Transaction Registration Slip;
TDS	Tax Deducted at Source;
UGST	Union Territory Goods and Services Tax Act, 2017;
UPI	Unified Payments Interface, a payment mechanism that allows instant transfer of money between any two persons bank account using a payment address which uniquely identifies a person's bank account;
US/United States	United States of America;
USD/ US$/ $	United States Dollar, the official currency of the Unites States of America;
VCF/ Venture Capital Fund	Foreign Venture Capital Funds (as defined under the Securities and Exchange Board of India; (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India;
WDV	Written Down Value;
w.e.f.	With effect from;
w.r.t.	With respect to;
Wilful Defaulter(s)	Wilful defaulter as defined under Regulation 2(1) (lll) of the SEBI ICDR Regulations, 2018 as amended;

WIP	Work in process;
WPI	Wholesale Price Index;

Key Performance Indicators

Term	Description
Revenue from operation	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business.
Revenue Growth Rate %	Revenue Growth rate informs the management of annual growth rate in revenue of the company in consideration to previous period
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
EBITDA Growth Rate %	EBITDA Growth Rate informs the management of annual growth rate in EBITDA of company in consideration to previous period
ROCE %	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
Current Ratio	Current ratio indicates the company's ability to bear its short-term obligations
Operating Cash Flow	Operating cash flow shows whether the company is able to generate cash from day-to-day business
PAT	Profit after Tax is an indicator which determine the actual earning available to equity shareholders
ROE/RoNW	It is an indicator which shows how much company is generating from its available shareholders' funds
EPS	Earning per shares is the company's earnings available of one share of the Company for the period

Notwithstanding the foregoing:

- In the section titled "*Main Provisions of Articles of Association*" beginning on page 315 of this Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;
- In the chapters titled "*Our Business*" beginning on page 159, of this Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;
- In the section titled "*Risk Factors*" beginning on page 24 of this Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;
- In the chapter titled "*Statement of Possible Tax Benefits*" beginning on page 123 of this Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;

In the chapter titled "*Management Discussion and Analysis of Financial Position and Results of Operations*" beginning on page 232 of this Draft Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section.

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CERTAIN CONVENTIONS, CURRENCY OF PRESENTATION, USE OF FINANCIAL INFORMATION AND MARKET DATA

Certain Conventions

All references to "India" contained in this Draft Red Herring Prospectus are to the Republic of India and its territories and possessions and all references herein to the "Government", "Indian Government", "GoI", Central Government" or the "State Government" are to the Government of India, central or state, as applicable.

Unless otherwise specified, any time mentioned in this Draft Red Herring Prospectus is in Indian Standard Time ("IST"). Unless indicated otherwise, all references to a year in this Draft Red Herring Prospectus are to a calendar year. Unless stated otherwise, all references to page numbers in this Draft Red Herring Prospectus are to the page numbers of this Draft Red Herring Prospectus.

In this Draft Red Herring Prospectus, the terms "we", "us", "our", unless the context otherwise indicates or implies, refers to our Company.

Financial Data

Unless stated otherwise or the context otherwise requires, the financial information and financial ratios in this Draft Red Herring Prospectus has been derived from our Restated Financial Information. For further information, please see the section titled "Financial Information" on Page 229.

Our Company's financial year commences on April 1 and ends on March 31 of the next year. Accordingly, all references to a particular financial year, unless stated otherwise, are to the twelve (12) month period ended on March 31 of that year.

There are significant differences between Indian GAAP, Ind AS, IFRS and U.S. GAAP. Our Company has not attempted to explain those differences or quantify their impact on the financial data included herein, and the investors should consult their own advisors regarding such differences and their impact on the financial data. Accordingly, the degree to which the restated financial statements included in the draft red herring prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in the draft red herring prospectus should accordingly be limited.

Unless otherwise indicated, any percentage amounts, as set forth in this draft red herring prospectus, including in the Sections titled "Risk Factors", "Business Overview" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on page 24, 159, and 132 respectively, have been calculated on the basis of the restated audited financial statements of our Company included in this draft red herring prospectus.

Non-GAAP Financial Measures

Net Worth, Return on Net Worth, EBITDA, EBITDA Margin, PAT Margin and Return on Capital Employed ("Non-GAAP Measures"), presented in this Draft Red Herring Prospectus are supplemental measures of our performance and liquidity that are not required by, or presented in accordance with Indian GAAP. Further, these Non-GAAP Measures are not a measurement of our financial performance or liquidity under Indian GAAP and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the years or any other measure of financial performance or as an indicator of our operating performance, liquidity, profitability or cash flows generated by operating, investing or financing activities derived in accordance with Indian GAAP.

In addition, the Non-GAAP Measures are not standardized terms, hence a direct comparison of these Non-GAAP Measures between companies may not be possible. Other companies may calculate these Non-GAAP Measures differently from us, limiting its usefulness as a comparative measure. Although such Non-GAAP Measures are not a measure of performance calculated in accordance with applicable accounting standards, our management believes that they are useful to an investor in evaluating us as they are widely used measures to evaluate an entity's operating performance.

Currency and Units of Presentation

All references to "Rupees", "Rs.", "INR" or "₹" are to Indian Rupees, the official currency of the Republic of India. All references to "£" or "GBP" are to Great Britain Pound, the official currency of the United Kingdom. All references to "$", "US$", "USD", "U.S. $" or "U.S. Dollars" are to United States Dollars, the official currency of the United States of America. Our Company has presented certain numerical information in this draft red herring prospectus in "Lakh" units. One lakh represents 1,00,000. In this draft red herring prospectus, any discrepancies in any table between the total and the sums of the amounts listed therein are due to rounding-off.

All references to 'million' / 'Million' / 'Mn' refer to one million, which is equivalent to 'ten lacs' or 'ten lakhs', the word 'Lacs/ Lakhs / Lac' means 'one hundred thousand' and 'Crore' means 'ten million and 'billion / bn./ Billions' means 'one hundred crores'

Exchange rates

This Draft Red Herring Prospectus contains conversions of certain other currency amounts into Indian Rupees that have been presented solely to comply with the SEBI ICDR Regulations. These conversions should not be construed as a representation that these currency amounts could have been, or can be converted into Indian Rupees, at any particular rate or at all.

The following table sets forth, for the periods indicated, information with respect to the exchange rate between the Indian Rupee and other foreign currencies:

Currency	Exchange rate as on (in ₹)		
	March 31, 2026	March 31, 2025	March 31, 2024
1 USD	96.65	85.58	83.37

Source: RBI / Financial Benchmark India Private Limited (www.fbil.org.in)

(1) Since March 31, 2024, was a Sunday, the exchange rate of March 28, 2024, was considered, being the last working day prior to March 31, 2024.
(2) Since March 31, 2025, was a Public Holiday, the exchange rate of March 28, 2025, was considered being the last working day prior to March 31, 2025.
(3) Since March 31, 2026, was a Public Holiday, the exchange rate of March 30, 2026, was considered being the last working day prior to March 31, 2026.

Industry and Market Data

Unless stated otherwise, industry and market data used in this Draft Red Herring Prospectus, including in "Industry Overview" and "Business Overview" on pages 126 and 159, respectively, has been obtained or derived from the report titled "**Elastic Industry**" dated September 24, 2026 prepared by B2K Analytics Private Limited ("**B2K Analytics**").

B2K Analytics is an independent agency which has no relationship with our Company, our promoters, any of our directors or Key Managerial Personnel or the Book Running Lead Manager. The B2K Analytics Report has been exclusively commissioned by our Company pursuant to an engagement letter with B2K Analytics dated April 27, 2026 for the purpose of confirming our understanding of the industry in which our Company operates, in connection with the Issue.

Except of the B2K Analytics Report are disclosed in this Draft Red Herring Prospectus and there are no parts, information or data from the B2K Analytics Report which would be relevant for the Issue that have been left out or changed in any manner by our Company for the purposes of this Draft Red Herring Prospectus. The data used in these sources may have been reclassified by us for the purposes of presentation. Data from these sources may also not be comparable, on account of there being no standard data gathering methodologies in the industry in which the business of our Company is conducted, and methodologies and assumptions may vary widely among different industry sources.

Accordingly, the extent to which the market and industry data used in this Draft Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data.

Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those discussed in "Risk Factor 57 – Industry information included *in this Draft Red Herring Prospectus has been derived from an industry report commissioned and paid by us for such a purpose*" on page 50. Accordingly, investment decisions should not be based solely on such information.

Disclaimer of B2K Analytics

This report has been prepared by B2K Analytics Private Limited ("B2K Analytics") using information from sources believed to be reliable and with due care. However, B2K Analytics does not warrant or guarantee the accuracy, completeness, or adequacy of such information and shall not be responsible for any errors, omissions, or outcomes arising from its use.

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FORWARD-LOOKING STATEMENTS

This Draft Red Herring Prospectus contains certain "forward-looking statements". These forward-looking statements generally can be identified by words or phrases such as "aim", "anticipate", "believe", "expect", "estimate", "intend", "objective", "plan", "propose", "project", "will", "will continue", "will pursue" or other words or phrases of similar import. Similarly, statements that describe our strategies, objectives, plans or goals are also forward-looking statements. All forward-looking statements are subject to risks, uncertainties, expectations and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. These forward-looking statements, whether made by us or a third party, are based on our current plans, estimates and expectations and actual results may differ materially from those suggested by such forward-looking statements.

Actual results may differ materially from those suggested by forward-looking statements due to risks or uncertainties associated with expectations relating to and including, regulatory changes pertaining to the industries in India in which we operate and our ability to respond to them, our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks, general economic and political conditions in India which have an impact on its business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic laws, regulations and taxes and changes in competition in the industries in which we operate.

Certain important factors that could cause actual results to differ materially from our Company's expectations include, but are not limited to, the following:

- Any failure to obtain the approval/licenses or permits to operate for the Proposed 3rd and 4th floor, may adversely affect our business, financial condition, cash flows and results of operations.
- Changes in laws and regulations relating to the Sectors in which we operate;
- Our Registered and Corporate Office, manufacturing units, and suppliers of our raw material, Yarn, are majorly located in Gujarat exposing us to regulatory and other geography specific risks such as labour unrests, terrorist attacks, other acts of violence and occurrence of natural and man-made disasters.
- Any changes or cancellations of supply of Yarn and Rubber by our major suppliers owing to absence of formal arrangement, or a shortage of Yarn and Rubber in the market may have an adverse impact on our business, financial condition and results of operations.
- Our inability to collect receivables and default in payment from our customers could result in the reduction of our profits and affect our cash flows.
- Political instability or changes in the Government in India or in the government of the states where we operate could cause us significant adverse effects;
- Our dependence on limited number of customers/suppliers/brands for a significant portion of our revenues;
- Increased competition in industries/sector in which we operate;
- Our ability to expand our geographical area of operation;
- Our inability to capitalise the opportunities and growth in the textile industry;
- Failure to obtain any applicable approvals, licenses, registrations and permits in a timely manner and
- Our inability to successfully diversify our product offerings may adversely affect our growth and negatively impact our profitability.
- There are certain discrepancies/errors noticed in some of our corporate records relating to forms filed with the Registrar of Companies and other provisions of Companies Act, 2013. Any penalty or action taken by any regulatory authorizes in future for non-compliance with provisions of corporate and other law could impact the financial position of the Company to that extent.
- We have not made any alternate arrangements for meeting our capital requirements for the Objects of the Issue. Further we have not identified any alternate source of financing the 'Objects of the Issue'. Any shortfall in raising / meeting the same could adversely affect our growth plans, operations and financial performance.

For a further discussion of factors that could cause our actual results to differ, refer to section titled "Risk Factors", beginning on page 24.

By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could be materially different from those that have been estimated. Forward- looking statements reflect our current views as of the date of this Draft Red Herring Prospectus and are not a guarantee of future performance. Although we believe that the assumptions on which such statements are based are reasonable, any such assumptions as well as the statement based on them could prove to be inaccurate.

There can be no assurance to investors that the expectations reflected in these forward-looking statements will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements and not to regard such statements to be a guarantee of our future performance.

Neither our Company, our Directors, our Officers, Book Running Lead Manager and Underwriter nor any syndicate member nor any of their respective affiliates have any obligation to update or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition.

In accordance with SEBI requirements, our Company, and the Book Running Lead Manager will ensure that investors in India are informed of material developments until such time as the grant of listing and trading permission by the Stock Exchange for the Equity Shares allotted pursuant to this Issue.

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SECTION II – RISK FACTORS

An investment in Equity Shares involves a high degree of financial risk. You should carefully consider all information in this Draft Red Herring Prospectus, including the risks described below, before making an investment in our Equity Shares. If any of the following risks, or other risks that are not currently known or are now deemed immaterial, actually occur, our business, results of operations, cash flows and financial condition could suffer, the price of the Equity Shares could decline, and you may lose all or part of your investment. In making an investment decision, prospective investors must rely on their own examination of us and the terms of the Issue including the merits and risks involved. Investors should consult their tax, financial and legal advisors about particular consequences to them of an investment in the Issue. The risk factors set forth below do not purport to be complete or comprehensive in terms of all the risk factors that may arise in connection with our business or any decision to purchase, own or dispose of the Equity Shares. This section addresses general risks associated with the industry in which we operate and specific risks associated with our Company. However, there are certain risk factors where the financial impact is not quantifiable and, therefore, such financial impact cannot be disclosed in such risk factors. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implications of any of the risks described in this section. Any of the following risks, as well as the other risks and uncertainties discussed in this Draft Red Herring Prospectus, could have a material adverse effect on our business and could cause the trading price of our Equity Shares to decline and you may lose all or part of your investment.

Unless otherwise indicated, Industry and market data used in this section have been derived from the report titled "Report on Elastic Industry" dated September 24, 2026, prepared and issued B2K Analytics Private Limited (the "B2K Analytics Report").

We have commissioned and paid for the B2K Analytics Report for the purpose of confirming our understanding of the industry exclusively in connection with the Issue. We officially engaged B2K Analytics Private Limited in connection with the preparation of the B2K Analytics Report pursuant to the engagement letter. A copy of B2K Analytics Report shall be available on the website of our Company i.e., https://www.srgelastics.com/ from the date of this Draft Red Herring Prospectus until the Bid/Issue Closing Date. The data included in this section includes excerpts from the B2K Analytics Report and may have been re-ordered by us for the purposes of presentation.

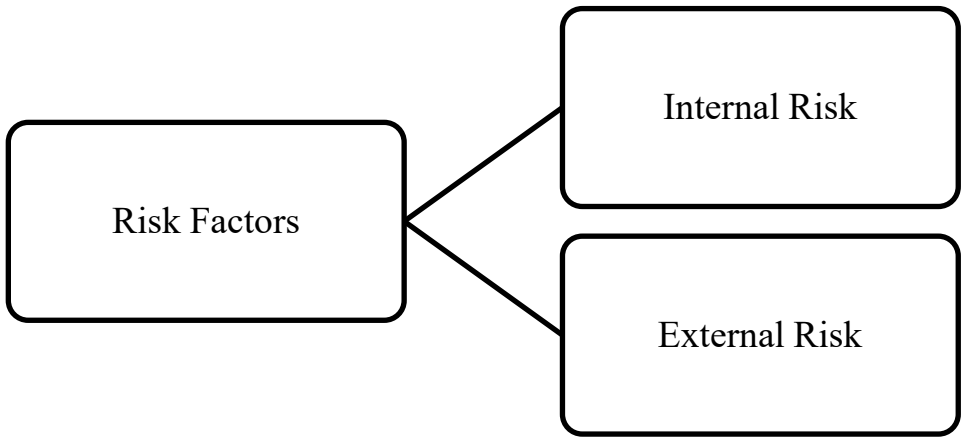
This Draft Red Herring Prospectus also contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including the considerations described below and elsewhere in this Draft Red Herring Prospectus. See chapter titled "Forward Looking Statements" beginning on page 22 of this Draft Red Herring Prospectus.

To obtain a better understanding of our business, you should read this chapter in conjunction with other chapters of this Draft Red Herring Prospectus, including the chapters titled "Business Overview", "Management's Discussion and Analysis of Financial Condition and Results of Operations", "Industry Overview" and "Restated Financial Statements" on page 159, 232, 126 and 229 respectively of this Draft Red Herring Prospectus, together with all other Restated Financial Statements contained in this Draft Red Herring Prospectus. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including the considerations described below and elsewhere in this Draft Red Herring Prospectus.
Unless otherwise stated, the financial data in this chapter is derived from our Restated Financial Statements for the financial years ended March 31, 2026, March 31, 2025, and March 31, 2024 as included in "Restated Financial Statements" beginning on page 229 of this Draft Red Herring Prospectus.

MATERIALITY

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality.

- Some events may have material impact quantitatively.
- Some events may have material impact qualitatively instead of quantitatively.
- Some events may not be material individually but may be found material collectively.
- Some events may not be material at present but may be having material impact in future.



INTERNAL RISK FACTORS

1. ***Our existing manufacturing facility are concentrated in a single region i.e., Surat District in the state of Gujarat and therefore, any localized social unrest, natural disaster or breakdown of services or any other natural disaster in and around Gujarat and the inability to operate and grow our business in this particular region may have an adverse effect on our business, financial condition, results of operations, cash flows and future business prospects.***

   The Company operates two manufacturing units situated at: (i) R.S. No. 271/P & 272/P, Plot No. 4227, Road No. 42, G.I.D.C. Sachin, Talangpur, Surat – 394230, and (ii) R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin, Talangpur, G.I.D.C., Surat, Chorasi – 394230, Gujarat, India, Gujarat, India. The Registered Office of the Company is situated at the manufacturing unit located at Plot No. 4105. As our operations are concentrated in a single geography, any adverse social, political or economic developments, natural calamities, civil disturbances, or changes in policies of the state or local authorities in Gujarat could disrupt our manufacturing operations and adversely affect our business.

   This operational and commercial concentration in Gujarat exposes us to significant geographic concentration risks. Any local or regional disruptions such as changes in state regulations, labour unrest, natural calamities such as floods, droughts, or earthquakes, industrial accidents, political or social unrest, or public health emergencies, could have a direct and adverse impact on both our production and sales functions.

   While we have not experienced any material operational disruptions at our Manufacturing Facility in preceding three Fiscal years. Any significant disruption at our Manufacturing Facility could delay production, result in inventory build-up, impair our ability to meet customer orders, and disrupt our supply chain. These factors could lead to order cancellations, contractual penalties, customer attrition, and reputational harm, thereby adversely affecting our revenue and profitability. Given the absence of geographic diversification in both our operations and customer base, any adverse event impacting the state of Gujarat may have a material and disproportionate effect on our overall business, financial condition, results of operations, and cash flows.

2. ***Our business is dependent and will continue to depend on our manufacturing facilities, and we are subject to certain risks in our manufacturing process. Any slowdown or shutdown in our manufacturing operations or strikes, work stoppages or increased wage demands by our workers that could interfere with our operations could have an adverse effect on our business, financial condition and results of operations.***

   Our business operations are significantly dependent on the continuous and efficient functioning of our manufacturing facilities situated at Surat, Gujarat. We currently operate two manufacturing units for the manufacturing of elastics, and any disruption, slowdown, or shutdown in operations at these facilities could adversely affect our business operations, production schedules, financial condition, and results of operations. However, our operations face a spectrum of operational risks, some of which are beyond our control, such as the breakdown, failure of equipment or industrial accidents, severe weather conditions and natural disasters. Any significant malfunction or breakdown of our machineries, our equipment, our process systems may entail significant repair and maintenance costs and cause delays in our operations. If we are unable to repair our assets and systems in a timely manner or at all, our operations may need to be suspended until we procure the appropriate assets to replace them. In addition, we may be required to carry out planned shutdowns of our facilities for maintenance and testing, or may shut down certain facilities for capacity expansion and equipment upgrades. Success of our operations depend on availability of labour and good relationships with our labour force. As of the date of this Draft Red Herring Prospectus, our employees are not members of any

organised labour unions. Strikes and lockouts as a result of disputes with our labour force may adversely affect our operations. While we have not had instance of strikes, lockouts or labour disputes in the past, we cannot assure you that we shall not experience any strikes or lockouts on account of labour disputes in the future. Such events could disrupt our operations and may have a material adverse effect on our business, financial condition and results of operations. Further, we may be subject to manufacturing disruptions due to contraventions by us of any of the conditions of our regulatory approvals, which may require our manufacturing facilities to cease, or limit production until the disputes concerning such approvals are resolved. Although we have not experienced any significant disruptions at our manufacturing facilities in the past, we cannot assure you that there will not be any disruptions in our operations in the future. Our inability to effectively respond to such events and rectify any disruption, in a timely manner and at an acceptable cost, could lead to the slowdown or shutdown of our operations or the under-utilization of our manufacturing facilities, which in turn may have an adverse effect on our business, financial condition and results of operations.

3. ***Our business is dependent on the performance of the textile and related industries, and any slowdown in such industries may adversely affect our business, results of operations and financial condition.***

   Our business is dependent on the overall growth and performance of the textile and related industries, as our elastics products are primarily used in textile and garment applications. Further, since a significant portion of our revenues is derived from customers engaged in textile and related industries, any downturn, recession, operational disruption, or reduced spending in these industries could adversely affect the demand for our products and adversely affect our business operations, financial condition, and results of operations.

   The textile industry is influenced by various factors such as changes in consumer preferences and fashion trends, fluctuations in raw material prices, availability of labour, changes in government policies and regulations, economic slowdowns, inflation, export-import restrictions, global demand conditions, and competitive market dynamics. Any adverse impact on the textile and garment industries may result in reduced production activities by our customers, lower order volumes, pricing pressure, delay in payments, or loss of customers. While we have not experienced any material adverse impact due to fluctuations in demand from such industries in the past years, there can be no assurance that such stability will continue in the future. Any sustained decline in demand or adverse industry conditions may result in reduced sales volumes, pricing pressure and increased competition, which could have a material adverse effect on our business, results of operations and financial condition. While we have not experienced any material adverse impact due to fluctuations in demand from such industries in the past years, there can be no assurance that such stability will continue in the future.

   Accordingly, any prolonged slowdown or instability in the textile and related industries may have an adverse effect on our business prospects, cash flows, financial condition, and results of operations.

4. ***Our Company's manufacturing activities are labour intensive and depend on availability of labour. In case of unavailability of such, our business operations could be affected.***

   Our operations and manufacturing process are labour intensive and depends on our ability to retain labour. In case such labour is unavailable or we are unable to identify and retain such labour, our business could be adversely affected. We cannot guarantee that we may be able to continue with the same labourers on favourable terms or at all. Any such failure may impact the operations, business process and profitability. Additionally, we have seen an increasing trend in manpower costs in India, which has had a direct impact on our employee costs and consequently, on our margins. Further, the minimum wage laws in India may be amended leading to upward revisions in the minimum wages payable in one or more states. We may need to increase compensation and other benefits in order to attract and retain key personnel in the future and that may materially affect our costs and profitability. We cannot assure you that as we continue to grow our business in the future, our employee costs and wages coupled with operating expenses will not significantly increase.

5. ***Our raw materials and finished elastic products are highly flammable, and any fire, accident or mishap at our manufacturing facilities or premises could result in significant property damage, business interruption and financial loss.***

   Our manufacturing operations involve the storage and handling of yarns, threads, chemicals, fuels, packaging materials, and finished elastic products, many of which are flammable in nature and may expose us to risks of fire, accidents, explosions, or other industrial mishaps at our manufacturing facilities and storage premises. Any such incidents may lead to injury or loss of life, damage to machinery, inventory, buildings, and other assets, disruption or shutdown of manufacturing operations, and significant financial losses.

Our manufacturing facilities are also dependent on continuous operation of machinery, electrical equipment, and fuel-based processes, which may increase the risk of fire hazards, electrical short circuits, mechanical failures, or operational accidents. Although we undertake safety measures and maintain insurance coverage as considered appropriate, there can be no assurance that such measures or insurance coverage will be adequate to cover all potential losses or liabilities arising from such incidents.

Any fire, accident, natural calamity, or industrial mishap at our manufacturing facilities may result in interruption of business operations, delay in execution of customer orders, regulatory actions, reputational damage, loss of customers, and additional costs towards repairs, replacement, compensation, and compliance requirements.

While we maintain insurance coverage and have implemented safety measures and fire prevention systems, there can be no assurance that such measures will be adequate to prevent or mitigate future incidents. Any failure to effectively respond to or recover from such events in a timely and cost-effective manner could result in operational disruptions, under-utilisation of facilities and have a material adverse effect on our business, results of operations, financial condition and prospects.

6. ***We depend on certain suppliers for our raw materials required for our operations and we do not have long-term agreements with suppliers for our raw materials and an increase in the cost of, or a shortfall in the availability or quality of such raw materials could have an adverse effect on our business, financial condition and results of operations.***

Our business is significantly affected by the availability, cost and quality of the raw materials. Our Major raw materials include Yarn and Rubber. We are dependent on external suppliers for certain of the materials. The prices and supply of our raw materials depend on factors beyond our control, including general economic conditions, competition, production levels, transportation costs and duties. If, for any reason, our suppliers of raw materials should curtail or discontinue their delivery of such materials to us in the quantities we need or at prices that are competitive or expected by us, our ability to meet the requirements of our customers could be impaired and our earnings and business could suffer.

Further, we may not be able to pass on any increase in the cost of manufacturing our products to our customers, which may adversely affect our results of operations. If we are unable to source raw materials from key suppliers in a timely manner, our production processes and results of operations may be adversely impacted. There can be no assurance that we would be able to source required quantities or qualities of raw materials in a cost-effective manner in future periods. In addition, we usually do not enter into long-term supply contracts with any of our raw material suppliers and typically source raw materials from third-party suppliers from the open market. The absence of long-term contracts at fixed prices exposes us to volatility in the prices of raw materials that we require and we may be unable to pass these costs onto our customers, which may reduce our profit margins. We face a risk that one or more of our existing suppliers may discontinue their supplies to us, and any inability on our part to procure raw materials or products from alternate suppliers in a timely manner, or on commercially acceptable terms, may adversely affect our business, financial condition and results of operations.

Following is the purchase breakup of the top five and top ten suppliers of our Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Top 5 suppliers	2,344.03	61.05	1,683.92	63.90	1,637.94	71.15
Top 10 suppliers	3,106.94	80.92	2,111.15	80.11	1,961.76	85.22

The following table provides a breakdown of our top 10 suppliers that constituted more than 50% of our total supplies for the year ended on March 31, 2026:

Sr. No.	Name of the Suppliers*	Amount (in lakhs)	%
1.	Supplier 1	606.88	15.81%
2.	Supplier 2	535.16	13.94%
3.	Supplier 3	449.61	11.71%
4.	Supplier 4	439.89	11.46%
5.	Supplier 5	312.49	8.14%
6.	Supplier 6	257.3	6.70%
7.	Supplier 7	181.95	4.74%
8.	Supplier 8	120.4	3.14%
9.	Supplier 9	106.25	2.77%
10.	Supplier 10	97.01	2.53%
Total		**3,106.94**	**80.92%**

**The names of the top suppliers have not been disclosed due to business confidentiality, commercially sensitive considerations and in the absence of consent from them.*
Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

The above concentration of suppliers exposes us to supply-side risks in the event of any disruption due to financial distress, insolvency, logistical bottlenecks, weather disruptions, or regulatory actions affecting these suppliers. We typically procure raw materials on the basis of short-term arrangements or purchase orders and do not enter into long-term supply contracts. While this approach provides flexibility, it limits stability in terms of pricing and assured volumes.

Although we have not faced any material supply disruptions in last 3 Fiscals. There can be no assurance that future disruptions in supply, adverse movements in raw material prices, or deterioration in the quality of raw material procured will not materially and adversely affect our business operations, financial condition, cash flows, and results of operations.

7. ***A major portion of our revenue from sale of products is dependent upon a limited number of customers, and any loss of such customers or reduction in their business could adversely affect our business, results of operations and financial condition.***

We derive a substantial portion of our revenue from a limited number of customers. Revenue from our top ten customers contributed 27.43%, 53.20% and 43.53% of our total revenue from operations for the Financial Years 2026, 2025 and 2024, respectively. Refer chapter titled – Business Overview on page 159 for the Top 10 Customers for the Financial Years 2026, 2025 and 2024, respectively.

Following is the revenue breakup of the top five and top ten Customers of our Company for the financial years ended March 31, 2026, 2025 and 2024:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Top 5 customers	1152.99	19.21	1957.59	41.61	1017.96	34.67
Top 10 customers	1646.74	27.43	2502.59	53.2	1278.15	43.53

The following table provides a breakdown of our top 10 customers that constituted more than 50% of our total sales for the year ended on March 31, 2026:

Sr. No.	Name of the Customers*	Amount (in lakhs)	%
1.	Customer 1	363.71	6.06%
2.	Customer 2	288.65	4.81%
3.	Customer 3	194.61	3.24%
4.	Customer 4	157.64	2.63%
5.	Customer 5	148.38	2.47%
6.	Customer 6	120.52	2.01%
7.	Customer 7	118.00	1.97%
8.	Customer 8	103.52	1.72%
9.	Customer 9	76.92	1.28%
10.	Customer 10	74.79	1.25%
	Total	**1,646.74**	**27.43%**

**The names of the top customers have not been disclosed due to business confidentiality, commercially sensitive considerations and in the absence of consent from them*
Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

Our dependence on key customers exposes us to risks such as reduction in order volumes, loss of customers, delays in payments, changes in procurement policies or adverse changes in their financial condition. Any inability to retain our existing customers or attract new customers may result in a decline in our revenues and profitability. While we have not experienced any material adverse impact on our business due to loss of key customers in the past years, there can be no assurance that such relationships will continue in the future.

Any adverse developments affecting our key customers or our relationships with them, including reduction in demand for our products or shift to alternative suppliers, could have a material adverse effect on our business, results of operations, financial condition and cash flows.

8. ***Our manufacturing operations are subject to various statutory and regulatory requirements, and any failure or delay in obtaining or maintaining applicable approvals, licenses, registrations, consents and certificates may adversely affect our business, financial condition and results of operations.***

Our Company is engaged in the manufacture of various types of elastic products, including woven elastic, undergarment elastic, knitted elastic, furniture elastic, shoes elastic, luggage elastic and surgical elastic. Our manufacturing processes primarily utilise yarn and rubber and also involve the use of chemicals, finishing and dyeing, testing and quality checks. We operate our manufacturing facilities at GIDC Sachin, Surat, and have progressively expanded our manufacturing operations and installed machinery.

Our manufacturing activities, premises and operations are subject to various applicable Central, State and local laws, rules, regulations, directions and requirements and, depending upon the nature and scale of our operations, may require us to obtain and maintain various consents, approvals, licenses, registrations, permissions, authorisations and certificates from governmental, statutory and regulatory authorities. The applicability of such approvals and registrations may depend upon, among other things, the nature and scale of our manufacturing activities, the processes undertaken, the raw materials and chemicals used, the machinery installed, the nature and quantity of waste generated, the use and configuration of our premises and the requirements prescribed by the relevant authorities from time to time. Based on our current assessment of the applicable laws and regulatory requirements, we have not obtained certain approvals, consents, licenses, registrations and certificates, including Consent to Establish ("CTE"), Consent to Operate ("CTO"), applicable waste management authorisation/certificate, Fire Safety Certificate, Shop and Establishment registration/certificate and applicable registration/certificate under the Legal Metrology laws, as we presently understand that such approvals, consents, licenses, registrations or certificates are not applicable to our existing operations and premises. However, there can be no assurance that the relevant governmental, statutory or regulatory authorities will not take a different view regarding the applicability of any such approval, consent, license, registration or certificate or require us to obtain the same.

Further, the applicability of such approvals, consents, licenses, registrations and certificates may change in the future due to changes in applicable laws, rules or regulations, changes in interpretation or enforcement thereof, expansion or modification of our manufacturing activities, installation of additional machinery, increase in production capacity,

changes in the nature or quantity of raw materials or chemicals used, changes in our manufacturing processes or premises, or any directions, notices or requirements issued by the competent authorities. Our Company has expanded its manufacturing capacity over the years, including through addition of machinery, and may continue to expand its operations. Accordingly, additional regulatory requirements may become applicable to us in the future.
In the event any of the aforesaid approvals, consents, licenses, registrations or certificates become applicable to our operations, we would be required to obtain the same within the applicable timelines and comply with the conditions and requirements prescribed by the relevant authorities. We intend to obtain such approvals, consents, licenses, registrations and certificates if and when they become applicable to our operations or are required by the relevant governmental, statutory or regulatory authorities. However, there can be no assurance that such approvals, consents, licenses, registrations or certificates will be granted within the anticipated timelines or at all, or that such approvals will be granted without additional conditions, modifications or compliance requirements.
In addition, certain approvals, licenses, registrations, consents and certificates, once obtained, may be subject to periodic renewal, continued compliance, inspections, maintenance of prescribed standards and fulfilment of conditions imposed by the relevant authorities. Any failure to comply with such conditions or any delay in renewal or obtaining requisite approvals may result in notices, penalties, additional compliance requirements, suspension or restriction of our operations or other regulatory action.

Any requirement to obtain additional approvals or comply with additional regulatory requirements may also require us to incur additional capital expenditure and operating costs, including expenditure towards modification of our manufacturing facilities, installation of additional safety or environmental systems, waste management arrangements, fire safety measures or other compliance infrastructure. Such expenditure may increase our operating costs and could adversely affect our profitability and cash flows.

Any failure, delay or inability to obtain, renew or maintain applicable approvals, licenses, registrations, consents or certificates, or any non-compliance with the conditions attached thereto, could result in penalties, regulatory action, interruption or restriction of our manufacturing operations, additional expenditure, inability to undertake or expand certain activities, adverse orders or directions from regulatory authorities and potential claims from other stakeholders. Any such event could adversely affect our ability to manufacture and supply our products and meet our contractual and customer obligations.

Further, any material regulatory non-compliance or adverse action by governmental or regulatory authorities may adversely affect our reputation, customer relationships and business operations, and may result in a material adverse effect on our business, financial condition, cash flows and results of operations.
Although we presently understand that the aforesaid approvals, consents, licenses, registrations and certificates are not applicable to our existing operations, there can be no assurance that the applicable regulatory requirements will not change in the future or that the relevant authorities will not require us to obtain any such approval, consent, license, registration or certificate. If any such requirement becomes applicable to us, we would be required to obtain and maintain the same in accordance with the applicable laws and requirements of the relevant authorities.

9. ***We have been unable to trace certain statutory filings related to Annual Filling of the Company for the financial year 2008-09, and the absence of such records may limit the ability to independently verify the Company's historical statutory compliance.***

There are no records presently available with the Company in respect of certain statutory filings related to Annual Filling of the company stated to have been made by the Company during the financial year 2008-09. Further, despite searches conducted on the public records available on the website of the Ministry of Corporate Affairs, and efforts made by the Practicing Company Secretary engaged for carrying out the secretarial due diligence, such records could not be independently retrieved/ verified.

Accordingly, there may be limitations in independently establishing the complete historical statutory filing and compliance status of the Company for the relevant period. Although the Company is undertaking reasonable efforts to trace and/or reconstruct the relevant records, there can be no assurance that all historical filings and supporting documents will be available or capable of being independently verified. Any discrepancy or deficiency in historical statutory records, if subsequently identified, may result in additional compliance requirements, regulatory action, additional costs, penalties or other consequences for the Company. The financial impact, if any, of such matters cannot presently be quantified.

10. ***Certain statutory filings made by the Company are not supported by readily available challans or payment records, which may affect the ability to independently verify the completeness of statutory filing records.***

The Company has made various statutory filings with the Ministry of Corporate Affairs from time to time. However, in respect of certain filings, the corresponding challans, payment receipts and/or other supporting records are presently not available with the Company. Accordingly, although the relevant forms may be reflected in the records available on the MCA portal, the Company may not be able to independently produce the corresponding challans or supporting documents for all such filings. This may restrict the ability of the Company and its advisors to independently verify the complete underlying documentation and payment trail associated with such filings.

If any filing is subsequently found to have been incomplete, defective, incorrectly filed or not duly supported by the requisite statutory fee/payment, the Company may be required to undertake additional filings, rectification or other remedial measures and may be exposed to applicable additional fees, penalties or other regulatory consequences. The financial implications of any such requirement cannot presently be quantified.

11. ***Certain statutory filings with the Ministry of Corporate Affairs have been made after the prescribed timelines, which may expose the Company to additional fees, penalties or other regulatory consequences***

Certain statutory forms and returns required to be filed by the Company with the Ministry of Corporate Affairs have been filed beyond the timelines prescribed under applicable provisions of the Companies Act, 1956 and/or the Companies Act, 2013, as applicable.

Such delays may result in the Company being liable for additional filing fees, additional fees, penalties, adjudication proceedings or other regulatory consequences under applicable law. In certain circumstances, the Company may also be required to undertake additional corrective or regularisation measures in respect of delayed filings.

While the Company has undertaken/continues to undertake necessary steps to address the identified delays and maintain timely compliance, there can be no assurance that the relevant authorities will not initiate any proceedings or impose any penalty or other consequences in respect of historical delays. The amount of any future liability or regulatory consequence arising from such delayed filings cannot presently be quantified.

12. ***We have experienced negative cash flows in the past. Any such negative cash flows in the future could affect our business, results of operations and prospects.***

Our Company had reported certain negative cash flows from its operating activities, investing activities and financing activities in the previous years as per the restated financial statements and the same are summarised as under:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flow from Operating Activities	(54.63)	(46.17)	(0.56)
Cash flow from Investing Activities	(705.67)	(560.46)	(233.28)
Cash flow from Financing Activities	781.26	578.83	289.96

Cash flow of a company is a key indicator to show the extent of cash generated from operations to meet capital expenditure, pay dividends, repay loans and make new investments without raising finance from external resources. Our inability to generate and sustain adequate cash flows in the future could adversely affect our results of operations and financial condition. For further please refer chapter titled *"Restated Financial Information"* beginning on Page 229 of this Draft Red Herring Prospectus.

13. ***We have certain outstanding litigation against us, an adverse outcome of which may adversely affect our business, reputation and results of operations.***

A summary of outstanding matters set out below includes details of civil and criminal proceedings, tax proceedings, statutory and regulatory actions and other material pending litigation involving us, Directors, Promoters, KMPs and SMPs, as at the date of this Draft Red herring Prospectus.

Summary of Outstanding Litigation

Category of individuals/ entity	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by SEBI or Stock Exchanges against our Promoter	Material civil litigation as per the Materiality Policy	Aggregate amount involved Amount (in ₹ Lakh) *
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	Nil	2	Nil	Nil	Nil	224.32
Directors						
By the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	Nil	1	Nil	Nil	Nil	0.08
Promoters#						
By Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Key Managerial Personnel						
By Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil	Nil
Against Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil	Nil
Senior Management Personnel						
By Senior Management	Nil	Nil	Nil	Nil	Nil	Nil
Against Senior Management	Nil	1	Nil	Nil	Nil	0.01

The amounts claimed in these proceedings have been disclosed to the extent ascertainable and include amounts claimed jointly and severally. If any new developments arise, such as a change in Indian law or rulings against us by appellate courts or tribunals, we may need to make provisions in our financial statements that could increase our expenses and current liabilities.

We cannot assure you that any of the outstanding litigation matters will be settled in our favour or that no additional liabilities will arise out of these proceedings. In addition to the above, we could also be adversely affected by complaints, claims or legal actions brought by persons, including before consumer forums or sector-specific or other regulatory authorities in the ordinary course of business or otherwise, in relation to our business operations, our intellectual property, our branding or marketing efforts or campaigns or our policies. We may also be subject to legal action by our employees and/or former employees in relation to alleged grievances, such as termination of employment. We cannot assure you that such complaints, claims or requests for information will not result in investigations, enquiries or legal actions by any regulatory authority or third persons against us.

14. ***Our Debt Service Coverage Ratio (DSCR) is a key indicator of our ability to service debt obligations, and any weakening of this ratio may adversely affect our financial flexibility and overall business performance.***

Our DSCR reflects the extent to which our internal accruals are sufficient to meet scheduled debt servicing obligations. A DSCR below 1.00x indicates that internal cash accruals from operations are insufficient to fully cover scheduled debt obligations, necessitating reliance on refinancing, improved operating performance, or alternative funding arrangements.

Set forth below is a summary of our DSCR analysis for the last three Fiscals:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Debt Service Coverage Ratio	0.80	0.82	0.71

Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

A sustained DSCR at or below 1.00x will require us to raise alternate source of funds to meet our debt obligation and funds for operations at the same time may constrain our financial flexibility, restrict our ability to raise incremental borrowings on favourable terms, and adversely affect our credit profile. In such circumstances, we may be required to provide additional collateral, accept more stringent covenants, or bear higher borrowing costs. Further, any increase in raw material costs, higher interest expenses, or decline in revenue could exert additional pressure on our DSCR.

If we are unable to maintain or further improve our DSCR through operational efficiencies, cost optimization, or capital structure adjustments, we may be exposed to risks of delayed repayments, penal interest, or enforcement of security by lenders. Any such development may materially and adversely affect our cash flows, business operations, financial condition, and results of operations.

15. ***There have been certain instances of delays in payment of statutory dues by our Company in the past. Any delay in payment of statutory dues by our Company in future, may result in the imposition of penalties and in turn may have an adverse effect on our Company's business, financial condition, results of operation and cash flows***.

Our Company is required to pay certain statutory dues including provident fund contributions and employee state insurance contributions as indicated in the tables below. The table below sets forth the details of the statutory dues paid by our Company, including in relation to our employees for the periods indicated below:

Fiscal 2026:

Name of the Statute Applicable	Period to which amount relates	No of days payment delayed
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Apr-25	79
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	May-25	78
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jun-25	80
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jul-25	49
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Aug-25	18
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Sep-25	42
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Oct-25	41
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Nov-25	26
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Dec-25	90
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jan-26	99
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Feb-26	156
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Mar-26	125
Goods and Services Tax Act, 2017	Jun-25	2
Goods and Services Tax Act, 2017	Aug-25	2
Goods and Services Tax Act, 2017	Sep-25	2
Goods and Services Tax Act, 2017	Oct-25	2
Goods and Services Tax Act, 2017	Dec-25	2
Goods and Services Tax Act, 2017	Feb-26	1
Income Tax Act, 1961	Advance Tax	255

Fiscal 2025:

Name of the Statute Applicable	Period to which amount relates	No of days payment delayed
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Apr-24	34
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	May-24	12
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jun-24	45
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jul-24	50
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Aug-24	41
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Sep-24	11
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Oct-24	36
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Nov-24	6
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Dec-24	38
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jan-25	48
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Feb-25	81
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Mar-25	50
Goods and Services Tax Act, 2017	May-24	2
Goods and Services Tax Act, 2017	Jul-24	1
Goods and Services Tax Act, 2017	Oct-24	3
Goods and Services Tax Act, 2017	Nov-24	2
Goods and Services Tax Act, 2017	Dec-24	3
Goods and Services Tax Act, 2017	Feb-25	2
Income Tax Act, 1961	Income Tax	330

Fiscal 2024:

Name of the Statute Applicable	Period to which amount relates	No of days payment delayed
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jun-23	31
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jul-23	30
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Aug-23	25
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Sep-23	18
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Oct-23	65
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Nov-23	53
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Dec-23	46
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Jan-24	28
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Mar-24	53
Goods and Services Tax Act, 2017	Oct-23	1
Income Tax Act, 1961	Income Tax	685

Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

If we are unable to pay our statutory dues on time, we could we subject to penalties which could impact our financial condition and results of operations.

16. ***Delays or defaults in payments by our customers could increase our working capital requirements, impact our cash flows, and adversely affect our financial performance and condition***

We are engaged in the business of manufacturing of elastic products. Our sales are primarily undertaken on a credit basis, and we are exposed to the risk of delays or defaults in customer payments. Our ability to maintain a stable cash flow and liquidity position depends on the creditworthiness and timely payment behaviour of our customers. Any delay or default in payments, particularly where we have already deployed resources for fulfilling orders, can increase receivables, extend our working capital cycle, and adversely affect our operating cash flows.

Below table shows the details of outstanding Trade Receivables of our Company:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Trade receivables (₹ in lakhs)	4,149.03	2,037.60	546.06
Trade receivables Ratio	1.94	3.64	4.63

An increase in receivable days can lead to higher working capital requirements, dependence on external borrowings, and increased finance costs. For details, see *"Financial Information – Trade Receivables"* on page F-20.

We currently do not have a formal written credit policy, which may expose us to inconsistent recovery practices and heightened credit risk. Factors such as financial stress of our customers, downturn in the textile or garmenting sectors, global economic volatility, or concentration of credit exposure to key customers may further aggravate payment delays or defaults. Any significant rise in bad debts would directly impact our profitability and financial stability.

Although we have not written off significant receivables in last three Fiscals, there can be no assurance that such delays or defaults will not occur in the future. Any adverse change in payment cycle could materially and adversely affect our cash flows, liquidity, ability to fund operations, and overall financial performance.

17. ***Outstanding dues to creditors may adversely affect our business, reputation, and financial condition***

We have certain dues outstanding to our trade and other creditors. Delays or failure in settling these outstanding amounts in a timely manner may lead to strained relationships with suppliers and service providers, disruption in the supply chain, or withdrawal of credit support. Persistent or significant delays in payments could negatively impact our reputation, business operations, and creditworthiness. It may also result in legal claims, increased borrowing costs, or penalties, all of which could materially and adversely affect our financial condition and operational performance.

We actively manage our payables and maintain regular communication with creditors to ensure timely settlements. We align payment schedules with our cash flow planning to sustain healthy supplier relationships, ensuring supply chain stability and supporting our operational and financial performance.

Below table shows the details of outstanding Trade Payables of our Company:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Trade payables (₹ in lakhs)	1,987.00	1,411.73	1,094.07
Trade payables ratio	2.25	2.09	1.86

18. ***Inventories form a major part of our current assets. Failure to manage our inventory could have an adverse effect on our sales, profitability, cash flow and liquidity, goodwill, business, financial condition and results of operations.***

Our inventories form a major part of our current assets. The results of operations of our business are dependent on our ability to effectively manage our inventory. An optimal level of inventory is important to our business as it allows us to respond to customer demand effectively. If we overstock inventory, our capital requirements will increase and we will incur additional financing costs. If we under-stock inventory, our ability to meet customer demand and our operating results may be adversely affected. Any mismatch between our planning and actual consumer consumption could lead to potential excess inventory or out-of-stock situations, either of which could have an adverse effect on our business, financial condition and results of operation. To effectively manage our inventory, we must be able to accurately estimate customer demand / potential orders and supply requirements and purchase new inventory accordingly. However, if we misjudge expected customer demand/ Potential orders, it could cause either a shortage of products or an accumulation of excess inventory.

Below table shows the details of inventories of our Company:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Inventories (₹ in lakhs)	2,064.40	1,747.41	1,717.87
Inventories Ratio	3.15	2.70	2.12

19. ***We may face claims relating to the quality or performance of our products, which could adversely affect our business.***

Due to the nature of our business as a manufacturer of elastic, we are exposed to risks associated with product quality, performance, and compliance with customer specifications. Any defects in our products may arise due to issues relating to raw materials, weaving, printing, stitching, packaging processes, or other operational factors. If our products are found to be defective or fail to meet customer requirements regarding strength, dimensions, weight, print quality, or other specifications, we may be subject to customer claims, including rejection of products, replacement obligations, price reductions, or debit notes. Such claims may also result in loss of customers, and financial liabilities, which could materially and adversely affect our business, results of operations, and financial condition.

20. ***Our Company has entered into related party transactions in the past and may continue to enter into related party transactions in the future, which may potentially involve conflicts of interest with the equity shareholders.***

Our Company have entered into certain related party transactions with our Promoters, members of the promoter group, Directors in the past which are in compliance with applicable provisions of Companies Act, 2013 and other applicable laws. Following are the details of transactions with related parties of the Company as defined in AS 18 along with the percentage of total related party transaction for the respective periods:

The percentage of total related party transaction to total revenue is as fol**lows:**

(₹ in Lakhs)

S. No.	Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
1	Revenue from related party	103.52	1,019.05	95.24
2	Revenue from operations	6,003.69	4,702.12	2,936.27
3	Percentage of related party transactions to total revenue	1.72%	21.67%	3.24%

The Percentage of total related party transaction to total expense is as follows:

S. No.	Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
1	Purchase from related party	439.89	-	-
2	Total purchase	3,839.60	2,635.29	2,208.62
3	Percentage of related party transactions to total purchases	11.46%	-	-

Source: As certified by our Statutory Auditors by their certificate dated September 24, 2026

For further details, please see *"Restated Financial Statements – Annexure 34 – Restated Statement of Related Party Transactions"* beginning on page F-27 of this Draft Red Herring Prospectus.

While our Company believes that all related party transactions have been conducted on an arm's length basis and as per the Companies Act, 2013 and other applicable laws, there can be no assurance that it could not have been achieved on more favourable terms had such transactions not been entered into with unrelated parties. Further, it is likely that we may enter into related party transactions in the future and such transactions may potentially involve conflicts of interest. In terms of the Companies Act, 2013 and SEBI LODR Regulations, we are required to adhere to various compliance requirements such as obtaining prior approvals from our Audit Committee, Board and Shareholders for certain related party transactions and we undertake that such related party transactions shall not be done against the interests of the Company and its shareholders as prescribed in the SEBI LODR Regulations. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our financial condition and results of operations.

21. ***If we are unable to maintain optimal capacity utilization at our manufacturing facilities, our business, results of operations and profitability may be adversely affected. Further, any disruption, slowdown or shutdown of our manufacturing operations could materially impact our financial condition and cash flows.***

Our business operations are dependent on efficient utilization of our manufacturing facilities. Any inability to maintain optimal levels of capacity utilization in the future may adversely affect our margins and profitability due to the relatively fixed nature of certain operating costs. For further details of our manufacturing facilities and capacity utilization, please refer to the chapter titled "Business Overview" on page 159 of this Draft Red Herring Prospectus.

Further, any prolonged under-utilization of our manufacturing capacities or significant short-term disruptions could increase our per unit costs and adversely affect our ability to operate efficiently. In the event of any slowdown or shutdown, our inability to promptly restore operations in a cost-effective manner may impact our ability to meet

customer demand and fulfil contractual obligations, which could have a material adverse effect on our business, results of operations, financial condition and cash flows.

22. ***Our Promoter Group entity, S.R.G. Elastics, carries on a similar business and has been a significant customer and supplier of our Company, which may lead to conflicts of interest.***

S.R.G. Elastics, a sole proprietorship of Firm, a member of our Promoter Group, trades in elastics, a business similar to ours. There is no non-compete arrangement between S.R.G. Elastics and our Company. Our transactions with it during the last three Fiscals were as follows:

(₹ in lakhs)

	Fiscal 2026	Fiscal 2025	Fiscal 2024
Sales to S.R.G. Elastics	103.52	1,019.05	95.24
% of revenue from operations	1.72%	21.67%	3.24%
Purchases from S.R.G. Elastics	439.89	–	–
% of purchases of stock-in-trade	80.69%	–	–

Source: Restated Financial Information – Annexure 34.

Our Promoters may face conflicts of interest in allocating business opportunities, customers or orders between our Company and S.R.G. Elastics, or in setting the terms of our transactions with it. The similarity in names may also cause confusion among customers and suppliers. While we believe these transactions were at arm's length, and future related party transactions will require Audit Committee approval under the SEBI Listing Regulations, we cannot assure you that any conflict will be resolved in our favour. For details, see "Our Promoters and Promoter Group – Common Pursuits" and "Restated Financial Information – Annexure 34" on pages 225 and F-27.

23. ***We have not obtained factory licences for either of our manufacturing units, and our applications are pending. Any penalty, prohibitory order, or refusal or delay in the grant of these licences may disrupt our operations.***

All our manufacturing is carried out at Unit 1 (Plot No. 4227), operational since 2019, and Unit 2 (Plot No. 4105), operational since 2021, both at Sachin G.I.D.C., Surat. We have applied to the Directorate of Industrial Safety and Health, Government of Gujarat, for factory licences for Unit 1 and Unit 2 on February 14, 2026. These applications are pending, and both units have operated without factory licences.

Operating without a factory licence may expose our Company and its occupier to fines, prosecution and orders restricting or suspending operations. It may also affect insurance claims and our compliance with lender covenants. Further, the Net Proceeds are proposed to be used to install machinery on the 3rd and 4th floors of Unit 2, which will require the factory licence and related approvals. Any delay may delay implementation of the Objects. No notice or proceeding has been initiated against us so far, but we cannot assure you that none will be, or that the licences will be granted in time or at all. See "Government and Other Approvals" on page 253.

24. ***We have delayed payment of income tax in the past. As at March 31, 2026, our provision for income tax was ₹491.48 lakhs, and an income tax demand of ₹190.39 lakhs is pending against us.***

We have not paid our income tax liabilities on time in recent years, as set out below:

(₹ in lakhs)	Fiscal 2026	Fiscal 2025	Fiscal 2024*
Current tax for the year (excluding interest)	251.45	153.60	60.67

**tax for the Fiscal 2024 has been repaid post March 31, 2026.*

A demand of ₹ 190.39 lakhs (including interest of ₹12.46 lakhs) under Section 143(1)(a) of the Income-tax Act, 1961 for Assessment Year 2025-26 is outstanding, and the Assessing Officer has confirmed it as collectible. Demands for Assessment Years 2024-25 and 2022-23 were paid, with interest, only in September 2026. As on the date of this Draft Red Herring Prospectus, ₹ 405.05 lakhs of income tax remain unpaid, which we intend to pay from internal accruals. No part of the Net Proceeds will be used for this purpose.

Until paid, these amounts will continue to attract interest, and the tax authorities may levy penalties or initiate recovery proceedings, including attachment of our bank accounts. See "Outstanding Litigation and Material Developments" on page 246.

25. ***The shortage or non-availability of power may adversely affect our business, results of operations, financial condition and cash flows.***

Our manufacturing operations are dependent on the availability of adequate and uninterrupted power supply. Power costs constitute a part of our operating expenses, and any disruption in power supply may impact our production processes and operational efficiency. For details of our power expenses, please refer to the chapter titled “Business Overview” on page 173 of this Draft Red Herring Prospectus.

We rely primarily on electricity supplied by state utilities and diesel generator sets to ensure continuity of operations during power outages. However, there can be no assurance that such arrangements will be sufficient to meet our future power requirements. Any shortage, interruption or disruption in power supply, including due to grid failures, infrastructure constraints, natural calamities or regulatory restrictions, may lead to production delays, reduced capacity utilization and increased operational costs. Further, any increase in electricity tariffs or fuel costs may result in higher power expenses, which may adversely affect our margins. Additionally, changes in government policies relating to power supply, availability of fuel for captive or backup power generation, or local shortages of electricity or water may adversely impact our manufacturing operations. Any prolonged disruption or suspension of our production activities due to power shortages could have a material adverse effect on our business, results of operations, financial condition and cash flows.

26. ***We have incurred significant indebtedness which exposes us to various risks which may have an adverse effect on our business, results of operations and financial conditions. Conditions and restrictions imposed on us by the agreements governing our indebtedness could adversely affect our ability to operate our business.***

As of March 31, 2026, we had total outstanding borrowings of Rs. 3,699.93 lakhs. For further information, see “Financial Indebtedness” on page 243. Our financing agreements may contain restrictive covenants that limit our ability to undertake certain types of transactions, as set forth below, any of which could adversely affect our business and financial condition. An indicative list of such restrictive covenants is disclosed below:

- change in the ownership, shareholding pattern and management control of our Company, which may result in a material adverse effect;
- change in general nature of business of our Company, which may result in a material adverse effect;
- declaration or payment of any dividend or other payment or distribution of any kind on or in respect of our Equity Shares, to any person; and
- entry into any scheme of amalgamation, reorganization, reconstruction, takeover, scheme of compromise or arrangement.

We may be required to obtain the approval of the lenders under our financing arrangements before undertaking these significant actions. We have not received consents from the certain lenders in connection with the Issue and further we cannot assure you that lenders will grant required approvals in future in a timely manner, or at all. We are also required to maintain certain financial ratios under our financing arrangements. These financial ratios and the restrictive provisions could limit our flexibility to engage in certain business transactions or activities, which could put us at a competitive disadvantage and could have an adverse effect on our business, financial condition and results of operations. In the event we are unable to remedy defaults or obtain necessary waivers for any non-compliance, in a timely manner or at all, one or more of our lenders may accelerate our obligations under the financing agreements and seek to enforce their security interest in respect of such borrowings.

Any failure to comply with a covenant under our financing agreements may also trigger cross default and cross acceleration provisions under certain of our other financing agreements and may adversely affect our ability to conduct our business. It is possible that we would not have sufficient funds upon such an acceleration of our financial obligations to pay the principal and interest in full. Our future borrowings may also contain similar or more onerous covenants. For further information, see “Financial Indebtedness” on page 243.

27. ***Our Company has not yet received No Objection Certificates ("NOCs") from certain of its lenders in connection with the proposed Initial Public Offering ("IPO"). The absence of such consents may be construed as a technical default under the terms of our existing financing agreements. Any delay or failure in obtaining these NOCs could have an adverse impact on our business operations, financial condition, and the successful completion of the listing process.***

As of the date of this Draft Red Herring Prospectus, our Company has outstanding borrowings aggregating to ₹ 3,699.93 lakhs. Pursuant to the restrictive covenants contained in the financing agreements executed with various banks and financial institutions, our Company is required to obtain a No Objection Certificate from its lenders before effecting any change in capital structure, issuing new equity shares, or undertaking an initial public offering.

We have formally approached all relevant lenders and submitted applications seeking their respective NOCs. However, as of the date hereof, NOCs are pending from the following lenders:

S. No.	Name of Lender	Outstanding Amount	% to total borrowings
1	HDFC Bank Limited	27,79,067	0.75%
2	AU Small Finance 1	2,16,93,847	5.86%
3	AU Small Finance 2	26,98,036	0.73%
4	Ugro Capital Ltd	23,08,071	0.62%
5	Standard Chartered Bank	2,00,70,958	5.42%
6	Standard Chartered Bank	1,50,59,030	4.07%
7	Standard Chartered Bank	50,19,676	1.36%
8	HDFC Bank Limited Car Loan	4,90,418	0.13%
9	HDFC Bank Limited Car Loan	2,60,754	0.07%
10	HDFC Bank Limited Car Loan	35,65,198	0.96%
11	Bajaj Finance Ltd	8,30,859	0.22%
12	Aditya Birla Finance Limited	29,08,126	0.79%
13	Cholamandalam Investment and Finance Company Limited	32,72,872	0.88%
14	Clix Capital Services Private Limited	16,36,583	0.44%
15	HDB Financial Services Limited	1,14,32,577	3.09%
16	Hero Fincorp Limited	8,23,670	0.22%
17	IIFL Finance Limited	11,77,867	0.32%
18	MAS Financial Services Limited	9,93,974	0.27%
19	NEO Growth Credit Private Limited	12,03,116	0.33%
20	Poonawala Fincorp Limited	38,92,109	1.05%
21	Protium Finance Limited	20,94,169	0.57%
22	Shriram Finance Limited	39,00,308	1.05%
23	Ugro Capital Limited	10,85,411	0.29%
24	HDFC Bank Limited	47,59,924	1.29%
25	Unity Small Finance Bank Limited	47,30,264	1.28%
26	Simran Trading & Buildcon Pvt Limited	16,24,400	0.44%
27	Atul Adani Financial Service Pvt. Limited	10,00,000	0.27%
28	AU Small Finance Bank Limited	8,73,42,244	23.61%
29	Standard Chartered Bank	9,27,31,261	25.06%
	Total Loan	**36,99,93,273**	

We cannot provide assurance that these lenders will grant the required NOCs in a timely manner, or at all, or that such consents will be issued without imposing additional conditions or restrictions that may be unfavourable to our Company.

Should our Company proceed with the IPO without obtaining the requisite NOCs, such action may be deemed a breach of the covenants under the financing agreements and could trigger a technical event of default. This, in turn, may entitle the lenders to exercise certain rights and remedies available to them under the respective agreements, including but not limited to acceleration of repayment obligations, enforcement of security interests, or imposition of additional financial covenants. An event of default could entitle the relevant lenders to:

- Accelerate the repayment timelines and demand immediate repayment of the entire outstanding principal amounts along with accrued interest.

- Enforce the underlying security or collateral pledged by our Company.
- Terminate the existing credit facilities, thereby severely impacting our working capital cycles.
- Trigger cross-default provisions across our other financing arrangements.

28. ***Our Company has availed unsecured borrowing which is repayable on demand.***

As of March 31, 2026, our Company had an outstanding unsecured borrowing that amounted to Rs. 635.05 Lakhs. Since these loans are unsecured, it does not require any collateral, and is repayable on demand. Any unforeseen demand for immediate repayment could adversely affect our Company's liquidity, cash flow, and financial stability. A significant disruption in our ability to manage or refinance these liabilities may also impact our operations and overall financial health. For further details of unsecured loans of our Company, please refer "Financial Indebtedness" and "Restated Financial Information – Note 5 & 8 - Borrowings" on pages 243 and F-13

29. ***Restrictive covenants imposed by lenders may limit our operational and financial flexibility***

We are subject to various restrictive covenants under the terms of the loans, credit limits, and other banking facilities availed from banks and financial institutions. These covenants may include conditions related to maintaining certain financial ratios, restrictions on additional borrowings, capital expenditures, dividend distributions, or undertaking new projects without prior approval. Non-compliance with these covenants, whether actual or perceived, could result in the lenders accelerating repayment obligations, imposing penalties, or revoking credit facilities. Such restrictions may limit our ability to operate freely, respond to market opportunities, or manage our business as per strategic objectives, thereby adversely affecting our financial condition and growth prospects.

We monitor compliance with lender covenants closely and maintain regular communication with our lenders to address any potential issues proactively. We plan our operations and financial activities to align with these covenants, ensuring continued access to credit facilities while supporting our strategic objectives. For more information, please refer to the chapter titled "Financial Indebtedness" on page 243.

30. ***Any increase in interest rates would have an adverse effect on our results of operations and will expose our Company to interest rate risks.***

We are dependent upon the availability of equity, cash balances and debt financing to fund our operations and growth. Any fluctuations in interest rates may directly impact the interest costs of such loans and, in particular, any increase in interest rates could adversely affect our results of operations. Furthermore, our indebtedness means that a material portion of our expected cash flow may be required to be dedicated to the payment of interest on our indebtedness, thereby reducing the funds available to us for use in our general business operations. If interest rates increase, our interest payments will increase and our ability to obtain additional debt and non-fund-based facilities could be adversely affected with a concurrent adverse effect on our business, financial condition and results of operations. For further details, please refer chapter titled "Financial Indebtedness" beginning on page 243 of this Draft Red Herring Prospectus.

31. ***Our Promoters have provided personal guarantees for loan facilities obtained by our Company, and any failure or default by our Company to repay such loans in accordance with the terms and conditions of the financing documents could trigger repayment obligations on them, which may impact their ability to effectively service their obligations as our Promoters and thereby, impact our business and operations.***

Our Promoters have extended personal guarantees towards loan facilities taken by our Company. Any default or failure by us to repay the loans in a timely manner, or at all could trigger repayment obligations of our guarantors in respect of such loans, which in turn, could have an impact on their ability to effectively service their obligations as Promoters of our Company, thereby having an effect on our business, results of operation and financial condition. Furthermore, in the event that these individuals withdraw or terminate their guarantees, our lenders for such facilities may ask for alternate guarantees, repayment of amounts outstanding under such facilities, or even terminate such facilities. We may not be successful in procuring guarantees satisfactory to the lenders, and as a result may need to repay outstanding amounts under such facilities or seek additional sources of capital, which could affect our financial condition and cash flows. For further details, please refer the chapter titled "Financial Indebtedness" beginning on page 243 of this Draft Red Herring Prospectus.

32. ***Information relating to the installed and actual manufacturing capacity of our units included in this Draft Red Herring Prospectus are based on various assumptions and estimates. These assumptions and estimates may prove to be inaccurate and our future production and capacity may vary.***

Information relating to the installed and actual manufacturing capacity of our units included in this Draft Red Herring Prospectus are based on various assumptions and estimates of our management including expected operations, availability of raw materials, expected unit utilization levels, downtime resulting from scheduled maintenance activities, downtime resulting from change in stock keeping units for a particular product, unscheduled breakdowns, as well as expected operational efficiencies. Assumptions and estimates taken into account for measuring installed and actual capacities include expected operations, availability of raw materials, expected unit utilization levels, downtime resulting from scheduled maintenance activities, downtime resulting from change in stock keeping units for a particular product, unscheduled breakdowns, as well as expected operational efficiencies working days in a year, at 2 shifts per day operating for 12 hours a day.

While we have obtained a certificate dated September 23, 2026 from Mokani Kruti N, independent chartered engineer in relation to such installed and actual manufacturing capacity of our units, future capacity utilisation may vary significantly from the estimated production capacities of our units and historical capacity utilisation. For further information, see "Our Business – Manufacturing units – Manufacturing capabilities" on page 174. Further, the installed capacity and actual capacity utilisation and other related information may not be computed on the basis of any standard methodology that is applicable across the industry and therefore may not be comparable to capacity information that may be computed and presented by other comparable companies in the industry in which we operate.

33. ***Pricing pressure from customers may adversely affect our profitability, which may in turn have an adverse effect on our business, results of operations, financial condition and cash flows.***

Our business operates in a competitive industry where customers often negotiate pricing based on market conditions, order volumes, quality standards and availability of alternative suppliers. The textile and garment industry is highly price-sensitive, and our customers may seek lower prices, extended credit terms or additional discounts to remain competitive in their respective markets. Further, fluctuations in raw material prices, labour costs, power and fuel expenses and transportation costs may increase our overall production costs; however, we may not always be able to pass on such increased costs to our customers in a timely manner, or at all.

In addition, the presence of numerous organized and unorganized manufacturers in the elastic and textile accessories industry may intensify competition and result in pricing pressure. Any inability to maintain competitive pricing while preserving our margins may adversely affect our profitability and operating performance. We may also lose existing customers or fail to attract new customers if we are unable to offer products at competitive prices.

Sustained pricing pressure or reduction in realization per unit may lead to lower revenues and profit margins, which could adversely affect our business operations, cash flows, financial condition and results of operations. If we are unable to effectively manage pricing pressures, pass on cost increases, or achieve sufficient operational efficiencies, our business, results of operations, financial condition and cash flows may be adversely affected.

34. ***Our success largely depends upon the knowledge and experience of our Promoters, Directors, Key Managerial Personnel and Senior Management as well as our ability to attract and retain personnel with technical expertise. Any loss of our Promoters, Directors, Key Managerial Personnel, Senior Management or our inability to attract and retain them and other personnel with technical expertise could adversely affect our business, financial condition and results of operations.***

Our business operations and future growth are significantly dependent on the continued services, experience and expertise of our Promoters, Directors, Key Managerial Personnel, Senior Management Personnel and other key employees. Our Promoters play a critical role in providing strategic direction and overseeing our business operations, while our management team is instrumental in the execution of our business strategies and day-to-day operations. The loss of services of any of our Promoters, Directors, Key Managerial Personnel, Senior Management Personnel or other key employees, or our inability to attract and retain qualified and skilled personnel in a timely manner and on commercially reasonable terms, may adversely affect our business operations and growth prospects. Further, we may not be able to identify suitable replacements with equivalent expertise and experience within a reasonable timeframe, which may lead to disruption in our operations.

Additionally, our operations require personnel with relevant industry experience. The loss of such personnel may require us to incur additional costs and time in recruiting and training new employees. Further, in order to attract and

retain skilled personnel, we may be required to offer higher compensation or other incentives, which may increase our employee costs and impact our profitability. The industry in which we operate is competitive in terms of attracting and retaining skilled manpower.

Our competitors may offer more attractive compensation packages and growth opportunities, which may result in increased attrition levels. Any inability to retain our existing personnel or recruit new talent may adversely affect our operational efficiency and our ability to execute our business strategies. Although we have not experienced any material attrition in our key managerial and senior management personnel in recent periods, there can be no assurance that we will be able to retain such personnel in the future. Any such loss of key personnel or inability to attract and retain skilled employees may have a material adverse effect on our business, results of operations, financial condition and cash flows.

35. ***If we fail to maintain an effective system of internal controls, we may not be able to successfully manage, or accurately report, our financial risks. Despite our internal control systems, we may be exposed to operational risks, including fraud, petty theft and embezzlement, which may adversely affect our reputation, business, financial condition, results of operations and cash flows.***

Effective internal controls are necessary for us to prepare reliable financial reports and effectively avoid fraud. Moreover, any internal controls that we may implement, or our level of compliance with such controls, may deteriorate over time, due to evolving business conditions. We cannot assure you that deficiencies in our internal controls will not arise in the future, or that we will be able to implement, and continue to maintain, adequate measures to rectify or mitigate any such deficiencies in our internal controls. Any inability on our part to adequately detect, rectify or mitigate any such deficiencies in our internal controls may affect ability to accurately report, or successfully manage, our financial risks, and to avoid fraud, which may in turn adversely affect our business, financial condition or results of operations. Further, given the high volume of transactions we process on a daily basis, notwithstanding the internal controls that we have in place, we may be exposed to the risk of fraud or other misconduct by employees, contractors, or customers.

Fraud and other misconduct can be difficult to detect and deter. Certain instances of fraud and misconduct may go unnoticed or may only be discovered and successfully rectified after substantial delays. Even when we discover such instances of fraud or theft and pursue them to the full extent of the law or with our insurance carriers, there can be no assurance that we will recover any of the amounts involved in these cases.

In addition, our dependence upon automated systems to record and process transactions may further increase the risk that technical system flaws or employee tampering or manipulation of those systems will result in losses that are difficult to detect, which may adversely affect our reputation, business, financial condition, results of operations and cash flows.

36. ***Our business is working capital intensive. Any insufficient cash flows from our operations or inability to raise adequate financing to meet our working capital requirements may materially and adversely affect our business and results of operations.***

Our business operations are working capital intensive in nature, as there is typically a time gap between the procurement of raw materials and the realization of revenue from the sale of finished goods. We are required to maintain adequate levels of inventory to support our manufacturing operations and meet customer demand, which increases our working capital requirements.

We currently meet our working capital requirements through a combination of internal accruals and borrowings from banks and financial institutions. For further details of our borrowings, please refer to the chapter titled "Financial Indebtedness" on page 243 of this Draft Red Herring Prospectus. However, there can be no assurance that our cash flows from operations will be sufficient to meet our working capital requirements in the future or that we will be able to obtain additional financing on commercially acceptable terms, or at all.

In the event of any shortfall in working capital, we may be required to incur additional indebtedness or utilize internal accruals, which may impact our liquidity and financial position. Any additional debt financing may subject us to restrictive covenants and increase our interest costs, thereby affecting our profitability and financial flexibility. Further, any equity financing may result in dilution of shareholding.

Our ability to manage our working capital requirements depends on several factors, including timely collection of receivables, efficient inventory management, maintenance or renewal of credit facilities, and the availability of funds on acceptable terms. Additionally, our future capital requirements may vary due to unforeseen circumstances such as

changes in input prices, delays in receivables, economic conditions, regulatory changes or other factors. Any inability to effectively manage our working capital requirements or to secure adequate financing in a timely manner may adversely affect our operations, liquidity and growth plans, and may have a material adverse effect on our business, results of operations, financial condition and cash flows.

37. ***We have not yet placed orders in relation to the capital expenditure to be incurred for the project we intend to fund through our Net Proceeds. In the event of any delay in placing the orders, or in the event the vendors are not able to provide the equipment in a timely manner, or at all, may result in time and cost over-runs and our business, prospects and results of operations may be adversely affected.***

Our Company is planning a capacity expansion by construction and development of new manufacturing units at 3rd and 4th floors at our existing manufacturing facility in Surat at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230, which will be equipped with machineries such as crochet needle loom, warping machines and needle looms. The proposed expansion on 3rd and 4th floor of Unit 2 will have an installed production capacity of 2,80,00,000 meter per annum, which will augment our currently existing installed production capacity to a total of 17,40,00,000 meter per annum.

While we have procured quotations from various vendors in relation to the capital expenditure to be incurred for the proposed expansion, we have not placed any firm orders for any of them. For details, see "Objects of the Issue" on page 98. Such quotations are valid for a certain period of time and may be subject to revisions, and other commercial and technical factors. We cannot assure you that we will be able to undertake such capital expenditure within the cost indicated by such quotations or that there will not be cost escalations. In the event of any delay in placing the orders, or an escalation in the cost of acquisition of the equipment or in the event the vendors are not able to provide the equipment in a timely manner, or at all, we may encounter time and cost overruns for the proposed expansion. We have estimated the total cost of such capital expenditure to be incurred by our Company as ₹ 1,000 lakhs which will be funded from the Net Proceeds. For further information including details regarding quotations obtained from vendors for the purchase of equipment and machinery, see "Objects of the Issue – Details of the Objects – Proposing to finance the cost of acquisition of new plant and machinery to expand its production capabilities to produce elastic at Surat, Gujarat, India ("proposed expansion") on page 98. We cannot assure you that we will be able to place orders for such equipment and machinery, in a timely manner or at all.

Further, the costs of such equipment and machinery may escalate or vary based on external factors which may not be in our control. If our actual expenses on equipment and machinery significantly exceed our estimates, or there is a delay in the delivery of such equipment and machinery, we may not be able to achieve the intended economic benefits, which in turn may adversely affect our results of operations, financial condition, cash flows, and prospects. We may not be able to install and duly utilise the equipment and machinery to be purchased from the Net Proceeds due to factors beyond our control such as labour shortages, inadequate performance of the equipment and machinery installed in our manufacturing facilities, defects in design or construction, the possibility of unanticipated future regulatory restrictions, taxes and duties, delays in receiving or non-receipt of governmental, statutory and other regulatory approvals as we apply for them at various stages of the project, environment costs and other external factors. In the event of any delay in the placement of such orders and/or delivery of such equipment and machinery, the proposed schedule of implementation and deployment of the Net Proceeds may be extended or may vary accordingly, which could have an adverse impact on our growth, prospects, cash flows, results of operations and financial condition.

38. ***We have not made any alternate arrangements for meeting our capital requirements for the Objects of the Issue. Further we have not identified any alternate source of financing the "Objects of the Issue". Any shortfall in raising / meeting the same could adversely affect our growth plans, operations, and financial performance.***

As on date, we have not made any alternate arrangements for meeting our capital requirements for the objects of the Issue. We meet our capital requirements through our bank finance, owned funds and internal accruals. Any shortfall in our net owned funds, internal accruals and our inability to raise debt in future would result in us being unable to meet our capital requirements, which in turn will negatively affect our financial condition and the results of operations. Further we have not identified any alternate source of funding and hence any failure or delay on our part to raise money from this issue or any shortfall in the issue proceeds may delay the implementation schedule and could adversely affect our growth plans. For further details please refer to the chapter titled "Objects of the Issue" beginning on page 98 of this Draft Red Herring Prospectus.

39. ***Our funding requirements and proposed deployment of the Net Proceeds of the Issue have not been appraised by a bank or a financial institution and if there are any delays or cost overruns, our business, cash flows, financial condition and results of operations may be adversely affected.***

We intend to use the Net Proceeds of the Fresh Issue for the purposes described in "Objects of the Issue" on page 98. The objects of the Issue and deployment of funds have not been appraised by any external agency or any bank or financial institution or any other independent agency. Our internal management estimates may exceed fair market value or the value that would have been determined by third party appraisals, which may require us to reschedule or reallocate our capital expenditure plans and may have an adverse impact on our business, financial condition, results of operations and cash flows.

Further, the proposed deployment of Net Proceeds also includes funding working capital requirements, which is based on management estimates and certain assumptions and certified by our Statutory Auditors, S. K. Kabra & Co., Chartered Accountants. For details, see "Objects of the Issue" on page 98. Our business requires significant working capital, and the actual amount of our future working capital requirements may differ from estimates as a result of, among other factors, unanticipated expenses, availability of raw material, economic conditions, growth in revenue, changes in the terms of our financing arrangements, additional market developments, and other external factors which may not be within the control of our management. Any delay in the Issue may impact the funding of our working capital requirements, and adversely affect our business, operations, cash flows and financial condition.

Our Company, in accordance with the policies established by the Board from time to time, will have flexibility to deploy the Net Proceeds. Further, pending utilization of Net Proceeds towards the Objects of the Issue, our Company will have the flexibility to deploy the Net Proceeds and to deposit the Net Proceeds temporarily in deposits with one or more scheduled commercial banks included in Second Schedule of Reserve Bank of India Act, 1934, as may be approved by our Board. Accordingly, prospective investors in the Issue will need to rely upon our management's judgment with respect to the use of Net Proceeds

40. ***Significant dependence on yarn, rubber and spandex may adversely impact our operations and profitability.***

Our operations are significantly dependent on yarn, rubber and spandex which accounts for approximately 60–65% of our total input costs and is critical to the production of elastic products. Any adverse developments affecting the availability, quality, or pricing of yarn and rubber such as unfavourable weather conditions, pest infestations, changes in government policies, or logistical disruptions may result in increased procurement costs, production delays, or compromised product quality.

Additionally, our revenues are influenced by global market-linked pricing for yarns and rubber and a considerable portion of our earnings comes from Gujarat and Delhi, making us vulnerable to geographical concentration risk. In the absence of structured risk management strategies, sudden and adverse shifts in yarn and rubber prices may adversely impact our operating margins, financial stability, and long-term profitability. The Company closely monitors market trends and pricing dynamics to make informed procurement decisions and manage inventory more efficiently. We also maintain strong relationships with a diverse base of suppliers to ensure flexibility and continuity in raw material sourcing. The Company endeavours to make prudent procurement decisions based on prevailing market conditions, weather outlooks, and supplier inputs. We attempt to manage volatility by maintaining adequate inventory levels during favourable pricing periods and diversifying our supplier base to avoid over-reliance on any single source.

The management continues to explore options for strengthening its risk management practices in a phased manner, including the possible introduction of basic hedging tools and improved forecasting methods. However, given the inherent unpredictability of commodity and currency markets, some level of exposure to these risks may persist.

41. ***We generate our major portion of sales from our operations in certain geographical regions especially, Gujarat and Delhi. Any adverse developments affecting our operations in these regions could have an adverse impact on our revenue and results of operations.***

Our Manufacturing Facilities and Registered Office are located in Surat, in the state of Gujarat, India. In addition, Gujarat and Delhi contributes a major share of our operational revenue. For the financial years ended on March 31, 2026, revenue from sales in Gujarat and Delhi amounted to ₹ 2,950.76 lakhs and ₹ 2,487.30 respectively, representing approximately 90.58% of our total revenue from sale of products. For further details, see "Restated Financial Information" on page 229 of this Draft Red Herring Prospectus.

This operational and commercial concentration in Gujarat and Delhi exposes us to significant geographic concentration risks. Any local or regional disruptions such as changes in state regulations, labour unrest, natural calamities such as floods, droughts, or earthquakes, industrial accidents, political or social unrest, or public health emergencies, could have a direct and adverse impact on both our production and sales functions.

While we have not experienced any material operational disruptions at our Manufacturing Facility in preceding three Fiscal years. Any significant disruption at our Manufacturing Facility could delay production, result in inventory build-up, impair our ability to meet customer orders, and disrupt our supply chain. These factors could lead to order cancellations, contractual penalties, customer attrition, and reputational harm, thereby adversely affecting our revenue and profitability. Given the absence of geographic diversification in both our operations and customer base, any adverse event impacting the state of Gujarat and Delhi may have a material and disproportionate effect on our overall business, financial condition, results of operations, and cash flows.

42. ***We source our majority of raw materials from domestic market i.e. Gujarat. Any adverse developments affecting our procurement in these regions could have an adverse impact on our revenue and results of operations.***

We source our major portion of the raw materials from domestic market i.e. Gujarat. This strategic decision allows us to benefit from the geographical advantages, ensuring timely delivery of all materials. For the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, our raw material procurement from our suppliers situated in Gujarat contributed 81.40%, 71.00% and 72.95% respectively of total purchase of raw material as per our restated financial statements. Such geographical concentration of our business in this region heightens our exposure to adverse developments related to competition, as well as economic and demographic changes in these regions which may adversely affect our business prospects, financial conditions and results of operations. Factors such as competition, regulatory regimes, business practices and customs, industry needs, transportation, high prices in other markets where we may procure our raw materials may differ from those in such regions, and our experience in these regions may not be applicable to other markets. Our inability to procure into areas outside such markets may adversely affect our business prospects, financial conditions and results of operations.

43. ***We are dependent on third-party transportation providers for the supply of raw materials and delivery of our finished products.***

Our Manufacturing Facilities are strategically located which in turn makes it possible for us to procure raw material in an effective and timely manner. We arrange transportation on lowest price and availability basis. However, despite being strategically located, our Company is dependent upon third party service providers for the transport of the raw materials and finished products. As a manufacturing business, our success depends on the uninterrupted supply and transportation of raw materials required for our Manufacturing Facilities. We may or may not undertake the responsibility of delivery of raw materials or final products to or from our Manufacturing Facilities or to our customers. We rely on third-party logistic service providers and freight forwarders for the purpose of the same. Factors such as transportation strikes could adversely impact the supply of raw materials and the delivery of our products. In the past three Fiscals, we have not experienced any material disruption in transportation services. Past increases in transportation costs have been negotiated with the relevant third party and benchmarked with market prices. However, any such reductions or interruptions in the supply of the raw materials, we source from third parties, including abrupt increases in the transportation or fuel costs, inability on our part to find alternate sources for the procurement of such raw materials and termination in arrangements with our local transport agencies, if any, could adversely affect our Business, Results of Operations and Financial Condition and may have an adverse effect on our ability to manufacture or deliver our products in a timely or cost effective manner.

44. ***Employee misconduct including misuse of confidential data and failure to maintain confidentiality of information could harm us and is difficult to detect and deter.***

We could be harmed by employee misconduct if our customers' confidential information is misappropriated by us or our employees, our customers may consider us liable for that act and seek damages and compensation from us, in addition, to seeking termination of the contract. While there have been no instances during the last three financial years and stub period of information technology breach or instances of cyber-attack, assertions of misappropriation of confidential information or the intellectual property of our customers against us, if successful, could have a material adverse effect on our business, financial condition and results of operations. Even if such assertions against us are unsuccessful, they may cause us to incur reputational harm and substantial cost.

Although we closely monitor our employees' misconduct, including acts of bribery, corruption or fraud by employees or executives, such acts could include binding us to transactions that exceed authorized limits or present unacceptable risks, or they may hide unauthorized or unlawful activities from us, which may result in substantial financial losses and damage to our reputation and loss of business from our customers. Employee or executive misconduct could also involve the improper use or disclosure of confidential information, which could result in regulatory sanctions and serious reputational or financial harm, including harm to our brand. While we have not experienced any such employee misconduct in the past, it is not always possible to deter employee or executive misconduct and the precautions taken

and systems put in place to prevent and detect such activities may not be effective in all cases. Any instances of such misconduct could adversely affect our business and our reputation.

45. ***We may be unable to attract and retain skilled and experienced personnel, and any shortage of such manpower may adversely affect our operations, business growth, and financial performance.***

Our operations depend on the skills and experience of our workforce, particularly machine operators, maintenance technicians, and quality control staff. The textile industry in Gujarat and across India faces high competition for experienced manpower, and attrition levels are generally elevated. If our employees leave prematurely, we may not be able to replace them with equally skilled personnel on a timely basis. This could disrupt our production, increase recruitment and training costs, reduce productivity, and adversely affect our profitability.

Further, if attrition levels in our company are high, it may impact our ability to expand capacity, meet customer orders on schedule, or maintain consistent product quality. Any significant increase in labour costs required to attract or retain talent could also affect our margins.

Our organization relies heavily on a flexible, casual workforce. Because our daily staffing fluctuates based on demands and short-term assignments, standard HR attrition formulas do not accurately reflect our actual retention trends. Therefore, traditional attrition metrics cannot reliably measure or represent this segment of our workforce.

While we provide on-the-job training and seek to maintain competitive compensation structures, there can be no assurance that our efforts will be sufficient to reduce attrition. Any inability to retain skilled workers or manage high attrition levels may materially and adversely impact our business, financial condition, and results of operations.

46. ***An inability to maintain adequate insurance cover in connection with our business may adversely affect our operations and profitability.***

We have obtained a number of insurance policies in connection with our operations including burglary risk insurance policy, insurance policies for our workmen, property damage policies and buildings, plant and machinery insurance against fire, explosion or implosion and lightning. For further information, see "Business Overview – Insurance" on page 183.

As of March 31, 2026, our Company had obtained insurance coverage amounting to ₹ 2,330.00 lakhs (excluding ₹ 336.00 Lakhs for employee compensation policy), constituting 28.22 % of the total assets of our Company. While we believe that the insurance coverage which we maintain would be reasonably adequate to cover the normal risks associated with the operation of our business, we cannot assure you that any claim under the insurance policies maintained by us will be honoured fully, in part or on time, or that we have taken out sufficient insurance to cover all our losses. While in the last three Fiscals, there has not been any instance of any claim exceeding the insurance cover, our insurance policies may not provide adequate coverage in certain circumstances and are subject to certain deductibles, exclusions and limits on coverage. In addition, our insurance coverage expires from time to time. We apply for the renewal of our insurance coverage in the normal course of our business, but we cannot assure you that such renewals will be granted in a timely manner, at acceptable cost or at all. Further, we do not maintain product liability insurance for our products. A product liability claim arising from quality concerns or any other reason, may adversely affect our brand image and lead to a loss of confidence of customers in our products, which may have an adverse effect on our reputation, business, results of operations, financial condition and cash flows. To the extent that we suffer loss or damage for which we did not obtain or maintain insurance, and which is not covered by insurance or exceeds our insurance coverage or where our insurance claims are rejected, the loss would have to be borne by us and our results of operations, cash flows and financial condition may be adversely affected.

47. ***We may not be able to adequately protect our intellectual property, including our trademarks, and any failure to do so may adversely affect our business, reputation, and goodwill.***

Building recognition for our brand and maintaining its distinctiveness is critical to our business, as it enables us to compete effectively in domestic and export markets. Our brand name and logo are important in establishing trust with customers, suppliers, and other stakeholders. As on the date of this Draft Red Herring Prospectus, our Company has registered the following trademark with the Registrar of Trademarks under the Trademarks Act, 1999:

S. No.	Trademark No./ Application No.	Class	Date of Application	Status	Trademark/Logo
1.	6829086	24	January 29, 2025	Under Examination	
2.	7648695	23	April 10, 2026	Ready for Examination	SRG Word mark
3.	7648696	23	April 10, 2026	Ready for Examination	
4.	7648697	24	April 10, 2026	Ready for Examination	SRG Word mark
5.	7648698	26	April 10, 2026	Ready for Examination	SRG Word mark
6.	7648699	26	April 10, 2026	Ready for Examination	
7.	7648700	35	April 10, 2026	Ready for Examination	SRG Word mark
8.	7648703	35	April 10, 2026	Ready for Examination	

**Correction application for the change of name from S.R.G. Narrow Fab Private Limited to S.R.G. Narrow Fab Limited on April 10, 2026*

Our rights to use this registered trademark are subject to approval and future renewal at periodic intervals. Any failure to obtain and renew such registration may impair our right to use the mark in future. Further, while we have made efforts to protect our intellectual property, there can be no assurance that our measures will be adequate. Unregistered or unprotected elements of our intellectual property may be vulnerable to third-party claims, which could result in erosion of our business value and reputation.

Third parties may attempt to infringe, imitate, or misuse our registered trademark, brand name, or logo. We may not always be able to detect such unauthorised use or take timely and effective legal action to prevent it. The use of deceptively similar or identical marks by competitors or other parties could mislead customers, dilute our brand equity, and result in loss of reputation or business opportunities.

Although we have not encountered any unauthorised use or infringement of our intellectual property during the last three Fiscals, there can be no assurance that we will be able to protect our intellectual property in the future. Any failure to adequately enforce our intellectual property rights, or defend against third-party claims, may materially and adversely affect our business, financial condition, results of operations, and goodwill. For further details, see the section titled "Government and Other Statutory Approvals" on page 252 of this Draft Red Herring Prospectus.

48. ***Certain agreements, deeds or licenses, statutory approvals and certificates may be in the previous name of the company, we have to update the name of our company in all the statutory approvals and certificates due to the conversion of our Company.***

Our Company was originally incorporated as Garble Narrowfab Private Limited in 2008. In 2020, the name was changed to S.R.G. Narrow Fab Private Limited and was subsequently, in 2025, our Company was converted into a public limited company and renamed S.R.G. Narrow Fab Limited. Pursuant to this change, certain agreements, deeds, licenses, statutory approvals, and certificates obtained in the name of our erstwhile private limited company continue to remain in the previous name.

Following major agreements, licenses, statutory approval and certificates are in the previous name of the company:

S. No.	Nature of Registration / License/ Agreement/ Certification	Issuing Authority/ Act	Purpose	Date of Application
1	Tax Deduction and Collection Account Number (TAN)	Income Tax Act, 1961	Name change from S.R.G. Narrow Fab Private Limited to S.R.G. Narrow Fab Limited	May 21, 2026

We have initiated the process of updating such documents with the relevant counterparties and authorities. However, there can be no assurance that all such changes will be completed in a timely manner, or at all. Any delay or failure in updating these documents to reflect our current name may result in difficulties in relying on such approvals, complications in enforcing contractual rights, increased compliance costs, and potential regulatory or legal challenges. These factors may, individually or in the aggregate, have a material adverse effect on our business, operations, financial condition, and results of operations.

49. ***Any failure or disruption of our information technology systems could adversely impact our business and operations.***

Our business relies on information technology systems to support our operations, including accounting, inventory management, procurement, sales and financial reporting. Any failure, interruption or compromise of these systems due to hardware or software failures, cyber-attacks, malware, unauthorised access, human error or other unforeseen events could disrupt our business operations and result in the loss, corruption or unauthorised disclosure of business or customer information. Our Company does not have any formal data security policy. While we have not experienced any disruptions to our information technology systems in the past or breach in Company's database in last three years, we cannot assure you that we will not encounter disruptions in the future. Any such disruption may result in the loss of key information or disruption of our business processes, which could adversely affect our business and results of operations. In addition, our systems are potentially vulnerable to data security breaches, whether by employees or others that may expose sensitive data to unauthorized persons.

50. ***The deployment of funds raised through this Issue shall not be subject to any Monitoring Agency and shall be purely dependent on the discretion of the management of our Company.***

Since, the Proceeds from the Issue is less than Rs. 5,000 Lakhs, there is no mandatory requirement of appointing an Independent Monitoring Agency for overseeing the deployment of utilization of funds raised through this Issue as per SEBI (ICDR) Regulations, 2018, as amended from time. The deployment of these funds raised through this Issue, is hence, at the discretion of the management and the Board of Directors of our Company and will not be subject to monitoring by any independent agency. Any inability on our part to effectively utilize the Issue proceeds could adversely affect our financials. However, as per the Section 177 of the Companies Act, 2013, in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable laws, the Audit Committee of our Company would be monitoring the utilization of the Issue Proceeds.

51. ***As we continue to grow, we may not be able to effectively manage our growth and the increased complexity of our business, which could negatively impact our brand and financial performance.***

Although we attempt to limit and mitigate our liability for damages arising from negligent acts, errors or omissions through contractual provisions, limitations of liability set forth in our contracts may not be enforceable in all instances or may not otherwise protect us from liability for damages.

In addition, certain liabilities, such as claims of third parties for which we may be required to indemnify our customers, are generally not limited under those agreements. We face the risk of loss resulting from, and the adverse publicity associated with, lawsuits, whether or not such claims are valid. We have taken various insurance policies, details of which is mentioned in the section titled, "Insurance" under the chapter titled, "Business Overview" on page 183 of the Draft Red Herring Prospectus. Although we believe we have adequate insurance coverage but that coverage may not continue to be available on reasonable terms or to be available in sufficient amounts to cover one or more large claims, and our insurers may disclaim coverage as to any future claim. Insurance coverage may be an inadequate remedy where the loss suffered is not easily quantifiable, for example, in the event of severe damage to our reputation. The successful assertion of one or more large claims against us that exceed available insurance coverage, or changes in our insurance policies (including premium increases or the imposition of large deductible or co-insurance requirements), could have a material adverse effect on our business, reputation, results of operations, financial condition and cash flows.

52. ***Our Company has not paid dividends during the last three Fiscals and during the current Fiscal. There can be no assurance that our Company will be in a position to pay dividends in the future. Our ability to pay dividends in the future may be affected by any material adverse effect on our future earnings, financial condition or cash flows.***

Our Company has not paid dividends on its Equity Shares for Fiscal 2026, Fiscal 2025, Fiscal 2024 and during the current Fiscal. We may retain all our future earnings, if any, for use in the operations and expansion of our business. As a result, we may not declare dividends in the foreseeable future. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors and will depend on factors that our Board of Directors deem relevant, including among others, our results of operations, financial condition, cash requirements, business prospects and any other financing arrangements. Additionally, under some of our loan agreements, we may not be permitted to declare any dividends, if there is a default under such loan agreements or unless our Company has paid all the dues to the lender up to the date on which the dividend is declared or paid or has made satisfactory provisions thereof. Accordingly, realization of a gain on shareholders investments may largely depend upon the appreciation of the price of our Equity Shares. There can be no assurance that our Equity Shares will appreciate in value. For details of our dividend history, see "Dividend Policy" on page 228 of this Draft Red Herring Prospectus.

53. ***Negative publicity against us, our Promoters, Promoter group, our suppliers, our customers or any of our or their affiliates could cause us reputational harm and could have a material adverse effect on our business, financial condition, results of operations and prospects.***

From time to time, we, our Promoters, Promoter Group, our suppliers, our customers or any of our or their affiliates may be subject to negative publicity in relation to our or their business or staff, including publicity covering issues such as anti-corruption, safety and environmental protection. Such negative publicity, however, even if later proven to be false or misleading, and even where the entities or individuals implicated are members or employees of our suppliers, customers or our or their affiliates and not of us, could lead to a temporary or prolonged negative perception against us by virtue of our affiliation with such individuals, suppliers, customers or affiliates. Our reputation in the marketplace is important to our ability to generate and retain business. In particular, damage to our reputation could be difficult and time-consuming to repair, and our business, financial condition, results of operations and prospects may be materially and adversely affected.

54. ***The average cost of acquisition of Equity Shares by our Promoters is lower than the issue price of the Equity Shares offered through the present Issue.***

The average cost of acquisition of Equity Shares of our Promoters as on the date of this Draft Red Herring Prospectus is as follows:

Name of Promoter	Number of Equity Shares Held	Average cost per Equity Share (in ₹)#
Dhiraj Ummed Singh Gunecha	16,30,751	Nil*
Ummed Singh Gunecha	18,36,000	Nil*

**Cost of acquisition of shares by the Promoters is negative (but shown as Nil) due to issue of bonus shares and transfer of shares by them.*

#Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

For further details regarding the average cost of acquisition of Equity Shares by our Promoters in our Company and build-up of Equity Shares of our Promoter in our Company, see *"Capital Structure"* on page 79 of this Draft Red Herring Prospectus.

55. ***The determination of the Price Band is based on various factors and assumptions and the Issue Price of the Equity Shares may not be indicative of the market price of the Equity Shares upon listing on the Stock Exchange.***

The determination of the Price Band is based on various factors and assumptions, and will be determined by our Company in consultation with the Book Running Lead Manager. Furthermore, the Issue Price of our Equity Shares shall be determined by book building method. These will be based on numerous factors (For further information, please refer chapter titled "Basis for Issue Price" beginning on page 114 of this Draft Red Herring Prospectus) and may not be indicative of the market price of our Equity Shares upon listing on the Stock Exchange. The price of our Equity Shares upon listing on the Stock Exchange will be determined by the market and may be influenced by many factors outside of our control.

56. ***Our actual results may differ materially from estimates and projections used in our financial statements***

The preparation of our financial statements involves the use of estimates, judgments, and assumptions that affect the reported amounts of income, expenses, assets, and liabilities. These estimates are inherently uncertain and are based on historical experience, current trends, and various other factors that may change over time. As a result, our actual results may differ materially from those reflected in such estimates and projections, which could lead to adjustments in future periods. Any such differences may impact investors' assessment of our financial condition and operating performance.

We follow prudent accounting practices and regularly review our estimates based on updated data and market conditions to ensure accuracy in our financial statements. We also engage statutory auditors to review our financials, helping minimise material deviations between estimates and actual results.

57. ***This Draft Red Herring Prospectus contains information from third parties, including an industry report prepared by an independent third-party research agency, B2K Analytics Private Limited ("B2K Analytics"), which we have commissioned and paid for purposes of confirming our understanding of the industry exclusively in connection with the Issue.***

This Draft Red Herring Prospectus includes industry and market information sourced from third-party sources, including an industry report dated September 24, 2026, prepared by B2K Analytics Private Limited ("B2K Analytics Report"), which we have commissioned to support and confirm our understanding of the elastic industry solely in connection with this Issue. The B2K Analytics Report provides an overview and analysis of the textile sector, including demand drivers, market size estimates, industry growth trends, consumption patterns, end-user dynamics, and key performance indicators relevant to our business.

The information and data in the B2K Analytics Report are based on specific methodologies for primary and secondary research, forecasting, and analysis, which may differ from our internal assessments or operational data. Due to the extensive nature of the industry report, only selected excerpts and summaries have been included in this Draft Red Herring Prospectus. The full report has not been reproduced herein. Investors should consider the industry information disclosed in this context and be aware that such information is subject to inherent limitations. Industry data generally reflects conditions as of specific cut-off dates and may include estimates, projections, or assumptions that are subject to significant risks and uncertainties. Differences in research methods, data sources, and market definitions may result in inconsistencies or non-comparability with data from other public or private sources.

Additionally, the market and industry information presented in this Draft Red Herring Prospectus may not necessarily reflect actual market conditions or performance and should not be regarded as definitive. Actual outcomes may differ materially from those described. Accordingly, investors are cautioned not to place undue reliance on such third-party industry data and market information when making investment decisions related to this Issue. Neither our Company nor the Book Running Lead Manager(s) has any financial or commercial relationship with B2K Analytics other than in connection with the commissioning of the aforementioned industry report. For further details, please refer to the chapter titled "Industry Overview" on page 126 of this Draft Red Herring Prospectus.

58. ***Our Promoters and members of the Promoter Group will continue jointly to retain majority control over our Company after the Issue, which will allow them to determine the outcome of matters submitted to shareholders for approval.***

After the completion of the Issue, our Promoters and Promoter Group will collectively own [●] % of the Equity Shares. As a result, our Promoters, together with the members of the Promoter Group, will have significant influence over the company and will be able to control the outcome of any proposal that can be approved by a majority shareholder vote, including the election of members to our Board, in accordance with the Companies Act and our Articles of Association. This concentration of ownership may also delay, prevent, or deter a change in control of our Company.

Furthermore, our Promoters will continue to have the ability to influence our decisions, which may not align with the interests of the Company or the interests of some or all of our creditors or minority shareholders. We cannot assure you that such actions will not have an adverse effect on our future financial performance or the price of our equity shares.

59. ***Inability to effectively source business opportunities may impact our growth and financial performance***

Our ability to achieve our financial and strategic objectives is dependent on effectively identifying, sourcing, and executing business opportunities in a timely and efficient manner. Failure to do so whether due to market competition, lack of timely information, operational constraints, or strategic missteps may limit our growth, affect revenue

generation, and hinder the achievement of our financial targets. If we are unable to consistently secure and convert viable business opportunities, it may adversely impact our market position, profitability, and long-term sustainability.

We actively monitor market trends and maintain strong industry networks to identify and secure business opportunities promptly. Our experienced management team evaluates potential projects carefully to align with our strategic goals, supporting consistent growth and financial performance.

60. ***Some of our Promoters do not possess formal higher education, which may be perceived as a limitation.***

One of our Promoters, namely Ummed Singh Gunecha, do not possess formal higher education qualifications. While this may be perceived as a limitation, our Promoters have acquired extensive practical experience, industry knowledge, and business acumen over the years, which have contributed significantly to the operations and growth of our Company.

However, we believe that his experience in the textile sector provides him with the skills required to manage our business effectively. Further, there can be no assurance that the absence of formal higher education will not be viewed unfavourably by certain stakeholders, or that it will not have any impact on our ability to adopt evolving corporate practices

61. ***None of our Directors, except 2 independent directors namely Dheeraj Sharma and Pooja Hindia, have any prior experience of being a director in any other listed company in India.***

Our Company is not a publicly listed entity and has not historically been subject to the level of regulatory oversight, corporate governance requirements and public scrutiny that is typically associated with listed companies. As of the date of this Draft Red Herring Prospectus, none of our directors, except *2 independent directors namely Dheeraj Sharma and Pooja Hindia,* have prior experience of serving as a director on the board of any listed company in India.

While our directors possess relevant qualifications and industry experience, the absence of prior experience in a listed company environment may present certain challenges in adapting to enhanced corporate governance standards, regulatory compliances, disclosure requirements and stakeholder expectations applicable to listed entities. This may require additional time and resources to ensure full compliance with applicable laws and regulations, including those prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, any inability to effectively implement and adhere to such governance practices and regulatory requirements in a timely manner may impact investor perception, as well as our credibility and reputation among shareholders, regulators and other stakeholders. For further details of our Board of Directors, please refer to the chapter titled "Our Management" on 201 of this Draft Red Herring Prospectus.

62. ***This DRHP contains forward-looking statements that are subject to risks and uncertainties***

This Draft Red Herring Prospectus contains certain forward-looking statements that reflect our current views with respect to future events and financial performance. These statements are based on various assumptions, estimates, expectations, and projections and are subject to known and unknown risks, uncertainties, and other factors, many of which are beyond our control. Actual results, performance, or achievements could differ materially from those expressed or implied by such forward-looking statements. These differences may arise due to various factors including, but not limited to, those discussed in the sections titled "Forward-Looking Statements" on page no. 22 in this Draft Red Herring Prospectus. Investors are cautioned not to place undue reliance on such statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, unless required under applicable law.

63. ***Failure to stay updated with the latest technological trends may have adverse effects.***

Staying abreast with the latest technological advancements is crucial for maintaining our cost efficiency and ability to innovate. We operate in a highly technology-driven and competitive environment, given the dynamic and ever-evolving nature of technology, failing to adapt to emerging trends could put us at a disadvantage. An inability to keep pace with advancements may impact our operational efficiency, reduce our cost competitiveness, and hinder the development of high-quality, innovative products. Consequently, this could weaken our market position, affect customer demand, and ultimately lead to a decline in sales and profitability. We regularly monitor industry developments and technological trends to align our operations with evolving market requirements. We invest in upgrading machinery, process automation, and employee training to enhance efficiency, maintain competitiveness, and ensure the consistent delivery of innovative, high-quality products.

64. ***Failure to acquire new customers or to do so cost-effectively may adversely impact our revenue growth and profitability***

Our ability to increase revenue and maintain profitability is significantly dependent on our ability to acquire new customers and expand our customer base in a cost-effective manner. If we are unable to attract new customers due to increased competition, ineffective marketing strategies, shifting consumer preferences, or other external factors, our business growth could be adversely affected. Further, if the cost of acquiring customers increases disproportionately to the revenue generated from them, it may result in lower margins and reduced profitability, which could adversely impact our financial performance and long-term sustainability.

We will reduce our customer acquisition cost by prioritizing high-return channels such as referrals, retargeting, and content marketing, while also leveraging our strong domestic dealership network and active participation in industry seminars to tap into trusted relationships and generate leads efficiently.

65. ***Any changes in the utilization of the Net Proceeds, as outlined in this DRHP, will require compliance with specific regulatory requirements, including prior approval from Shareholders.***

As per Section 27 of the Companies Act, 2013, any deviation in the planned utilization of the Net Proceeds from what is disclosed in this DRHP can only be undertaken after securing approval from Shareholders through a special resolution. If circumstances necessitate such a variation, there is no certainty that we will obtain the required Shareholders' approval in a timely manner, or at all. Any delay or inability to secure such approval may adversely impact our business operations.

Furthermore, under the SEBI (ICDR) Regulations, our Promoters or controlling shareholders must provide an exit opportunity to dissenting shareholders who do not agree with any proposed modification in the objects of the Issue. If a significant number of shareholders opt for such an exit, it could negatively impact our financial condition and business stability. Additionally, even if a variation in the utilization of funds is deemed beneficial for our Company, regulatory constraints may prevent us from reallocating any unutilized proceeds, thereby limiting our flexibility in responding to changes in business dynamics. This could, in turn, affect our operational performance and financial results.

We have carefully planned the utilisation of Net Proceeds in alignment with our business objectives and regulatory requirements. In the event of any necessary deviations, we will seek shareholder approval as per the Companies Act, 2013, and SEBI (ICDR) Regulations, ensuring compliance while maintaining transparency and prioritising the best interests of the Company and its stakeholders.

For more details on the proposed utilization of Net Proceeds, please refer to the chapter titled "Objects of the Issue" on page no.98 of this DRHP.

66. ***Potential penalties and demands from statutory authorities may impact our financial position***

As a company engaged in the production of elastics, we are subject to various tax liabilities, including Goods and Services Tax (GST) and professional tax, as per applicable laws. While we have duly filed the required returns under relevant statutes, there remains a possibility that regulatory authorities may raise demands or impose penalties in the future for prior or current financial years. Any such penalties or demands could have an adverse impact on our financial position and overall business operations.

We ensure timely and accurate statutory filings, monitor compliance obligations, and engage qualified professionals to handle regulatory matters to minimise the risk of penalties and demands affecting our financial position.

67. ***Compliance with public listing requirements may strain resources and impose additional obligations***

Becoming a publicly listed company entails increased scrutiny from shareholders, regulators, and the general public. Consequently, we will incur significant additional expenses related to legal, accounting, corporate governance, and compliance matters, which were not applicable to us before. Furthermore, we will be required to adhere to the provisions of listing agreements with stock exchanges, necessitating enhanced financial controls and disclosure mechanisms.

Meeting these obligations will demand considerable management oversight and resources, potentially diverting attention from core business activities. There is no assurance that we will be able to meet our reporting requirements or promptly disclose operational changes as efficiently as other listed entities.

Additionally, to comply with public company regulations, we will need to strengthen our management team and recruit experienced legal and accounting professionals with expertise in corporate governance and financial reporting. Failure to meet stock exchange listing requirements may result in severe penalties, including potential trading suspensions, which could adversely affect our reputation, financial standing, and investor confidence.

We are strengthening our internal processes, financial controls, and compliance frameworks, while engaging experienced professionals to efficiently meet public listing and regulatory requirements, ensuring transparent governance and minimising disruptions to core business operations.

68. ***Pursuant to listing of the Equity Shares, we may be subject to pre-emptive surveillance measures like Additional Surveillance Measure (ASM) and Graded Surveillance Measures (GSM) by the Stock Exchanges in order to enhance market integrity and safeguard the interest of investors.***

SEBI and the Stock Exchanges have introduced various pre-emptive surveillance measures in order to enhance market integrity and safeguard the interests of investors, including ASM and GSM. ASM and GSM are imposed on securities of companies based on various objective criteria such as significant variations in price and volume, concentration of certain client accounts as a percentage of combined trading volume, average delivery, securities which witness abnormal price rise not commensurate with financial health and fundamentals such as earnings, book value, fixed assets, net worth, price / earnings multiple and market capitalization.

Upon listing, the trading of our Equity Shares would be subject to differing market conditions as well as other factors which may result in high volatility in price, low trading volumes, and a large concentration of client accounts as a percentage of combined trading volume of our Equity Shares. The occurrence of any of the abovementioned factors or other circumstances may trigger any of the parameters prescribed by SEBI and the Stock Exchanges for placing our securities under the GSM and/or ASM framework or any other surveillance measures, which could result in significant restrictions on trading of our Equity Shares being imposed by SEBI and the Stock Exchanges. These restrictions may include requiring higher margin requirements, requirement of settlement on a trade for trade basis without netting off, limiting trading frequency, reduction of applicable price band, requirement of settlement on gross basis or freezing of price on upper side of trading, as well as mentioning of our Equity Shares on the surveillance dashboards of the Stock Exchanges. The imposition of these restrictions and curbs on trading may have an adverse effect on market price, trading and liquidity of our Equity Shares and on the reputation and conditions of our Company.

For further details in relation to the ASM and GSM Surveillance Measures, including criteria for shortlisting and review of listed securities, exemptions from shortlisting and frequently asked questions, among other details, refer to the websites of the BSE.

EXTERNAL RISK FACTORS

69. ***Volatility in the prices and availability of yarn and rubber, our principal raw materials, due to movements in crude oil prices, climatic conditions and other factors beyond our control, may adversely affect our business and results of operation.***

Yarn and rubber are our principal raw materials. Cost of materials consumed accounted for 53.46%, 69.58% and 59.40% of our total income in Fiscals 2026, 2025 and 2024 respectively.

The synthetic yarns we use, such as polyester and nylon, are made from petrochemical feedstocks. Their prices therefore move with international crude oil prices, feedstock supply, and changes in import duties and trade measures.

Rubber is an agricultural commodity. Its supply and quality depend on monsoon patterns and climatic conditions in rubber-growing regions. A weak or erratic monsoon, or excessive rainfall, can disrupt rubber tapping and reduce output, which may lead to shortages and higher prices.

These factors have affected our costs in the past. In Fiscal 2026, the average purchase price of yarn fell by about ₹6 per metre, while that of rubber rose by about ₹1 per metre, compared with Fiscal 2025. In Fiscal 2025, the average purchase prices of yarn and rubber rose by about ₹3 and ₹2.50 per metre respectively, compared with Fiscal 2024.

We buy yarn and rubber on the basis of purchase orders and have no long-term supply contracts, so we may not be able to pass cost increases on to our customers in time or at all. Any significant increase in the price of yarn or rubber, or disruption in its supply, could adversely affect our margins, cash flows and results of operations. For further details, see "Risk Factor 6" and "Business Overview – Raw Materials" on pages 27 and 165.

70. ***In this Draft Red Herring Prospectus, we have included certain Non-GAAP ("Generally Accepted Accounting Principles") financial measures and certain other industry measures related to our operations and financial performance.***

These non-GAAP measures and industry measures may vary from any standard methodology applicable across the industry and therefore may not be comparable with financial or industry related statistical information of similar nomenclature computed and presented by other companies. Certain non-GAAP financial measures such as EBITDA, EBITDA Margin, Net worth and Net Asset Value per equity share, etc. and certain other industry measures related to our operations and financial performance have been included in this Draft Red Herring Prospectus. We compute and disclose such non-GAAP financial measures and such other industry related statistical information relating to our operations and financial performance, as we consider such information to be useful measures of our business and financial performance and because such measures are frequently used by securities analysts, investors and others to evaluate the operational performance of industry. Such supplemental financial and operational information is therefore of limited utility as an analytical tool and investors are cautioned against considering such information either in isolation or as a substitute for an analysis of our audited financial statements as reported under applicable accounting standards disclosed in this Draft Red Herring Prospectus. For further details, see "Other Financial Information" on page 230. These non-GAAP financial measures and such other industry related statistical and other information relating to our operations and financial performance may not be computed on the basis of any standard methodology that is applicable across the industry and therefore may not be comparable to financial measures and industry related statistical information of similar nomenclature that may be computed and presented by other companies. Accordingly, investors should not place undue reliance on the non-GAAP financial information included in the Draft Red Herring Prospectus. For further information, see "Management's Discussion and Analysis of Financial Condition and Results of Operations – Non-GAAP Measures" on page 233.

71. ***Our business and financial performance are influenced by various political, economic, and external factors beyond our control.***

The Indian economy is interconnected with global economic developments, and any downturn or financial disruption in domestic, regional, or international markets could negatively impact our business, financial condition, and operational results. Periods of economic slowdown in India have previously affected demand for products and services, and any future economic downturn could similarly impact our growth prospects and profitability.

Several factors, including fluctuations in domestic consumption and savings, trade imbalances, global economic uncertainty, currency exchange rate volatility, and agricultural production affected by annual rainfall, play a crucial role in shaping economic growth. Additionally, changes in government policies, economic regulations, or high inflation rates could increase our operational costs without a proportional rise in revenues, thereby reducing our operating margins and affecting our overall business performance.

72. ***A slowdown in India's economic growth could have a negative impact on our business.***

As a company incorporated in India, with all our assets and employees based in the country, our operations are highly dependent on the overall economic environment. Any decline in economic activity could affect our ability to expand, maintain asset quality, and successfully execute our strategic plans. Several factors could adversely impact the Indian economy and, consequently, our financial performance, including rising interest rates or inflation, limited access to credit, fluctuations in consumer and corporate income levels, changes in tax, trade, fiscal, or monetary policies, as well as political instability, terrorism, or geopolitical conflicts in the region. Additionally, global economic conditions, regulatory shifts, or volatility in commodity prices could negatively affect our borrowers and contractual counterparties, ultimately impacting our business, financial results, and the market value of our Equity Shares.

73. ***Any downgrading of India's sovereign rating by an independent agency may harm our ability to raise financing.***

Any adverse revisions to India's credit ratings for domestic and international debt by international rating agencies may adversely impact our ability to raise additional financing, and the interest rates and other commercial terms at which such additional financing may be available. This could have an adverse effect on our business and future financial performance, our ability to obtain financing for capital expenditures and the trading price of our Equity Shares.

74. ***Impact of Political Instability and Policy Changes on Our Business***

Political instability or changes in economic liberalization and deregulation policies could significantly impact business and economic conditions in India, including our operations. The Indian government has historically influenced various

sectors of the economy and continues to regulate key areas such as taxation, interest rates, and foreign investment. Any shift in government policies, particularly those affecting the textile sector and capital markets, could have a direct impact on our business growth, financial performance, and the market value of our Equity Shares.

75. ***Global economic and political conditions may adversely affect our business and stock price.***

Our business operations and financial performance are subject to global economic, political, and social conditions that are beyond our control. Factors such as interest rate fluctuations, fiscal and monetary policies, inflation, exchange rate volatility, market instability, and employment trends can directly influence consumer confidence and spending patterns. Increased financial market volatility may amplify these risks, potentially affect our operational costs and lead to fluctuations in our stock price.

76. ***Natural Disasters Could Negatively Impact Our Business and the Indian Economy***

India is highly susceptible to natural disasters such as earthquakes, floods, cyclones, droughts, and landslides, which have historically caused widespread destruction and economic disruption. These calamities not only result in loss of life and property but also have far-reaching effects on industries, infrastructure, and overall economic stability. The severity and frequency of such disasters have increased in recent years due to climate change, making their impact more unpredictable and challenging to manage. Natural disasters can severely disrupt business operations by damaging production facilities, supply chains, transportation networks, and communication systems. For instance, extreme flooding may lead to logistical bottlenecks, delaying the procurement of raw materials and the delivery of finished goods, thereby affecting operational efficiency and revenue generation.

Additionally, earthquakes or cyclones can cause structural damage to key infrastructure, requiring significant financial resources for repairs and recovery. The economic impact of such disasters extends beyond immediate business disruptions. Prolonged adverse weather conditions can weaken consumer demand, disrupt labour markets, and lead to inflationary pressures due to supply shortages. If such disruptions persist, they can negatively influence investor sentiment, reduce foreign direct investment, and cause volatility in financial markets.

77. ***Risks from Terrorism, Civil Unrest, and Geopolitical Conflicts***

Acts of terrorism, civil unrest, and geopolitical tensions involving India or other countries could negatively impact the economy and financial markets. Events such as terrorist attacks, international conflicts, and other forms of violence may reduce investor confidence, disrupt economic activities, and affect global trade relations. Such incidents could lead to stock market volatility, negatively affecting the performance of Indian equities, including the market price and liquidity of our Equity Shares.

78. ***Rights of shareholders of companies under Indian law may be different compared to the laws of other jurisdictions.***

Our Articles of Association, composition of our Board, Indian laws governing our corporate affairs, the validity of corporate procedures, directors' fiduciary duties, responsibilities and liabilities, and shareholders' rights may differ from those that would apply to a company in another jurisdiction. Shareholders' rights under Indian law may not be as extensive and widespread as shareholders' rights under the laws of other countries or jurisdictions. Investors may face challenges in asserting their rights as a shareholder in an Indian company than as a shareholder of an entity in another jurisdiction.

79. ***Changing regulations in India could lead to new compliance requirements that are uncertain. The regulatory environment in which we operate is evolving and is subject to change.***

The regulatory and policy environment in which we operate is evolving and is subject to change. The GoI may implement new laws or other regulations and policies that could affect our business in general, which could lead to new compliance requirements, including requiring us to obtain approvals and licenses from the Government and other regulatory bodies, or impose onerous requirements.

Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy in the jurisdictions in which we operate, including by reason of an absence, or a limited body, of administrative or judicial precedent may be time consuming as well as costly for us to resolve and may impact the viability of our current business or restrict our ability to grow our business in the future. We may incur increased costs and other burdens relating to compliance with such new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, financial condition, results of operations and prospects

Risks Related to the Issue

80. ***Our Equity Shares have never been publicly traded, and, after the Issue, the Equity Shares may experience price and volume fluctuations, and an active trading market for the Equity Shares may not develop. Further, the price of the Equity Shares may be volatile, and you may be unable to resell the Equity Shares at or above the Issue Price, or at all.***

Prior to the Issue, there has been no public market for our Equity Shares, and an active trading market may not develop or be sustained after the Issue. Listing and quotation do not guarantee that a market for our Equity Shares will develop or, if developed, does not guarantee the liquidity of such market for the Equity Shares. Our Company and the Book Running Lead Manager will appoint Market Maker for the equity shares of our Company. However, the trading price of our Equity Shares may fluctuate after this Issue due to a variety of factors, including our results of operations and the performance of our business, competitive conditions, general economic, political and social factors, the performance of the Indian and global economy and significant developments in India's fiscal regime, volatility in the Indian and global securities market, performance of our competitors, the Indian Capital Markets and Finance industry, changes in the estimates of our performance or recommendations by financial analysts and announcements by us or others regarding contracts, acquisitions, strategic partnership, joint ventures, or capital commitments. Investors might not be able to rapidly sell the Equity Shares at the quoted price if there is no active trading in the Equity Shares. The Issue Price of the Equity Shares has been determined by our Company in consultation with the BRLM through the Book Building Process.

81. ***Investors will not be able to sell immediately on an Indian stock exchange any of the Equity Shares they purchase in the Issue.***

The Equity Shares will be listed on the Stock Exchanges. Pursuant to the applicable Indian laws and practice, permission for listing of the Equity Shares will not be granted till the Equity Shares in this Issue have been issued and allotted and all relevant documents are submitted to the Stock Exchanges. Further, certain actions must be completed prior to the commencement of listing and trading of the Equity Shares such as the Investor's book entry or 'demat' accounts with the depository participants in India, the Allotment of Equity Shares in the Issue and the credit of such Equity Shares to the applicant's demat account with the depository participant. Any failure or delay in obtaining the approval or otherwise commence trading in Equity Shares would restrict your ability to dispose of your Equity Shares. We cannot assure you that the Equity Shares will be credited to investors' demat accounts or that trading in the Equity Shares will commence in a timely manner (as specified herein) or at all. We could also be required to pay interest at the applicable rates if the allotment is not made, refund orders are not dispatched or demat credits are not made to investors within the prescribed time periods.

82. ***Investors may be subject to Indian taxes arising out of income arising out of capital gains on the sale of the Equity Shares.***

Under current Indian tax laws, unless specifically exempted, capital gains arising from the sale of equity shares in an Indian company is generally taxable in India. A securities transaction tax ("STT") is levied on and collected by an Indian stock exchange on which equity shares are sold. Any gain realized on the sale of listed equity shares held for more than 12 months may be subject to long term capital gains tax in India at the specified rates depending on certain factors, such as STT is paid, the quantum of gains and any available treaty exemptions. Accordingly, you may be subject to payment of long term capital gains tax in India, in addition to payment of STT, on the sale of any Equity Shares held for more than 12 months. Furthermore, any gain realized on the sale of listed equity shares held for a period of 12 months or less will be subject to short term capital gains tax in India. Earlier, distribution of dividends by a domestic company was subject to Dividend Distribution Tax ("DDT"), in the hands of the company and such dividends were generally exempt from tax in the hands of the shareholders. However, the government of India has amended the Income Tax Act, 2025 to abolish the DDT regime. Under the extant provisions, any dividend distributed by a domestic company is subject to tax in the hands of the concerned shareholder at the applicable rates. Additionally, the company distributing dividends is required to withhold tax on such payments at the applicable rate. However, non-resident shareholders may claim benefit of the applicable tax treaty, subject to satisfaction of certain conditions.

Furthermore, if non-resident shareholders of entities holding the Equity Shares exit by way of sale or redemption of the shares held by them abroad in such entities, such non-resident shareholders could be taxed on capital gains in India if the offshore shares derive substantial value from Indian assets, subject to certain exemptions. Capital gains arising from the sale of the Equity Shares will be exempt from taxation in India only in limited situations and generally, Indian tax treaties do not limit India's ability to impose tax on capital gains. As a result, residents of other countries may be liable

for tax in India as well as in their own jurisdiction on a gain upon the sale of the Equity Shares. Similarly, any business income realized from the transfer of Equity Shares held as trading assets is taxable at the applicable tax rates subject to any treaty relief, if applicable, to a non-resident seller. Our Company cannot predict whether any tax laws or other regulations impacting it will be enacted, or predict the nature and impact of any such laws or regulations or whether, if at all, any laws or regulations would have a material adverse effect on our Company's business, results of operations, financial condition and cash flows. Investors should consult their own tax advisors about the consequences of investing in or trading in Equity Shares.

83. ***Fluctuation in the exchange rate of the Rupee and other currencies could have an adverse effect on the value of our Equity Shares, independent of our operating results.***

Subject to requisite approvals, on listing, our Equity Shares will be quoted in Rupees on the Stock Exchanges. Any dividends, if declared, in respect of our Equity Shares will be paid in Rupees and subsequently converted into the relevant foreign currency for repatriation, if required. Any adverse movement in exchange rates during the time that it takes to undertake such conversion may reduce the net dividend to such investors. In addition, any adverse movement in exchange rates during a delay in repatriating the proceeds from a sale of Equity Shares outside India, for example, because of a delay in regulatory approvals that may be required for the sale of Equity Shares may reduce the net proceeds received by shareholders.

The exchange rate of the Rupee has changed substantially in the last two decades and could fluctuate substantially in the future, which may have a material adverse effect on the value of the Equity Shares and returns from the Equity Shares, independent of our operating results.

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SECTION III – INTRODUCTION

THE ISSUE

Following table summarises, the present Issue in terms of this Draft Red Herring Prospectus:

Equity Shares Issued^ (1)(2) Present Issue of Equity Shares by our Company	Up to 36,60,000 Equity Shares of face value of ₹ 10.00/- each for cash at a price of ₹ [●] per Equity Share) (including a share premium of ₹ [●] per Equity share) aggregating to ₹ [●] Lakhs
Out of which:	
Market Maker Reservation Portion	Up to [●] Equity Shares of face value of ₹ 10.00/- each for cash at a price of ₹ [●] per Equity Shares (including a share premium of ₹ [●] per Equity) Shares aggregating to ₹ [●] Lakhs.
Net Issue to the Public (3)	Up to [●] Equity Shares of face value of ₹ 10.00 each for cash at a price of ₹ [●] per Equity Shares (including a share premium of ₹ [●] per Equity Shares) aggregating to ₹ [●] Lakhs.
Out of which:	
A. QIB Portion	Not more than [●] Equity Shares of face value of ₹10/- each fully paid- up for cash at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
Out of which:	
(i) Anchor Investor Portion	Not more than [●] Equity Shares of face value of ₹10/- each fully paid- up for cash at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
(ii) Net QIB Portion (assuming Anchor Investor Portion is fully subscribed)	Not more than [●] Equity Shares of face value of ₹10/- each fully paid- up for cash at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
Out of which:	
(a) Available for allocation to Mutual Funds only (5% of the Net QIB Portion (excluding Anchor Investor Portion))	Not less than [●] Equity Shares of ₹ 10/- each at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
(b) Balance of QIB Portion for all QIBs including Mutual Funds	Not more than [●] Equity Shares of face value of ₹ 10/- each at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
B. Non-Institutional Portion	Not less than [●] Equity Shares of face value of ₹10/- each at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
Out of which:	
(a) one third of the portion available to non- institutional investors shall be reserved for applicants' size of more than two lots and up to such lots equivalent to not more than ₹ 10 lakhs,	Not less than [●] Equity Shares of face value of ₹ 10/- each at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
(b) two third of the portion available to non-institutional investors shall be reserved for applicants' size of more than ₹10 lakhs	Not less than [●] Equity Shares of face value of ₹ 10/- each at an Issue Price of ₹ [●]/- per Equity Share each aggregating to ₹ [●] Lakhs
Individual Investor who applies for minimum application size portion	Not less than [●] Equity Shares of ₹ 10 each for cash at a price of ₹ [●] (including a share premium of ₹ [●] per Equity Share) per share aggregating to ₹ [●] Lakhs
Pre- and Post-Issue Equity Shares	
Equity Shares outstanding prior to the Issue	98,51,628 Equity Shares of face value of ₹ 10/- each (Rupees Ten Only)
Equity shares outstanding after the Issue	[●] Equity Shares of face value of ₹ 10/- each (Rupees Ten Only)

Utilization of Net Proceeds	Please see the chapter titled *"Objects of the Issue"* on page 98 of this Draft Red Herring Prospectus

^Subject to finalization of the Basis of Allotment. Number of shares may need to be adjusted for lot size upon determination of issue price.

Notes:

1) The Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. This Issue is being made by our company in terms of Regulation of 229 (2) and Regulation 253 (1) of SEBI ICDR Regulations read with Rule 19(2)(b)(i) of SCRR wherein not less than 25% of the post – issue paid up equity share capital of our company are being issued to the public for subscription. For further details please refer to section "Issue Structure" beginning on page 278 of this Draft Red Herring Prospectus.

2) The Present Issue has been authorized pursuant to a resolution of our Board dated September 16, 2026 and by Special Resolution passed under Section 62(1)(c) of the Companies Act, 2013 at an Annual General Meeting of our shareholders held on September 19, 2026.

3) The SEBI ICDR Regulations permit the issue of securities to the public through the Book Building Process, which states that, not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Issue shall be available for allocation on a proportionate basis to Individual Investor who applies for minimum application size and not more than 50% of the Net Issue shall be allotted on a proportionate basis to QIBs, subject to valid Bids being received at or above the Issue Price. Accordingly, we have allocated the Net Issue i.e. not more than 50% of the Net Issue to QIB and not less than 35% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size and not less than 15% of the Net Issue shall be available for allocation to non-institutional bidders. Further, (a) 1/3rd of the portion available to NIBs shall be reserved for applicants with an application size of more than two lots and up to such lots equivalent to not more than ₹ 10 lakhs and (b) 2/3rd of the portion available to NIBs shall be reserved for applicants with an application size of more than ₹ 10 lakhs. Provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), could be allocated to applicants in the other sub-category of NIBs. The allocation to each NIB shall not be less than the minimum NIB Application Size, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, was available for allocation on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI ICDR Regulations.

4) Our Company may, in consultation with the BRLM, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. The QIB Portion will accordingly be reduced for the Equity Shares allocated to Anchor Investors. Out of above 33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription in the Anchor Investor Portion, the remaining Equity Shares shall be added to the Net QIB Portion. 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. In the event the aggregate demand from Mutual Funds is less than as specified above, the balance Equity Shares available for Allotment in the Mutual Fund Portion will be added to the Net QIB Portion and allocated proportionately to the QIB Bidders in proportion to their Bids.

5) Subject to valid Bids being received at or above the Issue Price, undersubscription, if any, in any category, except in the QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the Book Running Lead Manager and the Designated Stock Exchange, subject to applicable laws.

6) Not less than 15% of the Issue shall be available for allocation to Non-Institutional Bidders, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders, subject to valid Bids being received at or above the Issue Price and not less than 35% of the Issue will be available for allocation to Individual Investor who applies for minimum application size, in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All Bidders, other than the Anchor Investors, are mandatorily required to participate in this Issue only through an Application Supported by Blocked Amount ("ASBA") process, providing details of their respective bank accounts

(including UPI ID for UPI Bidders using UPI Mechanism) in which the Bid amount will be blocked by the Self Certified Syndicate Banks or the Sponsor Bank. The Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For further details, please see "Issue Procedure" on page no. 283 of this Draft Red Herring Prospectus.

7) In the event of over-subscription, allotment shall be made on a proportionate basis, subject to valid Bids received at or above the Issue Price. The allotment of specified securities to applicants other than individual investors who applies for minimum application size, non-institutional investors and anchor investors, shall be on proportionate basis within the specified investor categories and the number of securities allotted shall be rounded off to the nearest integer, subject to minimum allotment being equal to the minimum application size as determined and disclosed in the RHP. Allocation to investors in all categories, except the Individual Investor who applies for minimum application size, shall be made on a proportionate basis subject to valid bids received at or above the Issue Price. The allocation to each Individual Investor who applies for minimum application size shall not be less than the minimum Bid Lot, and subject to availability of Equity Shares in the Individual Investor who applies for minimum application size, the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. Subject to the availability of shares in non-institutional investors' category, the allotment of specified securities to each non-institutional investor shall not be less than the minimum application size in non-institutional investor category, and the remaining shares, if any, shall be allotted on a proportionate basis in accordance with the provision of SEBI ICDR Regulations.

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SUMMARY OF FINANCIAL INFORMATION

Restated Statement of assets and liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024

(All amounts are ₹ in lacs unless otherwise stated)

Particulars	Annexure	As at		
		March 31, 2026	March 31, 2025	March 31, 2024
Equity and Liabilities				
Shareholders' funds				
Share capital	3	115.90	115.17	100.00
Reserves and surplus	4	1,717.72	967.76	187.23
		1,833.62	**1,082.93**	**287.23**
Non-current liabilities				
Long-term borrowings	5	896.64	583.29	298.53
Deferred tax liability (net)	6	12.83	8.16	11.41
Long-term provisions	7	46.96	54.86	18.92
		956.43	**646.31**	**328.86**
Current liabilities				
Short-term borrowings	8	2,803.29	1,973.20	1,620.54
Trade payables	9			
- total outstanding dues of micro enterprises and small enterprises		425.57	345.89	338.88
- total outstanding dues of creditors other than micro enterprises and small enterprises		1,561.43	1,065.85	755.18
Other current liabilities	10	172.35	100.65	108.14
Short-term provisions	11	503.62	223.73	62.51
		5,466.26	**3,709.32**	**2,885.26**
Total Equity and Liabilities		**8,256.31**	**5,438.56**	**3,501.35**
Assets				
Non current assets				
Property, plant and equipment	12	1,026.28	1,077.48	522.32
Capital work in progress	13	675.40	12.37	433.72
Long-term loans and advances	14	112.44	381.72	43.30
Other non-current assets	15	28.64	28.54	26.59
		1,842.76	**1,500.11**	**1,025.93**
Current assets				
Inventories	16	2,064.40	1,747.41	1,717.87
Trade receivables	17	4,149.03	2,037.60	546.06
Cash and bank balances	18	70.33	43.19	60.37
Short-term loans and advances	19	115.50	99.92	143.54
Other current assets	20	14.29	10.33	7.58
		6,413.55	**3,938.45**	**2,475.42**
Total Assets		**8,256.31**	**5,438.56**	**3,501.35**

Restated Statement of Profit and Loss for years ended March 31, 2026, March 31, 2025 and March 31, 2024

(All amounts are ₹ in lacs unless otherwise stated)

Particulars	Annexure	For the year ended		
		March 31, 2026	March 31, 2025	March 31, 2024
Income				
Revenue from operations	21	6,003.69	4,702.12	2,936.27
Other income	22	1.45	2.72	0.42
Total income		**6,005.14**	**4,704.84**	**2,936.69**
Expenses				
Cost of material consumed	23	3,210.53	3,273.60	1,744.46
Purchases of stock-in-trade		545.18	-	7.40
Change in inventories of finished goods, work-in-progress and stock-in-trade	24	(229.50)	(629.64)	(210.92)
Employee benefits expense	25	511.04	570.71	441.18
Finance cost	26	436.71	421.33	320.18
Depreciation and amortization expense	27	88.06	78.08	56.80
Other expenses	28	475.33	401.57	316.97
Total expenses		**5,037.35**	**4,115.65**	**2,676.07**
Profit before exceptional items, extraordinary item and tax		**967.79**	**589.19**	**260.62**
Profit before tax		**967.79**	**589.19**	**260.62**
Tax expense/(credit)				
- Current tax		251.45	153.60	60.67
- Deferred tax		4.67	(3.25)	6.17
Total tax expense/(credit)		**256.12**	**150.35**	**66.84**
Profit after tax		**711.67**	**438.84**	**193.78**
Earnings per equity share (face value of ₹ 10 each, previous year: ₹ 10):				
- Basic and diluted earnings per share (pre bonus)	29	61.44	41.80	76.88
- Basic and diluted earnings per share (post bonus)	29	7.23	4.92	9.05

Restated Cash Flow Statement for years ended March 31, 2026, March 31, 2025 and March 31, 2024

(All amounts are ₹ in lacs unless otherwise stated)

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
A. Cash flow from operating activities			
Restated profit before tax	967.79	589.19	260.62
Adjustments for:			
Depreciation and amortisation expenses	88.06	78.08	56.80
Interest income	(0.41)	(0.47)	(0.42)
Finance costs	436.71	421.33	320.18
Operating profit before working capital changes	**1,492.15**	**1,088.13**	**637.18**
Adjustments for (increase)/decrease in:			
Trade receivables	(2,111.43)	(1,491.54)	175.99
Inventories	(316.99)	(29.54)	(667.68)
Loans and advances	253.70	43.62	56.71
Other non current assets	(0.10)	(1.95)	(0.37)
Other current assets	(3.96)	(2.75)	1.62
Adjustments for increase/(decrease) in:			
Trade payables	575.27	317.67	(187.52)
Other current liabilities	71.70	(7.49)	(29.93)
Provision for gratuity	(1.01)	37.68	15.20
Cash generated from/(used in) operations	**(40.67)**	**(46.17)**	**1.20**
Less: Taxes paid (net)	(13.96)	(0.00)	(1.76)
Net cash generated from/(used in) operating activities	**(54.63)**	**(46.17)**	**(0.56)**
B. Cash flow from investing activities			
(Purchase)/sale of property, plant & equipment, capital work in progress and capital advance (net)	(699.90)	(550.31)	(233.70)
Interest received	0.41	0.47	0.42
(Increase)/Decrease in deposits	(6.18)	(10.62)	-
Net cash used in investing activities	**(705.67)**	**(560.46)**	**(233.28)**
C. Cash flow from financing activities			
Proceeds from issue of share capital including security premium (net of share issue expense)	39.03	356.86	75.00
Proceeds/(repayment) from long-term borrowings (net)	423.48	22.25	(12.90)
Proceeds/(repayment) from short-term borrowings (net)	719.96	615.17	548.04
Interest paid on borrowing	(222.15)	(252.31)	(159.83)
Other finance costs paid	(179.06)	(163.14)	(160.35)
Net cash generated from/(used in) financing activities	**781.26**	**578.83**	**289.96**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**20.96**	**(27.80)**	**56.12**
Cash and cash equivalents at the beginning of the year	32.57	60.37	4.25
Cash and cash equivalents at the closing of the year	**53.53**	**32.57**	**60.37**

SUMMARY OF CONTINGENT LIABILITIES

The summary of contingent liability of our company as on the date of this Draft Red Herring Prospectus is provided below:

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
(i) Contingent liabilities	-	-	-
(ii) Commitments			
Estimated amounts of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-	-
Total	-	-	-

For Further details of Contingent liability, please refer to the chapter titled Restated Financial Statement on page F-24 *of this Draft Red Herring Prospectus.*

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SUMMARY OF RELATED PARTY TRANSACTIONS

The disclosure as required by the Accounting Standard -18 (Related Party Disclosure) are given below:

A. List of related parties with whom transactions have taken place:

Nature of relationship	Name of related party
Key management personnel	Dhiraj Ummed Singh Gunecha Divya Dhiraj Gunecha Ummed Singh Gunecha
Relative of Key management personnel	Santosh Gunecha Vinita Gunecha
Enterprises under common control	SRG Elastics

B. Transactions during the year and balances outstanding:

Particulars	Key management personnel			Relative of Key management personnel			Enterprises under common control			Total		
Transactions during the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Addition of borrowing												
- Dhiraj Ummed Singh Gunecha	679.76	420.85	457.14	-	-	-	-	-	-	**679.76**	**420.85**	**457.14**
- Divya Dhiraj Gunecha	10.22	61.25	8.00	-	-	-	-	-	-	**10.22**	**61.25**	**8.00**
- Santosh Gunecha	-	-	-	74.27	37.08	25.50	-	-	-	**74.27**	**37.08**	**25.50**
- Ummed Singh Gunecha	286.93	189.11	280.12	-	-	-	-	-	-	**286.93**	**189.11**	**280.12**
Repayment of borrowing												
- Dhiraj Ummed Singh Gunecha	480.16	392.66	399.33	-	-	-	-	-	-	**480.16**	**392.66**	**399.33**
- Divya Dhiraj Gunecha	12.00	57.49	24.43	-	-	-	-	-	-	**12.00**	**57.49**	**24.43**
- Santosh Gunecha	-	-	-	30.50	69.68	27.80	-	-	-	**30.50**	**69.68**	**27.80**
- Ummed Singh Gunecha	177.06	381.47	101.07	-	-	-	-	-	-	**177.06**	**381.47**	**101.07**
Purchase booked												
- SRG Elastics (Purchase of Goods)	-	-	-	-	-	-	439.89	-	-	**439.89**	**-**	**-**
Interest paid												
- Dhiraj Ummed Singh Gunecha	-	6.42	7.24	-	-	-	-	-	-	**-**	**6.42**	**7.24**
- Divya Dhiraj Gunecha	-	-	1.70	-	-	-	-	-	-	**-**	**-**	**1.70**

Particulars	Key management personnel			Relative of Key management personnel			Enterprises under common control			Total		
Transactions during the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
- Santosh Gunecha	-	-	-	-	1.72	4.43	-	-	-	**-**	**1.72**	**4.43**
- Ummed Singh Gunecha	-	32.73	11.55	-	-	-	-	-	-	**-**	**32.73**	**11.55**
Director/KMP salary												
- Dhiraj Ummed Singh Gunecha	18.00	6.00	18.00	-	-	-	-	-	-	**18.00**	**6.00**	**18.00**
- Divya Dhiraj Gunecha	6.00	6.00	6.00	-	-	-	-	-	-	**6.00**	**6.00**	**6.00**
- Santosh Gunecha	-	-	-	6.00	6.00	6.00	-	-	-	**6.00**	**6.00**	**6.00**
- Ummed Singh Gunecha	18.00	6.00	18.00	-	-	-	-	-	-	**18.00**	**6.00**	**18.00**
- Vinita Gunecha	-	-	-	6.00	6.00	6.00	-	-	-	**6.00**	**6.00**	**6.00**
Sales												
- SRG Elastics	-	-	-	-	-	-	103.52	1,019.05	95.24	**103.52**	**1,019.05**	**95.24**

C. Transactions during the year and balances outstanding:

Particulars	Key management personnel			Relative of Key management personnel			Enterprises under common control			Total		
Balance outstanding at the end of the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Borrowing												
- Dhiraj Ummed Singh Gunecha	374.67	175.06	140.46	-	-	-	-	-	-	**374.67**	**175.06**	**140.46**
- Divya Dhiraj Gunecha	2.29	4.07	0.31	-	-	-	-	-	-	**2.29**	**4.07**	**0.31**
- Santosh Gunecha	-	-	-	47.85	4.09	34.96	-	-	-	**47.85**	**4.09**	**34.96**
- Ummed Singh Gunecha	183.76	73.89	233.52	-	-	-	-	-	-	**183.76**	**73.89**	**233.52**
Director/KMP salary												
- Dhiraj Ummed Singh Gunecha	10.53	0.37	-	-	-	-	-	-	-	**10.53**	**0.37**	**-**
- Divya Dhiraj Gunecha	5.13	0.06	0.10	-	-	-	-	-	-	**5.13**	**0.06**	**0.10**
- Santosh Gunecha	-	-	-	2.19	0.07	0.55	-	-	-	**2.19**	**0.07**	**0.55**
- Ummed Singh Gunecha	9.69	-	1.87	-	-	-	-	-	-	**9.69**	**-**	**1.87**
- Vinita Gunecha	-	-	-	7.38	1.38	1.14	-	-	-	**7.38**	**1.38**	**1.14**

GENERAL INFORMATION

Our Company was originally incorporated as Private Limited under the name and style of "Garble Narrow Fab Private Limited" in accordance with the Companies Act, 1956, pursuant to a certificate of incorporation dated November 19, 2008, with the Registrar of Companies, Gujarat. Subsequently, the name of our Company was changed to 'S.R.G. Narrow Fab Private Limited' and consequently fresh certificate of incorporation dated February 24, 2020 was issued by the Registrar of Companies, Ahmedabad. Later, our company was converted from Private Limited Company to Public Limited Company under the provisions of Companies Act, 2013, pursuant to the approval accorded by our Shareholders at the Extra-ordinary General Meeting held on January 09, 2025, and the name of our Company was changed to "S.R.G. Narrow Fab Limited" vide a fresh Certificate of Incorporation, dated January 31, 2025, bearing Corporate Identification Number U17122GJ2008PLC055476, issued by the Registrar of Companies, Central Processing Centre. For further details, please refer to chapter titled 'History and Certain Other Corporate Matters' beginning on Page 196 of this Draft Red Herring Prospectus.

BRIEF INFORMATION OF OUR COMPANY AND THE ISSUE

Registered Office and Corporate Office of our Company

CIN	U17122GJ2008PLC055476
Registration Number	55476
Date of Incorporation	November 19, 2008
Registered Office	R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G.I.D.C. Sachin, Talangpur, Chorasi, Surat – 394230, Gujarat, India
Corporate Office	NA
Company Category	Company limited by Shares
Company Sun-Category	Non-Government Company
Telephone Number	+91-9687477074
Email ID	compliance@srgelastics.com
Website:	www.srgelastics.com

Registrar of Companies, Ahmedabad

Address	ROC Bhavan, Opp Rupal Park Society, Behind Ankur Bus Stop, Naranpura, Ahmedabad - 380013, Gujarat
Email ID	roc.ahmedabad@mca.gov.in.
Website	http://www.mca.gov.in

Issue Information

Designated Stock Exchange	SME Platform of BSE Limited located at Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001, Maharashtra, India.	
Issue Programme	Issue Opens On: [●]	[●] Issue Closes On: [●]
	Anchor Bid Opens on: [●]	

Board of Directors of our Company

Details regarding our Board as on the date are set forth below:

Name	Designation	DIN	Address
Dhiraj Ummedsingh Gunecha	Chairman and Managing Director	08961398	3B, Brijratan Aparment, Brijwasi Estate, Opp. Umrigar School Parle Point, umra surat Gujarat – 395007
Ummed Singh Gunecha	Whole-Time Director	02198890	302, Brijratan, rijwasi Estate, near gateway hotel, Parlepoint, Abhva, surat, Gujarat- 395007
Divya Dhiraj Gunecha	Executive Director	08961459	302, Brijratan, Brijwasi estate, near gateway hotel, Parlepoint, Abhva, Surat, Gujarat- 395007
Dheeraj Sharma	Non-Executive Independent Director	06920127	Lal Singh Colony, Radha Kishanpura, Sikar, Rajasthan 332001
Pooja Hindia	Non-Executive Independent Director	09840237	Rosella – 802, Feathers Skyvillas, Vasna Bhayli link Road, near Galaxy Hospital,

			Atladara, Vadodara Gujarat -390012
Sachin Jain	Non-Executive Independent Director	08732284	58, Second Floor, Pine Homes, Zirakpur, Dhakauli, SAS Nagar, (Mohali), Punjab - 160104

For further details in relation to our directors, please refer to chapter titled "Our Management" beginning on page 201 of this Draft Red Herring Prospectus

Company Secretary and Compliance Officer

Name:	Ms. Shruti Agarwal
Designation:	Company Secretary and Compliance Officer
Address:	201, Krutika Appartment, Uma bhavan, Bhatar Road, Surat, PO: Bharthana, Distt. Surat, Gujarat – 395007
Email:	Compliance@srgelastics.com
Telephone:	9687477074

Chief Financial Officer (CFO)

Name:	Mr. Shivam Surendra Uttam
Designation:	Chief Financial Officer
Address:	307, Krishan rice mill, ten, Bardoli, Ten, Surat, Bardoli, Gujarat – 394601
Email:	Skuttam786@outlook.com
Telephone:	9712318396

INVESTOR GRIEVANCES

Investors can contact the Company Secretary and Compliance Officer, the BRLM or the Registrar to the Issue in case of any pre-Issue or post-Issue related problems, such as non-receipt of letters of Allotment, non-credit of Allotted Equity Shares in the respective beneficiary account, non-receipt of refund orders and non-receipt of funds by electronic mode.

Applicants may contact the BRLM for complaints, information or clarification pertaining to the Issue.

All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to the relevant SCSB or the member of the Syndicate if the application was submitted to a member of the Syndicate at any of the Specified Locations, or the Registered Broker if the application was submitted to a Registered Broker at any of the Brokers Centres, as the case may be, quoting the full name of the sole or first Applicant, Application Form number, address of the applicant, Applicant's DP ID, Client ID, PAN, number of Equity Shares applied for, date of Application Form, name and address of the member of the Syndicate or the Designated Branch or the Registered Broker or address of the RTA or address of the DP, as the case may be, where the Application was submitted, and the ASBA Account number in which the amount equivalent to the application Amount was blocked.

All grievances relating to the UPI mechanism may be addressed to the Registrar to the Issue with a copy to the relevant Sponsor Bank or the member of the Syndicate if the Application was submitted to a member of the Syndicate at any of the Specified Locations, or the Registered Broker if the application was submitted to a Registered Broker at any of the Brokers Centers, as the case may be, quoting the full name of the sole or first applicant, Application Form number, address of the applicant, applicant's DP ID, Client ID, PAN, number of Equity Shares applied for, date of Application Form, name and address of the member of the Syndicate or the Designated Branch or the Registered Broker or address of the RTA or address of the DP, as the case may be, where the Application was submitted, and the UPI ID of the UPI ID Linked Bank Account in which the amount equivalent to the application Amount was blocked.

All grievances relating to applications submitted through the Registered Broker and/or a stock broker may be addressed to the exchange with a copy to the Registrar to the Issue.

In terms of the SEBI Master Circular no. SEBI Master Circular no. SEBI/HO/CFD/PoD-1/P/CIR/2024/0154 dated November 11, 2024 (to the extent applicable), any ASBA Bidder whose Bid has not been considered for Allotment, due to failure on the part of any SCSB, shall have the option to seek redressal of the same by the concerned SCSB within three months of the date of listing of the Equity Shares. In terms of the SEBI Master Circular no. SEBI/HO/CFD/PoD1/P/CIR/2024/0154 dated November 11, 2024(to the extent applicable), SCSBs are required to compensate the investor immediately on the receipt of complaint. Further, the BRLM are required to compensate the

investor for delays in grievance redressal from the date on which the grievance was received until the actual date of unblock.

Details of Key Intermediaries pertaining to this Issue of our Company:

Book Running Lead Manager	**Registrar to the Issue**
Value Square Capital Private Limited Unit No. - 9, Third Floor, Pearls Omaxe Tower, Netaji Subhash Place, Pitampura, New Delhi - 110034, India; **Telephone**: +91-9811717900 **Email**: info@valuesquare.in **Website**: www.valuesquare.in **Investor Grievance Email**: grievance@valuesquare.in **Contact Person**: Mr. Praveen Kaushik **SEBI Registration Number**: INM000013378 **CIN**: U64190DL2018PTC340771	**Maashitla Securities Private Limited** 451, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, Delhi-110034 **Telephone No**. 011-47581432 **Email**: investor.ipo@maashitla.com **Website**: www.maashitla.com **Investor Grievance Email**: investor.ipo@maashitla.com **Contact Person**: Mr. Mukul Agrawal **SEBI Registration Number**: INR000004370 **CIN:** U67100DL2010PTC208725
Legal Advisor to the Issue	**Statutory and Peer Review Auditor of the Company****
ABIZCHANCELLOR LAW LLP **Address: I-79 basement, Lajpat Nagar-1, Delhi-110024** **Tel: 91 - 8882017384** **Mail Id: adv.parvindra@gmail. com** **Contact Person: Mr. Parvindra Nautiyal** **Enrollment No. D/958/2020**	**M/s. S K Kabra & Company,** Chartered Accountants, 101, Kauttilya, Plot No. 327, OPP. Noble Paper Khatodara – 395002, India **Telephone:** 0261-2320131 **Contact Person:** Mr. Anurag Murarka **Mobile No.** 9374622288 **E-mail:** cakabra@gmail.com **Firm registration number**: 104508W **Peer review number**: 024984
Bankers to the Company	**Market Marker to the Issue [●]***
Standard Chartered Bank **Contact Person:** Saurabh Poddar **Telephone Number: 7096038464** **Email Id**: saurabh.poddar@sc.com **Website**: www.sc.com **CIN: U65990MH1994PLC079263**	**Name: [●]** **Address: [●]** **Telephone: [●]** **Email: [●]** **Website: [●]** **Contact Person: [●]**
Bankers to the Issue, Refund Banker and Sponsor Bank *	**Syndicate Member [●] ***
[●]	[●]

** The Market Maker, Banker to the Issue (Sponsor Bank), and Syndicate Members shall be appointed prior to filing of the Red Herring Prospectus with the RoC.*

***M/s. S K Kabra & Company, Chartered Accountants is a Statutory & peer review auditor of our Company in compliance with Section 11 of Part A of Schedule VI of SEBI (ICDR) Regulations, 2018 and hold a valid peer review certificate No.* 024984 *dated* April 07, 2026 *issued by the "Peer Review Board" of the ICAI.*

Changes in Auditors

Except as stated below, there has been no change in the auditors of our Company during the three years preceding the date.

Particulars	Effective date of Change	Appointment/ Resignation	Reasons for change
M/s. S K Kabra & Company, Chartered Accountants, 101, Kauttilya, Plot No. 327, OPP. Noble Paper Khatodara – 395002, India **Phone:** (0261) 2320131, 2320141 **Mobile No.** +91 9898302555 **Contact Person:** Mr. Anurag Murarka **E-mail:** cakabra@gmail.com **Membership no.** 111030 **Firm registration number**: 104508W	September 30, 2025	Re-appointment	Appointed as Auditor of the company for 5 consecutive Financial Years
M/s. S K Kabra & Company, Chartered Accountants, 101, Kauttilya, Plot No. 327, OPP. Noble Paper Khatodara – 395002, India **Phone:** (0261) 2320131, 2320141 **Mobile No.:** +91 9898302555 **Contact Person:** Mr. Anurag Murarka **E-mail:** cakabra@gmail.com **Membership No.** 111030 **Firm Registration number**: 104508W	February 25, 2025	Appointment	Appointed to fill the casual vacancy till conclusion of ensuing AGM
A BAID & CO. Chartered Accountants, 203, New Ashirwad Square, Opp. City centre, Sosyo Circle, U M Road, Surat, Gujarat- 395002, India **Telephone Number:** 9825972168 **Contact Person**: Arvindkumar Chainroop Baid **Email:** arvindbaid@gmail.com **Membership No.**: 114787 **Firm Registration Number**: 0139227W	February 01, 2025	Resignation	Resignation due to fact that company require peer review auditor and firm was not peer reviewed.
A BAID & CO. Chartered Accountants, 203, New Ashirwad Square, Opp. City centre, Sosyo Circle, U M Road, Surat, Gujarat- 395002, India **Telephone Number:** 9825972168 **Contact Person**: Arvindkumar Chainroop Baid **Email:** arvindbaid@gmail.com **Membership No.**: 114787 **Firm Registration Number**: 0139227W	September 30, 2024	Re-appointment	Re-Appointed at the AGM of the Company for a period of five years u/s 139 and Chapter X of the Companies Act, 2013

A BAID & CO. Chartered Accountants, 203, New Ashirwad Square, Opp. City centre, Sosyo Circle, U M Road, Surat, Gujarat- 395002, India **Telephone Number:** 9825972168 **Contact Person**: Arvind Kumar Chainroop Baid **Email:** arvindbaid@gmail.com **Membership No.**: 114787 **Firm Registration Number**: 0139227W	September 30, 2019	Appointment	Appointed at the AGM of the Company for a period of five years u/s 139 and Chapter X of the Companies Act, 2013

Currently, M/s S. K. Kabra & Company, Chartered Accountants are holding the office for the term of five (5) years till the conclusion of AGM of the Company to be held in FY 2029-30, the said tenure was approved by the shareholders at the Annual General Meeting held on September 30, 2025.

DESIGNATED INTERMEDIARIES:

Self-Certified Syndicate Banks (SCSB's)

The list of banks that have been notified by SEBI to act as the SCSBs (i) in relation to the ASBA (other than through UPI Mechanism) is provided on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 or https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 as applicable or such other website as updated from time to time, and (ii) in relation to ASBA (through UPI Mechanism), a list of which is available on the website of SEBI at https://sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 or such other website as updated from time to time. For a list of branches of the SCSBs named by the respective SCSBs to receive the ASBA Forms from the Designated Intermediaries, refer to the above-mentioned link or any other such website as may be prescribed by SEBI from time to time.

Syndicate SCSB Branches

In relation to ASBA Applications submitted to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Application Forms from the members of the Syndicate is available on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes) and updated from time to time. For more information on such branches collecting Application Forms from the Syndicate at Specified Locations, refer to the above-mentioned SEBI link.

SCSBs AND MOBILE APPLICATIONS ENABLED FOR UPI MECHANISM

In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, Individual Applicant using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI, UPI Applicants Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI, which may be updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI Mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and is also available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 for SCSBs andhttps://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 for mobile applications or at such other websites as may be prescribed by SEBI from time to time.

Brokers to the Issue

All members of the recognized stock exchanges would be eligible to act as Brokers to the Issue.

Experts to the Issue

Except as disclosed below, our Company has not obtained any expert opinions:

Our Company has received written consent dated September 23, 2026 from M/s. S. K. Kabra & Company , Chartered Accountants, our Statutory Auditors, to include their name as required under section 26(5) of the Companies Act, 2013 read with the SEBI ICDR Regulations in this Draft Red Herring Prospectus, and as an "expert" as defined under Section 2(38) of the Companies Act to the extent and in their capacity as our Statutory Auditor and in respect of their (i) Examination report issued by M/s S. K. Kabra & Company, Chartered Accountants, dated on September 23, 2026 the Restated Audited financial statements; and (ii) Report dated September 25, 2026 on the Statement of Tax Benefits and (iii) certificates issued by them in relation to this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus.

Our Company has received a written consent dated September 23, 2026 from Swati M & Associates, the Practicing Company Secretary, having the membership number A66995, to include their name as required under Section 26 (5) of the Companies Act, 2013 read with SEBI ICDR Regulations in this Draft Red Herring Prospectus and as an "expert" as defined under Section 2(38) of Companies Act, 2013, in respect of certificates issued by them in their capacity as the independent practicing company secretary to our Company, and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 23, 2026, from Er. Mokani Kruti N., to include their name as an Independent Chartered Engineer to be defined as an expert under Section 2(38) of the Companies Act and in respect of their certificate dated September 25, 2026, issued by them in connection for the objects of the issue.

Our Company has received written consent dated September 23, 2026, from Abizchancellor Law LLP, to include their name as a legal advisor under Section 26(5) of the Companies Act and as an "expert" as defined under Section 2(38) of the Companies Act and in respect of their report dated September 24, 2026, issued by them in connection with the legal due diligence.

Our Company has received written consent dated September 23, 2026, from Rohit Kumar Jain & Co, Chartered Accountants to include their name as an independent charactered accountants under Section 26(5) of the Companies Act and as an "expert" as defined under Section 2(38) of the Companies Act and in respect of their certificates dated September 29, 2026, issued by them.

However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S Securities Act.

Registered Brokers

The list of the Registered Brokers eligible to accept ASBA forms, including details such as postal address, telephone number and email address, is provided on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes), respectively, as updated from time to time.

Registrar and Share Transfer Agents

The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and email address, is provided on the website of SEBI: (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes) respectively as updated from time to time. The link to the list of RTAs is also provided on the websites of the Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?andwww.bseindia.com/products/content/equities/ipos/asba_procedures.htm respectively, as updated from time to time

Collecting Depository Participants

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of SEBI (www.sebi.gov.in) on (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes), as updated from time to time.

Statement of Inter-Se Allocation of Responsibilities

Since Value Square Capital Private Limited is the sole Book Running Lead Manager to this Issue, and all the responsibilities relating to co-ordination and other activities in relation to the Issue shall be performed by them and hence a statement of inter se allocation of responsibilities among Book Running Lead Managers is not required.

Credit Rating

As this is an Issue of Equity Shares, credit rating is not required.

IPO Grading

Since the Issue is being made in terms of Chapter IX of the SEBI(ICDR) Regulations, there is no requirement of appointing an IPO grading agency.

Debenture Trustees

Since this is not a debenture issue, appointment of debenture trustee in not required.

Monitoring Agency

Our Company will not appoint a monitoring agency to monitor utilization of the Gross Proceeds from the Fresh Issue, in accordance with Regulation 262 (1) of the SEBI ICDR Regulations, prior to the filing of the Red Herring Prospectus. For details in relation to the proposed utilisation of the Gross Proceeds, see "Objects of the Issue" on page 98.

Appraising Entity

No appraising entity has been appointed in respect of any objects of this Issue.

Type of Issue

Book building, in the context of the Issue, refers to the process of collection of Bids from Bidders on the basis of the Red Herring Prospectus, the Bid cum Application Forms and the Revision Forms within the Price Band which will be decided by our Board, as applicable, in consultation with the BRLM, and the minimum Bid lot, which will be decided by our Board, as applicable, in consultation with the BRLM, which shall be published in all editions of [●] (a widely circulated English national daily newspaper), all editions of [●] (a widely circulated Hindi national daily newspaper) and [●] editions of the Gujarati Daily newspaper, [●] (Gujarati being the regional language of Gujarat where our Registered Office is located) at least two Working Days prior to the Bid/Issue Opening Date and shall be made available to the Stock Exchanges for the purposes of uploading on their respective websites. The Issue Price shall be determined by our Board in consultation with the BRLM, after the Bid/ Issue Closing Date, after the Bid/Issue Closing Date. Principal parties involved in the Book Building Process are:

- Our Company;
- Book Running Lead Manager, in this case being Value Square Capital Private Limited;
- Syndicate Members(s) who are intermediaries registered with SEBI/ registered as brokers with BSE and eligible to act as Underwriter. The Syndicate member(s) will be appointed by the Book Running Lead Manager;
- Registrar to the Issue;
- The Escrow Collection Banks/ Bankers to the issue
- Designated Intermediaries and Sponsor Bank

All Investors (other than Anchor Investors) shall mandatorily participate in this Issue only through the ASBA process by providing the details of their respective ASBA Account in which the corresponding Bid Amount will be blocked by the SCSBs. Anchor Investors are not permitted to participate in the Issue through the ASBA process.

In terms of the SEBI ICDR Regulations, QIBs and Non-Institutional Investors are not permitted to withdraw their Bid(s) or lower the size of their Bid(s) (in terms of quantity of Equity Shares or the Bid Amount) at any stage. Individual Bidders can revise their Bid(s) during the Bid/Issue Period and withdraw their Bid(s) until Bid/Issue Closing Date. Anchor Investors are not allowed to revise and withdraw their Bids after the Anchor Investor Bid/ Issue Period. Except Allocation to Individual Bidders and the Anchor Investors, Allocation in the Issue will be on a proportionate basis. For further details on method and process of Bidding, see "Issue Structure" and "Issue Procedure" beginning on [●] and [●].

The Book Building Process under the SEBI ICDR Regulations and the Bidding Process are subject to change. Bidders are advised to make their own judgment about an investment through this process prior to submitting a Bid.

Investors should note the Issue is also subject to (i) approval of the regulatory authorities, if any, and (ii) obtaining final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment within six Working Days of the Bid/ Issue Closing Date or such other time period as prescribed under applicable law

Explanation of Book Building Process and Price Discovery Process

For an explanation of the Book Building Process and the price discovery process, see "*Terms of the Issue*" and "*Issue Procedure –Book Building Procedure*" on pages 267 and 285.

Green Shoe Option

No green shoe option is applicable for the Issue.

Filing of Draft Red Herring Prospectus

The Draft Red Herring Prospectus is being filed with SME Platform of BSE Limited ("BSE"), Phiroze Jeejeebhoy Towers, Dalal St, Kala Ghoda, Fort, Mumbai -400001, Maharashtra.

A copy of Draft Red Herring Prospectus will be available on website of the company Book Running Lead Manager [●] and stock exchange [●]

Filing of the Red Herring Prospectus and Prospectus

The DRHP shall not be filed with SEBI, nor shall SEBI issue any observation on the issue document in terms of Regulation 246(2) of the SEBI (ICDR), 2018. However, pursuant to Regulation 246(5), the soft copy of RHP will be submitted to SEBI. Pursuant to SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19,2018, a copy of the DRHP and Prospectus will be filed online through SEBI Intermediary Portal at https://siportal.sebi.gov.in.

Further, pursuant to SEBI Circular Number CFD/DIl1/CIR/P/2019/0000000154 dated December 11, 2019, a copy of the RHP and Prospectus along with the due diligence certificate including additional confirmations required to be filled under Section 26 of the Companies Act, 2013 will be filed with SEBI.

A copy of the Red Herring Prospectus, along with the material contracts and documents, required to be filed, will be filed with the RoC in accordance with Section 32 of the Companies Act, 2013, and a copy of the Prospectus required to be filed under Section 26 of the Companies Act, 2013, will be filed with the Registrar of Companies (ROC), and through the electronic portal at http://www.mca.gov.in/mcafoportal/loginvalidateuser.do.

Underwriting Agreement

The Company and the Book Running Lead Manager to the Issue will be 100% underwritten by the underwriter, after the determination of the Issue Price and allocation of Equity Shares but prior to the filing of the Prospectus with the RoC, our Company will enter into an Underwriting Agreement with the Underwriters for the Equity Shares proposed to be issued through the Issue.

The Underwriting Agreement is dated [●]. The Underwriters have indicated their intention to underwrite the following number of Equity Shares

(The Underwriting Agreement has not been executed as on the date of this Draft Red Herring Prospectus. This portion has been intentionally left blank and will be filled in before filing of the Prospectus with the RoC.).

The Underwriter/(s) have indicated their intention to underwrite the following number of Equity Shares:

Name, address, telephone number and e-mail address of the Underwriter	No. of Equity Shares Underwritten	Amount Underwritten	% of the total Issue size Underwritten
[●]	[●]	[●]	[●]

**Includes up to [●] Equity Shares of the Market Maker Reservation Portion which are to be subscribed by the Market Maker to claim compliance with the requirements of Regulation 261 of the SEBI (ICDR) Regulations, 2018 as amended.*

In the opinion of the Board of Directors of our Company, the resources of the above-mentioned Underwriter are sufficient to enable them to discharge their respective obligations in full. The abovementioned Underwriter is registered with SEBI under Section 12(1) of the SEBI Act and registered as brokers with the Stock Exchanges.

Our Board of Directors, at its meeting held on [●], approved the acceptance and entering into the Underwriting Agreement mentioned above on behalf of our Company.

Allocation among the Underwriters may not necessarily be in proportion to their underwriting commitment set forth in the table above.

Notwithstanding the above table, the Underwriters shall be severally responsible for ensuring payment with respect to the Equity Shares allocated to investors respectively procured by them in accordance with the Underwriting Agreement. In the event of any default in payment, the respective Underwriter, in addition to other obligations defined in the Underwriting Agreement, will also be required to procure purchasers for or purchase the Equity Shares to the extent of the defaulted amount in accordance with the Underwriting Agreement. The Underwriting Agreement has not been executed as on the date of this Draft Red Herring Prospectus and will be executed after determination of the Issue Price and allocation of Equity Shares, but prior to the filing of the Prospectus with the RoC.

Market Maker

Name	[●]
Correspondence Address	[●]
Telephone	[●]
E-mail	[●]
Website	[●]
Contact Person	[●]
SEBI Registrations No.	[●]

Details of the Market Making Arrangement for this Issue

Our Company and the BRLM have entered into an agreement dated **[●]** with **[●]** the Market Maker for this Issue, duly registered with SME Platform of BSE Limited to fulfill the obligations of Market Making:

The Market Maker shall fulfill the applicable obligations and conditions as specified in the SEBI (ICDR) Regulations, and its amendments from time to time and the circulars issued by the BSE and SEBI regarding this matter from time to time. Following is a summary of the key details pertaining to the Market Making arrangement:

Following is a summary of the key details pertaining to the proposed Market Making arrangement:

1. The Market Maker(s) (individually or jointly) shall be required to provide a 2-way quote for 75% of the time in a day. The same shall be monitored by the stock exchange. Further, the Market Maker(s) shall inform the exchange in advance for each and every black out period when the quotes are not being issued by the Market Maker(s).
2. The minimum depth of the quote shall be ₹ 1,00,000. However, the investors with holdings of value less than ₹ 1,00,000 shall be allowed to Issue their holding to the Market Maker(s) (individually or jointly) in that scrip provided that he/she sells his/her entire holding in that scrip in one lot along with a declaration to the effect to the selling broker.
3. Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker(s), for the quotes given by him.
4. After a period of three (3) months from the market making period, the market maker would be exempted to provide quote if the Shares of market maker in our Company reaches to 25% of Issue Size (Including the [●] Equity Shares ought to be allotted under this Issue). Any Equity Shares allotted to Market Maker under this Issue over and above [●] Equity Shares would not be taken in to consideration of computing the threshold of 25% of Issue Size. As soon as the Shares of market maker in our Company reduce to 24% of Issue Size, the market maker will resume providing 2-way quotes.
5. There shall be no exemption/threshold on downside. However, in the event the Market Maker exhausts his inventory through market making process, BSE may intimate the same to SEBI after due verification.
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.
7. On the first day of the listing, there will be pre-opening session (call auction) and there after the trading will happen as per the equity market hours. The circuits will apply from the first day of the listing on the price discovered during the pre-open call auction. In case equilibrium price is not discovered the price band in the normal trading session shall be based on Issue price.
8. The Marker Maker may also be present in the opening call auction, but there is no obligation on him to do so.
9. There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Exchange, while force-majeure will be applicable for non-controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.
10. The Market Maker(s) shall have the right to terminate said arrangement by giving a one-month notice or on mutually acceptable terms to the Merchant Banker, who shall then be responsible to appoint a replacement Market Maker(s).

    a. In case of termination of the above mentioned Market Making agreement prior to the completion of the compulsory Market Making period, it shall be the responsibility of the Lead Manager to arrange for another Market Maker(s) in replacement during the term of the notice period being served by the Market Maker but prior to the date of releasing the existing Market Maker from its duties in order to ensure compliance with the requirements of Regulation 261 of the SEBI (ICDR) Regulations. Further the Company and the Lead Manager reserve the right to appoint other Market Maker(s) either as a replacement of the current Market Maker or as an additional Market Maker subject to the total number of Designated Market Makers does not exceed 5 (five) or as specified by the relevant laws and regulations applicable at that particular point of time.

11. **Risk containment measures and monitoring for Market Makers**: SME Platform of BSE will have all margins which are applicable on the Main Board viz., Mark-to-Market, Value-At-Risk (VAR) Margin, Extreme Loss

Margin, Special Margins and Base Minimum Capital etc. BSE can impose any other margins as deemed necessary from time-to-time.

12. **Punitive Action in case of default by Market Makers:** will monitor the obligations on a real time basis and punitive action will be initiated for any exceptions and/or non-compliances. Penalties / fines may be imposed by the Exchange on the Market Maker, in case he is not able to provide the desired liquidity in a particular security as per the specified guidelines. These penalties / fines will be set by the Exchange from time to time. The Exchange will impose a penalty on the Market Maker in case he is not present in the market maker issuing two-way quotes) for at least 75% of the time. The nature of the penalty will be monetary as well as suspension in market making activities / trading membership.

13. The Department of Surveillance and Supervision of the Exchange would decide and publish the penalties / fines / suspension for any type of misconduct/ manipulation/ other irregularities by the Market Maker from time to time.

14. **Price Band and Spreads:** The price band shall be 20% and the market maker spread (difference between the sell and the buy quote) shall be within 10% or as intimated by Exchange from time to time.

❖ Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27, 2012, limits on the upper side for Market Maker during market making process has been made applicable, based on the Issue size and as follows:

Issue Size	Buy quote exemption threshold (Including mandatory initial inventory of 5% of the Issue Size)	Re-Entry threshold for buy quote (Including mandatory initial inventory of 5% of the Issue Size)
Up to ₹20 Crore	25%	24%
₹20 Crore to ₹50 Crore	20%	19%
₹50 Crore to ₹80 Crore	15%	14%
Above ₹80 Crore	12%	11%

SEBI Circular bearing reference no: CIR/MRD/DP/ 02/2012 dated January 20, 2012, has laid down that for Issue size up to ₹ 250 crores, the applicable price bands for the first day shall be:

⇨ In case equilibrium price is discovered in the Call Auction, the price band in the normal trading session shall be 5% of the equilibrium price.
⇨ In case equilibrium price is not discovered in the Call Auction, the price band in the normal trading session shall be 5% of the Issue price.

2) Additionally, the securities of the Company will be placed in SPOS and would remain in Trade for Trade settlement for first 10 days from commencement of trading. The following spread will be applicable on the SME platform

Sr. No.	Market Price Slab (in Rs.)	Proposed spread (in % to sale price)
1.	Up to 50	9%
2.	50 to 75	8%
3.	75 to 100	6%
4.	Above 100	5%

All the above-mentioned conditions and systems regarding the Market Making Arrangement are subject to change based on changes or additional regulations and guidelines from SEBI and Stock Exchange from time to time.

Withdrawal of the Issue

Our Company in consultation with the Book Running Lead Manager, reserves the right not to proceed with the Issue at any time after the Issue Opening Date but before the Board meeting for Allotment. In such an event our Company would issue a public notice in the newspapers, in which the pre-issue advertisements were published, within two (2) working days of the Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The Book Running Lead Manager, through the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Applicants within one (1) working day of receipt of such notification. Our Company shall also promptly inform the Stock Exchange on which the Equity Shares are proposed to be listed.

Notwithstanding the foregoing, the Issue is also subject to obtaining i) the final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment. ii) the final RoC approval of the Red Herring Prospectus after it is filed with the RoC. If our Company in consultation with the BRLM withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an IPO, our Company shall be required to file a fresh Draft Red Herring Prospectus with the Stock Exchange where the Equity Shares may be proposed to be listed.

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CAPITAL STRUCTURE

The Equity Share Capital of our Company, on the date of this Draft Red Herring Prospectus, is set forth below:

(in ₹ Lakhs, except share data)

Sr. No.	Particulars	Aggregate Value at Face Value	Aggregate Value at Issue Price [(1)]
A.	**AUTHORIZED SHARE CAPITAL [(2)]**		
	1,40,00,000 Equity Shares of ₹ 10/- each	14,00,00,000	-
B.	**ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL BEFORE THE ISSUE**		
	98,51,628 Equity Shares of ₹10/- each	9,85,16,280	-
C.	**PRESENT ISSUE IN TERMS OF THIS DRAFT RED HERRING PROSPECTUS [(3)]**		
	Up to 36,60,000 Equity Shares of face value of ₹ 10 each at a price of ₹ [●] per Equity Share	3,66,00,000	[●]
	Which comprises of:		
	Reservation For Market Maker Portion		
	[●] Equity Shares of face value of ₹ 10 each at a price of ₹ [●] per equity share reserved as Market Maker portion	[●]	[●]
	Net Issue to Public		
	Net Issue to Public of [●] Equity Shares of face value of ₹10 each at a price of ₹ [●] per equity share to the Public	[●]	[●]
	Of which:		
	Individual Investor who applies for minimum application size portion: [●] equity shares of face value of ₹ 10 each at a price of per equity share will be available for allocation to Individual Investors.	[●]	[●]
	Non- Institutional Portion: [●] equity shares of face value of ₹ 10 each at a price of ₹ [●] per equity share will be available for allocation to Non- Institutional Investors.	[●]	[●]
	Qualified Institutional Buyers: [●] equity shares of ₹ 10 each fully paid-up of our Company for cash at a price of ₹ [●] per equity share will be available for allocation to Qualified Institutional Buyers.	[●]	[●]
D.	**ISSUED, SUBSCRIBED AND PAID-UP EQUITY SHARE CAPITAL AFTER THE ISSUE**		
	Up to [●] Equity Shares of face value of ₹10/- each	₹ [●]	
E.	**SECURITIES PREMIUM ACCOUNT**		
	Before the Issue (₹ in Lakhs)	390.38	
	After the Issue (₹ in Lakhs)	[●]	

(1) To be updated upon finalization of the Issue Price

(2) For details in relation to changes in the authorized share capital of our Company in the last 2 years, see "History and Certain Corporate Matters – Amendments to our Memorandum of Association in the last 2 Years" on page 197.

(3) The Issue has been authorized by our Board pursuant to its resolution dated September 16, 2026 and the Fresh Issue has been authorized by our Shareholders pursuant to a special resolution dated September 19, 2026.

Classes of Share

As on the date of this Draft Red Herring Prospectus, our Company has one class of shares, namely being, equity shares having face value of Rs. 10/- (Rupees Ten only) each only, ranking pari passu in all respect.

All the Equity Shares of our Company issued are fully paid-up as on the date of this Draft Red Herring Prospectus. Our Company does not have any outstanding convertible instruments as on the date of this Draft Red Herring prospectus.

Notes to the Capital Structure

1. Changes in our Authorised Share Capital of our Company

Since Incorporation of our Company, the authorized equity share capital of our Company has changed in the manner set forth below:

Sr. No.	Particulars of Increase	No. of Shares Increased	Cumulative no. of Shares	Cumulative Authorized Share Capital (₹ in Lakhs)	Face value per Share (In ₹)	Date of Meeting	Whether AGM/ EGM
1.	On incorporation- 10,000 Equity Shares of ₹10/- each aggregation to ₹ 1,00,000/-	10,000	10,000	1.00	10	N. A.	N.A.
2.	The Authorized Share Capital increased from ₹1.00 lakhs divided into 10,000 Equity Shares of ₹10/- each to ₹5.00 lakhs divided into 50,000 Equity Shares of ₹10/- each	40,000	50,000	5.00	10	22.01.2009	EGM
3.	The Authorized Share Capital increased from ₹5.00 lakhs divided into 50,000 Equity Shares of ₹10/- each to ₹25.00 lakhs divided into 2,50,000 Equity Shares of ₹10/- each	2,00,000	2,50,000	25.00	10	02.11.2020	EGM
4.	The Authorized Share Capital increased from ₹25.00 lakhs divided into 2,50,000 Equity Shares of ₹10/- each to ₹100.00 lakhs divided into 10,00,000 Equity Shares of ₹10/- each	7,50,000	10,00,000	100.00	10	20.02.2024	EGM
5.	The Authorized Share Capital increased from ₹100.00 lakhs divided into 10,00,000 Equity Shares of ₹10/- each to ₹400.00 lakhs divided into 40,00,000 Equity Shares of ₹10/- each	30,00,000	40,00,000	400.00	10	30.10.2024	EGM
6.	The Authorized Share Capital increased from ₹400.00 lakhs divided into 40,00,000 Equity Shares of ₹10/- each to ₹1400.00 lakhs divided into 1,40,00,000	1,00,00,000	1,40,00,000	1400.00	10	05.06.2026	EGM

	Equity Shares of ₹10/- each						

2. History of Equity share capital of our Company:

The following table sets forth details of the history of the Equity Share capital of our Company:

Date of Allotment	No. of Equity Shares	Face Value (₹)	Issue Price (₹)	Nature / Reason of Allotment	Nature of Consideration	Cumulative No. of Equity Shares	Cumulative Paid-up Share Capital	Share Premium (₹ in Lakhs)
Upon Incorporation	10,000	10	10	Subscription to MOA[1]	Cash	10,000	1,00,000	Nil
March 30, 2012	26,000	10	50	Further Issue [2]	Cash	36000	3,60,000	10,40,000
March 21, 2022	62,500	10	10	Private Placement [3]	Cash	98,500	9,85,000	Nil
March 28, 2022	1,51,500	10	10	Private Placement [4]	Cash	2,50,000	25,00,000	Nil
March 30, 2024	7,50,000	10	10	Right Issue [5]	Cash	10,00,000	1,00,00,000	Nil
November 19, 2024	45,714	10	56.65	Right Issue [6]	Cash	10,45,714	1,04,57,140	21,32,558
December 17, 2024	1,05,951	10	312.37	Private Placement [7]	Cash	11,51,665	1,15,16,650	3,20,36,404
May 09, 2025	7,350	10	531	Private Placement [8]	Cash	11,59,015	1,15,90,150	38,29,350
June 20, 2026	86,92,613	10	Nil	Bonus Issue in the ratio 15 bonus equity shares for every two existing shares [9]	Other than Cash	98,51,628	9,85,16,280	Nil

Notes to the Capital Structure

(1) Initial Subscribers to the Memorandum of Association subscribed to 10,000 Equity Shares of Face Value of ₹ 10/- each, details of which are given below:

Sr. No.	Name of Allottees	Number of Shares Allotted
1	Sanjay Kumar Fulfagar	5,000
2	Ummedmal Chainroop Baid	5,000
	Total	**10,000**

(2) Further Issue of 26,000 Equity Shares of Face Value of ₹10.00 each and Issue price of ₹ 50.00 each as per details given below:

Sr. No.	Name of Allottees	Number of Shares Allotted
1	Sanjay Kumar Fulfagar	6,000
2	Ummedmal Chainroop Baid	6,000
3	Chitradevi S. Fulfgar	6,000

4	Prena V. Jain	8,000
	Total	**26,000**

(3) *Private Placement of 62,500 Equity Shares of Face Value of ₹10.00 each to the following shareholders:*

Sr. No.	Name of Allottees	Number of Shares Allotted
1	Dhiraj Ummedsingh Gunecha	62,500
	Total	**62,500**

(4) Private Placement of 151,500 Equity Shares of Face Value of ₹10.00 each to the following shareholders:

Sr. No.	Name of Allottees	Number of Shares Allotted
1	Santosh Gunecha	45,500
2	Ummed Singh Gunecha	43,500
3	Divya Dhiraj Gunecha	62,500
Total		**151,500**

(5) Right Issue Allotment of 7,50,000 Equity Shares of Face Value of ₹10.00 each to the following shareholders:

Sr. No.	Name of Allottees	Number of Shares Allotted
1	Santosh Gunecha	1,87,500
2	Ummed Singh Gunecha	1,87,500
3	Dhiraj Ummedsingh Gunecha	1,87,500
4	Divya Dhiraj Gunecha	1,87,500
	Total	**7,50,000**

(6) Right Issue Allotment 45,714 Equity Shares of Face Value of ₹10.00 each and issue price of ₹56.65 each to the following shareholders:

Sr. No.	Name of Allottees	Number of Shares Allotted
1.	Mezzanine Equity Private Limited	45,714
	Total	45,714

(7) Private Placement of 1,05,951 Equity Shares of Face Value of ₹10.00 each and issue price of ₹312.37 each to the following shareholders:

Sr. No.	Name of Allottees	Number of Shares Allotted
1.	Hetaswini Rajat Bosmia	1,601
2.	Sharon Gupta	12,805
3.	Hemant Gupta	3,201
4.	Himanshu Jain	6,403
5.	Jayantibhai Bhojabhai Bodar	1,601
6.	Neha Bothra	3,201
7.	Parampreetsingh Pritpalsingh Bindra	3,201
8.	Parisha Purvesh Shah	8,003
9.	Vibha Amit Gupta	4,002
10.	Amisha Ajay Gupta	4,002
11.	Mac Insurance Broking Private limited	3,201
12.	Anup Gupta	3,201
13.	Pinki Bansal	3,201
14.	Shah Rajulkumar Devidas	6,707
15.	Alka Kunjesh Shah	1,601
16.	Meet Rajesh Shah	800
17.	Siddharth Sushil Khandelwal	1,601

18.	Sonia Rahul Arora	1,601
19.	Ramesh Kumar Mittal	1,601
20.	Dasharath Rajnikant Bosamiya	1,601
21	Vidhi bharatkumar Desai	320
22	Suthar Diptiben Miteshkumar	1,601
23	Divecha Mansi Chandrakant	1,601
24	Siddharth Dixit	800
25	Aruna Dharmendrasinh Chudasama	1,601
26	Ravi Arvindbhai Kalathiya	1,281
27	Ronak Bhargavbhai Oza	480
28	Shiv Bhagwanbhai Asawa	1,601
29	Hemal Kanubhai Kadiya	320
30	Sourabh Kumar (Huf)	1,601
31	R G Sona Swathy	1,601
32	Nabil Nisarali Sayyad	1,601
33	Tank Parthkumar	1,601
34	Roma Vishwasbhai Gajjar	1,601
35	Jeniva Antony Ephrem	1,601
36	Himanshu Ranjeetkumar Jogatar	3,201
37	Arslan Raza	1,601
38	Janak Bharatkumar Naik	1,601
39	Naresh Saraaf	3,201
40	Hiren Padia HUF	800
41	Karan Somani	3,201
Total		**105, 951**

(8) Private Placement of 7,350 Equity Shares of Face Value of ₹10.00 each and issue price of ₹531.00 each to the following shareholders:

Sr. No.	Name of Allottees	Number of Shares Allotted
1	J Mehta and Co. (through its partners Mr. Anand Prajesh Mehta)	1,890
2	Indo Thai Securities Limited	4,710
3	Krunal Prashant Kamdar (through its Guardian Mr. Prashant Dinesh Kamdar)	250
4	Rinkesh Dinesh Kumar Rathod	300
5	Preeti Jain	200
Total		**7,350**

(9) Bonus issue of 86,92,613 Equity Shares of face value of ₹10/- each fully paid in the ratio of fifteen equity shares for every two-equity share held, details of which are given below:

Sr. No.	Name of Allottees	Number of Shares Allotted
1.	Divya Dhiraj Gunecha	18,75,000
2.	Santosh Gunecha	18,75,000
3.	Ummed Singh Gunecha	16,20,000
4.	Dhiraj Ummedsingh Gunecha	14,38,898
5.	Maxrets Innovations Private Limited	5,10,000
6.	Parisha Purvesh Shah	3,00,023
7.	Udhyaan Ventures	2,36,250
8.	Manoj Kumar	1,08,698
9.	Rajulkumar Devidas Shah	87,803
10.	Himanshu S Jain	85,523
11.	Karan Somani	48,158
12.	Premal Jogendra Thakker	37,860

13.	Hemant Kumar Gupta	61,508
14.	Indo Thai Securities Limited-Investment Account	35,325
15.	Vibha Amit Gupta	30,015
16.	Amisha Ajay Gupta	30,015
17.	Akshat Suresh Singal	24,150
18.	Mac Insurance Broking Private Limited	24,008
19.	Naresh Saraaf	24,007
20.	Anup Gupta	24,007
21.	Parampreetsingh P Bindra	24,007
22.	Neha Bothra	24,007
23.	Suresh Kumar	22,500
24.	Anand Prajesh Mehta(1ST Holder), Parth Mayank Mehta (2nd Holder)	14,175
25.	Ramesh Kumar Mittal	12,007
26.	Shiw Bhagwan Assawa	12,007
27.	Padia Hiren Jayendrakumar HUF	6,000
28.	Rinkesh Dineshkumar Rathod	2,250
29.	Krunal Prashant Kamdar	1,875
30.	Preeti Vikas Jain	1,500
31.	Sharon Gupta	96,037
Total		**86,92,613**

3. Preference shares capital history of the Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any Preference Share Capital.

4. Shares issued for consideration other than cash, bonus issue or out of revaluation reserves:

Other than as set out below, our Company has made no other issue of Equity Shares for Consideration other than cash as on the date of this DRHP.

Date of Allotment	Nature of Allotment	Number of Equity Shares Allotted	Face Value (₹)	Issue price per Equity Share (₹)	Nature of consideration
June 20, 2026	Bonus issue in the ratio of 15:2 (i.e. fifteen Equity Shares for every two Equity Share held)	86,92,613	10	Nil	Other than cash

5. Shares issued out of revaluation reserves

Our Company has not issued any shares out of revaluation reserves since its incorporation.

6. Issue of shares pursuant to schemes of arrangement

Our Company has not allotted any shares pursuant to any scheme approved under Sections 230 to 232 of the Companies Act, 2013

7. Issue of Equity Shares under employee stock option schemes

As on the date of this Draft Red Herring Prospectus, our Company does not made any issuance of Equity Shares under any employee stock option scheme/ Employee Stock Purchase Scheme of our employees and we do not intend to allot any shares to our employees under Employee Stock Option Scheme/Employee Stock Purchase Scheme form the proposed issue as and when , options are granted to our employees under the Employees Stock Option Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended from to time.

8. Issue of specified securities at a price lower than the Issue Price in the last year

The Issue Price shall be determined in compliance with the SEBI ICDR Regulations after the Bid / Issue Closing Date. Equity Shares were issued in last one year immediately preceding the date of this Draft Red Herring Prospectus at a price which is lower than the Issue Price. For details, please see Notes to the Capital Structure-Equity Share Capital history of our Company on chapter titled "Capital Structure" beginning on page 79 of this Draft Red Herring Prospectus.

9. Details of Allotment made in the last two years preceding the date of Draft Red Herring Prospectus:

Except as mentioned in **"*Notes to the Capital Structure-Equity Share Capital history of our Company*"**, we have not issued any Equity share respectively in the last two years preceding the date of Draft Red Herring Prospectus.

10. As of the date of this Draft Red Herring Prospectus, our Company no longer holds any preference share capital.

11. Our Company has not made any public issue (including any rights issue to the public) since its incorporation.

12. The Shareholding pattern of our Company before the issue as per Regulation 31 of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 is give here below:

Sr. No.	Particular	Yes/No	Promoter and Promoter Group	Public Shareholder	Non-Promoter – Non-Public
1.	Whether the Company has issued any partly paid-up shares?	No	No	No	No
2.	Whether the Company has issued any Convertible Securities?	No	No	No	No
3.	Whether the Company has issued any Warrants?	No	No	No	No
4.	Whether the Company has any shares against which depository receipts are issued?	No	No	No	No
5.	Whether the Company has any shares in locked-in?*	No	No	No	No
6.	Whether any shares held by promoters are pledge or otherwise encumbered?	No	No	No	No
7.	Whether company has equity shares with differential voting rights?	No	No	No	No

**All Prior to IPO Equity Shares of our Company will be locked in as mentioned above prior to listing of shares on SME Platform of BSE. Our Company will file the shareholding pattern in the form prescribed under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, one day prior to the Listing of the Equity Shares. The Shareholding Pattern will be uploaded on the Website of the BSE before commencement of trading of such quity Shares.*

13. Shareholding pattern of our Company

The table below presents the shareholding pattern in accordance with Regulation 31 of the SEBI (Listing of Obligations and Disclosure Requirements) Regulations, 2015, as on the date of this Draft Red Herring Prospectus:

Summary of Shareholding Pattern

Category (I)	Category of Shareholders (II)	No. of Shareholders (III)	No of fully paid-up equity shares held (IV)	No of partly paid-up equity shares held. (V)	No. of shares underlying Depository Receipts (VI)	Total No of Shares held (VII = IV + V + VI)	Shareholding as a % of total No. of Shares (calculated as per SCRR, VIII (As a % of (A+B+C+D)	Number of Voting Rights held in each Class of securities (IX)			No of underlying outstanding convertible securities (incl. warrants) (X)	Shareholding as a % assuming full convertible securities (as a % of diluted share capital (As a % of (A + B + C2)	Number of Locked in shares (XII)		No. of shares Pledged or Otherwise Encumbered (XIII)		No. of Equity shares held in De-mat Form (XIV)
								Nos of voting Rights					Nos of shares held (a)	% of total shares held (b)	Nos of shares held (a)	% of total shares held (b)	
								Class: Equity Shares	Total	Total as a % of (A+B+C+D)							
A.	**Promoter**	2	34,66,751	-	-	34,66,751	35.19%	34,66,751	34,66,751	35.19%	-	-	-	-	-	-	34,66,751
B.	**Promoter Group**	2	42,50,000	-	-	42,50,000	43.14%	42,50,000	42,50,000	43.14%	-	-	-	-	-	-	42,50,000
C.	**Public**	27	21,34,877	-	-	21,34,877	21.67%	21,34,877	21,34,877	21.67%	-	-	-	-	-	-	21,34,877
D.	**Non-Promoter Non-Public**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
D1	**Shares Underlying DRs**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

D2	**Shares held by Employee Trusts**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total (A+B+C+D)	**31**	**1,27,39,005**			**98,51,628**	**100.00%**	**98,51,628**	**98,51,628**	**100.00%**								**98,51,628**

Note:

- As on the date of this Draft Red Herring Prospectus Equity Share holds one vote.
- Except as disclosed in this chapter none of the Equity Share held by our Promoters are under pledged.
- We have only one class of Equity Shares of face value of ₹ 10/- each.
- All Prior to IPO Equity Shares of our Company will be locked in as mentioned above prior to listing of shares on SME BSE Platform.
- All Equity Shares held by the Promoters/ Promoter Group members is in dematerialization form.

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14. Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company as at date of this Draft Red Herring Prospectus

S. No.	Pre-Issue shareholding as at the date of DRHP (2)			Post-Issue shareholding as at date of DRHP (3)			
	Shareholders	Number of Equity Shares (2)	Shareholding (in %) (2)	At the lower end of the price band (₹ [●])		At the upper end of the price band (₹ [●])	
				Number of Equity Shares (2)	Shareholding (in %) (2)	Number of Equity Shares (2)	Shareholding (in %) (2)
PROMOTER							
1	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%	[●]	[●]%	[●]	[●]%
2	Ummed Singh Gunecha	18,36,000	18.64%	[●]	[●]%	[●]	[●]%
	TOTAL	34,66,751	**35.19%**	[●]	[●]%	[●]	[●]%
PROMOTER GROUP (1)							
1	Divya Dhiraj Gunecha	21,25,000	21.57%	[●]	[●]%	[●]	[●]%
2	Santosh Gunecha	21,25,000	21.57%	[●]	[●]%	[●]	[●]%
	TOTAL	**42,50,000**	**43.14%**	[●]	[●]%	[●]	[●]%
ADDITIONAL TOP 10 SHAREHOLDERS							
1	Maxrets Innovations Private Limited	5,78,000	5.87%	[●]	[●]%	[●]	[●]%
2	Parisha Purvesh Shah	3,40,026	3.45 %	[●]	[●]%	[●]	[●]%
3	Udhyaan Ventures Private Limited	2,67,750	2.72 %	[●]	[●]%	[●]	[●]%
4	Manoj Kumar	1,23,191	1.25 %	[●]	[●]%	[●]	[●]%
5	Sharon Gupta	1,08,842	1.10 %	[●]	[●]%	[●]	[●]%
6	Shah Rajul Kumar Devidas	99,510	1.01 %	[●]	[●]%	[●]	[●]%
7	Himanshu Jain	96, 926	0.98%	[●]	[●]%	[●]	[●]%
8	Hemant Gupta	69,709	0.71%	[●]	[●]%	[●]	[●]%
9	Karan Somani	54, 579	0.55%	[●]	[●]%	[●]	[●]%
10	Premal Jogendra Thakker	42,908	0.44%	[●]	[●]%	[●]	[●]%
	TOTAL	**17,81,441**	**18.08%**	[●]	[●]%	[●]	[●]%

Notes:

1. The Promoter Group shareholders are Divya Dhiraj Gunecha and Santosh Gunecha.

2. Includes all options that have been exercised until date of prospectus and any transfers of equity shares by existing shareholders after the date of the pre-issue and price band advertisement until date of prospectus.
3. Based on the Issue price of ₹ [●] and subject to finalization of the basis of allotment.

15. Details of Shareholding of the major Shareholders of our Company.

a) **As on the date of the filing of Draft Red Herring Prospectus, Our Company has 31 Shareholders.**

b) Set forth below is a list of shareholders holding 1% or more of the paid-up equity share capital of our Company, on a fully diluted basis, as on the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of Shareholders	No. of Equity Shares	% of Pre-Issued Capital
1	Divya Dhiraj Gunecha	21,25,000	21.57%
2	Santosh Gunecha	21,25,000	21.57%
3	Ummed Singh Gunecha	18,36,000	18.64%
4	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%
5	Maxrets Innovations Private Limited	5,78,000	5.87%
6	Parisha Purvesh Shah	3,40,026	3.45%
7	Udhyaan Ventures Private Limited	2,67,750	2.72%
8	Manoj Kumar	1,23,191	1.25%
9	Sharon Gupta	1,08,842	1.10%
10	Shah Rajul Kumar Devidas	99,510	1.01%
	Total	**92,34,070**	**93.73%**

c) Set forth below is the list of Major Shareholders holding 1% or more of the paid-up equity share capital of our Company as on a date 10 days before the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of Shareholders	No. of Equity Shares	% of Pre-Issued Capital
1	Divya Dhiraj Gunecha	21,25,000	21.57%
2	Santosh Gunecha	21,25,000	21.57%
3	Ummed Singh Gunecha	18,36,000	18.64%
4	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%
5	Maxrets Innovations Private Limited	5,78,000	5.87%
6	Parisha Purvesh Shah	3,40,026	3.45%
7	Udhyaan Ventures Private Limited	2,67,750	2.72%
8	Manoj Kumar	1,23,191	1.25%
9	Sharon Gupta	1,08,842	1.10%
10	Shah Rajul Kumar Devidas	99,510	1.01%
	Total	**92,34,070**	**93.73%**

d) List of Major Shareholders holding 1% or more of the paid-up equity share capital of our Company as on a date 1 (one) year before the date of filing this Draft Red Herring Prospectus:

Sr. No.	Name of Shareholders	No. of Equity Shares	% of Pre-Issued Capital
1	Dhiraj Ummedsingh Gunecha	2,50,000	21.57%
2	Divya Dhiraj Gunecha	2,50,000	21.57%
3	Santosh Gunecha	2,50,000	21.57%
4	Ummed Singh Gunecha	2,50,000	21.57%
5	Mezzanine Equity Private Limited	45,714	3.94%
6	Sharon Gupta	12,805	1.10%
	Total	**10,58,519**	**91.33%**

e) List of Major Shareholders holding 1% or more of the paid-up equity share capital of our Company as on a date two years before the date of filing this Draft Red Herring Prospectus:

Sr. No.	Name of Shareholders	No. of Equity Shares	% of Pre-Issued Capital
1	Dhiraj Ummedsingh Gunecha	2,50,000	25.00%
2	Divya Dhiraj Gunecha	2,50,000	25.00%
3	Santosh Gunecha	2,50,000	25.00%
4	Ummed Singh Gunecha	2,50,000	25.00%
	Total	**10,00,000**	**100.00%**

f) The Average cost of acquisition to Equity Shares by our Promoters is set forth in the table below: [●]

Sr No.	Name of Promoters	No. of Equity Shares	Cost of Acquisition (per equity share*₹)
1	Dhiraj Ummedsingh Gunecha	16,30,751	Nil#
2	Ummed Singh Gunecha	18,36,000	Nil#
	Total		

**As certified by S. K. Kabra & Company, Chartered Accountants, by way of their certificate dated* September 24*, 2026.*
#Cost of acquisition of shares by the Promoters is negative due to issue of bonus shares and transfer of shares by them.

g) None of the shareholders of our Company holding 1% or more of the paid-up capital of the Company as on the date of the filing of the Draft Red Herring Prospectus are entitled to any Equity Shares upon exercise of warrant, option or right to convert a debenture, loan or other instrument.

h) Our Company has not made any initial public offer of its Equity Shares or any convertible securities during the preceding 02 (two) years from the date of this Draft Red Herring Prospectus.

16. There will not be any further issue of capital, whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from the date of the Draft Red Herring Prospectus until the date of listing of Equity Shares or refund of application monies in pursuance of the Draft Red Herring Prospectus. However, our Company may alter its capital structure by way of split/consolidation of the denomination of Equity Shares or issue of equity shares on a preferential basis or issue of bonus or rights or further public issue of equity shares or qualified institutional placements, within a period of six months from the date of opening of the present issue to finance an acquisition, merger or joint venture or for regulatory compliance or such other scheme of arrangement or any other purpose, as the Board of Directors may deem fit, if an opportunity of such nature is determined by the Board of Directors to be in the interest of our Company.

17. Details of Shareholding of our Promoters and members of the Promoter Group in the Company

i) Provided below are the details of Equity Shares held by our Promoters and the Promoter Group as on the date of this Draft Red Herring Prospectus:

Sr. No.	Name of the Shareholder	Pre-Issue		Post-Issue*	
		No. of Equity Shares	Percentage of the Pre-Issue Equity Share Capital	No. of Equity Shares	Percentage of the Post-Issue Equity Share Capital
Promoters					
1	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%	[●]	[●]%
2	Ummed Singh Gunecha	**18,36,000**	**18.64%**	[●]	[●]%

Promoter Group					
3	Divya Dhiraj Gunecha	21,25,000	21.57%	[●]	[●]%
4	Santosh Gunecha	21,25,000	21.57%	[●]	[●]%
	Total	**77,16,751**	**78.33%**	**[●]**	**[●]%**

*****_Subject to finalization of basis of allotment_

(a) All Equity Shares held by Promoters are in Dematerialized.

(b) Build-up of the Promoter's Shareholding in our Company.

Current Promoters of the Company are Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha.

The Buildup of the Equity shareholding of our Promoter's since incorporation of our Company is set forth in the below:

Date of allotment/ transfer	Number of equity shares Allotted / transferred	Nature of transaction	Nature of consideration	Face value (₹)	Issue price/ transfer price (₹)	Percentage of the pre-Issue Equity share capital (%)	Percentage of the post-Issue Equity Share capital (%)
Dhiraj Ummedsingh Gunecha							
March 21, 2022	62,500	Private Placement	Cash	10	10	0.63%	**[●]**%
March 30, 2024	1,87,500	Right Issue	Cash	10	10	190.32%	**[●]**%
October 22, 2024	-25	Transfer to M/s. Mezzanine Equity Private Limited	Cash	10	29.24	-0.03%	[●]%
December 18, 2024	25	Transfer from M/s. Mezzanine Equity Private Limited	Cash	10	312.36	0.03%	**[●]**%
October 14, 2025	-5,000	Transfer to Hemant Gupta	Cash	10	312	-5.08%	**[●]%**
October 14, 2025	-32,000	Transfer to Parisha Gupta	Cash	10	312	-32.48%	[●]%
October 14, 2025	-3,220	Transfer to Karan Somani	Cash	10	312	-3.27%	[●]%
October 14, 2025	-3,220	Transfer to Akshat Suresh Singal	Cash	10	312	-3.27%	[●]%
October 29, 2025	-3,000	Transfer to Suresh Kumar	Cash	10	312	-3.05%	[●]%
October 29, 2025	-5,048	Transfer to Premal Jogendra Thakkar	Cash	10	312	-5.12%	[●]%
November 12, 2025	-5,000	Transfer to Himanshu Jain	Cash	10	312	-5.08%	[●]%
November 12, 2025	-5,000	Transfer to Shah Rajulkumar Devidas	Cash	10	312	-5.08%	[●]%
November 13, 2025	-34,000	Transfer to Maxrets Innovations Private Limited	Cash	10	300	-34.51%	[●]%
February 03, 2026	12,465	Transfer from Mezzanine Equity Private Limited	Cash	10	67.83	12.65%	[●]%

February 05, 2026	12,465	Transfer from Mezzanine Equity Private Limited	Cash	10	67.83	12.65%	[●]%
February 20, 2026	1,601	Transfer from Dashrath Bosamiya	Cash	10	368.6	1.63%	[●]%
February 24, 2026	1,281	Transfer from Ravi Kalathiya	Cash	10	368.6	1.30%	[●]%
February 26, 2026	1,601	Transfer from Diptiben Suthar	Cash	10	368.6	1.63%	[●]%
February 27, 2026	1,601	Transfer from Siddharth Khandelwal	Cash	10	355.28	1.63%	[●]%
March 04, 2026	12,465	Transfer from Mezzanine Equity Private Limited	Cash	10	67.83	12.64%	[●]%
March 05, 2026	800	Transfer from Siddharth Dixit	Cash	10	368.6	0.81%	[●]%
March 05, 2026	1,601	Transfer from Parth Tank	Cash	10	368.6	1.63%	[●]%
March 05, 2026	1,601	Transfer from Roma Gajjar	Cash	10	368.6	1.63%	[●]%
March 05, 2026	4,155	Transfer from Mezzanine Equity Private Limited	Cash	10	67.83	4.22%	[●]%
March 06, 2026	4,164	Transfer from Mezzanine Equity Private Limited	Cash	10	67.82	4.23%	[●]%
March 06, 2026	1,601	Transfer from Alka Shah	Cash	10	368.6	1.63%	[●]%
March 10, 2026	1,601	Transfer from Arslan Raza	Cash	10	370.91	1.63%	[●]%
March 11, 2026	1,601	Transfer from Mansi Divecha	Cash	10	368.6	1.63%	[●]%
March 11, 2026	1,601	Transfer from Nabil Sayyad	Cash	10	368.6	1.63%	[●]%
March 13, 2026	1,601	Transfer from RG Sona Swathy	Cash	10	368.6	1.63%	[●]%
March 17, 2026	1,601	Transfer from Hetashwini	Cash	10	368.6	1.63%	[●]%
March 17, 2026	1,601	Transfer from Jayanti bhai boddar	Cash	10	370.91	1.63%	[●]%
March 19, 2026	320	Transfer from Hemal Kadiya	Cash	10	368.6	0.32%	[●]%
March 20, 2026	1,601	Transfer from Janak Naik	Cash	10	370.91	1.63%	[●]%
March 23, 2026	1,601	Transfer from Janiwa Anthony	Cash	10	368.6	1.63%	[●]%
March 27, 2026	3,201	Transfer from Himanshu Jogatar	Cash	10	371	3.25%	[●]%
April 23, 2026	800	Transfer from Meet Rajesh Shah	Cash	10	368.6	0.81%	[●]%
April 29, 2026	1,601	Transfer from Sonia Arora	Cash	10	370.91	1.63%	[●]%
May 06, 2026	480	Transfer from Ronak oza	Cash	10	368.6	0.49%	[●]%
May 06, 2026	-31,500	Transfer to Udhyaan Ventures	Cash	10	142.85	-31.97%	[●]%

May 13, 2026	1,601	Transfer from Aruna Chudashma	Cash	10	368.6	1.63%	[●]%
June 08, 2026	320	Transfer from Vidhi Desai	Cash	10	312.5	0.32%	[●]%
June 10, 2026	3,201	Transfer from Pinki Bansal	Cash	10	29.52	3.25%	[●]%
June 10, 2026	-14,493	Transfer to Manoj Kumar	Cash	10	345	-14.71%	[●]%
June 17, 2026	1,601	Transfer from Sourabh Kumar (HUF)	Cash	10	368.6	1.63%	[●]%
June 20,2026	14,38,898	Bonus	Other than Cash	10	N. A	1460.57%	[●]%
	16,30,751					**1655.30%**	[●]%
Ummed Singh Gunecha							
November 06, 2020	11,000	Transfer from Mr. Ummedmal Chainroop Baid	Cash	10	10	11.17%	**[●]**%
November 06, 2020	8,000	Transfer from Ms. Prerna V. Jain	Cash	10	10	8.12%	**[●]**%
March 28, 2022	43,500	Private Placement	Cash	10	10	44.16%	**[●]**%
March 30, 2024	1,87,500	Right Issue	Cash	10	10	190.32%	**[●]**%
October 22, 2024	-25	Transfer to M/s. Mezzanine Equity Private Limited	Cash	10	29.24	-0.03%	**[●]**%
December 18, 2024	25	Transfer from M/s. Mezzanine Equity Private Limited	Cash	10	312.36	0.03%	**[●]**%
December 05, 2025	-34,000	Transfer to M/s. Maxrets Innovations Private Limited	Cash	10	300	-34.51%	**[●]**%
June 20, 2026	16,20,000	Bonus Issue	Other than Cash	10	N.A.	1644.40%	**[●]**%
	18,36,000					**1863.65%**	**[●]%**

(a) All the Equity Shares held by our Promoters were fully paid-up on the respective dates of allotment of such Equity Shares. Further, none of the Equity Shares held by our Promoters are pledged.

(b) The entire Promoter's shares shall be subject to lock-in from the date of allotment of the equity shares issued through this Draft Red Herring Prospectus for periods as per applicable Regulations of the SEBI (ICDR) Regulations.

(c) Our Promoters have confirmed to the Company and the Book Running Lead Manager that the Equity Shares held by our Promoters have been financed from their personal funds and no loans or financial assistance from any bank or financial institution has been availed by them for this purpose.

(d) None of the members of the Promoter Group, the Promoters, or the Directors and their relatives have purchased or sold any securities of our Company during the period of six months immediately preceding the date of this Draft Red Herring Prospectus except as disclosed in above tables.

18. Details of lock-in:

1. Details of Promoters' contribution and lock-in

a) Pursuant to Regulation 236 and 238 of SEBI (ICDR) Regulations, 2018, an aggregate of 20% of the fully diluted post issue capital of our Company held by our Promoter shall be considered as Promoter's Contribution ("Promoter's Contribution") and shall be locked-in for a period of three years from the date of allotment of Equity shares issued pursuant to this Issue. The lock-in of Promoter's Contribution would be created as per 238 (b) of the SEBI ICDR (Amendment) regulation 2025 and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

b) **The details of the Equity Shares held by our Promoters, which shall be locked-in for a period of 3 years from the date of Allotment as minimum Promoters' contribution are set forth in the table below:**

Name of the Promoter	Date of allotment of the Equity Shares	Nature of transaction	No. of Equity Shares	Face Value (₹)	Issue/acquisition price per Equity Share (₹)	No. of Equity Shares locked-in	Percentage of the post-Issue paid-up capital (%)
Dhiraj Ummedsingh Gunecha	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Ummed Singh Gunecha	[●]	[●]	[●]	[●]	[●]	[●]	[●]
Total			[●]	[●]	[●]	[●]	[●]

Note: All the Equity Shares were fully paid-up on the respective dates of allotment or acquisition, as the case may be, of such equity shares.

c) Our Promoters have given written consent to include such number of Equity Shares held by them and subscribed by them as a part of Minimum Promoters' Contribution constituting of 20.00 % of the post issue Equity Share capital of our Company and have agreed not to dispose, sell, transfer, create any pledge, lien or otherwise encumber in any manner, the Promoters' contribution from the date of filing this Draft Red Herring Prospectus, until the expiry of the lock-in specified above, or for such other time as required under the SEBI ICDR Regulations, except as may be permitted, in accordance with the SEBI ICDR Regulations.

d) Our Company undertakes that the Equity Shares that are subjected to being locked-in are not ineligible for computation of minimum Promoters' contribution in terms of Regulation 237 of the SEBI (ICDR) Regulations In this connection, we confirm the following:

e) Equity Shares acquired three years preceding the date for consideration other than cash and out of revaluation of assets or capitalization of intangible assets or bonus shares out of revaluation reserves or reserves without accrual of cash resources or unrealized profits or against equity shares which are otherwise ineligible for computation of Promoter's Contribution.

- The Equity Shares acquired during the year preceding the date, at a price lower than the price at which the Equity Shares are being issued to the public in this Issue is not part of the minimum promoter's contribution.
- Specific written consent has been obtained from the promoter for inclusion of [●] equity shares for lockin of three years to the extent of minimum [●] % of post issue Paid up Equity Share Capital from the date of allotment in the Public Issue.
- The minimum promoter contribution has been bought to the extent of not less than the specified minimum lot and from the persons defined as promoter under the SEBI ICDR Regulations.

- The Equity Shares held by the Promoter's and offered for minimum 20% Promoter's Contribution are not subject to any pledge or any other form of encumbrances.

- Our Company has not been formed by the conversion of a partnership firm or a limited liability partnership firm into a Company.

- As on the date of this Draft Red Herring Prospectus, the Equity Shares held by our Promoters and Issued for minimum Promoters' contribution are not subject to pledge with any creditor.

19. Equity Shares locked-in other than Minimum Promoter's Contribution

Lock in of Equity Shares held by Promoters in excess of minimum promoters' contribution as per Regulation 238 of the SEBI ICDR Regulations and amendments thereto. Pursuant to Regulation 238(b) of the SEBI ICDR (Amendment) Regulations,2025, the Equity Shares held by our Promoters and promoters' holding in excess of minimum promoters' contribution shall be locked as follows:

- Fifty percent of promoters' holding in excess of minimum promoters' contribution constituting [●] equity shares shall be locked in for a period of two years from the date of allotment in the initial public issue; and

- Remaining fifty percent of promoters' holding in excess of minimum promoters' contribution constituting [●] equity shares shall be locked in for a period of one year from the date of allotment in the initial public issue.

20. Details of pre-issue equity shares held by persons other than the promoters locked-in for One Year

In terms of Regulation 239 of the SEBI (ICDR) Regulations, 2018, in addition to the Minimum Promoters contribution as per regulation 238(a) and 238(b) of the SEBI (ICDR) Regulations, 2018, the entire pre-issue equity share capital held by persons other than the promoters constituting [●] Equity Shares shall be locked in for a period of one year from the date of allotment of Equity Shares in this Issue.

21. Inscription or recording of non-transferability

In terms of Regulation 241 of the SEBI ICDR Regulations, our Company confirms that certificates of Equity Shares which are subject to lock in shall contain the inscription "Non-Transferable" and specify the lock - in period and in case such equity shares are dematerialized, the Company shall ensure that the lock - in is recorded by the Depository.

22. Pledge of Locked in Equity Shares

Pursuant to Regulation 242 of the SEBI ICDR Regulations, the locked-in Equity Shares held by our Promoters can be pledged with any scheduled commercial bank or public financial institution or systematically important non-banking finance company or a housing finance company as collateral security for loans granted by them, provided that:

a. if the equity shares are locked-in in terms of clause (a) of Regulation 238, the loan has been granted to the company or its subsidiary(ies) for the purpose of financing one or more of the objects of the Issue and pledge of equity shares is one of the terms of sanction of the loan;

b. if the specified securities are locked-in in terms of clause (b) of Regulation 238 and the pledge of specified securities is one of the terms of sanction of the loan.

c. Provided that such lock-in shall continue pursuant to the invocation of the pledge and such transferee shall not be eligible to transfer the equity shares till the lock-in period stipulated in these regulations has expired.

23. Transferability of Locked in Equity Shares

a. Pursuant to Regulation 243 of the SEBI ICDR Regulations, Equity Shares held by our Promoters, which are locked in as per Regulation 238 of the SEBI ICDR Regulations, may be transferred to and amongst our Promoters/ Promoter Group or to a new promoter or persons in control of our Company subject to continuation

of the lock-in in the hands of the transferees for the remaining period and compliance with SEBI SAST Regulations as applicable.

b. Pursuant to Regulation 243 of the SEBI ICDR Regulations, Equity Shares held by shareholders other than our Promoters, which are locked-in as per Regulation 239 of the SEBI ICDR Regulations, may be transferred to any other person holding shares, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance with SEBI SAST Regulations as applicable.

24. Other Confirmations

a. Our Company, Promoters, Directors, and the Book Running Lead Manager have no existing buyback arrangements and or any other similar arrangements for the purchase of Equity Shares being issued through the Issue.

b. Our Promoters have confirmed to the Company and the Book Running Lead Manager that the Equity Shares held by our Promoters have been financed from their personal funds and no loans or financial assistance from any bank or financial institution has been availed by them for this purpose.

c. Our Promoters and Promoter Group will not participate in this Issue.

d. Except Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha, none of the other Key Managerial Personnel of our Company hold any Equity Shares in our Company. For details, refer the section titled "Our Management" on page 201 of this Draft Red Herring Prospectus.

e. Our Company undertakes that there shall be only one denomination for the Equity Shares of our Company, unless otherwise permitted by law. Our Company shall comply with such disclosure and accounting norms as specified by SEBI from time to time.

f. There are no Equity Shares against which depository receipts have been issued.

g. All Equity Shares issued pursuant to this Issue shall be fully paid-up at the time of Allotment and there are no partly paid-up Equity Shares as on the date of this Draft Red Herring Prospectus.

h. As on the date of this Draft Red Herring Prospectus, the Book Running Lead Manager and their respective associates do not hold any Equity Shares of our Company. The Book Running Lead Manager and its affiliates may engage in the transactions with and perform services for our Company in the ordinary course of business or may in the future engage in commercial banking and investment banking transactions with our Company for which they may in the future receive customary compensation.

i. There are no outstanding warrants, options or rights to convert debentures, loans or other convertible instruments into Equity Shares as on the date of this Draft Red Herring Prospectus.

j. Investors may note that in case of over-subscription, Allotment will be on proportionate basis as detailed under the chapter titled "Issue Procedure" on page 283 of this Draft Red Herring Prospectus.

k. An investor cannot make an application for more than the number of Equity Shares issued in this Issue, subject to the maximum limit of investment prescribed under relevant laws applicable to each category of investor.

l. An over-subscription to the extent of [●] % of the Net Issue can be retained for the purpose of rounding off to the nearest integer during finalizing the allotment, subject to minimum allotment, which is the minimum application size in this Issue. Consequently, the actual allotment may go up by a maximum of [●] % of the Net Issue, as a result of which, the post-issue paid-up capital after the Issue would also increase by the excess amount of allotment so made. In such an event, the Equity Shares held by the Promoters and subject to lock- in shall be suitably increased; so as to ensure that [●] % of the post Issue paid-up capital is locked in.

m. Under subscription, if any, in any of the categories, would be allowed to be met with spill-over from any of the other categories or a combination of categories at the discretion of our Company in consultation with the Book Running Lead Manager and Designated Stock Exchange. Such inter-se spill over, if any, would be effected in accordance with applicable laws, rules, regulations and guidelines.

n. No payment, direct, indirect in the nature of discount, commission, and allowance, or otherwise shall be made either by us or by our Promoters to the persons who receive allotments, if any, in this Issue.

o. As on date of this Draft Red Herring Prospectus, there are no outstanding financial instruments or any other rights that would entitle the existing Promoters or shareholders or any other person any option to receive Equity Shares after the Issue.

p. Our Company has not made any public issue (including any rights issue to the public) since its incorporation.

q. Our Company shall ensure that all the transactions in Equity Shares by our Promoters and members of our Promoter group between the date of filing of this Draft Red Herring Prospectus and the date of closing of the Issue shall be reported to the Stock Exchange within 24 (Twenty-Four) hours of such transaction.

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OBJECTS OF THE ISSUE

The Issue constitutes a public Issue of Up to 36,60,000 Equity Shares having face value of ₹ 10 each of our Company at an Issue Price of ₹ [●] per Equity Share.

The Objects of the Issue

We intend to utilize the Net Proceeds of the Issue to meet the following objects:

- **Procurement and installation of additional plant and machinery and their equipment's therein**
- **To meet working capital requirements**
- **General corporate purposes**

*(Collectively referred to as "**Objects**")*

We are confident that the proposed listing will significantly strengthen our corporate image and enhance the visibility of our Company's brand. Furthermore, the listing of Equity Shares on the SME platform of BSE is expected to provide multiple benefits to our Company, including improved market presence and credibility. It will also offer liquidity to our existing shareholders while simultaneously creating a transparent and regulated public trading market for our Company's Equity Shares.

The main object clause of our Memorandum of Association and the objects incidental and ancillary to the main objects enables us: (i) to undertake our existing business activities and activities set out therein; (ii) to undertake the activities for which funds are being raised in the Issue; and (iii) the funds earmarked towards general corporate purposes shall be used.

Issue Proceeds and Net Proceeds

The details of the proceeds of the issue are as per the table set forth below:

Particulars	**Amount (₹ in Lakhs) ***
Gross Proceeds for this Issue	[●]
Less: Issue related Expenses in relation to the Issue*	[●]
Net Proceeds from the Issue**	[●]

** For details of the expenses related to the Issue, see "Issue Related Expenses" on page* 110*.*

***To be finalized upon determination of the Issue Price and will be updated in the Prospectus prior to filing with the RoC.*

Utilization of Net Proceeds

Requirement of Funds and Utilization of Net Proceeds provided in the following table:

S. No.	**Particulars**	**Amount (₹ in Lakhs) ***	
1	Procurement and Installation of additional Plant and Machinery and their equipment's therein	1,000.00	[●]
2	To meet working capital requirements	534.00	[●]
3	General corporate purposes*;	[●]	[●]
	Total	[●]	[●]

**To be finalised upon determination of Issue Price and updated in the Prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 15% of the Gross Proceeds of the Issue or ₹1,000 lakhs whichever is lower.*

Proposed schedule of implementation and deployment of Net Proceeds

We propose to deploy the Net Proceeds towards the objects in accordance with the estimated schedule of implementation and deployment of funds, as set forth in the table below:

Sr. No.	Particulars	Amount to be funded from Net Proceeds (A)	Amount deployed as of March 31, 2026** (B)	Amount to be funded from Internal Accruals and Borrowing (C)	Amount to be funded from Net Proceeds (D) = A-B-C	Estimated balance deployment	
						Financial Year 2027	Financial Year 2028
1	Procurement and installation of additional plant and machinery and their equipment's therein	1,000.00	Nil	Nil	1,000		
2	To meet working capital requirements	534.00	Nil	9,398.35	534.00	150.00	384.00
3	General corporate purposes*	[●]	-	[●]	[●]	[●]	[●]
	Total	[●]	[●]	[●]	[●]	[●]	[●]

**To be finalised upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.*
***As per the certificate dated* September 24, 2026 *issued by the statutory auditors, M/s S.K. Kabra and Company, Chartered Accountants.*

In the event that the estimated utilisation of the Net Proceeds is not fully applied towards the stated Objects within the specified periods—due to factors such as (i) global or domestic economic or business conditions; (ii) delays in completion of the Issue; (iii) market conditions beyond our Company's control; (iv) rapid technological changes; or (v) other commercial considerations—the remaining Net Proceeds shall be utilised, in whole or in part, in subsequent periods as determined by our Board of Directors, in compliance with applicable laws.

If actual utilisation of funds allocated for any of the Objects exceeds the estimated amount, such additional requirements will be met through available means, including internal accruals or additional equity and/or debt financing. Conversely, if utilisation towards any Object is lower than proposed, the balance will be applied towards general corporate purposes, provided that such utilisation shall not exceed 15% of the Gross Proceeds of the Issue or ₹1,000 lakhs whichever is lower, in line with Regulation 230(2) of the SEBI ICDR Regulations.

Should there be a shortfall in raising the requisite capital from the Net Proceeds to meet the Objects, we may consider alternative funding options such as internal accruals, additional equity, debt arrangements, or a combination thereof. We believe such alternatives would be accessible to our Company to cover any shortfall. For further details, please refer to the section titled "Risk Factors – Risk Factor 38: We have not made *any alternate arrangements for meeting our capital requirements for the Objects of the Issue. Further we have not identified any alternate source of financing the "Objects of the Issue". Any shortfall in raising / meeting the same could adversely affect our growth plans, operations, and financial performance*.

The fund requirements, deployment plans, and intended utilisation of the Net Proceeds outlined in this section are based on our current business plan, management estimates, prevailing market conditions, external commercial and technical factors, as well as quotations obtained from certain vendors. These assumptions are subject to change over time. Importantly, the fund requirements and deployment have not been appraised by any bank, financial institution, or independent agency.

Our Company's past capital and operational expenditure may not necessarily reflect future capital expenditure plans. Funding requirements and deployment may need to be revised due to various factors, including changes in our financial position, market conditions, updated vendor quotations at the time of actual expenditure, evolving business and growth strategies, competitive dynamics, general operational and financial considerations, access to capital, and external influences such as regulatory changes, business environment shifts, or fluctuations in interest and exchange rates—many of which are beyond management's control.

The specific number and nature of equipment, plant and machinery to be procured and the work to be undertaken by our Company may change, depending on our business requirements, from time to time. Accordingly, the details of the equipment, plant and machinery to be procured and/or the work to be undertaken from the Net Proceeds will be suitably updated at the time of filing the Red Herring Prospectus, subject to applicable law. Such circumstances may require rescheduling the proposed utilisation of the Net Proceeds or reallocating funds at management's discretion, subject to compliance with applicable laws. For further details, please refer to "Risk Factors – Risk Factor 65: *Any changes in the utilisation of the Net Proceeds as disclosed in this Draft Red Herring Prospectus will require compliance with regulatory requirements, including prior approval of the shareholders*" on page 52.

Means of Finance

Apart from the amounts already incurred towards the above Object, the balance amount to be spent on the above Object shall be financed from the Net Proceeds. Therefore, the requirements under Regulation 230(1)(e) of the SEBI ICDR Regulations to make firm arrangements through verifiable means towards 75% of the stated means of finance are not applicable to this Issue.

The fund requirements, the deployment of funds and the intended use of the Net Proceeds as described herein are based on the various quotations obtained by the Company from different vendors, our current business plan, managements estimates, and other commercial and technical factors. We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, business and strategy, competition and interest or exchange rate fluctuations and other external factors, which may not be within the control of our management.

Details of the Objects of the Issue

1. **Proposing to finance the cost of procurement and installation of additional plant and machinery and their equipment's on 3rd and 4th floor of R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230**

   Our Company is engaged in the business of manufacturing of Elastic products.

   Our Company commenced its operations in 2008, and the production from our first unit at Plot No. 5617, Road N0. 56, GIDC Sachine - 394230. In 2020 our Company also starts its second production unit Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210.

   In 2019 we shifted our first unit located at Plot No. 5617, Road N0. 56, GIDC Sachine – 39423 to R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230, admeasuring approximately 1,245.50 square meters.

   Further, in 2021 we shifted our second production unit situated at Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210 to R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat, admeasuring approximately 1,344 square meters.

   Currently, our Company operates through two manufacturing units situated at:

   - R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230. **(Unit 1)**
   - R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. **(Unit 2)**

   The manufacturing unit situated at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230 also serves as our Registered Office and is admeasuring approximately 1,350 square meters. The said facility is presently constructed up to 4 floors wherein manufacturing activities are presently being undertaken and various machinery and equipment have already been installed. The total installed capacity of each manufacturing unit along with capacity utilization on year-to-year basis as certified by Mokani Kruti N, Independent Chartered Engineer, dated September 23, 2026 is provided below:

Total Installed Capacity (both Units)

Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production
	(in months)	(in meter)	(in meter)
Fiscal 2026	12	14,60,00,000	11,34,00,000
Fiscal 2025	12	10,80,00,000	8,11,80,000
Fiscal 2024	12	9,60,00,000	7,07,70,000

For Needle Loom Machines

Unit -1				
Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production	Utilization (in %)
	(in months)	(in meter)	(in meter)	
Fiscal 2026	12	4,80,00,000	3,84,00,000	80%
Fiscal 2025	12	3,60,00,000	2,82,60,000	78.50%
Fiscal 2024	12	3,30,00,000	2,60,70,000	79%

For Crochet Needle Loom Machine

Unit -1				
Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production	Utilization (in %)
	(in months)	(in meter)	(in meter)	
Fiscal 2026	12	5,00,00,000	3,90,00,000	78%
Fiscal 2025	12	3,60,00,000	2,70,00,000	75%
Fiscal 2024	12	3,00,00,000	2,16,00,000	72%

For Needle Loom Machines

Unit -2				
Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production	Utilization (in %)
	(in months)	(in meter)	(in meter)	
Fiscal 2026	12	4,80,00,000	3,60,00,000	75%
Fiscal 2025	12	3,60,00,000	2,59,20,000	72%
Fiscal 2024	12	3,30,00,000	2,31,00,000	70%

For further details, see ***"Our Business – Manufacturing capabilities"*** on page 182.

To cater to the growing demand for our products from existing customers and to meet the requirements of prospective customers, our Company intends to expand the manufacturing capacity of its existing products. Accordingly, our Company proposes to expand its existing manufacturing facility situated at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230 by procurement and installation of additional plant and machinery and their equipment at the 3rd and 4th floors at the said facility. The additional constructed vacant area at 3rd and 4th floor will be utilized for installation of additional machinery, manufacturing operations, storage space, utility area and other allied operational purposes.

Our Board in its meeting dated September 23, 2026 took note that an aggregate amount of ₹ 1,000 lakhs is proposed to be utilized to procure and install additional plant and machinery and their equipment. Our Company has obtained quotations and cost estimates from suppliers utilized to procure required plant and machinery and equipment.

Capacity and Schedule of implementation

Our Company manufactures elastic products at Unit 1 and 2 with total existing installed capacity of 14,60,00,000 meter per annum to produce. Following are the Existing and Proposed installed capacity our Company:

Unit	Address	Type of machine	Installed Capacity per annum (in Meters) as on March 31, 2026	Installed Capacity per annum (in Meters) after expansion	% of total installed capacity (including Proposed expansion at 3rd & 4th floor of Unit 2)
Unit 1	Revenue Survey No. 271/P & 272/P, Plot No. 4227, Road No.42, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Needle Loom machine	4,80,00,000	-	28%
Unit 1	Revenue Survey No. 271/P & 272/P, Plot No. 4227, Road No.42, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Crochet Needle Loom machine	5,00,00,000	-	29%
Unit 2	Revenue Survey No. 282/P & 285/P, Plot No. 4105, Road No.41, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Needle Loom machine	4,80,00,000	2,40,00,000	41%
Unit 2	Revenue Survey No. 282/P & 285/P, Plot No. 4105, Road No.41, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Crochet Needle Loom machine	-	40,00,000	2%
			14,60,00,000	**2,80,00,000**	**100%**

Our Company has identified the plant and machinery proposed to be purchased and installed at the upcoming facilities at 3rd and 4th floor of our existing unit situated at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. These primarily include needle looms machines, crochet loom machines and other ancillary equipment. We have obtained quotations from various vendors in this regard.

The estimated total cost for the acquisition of plant and machinery amounts to ₹ 1,000.00 lakhs. We expect to utilise approx. ₹ 300.00 lakhs and ₹ 700.00 lakhs in the Fiscal 2027 and Fiscal 2028 respectively.

List of Machineries to be Acquired

Name of Supplier	Address	Machine / Contractor	Provided	Quotation price in Rs. (Including Taxes)*	Date of Quotation	Validity period	Status of Quotation
Rima Machines	Plot No C-23/3-5, Road No	**1.** 160 Ends / 160 Spindle Mechanical Universal Rubber	Quotation	2,98,52,584	01.09.2026	31.03.2027	Valid

Private Limited	15, Gate No.3, Hojiwala Industrial estate, Sachin Palsana Road, Surat – 394230.	Thread Covering Machine Model "JC-51-M-S" – **20 Nos** **2.** Vertical Spool Winder Model "JC-103-SW" Having 48 Spindle Complete – **03 Nos** **3.** Hilum Flange Aluminum Barrel Bobbin (Spool) (140 X 100 X 50 X 44MM) Drg. No.: FP-018 – **6400 Nos.**					
Taha Impex	202, Jash Infinity, Opp Sandesh Press, Behind Sub Jail, Khatodra, Surat – 395002.	1. Power Driven Flat Bed Crochet Knitting Machine MODEL: JYG2-890/B3 15G, BRAND "JINGYI" CHINA. with 260 creel Machine with Invertor & All Standard Accessories – **40 Qty**.	Performa Invoice / Quotation	2,90,28,000	02.09.2026	01.03.2027 06 Months	Valid
Taha Impex	202, Jash Infinity, Opp Sandesh Press, Behind Sub Jail, Khatodra, Surat – 395002.	1. Needle loom JYF5-10/42, 14Frame, Double Roller with 24 beam Brand "JINGYI" Machine with all Standard accessories – **20 Qty.** 2. Needle loom JYF5-12/27, 14Frame, Double Roller With 24 beam Brand "JINGYI" Machine with all Standard accessories – **10 Qty.** 3. Needle loom JYF5-8/55, 14Frame, Double Roller With 24 beam Brand "JINGYI" Machine with all Standard accessories – **06 Qty.** 4. Needle loom JYF5-4/110, 14Frame, Double Roller With 24 beam Brand "JINGYI" Machine with all Standard accessories – **06 Qty.**	Performa Invoice / Quotation	2,40,36,600	02.09.2026	01.03.2027 06 Months	Valid
Yash Enterprise	Shed No. 201 Raghuvir Industrial Estate Part-2,	1. Tape Finishing/Ironing Machine for Elastic & Rigid Tape – Gas or Heater – **10 Nos** 2. Festooning Machine	Performa Invoice / Quotation	2,20,71,664	02.09.2026	01.03.2027 06 Months	Valid

	B/H Platinum Estate, S.L.M. Road, NR. Railway station, Vatva, Ahmedabad – 382445	for Packing Elastic Tape – **10 Nos.** 3. Warping Machine 3 Hp **– 10 Nos.** 4. Creel 192 Ends – **10 Nos.** 5. Packing Machine for Elastic & Rigid Tape in Roll or Spool – **10 Nos.** 6. Packing Machine for Elastic & Rigid Tape in Roll or Spool – **10 Nos** 7. Only Measuring Machine **– 10 Nos**.					
			Total	**10,49,88,848**			

**Cost is inclusive of taxes and duties and exclusive of freight and insurance which will be on actual basis. Company will utilise the mentioned cost from general corporate purposes or from existing internal accruals of the Company.*
***Three vendors have been selected out of 6 vendors based on cost vetting report provided by independent chartered engineer dated September 23, 2026.*
Note: As certified by independent chartered engineer report dated September 25, 2026

Verification of Credentials of Vendors

The estimated cost of machinery and equipment proposed to be funded from the Net Proceeds is based on quotations obtained by our Company from third-party vendors, as detailed above. To assess whether these vendors are genuine, existing and operational, our Company obtained Business Information Reports ("BIRs") on each vendor from Dun & Bradstreet Information Services India Private Limited ("D&B"), an independent business information agency.

The BIRs were obtained on different dates and give details of each vendor such as:

- legal name and constitution;
- date of incorporation or establishment;
- registered and operating addresses;
- corporate identification number, GSTIN and other statutory registrations, where available;
- key management and ownership details;
- line of business and operational status;
- summary financial information, where available;
- payment behaviour and D&B risk indicators or ratings;
- any adverse information, litigation or charges on record, as available with D&B.

Based on the BIRs, none of the vendors has been reported as inactive, struck off, or subject to any material adverse information.

Sr.	Name of Vendor	Nature of Supply	D&B Report Date	D-U-N-S® Number	Operational Status as per BIR
1	Rima Machines Private Limited	Covering Machine Supplier	18 September 2026	87-371-3453	Active
2	Yash Enterprise	Packaging Machines Supplier	21 September 2026	75-599-8420	Active
3	Pari Narrow Spares	Needle Loom and Crochet Machine Supplier	18 September 2026	87-705-0550	Active
4	Sai Global Lace/	Needle Loom and	18 September 2026	67-548-2519	Active

	Taha Impex	Crochet Machine Supplier			
5	Sapru Texpro	Rubber Covering Machines Supplier	18 September 2026	64-372-6338	Active
6	Krishna Trader	Packaging Machines Supplier	21 September 2026	77-100-2317	Active

Our Company confirms that none of the above vendors is related to our Company, our Promoters, Promoter Group, Directors, Key Managerial Personnel, Senior Management or Group Companies. None of these persons has any interest in the proposed acquisition of machinery / equipment or in the entities from which the quotations have been obtained.

Investors should note the following:

- The BIRs are based on information available with D&B as on their respective dates. That information comes from public sources, the vendors themselves and D&B's own databases. Neither our Company nor the Book Running Lead Manager has independently verified the contents of the BIRs.
- The BIRs are not an assurance of the vendors' financial capability, delivery capability or quality of supply.

Contingencies

We have created a provision for contingency of ₹ 15.00 lakhs out of our internal accruals, which is approximately 1.50% of total estimated cost, to absorb the fluctuation in hard cost arsing due to exchange rate variation or incidence of any unforeseen cost.

Government Approvals

Our Company may require specific approvals from any Government department to instal additional plant & machineries on the 3rd and 4th floors at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. We have yet to apply for such approvals.

Other confirmations

All quotations mentioned in this section are valid as on the date of this Draft Red Herring Prospectus. However, we have not entered into any definitive agreements with any of these vendors and there can be no assurance that the same vendor would be engaged to eventually supply the machinery / equipment at the same costs. We are yet to place orders for any of the machinery / components of the Proposed at the 3rd and 4th floors at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230.

Further, for risk arising out of the Objects, see Risk Factors no. *34 "We have not yet placed orders in relation to the capital expenditure to be incurred for the project we intend to fund through our Net Proceeds. In the event of any delay in placing the orders, or in the event the vendors are not able to provide the equipment in a timely manner, or at all, may result in time and cost over-runs and our business, prospects and results of operations may be adversely affected*." This includes financing the cost of establishing the Proposed Unit which may be subject to the risk of unanticipated delays in implementation, cost overruns and other risks and uncertainties.

Further, the Objects of the Issue includes orders for purchase of machinery which have not yet been placed. There can be no assurance that we would be able to procure equipment at the estimated costs. If we engage someone other than the vendors from whom we have obtained quotations or if the quotations obtained expire, such vendor's estimates and actual costs for the services may differ from the current estimates. Some of the quotations mentioned above do not include cost of freight, insurance (wherever applicable) and other applicable taxes as these can be determined only at the time of placing of orders. Such additional costs shall be funded from the Net Proceeds allocated towards general corporate purposes or through contingencies, if required. In case of increase in the estimated costs, such additional costs shall be incurred from our internal accruals.

No second-hand or used equipment is proposed to be purchased out of the Net Proceeds.

None of the vendors from whom we have procured quotations of Plant & Machineries are related or connected to our Company, Promoters, Directors, Key Managerial Personnel, Senior Management and Group Companies. Our

Promoters, Directors, Key Managerial Personnel, Senior Management Personnel and Group Companies do not have any interest in the proposed purchase of Plant & machineries.

2. To meet Working Capital Requirements

A portion of the Net Proceeds is proposed to be utilized towards funding the working capital requirements of our Company. Our business operations are working capital intensive in nature, requiring continuous deployment of funds towards procurement of raw materials, consumables, spares, power and fuel, payment of wages and salaries, transportation costs, job work charges, manufacturing overheads, and other day-to-day operational expenses.

In addition, with the proposed expansion of our manufacturing capacity through installation of new machinery, our working capital requirements are expected to increase in line with higher production volumes and expanded scale of operations. The enhanced capacity will require increased inventory levels of raw materials and finished goods, higher receivables due to increased sales volumes, and additional operational funds to support the expanded manufacturing activities.

The utilization of Net Proceeds towards working capital will strengthen our liquidity position and provide financial flexibility to efficiently manage the increased operational requirements arising from business expansion. This will also enable us to ensure uninterrupted manufacturing operations, timely procurement of inputs, and smooth execution of customer orders.

Further, strengthening of working capital base is expected to improve operational stability, support timely fulfilment of orders, and enhance our ability to respond to market demand fluctuations. It will also reduce reliance on short-term borrowings, thereby improving overall financial efficiency.

Basis of estimation of working capital requirement

The details of our Company's working capital as at March 31, 2026, March 31, 2025 and March 31, 2024, derived from and the source of funding, on the basis of Restated Financial Statements as certified by M/s. S.K. Kabra & Co., Chartered Accountants, our Statutory Auditors, through their certificate dated September 24, 2026, are set out in the table below:

(Rs. in Lakh)

Particulars	(Restated Basis)		
	31-Mar-2024	31-Mar-2025	31-Mar-2026
Current Assets			
Inventory	1,717.87	1,747.41	2,064.40
Trade receivables	546.06	2,037.60	4,149.03
Other Assets	1,51.12	110.25	129.79
Total Current Assets (A)	**2,415.05**	**3,895.26**	**6,343.22**
Current liabilities			
Trade payables	1,094.07	1,411.73	1,987.00
Other Liabilities	108.14	100.65	172.35
Short-term provisions	62.51	223.73	503.62
Total Current Liabilities (B)	**1,264.72**	**1,736.11**	**2662.97**
Net Working Capital (A-B	**1,150.33**	**2,159.15**	**3,680.25**
Sources of Funds			
Borrowings and Unsecured Loan for Working Capital Purpose	1,150.33	1,973.20	2,803.29
Internal Accruals/Existing Net worth	-	185.95	876.96

Estimated working capital requirements:

We propose to utilise ₹ 150.00 lakhs of the Net Proceeds towards our Company's working capital requirements up to the financial year ending March 31, 2027, and the remaining ₹ 384.00 lakhs in the financial year ending March 31, 2028. Based on our current working capital requirements, management estimates, and projected needs, our Board of Directors, pursuant to a resolution dated September 23, 2026, has approved the estimated working capital requirements for the financial years ending March 31, 2027, and March 31, 2028.

For further reference, see *"Material Contracts and Documents for Inspection – Material Documents"* on page 350. The proposed funding plan for these working capital requirements is set forth below.

Particulars	(Projected Basis)	
	31-Mar-2027	31-Mar-2028
Current Assets		
Inventory	2,332.76	3,363.55
Trade receivables	4,364.24	5,193.12
Other Assets	173.86	221.19
Total Current Assets (A)	**6,870.86**	**8,777.86**
Current liabilities		
Trade payables	1806.43	2,488.90
Other Liabilities	60.11	60.11
Short-term provisions	612.54	688.28
Total Current Liabilities (B)	**2479.08**	**3,237.29**
Net Working Capital (A-B	**4,391.78**	**5,540.57**
Sources of Funds		
Borrowings and Unsecured Loan for Working Capital Purpose	1,800.00	1,100.00
Internal Accruals/Existing Net worth	2,441.78	4,056.57
Proceeds from IPO	150.00	384.00

Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

Assumptions for working capital requirements:

The table below sets forth the details of holding levels (with days rounded to the nearest whole number) for the Financial Years ended March 31, 2026 and March 31, 2025 and March 31, 2024 as well as projections for the Financial Year ended March 31, 2028 and March 31, 2027.

Particulars	Holding level (in Days)				
	(Restated)			(Projected)	
	31-Mar-24	31-Mar-25	31-Mar-26	31-Mar-27	31-Mar-28
Trade Receivables	79	100	188	219	171
Inventory	172	135	116	113	102
Trade Payable	196	174	162	155	107

Note:

1. *Holding year level (in days) of Trade Receivables is calculated by dividing average trade receivables by revenue from operations multiplied by number of days in the year.*
2. *Holding year level (in days) of Inventory is calculated by dividing average Inventory by revenue multiplied by number of days in the year.*
3. *Holding year level (in days) of Trade Payables is calculated by dividing average trade payables by Purchase multiplied by number of days in the year.*

Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026

Our Company's estimated working capital requirements on a restated basis are based on the following key assumptions:

Particulars	Justification
Current Assets	
Inventory	The Company's inventory primarily consisted of Yarn and Rubber. Yarn and Rubber takes approx. 35-40 days to reach to the Company after placing the order. Accordingly, the Company needs to store at least 60 days raw material at any given point in time. Further, the Company is committed to reduce its operating cycle by bringing in efficiently in its operations and accordingly the inventory handling days of the Company have been significantly decreased to 116 days in Fiscal 2026 days as compared to 172 days in Fiscal 2024 and 135 days in Fiscal 2025. The Company further projects to reduce the inventory handling days to approx. 100 days in Fiscal 2028 which is in line with its overall long-term strategy.
Trade Receivables	The Company sells its products through dealers/ distributors by providing them credit period up to 180 days. Trade receivable days increased from 79 days in FY 2024 to 100 days in FY 2025, as the outstanding receivables increased from Rs. 546.06 lakhs to Rs. 2,037.60 lakhs. This rise in receivable days was primarily due to corresponding increase in revenue from Rs. 2,936.30 lakhs in Fiscal 2024 to Rs. 4,702.12 lakhs in Fiscal 2025. During Fiscal the installed capacity of the Company has been increased by 1,20,00,000 meters per year. Trade receivable days increased from 100 days in FY 2025 to 188 days in FY 2026, as the outstanding receivables increased from Rs. 2,037.60 lakhs to Rs. 4,193.03 lakhs. This rise in receivable days was primarily due to corresponding increase in revenue from Rs. 4,702.12 lakhs in Fiscal 2025 to Rs. 6,003.69 lakhs in Fiscal 2026. This increase is primarily attributed to revenue generated from sales of products and due to increase in installed capacity and actual production of finished goods in Fiscal 2026. During FY 2025-26, the Company increased its installed capacity by 3,80,00,000 meters per year with by installing new machines. Further, during FY 2025-26 the average selling price of our products has been increased to Rs. 4.48 per meter as compared to Rs. 3.56 per meter in FY 2024-25. Looking ahead, the company expects the receivable cycle to increase, with trade receivable days projected at approximately 219 days for FY 2027. However, the long-term strategy of the Company is to reduce its operating cycle and accordingly it anticipates to reduce receivable days 171 in FY 2028. The increase in receivables to Rs. 4,364.24 lakhs in FY 2027 and Rs. 5,193.12 lakhs in FY 2028 reflects the company's overall business growth.
Other Current Assets	Other current assets include advances to supplier and employees, loan to employees, loan and TDS recoverable, prepaid expenses, balance with revenue authorities etc. During the last two financial years, Amount has reduced from Rs. 151.12 Lakhs in FY 2024 to Rs. 110.25 Lakhs in FY 2025, further in FY 2026 it increases to amount Rs. 129.79 Lakhs because the Company has given advances amounting to Rs. 48.10 lakhs to various suppliers/ parties in Fiscal 2026. For the projected periods, other current assets, stand at Rs. 173.86 Lakhs, Rs. 221.19 Lakhs for FY 2027 & FY 2028 respectively. The increase in other current assets is due to a higher balance with revenue authorities, resulting from increased revenue from operations. Apart from that, there has also been a rise in advances made to suppliers and other parties.

Current Liabilities	
Trade Payables	Trade payable days decreased from 196 days in FY 2024 to 174 days in FY 2025. During this period, trade payables rose from Rs. 1,094.07 lakhs to Rs. 1,411.73 lakhs. The increase was mainly due to delayed payments due to working capital shortage. In FY 2026, trade payable days reduced to 162 days, despite a significant rise in trade payables from Rs.1,411.73 lakhs to Rs. 1,987.00 lakhs, as the company began improving payment cycle. With the expected funds from the proposed issue, the company plans to further reduce credit periods and negotiate better pricing, particularly with larger suppliers. This strategy is expected to lower procurement costs and improve EBITDA margins. Accordingly, trade payable days are targeted to reduce to 155 days in FY 2027 and 107 days in FY 2028, with corresponding payable amounts projected at Rs. 1,806.43 lakhs and Rs. 2,488.90 lakhs, respectively.
Other Current Liabilities	Other current liabilities include statutory liability payable, employees related payable and other payables. During the last three financial years, amount has decreased from Rs. 108.14 Lakhs in FY 2024 to Rs. 100.65 Lakhs in FY 2025 further increased to Rs. 172.35 Lakhs in FY 2026. For the projected years, other current liabilities, stand at Rs. 60.11 Lakhs, Rs. 60.11 Lakhs for FY 2027, & FY 2028 respectively. The increase in other current liabilities is on account of interest payable, statutory liability payable and employee related payable which shows the sustainably growth of the Company.
Short Term Provision	Short-term provisions consist of provisions for gratuity and income tax. Over the past three financial years, the amount has increased from Rs. 62.51 lakhs in FY 2024 to Rs. 223.73 lakhs in FY 2025, and further to Rs. 503.62 lakhs in FY 2026. For the projected years, short-term provisions are expected to rise to Rs. 612.54 lakhs in FY 2027 and Rs. 688.28 lakhs in FY 2028, reflecting the company's increasing profitability and overall business growth.

3. General Corporate Purposes

Our management, will have flexibility in utilizing the balance Net Proceeds, aggregating to [●] towards general corporate purposes, subject to such utilisation shall not exceed 15% of the Gross Proceeds of the Issue or ₹1,000 lakhs whichever is lower, in accordance with Regulation 230(2) of the SEBI ICDR Regulations, including but not restricted to, the following:

- acquisition/hiring of land/property for building up corporate house,
- to enter into strategic alliances with other body corporates for expansion of our business in abroad or in India.
- funding growth opportunities;
- servicing our repayment obligations (principal and interest) under our existing & future financing arrangements;
- capital expenditure, including towards expansion/development/refurbishment/renovation of our assets;
- working capital;
- meeting expenses incurred by our Company in the ordinary course of business or other uses or contingencies; and/or strategic initiatives and
- On-going general corporate exigencies or any other purposes as approved by the Board subject to compliance with the necessary regulatory provisions.

The quantum of funds allocated to each of the above purposes will be determined by our Board of Directors, based on the permissible amount available under "General Corporate Purposes" and the evolving business requirements of our Company.

In the event of variations in actual utilisation of funds designated for the above purposes, increased requirements for a particular purpose may be met through surplus funds, if available, which are not applied to other stated purposes. Additionally, our Company may utilise the Net Proceeds towards other expenditures incurred in the ordinary course of business, as deemed expedient and periodically approved by the Board.

Given the competitive and dynamic nature of the industry, our management may revise the business plan from time to time. Consequently, funding requirements and deployment of funds may also change, which could include rescheduling the proposed utilisation of Net Proceeds or adjusting expenditure for a particular Object.

4. Issue Expenses

The Issue expenses are estimated to be approximately ₹ [●] lakhs. These expenses include, among other items, listing fees, underwriting fees, selling commissions and brokerage, fees payable to the BRLMs, legal counsels, Registrar to the Issue, Escrow Collection Bank, processing fees payable to SCSBs for ASBA Forms submitted by ASBA Bidders, brokerage and selling commissions payable to Registered Brokers, RTAs and CDPs, fees payable to Sponsor Banks for Bids made by UPI Bidders, printing and stationery costs, advertising and marketing expenses, and other incidental expenses relating to the listing of the Equity Shares on the Stock Exchanges.

All costs, charges, fees, and expenses associated with the Issue—including corporate advertisements, issue marketing, printing, roadshows, accommodation and travel, stamp duty, transfer and issuance costs, documentary and registration charges, execution and enforcement of the Issue Agreement, Registrar's fees, fees payable to BRLMs, legal counsel, auditors, Sponsor Banks, SCSBs (processing fees and commissions), brokerage for Syndicate Members, commissions to Registered Brokers, Collecting DPs and RTAs, as well as payments to consultants and advisors—shall be borne by our Company.

The fees of the BRLMs will be paid directly from the public issue account(s) where the Issue proceeds are received, immediately upon receipt of final listing and trading approvals from the Stock Exchanges, in accordance with the escrow and sponsor bank agreement. In the event that the Issue is postponed, withdrawn, abandoned, or otherwise not consummated in accordance with the Issue Agreement, all costs and expenses incurred in connection with the Issue shall be borne by our Company, subject to applicable laws.

Activity expense	Estimated Expenses (₹ in lakhs)	Percentage of total estimated issue expenses	Percentage of Issue Size
Fees payable to Book Running Lead Manager (inclusive of underwriting commission, brokerage and selling commission)	[●]	[●]	[●]
Commission/processing fee for SCSBs, Sponsor Bank(s) and Bankers to the Issue. Brokerage, underwriting commission and selling commission and bidding charges for Members of the Syndicate, Registered Brokers, RTAs and CDPs	[●]	[●]	[●]
Fees payable to the Registrar to the Issue	[●]	[●]	[●]
Others including but not limited to:	[●]	[●]	[●]
Listing fees, SEBI filing fees, upload fees, BSE and NSE processing fees, book building software fees and other regulatory expenses;	[●]	[●]	[●]
Printing and distribution of stationery;	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Fees payable to legal counsel;	[●]	[●]	[●]
Fees payable to the auditors and independent chartered accountant;	[●]	[●]	[●]
Fees payable to other advisors to the Issue,	[●]	[●]	[●]

including but not limited to professional service provider, industry service provider and Monitoring Agency; and			
Miscellaneous expenses	[●]	[●]	[●]
Total Estimated Issue Expenses	[●]	[●]	[●]

Notes:

1. *Amounts will be finalised and incorporated in the Prospectus on determination of Issue Price.*

2. *Selling commission payable to the SCSBs on the portion for Retail Individual Investors, Non-Institutional Investors and Eligible Employees which are directly procured and uploaded by the SCSBs, would be as follows:*

Portion for Retail Individual Investors*	[●] % of the Amount Allotted (plus applicable taxes)
Portion for Non-Institutional Investors*	[●] % of the Amount Allotted (plus applicable taxes)

**Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price*

No additional uploading/processing charges shall be payable by our Company to the SCSBs on the Bid cum Applications Forms directly procured by them.

3. *Processing fees payable to the SCSBs on the portion for Retail Individual Bidders, Non-Institutional which are procured by the members of the Syndicate/sub- syndicate/Registered Broker/RTAs/ CDPs and submitted to SCSB for blocking, would be as follows:*

Portion for Retail Individual Investors*	₹ [●] per valid Bid cum Application Form (plus applicable taxes)
Portion for Non-Institutional Investors*	₹ [●] per valid Bid cum Application Form (plus applicable taxes)

**For each valid application*

4. *The Processing fees for applications made by Retail Individual Bidders using the UPI Mechanism would be as follows:*

Sponsor Bank(s)*	₹ [●] per valid Bid cum Application Form* (plus applicable taxes). The Sponsor Bank(s) shall be responsible for making payments to the third parties such as remitter bank, NCPI and such other parties as required in connection with the performance of its duties under the SEBI circulars, the Syndicate Agreement and other applicable laws
Payable to Members of the Syndicate (including their sub-Syndicate Members)/ RTAs / CDPs	₹ [●] per valid application (plus applicable taxes)

The processing fees for applications made by Retail Individual Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021.

5. *Selling commission on the portion for Retail Individual Bidders (including bids using the UPI Mechanism), Non- Institutional Bidders and Eligible Employees which are procured by members of the Syndicate (including their sub- Syndicate Members), Registered Brokers, RTAs and CDPs would be as follows:*

Portion for Retail Individual Investors*	% of the Amount Allotted (plus applicable taxes)
Portion for Non-Institutional Investors*	% of the Amount Allotted (plus applicable taxes)

*Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price

The Selling Commission payable to the Syndicate / Sub-Syndicate Members will be determined on the basis of the application form number / series, provided that the application is also bid by the respective Syndicate / Sub-

Syndicate Member. For clarification, if a Syndicate ASBA application on the application form number / series of a Syndicate / Sub-Syndicate Member, is bid by an SCSB, the Selling Commission will be payable to the SCSB and not the Syndicate / Sub- Syndicate Member.

The selling commission and bidding charges payable to Registered Brokers, the RTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the Bid Book of BSE or NSE.

Appraisal Report

None of the objects for which the Net Proceeds will be utilised have been financially appraised by any financial institutions / banks.

Bridge Financing

We have not entered into any bridge finance arrangements that will be repaid from the Net Proceeds. However, we may draw down such amounts, as may be required, from an overdraft arrangement / cash credit facility with our lenders, to finance the existing ongoing project facility requirements until the completion of the Issue. Any amount that is drawn down from the overdraft arrangement / cash credit facility during this period to finance our existing/ongoing projects will be repaid from the Net Proceeds of the Issue.

Interim Use of Funds

Pending utilization of the Net Proceeds for the Objects of the Issue described above, our Company shall deposit the funds only in Scheduled Commercial Banks included in the Second Schedule of Reserve Bank of India Act, 1934. In accordance with Section 27 of the Companies Act, 2013, our Company confirms that, pending utilization of the proceeds of the Issue as described above, it shall not use the funds from the Net Proceeds for any investment in equity and/or real estate products and/or equity linked and/or real estate linked products.

Monitoring Utilization of Funds

As the size of the Issue does not exceed ₹ 5,000 Lakhs, our Company will appoint a Monitoring Agency for monitoring the utilization of the Net Proceeds as per Regulation 262(1) of the SEBI ICDR Regulations. Our Audit Committee and the monitoring agency will monitor the utilisation of the Net Proceeds and submit the report required under Regulation 262(2) of the SEBI ICDR Regulations.

Pursuant to the SEBI Listing Regulations, our Company shall, on a quarterly basis, disclose to the Audit Committee the uses and applications of the Net Proceeds. The Audit Committee will make recommendations to our Board for further action, if appropriate. On an annual basis, our Company shall prepare a statement of funds utilised for purposes other than those stated in this Draft Red Herring Prospectus and place it before the Audit Committee and make other disclosures as may be required until such time as the Net Proceeds remain unutilised. Such disclosure shall be made only until such time that all the Net Proceeds have been utilised in full. The statement shall be certified by the statutory auditor of our Company. Furthermore, in accordance with the SEBI Listing Regulations, our Company shall furnish to the Stock Exchanges, on a quarterly basis, a statement indicating (a) deviations, if any, in the actual utilisation of the proceeds of the Fresh Issue from the Objects; and (b) details of category wise variations in the actual utilisation of the proceeds of the Fresh Issue from the Objects. This information will also be published on website of the Company and submitted to the stock exchange for public dissemination as required under Regulation 262(4) of the SEBI ICDR Regulations.

Variation in Objects of the Issue

In accordance with Section 13(8) and Section 27 of the Companies Act, 2013 and applicable rules, our Company shall not vary the objects of the Issue without our Company being authorized to do so by the Shareholders by way of a special resolution through postal ballot. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution (the "Postal Ballot Notice") shall specify the prescribed details as required under the Companies Act and applicable rules. The Postal Ballot Notice shall simultaneously be published in the

newspapers, one in English and one in the vernacular language of the jurisdiction where the Registered Office is situated. Our Promoters or controlling Shareholders will be required to provide an exit opportunity to such Shareholders who do not agree to the proposal to vary the objects, at such price, and in such manner, as may be prescribed by SEBI, in this regard.

Other Confirmations

No part of the proceeds of the Issue will be paid by us to the Promoters and Promoter Group, the Directors, Associates, Key Management Personnel or Group Companies except in the normal course of business and in compliance with the applicable law.

Strategic or financial partners

There are no strategic or financial partners to objects of the Issue.

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BASIS FOR ISSUE PRICE

The Price Band, Floor Price and Issue Price will be determined by our Company, in compliance with the SEBI ICDR Regulations, on the basis of assessment of market demand for the Equity Shares issued through the Book Building Process and on the basis of the quantitative and qualitative factors described below. The price band / floor price / Issue Price has been determined by the Company in consultation with the Book Running lead manager, on the basis of book-building. The face value of the Equity Shares is ₹ 10 and Issue Price is ₹ [●] per Equity Shares and is [●] *times of the face value. Investors should read the following basis with the sections titled* ***'Risk Factors', 'Business Overview', 'Financial Information'*** *and* ***'Management Discussion and Analysis of Financial Condition and Results of Operations'*** *beginning on page 24, 159, 229 and 232 respectively, of this Draft Red Herring Prospectus to get a more informed view before making any investment decisions. The trading price of the Equity Shares of Our Company could decline due to these risk factors and you may lose all or part of your investments.*

Qualitative Factors

Some of the qualitative factors and our strengths which form the Basis for Issue Price are:

- Experienced Management and Leadership Team
- Long-standing operating history with execution capabilities
- Manufactures a diversified range of narrow fabric and elastic products
- Strict quality checks for every product
- Affordable prices without compromising quality
- Stock that matches the seasons

For further details regarding some of the qualitative factors, please refer chapter titled Business Overview- Our Competitive Strengths beginning on page 160 of this Draft Red Herring Prospectus.

Quantitative Factors

The information presented in this section for the Restated Financial Statements of the Company financial year ended March 31, 2026, financial year ended March 31, 2025 and financial year ended March 31, 2024 prepared in accordance with Indian GAAP and the Companies Act and restated in accordance with the SEBI (ICDR) Regulations, 2018 and the Revised Guidance Note on Reports in Company Prospectuses (Revised 2019) Issued by the ICAI, together with the schedules, notes and annexure thereto.

For more details on financial information, investors please refer the chapter titled '**Restated Financial Information'** beginning on page 229 of this Draft Red Herring Prospectus.

Investors should evaluate our Company taking into consideration its earnings and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the price are as follows:

1. **Basic and Diluted Earnings Per Share ("EPS") after Bonus issue adjustment as per restated financial statements**

Year Ended	**Basic EPS (in ₹)**	**Diluted EPS (in ₹)**	**Weights**
March 31, 2026	7.23	7.23	3
March 31, 2025	4.92	4.92	2
March 31, 2024	9.05	9.05	1
Weighted Average	**6.76**	**6.76**	**6**

Notes:

1. *The figures disclosed above are derived from the Restated Summary Statements of the Company*
2. *The ratios have been computed as below:*

Basic & Diluted earnings per share = Restated Net profit after tax / weighted average number of shares outstanding during the year.

Notes:

1. *Basic and diluted earnings per Equity Share are computed in accordance with Accounting Standard 20 'Earnings per Share', notified under the Companies (Accounting Standards) Rules, 2006 (as amended).").*
2. *Weighted average number of Equity Shares is the number of Equity Shares outstanding at the beginning of the period adjusted by the number of Equity Shares issued during the period multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the period.*
3. *No. of outstanding equity is further adjusted as per the bonus shares issued by the Company and split of the face value of equity shares.*
4. *The above statement should be read with significant accounting policies and notes on Restated Financial Statements as appearing in the Restated Financial Statements*

2. Return on Net Worth ("RoNW") – Based on Restated Financial Statements

For the year ended on	RONW (%)	Weights
March 31, 2026	38.81	3
March 31, 2025	40.52	2
March 31, 2024	67.47	1
Weighted Average	**44.16**	**6**

Notes:

1. *Return on net worth (%) = Net profit attributable to equity shareholders / net worth as at the end of year.*
2. *Net Worth means the aggregate value of the paid-up share capital of the Company and all reserves created out of profits and securities premium account, as per the restated statement of assets and liabilities of the Company in the Restated Financial Statements.*

3. Net Asset Value ("Nav") Per Equity Share (Face value of ₹ 10):

Particulars	NAV per equity share (₹)
As on March 31, 2026	158.21
As on March 31, 2025	94.03
As on March 31, 2024	28.72
After the Completion of the Issue:	
- at Floor Price	[●]*
- at Cap Price	[●]*
- at Issue Price	[●]*

** To be computed after finalization of price band. The Issue Price will be determined on conclusion of the book building process.*

Notes:

a. *Issue Price per Equity Share will be determined on conclusion of the Book Building Process.*
b. *Net Asset Value per Equity Share is calculated divided by the outstanding number of Equity Shares of the Company as at the end of the year.*
c. *Total equity has been computed by aggregating Equity Share capital and other equity.*

4. Comparison of Accounting Ratios with Listed Industry Peers:

We understand that listed industry peers of the Company have been identified as [(i) Sky Industries Ltd and (ii) Premco Global Ltd which has been determined on the basis of companies listed on Indian stock exchanges, whose business profiles are comparable to the Company's business since, the peers operate in the similar line of segments in which the Company operates. However, the business of the identified peers may not be exactly comparable in entirety with that of the Company's business based on data provided in Industrial report of the Company

Following is the comparison with the listed industry peer:

Name of the company	Face Value per Equity Share^ (₹)	Total revenue from operations (₹) in Lakhs	EPS (₹)		NAV (₹ per share)	P/E Ratio	RoNW (%)	Closing price on March 31, 2026 (₹ per share)	PAT Margin (%)
			Basic	Diluted					
S.R.G. Narrow Fab Limited	10.00	6,003.69	61.44	61.44	158.21	NA	38.81%	NA	11.85%
Sky Industries Ltd	10.00	8,434.44	7.5	7.5	64.32	9.85	12.29%	73.88	7.02%
Premco Global Ltd	10.00	5,176.47	42.16	42.16	224.17	9.38	18.73%	395.35	26.91%

Notes:

1. *Diluted EPS for listed industry peer sourced from the annual report/ financials for Fiscal 2026.*
2. *P/E ratio for listed industry peers has been calculated as closing share price as on March 31, 2026, sourced from BSE, divided by Diluted EPS as of March 31, 2026.*
3. *Return on Net worth (RoNW%) is computed as Restated profit / (loss) for the year as on March 31, 2026 divided by Net worth as on March 31, 2026.*
4. *Net Worth shall mean the aggregate value of the paid-up share capital and all reserves created out of the profit, securities premium account and debit or credit balance of profit and loss account as per the audited balance sheet, but does not include reserves created out of revaluation of assets and amalgamation.*
5. *NAV per Equity Share is calculated net worth divided by the outstanding number of Equity Shares of the Company as at the end of the year.*
6. *PAT margin is calculated as a percentage of PAT divided by revenue from operations as per the Restated Financial Information.*

Key Financial and Operational Performance Indicators ("KPIs")

Key Performance Indicators (KPIs) are imperative to the Financial and Operational performance evaluation of the company. However, KPIs disclosed below shall not be considered in isolation or as substitute to the Restated Financial information. In the opinion of our Management the KPIs disclosed below shall be supplementary tool to the investor for evaluation of the company.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 23, 2026 and the members of the Audit Committee have verified the details of all KPIs pertaining to the Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of the Draft Red Herring Prospectus.

Additionally, the KPIs have been certified by way of certificate bearing UDIN 26111030QJEDJT7887 dated September 24, 2026 issued by M/s. S K Kabra & Co., Chartered Accountants, Statutory Auditors, who hold a valid certificate Issued by the Peer Review Board of the Institute of Chartered Accountants of India. The certificate dated 29, 2026 issued by M/s. by M/s. Rohit Kumar Jain & Co., independent Chartered Accountants, has been included in ***'Material Contracts and Documents for Inspection' – Material Documents*** – Page 349 of this Draft Red Herring Prospectus.

The KPIs of our Company have been disclosed in the sections "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" starting on pages 201 and 232, respectively. We have described and defined the KPIs, as applicable, in "Definitions and Abbreviations" beginning on page 18.

Our Company confirms that it shall continue to disclose all the KPIs included in this chapter on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or for such other duration as may be required under the SEBI ICDR Regulations. Further, the ongoing KPIs will continue to be certified by a member of an expert body as required under the SEBI ICDR Regulations.

5. Key Performance Indicators of our Company

A list of our KPIs for the Financial Year 2026, Financial Year 2025 and Financial Year 2024 is set out below:

(Amount in ₹ lakhs, except EPS, % and ratios)

Particulars	Financial Year ended March 31st, 2026	Financial Year ended March 31st, 2025	Financial Year ended March 31st, 2024
Revenue from operations [1]	6,003.69	4,702.12	2,936.27
Growth in Revenue from Operations [2]	27.68%	60.14%	-4.06%
EBITDA [3]	1,491.11	1,085.88	637.18
EBITDA (%) Margin [4]	24.84%	23.09%	21.70%
EBITDA Growth Period on Period [5]	37.32%	70.42%	102.02%
ROCE (%) [6]	51.44%	60.65%	99.15%
Current Ratio [7]	1.17	1.06	0.86
Operating Cash flow [8]	-54.63	-46.17	-0.56
PAT [9]	711.67	438.84	193.78
ROE/ RoNW [10]	48.80%	64.06%	126.79%
EPS [11]	61.44	41.80	76.88

Notes:

[1] Revenue from operations is the total revenue generated by our Company.

[2] Growth in Revenue in percentage, Year on Year

[3] EBITDA is calculated as Profit before tax + Depreciation + Finance cost-other income

[4] EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations

[5] EBITDA Growth Rate Year on Year in Percentage

[6] ROCE: Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term debt

[7] Current Ratio: Current Asset over Current Liabilities

[8] Operating Cash Flow: Net cash inflow from operating activities.

[9] PAT is mentioned as PAT for the period

[10] ROE/RoNW is calculated PAT divided by average shareholders' equity

[11] EPS is mentioned as EPS for the period

Explanation for KPI metrics

KPI	Explanation
Revenue from operation	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business.
Revenue Growth Rate %	Revenue Growth rate informs the management of annual growth rate in revenue of the company in consideration to previous period
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin (%)	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business
EBITDA Growth Rate %	EBITDA Growth Rate informs the management of annual growth rate in EBITDA of company in consideration to previous period
ROCE %	ROCE provides how efficiently our Company generates earnings from the capital employed in the business.
Current Ratio	Current ratio indicates the company's ability to bear its short term obligations
Operating	Operating cash flow shows whether the company is able to generate cash from day-to-day

Cash Flow	business
PAT	Profit after Tax is an indicator which determine the actual earning available to equity shareholders
ROE/RoNW	It is an indicator which shows how much company is generating from its average shareholders' funds
EPS	Earning per shares is the company's earnings available of one share of the Company for the period

Source: The Figure has been certified by our statutory auditors, M/s S K. Kabra & Co.-Chartered Accountants vide their certificate September 24, 2026

GAAP Financial Measures

GAAP Financial measures are numerical measures which are disclosed by the issuer company in accordance with the Generally Accepted Accounting Principles (GAAP) applicable for the issuer company i.e., measures disclosed in accordance with Accounting Standards ("AS") notified in accordance with Section 133 of the Companies Act, 2013, as amended (the "Act"). These measures are generally disclosed in the financial statements of the issuer company.

On the basis of Restated financial statements.

(₹ in lakhs)

Particulars	inancial Year ended March 31st, 2026	Financial Year ended March 31st, 2025	nancial Year ended March 31st, 2024
Revenue from operations	6,003.69	4,702.12	2,936.27
Profit after tax	711.67	438.84	193.78
Cash flow from operating activities	-54.63	-46.17	-0.56
Cash Flow from investing activities	-705.67	-560.46	-233.28
Cash Flow from financing activities	781.26	578.83	289.96
Net Change in Cash and cash equivalents	20.96	-27.80	56.12

Non- GAAP Financial measures

Non-GAAP Financial measures are numerical measures of the Technical Guide on Disclosure and Reporting of KPIs issuer company's historical financial performance, financial position, or cash flows that:

i. Exclude amounts, or are subject to adjustments that have the effect of excluding amounts, that are included in the most directly comparable measures calculated and presented in accordance with GAAP in the financial statements of the issuer company; or

ii. Include amounts or are subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable measures so calculated and presented. Such adjustment items should be based on the audited line items only, which are included in the financial statements. These Non-GAAP Financial measures are items which are not defined under AS, as applicable. Generally, if the issuer company takes a commonly understood or defined GAAP amount and removes or adds a component of that amount that is also presented in the financial statements, the resulting amount is considered a Non-GAAP Financial measure. As a simplified example, if the issuer company discloses net income less restructuring charges and loss on debt extinguishment (having determined all amounts in accordance with GAAP), the resulting performance amount, which may be labelled "Adjusted Net Income," is a Non-GAAP Financial measure.

On the basis of Restated financial statements

(Amount in *in ₹ Lakhs, except %)*

Particulars	Financial Year ended March 31st, 2026	Financial Year ended March 31st, 2025	Financial Year ended March 31st, 2024
EBITDA	1,491.11	1,085.88	637.18
Revenue From operations	6,003.69	4,702.12	2,936.27
PAT	711.67	438.84	193.78
Gross Margin	2477.48	2058.16	1395.33
EBITDA margin	24.84%	23.09%	21.70%
Working capital	947.29	229.13	-409.84
PAT Margin	11.85%	9.33%	6.60%
Net worth	1,833.62	1,082.93	287.23

Corporate Affairs (MCA), vide its notification dated March 24, 2021, has issued certain amendments to Schedule III to the Act. Pursuant to these amendments, the below ratios are also required to be presented in the financial statements of the companies:

On the basis of Restated financial statements

Particulars	Financial Year ended March 31st, 2026	Financial Year ended March 31st, 2025	Financial Year ended March 31st, 2024
Current ratio	1.17	1.06	0.86
Debt-equity ratio	2.02	2.36	6.68
Debt service coverage ratio	0.80	0.82	0.71
Trade receivables turnover ratio	1.94	3.64	4.63
Net capital turnover ratio	10.21	-52.04	-6.32
Net profit ratio	11.85%	9.33%	6.60%
Return on equity ratio	48.80%	64.06%	126.79%
Return on capital employed	51.44%	60.65%	99.15%

Ratio	Explanation
Current Ratio	Current Assets divided by Current Liabilities
Debt-equity ratio	Total Debt divided by shareholders' equity
Debt service coverage ratio	EBIT divided by Total Debt + Finance Cost
Trade receivables turnover ratio	Revenue from Operations divided by Average Debtors
Net capital turnover ratio	Revenue from Operations divided by Working Capital
Net profit ratio	Profit after Tax divided by Revenue from Operations
Return on equity ratio	Profit after Tax divided by Average Shareholders' equity
Return on capital employed	EBIT divided by shareholders' equity plus long-term Debt

Comparison of KPI with listed Industry Peers

(Amount in *(in ₹ Lakhs, except %)*

Particulars	Issuer Company			Sky Industries Ltd**		
	Mar-26	Mar-25	Mar-24	Mar-26	Mar-25	Mar-24
Revenue from Operations [(1)]	6,003.69	4,702.12	2,936.27	8,434.44	8267.18	8,246.49
Growth in Revenue [(2)]	27.68%	60.14%	-4.06%	2.02%	0.25%	10.06%
EBITDA [(3)]	1,491.11	1,085.88	637.18	1121.48	951.81	761.38

EBITDA Margin [4]	0.25	0.23	0.22	0.13	0.12	0.09
PAT [5]	711.67	438.84	193.78	592.02	611.89	467.48
PAT Margin [6]	11.85%	9.33%	6.60%	7.02%	7.40%	5.67%
Net Worth [7]	1,833.62	1,082.93	287.23	5,075.47	4,555.45	4,031.28
ROCE [8]	51.44%	60.65%	99.15%	11.11%	15.85%	13.83%
Current Ratio [9]	1.17	1.06	0.86	1.76	2.13	2.11
EPS [10]	61.44	41.80	76.88	7.5	7.75	5.92

(Amount in *(in ₹ Lakhs, except %)*

Particulars	Issuer Company			Premco Global Ltd**		
	Mar-26	Mar-25	Mar-24	Mar-26	Mar-25	Mar-24
Revenue from Operations [1]	6,003.69	4,702.12	2,936.27	5,176.47	6,382.49	6,363.02
Growth in Revenue [2]	27.68%	60.14%	-4.06%	-18.90%	0.30%	-10.20%
EBITDA [3]	1,491.11	1,085.88	637.18	-248.14	180.73	647.22
EBITDA Margin [4]	0.25	0.23	0.22	(0.05)	0.03	0.10
PAT [5]	711.67	438.84	193.78	1,393.18	1,331.33	584.76
PAT Margin [6]	11.85%	9.33%	6.60%	26.91%	20.86%	9.19%
Net Worth [7]	1,833.62	1,082.93	287.23	7,408.43	7,468.94	7,624.31
ROCE [8]	51.44%	60.65%	99.15%	18.00%	16.00%	9.00%
Current Ratio [9]	1.17	1.06	0.86	4.09	3.45	4.90
EPS [10]	61.44	41.80	76.88	42.16	40.28	17.69

***All the information for listed industry peers mentioned above is sourced from their respective audited/ unaudited financial results and/or annual report*

Notes:

[1] *Revenue from Operations as appearing in the Restated Financial Statements/ Annual Reports of the respected companies.*

[2] *Growth in Total Income (%) is calculated as Revenue from Operations of the relevant period minus Revenue from Operations of the preceding period, divided by Revenue from Operations of the preceding period*

[3] *EBITDA is calculated as Profit before tax + Depreciation + Finance Cost- Other Income*

[4] *EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations*

[5] *PAT is mentioned as PAT for the period*

[6] *PAT Margin' is calculated as PAT divided by Revenue from Operations*

[7] *Net worth is calculated as Total assets – Total Liabilities*

[8] *ROCE: Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term debt*

[9] *Current Ratio: Current Asset over Current Liabilities*

[10] *EPS is mentioned as EPS for the period*

Operational Key performance Indicators (KPIs) of Company

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Capacity Utilisation % [1]	78%	75%	74%
Employees Count [2]	182	195	153

Notes:

(1) *Average capacity has been calculated by dividing actual capacity divided by installed production for respective period.*

(2) *Employee count has been calculated as number of employees as on 31 March of respective fiscal*

Weighted Average Cost of Acquisition:

a. **The price per share of our Company based on the primary/ new Issue of shares.**

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

There has been no issuance of Equity Shares or convertible securities, excluding shares issued under ESOP/ESOS and issuance of bonus shares, during the 18 months preceding the date of this Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days.

b. **The price per share of our Company based on the secondary sale / acquisition of shares**

The details of secondary sale / acquisition of whether equity shares or convertible securities, where the promoter, members of the promoter group, selling shareholders, or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days, are as follows:

S. No.	Name of Transferee	Name of Transferor	Date of Transfer	Number of Equity Shares	Transfer Price per Equity Shares (in Rs.)	Face Value	Total Consideration Rs. in Lakh
1	Hemant Gupta	Dhiraj Ummed Singh Gunecha	14-Oct-2025	5,000	312	10	15.60
2	Parisha Gupta	Dhiraj Ummed Singh Gunecha	14-Oct-2025	32,000	312	10	99.84
3	Karan Somani	Dhiraj Ummed Singh Gunecha	14-Oct-2025	3,220	312	10	10.05
4	Akshat Suresh Singal	Dhiraj Ummed Singh Gunecha	14-Oct-2025	3,220	312	10	10.05
5	Suresh Kumar	Dhiraj Ummed Singh Gunecha	29-Oct-2025	3,000	312	10	9.36
6	Premal Jogindra Thakkar	Dhiraj Ummed Singh Gunecha	29-Oct-2025	5,048	312	10	15.75
7	Himanshu Jain	Dhiraj Ummed Singh Gunecha	12-Nov-2025	5,000	312	10	15.60
8	Shah Rajul Kumar Devi Das	Dhiraj Ummed Singh Gunecha	12-Nov-2025	5,000	312	10	15.60
9	Maxrets Innovations Pvt Ltd	Dhiraj Ummed Singh Gunecha	13-Nov-2025	34,000	300	10	102.00

10	Maxrets Innovations Pvt Ltd	Ummed Singh Guneja	05-Dec-25	34,000	300	10	1,02,00,000
Total				**129,488**			**395.84**
Weighted average price of transfer (WAPT)							**305.70**

c. **Weighted average cost of acquisition, floor price and cap price:**

Based on the disclosures in (a) and (b) above, the weighted average cost of acquisition of Equity Shares as compared with the Floor Price and Cap Price is set forth below:

Types of Transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor price in ₹ [●]#	Cap price in ₹ [●]#
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Draft Red Herring Prospectus, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	NA	[●]	[●]
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity / convertible securities), where promoter / promoter group entities or Selling Shareholder or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	305.70	[●]	[●]

**Calculated for last 18 months*

***Calculated for Transfer of Equity Shares.*

Explanation for Offer Price / Cap Price being [●] times and [●] times price of weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares (set out in (d) above) in view of the external factors which may have influenced the pricing of the Offer.

Not Applicable.

STATEMENT OF POSSIBLE TAX BENEFITS

To,
The Board of Directors
S.R.G. Narrow Fab Limited
(Formerly known as S.R.G. Narrow Fab Private Limited)
R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin,
Talangpur, Sachin, G.I.D.C., Surat,394230, Chorasi, Gujarat, India

And

To,
Value Square Capital Private Limited
Unit No. TF 09, 3rd Floor, Pearls Omaxe,
Plot No. B-1, Netaji Subhash Place, Pitampura,
Shakur Pur I Block, North West Delhi, 110034, India

(Value Square Capital Private Limited referred to as the "Book Running Lead Manager")

Dear Sir(s),

Sub: Statement of Possible Special Tax Benefits available to the S.R.G. Narrow Fab Limited (formerly known as S.R.G. Narrow Fab Private Limited) and its shareholders prepared in accordance with the requirements under Schedule VI-PART A, Clause (9) (L) of the SEBI (ICDR) Regulations, 2018, as amended (the "Regulations")

We hereby confirm that the enclosed annexure, prepared by "**S.R.G. Narrow Fab Limited (formerly known as S.R.G. Narrow Fab Private Limited)**" ('**the Company**") states the possible special tax benefits available to the Company and the shareholders of the Company under the Income – tax Act, 1961 ('Act') as amended time to time, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the State Goods and Services Tax Act as passed by respective State Governments from where the Company operates and applicable to the Company, for inclusion in the Draft Red Herring Prospectus ("DRHP") for the proposed public offer of equity shares, as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations").

Several of these benefits are dependent on the Company or its shareholders fulfilling the conditions prescribed under the relevant provisions of the Act. Hence, the ability of the Company or its shareholders to derive the tax benefits is dependent upon fulfilling such conditions, which based on the business imperatives the company may or may not choose to fulfil.

The benefits discussed in the enclosed Annexure cover only special tax benefits available to the Company and its Shareholders and do not cover any general tax benefits. Further, these benefits are neither exhaustive nor conclusive and the preparation of the contents stated is the responsibility of the Company's management. We are informed that this statement is only intended to provide general information to the investors and hence is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences, the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax implications arising out of their participation in the issue. We are neither suggesting nor are we advising the investor to invest money or not to invest money based on this statement.

Our views are based on the existing provisions of the Act and its interpretations, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. Any such change, which could also be retroactive, could have an effect on the validity of our views stated herein. We assume no obligation to update this statement on any events subsequent to its issue, which may have a material effect on the discussions herein.

We do not express any opinion or provide any assurance as to whether:

- the Company or its Shareholders will continue to obtain these benefits in future;
- the conditions prescribed for availing the benefits, where applicable have been/would be met;

- The revenue authorities/courts will concur with the views expressed herein.

We hereby give our consent to include enclosed statement regarding the tax benefits available to the Company and to its shareholders in the DRHP for the proposed public offer of equity shares which the Company intends to submit to the Bombay Stock Exchange provided that the below statement of limitation is included in the offer document.

Limitations

Our views expressed in the statement enclosed are based on the facts and assumptions indicated above. No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the information, explanations and representations obtained from the Company and on the basis of our understanding of the business activities and operations of the Company and the interpretation of the existing tax laws in force in India and its interpretation, which are subject to change from time to time. We do not assume responsibility to update the views consequent to such changes. Reliance on the statement is on the express understanding that we do not assume responsibility towards the investors who may or may not invest in the proposed issue relying on the statement.

The enclosed Annexure is intended solely for your information and for inclusion in the Draft Red Herring Prospectus or any other issue related material in connection with the proposed issue of equity shares and is not to be used, referred to or distributed for any other purpose without our prior written consent.

The certificate is issued solely for the limited purpose to comply with Indian [ICDR Regulations]. Our work has not been carried out in accordance with auditing or other standards and practices generally accepted in jurisdictions outside India (including in the United States of America), and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices. This report should not be relied upon by prospective investors outside India (including persons who are Qualified Institutional Buyers as defined under (i) Rule144A or (ii) Regulation S under the United States Securities Act of 1933, as amended) participating in the Offering. We accept no responsibility and deny any liability to any person who seeks to rely on this report and who may seek to make a claim in connection with any offering of securities on the basis that they had acted in reliance on such information under the protections afforded by United States of America law and regulation or any other laws other than laws of India.

Signed in terms of our separate report of even date.

For S K KABRA AND COMPANY,
Chartered Accountants
Firm Reg No: 104508W
Peer Review Certificate: 024984

CA ANURAG MURARKA
Partner
Membership No. 111030
UDIN: 26111030WNKHZA1628

Place: Surat
Date: September 25, 2026

Annexure to the statement of possible Tax Benefits

Outlined below are the possible special tax benefits available to the Company and its shareholders under the Income Tax Act, 1961 presently forced in India. It is not exhaustive or comprehensive and is not intended to be a substitute for professional advice. Investors are advised to consult their own tax consultant with respect to the tax implications of an investment in the Equity Shares particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have different interpretation on the benefits, which an investor can avail.

You should consult your own tax advisors concerning the Indian tax implications and consequences of purchasing, owning and disposing of equity shares in your particular situation.

1. Special Tax Benefits available to the Company under the Act

Section 115BAA, as inserted vide The Taxation Laws (Amendment) Act, 2019, provides that domestic company can opt for a rate of tax of 22% (plus applicable surcharge and education cess) for the financial year 2019-20 onwards, provided the total income of the company is computed without claiming certain specified incentives/deductions or set-off of losses, depreciation etc. and claiming depreciation determined in the prescribed manner. In case a company opts for section 115BAA, provisions of Minimum Alternate Tax would not be applicable and earlier year MAT credit will not be available for set-off. The option needs to be exercised on or before the due date of filing the tax return. Option once exercised, cannot be subsequently withdrawn for the same or any other tax year.

The Company has represented to use that it has opted for section 115BAA from the assessment year 2025-26 onwards.

2. Special Tax Benefits available to the shareholders of the Company

The Shareholders of the company are not entitled to any Special tax benefits under the Act.

Notes:

1. All the above benefits are as per the current tax laws and will be available only to the sole / first name holder where the shares are held by joint holders.

2. The above statement covers only certain relevant direct tax law benefits and does not cover any indirect tax law benefits or benefit under any other law.

No assurance is given that the revenue authorities/courts will concur with the views expressed herein. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes. We do not assume responsibility to update the views consequent to such changes. We shall not be liable to any claims, liabilities or expenses relating to this assignment except to the extent of fees relating to this assignment, as finally judicially determined to have resulted primarily from bad faith or intentional misconduct. We will not be liable to any other person in respect of this statement.

SECTION IV – ABOUT OUR COMPANY

INDUSTRY OVERVIEW

Business Overview

SRG Narrow Fab Ltd is primarily a textile-based elastic manufacturer, (not entirely a rubber-based one) and their core products are woven, knitted, and specialised textile elastics used across apparel, medical, and furniture industries.

Company Focus

Product Range: SRG Narrow Fab Ltd offers a wide portfolio of elastic products:

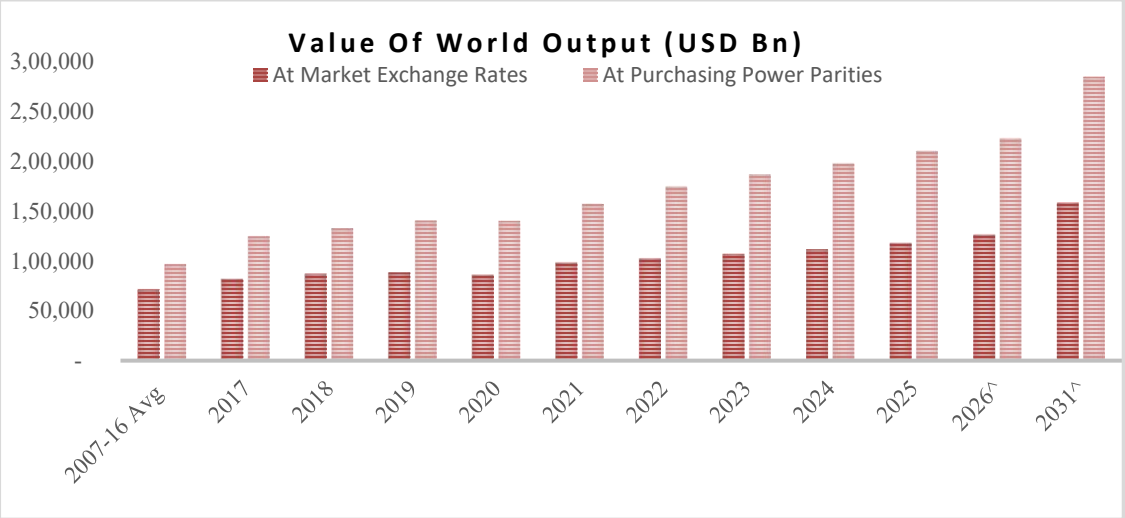
1. **Luggage elastic:** Luggage elastics are designed to provide strength, flexibility, and durability for a variety of luggage applications such as backpacks, suitcases, duffle bags, travel bags, and other carrying solutions.
2. **Woven elastic:** Woven elastics are manufactured with a focus on precision, durability, and consistent performance, making them suitable for applications across industries such as apparel, healthcare, automotive, and industrial products.
3. **Surgical elastic:** Surgical elastics are engineered to deliver comfort, durability, safety, and reliability while meeting global healthcare standards. These elastics are commonly used in surgical garments, medical braces, orthopaedic supports, and healthcare accessories.
4. **Undergarment elastic:** Undergarment elastics are developed to enhance comfort, fit, durability, and style. They are widely used in lingerie, men's innerwear, children's garments, and other intimate apparel products.
5. **Furniture elastic:** Furniture elastics are designed to provide flexibility, resilience, and long-lasting support for modern furniture applications such as sofas, recliners, office chairs, and upholstered seating systems.
6. **Knitted elastic:** Knitted elastics offer a soft feel, lightweight construction, and excellent flexibility, making them suitable for a wide range of applications in multiple industries such as in apparel, healthcare, home furnishings, and more.
7. **Shoe elastic:** Shoe elastics are designed to improve the fit, comfort, functionality, and durability of footwear. They are commonly used in a variety of shoe designs where reliable stretch and support are required.



Global Economic Review

In the past year, a series of persistent challenges such as heightened geopolitical tensions, policy uncertainty, and trade frictions threw the global economy into chaos. While the economy seemed to stabilise at the start of 2026, new events such as conflict between Iran and Israel have destabilised the global economy again.

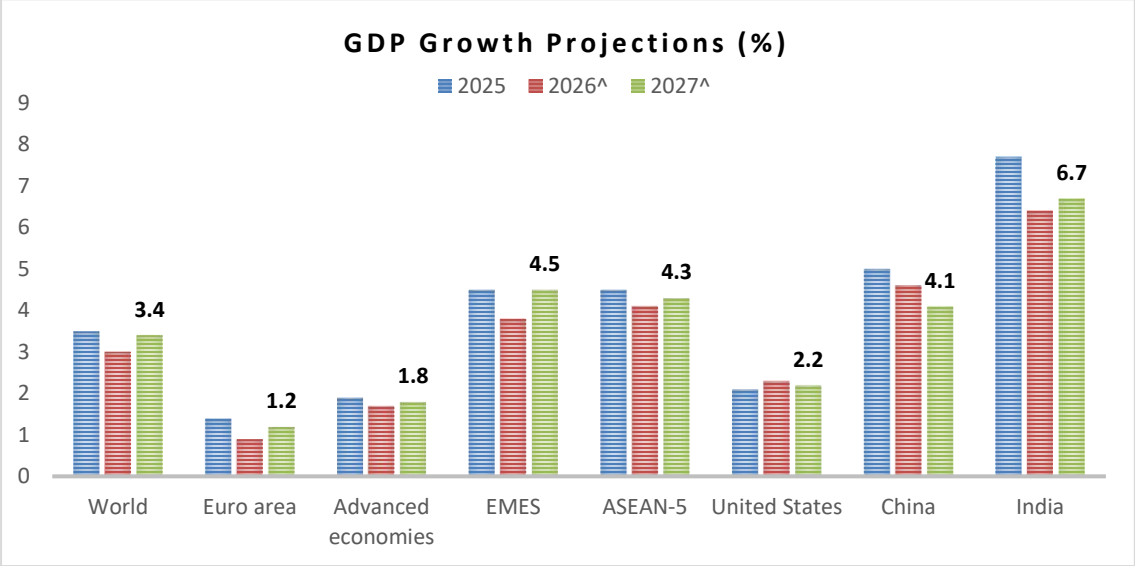
In 2026, trade tensions had started to abate but recent disruptions have made global trade and economies vulnerable again. The United States protectionist tariff regime was struck down by the Supreme Court at the start of the year and deemed as unconstitutional. In response, Trump imposed a blanket 10% tariff on all imports from the United States trading partners. Additionally, on September 18, 2026, President Donald Trump signed the Russia sanctions bill into law, granting him the authority to impose tariffs of up to 100% on countries that purchase Russian oil and gas, with India among the countries that could potentially be affected. This development has delayed the finalisation of the India-US trade deal. Additionally, with the ongoing West Asia conflict and collapse of the peace talks, global supply chains of oil have been in disarray resulting crude oil prices and LPG prices spiking.



Note: Projections from 2025 onwards
Source: IMF World Economic Outlook Update, July 2026

The IMF's July 2026 WEO update revised global growth forecasts downwards from its April 2026 update, based on the escalated trade tension. The IMF has lowered its 2026 projections to 3.0% (from previous estimate of 3.1%) but has raised its 2027 estimate at 3.4% (from previous estimate of 3.2%). However, with no end to the ongoing West Asia conflict and with several central banks conducting rate hikes to control their rising inflation, including US, Japan and the EU, these forecast numbers will likely be extremely different in the IMF's October 2026 WEO release.

Though inflation concerns from the West Asia conflict persist, the increasing investment in Artificial Intelligence (AI) and its widespread adoption have acted as a major driver of growth. Additionally, emerging and developing economies have increased their contribution to global growth as they establish themselves as global providers of goods and services. Growth remains below pre-pandemic norms amid lingering downside risks such as potential tariff escalations, shaky trade pacts, and intensifying geopolitics.



^ Projections, ASEAN-5: Indonesia, Malaysia, Philippines, Singapore, Thailand.
Note: Data for Calendar year. For India data and forecasts are presented on a fiscal year basis based on GDP at market prices
Source: IMF World Economic Outlook Update, July 2026

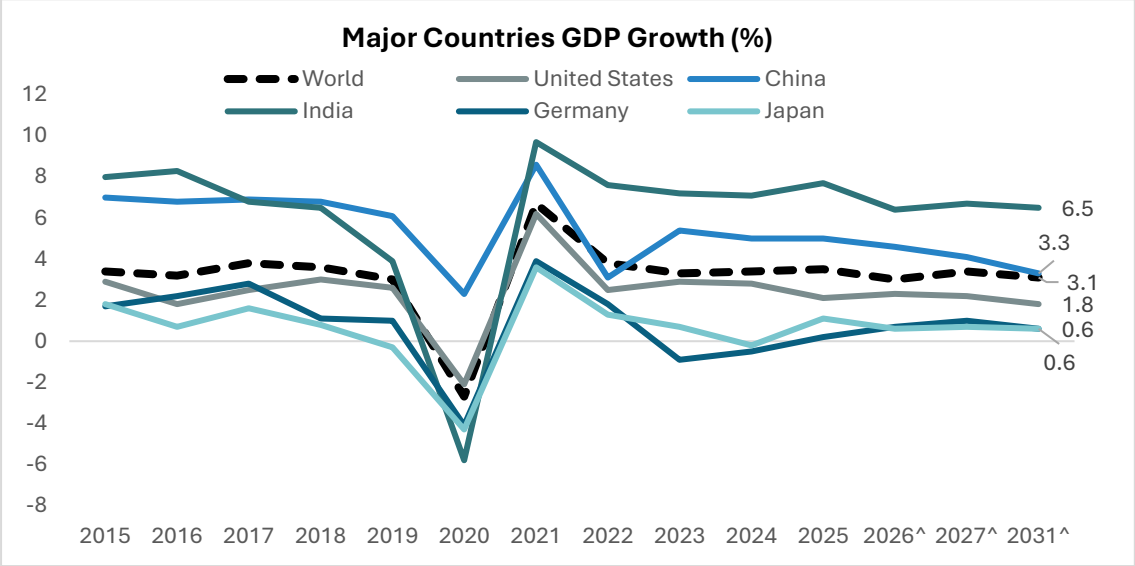
Regional Growth

Across the regions, the IMF's July 2026 growth forecasts were changed from the April projections as the geopolitical issues and trade dynamics present in the global economy were still unstable. In advanced economies, growth forecasts for 2026 were downgraded, as these countries faced higher crude oil prices and supply disruptions. Growth projections for US were maintained at 2.3% for 2026 but is projected to slow down to 2.2% in 2027, with no signs of the US involvement in the West Asia war ending soon.

Emerging Market and Developing Economies (EMDE) July growth forecast have also been revised downwards to 3.8% in 2026 from its earlier forecast of 3.9% but was expected to pick up to 4.5% in 2027. Within EMDEs, China's growth was projected to fall from 5.0% in 2025 to 4.6% in 2026 (up from April's estimate of 4.4%) as the higher oil prices continue to disrupt economic activity. Despite higher-than average tariffs on Chinese exports, growth still reached 5.0% in 2025, buffered by front-loaded international trade ahead of the tariffs, strong domestic consumption and easing trade tensions with the US.

Examining GDP projections from the IMF, India is expected to become the third largest economy in 2031. Both India and China are expected to grow at a faster rate than the world GDP growth due to the strong industrialisation supported by large and skilled workforces allowing these countries to enhance their output. The other 3 countries, US, Germany and Japan are forecasted to grow at a slower but stable pace.

For India, the growth projections for FY2026 had been revised downwards to 6.4% (7.7%% in FY2025) from the earlier projections of 6.5% in its April report. However, FY2026 GDP growth outpaced IMF expectations at 7.82%. Since 2025, India has aggressively implemented supportive monetary and expansionary fiscal policies as well as structural reforms including the new GST regime, repo rate cuts, liquidity injections and relaxation of foreign investment regulations which have offset adverse external impacts such as the tariffs and the spike in crude oil prices. However, India is in a vulnerable position due to its reliance on imports of critical commodities such as crude oil and LPG. Additionally, a weaker monsoon season for 2026 has lowered harvest expectations and driven food prices up, adding to downside risks.



^ *Projections*
Note: Data for Calendar year. For India data and forecasts are presented on a fiscal year basis based on GDP at market prices
Source: IMF World Economic Outlook Update, July 2026

Per Capita Comparison

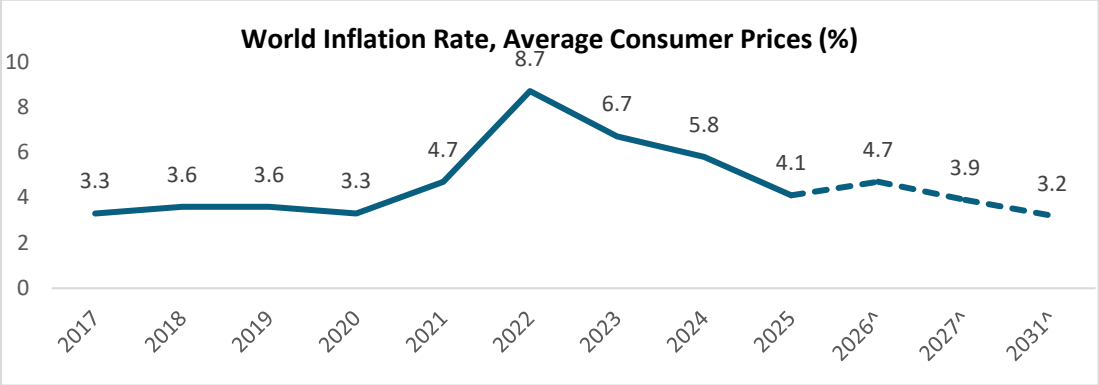
Global per capita income reflects huge disparities across regions and economies. The world average GDP per capita was estimated at USD 14,715 in 2025 while AEs enjoyed much higher living standards, with an average per capita income of about USD 62,337. In contrast, emerging market and developing economies have a markedly lower average, around USD 7,052 per person, pointing to lower living standards.

Among individual countries, the United States ranks with highest per capita GDP. However, China and India's GDP per capita have grown at a faster rate compared to US in the last 15 years. India's per capita GDP grew at a CAGR of 4.7% as against US's CAGR of 4.2% between 2010 and 2025. But its GDP per capita remains far below that of its peers.

GDP per capita, current prices (in USD)							
	2010	**2015**	**2020**	**2025**	**2026 ^**	**2027^**	**2031 ^**
World	9,820	10,433	11,213	14,715	15,679	16,234	18,848
Advanced Economies	42,032	43,032	47,631	62,337	66,175	68,767	78,891
Emerging Market and Developing Economies	4,025	4,835	5,208	7,052	7,563	7,857	9,564
Euro Area	36,973	34,016	37,733	50,263	54,178	55,838	63,108
United States	48,586	57,007	64,518	89,991	94,430	98,278	1,12,242
United Kingdom	39,821	45,266	40,844	57,608	61,056	63,704	75,761
Germany	43,220	42,109	47,954	60,439	65,303	67,613	76,426
Japan	45,547	35,711	41,234	35,973	35,703	37,391	43,038
China	4,578	8,173	10,700	13,968	14,874	15,678	19,883
India	1,348	1,567	1,862	2,675	2,813	3,075	4,421
Notes: Data is for calendar year. For India data and forecasts are presented on a fiscal year basis							
^Estimated by IMF for 2026, 2027 and 2031 in its WEO July 2026.							
Source: https://www.imf.org/							

Global and Regional Inflation

Global inflation expectations in the IMF's July WEO remain have been revised upwards from its April projections with inflation projected to rise to 4.7% in 2026 and then fall to 3.9% in 2027. Inflation is expected to trend upward in 2026, as the Middle East conflict continues to drive commodity prices higher especially for oil items. However, the IMF's July inflation forecasts, which assumed oil would average about USD 89 per barrel in 2026, may already be outdated, as crude prices have risen faster than expected, with crude oil prices currently fluctuating around USD 100 per barrel. The US Federal Reserve, the European Central Bank and the Bank of Japan have been forced to raised rates by 25 bps in September to curb inflation, and several other central banks are expected to follow.

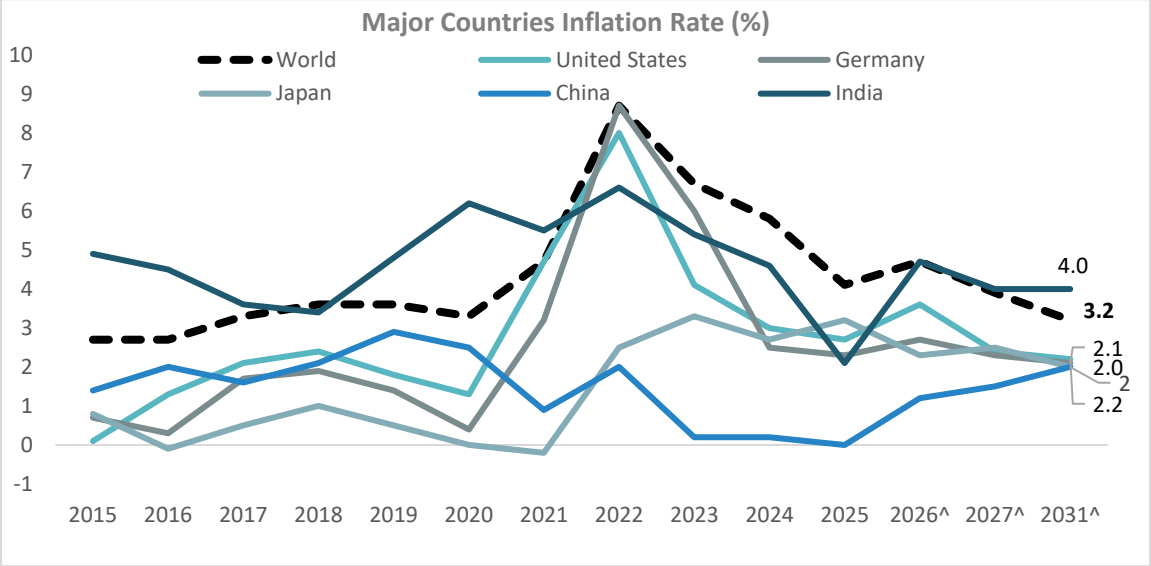


Note: Projections from 2025 onwards
Source: IMF World Economic Outlook Update, July 2026

In the US, inflation has been driven by higher crude oil prices and import tariffs. Evidence shows that the burden of the tariffs has largely fallen on US importers and consumers, adding to price pressures. The IMF had forecasted inflation for the US at 3.6% in 2026 and 2.4% in 2027. These forecasts are likely to be revised in the IMF's October World Economic Outlook, given oil prices above the IMF's assumptions and the Fed's September rate hike.

As for India, inflation eased sharply in 2025, supported by record food production that subdued prices alongside September's GST rate rationalization. However, rising oil prices in FY2027 quickly pushed the inflation rate above the RBI's 4% target. The IMF forecasted inflation at 4.0% for FY2027, but higher food and fuel prices from weather conditions and geopolitical instability, have already pushed inflation above IMF's expectations, with inflation reaching 4.8% in August 2026.

Inflation Rate - Annual Change in Average Consumer Prices (%)							
	2010	***2015***	***2020***	***2025***	**2026 ^**	**2027^**	***2031 ^***
World	*3.6*	*2.7*	*3.3*	*4.1*	4.7	3.9	*3.2*
Advanced Economies	*1.6*	*0.3*	*0.7*	*2.5*	3.0	2.4	*2.1*
Emerging Market and Developing Economies	*5.7*	*4.8*	*5.3*	*5.2*	5.8	4.8	*3.9*
Euro Area	*1.6*	*0.2*	*0.3*	*2.1*	2.9	2.3	*2*
United States	*1.6*	*0.1*	*1.3*	*2.7*	3.6	2.4	*2.2*
United Kingdom	*3.3*	*0*	*0.9*	*3.4*	3.2	2.4	*2*
Germany	*1.2*	*0.7*	*0.4*	*2.3*	2.7	2.3	*2.1*
Japan	*-0.7*	*0.8*	*0*	*3.2*	2.3	2.5	*2*
China	*3.3*	*1.4*	*2.5*	*0*	1.2	1.5	*2*
India	*1.2*	*0.7*	*0.4*	*2.1*	4.7	4	*4*
Notes: Data is for calendar year. For India data and forecasts are presented on a fiscal year basis.							
^Estimated by IMF for 2026, 2027 and 2031.							
Source: https://www.imf.org/							

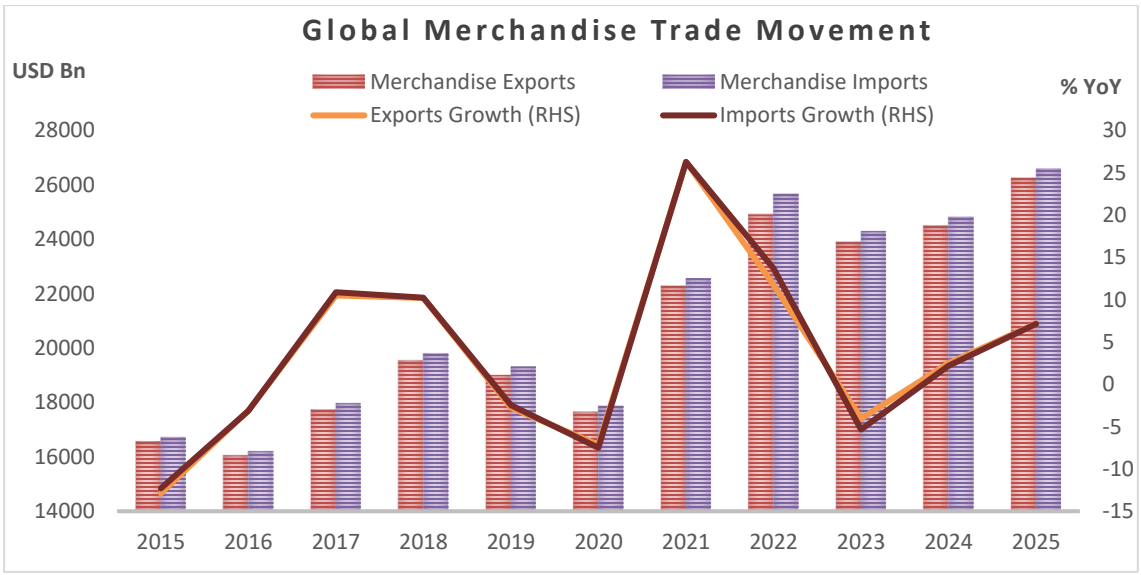


Note: Data for Calendar year. For India data and forecasts are presented on a fiscal year basis based on GDP at market prices, ^Projections
Source: IMF World Economic Outlook Update, July 2026

Global Trade

Global merchandise exports expanded at a CAGR of 4.71% and imports at 4.75% over the period of 2015-2025. At a regional level, Asia has emerged as the fastest-growing hub for trade, led by India, which recorded CAGR of 5.21% and 6.69%, in exports and imports respectively for the similar period. This acceleration reflects the country's ongoing industrialisation and the strength of its large, and skilled workforce.

In terms of value, Asia was the leading contributor to global exports in 2025, accounting for 37.21% of all shipments. The region's competitive cost structure and manufacturing scale allow it to dominate in trade. China maintained its position as the world's largest merchandise exporter representing 14.68% of total global exports, driven by its strong industrial base and technological capabilities.
On the import side, G7 economies remained the largest consumers of merchandise goods in 2025. The United States led with a 13.18% share of total global imports, followed by China at 9.71%. Both countries' large-scale industrial ecosystems and technological intensity necessitate substantial imports of raw materials and intermediate goods to support sustained industrial expansion.



Source: WTO Trade Stats, B2K analytics

Merchandise Exports (USD Bn)					Merchandise Imports (USD Bn)				
Region	**2010**	**2015**	**2020**	**2025**	**Region**	**2010**	**2015**	**2020**	**2025**
World	15,304	16,565	17,648	26,257	World	15,455	16,726	17,874	26,608
Asia	5,076	5,967	6,682	9,770	G-7	5,811	6,056	6,282	8,786
G-7	5,086	5,293	5,228	7,208	Asia	4,862	5,452	6,084	8,730
Euro Area	4,056	4,152	4,555	6,332	Euro Area	4,022	3,856	4,265	6,090
China	1,578	2,274	2,590	3,772	United States	1,969	2,315	2,407	3,507
United States	1,279	1,503	1,425	2,185	China	1,396	1,680	2,066	2,583
Germany	1,259	1,326	1,383	1,764	Germany	1,055	1,051	1,172	1,543
Netherlands	574	570	675	989	United Kingdom	592	630	638	949
Japan	770	625	641	738	Netherlands	516	512	595	870
India	226	268	276	445	India	350	394	373	754
Source: WTO Trade Stats									

Policy Implications on Trade (Merchandise & Services)

The World Trade Organization (WTO) has estimated that growth of world trade volume estimates for both goods and services was 4.7% in 2025, reflecting pre-emptive trading ahead of the US tariffs and AI investment. But growth is expected to decline sharply to 2.7% by the end of 2026 as the trade flow adjusts to the new policies and higher tariffs.

The previous October 2025 report had forecasted world merchandise trade growth at 2.4% for 2025, with 2026 growth projected at 0.5%, citing the impact of the tariffs on trade. The March 2026 report revised estimates upward with world merchandise growth at 4.6% in 2025, well above October's forecast. The impact of the higher tariffs and uncertainty over US trade policy was offset by surging demand for AI products, as investors flocked to the sector and drove an investment boom. As a result, the 2026 forecast for goods trade has also been revised upwards from October's 0.5% estimate.

However, the higher tariffs are still causing disruption in global supply chains and higher trade tensions. Global trade is currently clouded by uncertainty and concern, as the US continues to implement its protectionist policies. Uncertainty was further heightened as the Supreme Court issued an order striking down the tariffs. In retaliation Trump imposed a universal 10% tariff on all imports and ordered investigations into countries for the imposition of higher tariffs. The start of the West Asia conflict has thrown more chaos into the mix. Trade growth forecasts are further clouded as vital supply regions such as the Strait of Hormuz are still blockaded, leading to rising oil prices. Before the conflict, merchandise trade growth was expected to slow to 1.9% in 2026 and then pick up to 2.6% in 2027. With the elevated oil prices stemming from the conflict, the WTO offered two alternate forecasts for 2026 and 2027. If the oil price shock persists, world merchandise trade volume is expected to slow to 1.4% this year before recovering to 2.8% in 2027. However, if the conflict ends and if AI investment remains strong, merchandise trade volume growth could reach 2.4% in 2026 and then 2.7% in 2027. With peace talks broken down and an escalation in conflict, the first scenario grows more likely.

On services, despite the US pursuing a protectionist regime, they have not placed any tariffs on services trade yet. This allowed the global service sector to grow without impediment. Commercial services trade expanded by 5.3% in 2025 and is projected to ease to 4.8% in 2026, before recovering to 5.1% in 2027, under the baseline forecast, which excludes the impact of the West Asia conflict. When adjusted for the conflict, services trade growth is expected to moderate further to 4.1% in 2026, before recovering to 5.2% in 2027. India's service sector continues to experience steady demand, especially from US firms which makes up the bulk of its revenue. However, there is growing concern that the US could ratchet up its protectionist trade measures by imposing higher tariffs or new tariffs on service imports. Going ahead, if a more protectionist trade environment emerges, it will likely have a more dampening impact trade volumes including services.

Indian Economy

The Indian economy is currently the fastest-growing economy in the world and is a major contributor to global growth. Despite global volatility, the economy has remained on steady footing thanks to a mix of supportive monetary and fiscal policies, resilient domestic demand and increasing investment.

In FY2026, provisional estimates by MoSPI show that GDP growth overshot the IMF's projections and rose to 7.8% from 7.2% in FY2025, driven by a strong performance in all sectors, especially services. The RBI's MPC projections from their August meeting have real GDP growth at 6.7% for FY2027, slightly higher than its previous forecast, as the MPC expect India's current stock of foodgrains to offset some of the inflation and downside risks from the current weather conditions. However, the supply disruptions from the West Asia conflict continue to weigh on economic prospects.

GVA and its Components: YoY Changes at 2022-23 prices				
Sectors	**FY2024**	**FY2025 (FRE)**	**FY2026 (PE)**	**Share in GVA (FY2026)**
Agriculture, Livestock, Forestry & Fishing	**2.69%**	**4.14%**	**3.27%**	**17.71%**
Industry	**9.72%**	**8.51%**	**7.61%**	**28.98%**
Mining and quarrying	0.92%	13.45%	7.11%	2.10%
Manufacturing	10.67%	9.99%	8.79%	15.59%
Electricity, gas, water supply and other utility services	11.72%	2.80%	2.12%	2.34%
Construction	9.71%	6.58%	7.20%	8.95%
Services	**8.00%**	**7.49%**	**9.71%**	**53.31%**
Trade, Hotels, Transport, Communication & Services related to Broadcasting, Storage	10.11%	8.39%	11.29%	14.65%
Financial, Real Estate, IT, Professional Services & Ownership of Dwelling	5.46%	10.69%	10.54%	26.25%
Public administration, defence and other services	6.82%	6.58%	6.26%	12.42%
Total GVA	**7.43%**	**7.15%**	**7.91%**	100.0%
Source: MoSPI, B2K Analytics				

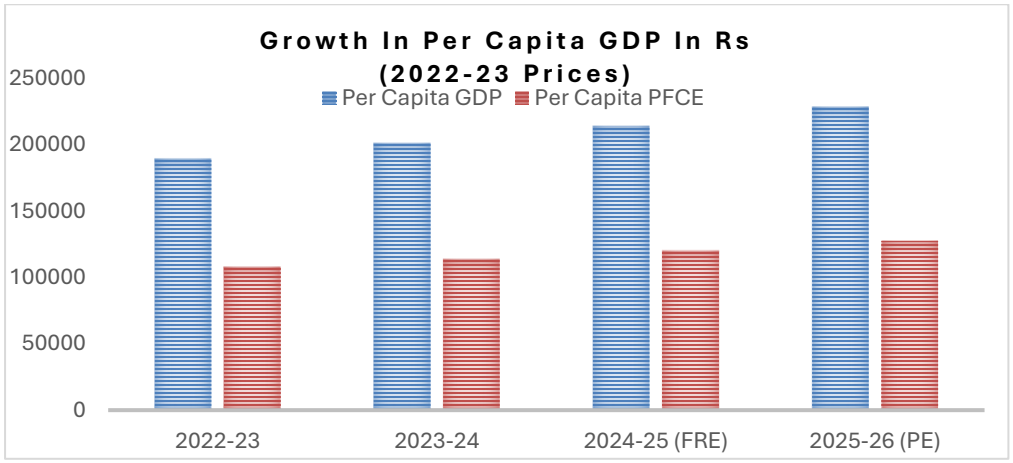
Looking ahead, the recurring geopolitical hurdles along with increased incidence of extreme climate events threaten to undermine the growth momentum. Global growth outlook remains fragile, and deterioration is broad-based across the world's economies, hence India is not an exception despite its sound domestic fundamentals. Downside risks emanating from rising protectionism and trade tensions, policy uncertainty, global demand moderation, and geopolitical uncertainties may deteriorate growth prospects. Trade tensions may ease if India succeeds in reaching lasting agreements that address ongoing disputes.

Sectoral Performance and Outlook

As per recent estimates based on the new series, the services sector accounted for approximately 53% of the Gross Value Added (GVA) in FY2026, increasing from 52% in FY2025. The industrial sector contributed around 29% in both FY2025 and FY2026, respectively. In contrast, the share of agriculture and allied activities in overall GVA slightly declined from 19% in FY2025 to 18% in FY2026.

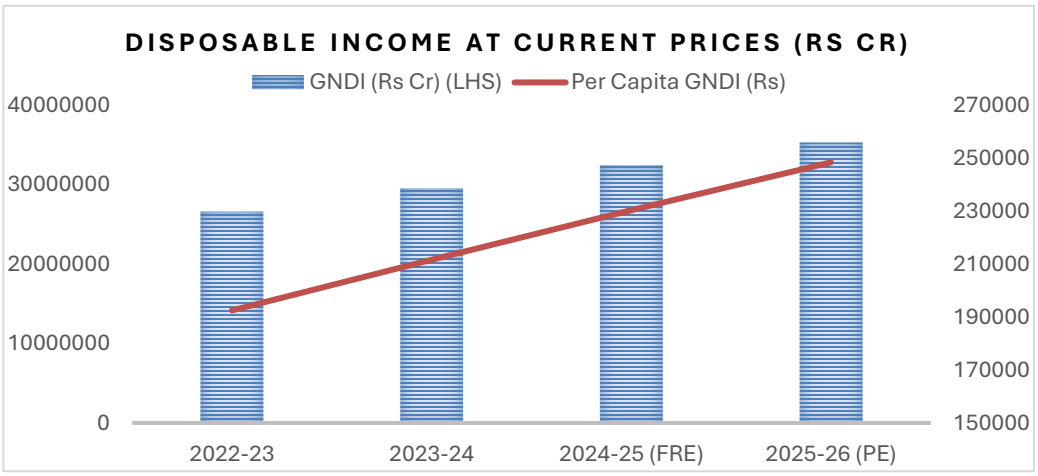
- While there is a modest base effect and drag from the excessive rains, agriculture sector reported steady growth for FY2026, supporting rural demand. The below average monsoon in 2026 is expected to impact agricultural output in FY2027.
- The industrial sector has shown strong recovery in FY2026 despite global trade pressures and weaker exports. Manufacturing has led the strong recovery in industry, driven by domestic demand and investment. Ongoing diversification of trade partners have also contributed to growth in FY2026, yet the prolonged trade related uncertainties and West Asia war is expected to dampen the demand.
- Services sector continues to lead growth, backed by demand, tech adoption, and government spending. The outlook remains positive driven by sustained domestic demand and government initiatives.

India's per capita GDP (at current prices) increased from Rs 1,89,292 in FY2023, to Rs 2,43,108 in FY2026, growing at a CAGR of 8.7%, while in real terms (adjusting inflation) it grew by 6.5% (CAGR) to Rs 2,28,560 by FY2026.



Source: MoSPI, CMIE, B2K Analytics

As per IMF, India's per capita GDP is estimated to reach approximately USD 4,421 by 2031, largely due to young and expanding workforce, rising urbanisation, and increasing domestic consumption supported by a growing middle class.

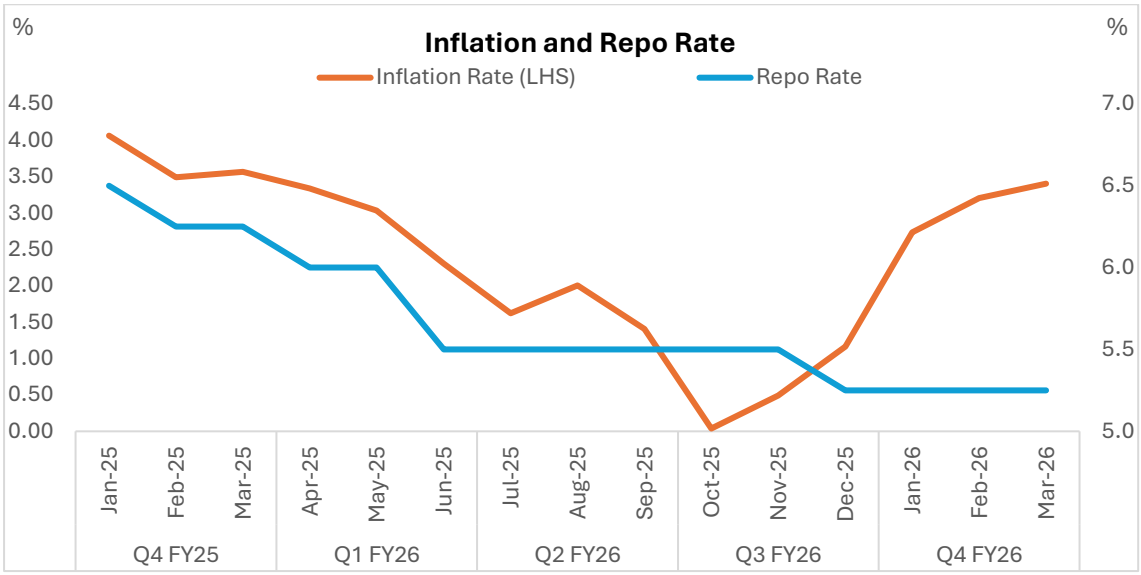


GNDI: Gross National Disposable Income
Source: MoSPI, CMIE, B2K Analytics

Inflation and Monetary Policy Implications

Despite the presence of the US tariffs discouraging purchase of Indian-made goods and various other geopolitical issues, India's inflation rate had remained subdued in FY2026. Record foodgrain production in FY2025 had led to food prices declining, however, core inflation, which excludes food and fuel prices, had diverged from overall inflation. Strong domestic demand and heightened global tensions led to a rise in prices for non-food items, while prices of safe-haven assets such as gold and silver had risen to record highs as investors turned to these assets amid the global uncertainty present in markets.

However, under the new series (2024=100), inflation for FY2026 has risen above the RBI's medium-term target of 4.0% and had reached 4.82% in August 2026. Higher food and fuel prices have driven inflation, but cost pressures have been more intense at the wholesale and producer level, especially for fuel and power prices. Although government measures and a delayed passthrough have partly shielded consumers from the sharp increase in input costs, producers have had to absorb a greater portion. This period of elevated wholesale and producer inflation could eventually pass through into higher consumer prices, raising the likelihood of a repo rate hike by the end of this year. The WPI & Output Producer Price Index (OPPI) inflation rates came in at 9.9% and 9.8% YoY in August 2026, respectively, more than double the CPI's rate of 4.82%.



Source: CMIE, RBI, MoSPI, B2K Analytics

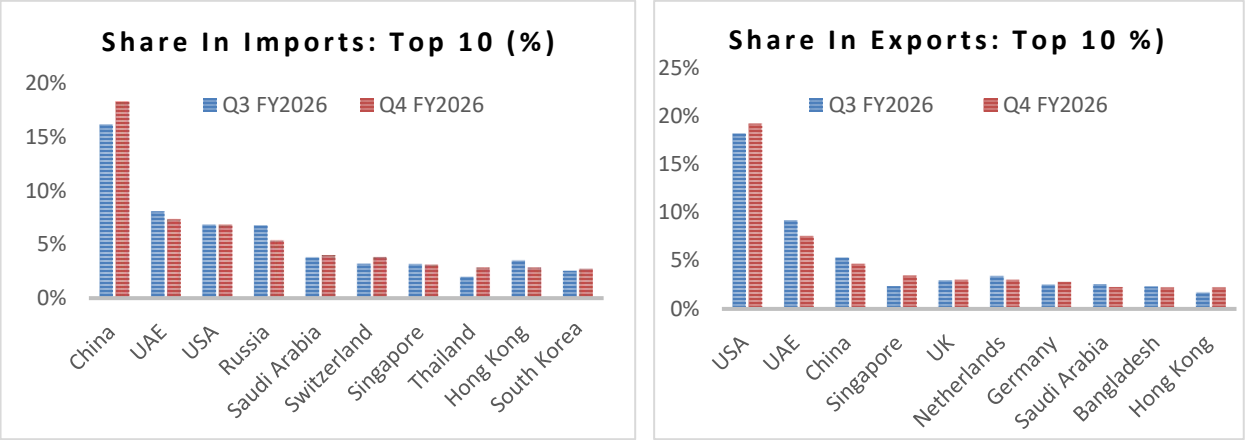
After keeping the repo rate at 6.5% for nearly two years, the RBI has conducted a series of rate cuts throughout 2025 and brought the repo rate to 5.25% by December 2025 to cushion against external impacts such as the US tariffs and to encourage growth in the economy. Currently the RBI are maintaining a neutral policy stance as ongoing geopolitical uncertainty makes forecasts uncertain. However, with inflation risks continuing to build up and with other major central banks conducting rate hikes, the RBI may have to conduct their own rate hike by the end of 2026.

Trends in Trade

India's external sector is facing pressure amid an uncertain global environment, geopolitical challenges and the tariff rates imposed by the US., India's merchandise exports for FY2026 did not fall from pre-tariff trade, reflecting a front-loaded demand for Indian goods before the implementation of the new tariffs in August 2025. Imports of merchandise continued to grow as intensifying geopolitical tensions had driven demand and import costs for certain goods such as safe-haven assets and crude oil.

India's Total Trade Balance (USD Bn)								
Trade: Merchandise	**FY2024**	**FY2025**	**FY2026**	**Q2 FY2026**	**Q3 FY2026**	**Q4 FY2026**	**QoQ Change**	**YoY Change**
Merchandise Exports	437.12	438.01	442.03	107.90	110.21	112.08	1.70%	(2.82)%
Merchandise Imports	678.35	720.27	775.68	153.21	160.73	155.93	-2.99%	20.33%
Trade Balance	-241.22	-282.26	-333.65	-45.31	-50.52	-43.84	-	-
Source: CMIE, B2K Analytics								

India's Top 10 Trading Partners



Source: CMIE, B2K Analytics

In terms of country-wide distribution of exports and imports, US and China remain India's biggest trading partners. US is India's largest market for exports while China being the largest source of India's imports. Despite the imposition of the tariffs, US share in exports had not fallen then as trade deal negotiations were still ongoing. Imports from China increased slightly in Q4 FY2026.

Upside and Downside to Economic Growth

Upsides

- **Monetary Policy**: RBI's accommodative monitory policy since 2025 (125 bps repo rate cut in 2025) including the cut in the Cash Reserve Ratio (CRR) to infuse liquidity into domestic markets are aimed at supporting growth. The rate cuts also serve as a buffer against external shocks such as the US tariffs. Easing borrowing costs encourage borrowing and investment simultaneously stimulate credit demand and improve overall liquidity in the financial system.
- **Fiscal Policy:** The 2025 GST rate rationalisation is a sweeping reform that reduces costs on many items and encourages domestic demand and manufacturing.
- **Sustained Demand and Consumption**: Sustained domestic demand, supported by tax reforms such as the GST rate rationalisation and moderate inflation.
- **Atmanirbhar Bharat Push**: The government has implemented several initiatives to reduce India's reliance on imports and to establish domestic supply chains to make India a global leader in trade and manufacturing. The government has invested heavily in the development of India's industries giving subsidies, financial incentives and skill training.
- **Relaxation of investment regulations**: To attract foreign capital, the RBI has relaxed multiple investment regulations to make it easier and more efficient for foreign investors to invest in India's economy.
- **Trade Agreements**: India has negotiated several trade agreements that are currently active to encourage the diversification of its trade. These include the India-New Zealand trade agreement and the India-UK CETA. These agreements enhance India's access to foreign markets and aim to strengthen bilateral trade between India and its partners.

Downsides

- **Geopolitical Crisis:** Persistent geopolitical conflicts such as the Russia-Ukraine war, the Palestine-Israel conflict, the US-Israel war with Iran and the US tariffs have caused supply chain imbalances and a slowdown in the global economy. This reduces foreign demand for Indian exports as consumer income falls.
- **US Tariffs:** The Trump Administration has implemented a series of protectionist policies including the implementation of high tariffs on Indian imports. The revised tariff rates will have an adverse impact on exports

growth and Indian exporters revenue, as external demand for Indian goods will be reduced. The Supreme Court struck down Trump's tariffs in February 2026. In retaliation, he imposed a blanket 10% tariff on all US imports.

- **Reliance on Imports:** India is heavily reliant on imports of critical minerals useful for a variety of clean energy technologies. Disruptions in the supply chain of these critical minerals can hamper India's industrial growth and slow down operations. Trade tensions between US and China led to China establishing export controls on the export of rare earth minerals. China is India's biggest source of rare earths, and such import controls are a major hurdle on industrial activity in clean energy sectors.
- **Currency Fluctuation:** India's rupee has weakened throughout the year. A weaker rupee raises import costs of key imports such as crude oil, electronics and precious metals.
- **Oil Threat:** Due to the recent US-Israel attacks on Iran, India's supply of oil is under threat as key regions in global oil supply lines such as the Strait of Hormuz are under threat, causing crude oil prices to rise.
- **Inflationary Concerns**: Despite the energy shock from West Asia, inflation showed a muted increase off late, accompanied by a rise in fuel inflation driven by an increase in domestic prices.

Economic Outlook

India's economic outlook remains cautiously optimistic amid a complex global backdrop characterised by geopolitical tensions and persistent supply chain disruptions. While domestic fundamentals have demonstrated resilience supported by stable consumption, robust industrial and services sector performance, and proactive policy measures, the external environment poses notable risks. Strained trade dynamics with the United States and escalating geopolitical conflicts in the Middle East, particularly involving Iran, Israel, and the U.S., have heightened concerns around crude oil supply security and price volatility. Additionally, a weaker-than-expected monsoon raises downside risks to agricultural output, potentially impacting rural demand and food inflation in the coming quarters. Fuel and food inflation are both climbing, and wholesale price inflation (WPI/PPI) is now running at roughly double the CPI rate, pointing to building price pressures that producers and wholesalers may increasingly have to pass on to consumers.

Despite these headwinds, the domestic economy continues to exhibit underlying strength. Credit growth remains robust, aided by improved liquidity conditions. The external sector outlook is relatively stable, supported by strong foreign investment inflows following recent relaxations in foreign investment regulations, and a manageable current account position. However, given the evolving global uncertainties and limited near-term clarity, India's growth trajectory is expected to remain contingent on external developments, commodity price trends, and the progression of domestic demand conditions.

Elastic Industry

Overview

The elastic industry represents a niche but essential segment within the broader textile and rubber manufacturing sector. Elastic materials are designed to stretch and return to their original shape, providing flexibility, comfort, and durability. They serve as an important input material across diverse range of end -use industries.

Elastic products are manufactured through the integration of textile yarns (~60-85%) and elastic materials such as natural rubber or spandex (elastane) (~10-30%). The primary products include elastic tapes, narrow woven elastics, knitted elastics, braided elastics, waistbands, covered elastic yarns and industrial elastic webbings. The elastic materials are used in textiles, apparel, medical products, sportswear, industrial textile, automotive components, hygiene products, etc.

India has emerged as a major manufacturing base for elastic products due to its well-established textile infrastructure, availability of low-cost labour, sustained growth in apparel manufacturing, expansion of technical textiles and rising exports of garments and hosiery. India is the 6th largest exporter of Textiles & Apparel in the world, holding a 4.1% share of global textile and apparel trade as of 2024[1].

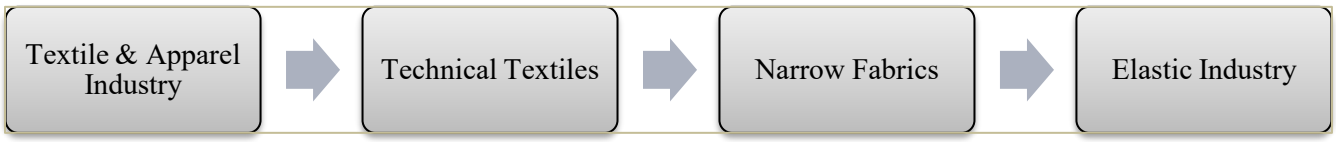
At present, India's elastic manufacturing sector is concentrated in states such as Gujarat, Tamil Nadu, Maharashtra, Delhi and Punjab with Surat textile cluster and Tirupur hosiery cluster representing the major demand centres for elastic inputs ones.

Proximity to these companies provides elastic manufacturers a steady source of demand as the textile sector is one of the biggest consumers of elastic products. The industry is largely MSME-driven, although a few organised players dominate premium elastic tapes and specialty narrow fabrics.

Elastic industry is growing due to reasons such as increased textile demand driven by India's growing middle class and changing lifestyle preferences, new innovations in production leading to better quality standards in different products and the

expansion of India's technical textiles sector. Governmental support to develop India as a global manufacturing hub for a variety of products and India's cost competitive manufacturing base makes it an attractive supplier for global buyers, providing it with export opportunities in markets across Europe, the Middle East, Southeast Asia and North America.

Broader Sectoral Context



[1] *India is the 6th largest exporter of Textiles & Apparel in the world, holding a 4.1% share of global textile and apparel trade as of 2024*

1. **Parent Sector - Textile & Apparel Industry**

The elastic industry is primarily a sub-segment of the Textile Industry, specifically within narrow fabrics and textile accessories.

2. Intermediate Parent Sector -Technical Textiles Segment

Technical textiles are textile materials and products manufactured primarily for their functional and technical performance rather than for aesthetic or decorative purposes. Within textiles, elastic manufacturing is classified under technical textiles, because it is functional rather than purely decorative.

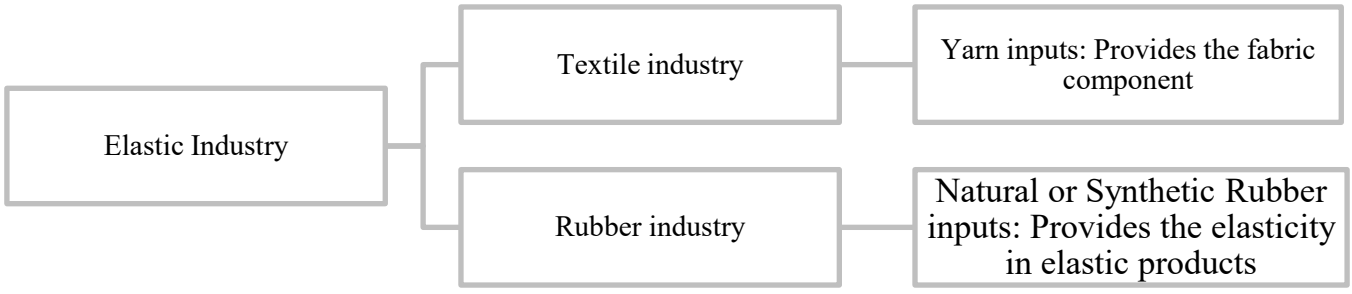
3. Immediate Parent Segment- Narrow Fabrics Industry

This is the most direct parent sector of elastic manufacturing. Narrow fabrics include Elastic tapes, Webbings, Ribbons, Braided cords, and Jacquard tapes. Elastic products are one of the most important categories within this segment, while rubber form a core raw material.

4. Raw Material Parent Industry (Upstream Linkage)

Elastic production is also connected upstream to: Textile Fibers & Polymer Industry

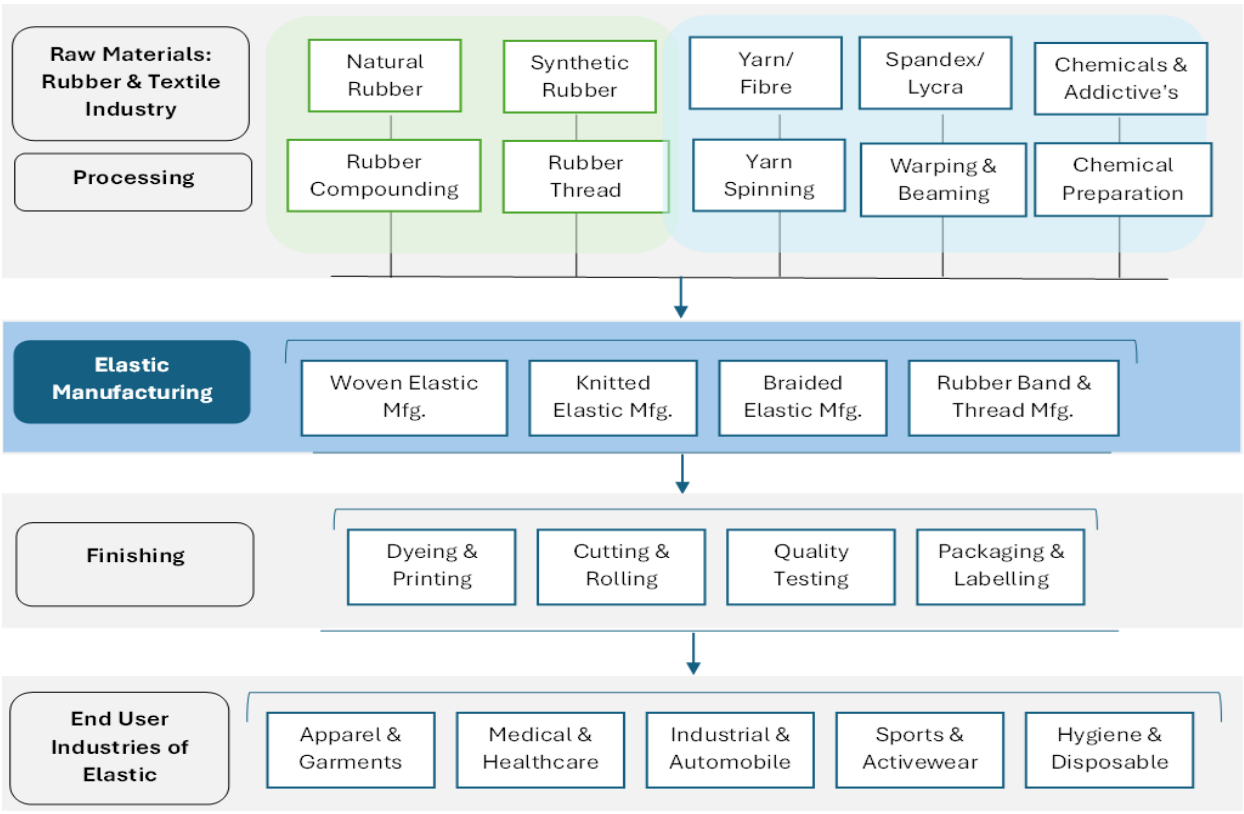
- Synthetic fibres: polyester, nylon, spandex (elastane)
- Rubber industry: natural rubber, latex, synthetic rubber
- Chemical industry: polyurethane, processing chemicals





The close integration between the textile and rubber industries creates a highly interdependent value chain for elastic manufacturing.

Elastic Industry: Value Chain Analysis



Raw material sourcing: The production value chain of the elastic industry begins with raw material sourcing from the textile and rubber industries. The textile industry supplies cotton fibres, polyester fibres, nylon fibres, polypropylene fibres, and spun or filament yarns, while the rubber and polymer industry provides natural rubber latex, synthetic rubber, polyurethane elastomers, and elastane/spandex fibres. These raw materials form the foundation of elastic manufacturing.

Processing: In the second stage of the value chain, the raw yarns undergo processing activities such as twisting, texturizing, dyeing, and covered yarn manufacturing. Covered yarn production is particularly important because it combines elastomeric fibres with textile yarns to create stretchable composite yarns suitable for weaving or knitting operations. The quality of yarn processing directly influences the elasticity, durability, and comfort of the final product.

Manufacturing: The next stage involves the manufacturing of elastic products through weaving, knitting, or braiding processes. Woven elastics are generally used for high-strength applications such as waistbands and industrial webbings, while knitted elastics are preferred for softer and more flexible applications such as lingerie and sportswear. Braided elastics are commonly used in garments, masks, and narrow cord applications. Advanced jacquard elastics are also manufactured for branded apparel and premium fashion products.

Finishing: After fabric formation, the elastic products undergo finishing operations including heat setting, dyeing, coating, printing, chemical treatment, and quality testing. Heat stabilisation is critical for maintaining elasticity and dimensional stability during usage. Dyeing and finishing processes improve appearance, softness, and resistance properties, while quality testing ensures compliance with stretch, recovery, and durability standards.

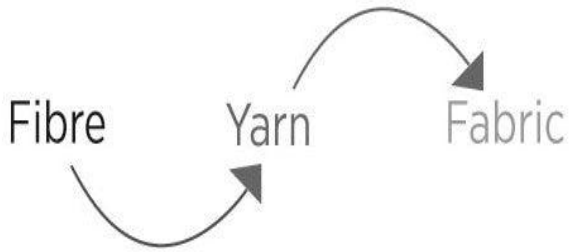
Finally, the finished elastic products are supplied to various end-use industries including apparel and hosiery manufacturers, sportswear companies, footwear manufacturers, medical textile producers, automotive interior suppliers, furniture manufacturers, and industrial product companies. Among these, the apparel industry remains the largest consumer of elastic products in India due to the rapid growth of ready-made garments, innerwear, athleisure, and stretch fashion segments.

Overview of Raw Materials in Elastic Production

As highlighted in the industry value chain, the primary raw materials used in the elastic industry are textile yarns and rubber-based inputs. Accordingly, the analysis considers key industry indicators such as production, consumption, imports, exports, and price movements (captured by WPI YoY trends) for cotton yarn, synthetic yarn, natural rubber, and synthetic rubber to assess raw material availability, demand dynamics, trade dependency, and pricing trends impacting the elastic industry.

The yarn and rubber industry analysis provides a direct indication of the operating dynamics of the elastic industry, as these segments constitute the key raw material base for elastic tapes, webbings, and narrow fabrics.

- The yarn industry analysis highlights a structural shift from cotton yarn towards synthetic yarn, driven by increasing demand for performance textiles, athleisure, innerwear, and technical textiles. Since elastic products predominantly use polyester, nylon, and other synthetic yarns for durability, flexibility, and stretchability, so the growth in synthetic yarn production and consumption reflects rising downstream demand for elastic-based textile applications. In contrast, the relatively stagnant and volatile cotton yarn segment indicates the industry's gradual transition away from traditional cotton-based products toward synthetic and blended materials.
- Similarly, the rubber industry analysis reflects the demand and cost dynamics of the elastic sector, as rubber threads and elastomer-based inputs are critical components in elastic manufacturing. Rising consumption of synthetic rubber and stable growth in elastic webbing-related WPI trends indicate expanding applications of elastic products across apparel, medical textiles, sportswear, footwear, and industrial textiles. At the same time, volatility in natural rubber prices and continued import dependence highlight the raw material cost risks faced by elastic manufacturers.
- The combined trends of increasing synthetic yarn and synthetic rubber consumption, stable downstream elastic product pricing, and growing technical textile applications indicate a positive long-term demand outlook for the elastic industry.
- These trends are particularly favourable for companies which operates in synthetic and value-added elastic fabric segments.







Natural Rubber



Synthetic Rubber

Yarn Industry Analysis

India's yarn industry has witnessed a gradual structural shift from cotton yarn towards synthetic yarn over years, driven by rising demand for durable, cost-efficient, and performance-oriented textiles.

Cotton Yarn Segment

- Production stayed range-bound for most of the years, but the major disruption came in FY2021 due to COVID-led demand shock. Post-pandemic recovery in FY2022 was strong but not sustained, as the sector entered a correction phase from FY2023 onwards due to weaker global demand and cost pressures.
- Imports remain structurally insignificant, reinforcing India's position as a net exporter of cotton yarn. However, the brief spike in FY2023 highlights that even a small cost disadvantage can temporarily open import windows in downstream segments.
- Exports have been the key swing factor for the industry rather than domestic demand. FY2022 marked a peak due to strong global restocking and supply chain shifts, but FY2023 exposed India's price competitiveness issues when cotton costs spiked. The partial recovery in FY2024 and FY2025 reflects normalisation, but demand remains uneven and highly sentiment driven.
- Domestic consumption has grown slowly over time, but it is not the main growth engine for yarn. Demand is largely downstream-driven (apparel and fabric), and recent moderation reflects inventory corrections and cautious buying rather than structural weakness.
- Prices (WPI) show that profitability in the sector is highly input sensitive. Volatility since FY2022 reflects that margins are not just demand-led but heavily influenced by cotton price cycles and global commodity trends.

Production, Imports, Export, Consumption and Prices of Cotton Yarn					
Year	**Production**	**India's imports**	**India's exports**	**Consumption**	**Price WPI**
Unit	***Tonnes***	***Tonnes***	***Tonnes***	***Tonnes***	***YoY%***
FY2015	40,54,600	6,226	12,55,993	28,04,834	-1.67%
FY2016	41,37,700	5,662	13,09,230	28,34,132	-7.08%
FY2017	40,61,400	7,750	12,05,338	28,63,812	3.34%
FY2018	40,68,000	6,552	10,99,609	29,74,943	2.77%
FY2019	42,10,300	5,336	12,60,833	29,54,803	3.14%
FY2020	40,12,400	5,543	9,59,016	30,58,927	-1.93%
FY2021	32,60,300	4,103	10,11,547	22,52,857	-0.30%
FY2022	40,66,400	4,454	13,89,095	26,81,759	22.78%
FY2023	34,37,900	21,738	6,64,471	27,95,167	6.55%
FY2024	37,58,300	8,040	12,15,901	25,50,439	-12.94%
FY2025	37,60,600	7,746	11,51,237	26,17,108	1.63%
FY2026	37,44,300	9,305	11,82,814	25,70,791	-0.74%
Source: CMIE, B2K Analytics					

Synthetic Yarn Segment

The synthetic yarn industry has shown relatively a better growth compared to cotton yarn, driven by rising preference for man-made fibres (MMF), faster fashion cycles, and cost competitiveness versus cotton-based textiles. Demand is increasingly linked to apparel diversification rather than pure commodity cycles.

- Production trend reveals a clear long-term uptrend, with the momentum driven post-F20Y21. The sector recovered and entered expansion phase from FY2023 onwards, with FY2025 marking a sharp step-up. This reflects both capacity expansion and rising downstream substitution of cotton with synthetic fibres.
- Imports have increased remarkably over the years, at a CAGR of 9.4% in ten years unlike cotton yarn (2.21%). This indicates that domestic demand is sufficient and however gaps in specialised fibre availability domestically has also led to imports. The increase in imports in FY2023-FY2024 highlights supply-side constraints in meeting rising demand for higher-grade synthetic inputs, although moderation in FY2025 suggests partial domestic capacity catch-up and partial import substitution.
- Exports have remained relatively volatile. Recent years show export moderation due to weak global demand, rising competition from other Asian suppliers, and enhanced domestic absorption. This highlights that India's synthetic yarn growth remains primarily domestically driven rather than export led.
- Domestic consumption has been the primary growth driver for the sector, consistently expanding over the period. The step up in FY2023-FY2025 suggested a systematic change toward synthetic textiles in both domestic apparel and export-oriented manufacturing.
- There have been spikes and corrections in prices (based on WPI inflation rate), particularly in FY2022 and FY2024. Unlike cotton yarn, synthetic yarn pricing is influenced more by petrochemical-linked feedstock costs (e.g., polyester chain) and global crude cycles, making margins sensitive to energy and oil price movements.

For SRG Narrow Fab Ltd, the key implication is a gradual structural shift towards synthetic yarn dependence, especially for elastic and performance fabrics. While demand growth is stronger and more stable than cotton yarn, profitability is exposed to price and import dependency in certain fibre and yarn categories.

Synthetic Yarn					
Year	**Production**	**India's Imports**	**India's Exports**	**Consumption**	**WPI Price**
Unit	***Tonnes***	***Tonnes***	***Tonnes***	***Tonnes***	***YoY%***
FY2015	31,31,480	1,95,902	8,93,706	24,29,037	-2.93%
FY2016	32,42,522	1,69,366	8,77,068	25,40,667	-7.11%
FY2017	34,04,058	1,59,854	10,14,559	25,48,946	-1.86%
FY2018	35,86,402	2,08,634	9,85,610	28,10,615	0.76%
FY2019	37,27,201	2,06,685	9,61,870	29,70,774	7.18%
FY2020	38,17,976	2,89,451	9,50,909	30,93,426	-4.04%
FY2021	33,12,668	4,64,679	7,56,086	29,97,225	-3.72%
FY2022	34,62,186	5,03,352	10,48,603	28,89,699	17.54%
FY2023	37,39,622	7,34,636	6,98,509	37,48,753	2.26%
FY2024	40,12,284	7,21,394	6,53,285	41,08,478	-7.81%
FY2025	48,56,445	4,81,309	7,10,925	45,96,408	-0.45%
FY2026	50,58,764	7,74,204	5,97,916	52,35,052	-0.99%
Source: CMIE, B2K Analytics					

Natural Rubber Segment:

- Production has been growing steadily over the decade, supported by improved yields and plantation stability, but growth remains limited and weather sensitive. Despite reaching a peak in FY2025, domestic output still falls short of consumption requirements.
- Imports remain a critical component of supply and have stayed consistently high across the period. While import volumes fluctuate year-to-year based on global prices and domestic production cycles, India continues to rely on overseas sourcing to bridge the deficit.
- Exports remain negligible in comparison to imports, reinforcing India's position as a net importer of natural rubber. This reflects limited surplus availability and prioritisation of domestic demand over exportable excess.

- Consumption has followed a clear upward trajectory, driven primarily by expansion in key sectors despite demand-supply mismatch in natural rubber.
- Price trends show high volatility across both raw rubber and rubber threads, driven by global rubber supply cycles, crude oil prices (for synthetic substitutes), and domestic supply shortages. Price spikes in FY2022 and FY2025 indicate supply tightness and global commodity inflation. This makes Narrow Fabrics cost structures sensitive to both domestic and international rubber markets.

Natural Rubber						
Year	**Production**	**India's Imports**	**India's Exports**	**Consumption**	**Price of Raw Rubber-WPI**	**Price of Rubber Threads-WPI**
Units	***tonnes***	***tonnes***	***tonnes***	***tonnes***	***YoY%***	
FY2015	6,45,000	4,42,130	1,002	10,20,910	-21.37	6.87
FY2016	5,62,000	4,58,374	865	9,94,415	-13.29	-13.5
FY2017	6,91,000	4,26,188	20,920	10,44,075	19.14	-4.8
FY2018	6,94,000	4,69,760	5,072	11,12,210	-3.63	1.68
FY2019	6,51,000	5,82,351	4,551	12,11,940	-2.81	-1.06
FY2020	7,12,000	4,57,223	12,872	11,34,120	7.18	0.11
FY2021	7,15,000	4,10,478	11,343	10,96,410	3.53	1.38
FY2022	7,75,000	5,46,369	3,560	12,38,000	23.37	7.24
FY2023	8,39,000	5,28,677	3,700	13,50,000	-8.86	9.12
FY2024	8,57,000	4,92,682	4,199	14,16,000	-0.65	-1.09
FY2025	8,75,000	5,50,918	4,839	14,10,000	28.5	2.26
FY2026	9,05,000	4,59,081	3,014	14,27,000	-1.19	0.47
Source: CMIE, B2K Analytics						

Synthetic Rubber Segment:

- Domestic production has shown upward trend over the period with 14.3% CAGR (FY2015-FY2025). Imports remain a critical supply source across the entire period, highlighting a gap between domestic production and consumption however imports have shown only 2.7% CAGR. This clearly shows that domestic production is catching up with the domestic demand with imports staying at a steady growth pace.
- Exports remain relatively small and volatile, indicating that India is primarily a consumption market rather than a global supplier in synthetic rubber. Still India's exports have shown 15.0% CAGR (FY2015-FY2025) with ~20% YoY growth for FY2025. So, the occasional spikes in exports are more opportunistic, while the exports still stay within limited range.
- Consumption has grown consistently, reflecting strong demand from end-use industries such as automotive, infrastructure, and textiles. The steady rise indicates that synthetic rubber demand is more closely tied to industrial growth cycles than price movements.
- Price trends for downstream applications such as elastic webbing and conveyor belts show moderate volatility, with sharper inflation during periods of global commodity tightening (notably FY2022). Conveyor belts show relatively higher sensitivity to industrial cycles compared to elastic applications.
- For SRG Narrow Fab Ltd, synthetic rubber is a key input driver for elastic products, making cost structures partially exposed to petrochemical-linked cycles than the natural rubber. However, demand remains relatively stable due to consistent usage in apparel and industrial applications.

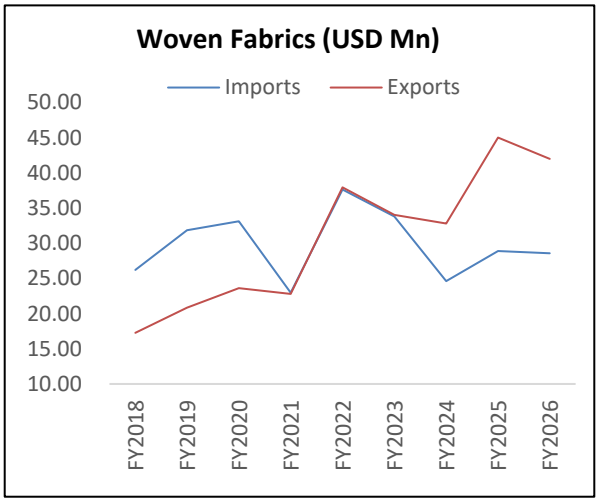
Synthetic Rubber						
Year	**Production**	**India's imports**	**India's exports**	**Consumption**	**Elastic Webbing**	**Conveyor Belts (fibre based)**
Units	***Tonnes***	***tonnes***	***tonnes***	***tonnes***	***YoY in %***	
FY2015	1,51,891	4,73,094	28,575	5,96,410	0.99	-3.14
FY2016	1,99,845	4,69,013	45,259	6,23,599	-3.41	-5.9

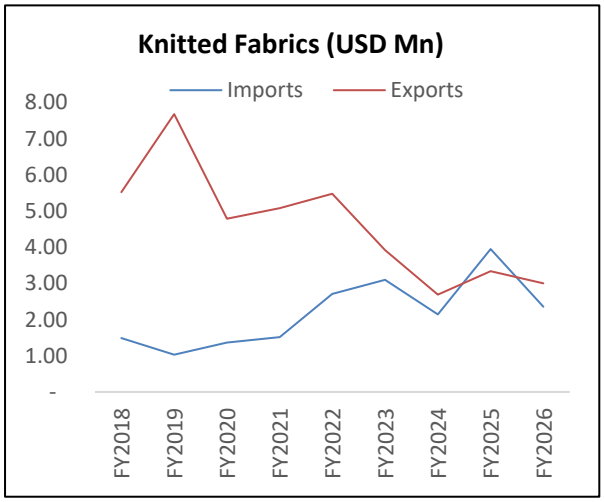
FY2017	2,22,744	4,58,239	39,347	6,41,636	-3.74	-5.18
FY2018	3,31,221	4,76,775	53,813	7,54,182	-1.73	1.47
FY2019	3,80,772	4,99,006	65,857	8,13,921	2.25	1.42
FY2020	3,98,940	4,32,400	76,046	7,55,294	0.78	5.83
FY2021	4,28,320	6,13,878	96,848	9,45,349	0.45	-0.93
FY2022	4,85,165	5,19,117	92,561	9,11,721	13.72	9.31
FY2023	4,67,618	5,29,720	69,938	9,27,400	0.22	6.91
FY2024	5,46,565	5,58,607	96,866	10,08,306	-2.35	2.41
FY2025	5,79,857	6,15,800	1,15,807	10,79,850	0.16	1.41
*FY2026**	*5,42,730*	*6,99,615*	*1,17,546*	*11,24,799*	*-0.22*	*2.7*
*Note: *For FY2026 production and consumption numbers are considered for the period of April 2025 till February 2026. While exports and imports are considered for full year.*						
Source: Rubber Board, CMIE, B2K Analytics						

Import & Export of Other Key Elastic Industry Related Categories

It is challenging to accurately determine the actual value of elastic imports and exports, as these products are not comprehensively tracked by government sources. Therefore, suitable proxy categories have been considered that broadly cover a portion of the products sold by SRG Narrow Fab Ltd. The HSN codes being tracked include:

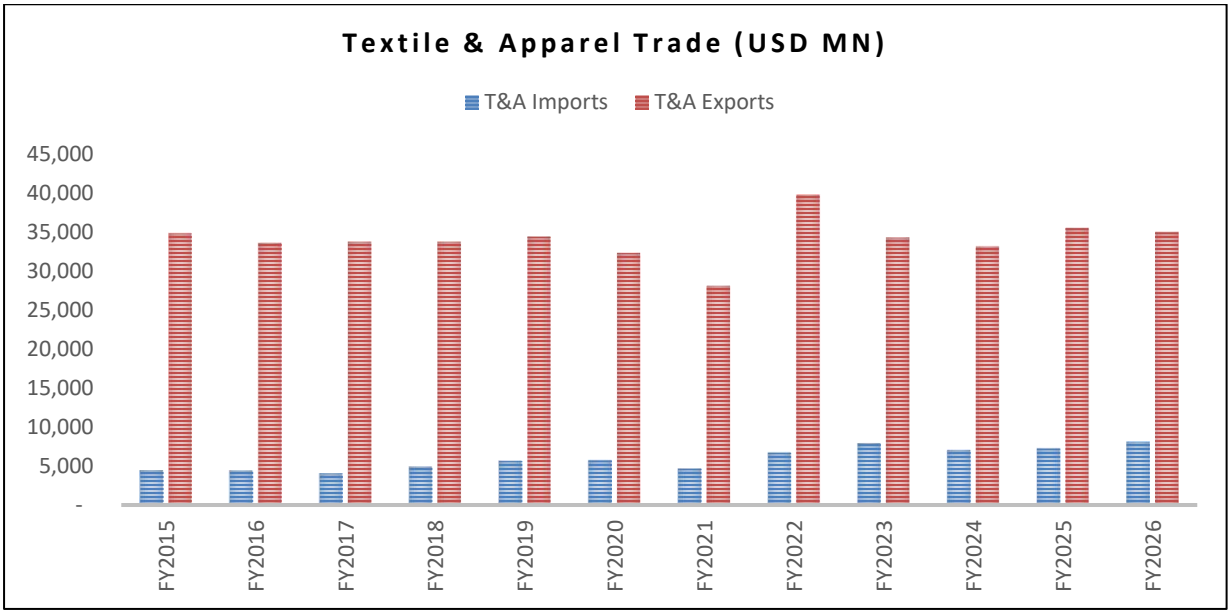
- *580620 - Other woven fabrics containing by weight 5% or more of elastomeric yarn or rubber thread*
- *600290 - Knitted or crocheted fabrics of a width not exceeding 30 cm, containing by weight 5% or more of elastomeric yarn or rubber thread, other than those of heading 6001- other and*
- *600240 - Knitted or crocheted fabrics of a width not exceeding 30 cm, containing by weight 5% or more of elastomeric yarn but not containing rubber thread, other than those of heading 6001*





Source: Trade-State, B2K Analytics

In India, the elastic industry more closely aligns with the textile industry than the rubber industry due to several factors, which were already discussed above. India's textile & apparel exports far outweigh its imports due to the textile industry's entrenched position in the Indian economy. In recent years, the government has sought to modernise the industry further and has initiated several schemes to bring improvement in the textile industry's manufacturing process. This effect can also be perceived in products that fall under the textile industry like woven elastics in which India has become a net exporter in the past 4 years.



Source: CMIE, B2K Analytics

Elastic Industry Segmentation

The elastic industry serves a wide variety of products and applications, which allows us to break the sector down into clear groups. We have segmented the elastic industry by source of raw material, production process and end user industry. The segments described below are interconnected. For example, a knitted elastic band, may be made from natural or synthetic rubber and then may be sold to the apparel industry or the medical industry depending on its specifications. Looking at all three segmentations together gives a proper picture of the elastic industry and the role each part plays.

Each segment has its own set of buyers, its own competitive intensity, its own pricing pattern and its own growth outlook. Manufacturers, distributors and investors typically choose to focus on one or two segments rather than try to serve all of them, since the machinery, raw material relationships and quality systems required can vary significantly.

Elastic Industry		
By Source	**Production Process**	**End User**
• Rubber & Fabrics	• Woven Elastic, Knitted Elastic & Braided Elastic	• Textile Industry, Medicinal Industry, Furniture Industry, Luggage Industry, Shoes Industry and Industrial Use

Segmentation by Source

This category refers to the type of raw material used in the production of elastic products.

Rubber

- Rubber is the primary source of elasticity in elastic products and can be categorised into natural rubber and synthetic rubber.
- Natural rubber provides excellent stretchability, flexibility, and recovery properties, making it widely used in apparel elastics, medical products, bandages, and other consumer applications where comfort and elasticity are essential.
- Synthetic rubber, including materials such as spandex, polyurethane, and other elastomers, is manufactured from petrochemical-based compounds. These materials offer enhanced resistance to heat, chemicals, oil, moisture, and repeated washing, making them suitable for high-performance apparel, sportswear, automotive components, and industrial elastic products.

Yarn

- Yarns are used to cover, reinforce, and provide structure to the elastic core while enhancing the appearance, comfort, and functionality of the finished product. Common yarn materials include natural fibers such as cotton and silk, as well as synthetic fibers such as polyester, nylon, and polypropylene. The selection of yarn influences the strength, texture, breathability, and durability of the elastic product.
- Natural fiber yarns offer softness, comfort, and skin-friendly properties, making them ideal for garments, waistbands, lingerie, and medical textiles.
- Synthetic yarns provide greater tensile strength, abrasion resistance, and durability, making them suitable for demanding applications such as sportswear, luggage straps, footwear, automotive interiors, and industrial elastics. Hybrid yarn combinations are also widely used to achieve an optimal balance of comfort, elasticity, and performance.

Segmentation by Production Process

Segmentation by production process looks at the type of elastic that is produced and sold. The composition varies based on whether the product is knitted, woven, or braided, typically balancing about 60-85% textile covering with 10-30% rubber depending upon the type of product.

Woven Elastic	Knitted Elastic	Braided Elastic
• Woven elastic is made by weaving the elastic fibres in a crisscross pattern, resulting in both horizontal and vertical ribs. This makes the elastic strong and resilient, allowing it to handle heavy loads. This makes it ideal for heavy-duty applications that require long lasting performance. It is useful for waistbands, surgical garments, masks, safety harnesses and craft items.	• Knitted elastic is made by knitting the elastic fibres together. This creates a lightweight, soft and stretchable material. This gives it a smooth appearance and allows it to retain its width when stretched. This makes it ideal for lightweight applications. It is used for activewear, shapewear, braces, compression garments and elastic bands for bundling items.	• These are made from several strands of rubber that are braided together, covered with textile fibres like polyester, cotton or nylon. This process provides a strong and durable elastic that holds its shape well. These make it suitable for heavy duty applications such as waistbands.

Segmentation by End User

The industries that buy elastic products and put them into their own finished goods are basically the end users. The elastic industry produces intermediate products that are then used to complete a finished product in another industry. The main industries are textiles, medicinal and furniture industry.

Industries	Description
Textile Industry	The textile and apparel industry is one of the biggest industries in India and is one of the biggest users of elastic products. Apparel manufacturers use elastic in waistbands, cuffs, neckline trims, innerwear, sock tops and other parts of garments where stretch and comfort are required. They are also used to make high performance clothes such as sportswear for strenuous activities. Demand is closely tied to the health of the apparel industry, with growth in production and exports translating directly into higher elastic demand. Buyers range from small textile units to larger companies that can also focus on exports.
Medicinal Industry	The medicinal industry is a smaller but a high value client of the elastic industry. Elastic products are used for the manufacture of bandages, surgical tapes, compression garments, knee and ankle braces, surgical wear and face masks. Elastic gives these products their ability to grip, support and apply controlled pressure on the body. Long term drivers include an ageing population, rising awareness of orthopaedic care and sports injuries, and improving quality in healthcare.
Furniture Industry	The furniture industry uses elastic webbing as a structural and comfort element in upholstered seating products such as sofas, armchairs, recliners and other products. Webbing is fitted across the seat frame to provide support and is designed to bear weight and recover its shape over many years. Demand is supported by rising household incomes, urbanisation and the growth of the organised furniture market in India.
Luggage Industry	The luggage industry uses heavy duty elastic types designed for use in bags, suitcases and backpacks. The products for this industry are built to take repeated stretching and heavy loads without losing shape. Common uses include adjustable backpack straps, storage straps inside suitcases, and bungee cords for securing luggage. Demand is supported by rising disposable income and higher travel volumes.
Shoe Industry	Shoes elastic refers to the durable, flexible bands used in footwear. They are used to provide comfort in shoes and provide the stretch needed for easy wear and removal. These are commonly used in slip on shoes, sports shoes, boots and sandals.
Industrial Use	This segment covers industrial applications. With growing urbanisation and industrialisation India's manufacturing base is quickly expanding. That growth drives demand for elastic products for different industrial uses such as safety harnesses, elastic cords in protective gear and safety equipment, elastic bands used for bundling items and also used in conveyor threads.

Industry Trends Analysis

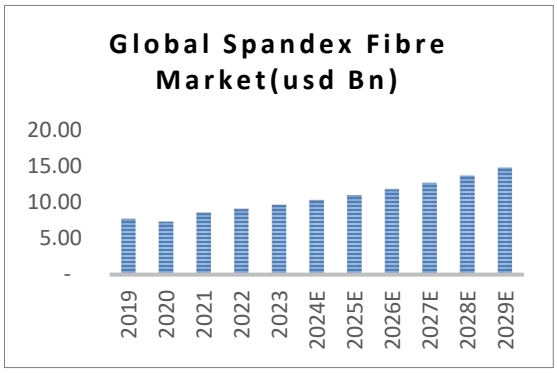
Global Spandex Fiber Market

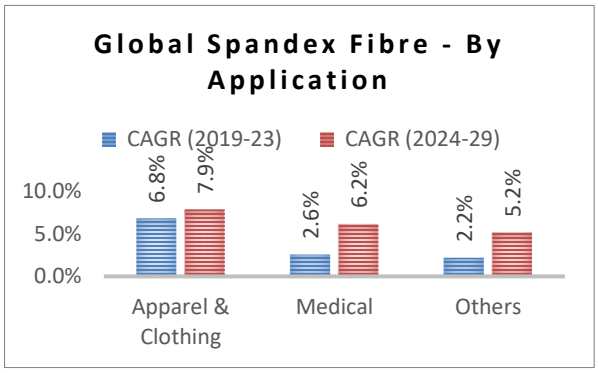
Spandex is a key raw material/input used in the manufacturing of modern textile-based elastics. Spandex fibre also known as elastane or Lycra (a synthetic fibre) is crucial to the elastic industry because it provides unmatched stretch and recovery, allowing garments to return to their original shape after being stretched up to 500-800%. It has largely replaced rubber as the primary elastic component in textiles due to its superior strength, lightweight, and durability. It is blended with cotton, polyester and Nylon and even as little as 2 to10% spandex can drastically improve a fabric's elasticity and comfort[2].

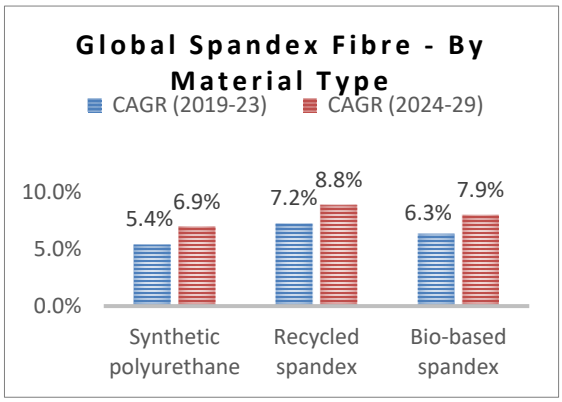
Initially designed as a replacement for rubber in girdles, Spandex has now found applications across: athleisure and sportswear, swimwear and underwear, shapewear and compression garments, medical textiles (e.g., knee braces, bandages), home furnishings (e.g., stretch chair covers) and Industrial and automotive uses (e.g., seat fabric, belts)

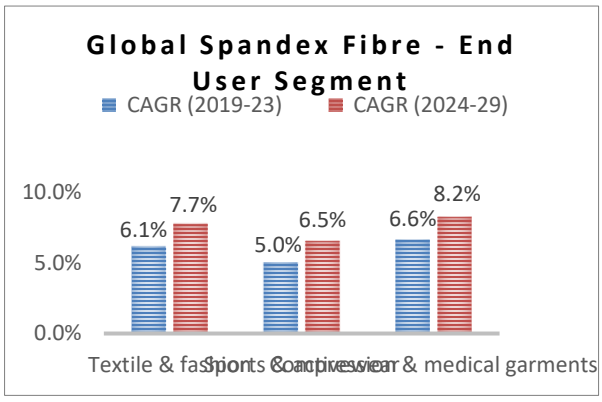
[2] https://www.fibre2fashion.com/market-intelligence/texpro-textile-and-apparel/textile-guide/10536/spandex-fabric

As per Technavio report, global spandex fibre market is expected to grow healthy across applications, materials, end users, and regions through 2029, with apparel & clothing being the dominant segment, rising from 77.8% in 2019 to 82.2% in 2029 due to increasing demand for stretchable and performance apparel. In materials, synthetic polyurethane continues to lead but its share declines slightly as recycled and bio-based spandex gain traction, reflecting sustainability trends. By end use, textile & fashion dominates, while compression & medical garments show the fastest growth. Regionally, APAC emerges as the key growth driver, expanding its share to 46% by 2029, supported by strong manufacturing base and rising consumption, while North America and Europe see relatively moderate growth.



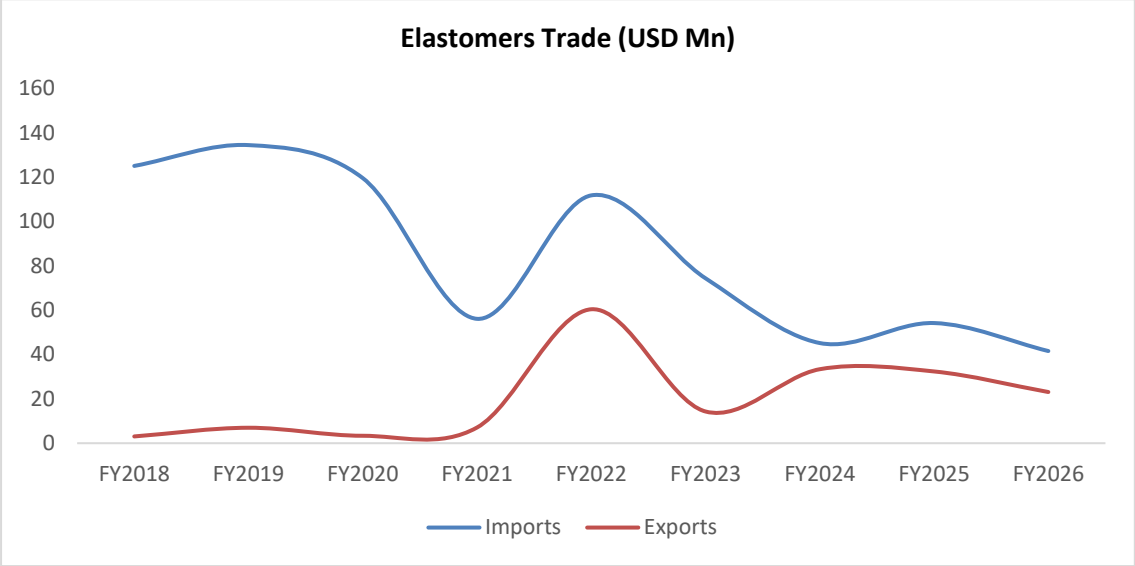






Domestic Elastomers Market

Elastomers are rubber-like polymers with elastic properties that can be used for a wide range of applications. They are a crucial input in the elastic industry production chain as they are what gives the elastic product its stretchiness. Spandex as a synthetic elastomeric fiber fall under this category. India is a net importer of elastomers, including spandex, as domestic production of both natural and synthetic rubber lags demand. To make up for this gap and to satisfy demand, India imports both natural and synthetic rubber and elastic products from abroad. In recent years, the gap between imports and exports have been closing as India's production capacity of elastomers including spandex improves but it is still not enough to meet demand.



Global Fabrics Market

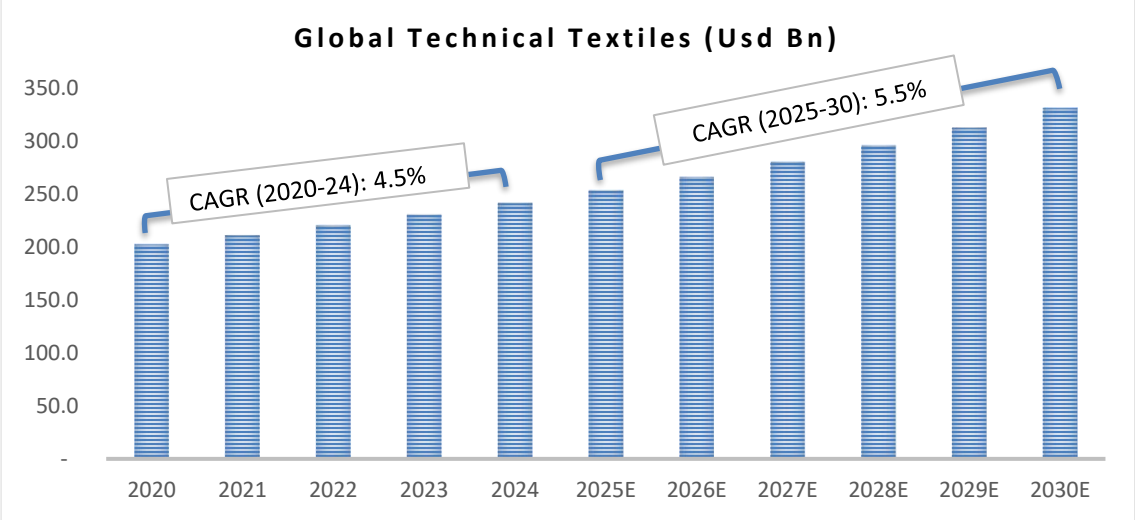
The fabrics market is closely related to the elastic industry because elastic products are manufactured using specific fabric segments rather than being a standalone material category. Among the different segments, narrow fabric mills play the most direct role, as they produce elastic tapes, waistbands, straps, and trims by integrating elastic yarns into narrow woven structures, making them the backbone of the elastic industry.

Knitted fabrics are also equally important because their looped structure naturally provides stretch and recovery, making them widely used in products like sportswear, socks, activewear, and medical compression garments, often enhanced further with elastane fibers. Non-woven fabrics contribute to more specialised applications such as medical straps, hygiene products, and disposable items where engineered flexibility is required. Broadwoven fabrics, while not inherently elastic, support the industry by acting as structural or outer layers in garments that incorporate elastic components. Additionally, Schiffli machine embroidery adds decorative value to elastic-based textiles, particularly in lingerie and fashion apparel.

Global Fabrics Market- by Segment				
Segment	**Segment Share (%)**	**Market Value (USD Bn)**	**Historic CAGR (2019 - 2024)**	**Forecast CAGR (2024 - 2029)**
Broadwoven Fabrics	49.00%	78.4	7.03%	6.10%
Narrow Fabric Mills and Schiffli Machine Embroidery	21.37%	34.2	9.27%	8.28%
Knitted Fabrics	17.22%	27.6	6.27%	5.38%
Non-Woven Fabrics	12.41%	19.9	8.90%	7.93%
Source: EMIS, TRBC, B2K Analytics				

Technical Textiles

Technical textiles are specialised textile products made for functional and performance purposes rather than decoration or fashion. The elastic industry is closely related to technical textiles because elastic products such as tapes, bands, webbings, and cords are designed for functional use. These materials are widely used in medical supports, sportswear, safety equipment, seat belts, and industrial products where stretchability, comfort, and durability are important. Therefore, elastic products form an important part of the technical textile industry and global technical textiles market is projected to grow from USD 202.3 billion in 2020 to USD 331.3 billion by 2030 as per Technavio report. Growth is driven by increasing demand across healthcare, automotive, construction, and industrial applications. The market recorded a CAGR of 4.5% during 2020–24 and is expected to accelerate to 5.5% during 2025–30, supported by rising adoption of high-performance and specialised textile materials globally.



Source: EMIS, Technavio, B2K Analytics

Global Technical Textiles Market Size - By Application (USD Billion)						
Year	**2020**	**2030E**	**CAGR (2020-24)**	**CAGR (2025-30)**	**%Share 2020**	**%Share 2030**
Mobiltech	50.5	83.4	4.3%	5.9%	25.0%	25.2%
Indutech	37.0	64.9	5.2%	6.2%	18.3%	19.6%
Sporttech	28.8	47.9	4.3%	6.1%	14.2%	14.5%
Buildtech	18.2	28.9	4.1%	5.2%	9.0%	8.7%
Others	67.8	106.2	4.5%	4.7%	33.5%	32.1%
Global Technical Textiles Market Size - By Product Type (USD Billion)						
Woven	133.4	219.9	4.6%	5.6%	65.9%	66.4%
Composites	40.7	61.5	3.7%	4.6%	20.1%	18.6%
Nonwoven	28.2	49.9	5.4%	6.3%	13.9%	15.1%
Global Technical Textiles Market Size - By Material Type (USD Billion)						
Synthetic polymer	112.6	173.3	3.9%	4.9%	55.7%	52.3%
Natural fibre	46.2	86.3	5.9%	6.9%	22.8%	26.0%
Regenerated fibre	26.2	41.8	4.3%	5.2%	13.0%	12.6%
Mineral	17.3	29.9	5.1%	6.1%	8.6%	9.0%
Source: EMIS, Technavio, B2K Analytics						

As per the Technavio report, in technical textile applications, Mobiltech remains the largest segment with around 25% market share by 2030, driven by rising automotive textile demand, while Indutech is expected to witness the fastest growth with a CAGR of 6.2% during 2025-30, with 18.3% CAGR for same period due to increasing industrial applications. Sporttech and Buildtech segments are also expected to grow steadily, supported by rising demand for performance textiles, infrastructure development, and industrial modernisation globally.

By product type, woven textiles remain the dominant segment with ~65% market share by 2030, driven by their extensive usage across automotive, construction, and industrial applications. Nonwoven textiles are expected to witness the fastest growth with a CAGR of 6.3% during 2025-30 due to increasing adoption in healthcare, filtration, and hygiene products, while composites continue to grow steadily across high-performance applications.

In terms of material type, synthetic polymers occupy the dominate position within the technical textiles market with a 52.3% market share by 2030 a majority share because of their durability, flexibility, and resistance properties. The segment is expected to maintain a decent CAGR as industries increasingly prefer lightweight and performance-oriented materials. Natural fibres are expected to witness the fastest growth with a CAGR of 6.9% during 2025–30, increasing their market share from 22.8% in 2020 to 26.0% in 2030, supported by rising demand for sustainable textile solutions globally. Regenerated fibres are also projected to grow steadily at a CAGR of 5.2%, driven by increasing adoption of eco-friendly and

recycled materials, while mineral-based textiles are expected to register a strong CAGR of 6.1% owing to growing applications in construction, insulation, and industrial safety products.

Demand & Supply

Demand Drivers

The elastic industry is primarily demand-driven by end-use sectors such as apparel, healthcare, sportswear, and technical textiles.

For a narrow fabric manufacturer such as S.R.G. Narrow Fab Limited, demand is closely linked to below factors:

Items	Description
Growth in Apparel & Fashion Industry	➢ Rising demand for comfortable, stretchable clothing ➢ Expansion of fast fashion, innerwear, and athleisure segments ➢ Increasing use of elastic waistbands, cuffs, straps, and trims
Expansion of Sportswear & Activewear	➢ Higher consumer focus on fitness and lifestyle wear ➢ Growth in yoga wear, gym wear, and performance clothing ➢ Need for high-recovery, durable elastics (spandex-based)
Rising Healthcare & Medical Textile Usage	➢ Post-pandemic growth in face masks, PPE, and compression garments ➢ Use of elastic bands in orthopaedic supports, surgical wear, and hospital textiles
Growth of Technical Textiles	➢ Increasing industrial applications of elastic webbings ➢ Use in automotive interiors, safety gear, luggage, and footwear
Urbanisation & Rising Disposable Income	➢ Shift toward branded apparel and premium garments ➢ Higher consumption of value-added textile accessories like jacquard elastics

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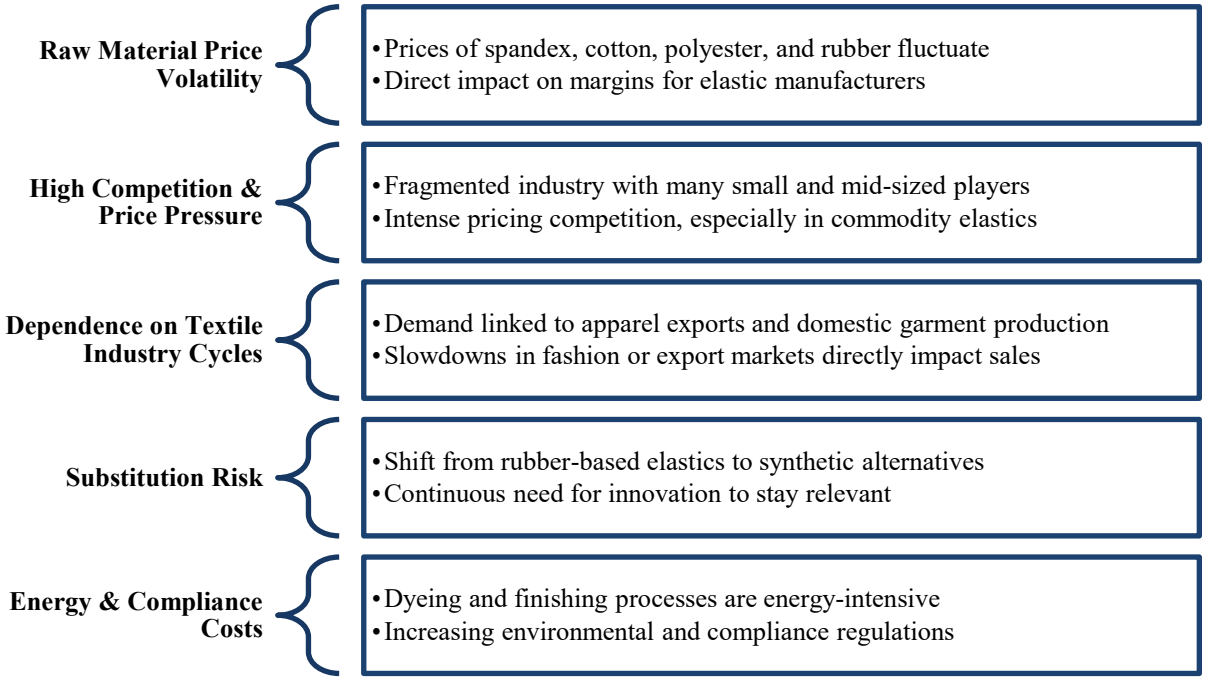
Key Success Factors

For companies like S.R.G. Narrow Fab Limited, success in the elastic/narrow fabric industry depends on the following:

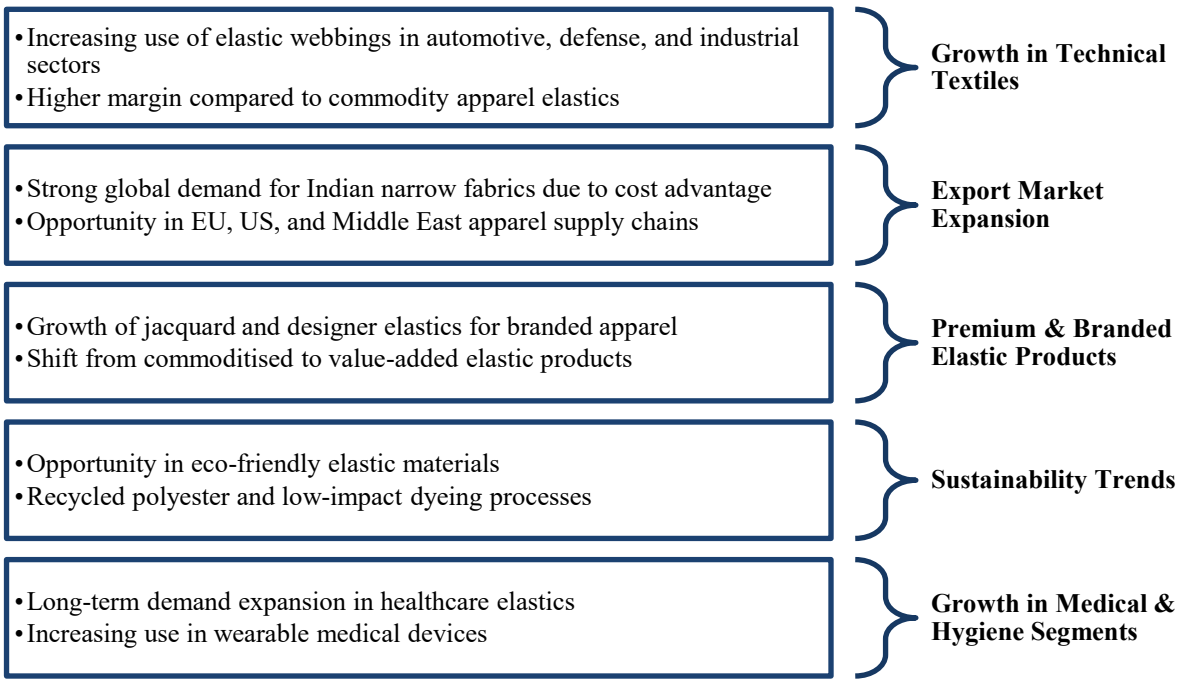
Product Quality & Consistency	High elasticity retention (durability after repeated stretch) Color fastness and shrink resistance Uniform width and strength across batches
Product Innovation & Customisation	Ability to produce jacquard-designed elastics Custom branding for apparel manufacturers Development of soft-touch and skin-friendly elastics
Cost Efficiency & Scale	Efficient yarn sourcing (spandex, polyester, nylon) Economies of scale in weaving/knitting operations Low wastage in production
Integration with Textile Value Chain	Strong relationships with garment exporters and OEMs Proximity to apparel manufacturing clusters (India advantage)
Machinery & Technology Upgradation	Advanced narrow fabric looms Automated dyeing and finishing systems Precision-controlled tension and elasticity systems
Timely Delivery & Supply Chain Reliability	Critical for fast fashion and export orders Ability to handle bulk and recurring orders

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Challenges and opportunities



Opportunities



Porter's Five Forces Analysis

1. Competitive Rivalry

- Highly fragmented market with numerous small and mid-sized manufacturers
- Low differentiation in basic elastic products
- Price competition is intense
- Differentiation exists mainly in: Jacquard designs, Quality consistency and Export-grade standards
- **SRG Narrow Fab: Differentiation through quality and customisation is critical**

2. Threat of New Entrants

- Barriers to entry such as Moderate capital requirement for weaving machines, Technical knowledge required for narrow fabric production and established supplier relationships matter
- Small-scale entry is still possible and low entry barriers in commodity elastic segments

3. Bargaining Power of Suppliers

- Key inputs such as Spandex, polyester yarns, rubber threads, dyes
- Factors increasing supplier power includes concentration of synthetic fiber producers, volatility in raw material pricing and dependence on imports for certain specialty yarns

4. Bargaining Power of Buyers

- Buyers include: Garment manufacturers, export houses, apparel brands
- Reasons for high power: Bulk purchasing behavior, availability of multiple suppliers, price sensitivity in apparel supply chains

5. Threat of Substitutes

- Substitutes: Drawstrings instead of elastic waistbands, non-elastic fastening systems (buttons, zippers)
- Elastic remains preferred due to comfort and flexibility and limited substitution in sportswear, innerwear, and medical textiles

Key Govt Initiatives and Policies

Some examples which are indirectly connected with the elastic industry in India

1. Production Linked Incentive (PLI) Scheme for Textiles

- PLI scheme for man-made fibres (MMF), apparel, fabrics, and technical textiles to strengthen domestic manufacturing and exports. This scheme incentivizes incremental production and investment in high-value textile segments, including elastic and narraow fabrics used in garments and technical applications
- **Relevance for SRG Narrow Fab:** Encourages demand for MMF-based elastic products (spandex/polyester elastics). Supports export-oriented growth in garment accessory manufacturing. Promotes scaling up of organized players in narrow fabrics

2. National Technical Textiles Mission (NTTM)

- The government is actively promoting technical textiles such as medical textiles, sports textiles, and industrial fabrics, all of which use elastic components extensively (e.g., compression wear, PPE, orthopedic supports).
- **Relevance for SRG Narrow Fab:** Expands application areas for elastic manufacturers beyond apparel Drives demand for high-performance elastic webbings and tapes Encourages R&D and product innovation

3. Technology Upgradation Fund Scheme (ATUFS)

- A credit-linked subsidy scheme that supports modernization of textile machinery and production systems
- **Relevance for SRG Narrow Fab:** Enables investment in advanced weaving/knitting machinery Improves productivity and quality consistency Supports shift toward value-added elastic products (e.g., jacquard elastics)

4. Emerging Policy Focus Areas

- Expansion of textile parks and clusters Reduction in import duties on raw materials in some segments Push for sustainability and green textiles Increasing support for export competitiveness and MSME participation
- **Relevance for SRG Narrow Fab:** Supports overall industry not specifically the company

Business Potential

SRG Narrow Fab Ltd is primarily a textile-based elastic manufacturer, not entirely rubber-based one as their core products are woven, knitted, and specialised textile elastics used across apparel, medical, and furniture industries. With raw materials used by the company include Spandex (Lycra), Latex threads, Polyester yarns, Nylon yarns, Cotton yarns all of which this report covers in the below sections.

SRG Narrow Fab Ltd offers a wide portfolio of textile elastic products such as

1. **Luggage elastic:** Luggage elastics are designed to provide strength, flexibility, and durability for a variety of luggage applications such as backpacks, suitcases, duffle bags, travel bags, and other carrying solutions.

2. **Woven elastic:** Woven elastics are manufactured with a focus on precision, durability, and consistent performance, making them suitable for applications across industries such as apparel, healthcare, automotive, and industrial products.

3. **Surgical elastic:** Surgical elastics are engineered to deliver comfort, durability, safety, and reliability while meeting global healthcare standards. These elastics are commonly used in surgical garments, medical braces, orthopaedic supports, and healthcare accessories.

4. **Undergarment elastic:** Undergarment elastics are developed to enhance comfort, fit, durability, and style. They are widely used in lingerie, men's innerwear, children's garments, and other intimate apparel products.

5. **Furniture elastic:** Furniture elastics are designed to provide flexibility, resilience, and long-lasting support for modern furniture applications such as sofas, recliners, office chairs, and upholstered seating systems.

6. **Knitted elastic:** Knitted elastics offer a soft feel, lightweight construction, and excellent flexibility, making them suitable for a wide range of applications in multiple industries such as in apparel, healthcare, home furnishings, and more.

7. **Shoe elastic:** Shoe elastics are designed to improve the fit, comfort, functionality, and durability of footwear. They are commonly used in a variety of shoe designs where reliable stretch and support are required.

Among SRG's product categories, various elastics products such as undergarment elastic and furniture elastic present healthy near-term potential. India's textile industry is large, deeply established, and growing rapidly aided by government schemes such as PLI and PM MITRA, which support modernisation and scale. Rising disposable incomes and strong apparel demand will translate into sustained demand for the elastic components that give garments their comfort and flexibility. Surgical elastics represent a more stable, if slower-growing, demand segment, underpinned by the essential nature of the products they support. Woven elastics also present a stable demand segment as India's expanding economy also drives manufacturing expansion.

Across all categories, however, input cost pressures pose a near-term risk: elevated crude oil and petroleum prices driven by ongoing geopolitical tensions raise the production costs of synthetic rubber and yarn, the primary raw material inputs, which could compress margins or dampen demand. Further, even if input costs rise, elastic product prices still move in a narrow range. Such products are commonplace, relatively low-cost items and offer little differentiation between suppliers, unlike other product categories. This constrains the suppliers' bargaining power to change their prices.

Competitive landscape

The elastic industry is highly fragmented, with competition coming from organised manufacturers, regional players, and low-cost Asian suppliers. Competition is primarily based on pricing, quality consistency, product customization, and delivery capabilities.

The industry is gradually shifting from commodity elastic products toward value-added applications such as lingerie, athleisure, medical textiles, industrial webbings, and technical fabrics. This transition is increasing the importance of innovation, design capability, and specialised manufacturing. While larger organised players are focusing on automation, premium product development, and long-term relationships with apparel brands to improve margins and reduce dependence on low-value commodities. At the same time, smaller regional manufacturers continue to compete aggressively on cost. Indian manufacturers are increasingly focusing on domestic demand growth and niche applications to maintain competitiveness.

Major players

In India, **Garware Fulflex India Pvt. Ltd.** is among the most established players in elastic and rubber thread manufacturing, with its capabilities in technical elastics and industrial applications. The company benefits from integrated operations and a diversified customer base across apparel and industrial sectors.

Sky Industries Ltd is one of the prominent organized players in India's narrow fabric segment, known for its wide product portfolio, exports, and focus on R&D-driven product innovation. The company has developed a strong presence in both domestic and international markets.

Premco Global Ltd operates in premium woven and knitted elastic products, supplying innerwear, sportswear, and fashion segments. The company has focused on automation and specialised value-added products to improve competitiveness against low-cost imports.

Shingora Textiles Ltd and Kothari Narrow Fabrics are recognized for their niche positioning in high-quality narrow woven fabrics, webbings, and customized textile solutions catering to apparel and industrial customers.

Jain Narrow Fabrics Pvt. Ltd. and Deepak Narrow Fabrics are established regional players with strong relationships in the hosiery, lingerie, footwear, and medical textile segments. These companies compete through customisation, product quality, and quick turnaround capabilities.

SRG Narrow Fab Limited has emerged as a growing player in the elastic manufacturing segment with a diversified product portfolio across undergarment elastics, webbings, luggage tapes, and industrial applications. The company's focus on manufacturing scale, product diversification, and operational efficiency is well in the industry.

SWOT Analysis

Strengths

- Established presence in narrow fabric manufacturing industry
- Strategically located manufacturing facility in Surat, one of India's key textile mfg. hubs
- Consistent demand across multiple sectors (fashion, sportswear, medicine)
- Low product substitution risk in core applications
- Ability to offer customised and value-added products (jacquard, branded elastics)

Weaknesses

- High dependence on textile & apparel industry, which can be cyclical in nature
- Operations concentrated at single manufacturing facility
- Relatively smaller scale of operations compared to large scale textile manufacturers
- Working capital intensive operations due to inventory and credit cycles in textile industry

Opportunities

- Rapid growth in textile industries is driving demand for elastic and narrow fabrics.
- Alongside, expanding into export markets to cater to growing global demand and cost competitive nature of Indian products aiding export growth.
- Product diversification into more specialised products, including technical textiles, adding more value to the company.
- Government support to textile industry through various initiatives supporting manufacturing and exports.

Threats

- Intense domestic and international competition from organised and unorganised players (especially from China, Vietnam)
- Dependence on raw materials leaving company exposed to price volatility
- Global economic slowdown reducing demand in textile sector and downstream consumption
- Compliance and environmental regulations increasing operational costs

Industry Outlook

The outlook for the elastic industry remains positive, supported by the continued growth of the global textile and apparel sector and increasing demand for stretchable, comfortable, and performance-oriented products. The industry is witnessing rising consumption from segments such as innerwear, sportswear, athleisure, medical textiles, footwear, and technical textiles, all of which extensively utilise elastic tapes and narrow fabrics. Growing consumer preference for comfort-based clothing and functional apparel is further driving the adoption of high-quality elastic products across domestic and international markets.

The industry is gradually shifting from traditional rubber-based elastics toward synthetic and textile-engineered elastic products made using polyester, nylon, spandex, and blended yarns. This transition is driven by the superior durability, flexibility, comfort, and aesthetic appeal offered by modern elastic materials. In addition, demand for customised and value-added products such as jacquard elastics, branded waistbands, and soft-touch elastics is increasing, particularly among premium apparel and sportswear brands.

The Indian elastic and narrow fabrics industry is also expected to benefit from the increasing global shift in sourcing away from single-country dependency, creating export opportunities for Indian manufacturers. Rising focus on technical textiles, healthcare applications, and sustainable textile solutions is further expected to support long-term industry growth. Going forward, companies with strong product quality, technological capabilities, customisation expertise, and efficient supply chain management are likely to gain a competitive advantage in the evolving elastic industry landscape.

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BUSINESS OVERVIEW

Some of the information in this section, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read 'Forward-Looking Statements' on page 22 for a discussion of the risks and uncertainties related to those statements, and also 'Risk Factors', 'Restated Financial Information' and 'Management's Discussion and Analysis of Financial Condition and Results of Operations' on pages 24, 229 and 232, respectively, for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements.

Unless otherwise indicated or the context otherwise requires, the financial information for the Financial Years 2026, 2025 and 2024, included herein is derived from the Restated Financial Information, included in this Draft Red Herring Prospectus. For further information, see 'Summary of Financial Information' on page 61**.** Our financial year ends on March 31 of each year, and references to a particular year are to the 12 months ended March 31 of that year.

Unless otherwise stated or the context otherwise requires, in relation to business operations, in this section of this Draft Red Herring Prospectus, all references "we", "us", "our", "S.R.G." and "our Company" are to "S.R.G. Narrow Fab Limited". Unless otherwise stated or the context otherwise requires, the financial information used in this section is derived from our Restated Financial Statements.

Unless otherwise indicated, industry and market data used in this section has been derived from the report on "Report on Elastic Industry" dated September 24, 2026 ("**B2K Analytics Report**") prepared and issued by **B2K Analytics Private Limited** ("B2K Analytics"), pursuant to an engagement contract dated **[●]**. The B2K Analytics Report is commissioned and paid for by our Company in connection with the Issue. The data included herein includes excerpts from the B2K Analytics Report and may have been re-ordered by us for the purposes of presentation. A copy of the B2K Analytics Report is available on the website of our Company at www.srgelastics.com. Unless otherwise indicated, financial, operational, industry and other related information derived from the B2K Analytics Report and included herein with respect to any particular Fiscal/ Calendar Year refers to such information for the relevant Fiscal/ Calendar Year. For further details and risks in relation to the commissioned report, see "Risk Factor 57 – Internal Risk Factors – Industry information included in this Draft Red Herring Prospectus has been derived from an industry report prepared by B2K Analytics exclusively commissioned and paid for by us for such purpose" on page 50.

OVERVIEW OF OUR BUSINESS

Our company is primarily a textile-based elastic manufacturer, (not a rubber-based one) and our core products are woven, knitted, and specialised textile elastics used across apparel, medical, and furniture industries. Our company specialises in narrow fabrics and elastic tapes made from textile fibers that may contain rubber threads, but our expertise lies in textile weaving and knitting technologies rather than raw rubber product manufacturing.

Product Range: we offer a wide portfolio of textile elastic products:

- Woven elastics: Durable, firm stretch bands used in waistbands, uniforms, and industrial applications.
- Knitted elastics: Softer, more flexible elastics ideal for lingerie, sportswear, and fashion garments.
- Braided elastics: Round or flat elastics commonly used in masks, shoes, and accessories.
- Medical elastics: Specialised elastic bands for surgical masks, orthopedic supports, and healthcare products.
- Furniture elastics: Heavy-duty elastics used in upholstery and seating support.
- Industrial elastics: Specialized tapes for uniforms and heavy-duty textile applications.
- Apparel elastics: Waistbands, lingerie straps, sportswear trims.

In short, we are a textile elastic specialist, producing woven, knitted, braided, and medical elastics for fashion and industrial use, not a rubber-based elastic manufacturer. Main Raw Materials used by the company are yarn and rubber including Spandex (Lycra), Latex threads, Polyester yarns, Nylon yarns, Cotton yarns – all of which this report covers in below section.

Portfolio Type: Estimated Nature of Mix for our company

- Textile-based elastic products - Majority of portfolio
- Rubber-based elastic products - Supporting/raw-material-driven portion

Source: B2K Analysis Report

Our Company commenced its operations in 2008, and the production from our first unit at Plot No. 5617, Road No. 56, GIDC Sachine - 394230. In 2020 our Company also starts its second production unit Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210.

In 2019 we shifted our first unit located at Plot No. 5617, Road N0. 56, GIDC Sachine – 39423 to R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230, admeasuring approximately 1,275 square meters.

Further, in 2021 we shifted our second production unit situated at Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210 to R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat, admeasuring approximately 1,350 square meters.

Currently, our Company operates through two manufacturing units situated at:

- R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230. **(Unit 1)**
- R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. **(Unit 2)**

The Company currently operates with an installed production capacity of more than 4,00,000 meters per day, enabling it to cater to the varying requirements of its customers across multiple industries.

The Registered and Corporate Office of our Company is situated R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230.

Most of the manufacturing and processing in our units are carried out using elastic manufacturing technologies, pollution light machinery and tools which are supplied by domestic players in the textile machine production industry. As of March 31, 2026, our Company had a total of 141 needle loom machines, 42 crochet needle loom machines, 19 covering machines and 89 other machines (including warping machines) active at its two manufacturing units. *(Source: Independent Chartered Engineer Report dated September 25, 2026)*

Our customer base in spread in most of the States in India which has contributed to our growth. Direct presence of our dealers in various States has helped us deliver products to our customers. During the Fiscal Years 2026, 2025 and 2024, we catered to 470, 295, and 201 customers, respectively, and our revenue from sales stood at ₹ 6,003.69 lakhs, ₹ 4,702.12 lakhs, ₹ 2,936.27 lakhs.

Our Competitive Strengths

Experienced Promoter and Management Team

The Company has been engaged in the manufacturing of elastic products since its incorporation and has developed considerable experience in the textile manufacturing industry over the years. Its long-standing operational presence has enabled the Company to understand changing customer requirements, maintain business relationships with suppliers and customers, and strengthen its position in the narrow fabric segment. The experience gained over time also assists the Company in maintaining product quality, operational efficiency, and timely execution of customer orders.

Diversified Product Portfolio

The Company manufactures a diversified range of elastic products including woven elastic, knitted elastic, braided elastic, furniture elastic, surgical elastic, shoe elastic, luggage elastic, garment elastic, and industrial elastics. These products are used across various end-user industries such as garments and apparel, footwear, medical and healthcare, furniture, luggage, and industrial applications. The diversified nature of the product portfolio reduces dependence on a single product category or industry and enables the Company to cater to a broader customer base.

Focus on Quality and Consistency

The Company focuses on maintaining product quality, operational consistency, and timely execution in its manufacturing processes. Its emphasis on quality control and reliability has helped it build customer confidence and strengthen its market presence in the narrow fabric industry.

Integrated manufacturing facility

Our Company continuously focuses on maintaining and upgrading its manufacturing infrastructure and technological capabilities to ensure smooth and efficient manufacturing operations. The Company regularly undertakes modernization and upgradation of its machinery and production facilities in order to enhance operational efficiency, improve product quality, and cater to evolving customer requirements. Considering the dynamic nature of the textile and narrow fabric industry, the Company strives to remain aligned with changing market trends and technological advancements by adopting modern machinery and improving its production infrastructure from time to time.

Our Business Strategy

We envisage long-term growth by building long-term relations with customers. In line with this vision, our Company is implementing a business strategy with the following key components. Our strategy will be to focus on capitalizing on ourcore strengths and expanding the operations of our business. We intend to focus on our existing projects with specific emphasis on the following factors as business and growth strategy:

1. Strengthening Manufacturing Capabilities

The Company intends to continuously improve its manufacturing capabilities through the adoption of advanced machinery, process automation, and modernization of existing production facilities. The Company believes that enhanced manufacturing capabilities will enable it to improve productivity, maintain product quality, optimize costs, and cater to evolving customer requirements. We invest in building, machinery and equipment on an ongoing basis to expand our capacities as well as capabilities to seize opportunities for growth in the market. In the Fiscal 2026, our capital expenditure (i.e. payments for acquisition of property, plant and equipment) was ₹ 699.41 lakhs while our gross block (i.e. cost of property, plant and equipment) as at March 31, 2026 was ₹ 1,473.03 lakhs. Around 47.48% of our gross block as at March 31, 2026, was a result of our capital expenditure made in the Fiscal 2026. We have continuously increased our capital expenditure in last three fiscal years.

Following table states the capital expenditure made by the company in reporting period in comparison with the amount of gross block in that particular year.

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Capital Expenditure (Rs. in Lakhs)	699.41	211.89	190.40
% of Gross Block	47.48%	14.75%	23.71%

2. **Enhancing Customer Relationships and Increasing Market Presence**

The Company focuses on building long-term relationships with existing customers while simultaneously expanding its customer base across domestic and international markets. The Company intends to leverage its industry experience, quality standards, and timely delivery capabilities to strengthen customer confidence and increase market penetration. Following the business expansion in last three years, our geographical reach expanded beyond Gujarat, and we currently cater to customers across multiple states including Delhi, Haryana, Punjab, Uttar Pradesh, Maharashtra, West Bengal, Bihar, Madhya Pradesh, Tamil Nadu and Karnataka. Expanding our presence into additional regions will allow us to access larger markets and strengthen our relationships with customers, enabling us to better understand and address their requirements.

Following is our revenue break-up on the basis of geographical state wise distribution for the financial years ending on March 31, 2026, March 31, 2025 and March 31, 2024:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Gujarat	2,950.76	49.15	1,573.36	33.46	399.37	13.60
Haryana	35.06	0.58	54.57	1.16	79.81	2.72
Delhi	2,487.30	41.43	2,598.80	55.27	2,018.60	68.75
West Bengal	161.18	2.68	142.86	3.04	230.07	7.84
Uttar Pradesh	335.83	5.59	297.51	6.33	171.97	5.86
Bihar	21.42	0.36	19.81	0.42	18.36	0.63

Punjab	5.98	0.10	1.69	0.04	12.87	0.44
Tamil Nadu	0.00	0.00	4.65	0.10	1.75	0.06
Madhya Pradesh	4.34	0.07	5.71	0.12	2.19	0.07
Maharashtra	1.81	0.03	2.40	0.05	1.01	0.03
Odisha	-	-	0.52	0.01	0.27	0.01
Jammu & Kashmir	-	-	0.25	0.01	-	-
Total	**6003.69**	**100.00**	**4702.12**	**100.00**	**2936.27**	**100.00**

As certified by our Statutory Auditor vide their certificate dated September 24, 2026.

3. **Improving Operational Efficiency and Cost Optimization**

The Company continuously endeavours to improve operational efficiencies through effective resource utilization, supply chain management, inventory control, and process optimization initiatives. These efforts are expected to contribute towards maintaining profitability and sustaining competitive advantages in the industry.

4. **Focus on Quality Assurance and Compliance**

Maintaining consistent product quality remains a key priority for the Company. The Company intends to continue adhering to stringent quality control processes and applicable regulatory requirements to ensure customer satisfaction and strengthen its reputation in the market.

5. **Expansion into New Industry Segments and Geographies**

The Company intends to explore opportunities in new industry verticals and geographic markets where demand for narrow woven fabrics and allied products is growing. Such expansion may enable the Company to diversify its revenue streams and reduce dependence on specific customer segments or regions.

The Company believes that the successful implementation of these strategies will support its long-term growth objectives, improve its competitive position, and create value for its stakeholders.

Milestones of the Company

Year/F.Y.	Key Events / Milestone / Achievements/ Awards/ Recognitions/ Accreditations
2019	Acquired the company in the name of Garbles Narrow Fab Private Limited, shifted operations to Sachin G.I.D.C. for better facilities and commenced manufacturing of solder elastic tape.
2021	Commenced manufacturing of crochet knitted elastic tape.
2024	Expanded business operations and strengthened manufacturing capabilities of the Company.
2025	Conversion of Company into Public limited.

Key Financial and Operational Performance Indicator of the Company

Our key performance indicators for the Fiscals 2026, 2025 and 2024 as per Restated Financial Statement is as follows:

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Revenue from operations [(1)]	*6,003.69*	*4,702.12*	*2,936.27*
Growth in Revenue from Operations [(2)]	*27.68%*	*60.14%*	*-4.06%*
EBITDA [(3)]	*1,491.11*	*1,085.88*	*637.18*
EBITDA (%) Margin [(4)]	*0.25*	*0.23*	*0.22*
EBITDA Growth Period on Period [(5)]	*37.32%*	*70.42%*	*102.02%*
ROCE (%) [(6)]	*51.44%*	*60.65%*	*99.15%*
Current Ratio [(7)]	*1.17*	*1.06*	*0.86*
Operating Cash flow [(8)]	*-54.63*	*-46.17*	*-0.56*
PAT [(9)]	*711.67*	*438.84*	*193.78*
ROE/ RoNW [(10)]	*48.80%*	*64.06%*	*126.79%*
EPS [(11)]	*61.44*	*41.8*	*76.88*

The above figures have been certified by our Statutory Auditors, M/s. S. K. Kabra & Co., Chartered Accountants vide their certificate dated September 24, 2026.

Notes:

(1) Revenue from operations is the total revenue generated by our Company.

(2) Growth in Revenue in percentage, Year on Year

(3) EBITDA is calculated as Profit before tax + Depreciation + Finance cost-other income

(4) EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations

(5) EBITDA Growth Rate Year on Year in Percentage

(6) ROCE: Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term debt

(7) Current Ratio: Current Asset over Current Liabilities

(8) Operating Cash Flow: Net cash inflow from operating activities.

(9) PAT is mentioned as PAT for the period

(10) ROE/RoNW is calculated PAT divided by average shareholders' equity

(11) EPS is mentioned as EPS for the period.

Operational Key Performance Indicators (KPIs) of our Company

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Average Capacity Utilisation %	78%	75%	74%
Employees Count	182	195	153

Notes:

1) Average capacity utilization has been calculated by dividing actual capacity divided by installed production for respective period.

2) Employee count has been calculated as number of employees as on 31 March of respective Fiscal.

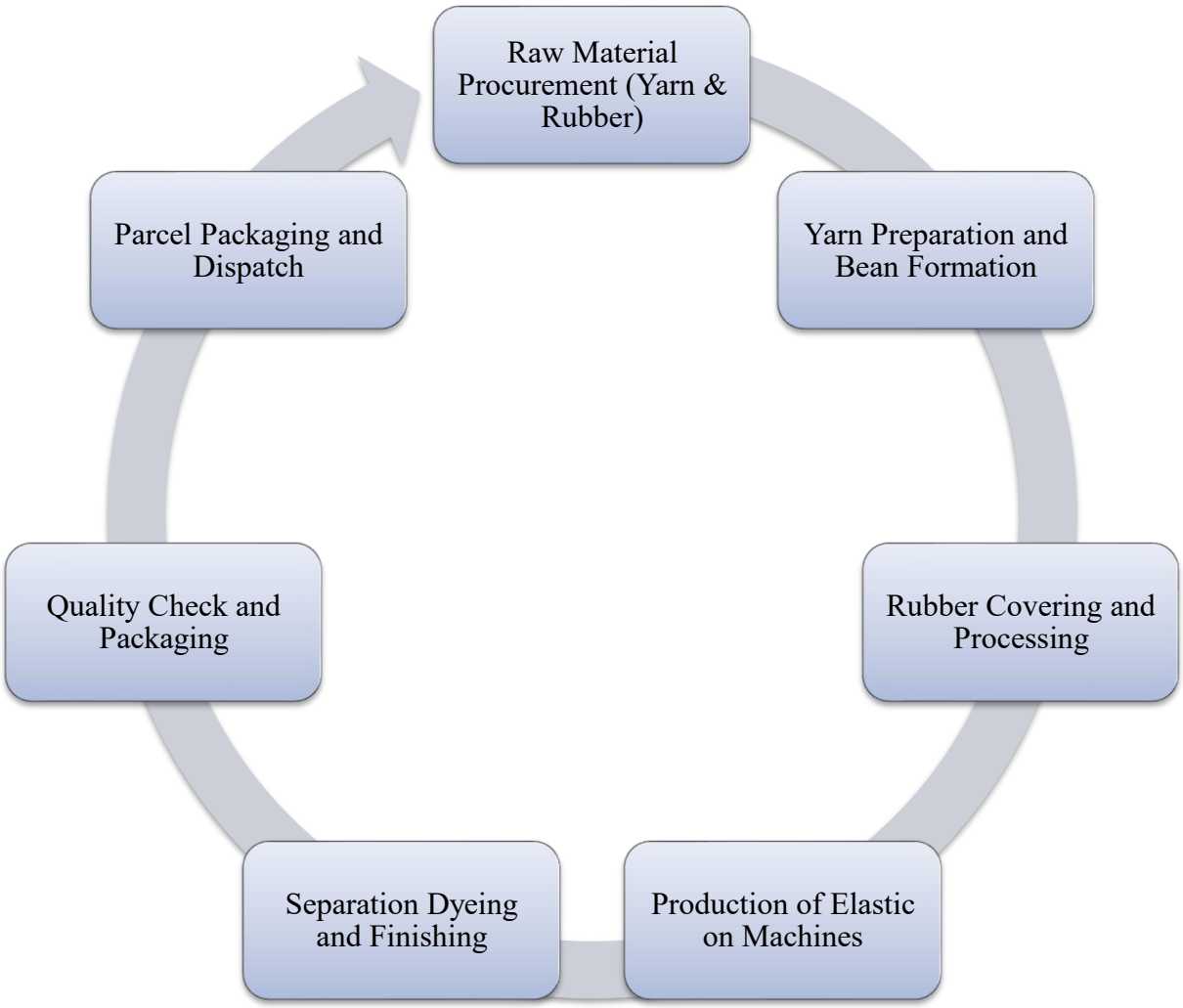
SWOT Analysis:

Strengths	Weakness
➢ Established presence in narrow fabric manufacturing industry ➢ Strategically located manufacturing facility in Surat, one of India's key textile mfg. hubs. ➢ Consistent demand across multiple sectors (fashion, sportswear, medicine) ➢ Low product substitution risk in core applications ➢ Ability to offer customised and value-added products (jacquard, branded elastics)	➢ High dependence on textile & apparel industry, which can be cyclical in nature ➢ Operations concentrated at two manufacturing facilities located in Gujarat only. ➢ Relatively smaller scale of operations compared to large scale textile manufacturers ➢ Working capital intensive operations due to inventory and credit cycles in textile industry
Opportunities	**Threats**
➢ Rapid growth in textile industries is driving demand for elastic and narrow fabrics. ➢ Alongside, expanding into export markets to cater to growing global demand and cost competitive nature of Indian products aiding export growth. ➢ Product diversification into more specialised products, including technical textiles, adding more value to the company.	➢ Intense domestic and international competition from organised and unorganised players (especially from China, Vietnam) ➢ Dependence on raw materials leaving company exposed to price volatility ➢ Global economic slowdown reducing demand in textile sector and downstream consumption

➢ Government support to textile industry through various initiatives supporting manufacturing and exports.	➢ Compliance and environmental regulations increasing operational costs

Flow Chart of Business Process

The Process flow of our business operations is described below:



Manufacturing Process

The Company is engaged in the manufacturing of elastic products using yarn and rubber as the primary raw materials. The business process of the Company is broadly carried out in the following stages:

Raw Material Procurement:

The Company procures raw materials, primarily yarn and rubber, from approved suppliers based on production requirements and quality specifications.

Yarn Preparation and Beam Formation:

The procured yarn is processed and prepared through beam formation to ensure proper alignment and suitability for further manufacturing processes.

Rubber Covering and Processing:

The prepared yarn undergoes rubber covering and processing wherein rubber is applied and treated to achieve the desired elasticity and durability standards.

Production of Elastic on Machines:

The processed material is manufactured into elastic products using specialized production machinery as per the required specifications and designs.

Separation, Dyeing and Finishing:

The manufactured elastic products are separated, dyed, and subjected to finishing processes to enhance quality, appearance, and product consistency.

Quality Check and Packing:

The finished products undergo quality inspection to ensure adherence to prescribed standards and customer requirements. Thereafter, the products are packed appropriately.

Parcel Packaging and Dispatch:

The packed products are parcelled, labelled, and dispatched to customers through the Company's logistics and distribution network**.**

Raw Materials

The primary raw material of our company is Yarn and Rubber. Our Company has sourced the raw materials from domestic sources and majority of our raw material sourced from Gujarat. For the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024, our raw material procurement from our suppliers situated in Gujarat contributed 81.40%, 71.00% and 72.95% respectively of total purchase of raw material as per our restated financial statements.

This strategic decision enables us to leverage geographical advantages, ensuring the timely delivery of materials. At the same time, however, concentrating raw material sourcing within specific regions increases our vulnerability to competitive pressures, as well as to economic and demographic shifts in those areas, which could negatively impact our business outlook, financial position, and operational results

(Space is left blank intentionally)

Our Products

Product Name	Description	Product Pictures
Luggage Elastic Tape	Elastic woven tapes used in luggage, bags, backpacks, and travel accessories for fastening, securing, and organizing applications. Available in various widths, colours, and specifications to meet customer requirements. These tapes are designed to provide durability, flexibility, and elasticity, ensuring reliable performance under regular usage conditions. The Company offers luggage elastic tapes in various widths, colours, and specifications to meet diverse customer requirements across the luggage and bag manufacturing industry.	
Crochet Elastic Tape	Lightweight elastic tapes manufactured using crochet knitting technology, primarily used in garments, innerwear, sportswear, medical applications, and allied products for providing stretch, fit, and comfort. Available in various widths, designs, and elasticity specifications. These tapes offer flexibility, stretchability, comfort, and durability, and are available in various widths, patterns, colours, and elasticity specifications to meet diverse customer requirements.	
Solder Elastic Tape	Elastic tapes used in apparel, innerwear, sportswear, and allied textile applications where flexibility, support, and comfort are required. These tapes are manufactured in various widths, colours, designs, and elasticity specifications to provide durability, stretchability, and a secure fit across diverse end-use applications. These tapes are designed to provide optimum elasticity,	

	comfort, durability, and shape retention while ensuring a secure fit during regular use.	
Plain Woven Elastic Tape	Plain woven elastic tapes are manufactured using high-quality yarns and elastic materials through weaving processes to provide consistent elasticity, strength, and durability. These tapes are widely used in garments, innerwear, sportswear, medical products, footwear, and various industrial applications where stretchability and secure fitting are required. The Company offers plain woven elastic tapes in different widths, colours, thicknesses, and elasticity specifications to cater to the diverse requirements of its customers. The products are designed to maintain their elasticity and performance over prolonged usage while ensuring comfort, flexibility, and reliability across various end-use applications.	
<u>Furniture Elastic</u>	Furniture elastic tapes are specialized woven elastic tapes used in the manufacturing of sofas, chairs, recliners, cushions, and other upholstered furniture products. These tapes are designed to provide flexibility, strength, load-bearing capacity, and long-lasting elasticity, thereby enhancing seating comfort and structural support. Manufactured using quality yarns and elastic materials, the tapes are engineered to withstand continuous stress and repeated usage while maintaining their performance characteristics. The Company offers furniture elastic tapes in various widths, strengths, patterns, and specifications to meet the diverse requirements of furniture manufacturers and other industrial customers.	
Name Tape Elastic	Name elastic tapes are customized woven or knitted elastic tapes incorporating brand names, logos, trademarks, or other identifying designs. These tapes are widely used in garments, innerwear,	

	sportswear, fashion accessories, and allied textile products to enhance brand visibility and product aesthetics. Manufactured using quality yarns and elastic materials, the tapes are designed to provide durability, stretchability, comfort, and clear design definition. The Company offers name elastic tapes in various widths, colours, patterns, and elasticity specifications, tailored to the specific branding and functional requirements of its customers. These products combine utility with branding elements, making them suitable for a wide range of apparel and textile applications.	

Our Customers

The following table sets forth the contribution of our top customer, top three customer, top five customers and top ten customers to our revenue from operations for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024.

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Top 1 customer	363.71	6.06	1,019.05	21.66	255.11	8.69
Top 3 customers	846.97	14.11	1,610.09	34.23	657.58	22.39
Top 5 customers	1,152.99	19.21	1,957.59	41.61	1,017.96	34.67
Top 10 customers	1,646.74	27.43	2,502.59	53.20	1,278.15	43.53

The following are our Top 10 customers in terms of amount for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024:

For the year ended on March 31, 2026			
Sr. No.	**Name of the Customers***	**Amount (in lakhs)**	**%**
1.	Customer 1	363.71	6.06%
2.	Customer 2	288.65	4.81%
3.	Customer 3	194.61	3.24%
4.	Customer 4	157.64	2.63%
5.	Customer 5	148.38	2.47%
6.	Customer 6	120.52	2.01%
7.	Customer 7	118.00	1.97%
8.	Customer 8	103.52	1.72%
9.	Customer 9	76.92	1.28%
10.	Customer 10	74.79	1.25%
	Total	**1,646.74**	**27.43%**

For the year ended on March 31, 2025			
Sr. No.	**Name of the Customers***	**Amount (in lakhs)**	**%**
1.	Customer 1	1,019.05	21.66%
2.	Customer 2	319.30	6.79%
3.	Customer 3	271.74	5.78%
4.	Customer 4	195.39	4.15%
5.	Customer 5	152.12	3.23%
6.	Customer 6	146.49	3.11%
7.	Customer 7	121.53	2.58%
8.	Customer 8	97.56	2.07%
9.	Customer 9	93.61	1.99%
10.	Customer 10	85.81	1.82%
	Total	**2,502.59**	**53.20%**

For the year ended on March 31, 2024			
Sr. No.	**Name of the Customers***	**Amount (in lakhs)**	**%**
1.	Customer 1	255.11	8.69%
2.	Customer 2	203.14	6.92%
3.	Customer 3	199.33	6.79%
4.	Customer 4	193.02	6.57%
5.	Customer 5	95.24	3.24%
6.	Customer 6	78.16	2.66%
7.	Customer 7	73.65	2.51%
8.	Customer 8	63.77	2.17%
9.	Customer 9	59.55	2.03%
10.	Customer 10	57.17	1.95%
	Total	**1,278.15**	**43.53%**

**The names of the top customers have not been disclosed due to business confidentiality, commercially sensitive considerations and in the absence of consent from them.*
Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026.

Geography wise Revenue Bifurcation

The folloing tables set forth the geography wise revenue birfucation of our Company for the Fiscal 2026, Fiscal 2025 and Fiscal 2024

Particulars	**Fiscal 2026**		**Fiscal 2025**		**Fiscal 2024**	
	Amount (₹ in lakhs)	**%**	**Amount (₹ in lakhs)**	**%**	**Amount (₹ in lakhs)**	**%**
Within India	6,003.69	100	4,702.12	100	2,936.27	100
From Rest of the World	-	-	-	-	-	-
Total	**6,003.69**	**100**	**4,702.12**	**100**	**2,936.27**	**100**

State wise revenue bifurcation for the financial years ending on March 31, 2026, March 31, 2025 and March 31, 2024:

Particulars	**Fiscal 2026**		**Fiscal 2025**		**Fiscal 2024**	
	Amount (₹ in lakhs)	**%**	**Amount (₹ in lakhs)**	**%**	**Amount (₹ in lakhs)**	**%**
Gujarat	2,950.76	49.15	1,573.36	33.46	399.37	13.60
Haryana	35.06	0.58	54.57	1.16	79.81	2.72
Delhi	2,487.30	41.43	2,598.80	55.27	2,018.60	68.75
West Bengal	161.18	2.68	142.86	3.04	230.07	7.84
Uttar Pradesh	335.83	5.59	297.51	6.33	171.97	5.86
Bihar	21.42	0.36	19.81	0.42	18.36	0.63

Punjab	5.98	0.10	1.69	0.04	12.87	0.44
Tamil Nadu	0.00	0.00	4.65	0.10	1.75	0.06
Madhya Pradesh	4.34	0.07	5.71	0.12	2.19	0.07
Maharashtra	1.81	0.03	2.40	0.05	1.01	0.03
Odisha	-	-	0.52	0.01	0.27	0.01
Jammu & Kashmir	-	-	0.25	0.01	-	-
Total	**6003.69**	**100.00**	**4702.12**	**100.00**	**2936.27**	**100.00**

End Users of the Products of the Company

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Domestic Customers (other than dealer)	3,227.17	53.76	1,784.37	37.95	711.02	24.22
Dealers (Including domestic and overseas)	2,776.52	46.24	2,917.75	62.05	2,225.25	75.78
Export Customers (other than dealer)	-	-	-	-	-	-
Total	**6,003.69**	**100.00**	**4,702.12**	**100.00**	**2,936.27**	**100.00**

Note:

1. As certified by our Statutory Auditor vide their certificate dated September 24, 2026.

Our Suppliers

The following table sets forth the contribution of our top Supplier, top three suppliers, top five Suppliers and top ten Suppliers of our company for the financial years ended March 31, 2026, March 31 2025 and March 31 2024:

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%	Amount (₹ in lakhs)	%
Top 1 supplier	606.88	15.81	641.28	24.33	521.24	22.64
Top 3 suppliers	1,591.64	41.45	1,396.02	52.97	1,416.33	61.53
Top 5 suppliers	2,344.03	61.05	1,683.92	63.90	1,637.94	71.15
Top 10 suppliers	3,106.94	80.92	2,111.15	80.11	1,961.76	85.22

The following are our Top 10 suppliers in terms of amount for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024:

For the year ended on March 31, 2026			
Sr. No.	**Name of the Suppliers***	**Amount (in lakhs)**	**%**
11.	Supplier 1	606.88	15.81%
12.	Supplier 2	535.16	13.94%
13.	Supplier 3	449.61	11.71%
14.	Supplier 4	439.89	11.46%
15.	Supplier 5	312.49	8.14%
16.	Supplier 6	257.30	6.70%
17.	Supplier 7	181.95	4.74%
18.	Supplier 8	120.40	3.14%
19.	Supplier 9	106.25	2.77%
20.	Supplier 10	97.01	2.53%
	Total	**3,106.94**	**80.92%**

For the year ended on March 31, 2025			
Sr. No.	**Name of the Suppliers***	**Amount (in lakhs)**	**%**
1.	Supplier 1	641.28	24.33%
2.	Supplier 2	478.17	18.14%
3.	Supplier 3	276.58	10.50%
4.	Supplier 4	170.35	6.46%
5.	Supplier 5	117.55	4.46%
6.	Supplier 6	115.00	4.36%
7.	Supplier 7	90.51	3.43%
8.	Supplier 8	79.55	3.02%
9.	Supplier 9	75.40	2.86%
10.	Supplier 10	66.77	2.53%
	Total	**2,111.15**	**80.11%**

For the year ended on March 31, 2024			
Sr. No.	**Name of the Suppliers***	**Amount (in lakhs)**	**%**
1.	Supplier 1	521.24	22.64%
2.	Supplier 2	508.84	22.10%
3.	Supplier 3	386.26	16.78%
4.	Supplier 4	129.27	5.62%
5.	Supplier 5	92.33	4.01%
6.	Supplier 6	91.95	3.99%
7.	Supplier 7	80.43	3.49%
8.	Supplier 8	51.31	2.23%
9.	Supplier 9	50.86	2.21%
10.	Supplier 10	49.26	2.14%
	Total	**1,961.76**	**85.22%**

**The names of the top suppliers have not been disclosed due to business confidentiality, commercially sensitive considerations and in the absence of consent from them.*

*Source: Based on certificate by our statutory Auditor, M/s. S. K. Kabra & Co., Chartered Accountants vide its certificate dated September 24, 2026***.**

Key Human Resource

Human resource is the key element for our Company's growth strategy and handling the day-to-day activities within the organization. We focus on attracting and retaining the best possible talent. Our team is a blend of experienced professional with expertise in our industry. Our Company does not have any Employee Unions. As on March 31, 2026 and on August 31, 2026, we have 182 and 169 Employees respectively in our Company. We have not experienced any material strikes, work stoppages, labour disputes or actions by or with our employees and we consider our relationship with our employees to be good. All the employees who are employed in their respective departments work with integrity to make sure the operation the company are fulfilled and the targets the company as set are achieved.

Department	**No. of Employees as on March 31, 2026**	**No. of Employees as on August 31, 2026**
Finance & Accounts	2	2
Management	4	4
Machine operator	135	119
Packaging staff	34	37
Operation	6	6
Secretarial	1	1
Total	**182**	**169**

Details of Employees Provident Fund and Employees State Insurance Corporation contributions for the last three financials years.

Our Company has been registered under Employees Provident Fund and Employees State Insurance Corporation with the following credentials:

Name of Organization	Registration Number	Date of Registration
Employees Provident Fund & Miscellaneous Provision Act, 1952	SRSRT2143338000	23-Jul-20
Employees State Insurance Act, 1948	39000577800000199	23-Jul-20

None of our employees currently meet the eligibility thresholds prescribed under the Employees' Provident Fund Act or the Employees' State Insurance Act. As a result, the statutory requirements for contributions under the Employees' Provident Fund (EPF) and Employees' State Insurance Corporation (ESIC) do not apply to the Company. Consequently, no payments or deductions have been made by the Company in respect of EPF or ESIC from employees. However, the Company pays administration charges as applicable as per Employees Provident Fund & Miscellaneous Provision Act, 1952.

Employee Attrition Rate

Our organization relies heavily on a flexible, casual workforce. Because our daily staffing fluctuates based on demands and short-term assignments, standard HR attrition formulas do not accurately reflect our actual retention trends. Therefore, traditional attrition metrics cannot reliably measure or represent this segment of our workforce.

Industry growth drivers

Key industry growth driving factors, amongst others, include:

***Growing Apparel Industry*:** The elastic industry is closely related to technical textiles because elastic products such as tapes, bands, webbings, and cords are designed for functional use. These materials are widely used in medical supports, sportswear, safety equipment, seat belts, and industrial products where stretchability, comfort, and durability are important. Therefore, elastic products form an important part of the technical textile industry and global technical textiles market is projected to grow from USD 202.3 billion in 2020 to USD 331.3 billion by 2030, driven by increasing demand across healthcare, automotive, construction, and industrial applications. The market recorded a CAGR of 4.5% during 2020–24 and is expected to accelerate to 5.5% during 2025–30, supported by rising adoption of high-performance and specialised textile materials globally. (*Source: B2K Analysis Report*)

***Rising Disposable Income*:** India's per capita GDP (at current prices) increased from Rs 1,89,292 in FY2023, to Rs 2,43,108 in FY2026, growing at a CAGR of 8.7%, while in real terms (adjusting inflation) it grew by 6.5% (CAGR) to Rs 2,28,560 by FY2026. This rising income level is contributing to higher spending on clothing, including synthetic textiles. (*Source: B2K Analysis Report*)

***Technological Advancements*:** Advanced narrow fabric looms, automated dyeing and finishing systems precision-controlled tension and elasticity systems have enhanced the performance characteristics of these materials. Further, investments in R&D and technology in textile industry expands application areas for elastic manufacturers beyond apparel Drives demand for high-performance elastic webbings and tapes Encourages R&D and product innovation (*Source: B2K Analysis Report*)

Competition

The Company operates in a highly competitive and fragmented industry and faces competition from various manufacturers of narrow woven fabrics, elastic tapes, and allied textile products across Surat and other parts of India. The Company competes primarily on the basis of product quality, customization capabilities, timely delivery, pricing, product innovation, and customer relationships. The ability to offer products in diverse specifications, designs, colours, widths, and performance characteristics in accordance with customer requirements is an important factor influencing competition in the industry. Market participants also compete by maintaining consistent quality standards, ensuring reliable delivery schedules, and providing cost-effective solutions to customers. The Company seeks to differentiate itself through its manufacturing capabilities, industry experience, focus on quality control, and ability to develop customized products for various end-use industries, including apparel, luggage, furniture, footwear, medical, and allied sectors. The Company believes that its commitment to product quality, customer satisfaction, and operational efficiency enables it to maintain and strengthen its competitive position in the market.

Quality Assurance

Quality is central to our business. We aim to deliver elastics that meet our customers' specifications consistently and on time. Our quality control covers every stage of manufacturing. Incoming yarn and rubber are inspected for count, denier, strength and consistency before use. During production, our team checks width, weight, stretch, elongation and recovery at regular intervals on our knitting, weaving and crochet machines. Finished elastics are inspected for dimensions, colour shade, fastness and finish before packing and dispatch. Each order is tracked from raw material issue to final delivery, and batches can be traced if a complaint arises. By maintaining consistent quality, we aim to build long-term relationships with our customers and strengthen the "SRG" brand.

Health and Safety Measures for Employees

We are committed to adopting generally accepted good practices and ensure compliance with applicable health, safety and environmental legislation and other requirements in our operations, including but not limited to all safety equipment, protection gears and etc., as may be required for our operations.

Approach to Marketing of Products

The Company follows a customer-centric marketing approach focused on building long-term relationships with its customers and delivering products that meet their quality, design, and performance requirements. The Company's marketing efforts are primarily directed towards manufacturers operating in the apparel, luggage, furniture, footwear, medical, and allied industries that utilize narrow woven fabrics and elastic tapes in their products. The Company's approach focuses on maintaining product quality, timely delivery, competitive pricing, and customized product offerings to meet customer requirements. The Company believes that customer satisfaction, industry experience, and reputation have contributed to customer retention and the generation of new business opportunities.

Collaborations

We have not entered into any technical or financial or any other collaboration agreement as on the date of filing this Draft Red Herring Prospectus.

Infrastructure Facilities

Our registered office is situated at R.S. NO. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin, Talangpur, Sachin, G.I.D.C., Surat, Chorasi, Gujarat, India, 394230. The Company's manufacturing facility is equipped with machinery and equipment required for the production of narrow woven fabrics, elastic tapes, and allied products. The manufacturing unit is supported by adequate infrastructure facilities, including production areas, storage and warehousing space for raw materials and finished goods, utilities etc. Our office is well equipped with requisite utilities and facilities including the following:

1. Power

We have arrangements for regular power supply at our Factory and registered office. This power is been supplied to us from DGVCL.

2. Water

Our registered office has adequate water supply arrangements for human consumption purpose. The requirements are fully met at the existing premises.

Imports-Exports and Import-Export Obligations

There is no Import- Export obligations as on date of filing this Draft Red Herring Prospectus.

Our Manufacturing Unit

Our manufacturing units are situated at 2 locations. The manufacturing has a total covered infrastructural area of over 2589.5 sq. mtrs. Details of the manufacturing units are as:

Sr. No.	Location	Owner	Status	Area
1	R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230	S.R.G. Narrow Fab Limited	Owned Property	1,245.50 sq. mtrs.
2	R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230.	S.R.G. Narrow Fab Limited	Owned Property	1,344.00 sq. mtrs.

Images Of Manufacturing Unit

Unit 1: R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230



Unit 2 -R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230



Plant and Machinery

List of machineries installed at both units are as at March 31, 2026 as follows:

Unit 1

Sr. No.	Description (Including Name, Make, Model)	Quantity	Name of Vendor / Seller
1	10/27 2010 Model - Needle Loom Machine	1	JINGIY
2	10/27 2015 Model - Needle Loom Machine	1	JINGIY
3	14/20 2015 Model - Needle Loom Machine	1	JINGIY
4	10/27 2010 Model - Needle Loom Machine	1	JINGIY
5	10/27 2010 Model - Needle Loom Machine	1	JINGIY
6	10/27 2015 Model - Needle Loom Machine	1	JINGIY
7	12/30 2009 Model - Needle Loom Machine	1	K T JACART
8	10/27 2010 Model - Needle Loom Machine	1	JINGIY
9	10/27 2010 Model - Needle Loom Machine	1	JINGIY
10	10/27 2010 Model - Needle Loom Machine	1	JINGIY
11	12/30 2009 Model - Needle Loom Machine	1	K T JACART
12	12/30 2009 Model - Needle Loom Machine	1	K T JACART
13	12/30 2009 Model - Needle Loom Machine	1	K T JACART
14	10/27 2010 Model - Needle Loom Machine	1	JINGIY
15	10/27 2009 Model - Needle Loom Machine	1	JINGIY
16	12/20 2009 Model - Needle Loom Machine	1	JINGIY
17	10/27 2009 Model - Needle Loom Machine	1	JINGIY
18	10/27 2009 Model - Needle Loom Machine	1	JINGIY
19	10/27 2010 Model - Needle Loom Machine	1	JINGIY
20	10/27 2010 Model - Needle Loom Machine	1	JINGIY
21	10/27 2010 Model - Needle Loom Machine	1	JINGIY

22	8/35 2006 Model - Needle Loom Machine	1	MYTEX
23	8/35 2007 Model - Needle Loom Machine	1	JY
24	8/35 2006 Model - Needle Loom Machine	1	MYTEX
25	8/35 2004 Model - Needle Loom Machine	1	JY
26	12/20 2009 Model - Needle Loom Machine	1	JINGIY
27	10/27 2015 Model - Needle Loom Machine	1	JINGIY
28	10/27 2015 Model - Needle Loom Machine	1	JINGIY
29	10/27 2015 Model - Needle Loom Machine	1	JINGIY
30	10/27 2015 Model - Needle Loom Machine	1	JINGIY
31	10/27 2015 Model - Needle Loom Machine	1	JINGIY
32	8/35 2006 Model - Needle Loom Machine	1	MYTEX
33	8/35 2007 Model - Needle Loom Machine	1	JY
34	8/35 2018 Model - Needle Loom Machine	1	MULLER
35	8/35 2018 Model - Needle Loom Machine	1	MULLER
36	8/35 2018 Model - Needle Loom Machine	1	MULLER
37	8/35 2018 Model - Needle Loom Machine	1	MULLER
38	8/35 2007 Model - Needle Loom Machine	1	K T JACART
39	8/35 2007 Model - Needle Loom Machine	1	K T JACART
40	10/35 2008 Model - Needle Loom Machine	1	SAN JIAN
41	10/35 2008 Model - Needle Loom Machine	1	SAN JIAN
42	8/35 2006 Model - Needle Loom Machine	1	JINGIY
43	10/35 2008 Model - Needle Loom Machine	1	SAN JIAN
44	8/35 2006 Model - Needle Loom Machine	1	K T JACART
45	8/35 2006 Model - Needle Loom Machine	1	K T JACART
46	8/35 2006 Model - Needle Loom Machine	1	K T JACART
47	8/35 2006 Model - Needle Loom Machine	1	K T JACART
48	8/35 2006 Model - Needle Loom Machine	1	K T JACART
49	8/45 2014 Model - Needle Loom Machine	1	JY
50	10/45 2014 Model - Needle Loom Machine	1	JY
51	8/45 2010 Model - Needle Loom Machine	1	JY
52	8/35 2006 Model - Needle Loom Machine	1	K T JACART
53	8/35 2006 Model - Needle Loom Machine	1	K T JACART
54	8/35 2006 Model - Needle Loom Machine	1	K T JACART
55	8/35 2006 Model - Needle Loom Machine	1	K T JACART
56	10/30 2008 Model - Needle Loom Machine	1	SAN JIAN
57	8/60 2017 Model - Needle Loom Machine	1	YATAI
58	8/60 2017 Model - Needle Loom Machine	1	YATAI
59	10/55 2014 Model - Needle Loom Machine	1	YATAI
60	8/35 2007 Model - Needle Loom Machine	1	JINGIY
61	8/35 2005 Model - Needle Loom Machine	1	JINGIY
62	8/352018 Model - Needle Loom Machine	1	MULLER
63	8/35 2006 Model - Needle Loom Machine	1	JINGIY
64	8/35 2007 Model - Needle Loom Machine	1	JINGIY
65	8/35 2018 Model - Needle Loom Machine	1	JINGIY
66	10/27 2010 Model - Needle Loom Machine	1	JINGIY
67	8/35 2010 Model - Needle Loom Machine	1	JINGIY
68	8/35 2010 Model - Needle Loom Machine	1	JINGIY
69	Warping Machine	4	NIDHI
70	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
71	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
72	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
73	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
74	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
75	JYC 762/B3 Crochet Machine 2011 Model	1	JINGIY
76	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
77	JYC 762/B3 Crochet Machine 2011 Model	1	JINGIY
78	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY

79	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
80	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
81	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
82	JYC 762/B3 Crochet Machine 2014 Model	1	JINGIY
83	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
84	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
85	JYC 762/B3 Crochet Machine 2011 Model	1	JINGIY
86	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
87	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
88	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
89	JYC 762/B3 Crochet Machine 2021 Model	1	JINGIY
90	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
91	JYC 762/B3 Crochet Machine 2015 Model	1	JINGIY
92	JYC 762/B3 Crochet Machine 2014 Model	1	JINGIY
93	JYC 762/B3 Crochet Machine 2014 Model	1	JINGIY
94	JYC c 762/B3 Crochet Machine 2014 Model	1	JINGIY
95	JYC 762/B3 Crochet Machine 2014 Model	1	JINGIY
96	JYC 762/B3 Crochet Machine 2011 Model	1	JINGIY
97	JYC 762/B3 Crochet Machine 2014 Model	1	JINGIY
98	Jaishag 762/B8 Crochet Machine 2024 Model	1	PARI NARROW SPARE
99	Jaishag 762/B8 Crochet Machine 2024 Model	1	PARI NARROW SPARE
100	Jaishag 762/B8 Crochet Machine 2024 Model	1	PARI NARROW SPARE
101	Jaishag 762/B8 Crochet Machine 2024 Model	1	PARI NARROW SPARE
102	Jaishag 889/B3 Crochet Machine 2024 Model	1	PARI NARROW SPARE
103	Jaishag 889/B3 Crochet Machine 2024 Model	1	PARI NARROW SPARE
104	Jaishag 889/B3 Crochet Machine 2024 Model	1	PARI NARROW SPARE
105	Jaishag 889/B3 Crochet Machine 2024 Model	1	PARI NARROW SPARE
106	8/30 2006 Model - Needle Loom Machine	1	JINGIY
107	8/30 2006 Model - Needle Loom Machine	1	YITAI
108	8/30 2006 Model - Needle Loom Machine	1	JINGIY
109	8/30 2006 Model - Needle Loom Machine	1	JINGIY
110	8/55 2010 Model - Needle Loom Machine	1	YITAI
111	8/55 2010 Model - Needle Loom Machine	1	YITAI
112	4/90 2014 Model - Needle Loom Machine	1	JINGIY
113	8/20 2010 Model - Needle Loom Machine	1	JINGIY
114	6/25 2010 Model - Needle Loom Machine	1	JINGIY
115	4/65 2014 Model - Needle Loom Machine	1	YITAI
116	4/90 2014 Model - Needle Loom Machine	1	JINGIY
117	4/90 2014 Model - Needle Loom Machine	1	JINGIY
118	Covering Machine	1	JC RIMA MACHINE
119	Covering Machine	1	JC RIMA MACHINE
120	Covering Machine	1	JC RIMA MACHINE
121	Covering Machine	1	JC RIMA MACHINE
122	Covering Machine	1	JC RIMA MACHINE
123	Covering Machine	1	JC RIMA MACHINE
124	Covering Machine	1	JC RIMA MACHINE
125	Covering Machine	1	JC RIMA MACHINE
126	Covering Machine	1	JC RIMA MACHINE
127	Covering Machine	1	JC RIMA MACHINE
128	Covering Machine	1	JC RIMA MACHINE
129	Covering Machine	1	JC RIMA MACHINE
130	Dyeing And Finishing Machine	4	OM SAI ENGINEERING
131	Warping Machine 2014 Model	4	GANESH
132	Warping Machine	2	PRASHANT
133	Bobin Machine	3	JC RIMA MACHINE
134	Packing Rolling Machine	12	PRASHANT
135	Separating Machine	3	PRASHANT

136	Packing Measuring Machine2010 Model	1	PRASHANT
137	Yarn Winder Machine	3	LOCAL
138	Packing Machine	12	LOCAL
139	Crochet Machine 2015	6	PARI NARROW SPARE

Unit 2

Sr. No.	Description (Including Name, Make, Model)	Quantity	Name of Vendor / Seller
1	Warping Machine	2	PRASHANT
3	Warping Machine	2	GANESH
4	Warping Machine	1	MULLER
5	4/90 2014 Model - Needle Loom Machine	1	JINGIY
6	4/90 2014 Model - Needle Loom Machine	1	JINGIY
7	8/55 2021 Model - Needle Loom Machine	1	JINGIY
8	4/10 2010 Model - Needle Loom Machine	1	KY
9	4/10 2010 Model - Needle Loom Machine	1	YITAI
10	4/80 2006 Model - Needle Loom Machine	1	MYTEX
11	8/55 2021 Model - Needle Loom Machine	1	JINGIY
12	10/25 2007 Model - Needle Loom Machine	1	YITAI
13	8/4 2007 Model - Needle Loom Machine	1	HB
14	8/55 2021 Model - Needle Loom Machine	1	JINGIY
15	6/55 2007 Model - Needle Loom Machine	1	YITAI
16	6/55 2007 Model - Needle Loom Machine	1	JINGIY
17	10/25 2000 Model - Needle Loom Machine	1	MYTEX
18	6/55 2006 Model - Needle Loom Machine	1	YITAI
19	6/55 2006 Model - Needle Loom Machine	1	MYTEX
20	6/552010 Model - Needle Loom Machine	1	YITAI
21	10/45 2021 Model - Needle Loom Machine	1	YITAI
22	10/25 2015 Model - Needle Loom Machine	1	YITAI
23	8/10 2002 Model - Needle Loom Machine	1	YITAI
24	10/45 2015 Model - Needle Loom Machine	1	YITAI
25	8/38 2010 Model - Needle Loom Machine	1	JINGIY
26	8/55 2010 Model - Needle Loom Machine	1	YITAI
27	10/42 2021 Model - Needle Loom Machine	1	JINGIY
28	8/45 2011 Model - Needle Loom Machine	1	JINGIY
29	8/55 2011 Model - Needle Loom Machine	1	YITAI
30	8/55 2011 Model - Needle Loom Machine	1	JINGIY
31	10/42 2021 Model - Needle Loom Machine	1	JINGIY
32	8/45 2021 Model - Needle Loom Machine	1	JINGIY
33	8/45 2021 Model - Needle Loom Machine	1	JINGIY
34	10/42 2021 Model - Needle Loom Machine	1	JINGIY
35	8/30 2007 Model - Needle Loom Machine	1	MYTEX
36	10/45 2010 Model - Needle Loom Machine	1	JINGIY
37	8/30 2010 Model - Needle Loom Machine	1	JINGIY
38	10/35 2014 Model - Needle Loom Machine	1	JINGIY
39	10/42 2021 Model - Needle Loom Machine	1	JINGIY
40	10/45 2010 Model - Needle Loom Machine	1	JINGIY
41	8/27 2008 Model - Needle Loom Machine	1	MYTEX
42	8/35 2010 Model - Needle Loom Machine	1	JINGIY
43	10/25 2007 Model - Needle Loom Machine	1	JINGIY
44	8/45 2010 Model - Needle Loom Machine	1	JINGIY
45	10/35 2014 Model - Needle Loom Machine	1	JINGIY
46	8/45 2011 Model - Needle Loom Machine	1	JINGIY
47	8/45 2011 Model - Needle Loom Machine	1	JINGIY
48	10/35 2014 Model - Needle Loom Machine	1	JINGIY

49	10/45 2019 Model - Needle Loom Machine	1	YITAI
50	10/45 2007 Model - Needle Loom Machine	1	YITAI
51	10/45 2017 Model - Needle Loom Machine	1	YITAI
52	10/45 2020 Model - Needle Loom Machine	1	YITAI
53	10/45 2020 Model - Needle Loom Machine	1	YITAI
54	10/45 2020 Model - Needle Loom Machine	1	YITAI
55	10/45 2021 Model - Needle Loom Machine	1	YITAI
56	10/45 2010 Model - Needle Loom Machine	1	YITAI
57	10/45 2010 Model - Needle Loom Machine	1	YITAI
58	10/45 2021 Model - Needle Loom Machine	1	YITAI
59	10/45 2021 Model - Needle Loom Machine	1	YITAI
60	10/45 2021 Model - Needle Loom Machine	1	YITAI
61	10/45 2021 Model - Needle Loom Machine	1	YITAI
62	10/45 2021 Model - Needle Loom Machine	1	YITAI
63	Covering Machine	1	JC RIMA MACHINE
64	Covering Machine	1	JC RIMA MACHINE
65	Covering Machine	1	JC RIMA MACHINE
66	Covering Machine	1	JC RIMA MACHINE
67	Covering Machine	1	SAPRU MACHINES
68	Covering Machine	1	SAPRU MACHINES
69	Covering Machine	1	SAPRU MACHINES
70	Dyeing And Finishing Machine	4	OM SAI ENGINEERING
71	Packing Machine	4	OM SAI ENGINEERING
72	Bobin Machine	2	JC RIMA MACHINE
73	Packing Rolling Machine	3	MULLER
74	Packing Roll Fomming Machine 2014 Model	9	MAMTA
75	Festooning Machine	6	PRASHANT
76	Packing Measuring Machine2009 Model	1	PRASHANT
77	Separating Machine 2014 Model	7	MAMTA
78	Needle Loom	3	LOCAL

Photos of Plants & Machinery

















Capacity Utilization

Over the years, our Company has expanded production across its two manufacturing units. Both Unit 1 and Unit 2 are engaged in the manufacture of elastic products. The current installed capacity includes 96,000,000 meters per annum for Needle Loom Machines and 50,000,000 meters per annum for Crochet Needle Loom Machines. The following table outlines the existing and proposed installed capacities of our Company.

The installed production capacity *vis-a-vis* actual production (in meter) at the two units of our Company as of the last three fiscal years is set out below:

Total installed production capacity *vis-a-vis* actual production for both units and for both Needle Loom Machines and Crochet Needle Loom Machine.

Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production
	(in months)	(in meter)	(in meter)
Fiscal 2026	12	14,60,00,000	11,34,00,000
Fiscal 2025	12	10,80,00,000	8,11,80,000
Fiscal 2024	12	9,60,00,000	7,07,70,000

For Needle Loom Machines

Unit -1				
Financial Year	Period of utilisation	Installed capacity for 12 months	Actual production	Utilization (in %)
	(in months)	(in meter)	(in meter)	
Fiscal 2026	12	4,80,00,000	3,84,00,000	80%
Fiscal 2025	12	3,60,00,000	2,82,60,000	78.50%
Fiscal 2024	12	3,30,00,000	2,60,70,000	79%

For Crochet Needle Loom Machine

Unit -1				
Financial Year	**Period of utilisation**	**Installed capacity for 12 months**	**Actual production**	**Utilization (in %)**
	(in months)	**(in meter)**	**(in meter)**	
Fiscal 2026	12	5,00,00,000	3,90,00,000	78%
Fiscal 2025	12	3,60,00,000	2,70,00,000	75%
Fiscal 2024	12	3,00,00,000	2,16,00,000	72%

For Needle Loom Machines

Unit -2				
Financial Year	**Period of utilisation**	**Installed capacity for 12 months**	**Actual production**	**Utilization (in %)**
	(in months)	**(in meter)**	**(in meter)**	
Fiscal 2026	12	4,80,00,000	3,60,00,000	75%
Fiscal 2025	12	3,60,00,000	2,59,20,000	72%
Fiscal 2024	12	3,30,00,000	2,31,00,000	70%

Further, after installation of new machines and equipment on 3rd and 4th floor of Unit 2, our installed capacity would be as follows:

Unit	Address	Type of machine	Installed Capacity per annum (in Meters) as on March 31, 2026	Installed Capacity per annum (in Meters) after expansion	% of total installed capacity (including Proposed expansion at 3rd & 4th floor of Unit 2)
Unit 1	Revenue Survey No. 271/P & 272/P, Plot No. 4227, Road No.42, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Needle Loom machine	4,80,00,000	-	28%
Unit 1	Revenue Survey No. 271/P & 272/P, Plot No. 4227, Road No.42, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Crochet Needle Loom machine	5,00,00,000	-	29%
Unit 2	Revenue Survey No. 282/P & 285/P, Plot No. 4105, Road No.41, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Needle Loom machine	4,80,00,000	2,40,00,000	41%
Unit 2	Revenue Survey No. 282/P & 285/P, Plot No. 4105, Road No.41, G. I. D. C. Sachin, Talangpur, Surat, Gujarat, India, 394230	Crochet Needle Loom machine	-	40,00,000	2%
			14,60,00,000	**2,80,00,000**	**100%**

Insurance Policies

S. No.	Policy type	Name of the insurance company	Policy number	Sum insured	Policy starts day	Policy End date
1	Insurance for Building including plinth, Stocks (Stock of Fabric, Elastic etc. used in mfg. of Elastic or etc. pertained to insured trade including raw materials, stock in process and packaging materials), Plant & Machinery Add-on Cover: Earthquake	Bajaj General Insurance Limited	OG-27-2222-4057-00000001	11,08,00,000	Apr 16, 2026	April 15, 2027
2	Insurance for Building including plinth, Stocks (Stock of Fabric, Elastic etc. used in mfg. of Elastic or etc. pertained to insured trade including raw materials, stock in process and packaging materials), Plant & Machinery Add-on Cover: Earthquake	Bajaj General Insurance Limited	OG-27-2222-4057-00000002	12,22,00,000	Apr 16, 2026	April 15, 2027
3	Employees Compensation Policy. Add-on Covers: Employees Medical Expenses	Bajaj General Insurance Limited	OG-26-2203-2802-00002521	33,600,000	Dec 20, 2025	December19, 2026

INTELLECTUAL PROPERTY

Intellectual Property: Set forth below are the trademarks registered/abandoned/objected in the name of our Company under the Trademarks Act, 1999:

S. No.	Trademark No./ Application No.	Class	Date of Application	Status	Trademark/Logo
1.	6829086	24	January 29, 2025	Under Examination	
2.	7648695	23	April 10, 2026	Ready for Examination	SRG Word mark
3.	7648696	23	April 10, 2026	Ready for Examination	
4.	7648697	24	April 10, 2026	Ready for Examination	SRG Word mark
5.	7648698	26	April 10, 2026	Ready for Examination	SRG Word mark
6.	7648699	26	April 10, 2026	Ready for Examination	
7.	7648700	35	April 10, 2026	Ready for Examination	SRG Word mark
8.	7648703	35	April 10, 2026	Ready for Examination	

**Correction application for the change of name from S.R.G. Narrow Fab Private Limited to S.R.G. Narrow Fab Limited on April 10, 2026.*

Certifications

Set forth below are the certifications obtained in the name of our Company under the Quality certification:

Sr. No.	Description	Authority	Registration No./ License No./ Certificate No.	Date of Certificate	Validity Date
1.	ISO 9001:2015	Quality Research Organization	305026040879Q	April 8, 2026	April 7, 2029
2.	ISO 45001:2018	Quality Research Organization	305026040880HS	April 8, 2026	April 7, 2029
3.	ISO 14001:2015	Quality Research Organization	305026040881E	April 8, 2026	April 7, 2029

Domain

The Details of Domain Name registered on the name of the Company is: -

S. No.	Domain	Registrant Organisation & Registry Domain ID	Registered On	Expired On
1	www.srgelastics.com	www.godaddy.com 2933569701_DOMAIN_COM-VRSN	November 12, 2024	November 12, 2027

Immovable Property

The details of the Immovable property owned by our company is given here below:

Sr. No.	Location	Owner	Description	Status	Area
1	R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin, Talangpur, Sachin, G.I.D.C., Surat, Chorasi, Gujarat, India, 394230.	S.R.G. Narrow Fab Limited	Registered Office*	Owned Property	1350 sq. mtr.
2	R.S. No. 271/P & 272/P, Plot No. 4227, Road No.42, G. I. D. C. Sachin, Talangpu, R, Na, Surat, ,394230, Gujarat, India	S.R.G. Narrow Fab Limited	Manufacturing unit	Owned Property	1245.50 sq. mtr.
3	R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin, Talangpur, Sachin, G.I.D.C., Surat, Chorasi, Gujarat, India, 394230.	S.R.G. Narrow Fab Limited	Manufacturing unit	Owned Property	1350 sq. mtr.

** It is hereby noted that the registered office and manufacturing unit of the Company situated at R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin, Talangpur, Sachin, G.I.D.C., Surat, 394230, Chorasi, Gujarat, India, are located at the same premises.*

Corporate Social Responsibility

We have constituted a corporate and social responsibility committee and have adopted and implemented a CSR policy pursuant to which we carry out CSR activities. In terms of our CSR policy, our CSR expenditure may be towards, amongst others, eradicating hunger, poverty and malnutrition, promoting health care, promoting education, promoting gender equality, empowering women, ensuring environmental sustainability, ecological balance, *etc*. In Fiscal 2026, we spent ₹ 6.09 lakh, towards CSR activities in compliance with applicable laws.

KEY INDUSTRY REGULATIONS AND POLICIES

Except as otherwise specified in this Draft Red Herring Prospectus, we are subject to several central and state legislations which regulate substantive and procedural aspects of our business.

Additionally, our operations require sanctions from the concerned authorities, under the relevant Central and State legislations. The following is an overview of some of the important laws, policies and regulations which are pertinent to our business. Taxation statutes such as the I.T. Act, GST and applicable Labour laws, contractual laws and intellectual property laws as the case may be, apply to us as they do to any other Indian company. The statements below are based on the current provisions of Indian law and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. The regulations set out below may not be exhaustive and are only intended to provide general information to Investors and are neither designed nor intended to be a substitute for professional legal advice.
For details of the approvals and licenses obtained by our Company, please refer to the chapter titled **"Government and Other Statutory Approvals"** beginning on page 253 of this Draft Red Herring Prospectus.

APPROVALS

For the purpose of the business undertaken by our Company, it is required to comply with various laws, statutes, rules, regulations, executive orders, etc. that may be applicable from time to time. The details of such approvals have more particularly been described for your reference in the chapter titled "***Government and Other Statutory Approvals***" beginning on page 253 of this Draft Red Herring Prospectus.

The Companies Act, 2013

The consolidation and amendment in the law relating to the Companies Act, 1956 made way to the enactment of the Companies Act, 2013 and rules made thereunder.

This legislation primarily governs the incorporation, funding, operation, and restructuring of companies as distinct legal entities. The Act outlines the eligibility criteria, procedural requirements, and execution processes for various corporate actions. It defines the roles and responsibilities of company management in relation to shareholders and emphasizes key principles such as transparency, corporate governance, and the protection of shareholders and creditors. Ultimately, the Companies Act seeks to strike a balance between two often competing objectives: ensuring managerial autonomy and safeguarding investor interests.

SEBI Regulations

Securities And Exchange Board of India is the regulatory body for securities market transactions including regulation of listing and delisting of securities. It forms various rules and regulations for the regulation of listed entities, transactions of securities, exchange platforms, securities market and intermediaries thereto. Apart from other rules and regulations, listed entities are mainly regulated by the SEBI Act, 1992, Securities Contract Regulation Act, 1956, Securities Contracts (Regulation) Rules,1957, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015.

BUSINESS AND/OR KEY INDUSTRY LAWS AND REGULATIONS

Factories Act, 1948

The Factories Act, 1948 is the principal legislation governing the regulation of factories in India and applies to manufacturing establishments engaged in production activities using power and employing the prescribed number of workers. The Act provides a comprehensive framework for ensuring the health, safety and welfare of workers employed in factories and regulates various aspects of factory operations, including working hours, overtime, employment of women and young persons, safety of machinery, handling of hazardous processes, cleanliness, ventilation, lighting and provision of welfare facilities. It mandates prior approval of factory building plans and the obtainment of a factory licence from the competent authority before commencement of operations. The Act also requires reporting of industrial accidents and dangerous occurrences and empowers factory inspectors to conduct inspections, issue directions, and initiate enforcement

actions in case of non-compliance. Compliance with the provisions of the Factories Act, 1948 is mandatory for all manufacturing units operating within its applicability thresholds.

National Textile Policy – 2000

The objectives of NTxp-2000 Policy inter-alia are to facilitate the textile industry to attain and sustain a preeminent global standing in the manufacture and export of clothing, equip the textile industry to withstand pressures of import penetration and maintain a dominant presence in the domestic market, liberalize controls and regulations so that the different segments of the textile industry are enabled to perform in a greater competitive environment, enable the textile industry to build world class state-of-the-art manufacturing capabilities in conformity with environmental standards, and for this purpose to encourage both Foreign Direct Investment as well as research and development in the textile sector, develop a strong multi-fibre base with thrust of product up gradation and diversification, sustain and strengthen the traditional knowledge, skills and capabilities of our weavers and craftspeople, enrich human resource skills and capabilities, with special emphasis on those working in the decentralized sectors of the textile industry and for this purpose to revitalize the Institutional structure.

Textile Committee Act, 1963 read with Textiles Committee (Cess) Rules, 1975

The Textile Committee Act provides for the establishment of a committee to be known as the Textiles Committee. The functions of the committee are to ensure by such measures, as it thinks fit, standard qualities of textiles both for internal marketing and export purposes and the manufacture and use of standard type of textile machinery. The committee may undertake, assist and encourage, scientific, technological and economic research in textile industry and textile machinery; promote export of textiles and textile machinery; establish or adopt or recognize standard specifications for textiles and packing materials used in the packing of textiles or textile machinery, export and for internal consumption and affix suitable marks on such standardized varieties of textiles and packing materials.

Textile (Development and Regulation) Order, 2001

The Textile Order was brought into force by the Central Government under section 3 of the Essential Commodities Act, 1995 and repealed the Textile (Development and Regulation) Order, 1993. Under the Textile Order every manufacturer of Textiles, Textile machinery and every person dealing with textiles shall keep books of accounts, data and other records relating to his business in the matter of production, processing, import, export, supply, distribution, sale, consumption, etc. and shall furnish such returns or information in respect of their business as and when directed by the Textile Commissioner. The Textile Order further provides that no person shall make any markings on any textiles resembling the brand name or trade name of any other person who has applied for or obtained a registration to that effect under the Trade and Merchandize Marks Act, 1958, except under and limited to the extent of specific authorization by the holder of or application for such brand or trade name

Textile (Development and Regulation) Act, 1958

The textile industry in India is principally governed by the Textile (Development and Regulation) Act, 1958, which has been enacted with the objective of ensuring the orderly development and regulation of the textile industry in the country. The Act empowers the Central Government to take such measures as it may deem necessary for the regulation, control, and development of textile undertakings, including matters relating to production, quality control, supply, distribution, and pricing of textile products. Under this legislation, the Central Government is authorized to issue directions, notifications, or control orders applicable to specific segments of the textile industry, depending upon policy considerations, market conditions, or national interest. For manufacturers engaged in the production of elastic and narrow fabrics, the provisions of this Act become relevant in instances where the Government prescribes standards, imposes regulatory controls, or issues directions concerning the manufacture, quality, or distribution of textile products. Compliance with any such directions or regulatory measures issued under this Act is mandatory and forms an integral part of industry-specific regulatory oversight.

Public Liability Insurance Act, 1991

Industrial undertakings handling hazardous chemicals above specified limits must maintain public liability insurance to provide immediate relief to affected persons in the event of accidental release or exposure. Insurance coverage must be renewed periodically and accompanied by applicable regulatory undertakings. Insurers may impose compliance obligations relating to chemical handling, storage, training, safety systems and audits.

Central Consumer Protection Authority Guidelines on Misleading Advertisements and Endorsements, 2022

Marketing claims relating to durability, flame resistance, antimicrobial performance, eco-friendliness, phthalate-free formulations or international standard compliance must be accurate, measurable and supported by technical evidence. Endorsements by influencers or technical experts must disclose material relationships and must not exaggerate functionality or safety. Claims such as "environment friendly", "safe for children", "anti-bacterial" or "phthalate-free" may trigger scrutiny if unsupported. Enforcement powers include withdrawal orders, penalties, prosecution, or directions to correct advertisements.

Electricity Act, 2003

The Electricity Act, 2003 provides the statutory framework governing the generation, transmission, distribution and consumption of electricity in India and also establishes the legal basis for electrical safety in industrial establishments. Manufacturing units operating high-capacity machinery, electrical installations, transformers or diesel generator sets are required to comply with the provisions of the Act and the applicable state electricity rules and regulations. The regulatory framework mandates inspection, testing and certification of electrical installations by the competent electrical authorities to ensure operational safety and to prevent electrical hazards, fires and accidents. The authorities are empowered to issue directions, impose penalties or order disconnection of power supply in case of unsafe conditions or non-compliance. Compliance with the Electricity Act, 2003 and allied regulations is essential for the lawful and safe conduct of industrial operations.

National Building Code of India

Polymer-based flooring, wall surfaces and interior materials used in buildings are subject to standards relating to flame spread, smoke density, toxicity, and ignition characteristics under the National Building Code and local fire regulations. Industrial establishments must maintain fire-safe storage for chemicals, provide adequate detection and suppression systems, establish emergency evacuation plans and conduct periodic drills. Approvals or NOCs may be required from local fire authorities prior to commencement or modification of operations. Failure to comply may result in suspension of operations or denial of occupancy certifications.

TAX RELATED REGULATIONS

Income Tax Act, 2025

Income Tax Act, 2025 is applicable to every company, whether domestic or foreign whose income is taxable under the provisions of this Act or Rules made there under depending upon its "Residential Status" and "Type of Income" involved. The Income Tax Act provides for the taxation of persons resident in India on global income and persons not resident in India on income received, accruing or arising in India or deemed to have been received, accrued or arising in India. Every company assessable to income tax under the Income Tax Act is required to comply with the provisions thereof, including those relating to tax deduction at source, advance tax, minimum alternative tax, etc

GST Laws

The Goods and Services Tax ("GST") is levied on the supply of goods or services or both, jointly by the Central Government and State Governments. It is governed by the GST Council. GST provides for the imposition of tax on the supply of goods or services and is levied by the Central Government on intra-state supply of goods or services and by the State Governments, including Union Territories. The GST law is enforced by various Acts, viz. the Central Goods and Services Tax Act, 2017, the relevant State Goods and Services Tax Acts, 2017, the Union Territory Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the Goods and Services Tax (Compensation to States) Act, 2017, and various rules made thereunder.

Customs Act, 1962

The provisions of the Customs Act, 1962 and rules made there under are applicable at the time of import (bringing goods into India from abroad) and export (sending goods out of India). Any Company needing to import or export any goods is first required to get it registered and obtain an IEC (Importer Exporter Code) in terms of provisions of the Foreign Trade Development and Regulation Act, 1992. Imported goods in India attract basic customs duty, additional customs duty and cesses in terms of the provisions of the Customs Act, 1962, Customs Tariff Act, 1975 and the relevant provisions made thereunder. The rates of basic customs duty are specified under the Customs Tariff Act 1975. Customs duty is calculated on

the assessable value of the goods. Customs duties are administrated by Central Board of Indirect Taxes and Customs under the Ministry of Finance.

The Professional Tax

The professional tax slabs in India are applicable to those citizens of India who are either involved in any profession or trade. The State Government of each State is empowered with the responsibility of structuring as well as formulating the respective professional tax criteria and is also required to collect funds through professional tax. Professional taxes are charged on the incomes of individuals, profits of business or gains in vocations. Professional tax is charged as per the List II of the Constitution. The professional taxes are classified under various tax slabs in India. The tax payable under the State Acts by any person earning a salary or wage shall be deducted by his employer from the salary or wages payable to such person before such salary or wages is paid to him, and such employer shall, irrespective of whether such deduction has been made or not when the salary and wage is paid to such persons, be liable to pay tax on behalf of such person and employer has to obtain the registration from the assessing authority in the prescribed manner. Every person liable to pay tax under these Acts (other than a person earning salary or wages, in respect of whom the tax is payable by the employer), shall obtain a certificate of enrolment from the assessing authority.

LAWS RELATED TO ENVIRONMENTAL LAWS

National Environmental Policy, 2006

The dominant theme of this policy is that while conservation of environmental resources is necessary to secure livelihoods and well-being of all, the most secure basis for conservation is to ensure that people dependent on particular resources obtain better livelihoods from the fact of conservation, than from degradation of the resource.

The Environment Protection Act, 1986 and Environment (Protection) Rules, 1986

The act serves as comprehensive umbrella legislation designed to protect and enhance the environment by establishing a framework for the central government to coordinate the activities of various authorities created under earlier laws. Key provisions of the act empower the government to set environmental quality standards, control and reduce pollution from all sources, and prohibit or restrict the establishment of industrial facilities based on environmental considerations. Furthermore, it mandates that individuals or entities engaged in business activities must take measures to prevent or mitigate environmental pollution, ensuring a proactive approach to environmental protection.

Air (Prevention and Control of Pollution) Act, 1981

The act aims to protect and enhance air quality while preventing and controlling air pollution. Key provisions include the establishment of Central and State Pollution Control Boards, which are responsible for monitoring and regulating air quality. Under this legislation, industries are required to obtain consent from these boards prior to establishing or operating within designated pollution control areas, ensuring that air quality standards are upheld and pollution is effectively managed.

Water (Prevention and Control of Pollution) Act, 1974

The act is designed to prevent and control water pollution while maintaining or restoring the wholesomeness of water in India. Key provisions include the establishment of Central and State Pollution Control Boards, which are tasked with monitoring water quality standards. Industries are required to obtain consent from these boards before establishing or operating under this act ensuring that their activities do not lead to the pollution of water sources and that water quality is safeguarded.

Water (Prevention and Control of Pollution) Cess Act, 1977

The act aims to generate revenue for the Pollution Control Boards by imposing a cess on water consumption by industries and local authorities. Key provisions stipulate that the funds collected are utilized to promote water conservation and pollution control measures, thereby encouraging industries to adopt more efficient and sustainable water usage practices. This financial framework not only supports environmental initiatives but also incentivizes responsible water management among businesses.

National Green Tribunal Act, 2010

This act establishes a specialized tribunal dedicated to the expeditious disposal of cases concerning environmental protection and the conservation of forests and other natural resources. Key provisions ensure effective legal enforcement of environmental laws, providing a platform for addressing grievances related to pollution and environmental damage caused by industries. By streamlining the judicial process, the tribunal aims to enhance accountability and promote timely resolutions in environmental disputes.

Public Liability Insurance Act, 1991

This act mandates that industries handling hazardous substances obtain insurance to cover potential liabilities arising from accidents that may cause environmental damage or health hazards. Key provisions ensure that adequate compensation is available for affected individuals and communities in the event of an industrial accident. By requiring insurance coverage, the act aims to safeguard public health and the environment, ensuring that resources are available for remediation and support for those impacted by such incidents.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016

The Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016, framed under the Environment (Protection) Act, 1986, regulate the generation, handling, storage, transportation, treatment, recycling, recovery and disposal of hazardous and other wastes in India. The Rules prescribe requirements relating to authorization, environmentally sound management, record-keeping and reporting by occupiers and operators of facilities handling hazardous and other wastes. They also regulate the import and export and transboundary movement of hazardous and other wastes in accordance with applicable international obligations, including the Basel Convention. The Rules have been amended from time to time, including through amendments notified in 2020, 2021, 2023, 2024 and 2025, and should therefore be read with the amendments and applicable notifications/circulars issued thereunder.

LAWS RELATED TO INTELLECTUAL PROPERTY

The Trade Marks Act, 1999

The Trade Marks Act of 1999 is India's primary legislation for the protection of trademarks. It offers statutory protection to trademarks used in commerce, ensuring exclusive rights to the trademark owner and preventing unauthorized use of similar marks that could cause confusion. The Act covers the registration, renewal, and assignment of trademarks and provides legal remedies for trademark infringement. This Act plays a crucial role in promoting fair trade practices and fostering a competitive business environment in India.

The Copyright Act, 1957

The Copyright Act, 1957 provides legal protection to creators of literary, dramatic, musical, and artistic works, as well as cinematograph films and sound recordings. The legislation also provides for performers' rights, moral rights of authors as well as moral rights of performers. It also sets the framework for dealing with issues like copyright infringement, fair use, and the duration of copyright protection.

Designs Act, 2000 and the Designs Rules, 2001

The Designs Act regulates and protects the originality of an article's design and prohibits the piracy of registered designs. The primary objective of the Act is to protect new or original designs from getting copied, and ensure that the creator, originator or artisan of the design is not deprived of their rightful gains for the creation of their design. The central government also drafted the Designs Rules under the authority of the Designs Act for the purposes of specifying certain prescriptions regarding the practical aspects related to designs such as payment of fees (available in the First Schedule of the Rules, amended through the Design Rules,2014), register for designs, classification of goods, address for service, restoration of designs, etc.

Minimum Wages Act, 1948

The Minimum Wages Act, 1948 ("MWA") came into force with an objective to provide for the fixation of a minimum wage payable by the employer to the employee. Under the MWA, every employer is mandated to pay the minimum wages to all employees engaged to do any work skilled, unskilled, manual or clerical (including out-workers) in any employment listed in the schedule to the MWA, in respect of which minimum rates of wages have been fixed or revised under the MWA. Construction of Buildings, Roads, and Runways are scheduled employments. It prescribes penalties for non-compliance by employers for payment of the wages thus fixed.

The Industrial Disputes Act, 1947 and Industrial Dispute (Central) Rules, 1957

The Industrial Disputes Act, 1947 ("ID Act") was enacted to make provision for the investigation and settlement of industrial disputes and for other purposes specified therein. Workmen under the ID Act have been provided with several benefits and are protected under various labour legislations. The ID Act also sets out certain requirements in relation to the termination of a workman's services. This includes a detailed procedure prescribed for the resolution of disputes with labour, removal, and certain financial obligations upon retrenchment. The Industrial Disputes (Central) Rules, 1957 also specify procedural guidelines for lockouts, closures, lay-offs, and retrenchment.

The Employees State Insurance Act, 1948

Employees State Insurance Act, 1948("**ESI Act**") provides for certain benefits to employees in case of sickness, maternity and employment injury. All employees in establishments covered by the ESI Act are required to be insured, with an obligation imposed on the employer to make certain contributions in relation thereto. In addition, the employer is also required to register under the ESIC Act and maintain prescribed records and registers.

Payment of Gratuity Act, 1972

The Payment of Gratuity Act, 1972 ("PG Act") applies to every factory and shop or establishment in which ten or more employees are employed. Gratuity is payable to an employee on the termination of his employment after he has rendered continuous service for not less than 5 (five) years.

- On his/her superannuation.
- On his/her retirement or resignation.
- On his/her death or disablement due to accident or disease (in this case the minimum requirement of 5 Years is not applicable.)

Payment of Bonus Act, 1965

The Payment of Bonus Act provides for payment of minimum bonus to factory employees and every other establishment in which 20 or more persons are employed and requires maintenance of certain books and registers and filing of monthly returns showing computation of allocable surplus, set on and set off of allocable surplus and bonus due.

The Employees Provident Fund and Miscellaneous Provisions Act, 1952 ("Act") and the schemes formulated there under ("Schemes")

The Employees Provident Funds and Miscellaneous Provisions Act, 1952 ("EPF Act") was introduced with the object to institute compulsory provident fund for the benefit of employees in factories and other establishments. EPF Act provides for the institution of provident funds and pension funds for employees in establishments where more than 20 (twenty) persons are employed and factories specified in Schedule I of the EPF Act. Under the EPF Act, the Central Government has framed the "Employees Provident Fund Scheme".

Maternity Benefit Act, 1961

This is a legislation aimed at regulating the employment of women in certain establishments for certain periods before and after child-birth and to provide for maternity benefit and certain other benefits.

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

This Act aims to prevent and address incidents of sexual harassment of women at their place of work and provide a mechanism for redressal of complaints related to such harassment.

Employees' Compensation Act, 1923

The Employees' Compensation Act, 1923 is a significant piece of legislation in India designed to provide financial protection to employees and their dependents in the event of workplace injuries or occupational diseases. This Act ensures that employees receive timely compensation for injuries sustained during the course of their employment.

Equal Remuneration Act, 1976

The Act aims to provide for the payment of equal remuneration to men and women workers and for the prevention of discrimination, on the ground of sex, against women in the matter of employment and for matters connected therewith or incidental thereto.

Child Labour (Prohibition and Regulation) Act, 1986

The Child Labour (Prohibition and Regulation) Act, 1986 is an Act to prohibit the engagement of children in certain employments and to regulate the conditions of work of children in certain other employments.

Apprentice Act, 1961 read with The National Policy of Skill Development and Entrepreneurship 2015

The Apprentices Act, 1961 was enacted with the objective of regulating the program of training of apprentices in the industry by utilizing the facilities available therein for imparting on-the-job training. The National Policy of Skill Development and Entrepreneurship 2015, launched by the Hon'ble Prime Minister on 15th July, 2015, focuses on apprenticeship as one of the key programs for creating skilled manpower in India. The Apprentices Act, 1961 makes it obligatory for employers to engage apprentices under a duly executed contract, in designated trades and in optional trades. Directorate General of Training (DGT) under Ministry of Skill Development & Entrepreneurship monitors the implementation of the scheme of apprenticeship training. All establishments having work force (regular and contract employees) of 30 or more are mandated to undertake Apprenticeship Programs in a range from 2.5% -15% of its workforce every year.

Code on Wages, 2019

The Code on Wages, 2019 consolidates and amends the laws relating to wages and bonus and subsumes four existing legislations, namely, the Payment of Wages Act, 1936, the Minimum Wages Act, 1948, the Payment of Bonus Act, 1965 and the Equal Remuneration Act, 1976. The Code received the assent of the President of India on August 8, 2019 and has come into force with effect from November 21, 2025. The Code regulates, inter alia, minimum wages, payment of wages, deductions from wages, payment of bonus and prohibition of discrimination on the ground of gender in matters relating to wages and recruitment. The Code also provides for a statutory floor wage to be fixed by the Central Government, below which the minimum rate of wages fixed by the appropriate Government cannot fall.

Occupational Safety, Health and Working Conditions Code, 2020

The Occupational Safety, Health and Working Conditions Code, 2020 consolidates and amends laws relating to occupational safety, health and working conditions and subsumes, inter alia, the Factories Act, 1948, the Contract Labour (Regulation and Abolition) Act, 1970, the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979 and the Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996. The Code received the assent of the President of India on September 28, 2020 and has come into force with effect from November 21, 2025. It provides for statutory requirements relating to occupational safety, health, welfare facilities, working conditions, contract labour, inter-state migrant workers and other categories of workers covered under the Code. The Ministry of Labour and Employment has also published the draft Occupational Safety, Health and Working Conditions (Central) Rules, 2025 in connection with implementation of the Code.

Industrial Relations Code, 2020

The Industrial Relations Code, 2020 consolidates and amends the laws relating to trade unions, conditions of employment in industrial establishments and settlement of industrial disputes and subsumes three existing legislations, namely, the Industrial Disputes Act, 1947, the Trade Unions Act, 1926 and the Industrial Employment (Standing Orders) Act, 1946. The Code

received the assent of the President of India on September 28, 2020 and has come into force with effect from November 21, 2025. The Code provides a consolidated framework relating to trade unions, standing orders, industrial disputes, strikes and lock-outs, retrenchment and related matters. The Ministry of Labour and Employment has published the draft Industrial Relations Code (Central) Rules, 2025 in connection with implementation of the Code.

Code on Social Security, 2020

The Code on Social Security, 2020 consolidates and amends the laws relating to social security and subsumes various existing legislations, including the Employees' Compensation Act, 1923, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, the Maternity Benefit Act, 1961, the Payment of Gratuity Act, 1972, the Building and Other Construction Workers' Welfare Cess Act, 1996 and the Unorganised Workers' Social Security Act, 2008. The Code received the assent of the President of India on September 28, 2020 and has come into force with effect from November 21, 2025. The Code provides for social security schemes and benefits relating to provident fund, employees' state insurance, gratuity, maternity benefit and other social security measures, and also contains provisions concerning unorganised workers, gig workers and platform workers. The Ministry of Labour and Employment has published the draft Code on Social Security (Central) Rules, 2025 in connection with implementation of the Code.

Public Liability Insurance Act, 1991

This legislation provides for public liability insurance for the purpose of providing immediate relief to the persons affected by accident occurring while handling any hazardous substance and for matters connected therewith or incidental thereto.

GENERAL LAWS

The Bharatiya Nyaya Sanhita, 2023

The Bharatiya Nyaya Sanhita, 2023 ("BNS") was enacted to consolidate and amend the law relating to offences and matters connected therewith or incidental thereto, replacing the Indian Penal Code, 1860. It aims to modernize India's penal framework by simplifying classifications, revising punishments, and addressing contemporary offences such as cybercrime and economic offences. Key provisions include the introduction of community service as a form of punishment, omission of the sedition offence, restructured chapters and sections, and modernization of definitions and territorial applicability. The Act seeks to ensure a fair, efficient, and technology-driven criminal justice system.

The Bharatiya Nagarik Suraksha Sanhita, 2023

The Bharatiya Nagarik Suraksha Sanhita, 2023 ("BNSS") consolidates and amends the law relating to criminal procedure in India, replacing the Code of Criminal Procedure, 1973. It provides the procedural framework for investigation, inquiry, trial, and punishment under the new criminal justice system. The Act emphasizes speedy trials, digital and forensic integration, protection of victims' rights, and enhanced accountability of investigating agencies. It reorganizes courts and authorities, defines their jurisdictions, and introduces time-bound investigation and trial processes to ensure efficiency and transparency in criminal proceedings.

The Bharatiya Sakshya Adhiniyam, 2023

The Bharatiya Sakshya Adhiniyam, 2023 ("BSA") replaces the Indian Evidence Act, 1872 and governs the law of evidence applicable to judicial proceedings in India. The Act aligns evidentiary rules with the digital age by recognizing electronic records, digital signatures, and expert testimony from various fields. It redefines the concepts of primary and secondary evidence, modernizes the rules relating to admissibility and burden of proof, and simplifies archaic language. The Act aims to strengthen the integrity of judicial proceedings through clarity, inclusiveness, and recognition of technological evidence.

The Indian Contract Act, 1872

The Indian Contract Act, 1872 **("Contract Act")** codifies the way in which a contract may be entered into, executed, implementation of the provisions of a contract and effects of breach of a contract. A person is free to contract on any terms he chooses. The Contract Act consists of limiting factors subject to which contract may be entered into, executed and the breach enforced. It provides a framework of rules and regulations that governs the formation and performance of contracts. The contracting parties themselves decide the rights and duties of the parties and the terms of the agreement.

The Arbitration and Conciliation Act, 2015

The Arbitration and Conciliation Act **("Arbitration Act")** was enacted to consolidate and amend the law relating to domestic arbitration, international commercial arbitration and enforcement of foreign arbitral awards as also to define the law relating to conciliation and for matters connected therewith or incidental thereto. The Act provides for the arbitral tribunal to give reasons for its arbitral award, to ensure that the arbitral tribunal remains within the limits of its jurisdiction thus minimizing the supervisory role of courts in the arbitral process. There are many provisions that also permit an arbitral tribunal to use mediation, conciliation or other procedures during the arbitral proceedings to encourage settlement of disputes, to provide that every final arbitral award is enforced in the same manner as if it were a decree of the court, to provide that a settlement agreement reached by the parties as a result of conciliation proceedings will have the same status and effect as an arbitral award on agreed terms on the substance of the dispute rendered by an arbitral tribunal and to provide that, for purposes of enforcement of foreign awards, every arbitral award made in a country to which one of the two International Conventions relating to foreign arbitral awards to which India is a party applies, will be treated as a foreign award.

The Transfer of Property Act, 1882

The Transfer of Property, 1882 ("T.P. Act") including immovable property, between living persons, as opposed to the transfer property by operation of law, is governed by the T.P. Act. The T.P. Act establishes the general principles relating to the transfer of property, including among other things, identifying the categories of property that are capable of being transferred, the persons competent to transfer property, the validity of restrictions and conditions imposed on the transfer and the creation of contingent and vested interest in the property. Transfer of property is subject to stamping and registration under the specific statutes.

The Registration Act, 1908

It was enacted to provide public notice of documents that affect the transfer of interest in immovable property, ensuring transparency and preventing fraud. Its primary purpose is to conserve evidence, assure title, and publish documents related to property transactions. Section 17 of the Act mandates the compulsory registration of non-testamentary instruments that create, declare, assign, limit, or extinguish any right, title, or interest in immovable property valued at one hundred rupees or more, as well as leases exceeding one year or reserving yearly rent. Unregistered documents affecting property are not legally valid or admissible as evidence, except in cases involving specific performance or part performance under the Transfer of Property Act,1882. Registration of such documents, while necessary for legal recognition, does not guarantee the title to the land, which must be verified through other means. Registered property records can be inspected for evidence of transactions.

Negotiable Instruments Act, 1881

In India, cheques are governed by the Negotiable Instruments Act, 1881, which is largely a codification of the English Law on the subject. The Act provides effective legal provisions to restrain people from issuing cheques without having sufficient funds in their account or any stringent provision to punish them in the event of such cheques not being honoured by their bankers and returned unpaid. Section 138 of the Act, creates statutory offence in the matter of dishonour of cheques on the ground of insufficiency of funds in the account maintained by a person with the banker which is punishable with imprisonment for a term which may extend to two years, or with fine which may extend to twice the amount of the cheque, or with both.

The Indian Stamp Act, 1899

It governs the payment of stamp duty on instruments or documents that evidence the transfer, creation, or extinguishment of any right, title, or interest in immovable property. The Act prescribes specific stamp duty rates, detailed in Schedule I, for various instruments. However, under the Constitution of India, individual states have the authority to set or modify stamp duty rates for documents executed within their jurisdiction. If an instrument liable to stamp duty under the Act is not duly stamped, it cannot be admitted as evidence of the transaction. The Act also empowers certain authorities to impound unstamped or insufficiently stamped documents and impose penalties. Instruments not properly stamped may be validated by paying a penalty, which can be up to 10 times the duty payable on such documents.

Consumer Protection Act, 2019

The Consumer Protection Act, 2019 ("**CPA 2019**") has superseded the Consumer Protection Act, 1986 and came into force on July 20, 2020. The CPA 2019 has introduced certain definitions including, *inter alia*, 'product liability', product

manufacturer' and 'defect'. The CPA Act 2019 further established the Central Consumer Protection Authority to protect, promote and enforce the rights of the consumers.

Competition Act, 2002

The Competition Act is an act to prevent practices having adverse effects on competition, to promote and sustain competition in markets, to protect the interests of consumers and to ensure freedom of trade in India. The act deals with the prohibition of (i) certain agreements such as anti-competitive agreements and (ii) abuse of dominant position and regulation of combinations. No enterprise or group shall abuse its dominant position in various circumstances as mentioned under the Competition Act. The prima facie duty of the Competition Commission of India **("Commission")** is to eliminate practices having adverse effects on competition, promote and sustain competition, protect the interests of consumers and ensure freedom of trade. The Commission shall issue notice to show cause to the parties to combination calling upon them to respond within 30 days in case it is of the opinion that there has been an appreciable adverse effect on competition in India. In case a person fails to comply with the directions of the Commission and Director General (as appointed under Section 16(1) of the Competition Act), he shall be punishable with a fine which may extend to Rs.100,000 for each day during such failure subject to a maximum of Rs.10,000,000, as the Commission may determine.

Sale of Goods Act 1930

The Indian Sale of Goods Act, 1930, aims to regulate the sale of goods in India, establishing a clear framework for commercial transactions. Its primary objective is to provide a comprehensive set of rules governing the rights and obligations of buyers and sellers, thereby promoting fair trade practices. The Act outlines the conditions for valid contracts, delivery of goods, and transfer of ownership, ensuring transparency and accountability in transactions. It also addresses issues related to warranties, representations, and remedies for breach of contract.

The Micro, Small and Medium Enterprises Development Act, 2006 read with Industries (Development and Regulation) Act, 1951

MSME Act was enacted to provide for facilitating the promotion and development and enhancing the competitiveness of micro, small and medium enterprises. Any person who intends to establish (a) a micro or small enterprise, at its discretion; (b) a medium enterprise engaged in providing or rendering of services may, at its discretion; or (c) a medium enterprise engaged in manufacture or production of goods pertaining to any industry specified in the First Schedule to the Industries (Development and Regulation) Act, 1951 is required to file a memorandum before such authority as specified by the State Government or the Central Government. Accordingly, in exercise of this power under the MSME Act, the Ministry of Micro, Small and Medium Enterprises notification dated September 18, 2015 specified that every micro, small and medium enterprises is required to file a Udyog Adhaar Memorandum in the form and manner specified in the notification.

REGULATIONS RELATED TO FOREIGN TRADE AND INVESTMENT

The Foreign Direct Investment

The Government of India, from time to time, has made policy pronouncements on Foreign Direct Investment ("FDI") through press notes and press releases. The Department for Promotion of Industry and Internal Trade (DPIIT), Ministry of Commerce &Industry, Government of India makes policy pronouncements on FDI through Consolidated FDI Policy Circular/Press Notes/Press Releases which are notified by the Department of Economic Affairs (DEA), Ministry of Finance, Government of India as amendments to the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 under the Foreign Exchange Management Act, 1999 (42of 1999) (FEMA). DPIIT has issued consolidated FDI Policy Circular of 2020 ("FDI Policy 2020"), which with effect from October15, 2020, consolidates and supersedes all previous press notes, press releases and clarifications on FDI Policy that were in force. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2020 will be valid until an updated circular is issued.
The reporting requirements for any investment in India by a person resident outside India under Foreign Exchange Management (Non-Debt Instruments) Rules, 2019 are specified by the RBI. Regulation 4 of the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 vide notification No. FEMA. 395/2019-RB dated 17.10.2019 issued by the RBI stipulates the reporting requirement for any investment in India by a person resident outside India. All the reporting is required to be done through the Single Master Form (SMF) available on the Foreign Investment Reporting and Management System (FIRMS) platform at https://firms.rbi.org.in.

Under the current FDI Policy of 2020, foreign direct investment in micro and small enterprises is subject to sectoral caps, entry routes and other sectoral regulations.

Foreign Exchange Management Act, 1999 ("FEMA") and Regulations framed thereunder

Foreign investment in India is governed primarily by the provisions of the FEMA which relates to regulation primarily by the RBI and the rules, regulations and notifications there under, and the policy prescribed by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce & Industry, Government of India. As laid down by the FEMA Regulations no prior consents and approvals are required from the Reserve Bank of India, for Foreign Direct Investment under the 'automatic route' within the specified sectoral caps. In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the FIF and/or the RBI. The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 ("FEMA Regulations") to prohibit, restrict or regulate, transfer by or issue security toa person resident outside India and Foreign Exchange Management (Export of Goods and Services) Regulations, 2015 for regulation on exports of goods and services.

Foreign Trade Policy, 2023

The Central Government of India in exercise of powers conferred under Section 5 of the Foreign Trade (Development & Regulation) Act, 1992 (No. 22 of 1992) [FT (D&R) Act], as amended, has notified Foreign Trade Policy (FTP) 2023 which is effective from April 01, 2023 and shall continue to be in operation unless otherwise specified or amended. It provides for a framework relating to export and import of goods and services.

The Foreign Trade Act (Development and Regulation) Act, 1992 (the "Foreign Trade Act")

The Foreign Trade Act has empowered the Government to make provisions for the development as well as regulation of foreign trade by the way of facilitating imports into as well as augmenting exports from the country and in all the other matters related to foreign trade. It authorizes the government to formulate as well as announce the export and import policy and to keep amending the same on a timely basis. The government has also been given wide power to prohibit, restrict and regulate exports and imports in general as well as specified cases of foreign trade. The Foreign Trade Act provides for certain appointments, especially that of the Director-General to advise the Central Government in formulating import and export policy and to implement the same. Further, the act commands every importer as well as exporter to obtain a code number called the Importer Exporter Code Number (IEC) from the Director-General or the authorized officer. The act provides for the balancing of all the budgetary targets in terms of imports and exports. The principal objectives here include the facilitation of sustain growth as to the exports of the country, the distribution of quality goods and services to the domestic consumers at internationally competitive prices, stimulation of sustained economic growth by providing access to essential raw materials as well as enhancement of technological strength, industry as well as services and improvement of their competitiveness to meet all kinds of requirement of the global markets.

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OUR HISTORY AND CERTAIN CORPORATE MATTERS

Brief History of Our Company

Our Company was originally incorporated as Private Limited under the name and style of "Garble Narrow Fab Private Limited" in accordance with the Companies Act, 1956, pursuant to a certificate of incorporation dated November 19, 2008, with the Registrar of Companies, Gujarat. Subsequently, the name of our Company was changed to 'S.R.G. Narrow Fab Private Limited' and consequently fresh certificate of incorporation dated February 24, 2020 was issued by the Registrar of Companies, Ahmedabad. Later, our company was converted from Private Limited Company to Public Limited Company under the provisions of Companies Act, 2013, pursuant to the approval accorded by our Shareholders at the Extra-ordinary General Meeting held on January 09, 2025, and the name of our Company was changed to "S.R.G. Narrow Fab Limited" vide a fresh Certificate of Incorporation, dated January 31, 2025, bearing Corporate Identification Number U17122GJ2008PLC055476, issued by the Registrar of Companies, Central Processing Centre. For, further details of our Company see "General Information" and "History and Certain Corporate Matters" beginning on page 67 and 196 respectively of this Draft Red Herring Prospectus.

Sanjay Kumar Fulfagar and Ummedmal Baid were the initial subscribers to the Memorandum of Association of our Company. As on date, the Promoters of the Company are Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha.

Changes in Registered Office of the Company since Incorporation

The Registered office of our Company at the time of incorporation was situated at Plot no. 5617, Road no. 56, G.I.D.C. Sachin, Surat - 394230, Gujarat, India.

The details of changes made to our Registered Office post incorporation of our Company are provided below:

Effective Date of Change	Details of Change in the Registered Office	Reasons for Change in the Registered Office
March 16, 2021	The registered office of our Company was changed from Plot no. 5617, Road no. 56, G.I.D.C. Sachin, Surat, Gujarat - 394230, India to R.S. No. 271/P & 272/P, Plot No. 4227, Road no. 42, GIDC, Sachin, Surat - 394230, Gujarat, India	Administrative convenience
April 17, 2026	The registered office of our Company was changed from R.S. No. 271/P & 272/P, Plot No. 4227, Road no. 42, GIDC, Sachin, Surat - 394 230, Gujarat, India to R.S. NO. 282/P & 285/P, Plot no. 4105, Road no. 41, G. I. D. C. Sachin, Talangpur, Chorasi, Surat – 394230, Gujarat, India	Administrative convenience

Main Objects of Memorandum of Association

The main objects contained in the Memorandum of Association are as mentioned below:

Clause	Particulars
III(A)	To carry on the business of manufacturers, twisters, texturisers, crimpers, processors, spinners, doublers, weavers, ginners, balers of industrial fabric, synthetic fibres, synthetic yarn, cotton, wool, silk, yarn, flex, hamp, cord, twine of all kinds of whatsoever description like art silk, nylon, polyester, acrylic, viscose, poly propolene, terelene, linen, canvas and all other kinds of fibrous materials and substances. To carry on the business of manufacturers, job workers, or undertake dyeing, bleaching, ginning, sanforising, mercerizing, printing or otherwise processing of manmade clothes, cotton fibres, fabrics of cotton, silk, nylon, art silk, polyester, chiffon, acrylic, rayon, wool, shoddy, jute, hamp and other fibres or fabrics or textile products whether on handlooms or powerlooms or in textile mills or other factories and whether on the company's account or on behalf of others. To carry on the business of exporters, importers, buyers, sellers, manufactures, producers, buying agents, selling agents, commission agents, factors, distributors, multilevel marketers, stockiest, agents, traders and suppliers of and dealers and kinds of textiles,

	yarns, threads, fibres and other fibrous products, garments and labels and textile machinery and their spare parts. To carry on the business of the job workers or undertake all activities of value addition to any textile products including embroidery, stitching, designing, dyeing, painting, printing of grey, cloth, yarn, readymade garments, threads, fibres, any other type of value additions and to deal in all types machineries and other products require in the process. To carry on the business of manufacture of narrow woven fabric, rigid rape, elastic tape, laces, crochet elastic, ribbon, mat tape, labels, crape bandage, industrial tapes and ropes.

The main objects, as contained in our MOA, enable our Company to carry on the businesses presently being carried out by it.

Amendments to Our Memorandum of Association since its Inception

Except as stated below, there has been no change in the Memorandum of Association of our Company since its inception:

Date of Shareholders' Resolution	Amendments
January 22, 2009	**Alteration in Capital Clause:** Clause V of Memorandum of Association was amended to reflect the increase in authorised share capital from ₹ 1,00,000 divided into 10,000 Equity Shares of ₹ 10 each to ₹ 5,00,000 divided into 50,000 Equity Shares of ₹10 each.
March 13, 2019	**Alteration in Object Clause:** Clause III(B) of memorandum of association was amended to reflect the alteration in object clause stating that the title THE OBJECTS INCIDENTAL OR ANCILLIARY TO THE ATTAINMENT OF THE MAIN OBJECTS and clauses 1 to 46 thereunder by replaced with title "MATTERS WHICH ARE NECESSARY FOR FUTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A) ARE:" and clauses 1 to 29 there under.
January 28, 2020	**Change in Name Clause:** Clause I of our Memorandum of Association was amended to reflect the change in the name of our Company from 'Garble Narrow Fab Private Limited' to 'S.R.G. Narrow Fab Private Limited',
November 02, 2020	**Alteration in Capital Clause:** Clause V of Memorandum of Association was amended to reflect the increase in authorised share capital from ₹5,00,000 divided into 50,000 Equity Shares of ₹ 10 each to ₹25,00,000 divided into 2,50,000 Equity Shares of ₹10 each.
February 20, 2024	**Alteration in Capital Clause:** Clause V of Memorandum of Association was amended to reflect the increase in authorised share capital from ₹25,00,000 divided into 2,50,000 Equity Shares of ₹ 10 each to ₹1,00,00,000 divided into 10,00,000 Equity Shares of ₹10 each.
October 30, 2024	**Alteration in Capital Clause:** Clause V of Memorandum of Association was amended to reflect the increase in authorised share capital from ₹1,00,00,000 divided into 10,00,000 Equity Shares of ₹ 10 each to ₹4,00,00,000 divided into 40,00,000 Equity Shares of ₹10 each.
January 09, 2025	**Change in Name Clause:** Clause I of our Memorandum of Association was amended to reflect the change in the name of our Company from 'S.R.G. Narrow Fab Private Limited' to 'S.R.G. Narrow Fab Limited', pursuant to the conversion of our

	Company into a public limited company.
June 04, 2026	**Alteration in Capital Clause:** Clause V of Memorandum of Association was amended to reflect the increase in authorised share capital from ₹4,00,00,000 divided into 40,00,000 Equity Shares of ₹ 10 each to ₹ 14,00,00,000 divided into 1,40,00,000 Equity Shares of ₹10 each.

Major Events and Milestones of Our Company

The table below sets forth the key events in the history of our Company:

Year	Particulars
2019	Acquired the company in the name of Garble Narrow Fab Private Limited, shifted operations to Sachin G.I.D.C. for better facilities and commenced manufacturing of solder elastic tapes.
2021	Commenced manufacturing of crochet knitted elastic tape.
2024	Expanded business operations and strengthened manufacturing capabilities of the Company.
2025	Conversion of Company into Public limited.
2026	Certified as an ISO 45001:2018 company

Significant Financial and/or Strategic Partners

Our Company does not have any significant financial and/or strategic partners as on the date of Draft Red Herring Prospectus.

Time and/or Cost Overruns

There have been no time and cost overrun in respect of the business operations of our Company.

Capacity / Facility Creation, Location of Plants

For details pertaining to capacity/ facility creation, location of plant please refers to "Business Overview" beginning on page 159 of this Draft Red Herring Prospectus.

Launch of Key Products or Services, Entry or Exit in New Geographies

Our company has not launched any new products or services, entry or exit in new geographies as on the date of this Draft Red Herring Prospectus.

Defaults or Rescheduling/Restructuring of Borrowings with Financial Institutions/Banks

There have been no defaults or rescheduling/restructuring of our outstanding borrowings availed by our Company from financial institutions or banks. The tenure of repayment of any loan availed by our Company from banks or financial institutions has not been rescheduled or restructured. For further details about our financing arrangements, see "Financial Indebtedness" on page 243.

Details Regarding Material Acquisitions or Divestments of Business or Undertakings, Mergers, Amalgamations or Revaluation of Assets in the Last 10 Years

As on the date, our Company has not entered any acquisitions or divestments of business or undertakings, mergers, amalgamations or revaluation of assets in the last 10 years

Mergers or Amalgamation

Our Company has not been party to any merger or amalgamation since inception preceding the date of this Draft Red Herring Prospectus

Subsidiaries

As on the date of the Draft Red Herring prospectus, our Company does not have a subsidiary company.

Our Associates or Joint Ventures

As on the date of this Draft Red Herring Prospectus, our company has no associates or joint ventures.

Holding Company

As on the date, our Company has no holding company.

Agreements to be Disclosed Under Clause 5A of Paragraph A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

There are no agreements, except that has been entered into in ordinary course of business, entered by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with of the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, shall be disclosed to the Designated Stock Exchange, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreement.

Agreement with Key Managerial Personnel or Directors or Promoters or any Other Employee of the Company

There are no agreements entered into by a Key Managerial Personnel or Directors or Promoter or any other employee of our Company, either by themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of our Company.

Injunctions or Restraining Orders

There are no injunctions/ restraining orders that have been passed against the company.

Guarantees Given by Promoters Offering its Shares in the Issue

Except as in the chapter titled, "Statement of Financial Indebtedness" on the page 243 of this Draft Red Herring Prospectus, our promoters have not provided any material guarantees to any third party with respect to the equity shares of face value of Rs.10/- as on the date of this Draft Red Herring Prospectus.

Details of Past Performance

For details in relation to our financial performance in the previous five financial years, including details of nonrecurring items of income, refer to section titled "Restated Financial Statements" beginning on page 229 of this Draft Red Herring Prospectus.

Shareholders' Agreements

As on the date of this Draft Red Herring Prospectus, there are no subsisting shareholder's agreements among our shareholders in relation to our Company.

As on the date of this Draft Red Herring Prospectus, our Company, Promoters and Shareholders do not have any inter-se agreements/arrangements and clauses/covenants which are material in nature and that there are no other clauses/covenants which are adverse/pre-judicial to the interests of the minority/public shareholders. Also, there are no other agreements, deed

of assignments, acquisition agreements, shareholders' agreement, inter-se agreements or agreements of like nature. Further, as on the date of this Draft Red Herring Prospectus, there are no special rights for nominee/nomination rights and information rights available to any of the Promoters / shareholders of the Company. The Articles of Association of our Company do not give any special rights of any kind to any persons.

Revaluation of Assets

Our Company has neither revalued its assets nor has issued any Equity Shares of face value of Rs.10/- (including bonus shares) by capitalizing any revaluation reserves since its incorporation.

The Amount of Accumulated Profit / (Losses) not Accounted for by Our Company

As on date of this Draft Red Herring Prospectus, there are no accumulated profit / (losses) not accounted for by our Company.

Special Rights

None of the special rights available to the Promoters/Shareholders (except for nominee/nomination rights and information rights) would survive post listing of the Equity Shares of the Company and same shall cease to exit or shall expire/waived off immediately before or on the date shares are allotted to public shareholders in IPO, without requiring any further action

Other Material Agreements

As on the date of filing of this Draft Red Herring Prospectus, Our Company has not entered into any specific or special agreements except that has been entered into in ordinary course of business and agreement dated September 28, 2026 with Managing Director, Dhiraj Ummedsingh Gunecha, and Whole Time Director, Ummed Singh Gunecha, for their appointment. As on date of Draft Red Herring Prospectus, there are no other agreements and clauses/covenants which are material and which need to be disclosed or non-disclosure of which may have bearing on the investment decision, other than the ones which have already disclosed in the Draft Red Herring Prospectus.

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Board of Directors

In terms of our Articles of Association, our Company is required to have not less than 3 directors and not more than 15 directors or such higher number as determined by our Company after passing a special resolution in its general meeting. As on the date of our DRHP, Our Board comprises of 6 Directors, out of which 3 are Executive Directors including 1 women Executive Director and 3 are Non-Executive Independent Directors.

The following table sets forth details regarding our Board of Directors as on the date:

Name, date of birth, designation, address, occupation, Current term, period of directorship, original date of appointment and DIN	Age (years)	Other Directorships
Dhiraj Ummedsingh Gunecha **Date of Birth:** June 03, 1988 **Designation:** Chairman and Managing Director **Address:** 3B, Brijratan Aparment, Brijwasi Estate, Opp. Umrigar School Parle Point, Umra Surat Gujarat – 395007 **Occupation:** Business **Current Term:** For a term of five years with effect from June 3, 2026 **Original Date of Appointment:** November 13, 2020 **Change in Designation:** June 03, 2026 **DIN:** 08961398	38	Nil
Ummed Singh Gunecha **Date of Birth:** July 26, 1964 **Designation:** Whole-Time director **Address:** 302, Brijratan Aparment , Brijwasi Estate, Near Gateway hotel, Parlepoint, Umra Surat, Gujarat – 395007 **Occupation:** Business **Current Term:** For a term of five years with effect from June 3, 2026 **Original Date of Appointment:** July 30,2019 **Change in Designation:** June 3, 2026 **DIN**: 02198890	62	Nil
Divya Dhiraj Gunecha **Date of Birth:** November 11, 1989 **Designation:** Executive Director **Address:** 302, Brijratan, Brijwasi Estate, near Gateway Hotel, Parlepoint, Abhva, Surat, Gujarat- 395007 **Occupation:** Professional **Current Term:** For a term of five years with effect from June 3, 2026 **Original Date of Appointment:** November 13, 2020 **DIN:** 08961459	36	Nil
CA (Dr.) Dheeraj Sharma **Date of Birth:** May 29, 1990 **Designation:** Independent Director **Address:** Lal Singh colony, Radha Kishanpura, Sikar, Rajasthan - 332001		➢ Profinomy Solutions Private Limited ➢ Orient Learning Academy Private Limited ➢ GB Logistics Commerce Limited ➢ Sankalp Green Energy Private Limited

Occupation: Professional **Current Term:** Appointed for a period of five years **Period of Directorship:** Director Since June 15, 2026 **DIN:** 06920127	36	➢ Guru Ramdas Samarth Bharat Foundation ➢ Arcshiip Innovations Limited ➢ Aggcon Equipments International Limited ➢ Asian Economic Cooperation and Social Development Council ➢ Swastik Partners Private Limited ➢ Autope Payment Solutions Limited
Pooja Hindia **Date of Birth**: January 31, 1994 **Designation:** Non -Executive & Independent Director **Address:** Rosella – 802, Feathers Skyvillas, Vasna Bhayli link Road, near Galaxy Hospital, Atladara, Vadodara Gujarat - 390012 **Occupation:** Professional **Current Term:** Appointed for a period of five years **Period of Directorship**: Director Since June 15, 2026 **DIN:** 09840237	32	➢ Simca Advertising Limited ➢ Coral Laboratories Limited
Sachin Jain **Date of Birth:** April 10, 1976 **Designation:** Non -Executive & Independent Director **Address:** 58, Second Floor, Pine Homes, Zirakpur, dhakauli, SAS Nagar (Mohali) , Punjab – 160104 **Occupation:** Professional **Current Term:** Appointed for a period of five years **Period of Directorship:** Director Since June15, 2026 **DIN:** 08732284	50	➢ Mylakshay Consulting (OPC) Private Limited

Brief Profiles of Our Directors and KMP's

Dhiraj Ummedsingh Gunecha aged 38 years, is the Promoter, Chairman, and Managing Director of the company, with an educational background that includes a bachelor's degree in Business Administration (Hons.) from North- Eastern Hill University, Shillong. Mr. Dhiraj is an accomplished professional with strong educational background and a proven track record in the fields of sales, distribution, retail and e-commerce, with a strong focus on the textile and narrow fabrics industry. He has over 15 years of experience in its manufacturing operations, improving product quality and diversifying its product portfolio in the elastic and narrow fabrics segment. His vision and entrepreneurial approach continue to drive the Company's growth and reinforce its position in the industry.

Ummed Singh Gunecha aged 62 years, is the Promoter and Whole Time Director of the Company. He has successfully completed his Higher Secondary Education. He has been associated with the elastic and narrow fabrics industry since 1999 and brings over two decades of experience in the business. He was previously associated with Sun Narrow Fab Private Limited, where he was involved in the operations and development of the elastic manufacturing business. In 2020, he transitioned to S.R.G. Narrow Fab Limited and has since been contributing to the Company's operations and growth. As a member and director of the company, he has been instrumental in shaping the organization's journey from inception. Under his leadership, the Company has focused on expanding its business operations, enhancing its distribution capabilities and building a sustainable and scalable business model. His commitment, vision and entrepreneurial approach continue to guide the Company towards long-term growth and value creation.

Divya Dhiraj Gunecha aged 36 years is a director on the board of our Company since 2020. She holds bachelor's degree in Engineering from Gujarat University. She has over 5 years of experience in exceptional leadership skills and unwavering commitment to Company's growth. She has been an instrumental in driving key business activities,

overseeing operations and leading various teams with efficiency and dedication. Prior to joining our Company, she was associated with Ethics Infra projects Private Limited as Project Engineer.

CA (Dr.) Dheeraj Sharma, aged 36 years, is an Independent & Non-Executive Director on the Board of our Company. He has been serving as an Independent Director of the Company since June 15, 2026. He is a qualified Chartered Accountant and holds a Ph.D. in Human Resource Practices for Sustainable Development, along with a Master's degree in Commerce. He has also completed the Financial Accounting and Analysis programme from the Indian Institute of Management, Bangalore.

He possesses extensive experience in the areas of audit and assurance, internal controls, risk management, sustainability, business advisory, and corporate strategy. Over the course of his professional career, he has been associated with reputed organizations such as Deloitte Haskins & Sells, Sankalp & Associates, Sankalp Management Consultancy Private Limited, and Devalaya Elearn Private Limited, among others. His rich professional experience, diverse industry exposure, and strategic management expertise enable him to provide valuable insights and contribute effectively to the governance and long-term growth of the Company.

Pooja Hindia, aged 32 years, is an Independent Director & Non-Executive Director of our Company. She has been associated with the Board of our Company as an Independent Director since June 15, 2026. She holds post qualification experience of around 9 years. She is skilled Company Secretary with having experience in legal advisory, Legal and regulatory due diligence, SEBI compliance and disclosures, IPO and capital markets transactions, Coordination with merchant bankers and the issuer, legal counsels, and issuers, Industrial laws & secretarial. She also holds Bachelor's Degree in commerce.

She possesses professional experience across Legal and regulatory due diligence, SEBI compliance and disclosures, IPO and capital markets transactions, Industrial laws & secretarial and business management. Prior to joining our Company, she was associated with various organizations, including Pantomath Capital Advisors Private Limited as an Assistant Manager, AU Small Finance Bank Limited, Rajasthan as Money Officer, Jhajjar KT Transco Private Limited, Gujarat as a Company Secretary, Libas Consumer Products Limited, Mumbai, as a Company Secretary, Simca Advertising Limited, as a Company Secretary and among others.

Her diverse industry experience and managerial expertise contribute significantly to the strategic guidance and governance of our Company.

Sachin Jain aged 50 years is an Independent & Non-Executive Director on the board of the Company. He has been associated with the Board of our Company as an Independent Director since June 15, 2026. He holds a Bachelor's Degree in Science from Dr. Bhim Rao Ambedkar University, He has also done MBA from the Institute of Chartered Financial Analysts of India University, Tripura. Prior to association with our company, he has worked Bosch Limited.

Shruti Agrawal aged about 34 years, was appointed as the Company Secretary and Compliance Officer of our Company since May 1, 2026. She holds post qualification experience of around 7 years. She is skilled Company Secretary with having experience in legal advisory, Intellectual property rights, Industrial laws & secretarial. She has worked with Photon Capital Advisors Limited as Chartered Secretary, S Gandhi & Associates and BJS & Company. She has achieved successful and timely completion of various legal obligations and compliances. She is highly skilled in secretarial Compliances.

Shivam Surendra Uttam aged about 29 years, is the Chief Financial Officer of the Company. He joined our Company as CFO w.e.f. May 01, 2026. He has cleared B. Com from Veer Narmad South Gujarat University, Gujarat and also holds a Master Degree in Commerce from Veer Narmad South Gujarat University, Gujarat. He Qualified as a Member of the Institute of Chartered Accountants of India in the Year 2024. Prior to joining our Company, he has previously worked with CA Udawat & Associates, Surat as a Senior Accountant, CA Sirvi & Associates LLP, Surat. Pre-qualification experience includes filing of ITR returns tax audits, handling GST matters, finalization of accounts etc. He has combined experience of around 9 years in the industry.

Note:

As on the date of this Draft Red Herring Prospectus:

a. *None of our Directors is or was a director of any listed company during the last five years preceding the date of this Draft Red Herring Prospectus, whose shares have been or were suspended from being traded on the BSE during the term of their directorship in such company.*

b. *None of the Directors are on the RBI List of willful defaulters.*

c. *None of our Directors are categorized as a willful defaulter or a fraudulent borrower, as defined under Regulation 2(1)(lll) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.*

d. *None of our Directors is declared a fugitive economic offender under section 12 of the Fugitive Economic Offenders Act, 2018.*

e. *None of the Promoters, persons forming part of our Promoter Group, our directors or persons in control of our Company or our Company are debarred by SEBI from accessing the capital market.*

f. *None of the Promoters, Directors or persons in control of our Company, have been or are involved as a promoter, director or person in control of any other company, which is debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory authority.*

g. *There are no outstanding convertible securities or any other right which would entitle any person with any option to receive equity shares of our company.*

Confirmations:

a) Details of directorship in companies suspended or delisted

None of our Directors are or were a director of any listed company, whose shares have been or were suspended from being traded on any stock exchanges, in the last five years prior to the date of this Draft Red Herring Prospectus, during the term of their directorship in such company.

Further, none of our directors is, or was, a director of any listed company, which has been or was delisted from any stock exchange during the term of their directorship in such company.

b) Relationship Between Our Directors, Key Managerial Personnel and Senior Management

Except as disclosed below, none of our Director(s) are related to any of our Company's Directors within the meaning of Section 2 (77) of the Companies Act, 2013:

Name of Director	Designation	Relation
Dhiraj Ummedsingh Gunecha	Chairman and Managing Director	Son of Ummed Singh Gunecha and Spouse of Divya Dhiraj Gunecha
Ummed Singh Gunecha	Whole Time Director	Farther of Dhiraj Ummedsingh Gunecha and Farther- in law of Divya Dhiraj Gunecha
Divya Dhiraj Gunecha	Executive Director	Spouse of Dhiraj Ummedsingh Gunecha and Daughter – in law of Ummed Singh Gunecha

c) Arrangement or Understanding with Major Shareholder, Customers, Suppliers or Others

There are no arrangements or understanding with major shareholders, customers, suppliers or any other entity, pursuant to which any of the Directors or Key Managerial Personnel were selected as a Director.

Service Contracts

None of our directors have entered into any service contracts with our company except for acting in their individual capacity as director and no benefits are granted upon their termination from employment other than the statutory benefits provided by our company.

Except statutory benefits upon termination of their employment in our Company or retirement, no officer of our Company, including the directors and key Managerial personnel, are entitled to any benefits upon termination of or retirement from employment.

Borrowing Powers of our Board

Pursuant to our Articles of Association, resolution passed by our Board at their meeting held on June 03, 2026, and resolution passed by our Shareholders at their meeting held on June 05, 2026 our Board is authorized to borrow, enhance and grant facility for the general, working capital and such other corporate purposes, from time to time as deemed by it to be requisite and proper, such that the monies to be borrowed together with the monies already borrowed by our Company do not exceed Rs. 100 Crores (Rupees Hundred Crore Only) in excess of the aggregate of the paid share capital and free reserves of our Company as per its Latest Annual Audited Financial Statements, apart from temporary loans obtained from the bankers of our Company in the ordinary course of business.

Further, pursuant to the resolution passed by our Board at their meeting held on June 03, 2026 and resolution passed by our Shareholders at their meeting held on June 05, 2026 the Board has been authorized to mortgage/ charge/ hypothecate all or any of the immoveable or moveable properties of the Company including under hire purchase scheme both present and future and/ or whole or substantially the whole of the undertaking or undertakings of the Company on such terms and conditions as the Board may deem fit, for securing any loans and/or advances already obtained or that may be obtained from bank(s), financial institution(s), others, entities or any combination thereof from time to time and at any time and in one or more tranches. However, the total underlying charge created/to be created shall not exceed Rs. 100 Crores (Rupees Hundred Crore Only) at any time.

Terms and Employement of Our Managing Director, Whole-Time Director and Women - Executive Director

Dhiraj Ummedsingh Gunecha is the Chairman & Managing Director of our Company**.** He has been associated with our Company since 2019. He was appointed as the Managing Director and the Chairman of the Company pursuant to resolution passed by our Board of Directors dated June 03, 2026 and resolution passed by our Shareholders dated June 05, 2026, for a period of five years. With effect from June 05, 2026, in accordance with which, he is entitled to the remuneration and other employee benefits.

Ummed Singh Gunecha is the Whole Time Director. He has been associated with our Company since 2019. He was appointed as a Whole Time Director of the Company pursuant to resolution passed by our Board of Directors dated June 03, 2026, and resolution passed by our Shareholders dated June 05, 2026, for a period of five years. With effect from June 05, 2026, in accordance with which, he is entitled to the remuneration and other employee benefits.

Divya Dhiraj Gunecha is the Executive Director of our Company**.** She has been associated with our Company since 2019. She was originally appointed in the year 2020 and she has been re-appointed as the Executive Director of the Company pursuant to resolution passed by our Board of Directors dated June 03, 2026 and resolution passed by our Shareholders dated June 03, 2026, for a period of five years. With effect from June 05, 2026, in accordance with which, she is entitled to the remuneration and other employee benefits.

The Terms of Our Managing Director and Executive Directors are Summarized Below:

Sr. No.	Name of Directors	Designation	Remuneration Amount (Per Annum)
1	Dhiraj Ummedsingh Gunecha	Chairman and Managing Director	₹ 18,00,000
2	Ummed Singh Gunecha	Whole Time Director	₹ 18,00,000
3	Divya Dhiraj Gunecha	Executive Director	₹ 6,00,000

*****_including perquisites and allowances_

Terms of Appointment of Our Non-Executive & Independent Directors

Our Non-Executive Directors & Independent Directors may be entitled to receive sitting fees, as determined by our Board from time to time, for attending meeting of our Board and committees of the Board thereof.

Pursuant to a Board resolution dated June 13, 2026, the Non-Executive Directors are entitled to receive sitting fees of per meeting for attending meetings of the Board, and for attending meetings for the committees, as per the following table:

S. No.	Name of Directors	Designation	Sitting fee per meeting (Amount)
1	Dheeraj Sharma	Non-Executive Directors & Independent Directors	₹ 20,000
2	Pooja Hindia	Non-Executive Directors & Independent Directors	₹ 15,000
3	Sachin Jain	Non-Executive Directors & Independent Directors	₹ 20,000

Contingent and Deferred Compensation Payable to the Directors

As on the date of this Draft Red Herring Prospectus, there is no contingent or deferred compensation payable to the Directors, which does not form part of their remuneration.

Bonus or Profit-Sharing Plan for the Directors

Our Company does not have any performance-linked bonus or a profit-sharing plan in which our Directors have participated.

Qualification Shares Required to be Held by Directors

Our Articles of Association do not require our directors to hold qualification shares.

Shareholding of Directors in Our Company

Our Articles of Association do not require our directors to hold qualification shares.

As on the date of this Draft Red Herring Prospectus, except the following, none of our directors holds any Equity Shares of our Company:

S.no.	Name of Shareholder	Pre-issue		Post-issue	
		No. of Equity Shares held	Percentage of holding	No. of Equity Shares held	Percentage of holding
1	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%	[●]	[●]
2	Ummed Singh Gunecha	18,36,000	18.64%	[●]	[●]
3	Divya Dhiraj Gunecha	21,25,000	21.57%	[●]	[●]
	Total	**55,91,751**	**56.76%**	**[●]**	**[●]**

Interests of Our Directors

Our directors may be deemed to be interested to the extent of the remuneration (including sitting fees, as applicable) and reimbursement of expenses, payable to them by our Company under our Articles of Association and their terms of appointment, and to the extent of remuneration paid to them for services rendered as an officer or employee of our Company. **For details, please refer chapter titled "Our Management" on page 201 of this Draft Red Herring Prospectus.**

The Directors may also be regarded as interested in the Equity Shares that may be subscribed by or allotted to their relatives and companies, firms and trusts, in which they are interested as directors, proprietors, members, partners, trustees and promoters, pursuant to this Issue. Further our directors are also interested to the extent of unsecured loans,

if any, given by them to our Company or by their relatives or by the companies/ firms in which they are interested as directors/Members/Partners. Further our directors are also interested to the extent of loans, if any, taken by them or their relatives or taken by the companies/ firms in which they are interested as Directors/Members/Partners and for the details of Personal Guarantee given by Directors towards Financial facilities of our Company please refer to 'Financial Indebtedness' on page 243 of this Draft Red Herring Prospectus.

No consideration in cash or shares or otherwise has been paid or agreed to be paid to any of our Directors or to the firms or companies in which any of our Directors are interested as members, by any person, either to induce him to become, or to qualify him as, as a Director, or otherwise for services rendered by our Directors or by the firm or company in which they are interested as members, in connection with the promotion or formation of our Company.

Loans to Directors

Except as stated in "Restated Financial Statements" on page 229 of this Draft Red Herring Prospectus, our directors have not taken any loan from our Company.

Interest in the Business of Our Company

Except as stated in "Restated Financial Statements" on page 229, and to the extent of shareholding in our Company, if any, our directors do not have any other interest in our business.

Payment of Benefits (Non-Salary Related)

Except as disclosed in this Draft Red Herring Prospectus, no amount or benefit has been paid or given within the two years preceding the date of filing of this Draft Red Herring Prospectus or is intended to be paid or given to any of our directors except the normal remuneration for services rendered as Directors.

Interest in Promotion or Formation of Our Company

Except for Dhiraj Ummedsingh Gunecha & Ummed Singh Gunecha, who are the Promoters of our Company, none of our Directors and Key Managerial Personnel have any interests in the promotion or formation of our Company. For details, see "Our Promoter and Promoter Group – Interests of our Promoter and Common Pursuits" on page 223.

Interest in Property, Land, Construction of Building, Supply of Machinery

Except as disclosed above and in the chapters titled "Business Overview" and "Restated Financial Statement –Related Party Transactions" and "History and Corporate Structure" on page 65, F-27 and 196 respectively of this Draft Red Herring Prospectus, our directors do not have any interest in any property acquired two years prior to the date of this Draft Red Herring Prospectus.

Interest of Our Directors in Acquisition of Land, Construction of Building or Supply of Machinery

Except as disclosed above and in the chapters titled "Business Overview" and "Restated Financial Statement –Related Party Transactions" and "History and Corporate Structure" on page 65, F-27 and 196 respectively of this Draft Red Herring Prospectus, our directors do not have any interest in in acquisition of land, construction of building or supply of machinery as on the date of this Draft Red Herring Prospectus.

Interest as a Creditor of Our Company

As on the date of this Draft Red Herring Prospectus, our company has not availed loans from the Directors of our company, except as provided in chapter titled "Statement of Financial Indebtedness" and "Restated Financial Statements" on page 243 and 229 respectively

Other Indirect Interest

Save and except as stated above and otherwise in Related Party Transaction in chapter titled "Restated Financial Information" on page 229 of this Draft Red Herring Prospectus, Our Director do not have any other interest in our

Company as on date as on the date of this Draft Red Herring Prospectus. Our directors are not interested in the appointment of Underwriters, Registrar and Bakers to the Issue or any such intermediaries registered with SEBI.

Except as stated in Chapter titled "Restated Financial Information" on page 229 of this Draft Red Herring Prospectus, none of our directors have given unsecured loan to our Company.

Except as stated "Restated Information" on page 229 of this Draft Red Herring Prospectus, none of our sundry creditors or beneficiaries of loans and advances are related to our directors.

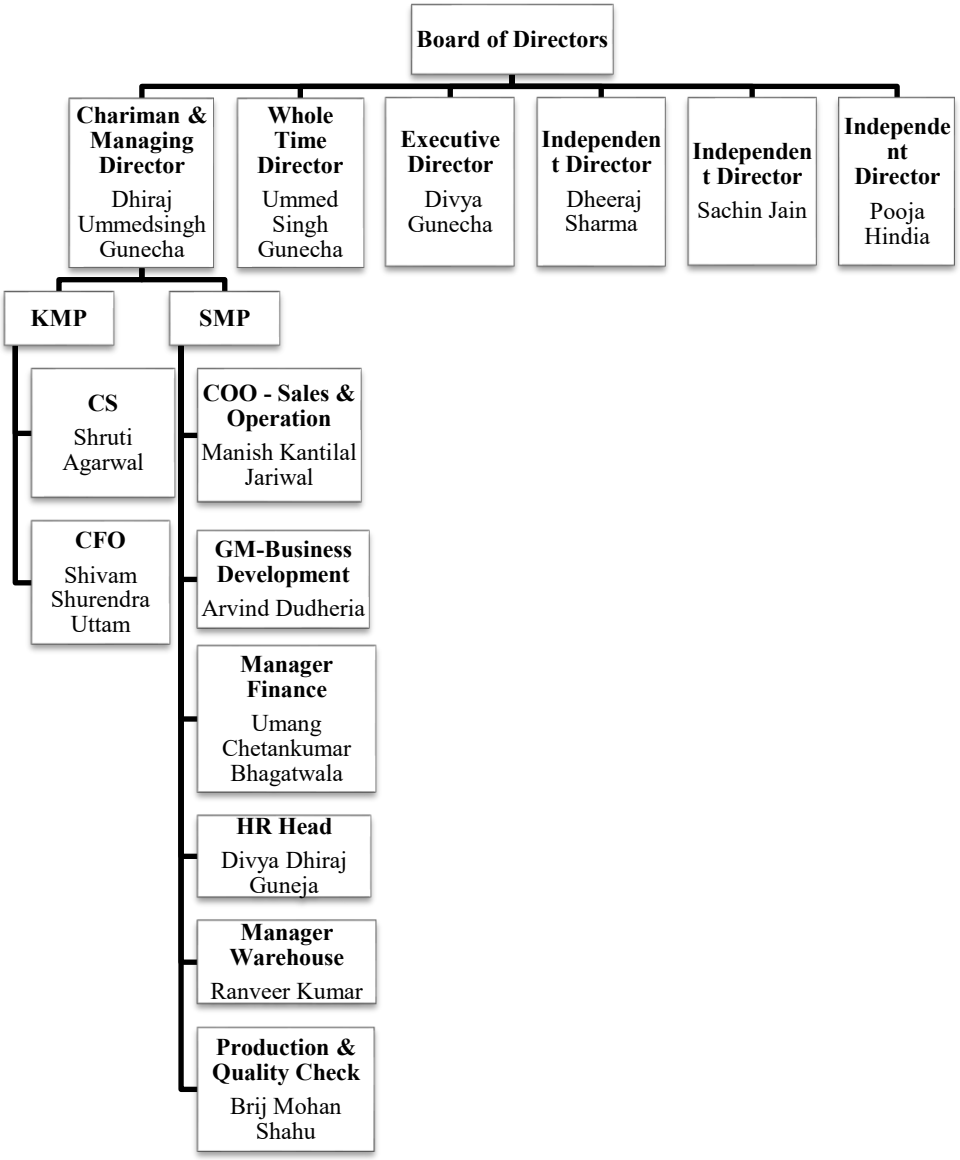
Changes in Our Company's Board of Directors During the Last Three (3) Years:

Save and except as mentioned below, there had been no change in the Directorship during last three (3) years:

Name of Director	Date of Event	Nature of Change	Reason for change
Santosh Gunecha	June 03, 2026	Cessation	Resigned under section 168 of the Companies Act, 2013
Divya Dhiraj Gunecha	June 03, 2026	Re-appointment	Appointed as Executive Director
Dhiraj Ummedsingh Gunecha	June 03, 2026	Change in designation as Chairman & Managing Director	To ensure better Corporate Governance and compliance with Companies Act, 2013
Ummed Singh Gunecha	June 03, 2026	Change in designation as Whole- Time Director	To ensure better Corporate Governance and compliance with Companies Act, 2013
Dheeraj Sharma	June 15, 2026	Appointment as Non-Executive Independent Director	Appointed as Independent and Non-Executive Director
Pooja Hindia	June 15, 2026	Appointment as Non-Executive Independent Director	Appointed as Independent and Non-Executive Director
Sachin Jain	June 15, 2026	Appointment as Non-Executive Independent Director	Appointed as Independent and Non-Executive Director

Management Organizational Structure

The following chart depicts our Management Organization Structure:



Compliance with Corporate Governance

We have a Board constituted in compliance with the Companies Act, 2013. The Board functions either as a full Board or through various committees constituted to oversee specific operational areas.

As on date of this Draft Red Herring Prospectus, as our Company is coming with an offer in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the requirements specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 are not applicable to our Company, although we require to comply with requirement of the Companies Act, 2013 wherever applicable.

As on the date of this Draft Red Herring Prospectus, our Company has six (6) Directors on its Board of whom one (01) is a Chairman and Managing Director, one (01) is Whole Time Director, one (1) is Executive Director and three (03) are Non- Executive & Independent Directors.

Composition of Board of Directors

Currently our Board consists of 6 (Six) Directors on our Board, of which 3 (Three) are Executive Directors and 3 (Three) are Non-Executive Director & Independent Directors.

Composition of Board of Directors is set forth in the below mentioned table:

S. No.	Name of Directors	Designation	DIN
1	Dhiraj Ummedsingh Gunecha	Chairman & Managing Director	08961398
2	Ummed Singh Gunecha	Whole Time Director	02198890
3	Divya Gunecha	Executive Director	08961459
4	Dheeraj Sharma	Non-Executive & Independent Director	06920127
5	Pooja Hindia	Non-Executive & Independent Director	09840237
6	Sachin Jain	Non-Executive & Independent Director	08732284

The Board functions either as a full Board or through various committees constituted to oversee specific operational areas.

Our Company has Constituted the Following Committees of the Board:

- Audit Committee;
- Stakeholders Relationship Committee;
- Nomination and Remuneration Committee;
- Corporate Social Responsibility Committee

Audit Committee

Our Company has formed the Audit Committee vide resolution passed in the meeting of Board of Directors held on June 18, 2026 as per the applicable provisions of the Section 177 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended).

The Audit Committee constituted comprises following members:

Name of the Director	Status in Committee	Nature of Directorship
Dheeraj Sharma	Chairman	Non-Executive Independent Director
Sachin Jain	Member	Non-Executive Independent Director
Dhiraj Ummedsingh Gunecha	Member	Managing Director

The Company Secretary of our Company shall act as Secretary of the Audit Committee. The Chairman of the Audit Committee shall attend the Annual General Meeting of our Company to furnish clarifications to the shareholders in any matter to the financial Statement.

A. Tenure:

The Audit Committee shall continue to be function as a Committee of the Board until otherwise resolved by the Board, to carry out the functions of the Audit Committee as approved by the Board.

B. Quorum and meetings of the Audit Committee

The audit committee should meet at least four times in a year and not more than 120 days shall elapse between two meetings. The quorum shall be either two members or one third of the members of the audit committee whichever is greater, but there should be a minimum of two independent members present;

Further, the audit committee may invite such of the executives, as it considers appropriate including the head of the finance department to be present at the meetings of the committee, but on occasions it may also meet without the

presence of any executives of the Company. The finance consultant of the Company, the internal auditor and a representative of the statutory auditor may be present as invitees for the meetings of the audit committee. The Chairman of the Audit Committee may be present at Annual General Meeting to answer shareholder queries, if any;

C. Power of Audit Committee

The Power of the Audit Committee shall, inter alia, include the following:

1. To investigate any activity within its terms of reference;
2. To seek information from any employee;
3. To obtain outside legal or other professional advice;
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. such other powers as may be prescribed under the Companies Act.

D. Role of Audit Committee

The role of the audit committee shall include the following:

1) oversight of financial reporting process and the disclosure of financial information relating to the company to ensure that the financial statements are correct, sufficient and credible;

2) recommendation for the appointment, re-appointment, replacement remuneration and terms of appointment of auditors, including the internal auditor, cost auditor and statutory auditor of the Company and the fixation of the audit fee;

3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4) formulation of a policy on related party transactions, which shall include materiality of related party transactions;

5) reviewing, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;

6) examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

i) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013

ii) Changes, if any, in accounting policies and practices and reasons for the same

iii) Major accounting entries involving estimates based on the exercise of judgment by management

iv) Significant adjustments made in the financial statements arising out of audit findings

v) Compliance with listing and other legal requirements relating to financial statements

vi) Disclosure of any related party transactions; and

vii) Modified opinion(s) in the draft audit report

7) reviewing, with the management, the half yearly and annual financial statements before submission to the Board for approval;

8) reviewing, with the management, the statement of uses / Bid of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the Offer document / Prospectus / notice and the report submitted by the monitoring agency, appointed if any, monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;

9) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

10) approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company;

Explanation: The term "related party transactions" shall have the same meaning provided in the Companies Act, 2013.

11) approval of related party transactions to which the subsidiary of the Company is a party;

12) scrutiny of inter-corporate loans and investments;

13) valuation of undertakings or assets of the Company, and appointing a registered valuer in terms of Section 247 of the Companies Act, wherever it is necessary;

14) evaluation of internal financial controls and risk management systems;

15) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

16) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

17) discussion with internal auditors of any significant findings and follow up there on;

18) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

19) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

20) recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;

21) looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

22) reviewing the functioning of the whistle blower mechanism;

23) monitoring the end use of funds raised through public offers and related matters;

24) overseeing the vigil mechanism established by the Company, with the chairperson of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

25) approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

26) to formulate, review and make recommendations to the Board to amend the Terms of Reference of Audit Committee from time to time;

27) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;

28) approving the key performance indicators for disclosure in its offering documents;

29) reviewing compliance with the provisions of the SEBI PIT Regulations, at least once in a financial year and shall verify that the systems for internal control under the said regulations are adequate and are operating effectively;

30) carrying out any other functions required to be carried out by the Audit Committee as contained in the Companies Act, 2013, uniform listing agreements and/or any other applicable law, as and when amended from time to time; and

31) To make available its terms of reference and review periodically those terms of reference and its own effectiveness and recommend any necessary changes to the Board.

32) Such other matters as may be prescribed under the applicable laws from time to time.

33) The aforesaid shall be governed by the applicable provisions/limits/threshold provided in Companies Act, 2013, as amended from time to time.

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;

2. Statement of significant related party transactions (as defined by the audit committee), submitted by management;

3. Management letters / letters of internal control weaknesses issued by the statutory auditors;

4. Internal audit reports relating to internal control weaknesses; and

5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

6. statement of deviations: (a) half yearly statement of deviation(s) submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI ICDR Regulations. (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI ICDR Regulations.

Nomination and Remuneration Committee

Our Company has formed the Nomination and Remuneration Committee as per Section 178 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) vide board resolution dated June18, 2026. The Nomination and Remuneration Committee comprises of the following members:

Name of the Director	Status in Committee	Nature of Directorship
Dheeraj Sharma	Chairman	Non-Executive Independent Director
Sachin Jain	Member	Non-Executive Independent Director
Pooja Hindia	Member	Non-Executive Independent Director

The Compliance Officer or Chief Financial Officer of our Company shall act as a Secretary to the Nomination and Remuneration Committee. The scope and function of the Committee and its terms of reference shall include the following:

A. Tenure

The Nomination and Remuneration Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board.

B. Quorum and meetings of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee shall meet as and when required and the quorum shall be either two members or one third of the members of the committee, whichever is greater, including at least one independent director in attendance

C. Terms of Reference:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the "Board" or "Board of Directors") a policy relating to the remuneration of the directors, key managerial personnel and other employees ("Remuneration Policy").

The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

(i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;

(ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

(2) For every appointment of an independent director, evaluating the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, preparing a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Nomination and Remuneration Committee may: (a) use the services of an external agencies, if required; (b) consider candidates from a wide range of backgrounds, having due regard to diversity; and (c) consider the time commitments of the candidates;

(3) Formulation of criteria for evaluation of independent directors and the Board;

(4) Devising a policy on Board diversity;

(5) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director);

(6) Analysing, monitoring and reviewing various human resource and compensation matters;

(7) Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

(8) Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

(9) Recommending to the board, all remuneration, in whatever form, payable to non-executive directors and the senior management, as may be deemed necessary;

(10) Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the Companies Act, 2013 or any other applicable law, as and when amended from time to time;

(11) Reviewing and approving the Company's compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

(12) Perform such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, if applicable;

(13) Construing and interpreting the employee stock option scheme/plan approved by the Board and shareholders of the Company in accordance with the terms of such scheme/plan ("ESOP Scheme") and any agreements defining the rights and obligations of the Company and eligible employees under the ESOP Scheme, and prescribing, amending and/or rescinding rules and regulations relating to the administration of the ESOP Scheme;

(14) Administering the ESOP Scheme including the following:

i. Determining the eligibility of employees to participate under the ESOP Scheme;
ii. Determining the quantum of option to be granted under the ESOP Scheme per employee and in aggregate;
iii. Date of grant;
iv. Determining the exercise price of the option under the ESOP Scheme;
v. The conditions under which option may vest in employee and may lapse in case of termination of employment for misconduct;
vi. The exercise period within which the employee should exercise the option and that option would lapse on failure to exercise the option within the exercise period;
vii. The specified time period within which the employee shall exercise the vested option in the event of termination or resignation of an employee;
viii. The right of an employee to exercise all the options vested in him at one time or at various points of time within the exercise period;
ix. Re-pricing of the options which are not exercised, whether or not they have been vested if stock option rendered unattractive due to fall in the market price of the equity shares;
x. The grant, vest and exercise of option in case of employees who are on long leave;
xi. Allow exercise of unvested options on such terms and conditions as it may deem fit;
xii. The procedure for cashless exercise of options;
xiii. Forfeiture/ cancellation of options granted;
xiv. Formulating and implementing the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions such as rights issues, bonus issues, merger, sale of division and others.

In this regard following shall be taken into consideration:

- the number and the price of stock option shall be adjusted in a manner such that total value of the option to the employee remains the same after the corporate action;

- for this purpose, global best practices in this area may be considered; and the vesting period and the life of the option shall be left unaltered as far as possible to protect the rights of the employee who is granted such option.

(15) Frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:

(a) the SEBI PIT Regulations;

(b) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable; and

(c) SEBI LODR Regulations by the Company and its employees, as applicable.

(16) Specifying the manner for effective evaluation of performance of the Board and independent directors to be carried out by the Nomination and Remuneration Committee; and

(17) Perform such other activities as may be delegated by the Board or specified / provided under the Companies Act, 2013 to the extent notified and effective, as amended or by any other applicable law or regulatory authority.

Stakeholders Relationship Committee

Our Company has formed the Stakeholders Relationship Committee as per Section 178 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) vide board resolution dated June 18, 2026.

The constituted Stakeholders Relationship Committee comprises of the following members:

Name of the Director	Status in Committee	Nature of Directorship
Pooja Hindia	Chairman	Non-Executive Independent Director
Sachin Jain	Member	Non-Executive Independent Director
Dhiraj Ummedsingh Gunecha	Member	Managing Director

The Compliance Officer of our Company shall act as a Secretary to the Stakeholders Relationship Committee.

The scope and function of the Stakeholders Relationship Committee and its terms of reference shall include the following:

A. Tenure

The Stakeholders Relationship Committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board, to carry out the functions of the Stakeholders Relationship Committee as approved by the Board.

B. Quorum and meetings of the Stakeholders Relationship Committee

The Stakeholders' Relationship Committee shall meet as and when required and shall report to the Board of Directors on a quarterly basis regarding the status of redressal of complaints received from the shareholders of the Company and the quorum shall be two members present;

C. Terms of Reference

The Stakeholders Relationship Committee shall oversee all matters pertaining to investors of our Company. All grievances of shareholders/Investors and in terms of reference include the following:

1. Resolving the grievances of the security holders of the company including complaints related to transfer/transmission of shares or debentures, including non-receipt of share or debenture certificates and review of cases for refusal of transfer / transmission of shares and debentures, non-receipt of annual report or balance sheet, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints and formulating procedures in line with statutory guidelines to ensure speedy disposal of various requests received from shareholders;

2. Review of measures taken for effective exercise of voting rights by shareholders;

3. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

4. Review of adherence to the service standards adopted by the company in respect of various services being rendered by the registrar and share transfer agent of the Company and to recommend measures for overall improvement in the quality of Bidder services;

5. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;

6. To approve allotment of shares, debentures or any other securities as per the authority conferred / to be conferred to the Committee by the Board of Directors from time to time;

7. To approve requests for transfer, transposition, deletion, consolidation, sub-division, change of name, dematerialization, rematerialisation etc. of shares, debentures and other securities;

8. To monitor and expedite the status and process of dematerialization and rematerialisation of shares, debentures and other securities of the Company;

9. To further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s) or agent(s);

10. Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act, or by any other regulatory authority; and

11. Such terms of reference as may be prescribed under the Companies Act.

Corporate Social Responsibility Committee

Our Company has formed the Corporate Social Responsibility Committee as per Section 135 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 (as amended) vide board resolution dated June 18, 2026.

The Corporate Social Responsibility comprises of the following members:

Name of the Director	Status in Committee	Nature of Directorship
Dheeraj Sharma	Chairman	Non-Executive Independent Director
Pooja Hindia	Member	Non-Executive Independent Director
Dhiraj Gunecha	Member	Managing Director

The terms of reference of the CSR Committee shall be as under:

- To formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the company as specified in Schedule VII of the Companies Act, 2013;
- To recommend the amount of expenditure to be incurred on the CSR activities;
- To monitor the CSR policy of the company from time to time;
- Any other matter as may be assigned by the Board from time to time or as prescribed under the Companies Act, 2013.

Key Managerial Personnel and Senior Managerial Personnel

In addition to Dhiraj Ummedsingh Gunecha, Chairman & Managing Director and Ummed Singh Gunecha, Whole Time Director whose details are set out in "*Brief profiles of our Directors*" on page 202 above, the details of our other Key Managerial Personnel and Senior Managerial Personnel as on the date of this Draft Red Herring Prospectus are as set forth below:

Dhiraj Ummedsingh Gunecha (Managing Director)

Dhiraj Ummedsingh Gunecha is the Chairman & Managing Director of our Company**.** He has been associated with our Company since 2020. He was appointed as the Managing Director and the Chairman of the Company pursuant to resolution passed by our Board of Directors dated June 03, 2026 and resolution passed by our Shareholders dated June 05, 2026, for a period of five years. With effect from June 05, 2026, in accordance with which, he is entitled to the remuneration and other employee benefits.

Ummed Singh Gunecha (Whole Time Director)

Ummed Singh Gunecha aged 62 years, is the Promoter and Whole Time Director of the Company. He is Associated with the company since 2020. He has successfully completed his Higher Secondary Education. He has been associated with the elastic and narrow fabrics industry since 1999 and brings over two decades of experience in the business. He was previously associated with Sun Narrow Fab Private Limited, where he was involved in the operations and development of the elastic manufacturing business. In 2020, he transitioned to S.R.G. Narrow Fab Limited and has since been contributing to the Company's operations and growth. As a member and director of the company, he has been instrumental in shaping the organization's journey from inception. Under his leadership, the Company has focused on expanding its business operations, enhancing its distribution capabilities and building a sustainable and scalable business model. His commitment, vision and entrepreneurial approach continue to guide the Company towards long-term growth and value creation.

Shruti Agrawal (Company Secretary & Compliance Officer)

Shruti Agrawal is appointed as the Company Secretary and Compliance Officer of our Company since May 1, 2026. She holds post qualification experience of around 7 years. She is skilled Company Secretary with having experience in legal advisory, Intellectual property rights, Industrial laws & secretarial. She has worked with Photon Capital Advisors Limited as chartered Secretary, S Gandhi & Associates and BJS & Company. She has achieved successful and timely completion of various legal obligations and compliances. She is highly skilled in secretarial Compliances.

Shivam Surendra Uttam (Chief Financial Officer)

Shivam Surendra Uttam is the Chief Financial Officer of the Company. He joined our Company as CFO w.e.f. May 01, 2026. He has cleared B. Com from Veer Narmad South Gujarat University, Gujarat and also holds a master degree in commerce from Veer Narmad South Gujarat University, Gujarat. He qualified as a member of the Institute of Chartered Accountants of India in the Year 2024. Prior to joining our Company, he has previously worked with CA Udawat & Associates, Surat as a Senior Accountant, CA Sirvi & Associates LLP, Surat. Pre-qualification experience includes filing of ITR returns tax audits, handling GST matters, finalization of accounts etc. He has combined experience of around 9 years in the industry.

The details of the Senior Managerial Personnel as on the date of this Draft Red Herring Prospectus are set out below. Except for certain statutory benefits, there are no other benefits accruing to the Senior Managerial Personnel.

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2025-26**
Name	Manish Kantilal Jariwala	N.A.	N.A.	4,80,000
Designation	Chief Operating Officer			
Date of Appointment	April 01, 2020			
Overall Experience	6 Years			

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2025-26**
Name	Arvind Dudheria	B. Com	N.A.	7,80,000
Designation	General Manager' in 'Business Development Department'			
Date of Appointment	April 01, 2020			
Overall Experience	6 Years			

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2025-26**
Name	Umang Chetankumar Bhagatwala	LL.B and B.Com	N.A.	18,00,000

Designation	Finance Manager			
Date of Appointment	April 01, 2020			
Overall Experience	6 Years			

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2025-26**
Name	Divya Gunecha	Bachelor's degree in Engineering	Ethics Infra projects Private Limited	6,00,000
Designation	HR Head			
Date of Appointment	November 13, 2020			
Overall Experience	6 Years			

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2025-26**
Name	Ranveer Kumar	N.A.	N.A.	3,75,000
Designation	Warehouse- Logistics			
Date of Appointment	April 01, 2020			
Overall Experience	6 Years			

Name, Designation and Date of joining		**Qualification**	**Previous Employment**	**Remuneration paid in FY 2024-25**
Name	Brij Mohan Sahu	N.A.	N.A.	10,25,000
Designation	Production and Quality Check Head			
Date of Appointment	April 01, 2020			
Overall Experience	6 Years			

Relationship between Our Key Managerial Personnel and Senior Management Personnel and among Directors

Except as disclosed below none of the Key Managerial Personnel and Senior Managerial Personnel is related to each other.

Name of KMP	**Name of SMP**	**Nature of Relation**
Dhiraj Ummedsingh Gunecha	Divya Dhiraj Gunecha	Spouse
Ummed Singh Gunecha	Divya Dhiraj Gunecha	Daughter in law of Ummed Singh Gunecha

Status of Key Managerial Personnel

All our Key Managerial Personnel are permanent employees of our Company.

Interests of Key Managerial Personnel and Senior Management Personnel

The Key Management Personnel and Senior Management Personnel do not have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of business.

Our Key Management Personnel and Senior Management Personnel may be deemed interested to the extent of Equity Shares that may be subscribed for and allotted to them, pursuant to this Issue. Such Key Management Personnel and Senior Management Personnel may also be deemed to be interested to the extent of any dividend payable to them and other distributions in respect of the said Equity Shares.

Our Key Management Personnel and Senior Management Personnel may be interested to the extent of Equity Shares, if any, held by them or held by the entities in which they are associated as promoters, directors, partners, proprietors or

trustees or held by their relatives or that may be subscribed by or allotted to the companies, firms, ventures, trusts in which they are interested as promoters, directors, partners, proprietors, members or trustees, pursuant to the Issue.

Shareholding of Key Managerial Personnel and Senior Management Personnel in Our Company

None of the Key Managerial Personnel and Senior Management Personnel hold any Equity Shares of our Company as on the date of this Draft Red Herring prospectus except below.

S. no.	Name of the KMP/SMP	Designation	No. of Equity Shares	% of pre-issue paid up Share Capital
1.	Dhiraj Ummedsingh Gunecha	Chairman & Managing Director	1630751	16.55%
2.	Ummed Singh Gunecha	Whole Time Director	1836000	18.64%
3.	Divya Dhiraj Gunecha	Executive Director	2125000	21.57%

Bonus or Profit-Sharing Plans for Our Key Managerial Personnel and Senior Management Personnel

Our Company does not have any bonus and/ or profit-sharing plan for the Key Managerial Personnel and Senior Management Personnel. However, our Company makes bonus payments to the employees based on their performances, which is as per their terms of appointment.

Payment or Benefit to Key Managerial Personnel and Senior Management of Our Company

Except as disclosed in Draft Red Herring Prospectus, no amounts or benefits in kind have been paid or given, or are intended to be paid or given, to any of our Company's Key Managerial Personnel and Senior Management in the two years preceding the date of this Draft Red Herring Prospectus.

Employee Stock Option or Employee Stock Purchase

Our Company has not granted any options or allotted any Equity Shares under the ESOP Scheme as on the date of this Draft Red Herring Prospectus.

Loans Availed by Key Managerial Personnel/Senior Management Personnel of Our Company

None of the Key Managerial Personnel or Senior Management Personnel have availed loan from our Company which is outstanding as on the date of this Draft Red Herring Prospectus.

Arrangements and Understanding with Major Shareholders, Customers, Suppliers or Others

None of the Key Managerial Personnel and Senior Management Personnel have entered into to any arrangement/ understanding with major shareholders/customers/suppliers as on the date of this Draft Red Herring Prospectus.

Contingent and Deferred Compensation Payable to Our Key Managerial Personnel and Senior Management Personnel

None of our Key Managerial Personnel and Senior Management were entitled for any contingent or deferred compensation for the year ended March 31, 2026.

Shareholder's Right to Nominate Director on the Board

None of our shareholders have any right to nominate a Director on the Board of our Company.

Attrition Rate of Key Managerial Personnel and Senior Management

The Attrition rate of Key Managerial Personnel and Senior Management of our Company is not higher than the industry attrition rate.

Changes in Our Key Managerial Personnel and Senior Managerial Personnel in The Three Immediately Preceding Years

Details of the changes in our Key Managerial Personnel in the three immediately preceding years are set forth below:

S No.	Name of Key Managerial Personnel/SMP	Designation	Date of Event	Reason for the changes in the board
1.	Dhiraj Ummedsingh Gunecha	Managing Director	June 03, 2026	Change in Designation to Chairperson & Managing Director
2.	Ummed Singh Gunecha	Whole- Time Director	June 03, 2026	Change in Designation to Whole - Time Director
3.	Shruti Agrawal	Company Secretary & Compliance Officer	May 01, 2026	Appointed as Company Secretary and Compliance Officer
4.	Shivam Surendra Uttam	Chief Financial Officer	May 01, 2026	Appointed as Chief Financial Officer
5.	Manish Kantilal Jariwala	Chief Operating Officer for Sales and Operation	April 01, 2020	Appointed as Chief Operating Officer for Sales and Operation
6.	Arvind Dudheria	General Manager for Business Development	April 01, 2020	Appointed as General Manager for Business Development
7.	Umang Chetankumar Bhagatwala	Manager for Finance Department	April 01, 2020	Appointed as Manager for Finance Department
8.	Divya Dhiraj Gunecha	Human Resource Head	April 01, 2020	Appointed as Human Resource Head
9.	Ranveer Kumar	Manager for warehouse & logistics Department	April 01, 2020	Appointed as Manager for logistics Department
10.	Brij Mohan Sahu	Head for Production and Quality Check	April 01, 2020	Appointed as Head for Production and Quality Check

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OUR PROMOTERS AND PROMOTER GROUP

Our Promoters

The Promoters of our Company are Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha.

As on the date of this Draft Red Herring Prospectus, our Promoters holds 34,66,751 Equity Shares, representing **35.19** % of the pre-issued, subscribed and paid-up Equity Share capital of our Company. For details of the build-up of our Promoter' s shareholding in our Company. Please refer chapter "Capital Structure on page 91 of this Draft Red Herring Prospectus-

As on the date of this Draft Red Herring Prospectus, our Promoters' shareholding in our Company is as follows:

S. No.	Name of the Promoter	Number of Equity Shares	Percentage of the pre-Issue issued, subscribed and paid-up Equity Share capital (in %)
1.	Dhiraj Ummedsingh Gunecha	16,30,751	16.55%
2.	Ummed Singh Gunecha	18,36,000	18.64%

Details of Individual Promoters of Our Company are as Follows:



Dhiraj Ummedsingh Gunecha aged 38 years is the Promoter, Chairman & Managing Director in our Company.

For further details, please refer to section titled "Our Management" beginning on page 201 of this Draft Red Herring Prospectus.

Permanent Account Number: AOLPG7401A
Date of Birth: June 03, 1988
Residential Address: 3B, Brijratan Aparment, Brijwasi Estate, Opp. Umrigar School Parle Point, umra Surat Gujarat – 395007
Voter's Identification Number: CTL7472699

Position/posts held in the past: Director

Directorship held in Other Companies: Nil



Ummed Singh Gunecha, aged 62 years, is our Promoter and Whole Time Director in our board of the company.

For further details, please refer to section titled "Our Management" beginning on page 201 of this Draft Red Herring Prospectus.

Permanent Account Number: ADWPG4979K
Date of Birth: July 26, 1964
Residential Address: 302, Brijratan, Brijwasi Estate, near gateway hotel, Parlepoint, Abhva, Surat, Gujarat- 395007
Voter's Identification Number: THP4434890

Position/posts held in the past: Director

Directorship held in Other Companies: Nil

Other Undertakings and Confirmations

Our Company undertakes that the details of Permanent Account Number, Bank Account Number(s), Aadhar Card Number, Driving License Number and Passport Number of our Promoter will be submitted at the time of submission of this Draft Red Herring Prospectus to the BSE for listing of the securities of our Company on SME Platform of BSE.

- Our Promoter and the members of our Promoter Group have confirmed that they have not been identified as wilful defaulter or a fraudulent borrower by the RBI or any other governmental authority.
- No violations of securities laws have been committed by our Promoter or members of our Promoter Group in the past or are currently pending against them.

None of our Promoters are debarred or prohibited from accessing the capital markets or restrained from buying, selling, or dealing in securities under any order or directions passed for any reasons by the SEBI or any other authority or refused listing of any of the securities issued by any such entity by any stock exchange in India or abroad.

Details of Corporate Promoters

As on the date of this Draft Red Herring Prospectus, the Company does not have Corporate Promoter.

Other Ventures of Our Promoters

Save and except as disclosed in this section titled "Body corporates, partnership firms forming part of the Promoter Group" under the chapter titled "Our Promoters and Promoter Group" and the chapter titled "Our Management", beginning on page 222 and 201 of this Draft Red Herring Prospectus, there are no ventures promoted by our Promoters in which they have any business interests/ other interests except S.R.G. Elastics.

Change in Control of Our Company

There has been no change in control of our Company during the last five years immediately preceding the date of this Draft Red Herring Prospectus. For further details, please refer to "Capital Structure- Build-up of the shareholding of the promoters in the company" on page 91 of this Draft Red Herring Prospectus.

Experience of Promoters in the Line of Business

Our Promoters are well experienced in the Company's line of business. The Company shall also endeavour to ensure that relevant professional help is sought as and when required in the future. For details in relation to experience of promoters in the business of our Company, please refer to the chapter titled "Our Management" beginning on page 201 of this Draft Red Herring Prospectus.

Interest of the Promoter

- **Interest in the promotion and shareholding of our Company**

Our Promoters are interested in the promotion of our Company and also to the extent of their shareholding and shareholding of their relatives, from time to time, for which they are entitled to receive dividend payable, if any, and other distribution in respect of the Equity Shares held by them and their relatives. As on the date of this Draft Red Herring Prospectus, our Promoters, Dhiraj Ummedsingh Gunecha and Ummed Singh Gunecha collectively holds 34,66,751 Equity Shares in our Company i.e., 35.19 % of the pre issue paid up Equity Share Capital of our Company. Our Promoters may also be deemed to be interested to the extent of the remuneration, as per the terms of their appointment and reimbursement of expenses payable to them and unsecured loan taken from them, if any. For details, please refer to "Restated Financial Statements - Related Party Transaction" and "Capital Structure" beginning on page F-27 and 79 respectively of this Draft Red Herring Prospectus.

- **Interest in the property of our Company**

Except as stated in the section "Business Overview – Immoveable Properties" and "Restated Financial Statements", beginning on page 185 and 229, respectively, our Promoters are not interested in the properties acquired by our Company within the preceding three years from the date of this Draft Red Herring Prospectus or proposed to be acquired by us as on date of this Draft Red Herring Prospectus.

- **Interest as Director of our Company**

Except as stated in the "Restated Financial Statements - Related Party Transactions" beginning on page F-27 of the Draft Red Herring Prospectus, our Promoters / Directors, may be deemed to be interested to the extent of Remuneration payable/ paid, loans received and repaid by the Company, if applicable and to the extent of any equity shares held by them to the extent of benefits arising out of such shareholding.

For further details, see "Our Management" on page 229 of this Draft Red Herring Prospectus.

- **Interest of Director or Promoter in being a member of a firm or company**

No sum has been paid or agreed to be paid to a Director or Promoter or to a firm or Company in cash or shares or otherwise by any person either to induce such person to become, or qualify such person as a Director, or otherwise for services rendered by such person or by a firm or a company in which our Promoters are interested as a member, in connection with the promotion or formation of our Company.

For the transactions with our Directors, Promoters and members of the Promoter Group please refer to "Restated Financial Statements - Related Party Transaction" beginning on page F-27 of this Draft Red Herring Prospectus

- **In transactions for acquisition of land, construction of building and supply of machinery**

Except as mentioned in the Draft Red Herring Prospectus, none of our Promoters or Directors are interested in any transaction for the acquisition of land, construction of building or supply of machinery.

- **Other Interests in our Company**

For transactions in respect of loans and other monetary transactions entered in past please refer to "Restated Financial Statements - Related Party Transaction" beginning on page F-27 of this Draft Red Herring Prospectus.

Further, our promoters may be interested to the extent of personal or corporate guarantees given by them in favour of the Company, for the details of Personal or Corporate Guarantee given by Promoters towards Financial facilities of our Company please refer to "Statement of Financial Indebtedness" and "Restated Financial Statements" on page 243 and 229 respectively of this Draft Red Herring Prospectus.

Except as stated in "Restated Financial Statements - Related Party Transaction" beginning on page F-27 of this Draft Red Herring Prospectus, and as stated herein, our Promoters or any of the members of the Promoter Group do not have any other interest in our business.

Payment of Amounts or Benefits to Our Promoters or Promoter Group During the Last Two Years

Except as stated in "Restated Financial Statement" and "Our Management" on pages 229 and 201, respectively of this Draft Red Herring Prospectus, there has been no amounts paid or benefits granted by our Company to our Promoters or any of the members of the Promoter Group during the two years preceding the date of this Draft Red Herring Prospectus, nor is there any intention to pay any amount or provide any benefit to our Promoters or any of the member of the Promoter Group as on the date of this Draft Red Herring Prospectus.

Material Guarantees

Except as stated in the "Statement of Financial Indebtedness" and "Restated Financial Statements" beginning on page 243 and 229 respectively of this Draft Red Herring Prospectus, our Promoters have not given any material guarantee to any third party(ies) with respect to the Equity Shares as on the date of this Draft Red Herring Prospectus.

Companies or Firms with Which Our Promoters Have Disassociated in the last Three Year

Our promoters have not been disassociated from any of the entities in the preceding three years.

Related Party Transactions

Except as stated in the Chapter titled "*Restated Financial Information*" starting on page 229 of this Draft Red Herring Prospectus, our Company has not entered related party transactions with our Promoter.

Common Pursuits of Promoters and Promoter Group Companies

Our Promoter, Dhiraj Ummedsingh Gunecha, is proprietor of S.R.G. Elastics - which is engaged in the business of trading of elastics which is similar/related to the business activities carried on by our Company, which is engaged in the manufacturing of elastics. Accordingly, there may be potential conflicts of interest between the business interests of the said Promoter Group entity and our Promoters. Any such conflict of interest, if it arises, may have an adverse effect on our business, financial condition, results of operations and growth prospects. We shall adopt such necessary procedures and practices as may be permitted under applicable laws and regulations to identify, manage and address any actual or potential conflict of interest situations, as and when they arise.

Payment of amounts or benefits to the Promoters or Promoter Group during the last two years

Except as stated in the Chapter titled "*Restated Financial Information*" on page 229 of this Draft Red Herring Prospectus, there has been no payment of benefits to our Promoter or Promoter Group during the two years preceding the date of this Draft Red Herring Prospectus.

Guarantees

Except as stated in the section titled "Restated Financial Information" beginning on page 229 of this Draft Red Herring Prospectus, there are no material guarantees given by the Promoter to third parties with respect to specified securities of the Company as on the date of this Draft Red Herring Prospectus.

Our Promoter Group

The following individuals and entities constitute our Promoter Group in terms of Regulation 2(1) (pp)(ii) of the SEBI ICDR Regulations.

A. Natural persons who are part of the Promoter Group

The natural persons who are part of our Promoter Group (due to their relationship with our individual Promoters or whose shareholding is aggregated under the heading "shareholding of the promoter group"), other than our Promoters, are as follows:

Name of the Promoters	Name of the Immediate Relatives	Relationship
Dheeraj Ummedsingh Gunecha	Divya Dhiraj Gunecha	Spouse
	Ummed Singh Gunecha	Father
	Santosh Gunecha	Mother
	Vinita Ummedsingh Gunecha	Sister
	Master Dheer Dhiraj Gunecha	Son
	Mistress Swaraa Dhiraj Gunecha	Daughter
	Tejkaran Mohanlal Anchalia	Spouse's Father
	Manju Tejkaran Anchalia	Spouse's Mother
	Saurabh Tejkaran Anchalia	Spouse's Brother
Ummed Singh Gunecha	Santosh Gunecha	Spouse
	Sampatraj Gunecha	Father
	Kanchandevi Gunecha	Mother
	Suman Jain	Sister
	Suparasmal Gunecha Praveen Kumar Gunecha	Brother
	Dhiraj Ummedsingh Gunecha	Son
	Vinita Ummedsingh Gunecha	Daughter
	Sumermal Bothra	Spouse's Father
	Navratna devi Bothra	Spouse's Mother

	Tej Karan Bothra Chainroop Bothra Sushil Kumar Bothra	Spouse's Brother
	Shanti Devi Surana Sampat Devi Bafna	Spouse's Sister

As per Regulation 2(pp)(v) of SEBI ICDR Regulations, 2018, none are the persons whose shareholding is aggregated under the heading shareholding of the promoter group.

Promoter Group Entities of Our Promoter

As per Regulation 2(1) (pp)(iii) of the SEBI (ICDR) Regulations 2018, the following Companies/ Trust/ Partnership firms/ HUFs or Sole Proprietorships are forming part of our Promoter Group:

Nature of Relationship	Entity
Any Body corporate in which Promoter or Immediate relative or a firm/ HUF in which core promoter or immediate relative is partner/proprietor holds individually or collectively 20% shareholding and more.	NA
Any Body corporate in which a body corporate mentioned above holds 20% or more of the total shareholding.	NA
Any HUF / Firm in which Core Promoter or Immediate relative holds individually or collectively 20% stake and more.	S.R.G Elastics

Declarations

- None of the entities in the Promoter Group is restrained by any SEBI Order or have ever become defunct.
- None of the entities in the Promoter Group is listed at any Stock Exchange nor have such entities made any public issue or right issue in the preceding three years.
- None of the entities in the Promoter Group has become a sick company under the meaning of Sick Industrial Companies (Special Provisions) Act, 1985 nor is under winding up or liquidation.

Undertaking / Confirmations

Our Promoters group and entities confirm that they have not been declared as a willful defaulter by the RBI or any other governmental authority and there have been no violations of securities laws committed by them or any entities, they are connected with in the past and no proceedings pertaining to such penalties are pending against them.

None of the Promoter Group entities or persons has been:

a) Prohibited from accessing the capital market under any order or direction passed by SEBI or any other authority; or

ii) Refused listing of any of the securities issued by such entity by any stock exchange, in India or abroad. None of the Promoters is or has ever been a promoter, director or person in control of any other company, which is debarred from accessing the capital markets under any order or direction passed by the SEBI.

OUR GROUP COMPANIES

As per section 2(1)(t) of SEBI ICDR Regulations, the term "Group Companies" includes companies (other than promoters and subsidiary) with which there were related party transactions as disclosed in the Restated Financial Statements as covered under the applicable accounting standards, and any other companies as considered material by our Board. As on the date of this Draft Red Herring Prospectus, we do not have any active Group Company.

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DIVIDEND POLICY

The declaration and payment of dividend on our Equity Shares, if any, will be recommended by our Board and approved by our Shareholders, at their discretion, subject to the provisions of the Articles of Association and the applicable laws, including the Companies Act, 2013 (together with applicable rules issued thereunder).

Our Company does not have any formal dividend policy for declaration of dividend in respect of the equity share. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board and will depend on factors that our Board deems relevant, including but not limited to earning stability, contractual obligations, applicable legal restrictions, overall financial position of our Company and other factors considered relevant by the Board. In addition, our company's ability to pay dividends may be impacted by a number of other factors, including restrictive covenants under the loan or financing documents, our Company is currently a party to or may enter into from time to time. For more information on restrictive covenants under our loan agreements, please see "Financial Indebtedness" on page 243 of This Draft Red Herring Prospectus.

No dividend has been paid by our Company on the Equity Shares since its incorporation.

There is no guarantee that any dividends will be declared or paid by our Company in the future. For details, please see "Risk Factor 52 – Our ability to pay dividends in the future may depend upon our future revenue, profits, financial condition, cash flows, working capital requirements, capital expenditures and restrictive covenants in our financing arrangements" on page 49 of the Draft Red Herring Prospectus.

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SECTION V – FINANCIAL INFORMATION

RESTATED FINANCIAL INFORMATION

Particulars	Page No.
Restated financial statements with Auditors Report	**F-1 to F-32**

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Independent Auditor's Examination Report on Restated Financial Information in connection with the Proposed Initial Public Offering of S.R.G NARROW FAB LIMITED

The Board of Directors
S.R.G NARROW FAB LIMITED,
R.S. No. 282/P & 285/P, Plot No. 4105, G.I.D.C. Sachin,
Talangpur, Sachin, G.I.D.C., Surat,394230, Chorasi, Gujarat, India,

Dear Sirs,

1. We have examined, the attached Restated Financial Information of **S.R.G NARROW FAB LIMITED** (referred to as "the Company" or the "Issuer") comprising the Restated Statement of Assets and Liabilities as at March 31, 2026, March 31, 2025, March 31, 2024, the Restated Statement of Profit and Loss and the Restated Statement of Cash Flows for the financial year's ended March 31, 2026, 2025 and 2024 and the statement of significant accounting policies, notes to accounts and other explanatory information (collectively, the "Restated Financial Information"), as prepared and approved by the Board of Directors of the Company at their meeting held on 19 September 2026 for the purpose of inclusion in the Draft Red Herring Prospectus/Red Herring Prospectus/Prospectus (referred to as "Offer Document") prepared by the Company in connection with its proposed Initial Public Offer of equity shares ("IPO") on the SME platform of BSE Limited ("BSE SME").

2. This Restated Financial Information have been prepared in accordance with the requirements of prepared in terms of the requirements of:

    a. Section 26 of Part I of Chapter III of the Companies Act, 2013 ("the Act") read with Companies (Prospectus and Allotment of Securities) Rules 2014;

    b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 ("ICDR Regulations") issued by the Securities and Exchange Board of India ("SEBI") in pursuance to Section 11 of the Securities and Exchange Board of India Act, 1992 and related amendments / clarifications from time to time;

    c. The terms of reference to our engagements with the Company requesting us to carry out the assignment, in connection with the Offer Document being issued by the Company for its proposed IPO of equity shares on SME Platform of BSE Limited; and

    d. The Guidance Note on Reports in Company Prospectus (Revised 2019) issued by The Institute of Chartered Accountants of India ("ICAI"), as amended from time to time (the "Guidance Note").

Management Responsibility for the Restated Financial Information

3. The Company's Board of Directors is responsible for the preparation of the Restated Financial Statement & other financial information for the purpose of inclusion in the Offer document to be filed with Securities and Exchange Board of India, the stock exchanges i.e. Bombay Stock Exchange and Registrar (BSE SME) of Companies, Ahmedabad ("ROC") in connection with the proposed IPO. The Restated Financial Information have been prepared by the management of the Company on the basis of preparation stated in Annexure 2 to the Restated Financial Information.

4. The responsibilities of the Board of Directors of the Company include designing, implementing, and maintaining adequate internal control relevant to the preparation and presentation of the Restated Financial Information. The Board of Directors are also responsible for identifying and ensuring that the Company complies with the Act, ICDR Regulations and the Guidance Note.

Auditor's Responsibilities

5. We have examined such Restated Financial Information taking into consideration:

i. The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter in connection with the proposed IPO of equity shares of the Company;

ii. The Guidance Note - The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

iii. Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and

iv. The requirements of Section 26 of the Act and the ICDR Regulations.

Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Guidance Note in connection with the proposed IPO of equity shares of the Company.

6. These restated financial information have been compiled by the management from the audited financial statements for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024; prepared in accordance with the with the accounting standards notified under the section 133 of the Act ("Indian GAAP") and other accounting principles generally accepted in India, at the relevant time, which have been approved by the Board of Directors at their meetings held on 16 September 2026, 18 September 2025 and 30 September 2024 respectively.

7. For the purpose of our examination, we have relied on:

a) Auditors' Report issued by us on financial statements of the Company as at and for the year ended 31 March 2025 and March 31, 2026 dated 18 September 2025 and 16 September 2026 respectively.

b) Auditors' Report issued by other auditor viz. A BAID & CO. on financial statements of the Company as at and for the year ended March 31, 2024 dated 30 September 2024 respectively.

c) Restatement adjustments made to such audited financial statements [referred to in 6 above] to comply with the requirements specified in Paragraph-2 above, along with the basis of preparation set out in Annexure-2 to the Restated Financial Information and statement of reconciliation thereof set out in Annexure- 3A, have been audited by us.

8. Based on our examination and according to the information and explanations given to us, we report that the Restated Financial Information:

a) Have been arrived at after making such adjustments and regroupings to the audited financial statements of the Company, as in our opinion were appropriate and more fully described in Significant Accounting Policies and Notes to Accounts as set out in Annexure-2 to Annexure- 45 to this Report

b) The Restated Financial Information have been made after incorporating adjustments for:

i. The changes, if any, in accounting policies retrospectively in respective financial years to reflect the same accounting treatment as per the changed accounting policy for all the reporting years.

ii. Prior period and other material amount in the respective financial years to which they relate

iii. Extra-ordinary items, if any, that needs to be disclosed separately in the accounts requiring adjustments, which are stated in the Notes to Accounts wherever applicable

c) does not contain any qualifications requiring adjustments.

d) have been prepared in accordance with the Act, the ICDR Regulations and the Guidance Note.

9. This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by other auditor (A BAID & CO.), nor should this report be construed as a new opinion on any of the financial statements referred to herein.

10. We, **S K KABRA AND COMPANY**, Chartered Accountants have been subjected to the peer review process of the Institute of Chartered Accountants of India ("ICAI") and hold a valid peer review certificate issued by the "Peer Review Board" of the ICAI bearing number 024984.

11. The Restated Financial Information do not reflect the effects of events that occurred subsequent to the respective dates of the reports on the audited financial statements mentioned in paragraph 6 above.

12. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

13. Our report is intended solely for use of the management and for inclusion in the Offer Document to be filed with SEBI, Stock Exchanges and ROC in connection with the proposed IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

14. In our opinion, the above financial information contained in these restated financial information read with the respective Significant Accounting Polices and Notes to Accounts as set out, are prepared after making adjustments and regrouping as considered appropriate and have been prepared in accordance with the Act, ICDR Regulations, Engagement Letter and Guidance Note and give a true and fair view in conformity with the accounting principles generally accepted in India, to the extent applicable.

For S K KABRA AND COMPANY,
Chartered Accountants
Firm Reg No: 104508W

_____
CA ANURAG MURARKA
Partner
Membership No.: 111030
UDIN: 26111030YSGGYP8756

Date: 23 September 2026
Place: Surat

S.R.G. NARROW FAB LIMITED
CIN: U17122GJ2008PLC055476
Restated Statement of assets and liabilities as at March 31, 2026, March 31, 2025 and March 31, 2024
(All amounts are ₹ in lacs unless otherwise stated)

Particulars	Annexure	As at		
		March 31, 2026	March 31, 2025	March 31, 2024
Equity and Liabilities				
Shareholders' funds				
Share capital	3	115.90	115.17	100.00
Reserves and surplus	4	1,717.72	967.76	187.23
		1,833.62	**1,082.93**	**287.23**
Non-current liabilities				
Long-term borrowings	5	896.64	583.29	298.53
Deferred tax liability (net)	6	12.83	8.16	11.41
Long-term provisions	7	46.96	54.86	18.92
		956.43	**646.31**	**328.86**
Current liabilities				
Short-term borrowings	8	2,803.29	1,973.20	1,620.54
Trade payables	9			
- total outstanding dues of micro enterprises and small enterprises		425.57	345.89	338.88
- total outstanding dues of creditors other than micro enterprises and small enterprises		1,561.43	1,065.85	755.18
Other current liabilities	10	172.35	100.65	108.14
Short-term provisions	11	503.62	223.73	62.51
		5,466.26	**3,709.32**	**2,885.26**
Total Equity and Liabilities		**8,256.31**	**5,438.56**	**3,501.35**
Assets				
Non-current assets				
Property, plant and equipment	12	1,026.28	1,077.48	522.32
Capital work in progress	13	675.40	12.37	433.72
Long-term loans and advances	14	112.44	381.72	43.30
Other non-current assets	15	28.64	28.54	26.59
		1,842.76	**1,500.11**	**1,025.93**
Current assets				
Inventories	16	2,064.40	1,747.41	1,717.87
Trade receivables	17	4,149.03	2,037.60	546.06
Cash and bank balances	18	70.33	43.19	60.37
Short-term loans and advances	19	115.50	99.92	143.54
Other current assets	20	14.29	10.33	7.58
		6,413.55	**3,938.45**	**2,475.42**
Total Assets		**8,256.31**	**5,438.56**	**3,501.35**

Restated summary of significant accounting policies 2

The accompanying annexure form an integral part of these restated financial information.

As per our report of even date.

For S K KABRA AND COMPANY
Chartered Accountants
Firm Registration Number: 104508W

CA ANURAG MURARKA
Partner
Membership No.: 111030
UDIN: 26111030YSGGYP8756
Place: Surat
Date: 23 September 2026

For and on behalf of Board of Directors of
S.R.G. NARROW FAB LIMITED

Ummed Singh Gunecha
Director
DIN No.: 02198890

Dhiraj Ummed Singh Gunecha
Managing Director
DIN No.: 08961398

Shivam Uttam
Chief Financial Officer
PAN No. AFAPU2153D
Place: Surat
Date: 23 September 2026

Shruti Agarwal
Company Secretary
Membership No.: A58362

S.R.G. NARROW FAB LIMITED
CIN: U17122GJ2008PLC055476
Restated Statement of Profit and Loss for years ended March 31, 2026, March 31, 2025 and March 31, 2024
(All amounts are ₹ in lacs unless otherwise stated)

Particulars	Annexure	For the year ended		
		March 31, 2026	March 31, 2025	March 31, 2024
Income				
Revenue from operations	21	6,003.69	4,702.12	2,936.27
Other income	22	1.45	2.72	0.42
Total income		**6,005.14**	**4,704.84**	**2,936.69**
Expenses				
Cost of material consumed	23	3,210.53	3,273.60	1,744.46
Purchases of stock-in-trade		545.18	-	7.40
Change in inventories of finished goods, work-in-progress and stock-in-trade	24	(229.50)	(629.64)	(210.92)
Employee benefits expense	25	511.04	570.71	441.18
Finance cost	26	436.71	421.33	320.18
Depreciation and amortisation expense	27	88.06	78.08	56.80
Other expenses	28	475.33	401.57	316.97
Total expenses		**5,037.35**	**4,115.65**	**2,676.07**
Profit before exceptional items, extraordinary item and tax		**967.79**	**589.19**	**260.62**
Profit before tax		**967.79**	**589.19**	**260.62**
Tax expense/(credit)				
- Current tax		251.45	153.60	60.67
- Deferred tax		4.67	(3.25)	6.17
Total tax expense/(credit)		**256.12**	**150.35**	**66.84**
Profit after tax		**711.67**	**438.84**	**193.78**
Earnings per equity share (face value of ₹ 10 each, previous year: ₹ 10):				
- Basic and diluted earnings per share before bonus issue	29	61.44	41.80	76.88
- Basic and diluted earnings per share after bonus issue		7.23	4.92	9.05

Restated summary of significant accounting policies 2

The accompanying annexure form an integral part of these financial information.

As per our report of even date.

For S K KABRA AND COMPANY
Chartered Accountants
Firm Registration Number: 104508W

For and on behalf of Board of Directors of
S.R.G. NARROW FAB LIMITED

CA ANURAG MURARKA
Partner
Membership No.: 111030
UDIN: 26111030YSGGYP8756

Ummed Singh Gunecha
Director
DIN No.: 02198890

Dhiraj Ummed Singh Gunecha
Managing Director
DIN No.: 08961398

Place: Surat
Date: 23 September 2026

Shivam Uttam
Chief Financial Officer
PAN No. AFAPU2153D
Place: Surat
Date: 23 September 2026

Shruti Agarwal
Company Secretary
Membership No.: A58362

S.R.G. NARROW FAB LIMITED
CIN: U17122GJ2008PLC055476
Restated Cash Flow Statement for years ended March 31, 2026, March 31, 2025 and March 31, 2024
(All amounts are ₹ in lacs unless otherwise stated)

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
A. Cash flow from operating activities			
Restated profit before tax	967.79	589.19	260.62
Adjustments for:			
Depreciation and amortisation expenses	88.06	78.08	56.80
Interest income	(0.41)	(0.47)	(0.42)
Finance costs	436.71	421.33	320.18
Operating profit before working capital changes	**1,492.15**	**1,088.13**	**637.18**
Adjustments for (increase)/decrease in:			
Trade receivables	(2,111.43)	(1,491.54)	175.99
Inventories	(316.99)	(29.54)	(667.68)
Loans and advances	253.70	43.62	56.71
Other non current assets	(0.10)	(1.95)	(0.37)
Other current assets	(3.96)	(2.75)	1.62
Adjustments for increase/(decrease) in:			
Trade payables	575.27	317.67	(187.52)
Other current liabilities	71.70	(7.49)	(29.93)
Provision for gratuity	(1.01)	37.68	15.20
Cash generated from/(used in) operations	**(40.67)**	**(46.17)**	**1.20**
Less: Taxes paid (net)	(13.96)	(0.00)	(1.76)
Net cash generated from/(used in) operating activities	**(54.63)**	**(46.17)**	**(0.56)**
B. Cash flow from investing activities			
(Purchase)/sale of property, plant & equipment, capital work in progress and capital advance (net)	(699.90)	(550.31)	(233.70)
Interest received	0.41	0.47	0.42
(Increase)/Decrease in deposits	(6.18)	(10.62)	-
Net cash used in investing activities	**(705.67)**	**(560.46)**	**(233.28)**
C. Cash flow from financing activities			
Proceeds from issue of share capital including security premium (net of share issue expense)	39.03	356.86	75.00
Proceeds/(repayment) from long-term borrowings (net)	423.48	22.25	(12.90)
Proceeds/(repayment) from short-term borrowings (net)	719.96	615.17	548.04
Interest paid on borrowing	(222.15)	(252.31)	(159.83)
Other finance costs paid	(179.06)	(163.14)	(160.35)
Net cash generated from/(used in) financing activities	**781.26**	**578.83**	**289.96**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**20.96**	**(27.80)**	**56.12**
Cash and cash equivalents at the beginning of the year	32.57	60.37	4.25
Cash and cash equivalents at end of the year	**53.53**	**32.57**	**60.37**

Notes to Cash Flow Statement

(i). **Cash and cash equivalents comprises of:**

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Balances with banks			
- In current accounts	-	0.04	30.03
Cash on hand	53.53	32.53	30.34
Total	**53.53**	**32.57**	**60.37**

(ii). The above restated cash flow statement has been prepared under the indirect method set out in AS-3 (Cash Flow Statements) as specified under Section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

(iii). The accompanying annexure form an integral part of the restated financial information.

As per our report of even date.

For S K KABRA AND COMPANY
Chartered Accountants
Firm Registration Number: 104508W

For and on behalf of the Board of Directors of
S.R.G. NARROW FAB LIMITED

CA ANURAG MURARKA
Partner
Membership No.: 111030
UDIN: 26111030YSGGYP8756

Ummed Singh Gunecha
Director
DIN No.: 02198890

Dhiraj Ummed Singh Gunecha
Managing Director
DIN No.: 08961398

Place: Surat
Date: 23 September 2026

Shivam Uttam
Chief Financial Officer
PAN No. AFAPU2153D
Place: Surat
Date: 23 September 2026

Shruti Agarwal
Company Secretary
Membership No.: A58362

Annexure 1 - Background

The Company was originally incorporated as a private limited company under the Companies Act, 2013 in the name and style of "GARBLE NARROW FAB PRIVATE LIMITED " having its registered office at Plot No 4227 Survey No 271/P and 272/P, ROAD NO 42, GIDC Sachin, Village Talangpur, Taluka Choryasi, Surat, Gujarat - 394230, bearing Corporate Identification Number U17122GJ2008PTC055476 issued by the Registrar of Companies, Ahmedabad.

Subsequently, the name of our Company was changed to "S.R.G NARROW FAB PRIVATE LIMITED" and a fresh Certificate of Incorporation dated 24 February, 2020 was issued by Registrar of Companies, Ahmedabad. As on date the Corporate Identification Number of our Company is U17122GJ2008PTC055476.

Subsequently, the name of our Company was changed to "S.R.G NARROW FAB LIMITED" and a fresh Certificate of Incorporation dated 31 January, 2025 was issued by Registrar of Companies, Ahmedabad. As on date the Corporate Identification Number of our Company is U17122GJ2008PLC055476.

The company is primarily a textile-based elastic manufacturer (not a rubber-based one) and our core products are woven, knitted, and specialized in textile elastics.

Annexure 2 - Summary of significant accounting policies

2.1. Basis of preparation

The Restated Statement of assets and liabilities of the Company as at March 31, 2026, March 31, 2025 and March 31, 2024, the related Restated Statement of profits and losses, and cash flow for the year ended March 31, 2025, March 31, 2024 and March 31, 2023 and accompanying annexures to Restated Statement (hereinafter collectively called "Restated Financial Information") have been prepared specifically for inclusion in the draft red herring prospectus to be filed by the Company with the Stock Exchanges in connection with proposed initial public offer of equity shares of Rs. 10 each of the Company (the "Offering"). The Company has prepared the Restated Statement on the basis that it will continue to operate as a going concern.

The Restated Financial Information have been prepared to comply in all material respects with the requirements of:

a) Section 26 of Part I of Chapter III of the Companies Act 2013 (the "Act")
b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time in pursuance of provisions of Securities and Exchange Board of India Act, 1992 ("ICDR Regulations") and
c) Guidance Note on Reports in Company Prospectuses (Revised 2019) ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

The Restated Financial Statements has been compiled from audited financial statements of the Company as at years ended March 31, 2026, March 31, 2025 and March 31, 2024 which have been approved by the Board of Directors at their meeting held on 16 September 2026, 18 September 2025 and 30 September 2024 respectively prepared to comply in all material respects with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ('the Act"), read with relevant rules. The financial statements have been prepared under the historical cost convention on an accrual basis. This financial information have been approved by the Board of Directors at their meetings held on 19 September 2026. The Restated Financial Statements are presented in INR, and all values are rounded to the nearest lacs, except when otherwise indicated.

The Restated Financial Information have been prepared so as to contain information / disclosures and incorporating adjustments set out below in accordance with the SEBI ICDR Regulations:

a) Adjustments to the profits or losses of the earlier years and of the year in which the change in the accounting policy has taken place is recomputed to reflect what the profits or losses of those years would have been if a uniform accounting policy was followed in each of these years, if any;
b) Adjustments for reclassification of the corresponding items of income, expenses, assets and liabilities, in order to bring them in line with the groupings as per the Financial Statements of the Company as at and for the period ended 31 March 2026 and the requirements of the SEBI ICDR Regulations, if any; and
c) The resultant impact of tax due to the aforesaid adjustments, if any.

The accounting policies have been consistently applied by the Company in preparation of the Restated Financial Information and are consistent with those adopted in the preparation of the Financial Statements as at and for the year ended 31 March 2026.

2.2. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

2.3. Inventories

Inventories are valued at the lower of cost on FIFO basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale. Other stock is valued at estimated realisable Value.

2.4. Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of Property, Plant and Equipment includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.

2.5. Depreciation and amortization

Depreciation has been provided on the straight-line method as per life prescribed in Schedule II to the Companies Act, 2013.

2.6. Revenue recognition

Income and expenditure are recognized and accounted on accrual basis as and when they are earned or incurred. Revenue from sales transaction is recognized as and when the significant risk and reward attached to ownership in the goods is transferred to the buyer.

2.7. Inventories

Inventories are valued at the lower of cost on FIFO basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale. Other stock is valued at Cost.

2.8. Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of 'Property, Plant and Equipment includes interest on borrowings attributable to acquisition of qualifying 'Property, Plant and Equipment up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.

2.9. Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

2.10. Depreciation and amortization

Depreciation has been provided on the straight-line method over the useful life of the asset as per the life prescribed in Schedule II to the Companies Act, 2013.

Useful life of the asset are taken on the basis of life prescribed under Sch II to the Companies Act, 2013

2.11. Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

2.12. Cash flow statement

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.13. Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets respect of unabsorbed depreciation and carry forward of losses are recognised only if is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability. Current and deferred tax relating to items directly recognised in equity are recognised in equity and not in the Statement of Profit and Loss.

2.14. Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Annexure 3 - Restated Statement of Share Capital

(i) The Company has one class of shares i.e. Equity Shares having a face value of ₹ 10 per share

Particulars	As at					
	March 31, 2026		March 31, 2025		March 31, 2024	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
Authorised shares						
Equity shares of ₹ 10 each fully paid (refer footnote a & b)	4,000,000	400.00	4,000,000	400.00	1,000,000	100.00
	4,000,000	**400.00**	**4,000,000**	**400.00**	**1,000,000**	**100.00**
Issued, subscribed and fully paid up shares						
Equity shares of ₹ 10 each fully paid	1,159,015	115.90	1,151,665	115.17	1,000,000	100.00
	1,159,015	**115.90**	**1,151,665**	**115.17**	**1,000,000**	**100.00**

Footnote:

(a) During the year ended March 31, 2024, the shareholders of the Company at their meeting held on February 20, 2024 had approved the increase of authorised shares from 2,50,000 equity shares of face value of ₹ 10 each to 10,00,000 equity shares of face value of ₹ 10 each.

(b) During the year ended March 31, 2025, the shareholders of the Company at their meeting held on October 30, 2024 had approved the increase of authorised shares from 10,00,000 equity shares of face value of ₹ 10 each to 40,00,000 equity shares of face value of ₹ 10 each.

(ii) Reconciliation of the number of equity shares and amount outstanding at the beginning and end of the year

Particulars	As at					
	March 31, 2026		March 31, 2025		March 31, 2024	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
Equity shares of ₹ 10 each fully paid						
Shares outstanding at the beginning of the year	1,151,665	115.17	1,000,000	100.00	250,000	25.00
Issued during the year {refer footnote (a), (b) and (c)}	7,350	0.74	151,665	15.17	750,000	75.00
Shares outstanding at the end of the year	**1,159,015**	**115.90**	**1,151,665**	**115.17**	**1,000,000**	**100.00**

Footnotes:

(a) During the year ended March 31, 2024, the shareholders of the Company has made a Right Issue of 7,50,000 fully paid-up equity shares of face value of ₹ 10/- each at issue price of ₹ 10 per share on 30 Mar, 2024.

(b) During the year ended March 31, 2025, the shareholders of the Company has made a Right Issue of 45,714 fully paid-up equity shares of face value of ₹ 10/- each at issue price of ₹ 56.65 per share on 19 Nov, 2024 and Private placement of 1,05,951 of fully paid-up equity shares of face value of Rs 10/- each at issue price of Rs 312.37 per share on 17 Dec, 2024.

(c) During the year ended March 31, 2026, the company has made private placement of 7,350 shares of face value of Rs 10 each at issue price of Rs 531 per share on 09 May 2025.

(iii) Terms/rights attached to equity shares

Voting

Each shareholder is entitled to one vote per share held.

Dividends

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current and previous years.

Liquidation

In the event of liquidation of the Company, the shareholders shall be entitled to receive all of the remaining assets of the Company after distribution of all preferential amounts, if any. Such distribution amounts will be in proportion to the number of equity shares held by the shareholders.

(iv) The Company does not have any holding company.

(v) Detail of shareholders holding more than 5% of equity share of the Company

Name of shareholders	As at					
	March 31, 2026		March 31, 2025		March 31, 2024	
	Number	Percentage	Number	Percentage	Number	Percentage
Santosh Gunecha	250,000	21.57%	250,000	21.71%	250,000	25.00%
Ummed Singh Gunecha	216,000	18.64%	250,000	21.71%	250,000	25.00%
Dhiraj Ummed Singh Gunecha	228,242	19.69%	250,000	21.71%	250,000	25.00%
Divya Dhiraj Gunecha	250,000	21.57%	250,000	21.71%	250,000	25.00%
Maxrets Innovation Pvt Ltd	68,000	5.87%	-	-	-	-
	1,012,242	**87.34%**	**1,000,000**	**86.83%**	**1,000,000**	**100.00%**

(vi) Details of shares held by promoters and promoters' group

Equity shares of ₹ 10 each (previous years: ₹ 10), fully paid up held by:

Name of promoters	As at								
	March 31, 2026		% Change during the year	March 31, 2025		% Change during the year	March 31, 2024		% Change during the year
	No. of shares	% of total shares		No. of shares	% of total shares		No. of shares	% of total shares	
Ummed Singh Gunecha	216,000	18.64%	(3.07%)	250,000	21.71%	(3.29%)	250,000	25.00%	-
Dhiraj Ummed Singh Gunecha	228,242	19.69%	(2.01%)	250,000	21.71%	(3.29%)	250,000	25.00%	-
	444,242	**38.33%**	**(5.09%)**	**500,000**	**43.42%**	**(6.58%)**	**500,000**	**50.00%**	**-**

(vii) No class of shares have been bought back by the Company during the period of five years immediately preceding the reporting date.

(viii) No shares are reserved for issue under options and contracts or commitments during any reporting period.

Annexure 3A - Restated Statement of Material Adjustments

I. Summarised below are the Restatement adjustments made to the profit after tax of the Audited Financial Statements of the Company for the years ended March 31, 2026, March 31, 2025 and March 31, 2024 and their consequential impact on the profit/(loss) of the Company:

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
A) Net profit after tax as per audited financial statements	**701.30**	**422.67**	**196.97**
B) Adjustments due to prior period items			
- Gratuity	-	-	7.23
- Income tax adjustment	10.60	(10.60)	(7.08)
- Deferred tax adjustment	(0.23)	14.46	(4.90)
- Earlier year tax adjustment	-	12.31	1.56
Total adjustments	**10.37**	**16.17**	**(3.19)**
Restated profit after tax (A+B)	**711.67**	**438.84**	**193.78**

II. Reconciliation of the Opening Balance of Surplus of Profit and Loss under Reserves and Surplus for the FY 2023-24:

Particulars	As on April 01, 2023
(A) Opening Balance of surplus as at April 01, 2023	**(15.04)**
Add/(Less): Adjustments due to prior period items	(1.91)
(B) Total adjustments	**(1.91)**
Restated Opening Balance of surplus as at April 01, 2023 (A+B)	**(16.95)**

III. Summarised below are the Restatement adjustments made to the profit after tax of the Audited Financial Statements of the Company for the years ended March 31, 2026, March 31, 2025, and March 31, 2024 and their consequential impact on the shareholder funds of the Company:

Particulars	For the year ending		
	March 31, 2026	March 31, 2025	March 31, 2024
A) Total Shareholder's funds as per audited financial statements	**1,812.18**	**1,071.86**	**292.33**
Opening reserves adjustment for the year ended March 31, 2024 (Refer note II)	**11.07**	**(5.10)**	**(1.91)**
B) Adjustments			
(i) Adjustments due to prior period items			
- Gratuity	-	-	7.23
- Income tax adjustment	10.60	(10.60)	(7.08)
- Deferred tax adjustment	(0.23)	14.46	(4.90)
- Earlier year tax adjustment	-	12.31	1.56
Total adjustments	**21.44**	**11.07**	**(5.10)**
Restated shareholder's funds (A+B)	**1,833.62**	**1,082.93**	**287.23**

IV. Non-Adjusting items

There are no non adjusting items.

Annexure 4 - Restated Statement of Reserves and surplus

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Profit and Loss			
Opening balance (refer annexure 3A (II))	615.67	176.83	(16.95)
Add: Profit for the year	711.67	438.84	193.78
Closing Balance	**1,327.34**	**615.67**	**176.83**
Securities Premium			
Opening balance	352.09	10.40	10.40
Add: Additions during the year	38.29	341.69	-
Closing Balance	**390.38**	**352.09**	**10.40**
Total Reserves and surplus	**1,717.72**	**967.76**	**187.23**

Annexure 5 - Restated Statement of Long-term borrowings

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Secured term loans			
- from Banks	561.25	315.72	69.47
- from NBFCs	48.42	51.51	-
	609.67	**367.23**	**69.47**
Unsecured term loans			
- from Banks	60.35	-	-
- from NBFCs	226.62	216.06	229.06
	286.97	**216.06**	**229.06**
Total	**896.64**	**583.29**	**298.53**

Annexure 6 - Restated Statement of Deferred tax liabilities (net)

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Deferred tax assets			
Property, plant and equipment	27.11	23.29	17.25
Total deferred tax assets	**27.11**	**23.29**	**17.25**
Deferred tax liabilities			
Provision for employee benefits	14.29	15.13	5.83
Total deferred tax liabilities	**14.29**	**15.13**	**5.83**
Net deferred tax liabilities	**12.83**	**8.16**	**11.41**

Reconciliation of deferred tax liabilities

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Opening deferred tax liabilities	8.16	11.41	5.24
Deferred tax charge/(credit) recorded in statement of profit and loss	4.67	(3.25)	6.17
Closing deferred tax liabilities	**12.83**	**8.16**	**11.41**

Annexure 7 - Restated Statement of Long-term provisions

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Provision for gratuity (refer annexure 31)	46.96	54.86	18.92
Total	**46.96**	**54.86**	**18.92**

Annexure 8 - Restated Statement of Short-term borrowings

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Secured			
- from Banks {refer footnote b}	1,800.74	1,459.48	667.69
Current maturities of long-term debt	194.56	123.37	428.43
Unsecured term loans			
Loan from related parties {refer footnote a}	608.56	257.10	409.25
Loan from NBFC {refer footnote c}	10.00	-	-
Loan from others			
- from Body Corporate {refer footnote d}	26.49	10.28	25.73
- from Credit Card	2.50	1.46	10.49
Current maturities of long-term debt	160.44	121.51	78.95
Total	**2,803.29**	**1,973.20**	**1,620.54**

Footnote:

(a) The Company has taken following unsecured interest free and repayable on demand loans from related parties (refer annexure 34):

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Dhiraj Ummed Singh Gunecha	374.67	175.06	140.46
Divya Dhiraj Gunecha	2.29	4.07	0.31
Santosh Gunecha	47.85	4.09	34.96
Ummed Singh Gunecha	183.76	73.89	233.52
Total	**608.56**	**257.10**	**409.25**

(b) Loans from banks

Name of Bank	Loan type	Purpose	ROI	Sanction limit	Tenure (in months)	Security	As at		
							March 31, 2026	March 31, 2025	March 31, 2024
AU Small Finance Bank Ltd (Cash Credit)*	Secured	Working capital	10.50%	1,450.00	12	Current Asset	873.42	1,459.48	-
Standard Chartered Bank (Cash Credit)*	Secured	Working capital	MIBOR+ 3.5%	850.00	12	Current Asset	927.31	-	-
HDFC Bank (Cash Credit)	Secured	Working capital	10.50%	700.00	12	Current Asset	-	-	667.69
Total							**1,800.73**	**1,459.48**	**667.69**

**Personal guarantee from Directors named Ummed Singh Gunecha, Dhiraj Ummed Singh Gunecha, Santosh Gunecha and Divya Dhiraj Gunecha.*

(c) Loans from NBFC

Name of NBFC	Loan type	Purpose	ROI	Sanction limit	Tenure	Security	As at		
							March 31, 2026	March 31, 2025	March 31, 2024
Atul Adani Financial Service Pvt. Limited	Unsecured	Working capital	18.00%	N.A.	Repayable on demand	Unsecured	10.00	-	-
Total							**10.00**	**-**	**-**

(d) Loans from Body Corporate

Name of Body Corporate	Loan type	Purpose	ROI	Sanction limit	Tenure	Security	As at		
							March 31, 2026	March 31, 2025	March 31, 2024
Rakesh Creation P Ltd	Unsecured	Working capital	Interest free	N.A.	Repayable on demand	Unsecured	10.25	10.28	10.28
Sharad Finlease Private Ltd	Unsecured	Working capital	Interest free	N.A.	Repayable on demand	Unsecured	-	-	15.45
Simran Trading & Buildcon Pvt Ltd	Unsecured	Working capital	Interest free	N.A.	Repayable on demand	Unsecured	16.24	-	-
Total							**26.49**	**10.28**	**25.73**

Annexure 9 - Restated Statement of Trade payables

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Total outstanding due to micro enterprises and small enterprises	425.57	345.89	338.88
Total outstanding due to other than micro enterprises and small enterprises	1,561.43	1,065.85	755.18
Total	**1,987.00**	**1,411.74**	**1,094.06**

Footnotes:

i). Trade payables other than due to MSMEs are non-interest bearing and are normally settled in the Company's operating cycle.

ii). Ageing schedule for trade payables - March 31, 2026

Particulars	Outstanding as at March 31, 2026 from due date of payment for					
	Unbilled Dues	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Micro enterprises and small enterprises	-	425.25	0.32	-	-	**425.57**
Other than micro enterprises and small enterprises	3.00	1,374.97	181.11	-	2.35	**1,561.43**
Disputed Dues - Micro enterprises and small enterprises	-	-	-	-	-	**-**
Disputed Dues - Other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**3.00**	**1,800.22**	**181.43**	**-**	**2.35**	**1,987.00**

Ageing schedule for trade payables - March 31, 2025

Particulars	Outstanding as at March 31, 2025 from due date of payment for					
	Unbilled Dues	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Micro enterprises and small enterprises	2.60	316.00	27.29	-	-	**345.89**
Other than micro enterprises and small enterprises	-	1,047.85	15.65	1.90	0.45	**1,065.85**
Disputed Dues - Micro enterprises and small enterprises	-	-	-	-	-	**-**
Disputed Dues - Other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**2.60**	**1,363.85**	**42.94**	**1.90**	**0.45**	**1,411.74**

Ageing schedule for trade payables - March 31, 2024

Particulars	Outstanding as at March 31, 2024 from due date of payment for					
	Unbilled Dues	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
Micro enterprises and small enterprises	-	338.88	-	-	-	**338.88**
Other than micro enterprises and small enterprises	-	674.38	80.35	0.45	-	**755.18**
Disputed Dues - Micro enterprises and small enterprises	-	-	-	-	-	**-**
Disputed Dues - Other than micro enterprises and small enterprises	-	-	-	-	-	**-**
Total	**-**	**1,013.26**	**80.35**	**0.45**	**-**	**1,094.06**

Annexure 10 - Restated Statement of Other current liabilities

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Interest payable	87.75	57.37	47.88
Employee payable	65.74	38.32	41.54
Expense payable	-	-	6.70
Statutory dues	18.86	4.96	12.02
Total	**172.35**	**100.65**	**108.14**

Annexure 11 - Restated Statement of Short-term provisions

Particulars	As at		
	March 31, 2026	**March 31, 2025**	**March 31, 2024**
Provision for tax	491.48	218.47	58.99
Provision for gratuity (refer annexure 31)	12.14	5.26	3.52
Total	**503.62**	**223.73**	**62.51**

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Annexure 12 - Restated Statement of Property, plant and equipment

Financial year 2025-2026

Particulars	Gross block (at cost)				Accumulated depreciation				Net block	
	As at March 31, 2025	Additions	Disposals/ Adjustments	As at March 31, 2026	As at March 31, 2025	Charge for the year	Deletions/ Adjustments	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026
Building	673.81	-	-	673.81	68.67	32.01	-	100.67	605.14	573.13
Furniture and Fittings	0.40	-	-	0.40	0.38	-	-	0.38	0.02	0.02
Lease hold factory land	150.31	-	-	150.31	-	-	-	-	150.31	150.31
Plant and machinery	457.03	36.38	-	493.42	222.01	40.73	-	262.74	235.03	230.68
Vehicles	151.21	-	-	151.21	64.99	14.78	-	79.77	86.22	71.44
Office Equipment	3.41	0.48	-	3.89	2.65	0.55	-	3.19	0.76	0.70
Total	**1,436.17**	**36.86**	**-**	**1,473.03**	**358.69**	**88.06**	**-**	**446.75**	**1,077.48**	**1,026.28**

Financial year 2024-2025

Particulars	Gross block (at cost)				Accumulated depreciation				Net block	
	As at April 01, 2024	Additions	Disposals/ Adjustments	As at March 31, 2025	As at April 01, 2024	Charge for the year	Deletions/ Adjustments	As at March 31, 2025	As at April 01, 2024	As at March 31, 2025
Building	274.50	399.30	-	673.81	40.32	28.34	-	68.67	234.18	605.14
Furniture and Fittings	0.40	-	-	0.40	0.38	-	-	0.38	0.02	0.02
Lease hold factory land	35.97	114.34	-	150.31	-	-	-	-	35.97	150.31
Plant and machinery	337.43	119.60	-	457.03	187.54	34.47	-	222.01	149.89	235.03
Vehicles	151.21	-	-	151.21	50.12	14.87	-	64.99	101.09	86.22
Office Equipment	3.41	-	-	3.41	2.24	0.40	-	2.65	1.16	0.76
Total	**802.92**	**633.24**	**-**	**1,436.17**	**280.61**	**78.08**	**-**	**358.69**	**522.32**	**1,077.48**

Financial year 2023-2024

Particulars	Gross block (at cost)				Accumulated depreciation				Net block	
	As at April 01, 2023	Additions	Disposals/ Adjustments	As at March 31, 2024	As at April 01, 2023	Charge for the year	Deletions/ Adjustments	As at March 31, 2024	As at April 01, 2023	As at March 31, 2024
Building	274.50	-	-	274.50	27.28	13.04	-	40.32	247.22	234.18
Furniture and Fittings	0.40	-	-	0.40	0.38	-	-	0.38	0.02	0.02
Lease hold factory land	35.97	-	-	35.97	-	-	-	-	35.97	35.97
Plant and machinery	337.43	-	-	337.43	159.03	28.51	-	187.54	178.40	149.89
Vehicles	151.21	-	-	151.21	35.25	14.87	-	50.12	115.96	101.09
Office Equipment	3.41	-	-	3.41	1.86	0.38	-	2.24	1.55	1.16
Total	**802.92**	**-**	**-**	**802.92**	**223.80**	**56.80**	**-**	**280.61**	**579.12**	**522.32**

Footnotes:

1. The Company has not carried out any revaluation of property, plant and equipment for the years ended March 31, 2026, March 31, 2025 and March 31, 2024.
2. There is no impairment losses recognised for the years ended March 31, 2026, March 31, 2025 and March 31, 2024.

Annexure 13 - Restated Statement of Capital work in progress

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Opening balance	12.37	433.72	243.32
Additions during the year	663.03	92.29	190.40
Capitalised during the year	-	(513.64)	-
Closing Balance	**675.40**	**12.37**	**433.72**

Ageing schedule for Capital work in progress

As at March 31, 2026

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	663.03	12.37	-	-	675.40
Total	**663.03**	**12.37**	**-**	**-**	**675.40**

As at March 31, 2025

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	12.37	-	-	-	12.37
Total	**12.37**	**-**	**-**	**-**	**12.37**

As at March 31, 2024

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	190.40	76.73	166.59	-	433.72
Total	**190.40**	**76.73**	**166.59**	**-**	**433.72**

Annexure 14 - Restated Statement of Long-term loans and advances

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Unsecured, considered good			
Advance for capital goods	112.44	381.72	43.30
Total	**112.44**	**381.72**	**43.30**

Annexure 15 - Restated Statement of Other non-current assets

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Security deposits	28.64	28.54	26.59
Total	**28.64**	**28.54**	**26.59**

Annexure 16 - Restated Statement of Inventories (Valued at lower of cost and net realisable value)

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Raw materials	281.84	197.95	836.26
Work in progress	288.50	420.67	317.46
Finished goods	1,452.25	1,090.58	564.15
Other stock*	41.81	38.21	-
Total	**2,064.40**	**1,747.41**	**1,717.87**

** It includes stores, spare parts and packing materials*

Annexure 17 - Restated Statement of Trade receivables

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Unsecured, considered good unless stated otherwise			
Unsecured, considered good	4,149.03	2,037.60	546.06
Unsecured, considered doubtful	-	-	-
Total	**4,149.03**	**2,037.60**	**546.06**

Footnotes:

(i) Trade receivables are non-interest bearing and are normally received in the Company's operating cycle.

(ii) Ageing schedule for trade receivables - March 31, 2026

Particulars	Outstanding as at March 31, 2026 from due date of payment for					
	0-6 Months	6-12 Months	1-2 Years	2-3 Years	More than 3 years	Total
Secured						
Undisputed - considered good	-	-	-	-	-	-
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Unsecured						
Undisputed - considered good	2,551.22	1,226.94	299.41	39.89	31.57	4,149.03
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Total	**2,551.22**	**1,226.94**	**299.41**	**39.89**	**31.57**	**4,149.03**

Ageing schedule for trade receivables - March 31, 2025

Particulars	Outstanding as at March 31, 2025 from due date of payment for					
	0-6 Months	6-12 Months	1-2 Years	2-3 Years	More than 3 years	Total
Secured						
Undisputed - considered good	-	-	-	-	-	-
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Unsecured						
Undisputed - considered good	1,880.41	42.10	78.80	17.77	18.53	2,037.60
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Total	**1,880.41**	**42.10**	**78.80**	**17.77**	**18.53**	**2,037.60**

Ageing schedule for trade receivables - March 31, 2024

Particulars	Outstanding as at March 31, 2024 from due date of payment for					
	0-6 Months	6-12 Months	1-2 Years	2-3 Years	More than 3 years	Total
Secured						
Undisputed - considered good	-	-	-	-	-	-
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Unsecured						
Undisputed - considered good	446.50	60.47	16.24	18.33	4.52	546.06
Undisputed - considered doubtful	-	-	-	-	-	-
Disputed - considered good	-	-	-	-	-	-
Disputed - considered doubtful	-	-	-	-	-	-
Total	**446.50**	**60.47**	**16.24**	**18.33**	**4.52**	**546.06**

Annexure 18 - Restated Statement of Cash and bank balances

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Cash and cash equivalents			
Balances with banks			
- In current accounts	-	0.04	30.03
Cash on hand	53.53	32.53	30.34
Other bank balances			
- Held as margin money or security against borrowings	16.80	10.62	-
Total	**70.33**	**43.19**	**60.37**

Annexure 19 - Restated Statement of Short-term loans and advances

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Prepaid expenses	0.26	4.00	4.18
Balance with government authority	63.64	95.92	96.36
Unsecured, considered good			
Advance to suppliers	15.15	-	5.00
Advance to employees (refer below footnote)	3.50	-	38.00
Other advances	32.95	-	-
Total	**115.50**	**99.92**	**143.54**

Footnote: All advances granted to employees are interest free and repayable on demand.

Annexure 20 - Restated Statement of Other current assets

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Interest receivable	0.37	0.42	-
TDS recoverable from NBFCs	13.92	9.91	7.58
Total	**14.29**	**10.33**	**7.58**

Annexure 21 - Restated Statement of Revenue from operations

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Sale of products	6,003.69	4,702.12	2,936.27
Total	**6,003.69**	**4,702.12**	**2,936.27**

Annexure 22 - Restated Statement of Other income

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Interest income			
- from tax refund	-	-	0.01
- from loans and advances	0.41	0.47	0.41
Gratuity written back	1.01	-	-
Liabilities written back to the extent no longer required	0.03	2.25	-
Total	**1.45**	**2.72**	**0.42**

Annexure 23 - Restated Statement of Cost of Material Consumed

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Opening inventory of cost of material consumed	197.95	836.26	379.50
Add: Purchases (net)	3,294.42	2,635.29	2,201.22
Less: Closing inventory of cost of material consumed	281.84	197.95	836.26
Total	**3,210.53**	**3,273.60**	**1,744.46**

Annexure 24 - Restated Statement of Change in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Opening inventory of:			
Finished goods	1,090.58	564.15	422.54
WIP	420.67	317.46	248.15
Closing inventory of:			
Finished goods	1,452.25	1,090.58	564.15
WIP	288.50	420.67	317.46
Total	**(229.50)**	**(629.64)**	**(210.92)**

Annexure 25 - Restated Statement of Employee benefits expense

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Salaries, wages and bonus	463.04	509.03	377.98
Directors remuneration (refer annexure 34)	48.00	24.00	48.00
Gratuity expense (refer annexure 31)	-	37.68	15.20
Total	**511.04**	**570.71**	**441.18**

Annexure 26 - Restated Statement of Finance cost

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Interest on borrowings (refer annexure 5 & 8)	222.15	252.30	159.83
Interest on late payment to creditors	141.06	121.36	131.00
Interest on late payment of TDS	-	2.48	-
Interest on income tax	35.50	5.88	-
Other borrowing costs	38.00	39.31	29.35
Total	**436.71**	**421.33**	**320.18**

Annexure 27 - Restated Statement of Depreciation and amortisation expense

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Depreciation on property, plant and equipment (refer annexure 12)	88.06	78.08	56.80
Total	**88.06**	**78.08**	**56.80**

Annexure 28 - Restated Statement of Other expenses

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Power and fuel	118.81	143.91	130.76
Job work charges	3.88	0.62	1.54
Freight expenses	20.53	22.49	19.99
Consumption of stores and spare parts	37.86	30.76	31.08
Rent	-	-	26.73
Insurance expense	60.77	14.85	5.32
General expenses	6.18	6.16	6.67
Repairing expenses	51.15	57.18	4.10
Travelling and conveyance expense	0.37	4.04	5.23
Legal and professional fees	65.46	26.24	2.75
Postage and courier	0.27	-	1.02
Packing materials	93.47	67.58	61.01
Rates and taxes	7.18	4.59	12.30
Discount allowed	0.20	1.77	6.47
Stationery expenses	-	0.10	1.00
Corporate Social Responsibility (CSR) expenses (refer annexure 32)	6.20	-	-
Advertisement expenses	-	10.25	-
Brokerage expenses	-	8.43	-
Auditor fees (refer footnote a)	3.00	2.60	1.00
Total	**475.33**	**401.57**	**316.97**

Footnote:

(a) Payment to auditors (excluding GST)

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Statutory audit	3.00	2.60	1.00
Total	**3.00**	**2.60**	**1.00**

Annexure 29 - Restated Statement of Earnings Per Share

The calculation of earnings per share (EPS) has been made in accordance with AS-20 (*Earnings per Share*). A statement on calculation of basic and diluted EPS is as under:

Earnings per share:

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Profit attributable to the equity share holders	711.67	438.84	193.78
Weighted average number of equity shares	1,158,232	1,049,876	252,055
Weighted average number of equity shares used as denominator in calculating adjusted earning per share after issue of bonus share	9,844,972	8,923,946	2,142,468
Basic and diluted earnings per share	**61.44**	**41.80**	**76.88**
Adjusted Earning per share after issue of bonus share	**7.23**	**4.92**	**9.05**

Footnotes:

(i) The Company does not have any outstanding dilutive potential equity shares for the years ended March 31, 2026, March 31, 2025 and March 31, 2024. Hence, basic and diluted earnings per share of the Company are same for the years ended March 31, 2026, March 31, 2025 and March 31, 2024.

(ii) Refer annexure 3.

Annexure 30 - Restated Statement of Contingent liabilities & capital commitments

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
(i) Contingent liabilities	-	-	-
(ii) Commitments			
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-	-	-
Total	**-**	**-**	**-**

Annexure 31 - Restated Statement of Employee benefits obligations

The Company has in accordance with the AS-15 (Employee Benefits) calculated various benefits provided to employees, which are described as under:

A. Defined contribution plan

The Company does not make contributions to Defined Contribution Plans under the Provident Fund scheme or the Employees' State Insurance (ESI) scheme, as the salary/wages of all employees are above the threshold limits. Accordingly, no amount has been charged to the Statement of Profit and Loss under Defined Contribution Plans.

B. Defined benefit plan

The present value obligation in respect of gratuity is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligations. The summarised positions of various defined benefits are as follows:

Actuarial assumptions

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Discount rate (percentage)	7.25	7.25	7.25
Future salary increase (percentage)	5.00	5.00	5.00
Retirement age (years)	60.00	60.00	60.00
Mortality rate inclusive of provision for disability	IALM (2012 - 14)	IALM (2012 - 14)	IALM (2012 - 14)
Withdrawal rate (percentage)	10.00	10.00	10.00

Notes:

a) The discount rate has been assumed 7.25% which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

b) The Company's gratuity liability is entirely unfunded.

Reconciliation of present value of defined benefit obligation

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Present value of obligation at the beginning of the year	60.12	22.44	7.23
Current service cost	16.00	16.80	7.34
Past service cost	-	-	-
Interest cost	4.21	1.63	0.56
Actuarial loss/(gain) on obligation	(21.22)	19.26	7.30
Benefits paid	-	-	-
Present value of obligation at the end of the year	**59.11**	**60.12**	**22.44**

Amounts recognised in Balance Sheet

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
Short-term provision for gratuity	12.14	5.26	3.52
Long-term provision for gratuity	46.96	54.86	18.92
Total	**59.11**	**60.12**	**22.44**

Expenses recognised in the Statement of Profit and Loss

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Current service cost	16.00	16.80	7.34
Past service cost	-	-	-
Interest cost	4.21	1.63	0.56
Actuarial loss/(gain) on obligation	(21.22)	19.26	7.30
Total	**(1.01)**	**37.68**	**15.20**

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is as follows:

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Discount rate			
- Increase by 1.00%	(3.22)	(3.65)	(1.41)
- Decrease by 1.00%	3.67	4.15	1.62
Salary escalation rate			
- Increase by 1.00%	3.71	4.19	1.64
- Decrease by 1.00%	(3.31)	(3.74)	(1.45)
Withdrawal rate			
- Increase by 1.00%	0.01	(0.14)	(0.22)
- Decrease by 1.00%	(0.08)	0.06	0.18

c) The Company has adopted a leave policy where the accumulated balance of leave as of the reporting date is not carried forward to the next reporting period. In accordance with this policy, no provision for leave encashment has been made for the years ended March 31, 2026, March 31, 2025 and March 31, 2024.

Annexure 32 - Restated Statement of Corporate social responsibility (CSR) expenditure

As per section 135(5) of the Companies Act 2013, every company which is required to engage in CSR, must ensure CSR spending with reference to the average net profits made during the immediately preceding three financial years, or where the concerned company has not completed a period of three financial years since its incorporation, then with reference to the immediately preceding financial year.

(a) Details of CSR expenditure:

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Amount required to be spent during the year	6.20	-	-
Amount spent during the year on:			
(i) Construction / acquisition of asset	-	-	-
(ii) On purpose other than (i) above			
- Brought forward from last year	-	-	-
- Short fall for previous year spent now	-	-	-
- Spent during the year for current year	6.09	-	-
- Carried forward to next year (short)/excess	-	-	-
- Amount of cumulative shortfall at the end of the year	0.11	-	-

As per the provisions of section 135 of the Companies Act 2013, CSR was not applicable to the Company for the year ended March 31, 2025 and March 31, 2024, as it did not meet the applicability criteria based on the audited financial statements of the immediately preceding respective financial year.

Annexure 33 - In terms of Section 22 of Chapter V of Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act, 2006), the disclosures of payments due to any supplier are as follows:

Particulars	As at		
	March 31, 2026	March 31, 2025	March 31, 2024
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting year included in			
- Trade payables	425.57	345.89	338.88
- Other current liabilities	-	-	-
- Payables for expenses	-	-	-
- Principal amount due to micro and small enterprises	-	-	-
- Interest due on above	-	-	-
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond appointed day during each accounting year.	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year.	75.65	49.95	47.88
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006.	-	-	-

Annexure 34 - Restated Statement of Related party disclosure

The disclosure as required by the Accounting Standard -18 (Related Party Disclosure) are given below:

A. List of related parties with whom transactions have taken place:

Nature of relationship	Name of related party
Key management personnel	Dhiraj Ummed Singh Gunecha Divya Dhiraj Gunecha Ummed Singh Gunecha
Relative of Key management personnel	Santosh Gunecha Vinita Gunecha
Enterprises under common control	SRG Elastics

B. Transactions during the year and balances outstanding:

Particulars	**Key management personnel**			**Relative of Key management personnel**			**Enterprises under common control**			**Total**		
Transactions during the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Addition of borrowing												
- Dhiraj Ummed Singh Gunecha	679.76	420.85	457.14	-	-	-	-	-	-	**679.76**	**420.85**	**457.14**
- Divya Dhiraj Gunecha	10.22	61.25	8.00	-	-	-	-	-	-	**10.22**	**61.25**	**8.00**
- Santosh Gunecha	-	-	-	74.27	37.08	25.50	-	-	-	**74.27**	**37.08**	**25.50**
- Ummed Singh Gunecha	286.93	189.11	280.12	-	-	-	-	-	-	**286.93**	**189.11**	**280.12**
Repayment of borrowing												
- Dhiraj Ummed Singh Gunecha	480.16	392.66	399.33	-	-	-	-	-	-	**480.16**	**392.66**	**399.33**
- Divya Dhiraj Gunecha	12.00	57.49	24.43	-	-	-	-	-	-	**12.00**	**57.49**	**24.43**
- Santosh Gunecha	-	-	-	30.50	69.68	27.80	-	-	-	**30.50**	**69.68**	**27.80**
- Ummed Singh Gunecha	177.06	381.47	101.07	-	-	-	-	-	-	**177.06**	**381.47**	**101.07**
Purchase booked												
- SRG Elastics (Purchase of Goods)	-	-	-	-	-	-	439.89	-	-	**439.89**	**-**	**-**
Interest paid												
- Dhiraj Ummed Singh Gunecha	-	6.42	7.24	-	-	-	-	-	-	**-**	**6.42**	**7.24**
- Divya Dhiraj Gunecha	-	-	1.70	-	-	-	-	-	-	**-**	**-**	**1.70**
- Santosh Gunecha	-	-	-	-	1.72	4.43	-	-	-	**-**	**1.72**	**4.43**
- Ummed Singh Gunecha	-	32.73	11.55	-	-	-	-	-	-	**-**	**32.73**	**11.55**

S.R.G. NARROW FAB LIMITED
CIN: U17122GJ2008PLC055476
Annexure to the Restated Financial Information for years ended March 31, 2026, March 31, 2025 and March 31, 2024
(All amounts are ₹ in lacs unless otherwise stated)

Particulars	Key management personnel			Relative of Key management personnel			Enterprises under common control			Total		
Transactions during the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Director/KMP salary												
- Dhiraj Ummed Singh Gunecha	18.00	6.00	18.00	-	-	-	-	-	-	**18.00**	**6.00**	**18.00**
- Divya Dhiraj Gunecha	6.00	6.00	6.00	-	-	-	-	-	-	**6.00**	**6.00**	**6.00**
- Santosh Gunecha	-	-	-	6.00	6.00	6.00	-	-	-	**6.00**	**6.00**	**6.00**
- Ummed Singh Gunecha	18.00	6.00	18.00	-	-	-	-	-	-	**18.00**	**6.00**	**18.00**
- Vinita Gunecha	-	-	-	6.00	6.00	6.00	-	-	-	**6.00**	**6.00**	**6.00**
Sales												
- SRG Elastics	-	-	-	-	-	-	103.52	1,019.05	95.24	**103.52**	**1,019.05**	**95.24**

Particulars	Key management personnel			Relative of Key management personnel			Enterprises under common control			Total		
Balance outstanding at the end of the year	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**	**31-Mar-26**	**31-Mar-25**	**31-Mar-24**
Borrowing												
- Dhiraj Ummed Singh Gunecha	374.67	175.06	140.46	-	-	-	-	-	-	**374.67**	**175.06**	**140.46**
- Divya Dhiraj Gunecha	2.29	4.07	0.31	-	-	-	-	-	-	**2.29**	**4.07**	**0.31**
- Santosh Gunecha	-	-	-	47.85	4.09	34.96	-	-	-	**47.85**	**4.09**	**34.96**
- Ummed Singh Gunecha	183.76	73.89	233.52	-	-	-	-	-	-	**183.76**	**73.89**	**233.52**
Director/KMP salary												
- Dhiraj Ummed Singh Gunecha	10.53	0.37	-	-	-	-	-	-	-	**10.53**	**0.37**	**-**
- Divya Dhiraj Gunecha	5.13	0.06	0.10	-	-	-	-	-	-	**5.13**	**0.06**	**0.10**
- Santosh Gunecha	-	-	-	2.19	0.07	0.55	-	-	-	**2.19**	**0.07**	**0.55**
- Ummed Singh Gunecha	9.69	-	1.87	-	-	-	-	-	-	**9.69**	**-**	**1.87**
- Vinita Gunecha	-	-	-	7.38	1.38	1.14	-	-	-	**7.38**	**1.38**	**1.14**

Annexure 35 - Restated Statement of Accounting ratios

	Ratios	Formula	Year ended			% Change		Reason for variance	
			March 31, 2026	March 31, 2025	March 31, 2024	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
a).	Current ratio	Current assets / Current liabilities	1.17	1.06	0.86	10.50%	23.76%	N.A*	N.A*
b).	Debt-equity ratio	Total debt / Shareholders' equity	2.02	2.36	6.68	(14.53%)	(64.67%)	N.A*	Refer Footnote (a)
c).	Debt service coverage ratio	Earnings available for debt services / Debt service	0.80	0.82	0.71	(2.44%)	(15.49%)	Refer Footnote (b)	Refer Footnote (c)
d).	Return on equity ratio	Net profit after taxes * 100 / Average shareholders' equity	48.80%	64.06%	126.79%	(23.81%)	(49.48%)	N.A*	Refer Footnote (d)
e).	Inventory turnover ratio	Cost of goods sold / Average inventory	1.85	1.53	1.11	21.24%	37.06%	N.A*	Refer Footnote (e)
f).	Trade receivable turnover ratio	Net credit sales = Gross credit sale - sales return / Average trade receivables	1.94	3.64	4.63	(46.68%)	(21.40%)	Refer Footnote (f)	N.A*
g).	Trade payables turnover ratio	Net credit purchases = Gross credit purchase - Purchase return / Average trade payables	2.37	2.26	2.01	4.63%	12.29%	N.A*	N.A*
h).	Net capital turnover ratio	Net credit sales = Gross credit sale - sales return / Average working capital	10.21	(52.04)	(6.32)	(119.61%)	723.31%	Refer Footnote (g)	Refer Footnote (h)
i).	Net profit ratio	Net profit after taxes * 100 / Net sales	11.85%	9.33%	6.60%	27.01%	41.42%	Refer Footnote (i)	Refer Footnote (j)
j).	Return on capital employed	Earnings before interest and taxes * 100 / Capital employed	51.44%	60.65%	99.15%	(15.18%)	(38.83%)	N.A*	Refer Footnote (k)
k).	Return on investment	Net profit after taxes * 100 / Total assets	8.62%	8.07%	5.53%	6.82%	45.80%	N.A*	Refer Footnote (l)

** N.A. Not applicable, variance is below the threshold*

In accordance with the requirements, changes in ratios of more than 25% as compared to previous year have been explained.

Footnotes:

1. Reasons for variance:

(a) Decline mainly due to substantial increase in shareholders' equity on account of profit accretion and capital infusion, growing at a faster pace than total debt

(b) Increase due to higher earnings available for debt service driven by improved profitability, coupled with lower debt service obligations during the year

(c) Increase on account of growth in earnings available for debt service outpacing the reduction in debt service obligations

(d) Decline mainly due to increase in average shareholders' equity pursuant to capital infusion, diluting the return despite continued growth in net profit
(e) Increase due to higher sales-led growth in cost of goods sold outpacing the increase in average inventory, reflecting improved inventory management
(f) Decline mainly due to a significant increase in average trade receivables, reflecting extended credit period allowed to customers, not commensurate with the growth in net credit sales
(g) Ratio increased mainly due to a significant increase in average working capital during the year, following an increase in current assets, along with continued growth in sale
(h) High percentage change is due to the small negative base ratio in the preceding year, amplifying the actual movement caused by increased sales and the narrowing working capital deficit.
(i) Increase due to improved operating margins and economies of scale as revenue grew
(j) Increase due to net profit growing at a faster rate than net sales, reflecting operating leverage
(k) Decline mainly due to increase in capital employed on account of increase in securities premium, loan funds, and capital, which was greater than the rate of increase in EBIT
(l) Increase due to net profit growing faster than the increase in total assets

Annexure 36 - Restated Statement of Capitalisation

Particulars	Pre offer	Post issue
Debt:		
Long-term borrowings	896.64	-
Short-term borrowings	2,803.29	-
Total Debt (A)	**3,699.93**	**-**
Shareholders Fund:		
Equity shares	115.90	-
Reserves and surplus	1,717.72	-
Total Shareholders Fund (B)	**1,833.62**	**-**
Long term Debt / Shareholders Fund	**48.90%**	
Total Debt / Shareholders Fund (A/B)	**201.78%**	**-**

Annexure 37 - Restated Statement of Tax Shelter

Particulars	For the year ended		
	March 31, 2026	March 31, 2025	March 31, 2024
Restated profit before tax as per books (A)	**967.79**	**589.19**	**260.62**
Tax Rates			
Income Tax Rate (%)	25.17	25.17	27.82
Adjustments:			
Income considered separately	-	-	-
Capital gain	-	-	-
Rent income	-	-	-
Interest income	-	-	-
Income from Business & Profession	**967.79**	**589.19**	**260.62**
Prior period items			
Add: Disallowance			
Gratuity expense	(1.01)	37.68	15.20
Interest & penalty	35.50	5.88	-
Provision	8.39	3.75	-
CSR expense	6.20	-	-
(+) Depreciation as per Companies Act, 2013	88.06	78.08	56.80
(-) Depreciation as per Income Tax Act, 1961	105.82	104.28	61.72
Income under the head business	**999.12**	**610.30**	**270.90**
Brought forward losses	-	-	(34.03)
Rent income	-	-	-
Interest income	-	-	-
Net Taxable Income	**999.12**	**610.30**	**236.87**
Income tax	219.81	134.27	59.22
Surcharge	21.98	13.43	4.15
Education cess	9.67	5.91	2.53
MAT credit utilisation	-	-	(5.23)
Tax at normal rate	**251.46**	**153.60**	**60.67**
Special income - LTCG	-	-	-
Special income - STCG	-	-	-
Income tax	-	-	-
Surcharge	-	-	-
Education cess	-	-	-
Tax at special rate	**-**	**-**	**-**
Interest u/s 234A/B/C	35.50	5.88	0.00
Total Tax Payable (Restated)	**251.46**	**153.60**	**60.67**
Tax paid/payable (as per audited)	**262.05**	**155.31**	**55.14**

Annexure 38 - Restated Statement of Segmental Reporting

The Company operates in a single segment of textile-based elastic manufacturing, in the one geographical area of Ahmedabad, Gujarat. Therefore, the disclosure requirements as per Accounting Standard 17 "Segment Reporting" are not applicable to the Company.

Annexure 39 - Restated Statement of Other statutory information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company has not been declared as wilful defaulter by any bank or financial Institution or other lender.

(iv) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.

(v) The Company does not have any immovable property whose title deeds are not held in the name of the Company.

(vi) The Company has not traded or invested in cryptocurrency or virtual currency during the financial year.

(vii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or
   b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(viii) The Company does not receive any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
   a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or
   b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(ix) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

Annexure 40

The Company has not used any borrowings from banks and financial institutions for purpose other than for which it was taken.

Annexure 41

The Company has not entered into any scheme of arrangements during the year.

Annexure 42

The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies ("ROC") beyond the statutory period.

Annexure 43

These financial statements were approved for issue by the Board of Directors on 23 September 2026.

Annexure 44

The company has been converted from Private to Public Company vide MCA approval letter dated 31 January 2025. Same has been approved by the members in EGM dated 09 January 2025. Pursuant to this, name of the company changed from S.R.G. Narrow Fab Private Limited to S.R.G. Narrow Fab Limited.

Annexure 45

The Company has reclassified/regrouped previous year figures where necessary to conform to the current year's classification.

As per our report of even date.

For S K KABRA AND COMPANY	For and on behalf of Board of Directors of
Chartered Accountants	**S.R.G. NARROW FAB LIMITED**
Firm Registration Number: 104508W	

CA ANURAG MURARKA	**Ummed Singh Gunecha**	**Dhiraj Ummed Singh Gunecha**
Partner	Director	Managing Director
Membership No.: 111030	DIN No.: 02198890	DIN No.: 08961398
UDIN: 26111030YSGGYP8756		
Place: Surat	**Shivam Uttam**	**Shruti Agarwal**
Date: 23 September 2026	Chief Financial Officer	Company Secretary
	PAN No. AFAPU2153D	Membership No.: A58362
	Place: Surat	
	Date: 23 September 2026	

OTHER FINANCIAL INFORMATION

The accounting ratios of our Company derived from Restated Financial Information as required under Clause 11 of Part A of Schedule VI of the SEBI ICDR Regulations are given below:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Restated profit after tax as per statement of profit & loss (A)	711.67	438.84	193.78
Tax expense (B)	256.12	150.35	66.84
Depreciation and amortization expense (C)	88.06	78.08	56.80
Interest cost (D)	436.71	421.33	320.18
Weighted average number of equity shares at the end of the year pre bonus issue (E1)	11,58,232	10,49,876	2,52,055
Weighted average number of equity shares at the end of the year post bonus issue (E2)	98,44,972	89,23,946	21,42,468
Number of equity shares outstanding at the end of the year (F1) (pre-bonus)	11,59,015	11,51,665	10,00,000
Number of equity shares outstanding at the end of the year (F2) (post-bonus)	98,44,972	89,23,946	21,42,468
Nominal value per equity share (₹) (G)	10	10	10
Restated net worth of shareholders as per statement of assets and liabilities (H)	1,833.62	1,082.93	287.23
Current assets (I)	6,413.55	3,938.45	2,475.42
Current liabilities (J)	5,466.26	3,709.32	2,885.26
Earnings per share basic & diluted (₹) (pre-bonus) #	61.44	41.80	76.88
Earnings per share basic & diluted (₹) (post-bonus) #	7.23	4.92	9.05
Return on net worth (%) *	38.81%	40.52%	67.47%
Net asset value per share (₹) (pre-bonus) ##	158.21	94.03	28.72
Net asset value per share (₹) (post-bonus) ##	21.09	12.54	3.83
Current ratio**	1.17	1.06	0.86
Earnings before interest, tax and depreciation and amortization1 (EBITDA)^	1,491.11	1,085.88	637.18

#Earnings per share	*A / E1 & E2*
**Return on net worth*	*A / H*
##Net Asset Value per equity share	*H / F1 & F2*
***Current ratio*	*I / J*
^Earnings before Interest, Tax and Depreciation and Amortization (EBITDA):	*A+B+C+D*

For further information in relation to our other accounting ratios, see "*Basis for Issue Price*", "*Business Overview—Key Performance Indicators" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages* 114*,* 162 *and 232, respectively*

Audited Financial Information

In accordance with the SEBI ICDR Regulations, the audited financial statements of our Company as of and for the Fiscal 2026, Fiscal 2025 and Fiscal 2024 along with the respective audit reports (collectively, the "Audited Financial Information") are available on our website at *https://www.srgelastics.com/*

Our Company is providing a link to this website solely to comply with the requirements specified in the SEBI ICDR Regulations. The Audited Financial Information and the reports thereon, do not constitute, (i) a part of this Draft Red Herring Prospectus; or (ii) a prospectus, a statement in lieu of a prospectus, an offering circular, an offering memorandum, an advertisement, an offer or a solicitation of any offer or an offer document or recommendation or solicitation to purchase or sell any securities under the Companies Act, the SEBI ICDR Regulations, or any other applicable law in India or elsewhere.

The Audited Financial Information, and the reports thereon, should not be considered as part of information that any investor should consider subscribing for or purchase any securities of our Company and should not be relied upon or used as a basis for any investment decision.

None of our Company or any of its advisors, nor the BRLM, nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Audited Financial Information, or the opinions expressed therein.

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MANAGEMENT'S DISCUSSIONS AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

The following discussion of our financial condition and results of operations is based on, and should be read in conjunction with, our Restated Financial Statement (including the schedules, notes and material accounting policies thereto), included in the section titled "Restated Financial Statement" beginning on page 229 *of this Draft Red Herring Prospectus.*

Our Restated Financial Statements has been derived from our audited financial statements for Financial Year 2026, Financial Year 2025, and Financial Year 2024, and have been restated in accordance with the SEBI ICDR Regulations and the ICAI Guidance Note. Our audited financial statements for Financial Year 2026, Financial Year 2025, and Financial Year 2024 are prepared in accordance with IGAAP, notified under the Companies (Indian Accounting Standards) Rules, 2015, and read with Section 133 of the Companies Act, 2013 to the extent applicable. IGAAP differs in certain material respects from Ind AS, IFRS and U.S. GAAP and other accounting principles with which prospective investors may be familiar. Accordingly, the degree to which the financial statements prepared in accordance with IGAAP included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with IGAAP accounting policies. We have not attempted to quantify the impact of Ind AS, IFRS or U.S. GAAP on the financial information included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial information to Ind AS, IFRS or U.S. GAAP. Any reliance by persons not familiar with IGAAP accounting policies on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

Our Company's Financial Year commences on April 1 and ends on March 31 of the immediately subsequent year, and references to a particular Fiscal are to the 12 months ended March 31 of that particular year. Unless otherwise indicated or the context otherwise requires, the financial information for Fiscal 2026, Fiscal 2025, and Fiscal 2024 included herein is derived from the Restated Financial Statement, included in this Draft Red Herring Prospectus.

Some of the information contained in this section, including information with respect to our strategies, contain forward looking statements that involve risks and uncertainties. You should read the section titled "Forward Looking Statements" beginning on page 22 *of this Draft Red Herring Prospectus for a discussion of the risks and uncertainties related to those statements and, also the section titled "Risk Factors" and "Business Overview" beginning on pages* 24 *and* 159*, respectively, of this Draft Red Herring Prospectus for a discussion of certain factors that may affect our business, results of operations and financial condition. The actual results of the Company may differ materially from those expressed in or implied by these forward-looking statements.*

Unless otherwise stated, references to "the Company", "our Company", "we", "us", and "our" are to S.R.G. Narrow Fab Limited.

Business Overview

Our company is primarily a textile-based elastic manufacturer, (not a rubber-based one) and our core products are woven, knitted, and specialised textile elastics used across apparel, medical, and furniture industries. Our company specialises in narrow fabrics and elastic tapes made from textile fibres that may contain rubber threads, but our expertise lies in textile weaving and knitting technologies rather than raw rubber product manufacturing.

Product Range: we offer a wide portfolio of textile elastic products:

- Woven elastics: Durable, firm stretch bands used in waistbands, uniforms, and industrial applications.
- Knitted elastics: Softer, more flexible elastics ideal for lingerie, sportswear, and fashion garments.
- Braided elastics: Round or flat elastics commonly used in masks, shoes, and accessories.
- Medical elastics: Specialised elastic bands for surgical masks, orthopaedic supports, and healthcare products.
- Furniture elastics: Heavy-duty elastics used in upholstery and seating support.
- Industrial elastics: Specialized tapes for uniforms and heavy-duty textile applications.
- Apparel elastics: Waistbands, lingerie straps, sportswear trims.

In short, we are a textile elastic specialist, producing woven, knitted, braided, and medical elastics for fashion and industrial use, not a rubber-based elastic manufacturer. Main Raw Materials used by the company include Spandex (Lycra), Latex threads, Polyester yarns, Nylon yarns, Cotton yarns – all of which this report covers in below section.

Portfolio Type: Estimated Nature of Mix for our company

- Textile-based elastic products - Majority of portfolio
- Rubber-based elastic products - Supporting/raw-material-driven portion

Source: B2K Analysis Report

Our Company commenced its operations in 2008, and the production from our first unit at Plot No. 5617, Road N0. 56, GIDC Sachine - 394230. In 2020 our Company also starts its second production unit Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210.

In 2019 we shifted our first unit located at Plot No. 5617, Road N0. 56, GIDC Sachine – 39423 to R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230, admeasuring approximately 1,275 square meters.

Further, in 2021 we shifted our second production unit situated at Plot No-A/18/1&2, Second Floor, Udhyog Nagar Sang, Udhna Station Road, Udhna, Surat, 394210 to R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat, admeasuring approximately 1,350 square meters.

Currently, our Company operates through two manufacturing units situated at:

- R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230. **(Unit 1)**
- R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. **(Unit 2)**

Our key performance indicators for the Fiscals 2026, 2025 and 2024 as per Restated Financial Statement is as follows:

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Revenue from operations [1]	6,003.69	4,702.12	2,936.27
Growth in Revenue from Operations [2]	27.68%	60.14%	-4.06%
EBITDA [3]	1,491.11	1,085.88	637.18
EBITDA (%) Margin [4]	0.25	0.23	0.22
EBITDA Growth Period on Period [5]	37.32%	70.42%	102.02%
ROCE (%) [6]	51.44%	60.65%	99.15%
Current Ratio [7]	1.17	1.06	0.86
Operating Cash flow [8]	-54.63	-46.17	-0.56
PAT [9]	711.67	438.84	193.78
ROE/ RoNW [10]	48.80%	64.06%	126.79%
EPS [11]	61.44	41.80	76.88

The above figures have been certified by our Statutory Auditors, M/s. S. K. Kabra & Co., Chartered Accountants vide their certificate dated September 24, 2026

Notes:

[1] Revenue from operations is the total revenue generated by our Company.

[2] Growth in Revenue in percentage, Year on Year

[3] EBITDA is calculated as Profit before tax + Depreciation + Finance cost-other income

[4] EBITDA Margin' is calculated as EBITDA divided by Revenue from Operations

[5] EBITDA Growth Rate Year on Year in Percentage

[6] ROCE: Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders' equity plus long-term debt

[7] Current Ratio: Current Asset over Current Liabilities

[8] Operating Cash Flow: Net cash inflow from operating activities.

[9] PAT is mentioned as PAT for the period

[10] ROE/RoNW is calculated PAT divided by average shareholders' equity

[11] EPS is mentioned as EPS for the period.

Operational Key Performance Indicators (KPIs) of our Company

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Capacity Utilisation %	78%	75%	74%
Employees Count	182	195	153

Notes:
1) Average capacity utilization has been calculated by dividing installed capacity divided by actual production for respective period.
2) Employee count has been calculated as number of employees as on 31 March of respective Fiscal.

The above figures have been certified by our Statutory Auditors, M/s. S. K. Kabra & Co., Chartered Accountants vide their certificate dated September 24, 2026.

For reconciliation in relation to the Gross Profit, Gross Margin, EBITDA, EBITDA Margin, Return on Equity, Return on Capital Employed, PAT Margin, and Fixed Asset Turnover Ratio, see "Management's Discussion and Analysis of Financial Condition and Results of Operations – Non-GAAP Financial Measures" on page 233.

Principal Factors Affecting our Results of Operations and Financial Condition

Our results of operations have been, and will continue to be, influenced by a range of events and actions, some of which remain outside our control. Nevertheless, certain specific factors have had a material impact on our performance and are expected to continue shaping our financial outcomes. Market and economic conditions, including demand fluctuations, inflationary pressures, and interest rate movements, directly affect our revenue generation and cost structures. Regulatory and tax changes also play a significant role in determining how we recognize income and allocate expenses. Operational efficiency, resource allocation, and technology adoption influence the level of expenses incurred in generating income, while competitive dynamics and evolving customer preferences affect our revenue streams and margins.

Raw Material Costs and Operating Costs

Our business, financial condition, results of operations and prospects are significantly impacted by the prices of raw materials purchased by us, particularly prices of Yarn and Rubber. The cost of goods sold *(i.e. Cost of material consumed and changes in inventories of finished products)* was ₹ 3,526.21 lakhs, ₹ 2,643.96 lakhs and ₹ 1,540.94 lakhs in the Fiscal 2026, Fiscal 2025 and Fiscal 2024 which represented 58.72%, 56.20%, and 52.47% of our total income for the respective periods. Raw material pricing can be volatile due to a number of factors beyond our control, including global demand and supply, general economic and political conditions, transportation and labour costs, labour unrest, natural disasters, competition, import duties, fuel prices and availability, power tariffs and currency exchange rates. This volatility in commodity prices can significantly affect our raw material costs. Generally, Company have pass through of any variation in the raw material costs to the customers. However, cash flows may still be adversely affected because of any gap in time between the date of procurement of those raw materials and date on which we can reset the product prices for our customers, to account for the increase in the prices of such raw materials.

Further, as on the date of this Draft Red Herring Prospectus, our suppliers of our raw material, Yarn and Rubber, are predominantly based in Gujarat. A decrease in business from our suppliers due to any adverse market conditions or the economic environment generally prevailing in the state or any neighbouring state or region, may adversely affect our business, results of operations, cash flows and financial condition.

Our ability to manage our operating costs and operations efficiencies is critical to maintaining our competitiveness and profitability. Our profitability is partially dependent on our ability to increase our productivity and reduce our operating expenses.

Availability of funds for capital expenditure

We invest in building, machinery and equipment on an ongoing basis to expand our capacities as well as capabilities to seize opportunities for growth in the market. In the Fiscal 2026, our capital expenditure (i.e. payments for acquisition of property, plant and equipment) was ₹ 699.41 lakhs while our gross block (i.e. cost of property, plant and equipment) as at March 31, 2026 was ₹ 1,473.03 lakhs. Around 47.48% of our gross block as at March 31, 2026, was a result of our capital expenditure made in the Fiscal 2026. We have continuously increased our capital expenditure in last three fiscal years. During FY 2025-26, we increased our installed capacity by 3,80,00,000 meters with by installing new machines. Due to which, actual

production in meters has increased from 8,11,80,000 meters in Fiscal 2025 to 11,34,00,000 meters in Fiscal 2026 showing an increase of 46.81%. Further, during FY 2024-25, we increased our installed capacity by 1,20,00,000 meters with by installing new machines at the 2nd and 3rd floor of Unit 1 located at R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230 and at the 1st floor of Unit 2 located at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. Due to which, actual production in meters has increased from 7,07,70,000 meters in Fiscal 2024 to 8,11,80,000 meters in Fiscal 2025 showing an increase of 16.96%.

Following table states the capital expenditure made by the company in reporting period in comparison with the amount of gross block in that particular year.

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Capital Expenditure (Rs. in Lakhs)	699.41	211.89	190.40
% of Gross Block	47.48%	14.75%	23.71%

In addition to our existing manufacturing units, we are planning a capacity expansion by installing plant and machinery on 3rd and 4th floor of Unit 2 at R Survey no. 282/P and 285/P, Plot no. - 4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. The proposed expansion will have an installed production capacity of 2,80,00,000 meter per annum, which will augment our currently existing installed production capacity to a total of 17,40,00,000 meter per annum. For further details in relation to our existing manufacturing units and production capabilities and our expansion strategy, see "*Business Overview – Manufacturing units*" and "*Business Overview – Our Strategies - Capturing market opportunities in the growing synthetic fibre industry*" on pages 174 and 161. We use a combination of internal accruals, equity investments and debt financing for our expansion plans.

We intend to use ₹ 1,000.00 Lakh from the net proceeds from the Issue for further capital expenditure (Amount excluding membership fees and contingency). The actual amount and timing of our future capital expenditure may deviate from initial estimates due to various factors including unforeseen delays or cost overruns, unanticipated expenses, regulatory changes, economic conditions, technological advancements, and emerging market developments and opportunities in the sectors we focus on.

Employee Benefit Expense

Employee benefit expenses comprise our third largest expense after cost of materials consumed and other expenses. In the Fiscals 2026, 2025 and 2024, our employee benefit expenses are as presented in the table below.

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Employee Benefit Expenses (Rs. in Lakh)	511.04	570.71	441.18
Total Income (Rs. in Lakh)	6,005.14	4,704.84	2,936.69
% of total income	8.51%	12.13%	15.02%

We seek to reduce our employee benefit expenses as a percentage of our total income by improving our operational efficiency. As our employees are located in India, rising wages in India as well as any change in applicable labour laws, would increase our costs.

Material Accounting Policies

Background

The Company was originally incorporated as a private limited company under the Companies Act, 1956 in the name and style of "Garble Narrow Fab Private Limited " having its registered office at Plot No. 5617, Road N0. 56, GIDC Sachine - 394230, bearing Corporate Identification Number U17122GJ2008PTC055476 issued by the Registrar of Companies, Ahmedabad.

Subsequently, the name of our Company was changed to "S.R.G. Narrow Fab Private Limited" and a fresh Certificate of Incorporation dated 24 February, 2020 was issued by Registrar of Companies, Ahmedabad. As on date the Corporate Identification Number of our Company is U17122GJ2008PTC055476.

Subsequently, the name of our Company was changed to "S.R.G. Narrow Fab Limited" and a fresh Certificate of Incorporation dated 31 January, 2025 was issued by Registrar of Companies, Ahmedabad. As on date the Corporate Identification Number of our Company is U17122GJ2008PLC055476.

The company is primarily a textile-based elastic manufacturer (not a rubber-based one) and our core products are woven, knitted, and specialized in textile elastics.

Summary of significant accounting policies

1. Basis of preparation

The Restated Statement of assets and liabilities of the Company as at March 31, 2026, March 31, 2025 and March 31, 2024, the related Restated Statement of profits and losses, and cash flow for the year ended March 31, 2026, March 31, 2025 and March 31, 2024 and accompanying annexures to Restated Statement (hereinafter collectively called "Restated Financial Information") have been prepared specifically for inclusion in the draft red herring prospectus to be filed by the Company with the Stock Exchanges in connection with proposed initial public offer of equity shares of Rs. 10 each of the Company (the "Offering"). The Company has prepared the Restated Statement on the basis that it will continue to operate as a going concern.

The Restated Financial Information have been prepared to comply in all material respects with the requirements of:

a. Section 26 of Part I of Chapter III of the Companies Act 2013 (the "Act")
b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time in pursuance of provisions of Securities and Exchange Board of India Act, 1992 ("ICDR Regulations") and
c. Guidance Note on Reports in Company Prospectuses (Revised 2019) ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

The Restated Financial Statements has been compiled from audited financial statements of the Company as at years ended March 31, 2026, March 31, 2025 and March 31, 2024 which have been approved by the Board of Directors at their meeting held on 16 September 2026, 18 September 2025 and 30 September 2024 respectively prepared to comply in all material respects with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ('the Act"), read with relevant rules. The financial statements have been prepared under the historical cost convention on an accrual basis. This financial information have been approved by the Board of Directors at their meetings held on 19 September 2026. The Restated Financial Statements are presented in INR, and all values are rounded to the nearest lacs, except when otherwise indicated.

The Restated Financial Information have been prepared so as to contain information / disclosures and incorporating adjustments set out below in accordance with the SEBI ICDR Regulations:

a. Adjustments to the profits or losses of the earlier years and of the year in which the change in the accounting policy has taken place is recomputed to reflect what the profits or losses of those years would have been if a uniform accounting policy was followed in each of these years, if any;
b. Adjustments for reclassification of the corresponding items of income, expenses, assets and liabilities, in order to bring them in line with the groupings as per the Financial Statements of the Company as at and for the period ended 31 March 2026 and the requirements of the SEBI ICDR Regulations, if any; and
c. The resultant impact of tax due to the aforesaid adjustments, if any.

The accounting policies have been consistently applied by the Company in preparation of the Restated Financial Information and are consistent with those adopted in the preparation of the Financial Statements as at and for the year ended 31 March 2026.

2. Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

a. Inventories

Inventories are valued at the lower of cost on FIFO basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale. Other stock is valued at estimated realisable Value.

b. Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of Property, Plant and Equipment includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.

c. Depreciation and amortization

Depreciation has been provided on the straight-line method as per life prescribed in Schedule II to the Companies Act, 2013.

d. Revenue recognition

Income and expenditure are recognized and accounted on accrual basis as and when they are earned or incurred. Revenue from sales transaction is recognized as and when the significant risk and reward attached to ownership in the goods is transferred to the buyer.

e. Inventories

Inventories are valued at the lower of cost on FIFO basis and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale. Other stock is valued at Cost.

f. Property, Plant and Equipment

Property, Plant and Equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of 'Property, Plant and Equipment includes interest on borrowings attributable to acquisition of qualifying 'Property, Plant and Equipment up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.

g. Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

h. Depreciation and amortization

Depreciation has been provided on the straight-line method over the useful life of the asset as per the life prescribed in Schedule II to the Companies Act, 2013.

Useful life of the assets is taken on the basis of life prescribed under Sch II to the Companies Act, 2013

i. Provisions and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

j. Cash flow statement

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

k. Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets respect of unabsorbed depreciation and carry forward of losses are recognised only if is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability. Current and deferred tax relating to items directly recognised in equity are recognised in equity and not in the Statement of Profit and Loss.

l. Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Principal Components of Statement of Profit and Loss

Set forth below are the principal components of statement of profit and loss from our continuing operations:

Total Income

Our total income comprises of (i) revenue from operations and (ii) other income.

Revenue from Operations

Our revenue from operations primarily comprises of income from sale of Elastic.

Other Incomes

Other income includes (i) interest on security deposit (ii) interest on income tax refund and (iii) liabilities no longer required written back.

Total Expense

Our expenses comprise of (i) cost of material consumed, (ii) purchase of stock in trade, (iii) change in inventories of finished goods, work-in-progress and stock in trade (iv) employee benefit expense (iv) finance costs (v) depreciation and amortisation expense; and (vi) other expenses.

Cost of Raw Material Consumed

Cost of raw materials consumed primarily consists of raw material i.e., Yarn and Rubber.

Changes in inventories of finished goods and work in progress

Changes in inventories of finished goods, work in progress and stock in trade between opening and closing dates of a reporting period. Finished Goods includes Elastic products.

Employee benefits expense

Employee benefits expenses primarily include (i) Salaries, wages and bonus (ii) Director remuneration and (iii) Gratuity expenses.

Finance cost

Finance costs include interest expense incurred in relation to short-term, long-term borrowings, interest on late payment of statutory dues and creditors and other borrowing expenses.

Depreciation and Amortisation expenses

Depreciation mainly includes depreciation on our plant & machinery, factory building, furniture & fixtures, computer, and motor vehicle.

Other Expenses

Other expense mainly includes (a) manufacturing service cost expenses i.e. (i) power and fuel expenses, (ii) job work charges, (iii) freight expenses, (iv) consumption of stores and spare parts, (v) Rent, (vi) repair expense, (vii) packing material, (b) administrative and general expenses i.e. (i) insurance expenses, (ii) general expenses, (iii) travelling and conveyance expenses, (iv) legal and professional expenses, (v) CSR expense, (vi) postage and courier expense, (vii) rates and taxes (viii) discounts, (ix) stationery expenses, (x) advertisement expenses, (xi) brokerage expenses, and (xii) auditor fees.

Results of our Operations

The following table sets forth our income statement data, the components of which are expressed as a percentage of total income for the periods indicated below.

(Rs. in lakhs)

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Rs. in Lakhs	% of total income	Rs. in Lakhs	% of total income	Rs. in Lakhs	% of total income
Income						
Revenue from operations	6,003.69	99.98%	4,702.12	99.94%	2,936.3	99.99%
Other income	1.45	0.02%	2.72	0.06%	0.4	0.01%
Total income	**6,005.14**	**100.00%**	**4,704.84**	**100.00%**	**2,936.69**	**100.00%**
Expenses						
Cost of material Consumed	3,210.53	53.46%	3,273.60	69.58%	1,744.46	59.40%
Purchases of stock-in-trade	545.18	9.08%	-	0.00%	7.40	0.25%
Change in inventories of finished goods, Work-in-progress and Stock-in Trade	-229.50	-3.82%	-629.64	-13.38%	-210.92	-7.18%
Employee benefits expense	511.04	8.51%	570.71	12.13%	441.18	15.02%
Finance cost	436.71	7.27%	421.33	8.96%	320.18	10.90%
Depreciation and amortisation expense	88.06	1.47%	78.08	1.66%	56.80	1.93%
Other expenses	475.33	7.92%	401.57	8.54%	316.97	10.79%
Total expenses	**5,037.35**	**83.88%**	**4,115.65**	**87.48%**	**2,676.07**	**91.13%**
Profit before tax	967.79	16.12%	589.19	12.52%	260.62	8.87%

Total tax expense	256.12	4.27%	150.35	3.20%	66.84	2.28%
Profit after tax as restated	711.67	11.85%	438.84	9.33%	193.78	6.60%

Results of operations for the Fiscal 2026 as compared to Fiscal 2025

Revenue from operations

Our revenue from operations increased by 27.68% from ₹ 4702.12 lakhs in Fiscal 2025 to ₹ 6,003.69 lakhs in Fiscal 2026. This increase is primarily attributed to revenue generated from sales of products and due to increase in installed capacity and actual production of our products. During FY 2025-26, we increased our installed capacity by 3,80,00,000 meters with by installing new machines. Due to which, actual production in meters has increased from 8,11,80,000 meters in Fiscal 2025 to 11,34,00,000 meters in Fiscal 2026 showing an increase of 39.69%. Further, during FY 2025-26 the average selling price of our products has been increased to Rs. 4.48 per meter as compared to Rs. 3.56 per meter in FY 2024-25.

Other Income:

Our other income decreased by 46.69% to ₹ 1.45 lakhs for Fiscal 2026 from ₹ 2.72 lakhs for Fiscal 2025, primarily due to one-time written off of liabilities that were no longer required in Fiscal 2025.

Total Expenditure:

Our expenses increased by 22.40% to ₹ 5,037.35 lakhs for Fiscal 2026 from ₹ 4,115.65 lakhs for Fiscal 2025. The reasons for change are discussed below:

Cost of Material Consumed

Cost of Material consumed of the company decreased marginally by 1.93% to ₹ 3,210.53 lakhs for Fiscal 2026 from ₹ 3,273.60 lakhs for Fiscal 2025. The decrease was primarily due to decrease in average purchase price of Yarn by approx. ₹ 6 per meter in Fiscal 2026 as compared to Fiscal 2025. However, the steep decrease in purchase price of Yarn has been offset by an increase in average purchase price of Rubber by approx. ₹ 1 per meter in Fiscal 2026 as compared to previous fiscal. Cost of material consumed as a percentage of total income has decreased from 69.58% for Fiscal 2025 to 53.46% of total income for Fiscal 2026. Decrease in cost of material consumed as a percentage of total income is primarily triggered by sale of traded goods by the Company during the Fiscal 2026.

Purchase of stock in trade

The increase of stock in trade increased by 100% in Fiscal 2026 as compared to fiscal 2025 is primarily due to sale of traded finished goods i.e. Elastic by the Company.

Change in inventories of finished goods and work-in-progress

Our closing inventory of finished goods and work-in-progress (including stores & spares) was ₹ 2,064.40 lakhs as at March 31, 2026, while it was ₹ 1,747.41 lakhs as at March 31, 2025. The increase reflects upward trend in our scale of business increase in actual production of our products.

Employee Benefit Expenses

Our employee benefit expenses decreased by 10.46% to ₹ 511.04 lakhs for Fiscal 2026 from ₹ 570.71 lakhs for Fiscal 2025, primarily due to decrease in full-time employee headcount to 182 for Fiscal 2026 from 195 for Fiscal 2025, however the decrease was partially offset by average annual wage increase in the current fiscal.

Finance Costs

Our finance costs increased by 3.65% to ₹ 436.71 lakhs for Fiscal 2026 from ₹ 421.33 lakhs for Fiscal 2025, primarily due to increase in interest expenses on term loans and cash credit facility availed from banks and financial institutions to ₹ 3,064.88 lakhs for Fiscal 2026 from ₹ 2,289.11 lakhs for Fiscal 2025.

Depreciation and Amortisation Expense

Our depreciation and amortization charge increased by 12.79% to ₹ 88.06 lakhs for Fiscal 2026 from ₹ 78.08 lakhs for Fiscal 2025, primarily due to an increase in depreciation on tangible assets from the procurement of capital assets to support our business growth.

Other Expenses

Our other expenses increased by 18.37% to ₹ 475.33 lakhs for Fiscal 2026 from ₹ 401.57 lakhs for Fiscal 2025. The absolute increase was mainly driven by increases in (i) Insurance Expenses to ₹ 60.77 lakhs in Fiscal 2026 from ₹ 14.85 lakhs in Fiscal 2025, (ii) Legal and Professional Expenses to ₹ 65.46 lakhs in Fiscal 2026 from ₹ 26.24 lakhs in Fiscal 2025, (iii) Packing Expenses to ₹ 93.47 lakhs in Fiscal 2026 from ₹ 67.58 lakhs in Fiscal 2025. However, increase was offset by (i) Power & Fuel Expenses which decreased by 17.44% to ₹ 118.81 lakhs in Fiscal 2026 from ₹ 143.91 lakhs in Fiscal 2025, (ii) Advertisement Expenses which decreased by 100.00% to ₹ Nil in Fiscal 2026 from ₹ 10.25 lakhs in Fiscal 2025.

Results of operations for the Fiscal 2025 as compared to Fiscal 2024

Revenue from operations

Our revenue from operations increased by 60.14% from ₹ 2,936.27 lakhs in Fiscal 2024 to ₹ 4,702.12 lakhs in Fiscal 2025. This increase is primarily attributed to revenue generated from sales of products and due to increase in installed capacity and actual production of our products. During FY 2024-25, we increased our installed capacity by 1,20,00,000 meters with by installing new machines at the 2nd and 3rd floor of Unit 1 located at R.S. no. 271/P, Plot no. 4227, Road no. 42, G.I.D.C. Sachin, Talangpur, Surat, Gujarat – 394230 and at the 1st floor of Unit 2 located at R Survey no. 282/P and 285/P, Plot no. -4105, Sachin G.I.D.C., Road no. 41, Sachin, Surat, Gujarat – 394230. Due to which, actual production in meters has increased from 7,07,70,000 meters in Fiscal 2024 to 8,11,80,000 meters in Fiscal 2025 showing an increase of 14.71%. However, increase in revenue as contributed by additional quantities sold in Fiscal 2025 has been partially offset by decrease in the average selling prices of our products by approx. ₹ 0.80 per meter in per meter as compared Fiscal 2024.

Other Income:

Our other income increased by 547.62% to ₹ 2.72 lakhs for Fiscal 2025 from ₹ 0.42 lakhs for Fiscal 2024, primarily due to one-time written off of liabilities that were no longer required in Fiscal 2025.

Total Expenditure:

Our expenses increased by 53.79% to ₹ 4,115.65 lakhs for Fiscal 2025 from ₹ 2,676.07 lakhs for Fiscal 2024. The reasons for change are discussed below:

Cost of Material Consumed

Cost of Material consumed of the Company increased by 87.66% to ₹ 3,273.60 lakhs for Fiscal 2025 from ₹ 1,744.46 lakhs for Fiscal 2024. The increase was primarily due to increase in scale of production and quantity of raw material used to cater the enhanced production in Fiscal 2025. Further, the increase is cost of raw material consumed is also fuelled by increase in average purchase prices of Yarn and Rubber by approx. ₹ 3 per meter and approx. ₹ 2.50 per meter respectively in Fiscal 2025 as compared to Fiscal 2024. Cost of material consumed as a percentage of total income has increased to 69.58% for Fiscal 2025 from 59.40% of total income for Fiscal 2024.

Purchase of stock in trade

The decrease of stock in trade by 100% in Fiscal 2025 as compared to fiscal 2024 is primarily due to no sale of traded finished goods i.e. Elastic by the Company in Fiscal 2025.

Change in inventories of finished goods and work-in-progress

Our closing inventory of finished goods and work-in-progress (including stores & spares) was ₹ 1,747.41 lakhs as at March 31, 2025, while it was ₹ 1,717.87 lakhs as at March 31, 2024. The increase reflects upward trend in our scale of business increase in actual production of our products.

Employee Benefit Expenses

Our employee benefit expenses increased by 29.36% to ₹ 570.71 lakhs for Fiscal 2025 from ₹ 441.18 lakhs for Fiscal 2024, primarily due to increase in full-time employee headcount to 195 for Fiscal 2025 from 153 for Fiscal 2024, and also due to increase in average annual wage in the Fiscal 2025 as compared to Fiscal 2024.

Finance Costs

Our finance costs increased by 31.59% to ₹ 421.33 lakhs for Fiscal 2025 from ₹ 320.18 lakhs for Fiscal 2024, primarily due to increase in interest expenses on term loans and cash credit facility availed from banks and financial institutions to ₹ 2,289.11 lakhs for Fiscal 2025 from ₹ 1,484.09 lakhs for Fiscal 2024.

Depreciation and Amortisation Expense

Our depreciation and amortization charge increased by 37.46% to ₹ 78.08 lakhs for Fiscal 2025 from ₹ 56.80 lakhs for Fiscal 2024, primarily due to an increase in depreciation on tangible assets from the procurement of capital assets to support our business growth.

Other Expenses

Our other expenses increased by 26.69% to ₹ 401.57 lakhs for Fiscal 2025 from ₹ 316.97 lakhs for Fiscal 2024. The absolute increase was mainly driven by increases in (i) Power and Fuel Expenses to ₹ 143.91 lakhs in Fiscal 2025 from ₹ 130.76 lakhs in Fiscal 2024, (ii) Repair and Maintenance Expenses to ₹ 57.18 lakhs in Fiscal 2025 from ₹ 4.10 lakhs in Fiscal 2024, (iii) Legal & Professional Expenses to ₹ 26.24 lakhs in Fiscal 2025 from ₹ 2.75 lakhs in Fiscal 2024, (iv) Advertising Expenses to ₹ 10.25 lakhs in Fiscal 2025 from ₹ Nil in Fiscal 2024. However, increase was offset by (i) Rent Expenses which decreased by 100% to ₹ Nil in Fiscal 2025 from ₹ 26.73 lakhs in Fiscal 2024, (ii) Rate & Taxes Expenses which decreased by 62.69% to ₹ 4.59 in Fiscal 2025 from ₹ 12.30 lakhs in Fiscal 2024.

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FINANCIAL INDEBTEDNESS

Our Company has availed certain loans and financing facilities in the ordinary course of business purposes such as, *inter alia,* meeting its working capital, capital expenditure and other business requirements.

Our Company could not obtain the necessary consents, except from few lenders, required under the relevant financing documentation for undertaking activities in relation to the Issue, including dilution of the current shareholding of the Promoters and members of the promoter group, expansion of business of the Company, effecting changes in the Company's management, ownership capital structure, shareholding pattern, constitutional documents and Board's composition.

Borrowing powers of Board

Pursuant to our Articles of Association, resolution passed by our Board at their meeting held on June 03, 2026, and resolution passed by our Shareholders at their meeting held on June 05, 2026 our Board is authorized to borrow, enhance and grant facility for the general, working capital and such other corporate purposes, from time to time as deemed by it to be requisite and proper, such that the monies to be borrowed together with the monies already borrowed by our Company do not exceed Rs. 100 Crores (Rupees Hundred Crore Only) in excess of the aggregate of the paid share capital and free reserves of our Company as per its Latest Annual Audited Financial Statements, apart from temporary loans obtained from the bankers of our Company in the ordinary course of business.

Further, pursuant to the resolution passed by our Board at their meeting held on June 03, 2026 and resolution passed by our Shareholders at their meeting held on June 05, 2026 the Board has been authorized to mortgage/ charge/ hypothecate all or any of the immoveable or moveable properties of the Company including under hire purchase scheme both present and future and/ or whole or substantially the whole of the undertaking or undertakings of the Company on such terms and conditions as the Board may deem fit, for securing any loans and/or advances already obtained or that may be obtained from bank(s), financial institution(s), others, entities or any combination thereof from time to time and at any time and in one or more tranches. However, the total underlying charge created/to be created shall not exceed Rs. 100 Crores (Rupees Hundred Crore Only) at any time.

As on March 31, 2026 the outstanding borrowings of our Company aggregated to ₹ 3,699.93 lakhs. Set forth below is a brief summary:

S. No.	Nature of borrowing	Sanctioned amount	Outstanding amount as on March 31, 2026	Rate of Interest	Security	Repayment terms
I	**Secured**					
	Term Loan	822.51	737.98	9.25% to 11%	Property and Hypothecation of machinery	2 to 6 years
	Vehicle loan	152.50	43.16	7.40% to 13.25%	Hypothecation of Car	5 to 7 years
	Overdraft/cash credit	2,700.00	1,800.74	Refer below Note-1	Refer below Note-1	Repayable on demand
	Term Loan from NBFC	61.53	23.08	15.35%	Hypothecation of machinery	3 years
	Secured (A)	**3,736.54**	**2,604.96**			
II	**Unsecured**					
	Term Loan from Banks	101.00	97.40	12% to 16%	Unsecured	1 to 10 years
	Term Loan from NBFC	491.90	362.52	16.50% to 24%	Unsecured	1 to 10 years
	Inter corporate loan	N.A.	26.49	Interest free	Unsecured	Repayable on demand
	Loan from related parties	N.A.	608.56	Interest free	Unsecured	Repayable on demand

	Unsecured (B)	**592.90**	**1,094.97**			
III	**Total borrowings (A+B)**	**4,329.44**	**3,699.93**			

** As certified by S.K. Kabra & Co. – Chartered Accountants dated September 25, 2026, statutory auditors of the Company.*

Note-1

Principal terms of the facilities sanctioned to our Company:

From banks:

The details provided below are indicative and there may be additional terms, conditions and requirements under the various borrowing arrangements entered into by the Company:

1. Tenure and interest rate:

The Tenure of the facilities of Cash Credit/overdraft loans availed by the company are repayable on Demand and the interest rate typically comprises a repo rate plus spread of 3.50%-4.00% p.a. i.e. effective interest rate ranges from 9.00%-9.50% p.a.

2. Security Details:

- Personal Guarantee of Dhiraj Gunecha, Divya Dhiraj Gunecha, Santosh Gunecha and Ummed Singh Gunecha
- Primary security- Hypo of current assets, Hypo on Plant and Machinery, Stock
- Collateral security: Commercial, S R G Narrow Fab Limited

Sr. No.	Property Description	Type of property	Property Owner Name	Type of Charge
A	Plot No. 4227, R.S./R.B. No. 271/P & 272/P, Village: Sachin, Sub Dist. Surat City, Dist. Surat. As per Actual: Plot No. 4227, Road No. 42, Sachin Industrial Area, Nr. Laxmi Villa Township, Village: Sachin, Sub Dist. Surat City, -394230, Gujarat, 394230	Commercial-office	S R G Narrow Fab Limited	Registered Mortgage
B	Plot No. 4105, R.S./R.B. No. 282/P & 285/P, Sachin Industrial Area, Road no. 41, Sachin GIDC.	Commercial-office	S R G Narrow Fab Limited	Registered Mortgage

CAPITALISATION STATEMENT

The following table sets forth our Company's capitalization as at March 31, 2026, on the basis of the Restated Financial Information, and as adjusted for the Issue. This table should be read in conjunction with the sections "Management's Discussion and Analysis of Financial Position and Results of Operations", "Restated Financial Information" and "Risk Factors" on pages 232, 229 and 24, respectively.

Particulars	Pre issue as at March 31, 2026	As adjusted for the proposed issue
Borrowings		
Long term borrowings (A)	896.64	[●]
Current borrowings (B)	2,803.29	[●]
Total Borrowings (C = A+B)	**3,699.93**	[●]
Shareholders' funds		
Share Capital (D)	115.90	[●]
Reserve & Surplus (E)	1,717.72	[●]
Total shareholders' funds (F = D+E)	**1,833.62**	[●]
Total Borrowings / Total Equity (H = C/F)	2.01	[●]

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SECTION VI – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as stated in this section, there are no outstanding: (i) criminal proceedings; (ii) actions by statutory or regulatory authorities; (iii) claims relating to direct and indirect taxes; or (iv) other pending litigation involving our Company, its Directors, Promoters and Group Companies, required to be disclosed pursuant to the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("SEBI ICDR Regulations"). For the purpose of identification of Material Outstanding Litigation, the Board of Directors of S.R.G. Narrow Fab Limited, formerly known as S.R.G. Narrow Fab Private Limited ("Company"), at its meeting held on May 01, 2026, adopted the Policy on Identification of Material Litigations and Material Creditors ("Materiality Policy").

Pursuant to the Materiality Policy, any outstanding litigation involving the Company shall be considered material where:

a. the aggregate amount involved in such individual litigation exceeds five per cent (5%) of the profit after tax of the Company as per the latest audited financial statement for the entire financial year;
b. the decision in one case is likely to affect the decision in similar cases, notwithstanding that the amount involved in any individual litigation does not exceed five per cent (5%) of the profit after tax, provided that the aggregate amount involved in all such cases exceeds five per cent (5%) of the profit after tax as per the latest audited financial statement for the entire financial year; or
c. such litigation does not meet the aforesaid monetary thresholds but an adverse outcome thereof would materially and adversely affect the operations or financial position of the Company.

In respect of litigation involving the Directors, any outstanding litigation shall be considered material where an adverse outcome would materially and adversely affect the reputation, operations or financial position of the Company, and the respective Directors shall identify and provide information relating to such outstanding litigation. For the purpose of identification of Material Creditors, any creditor of the Company shall be considered material where the amount due to such creditor exceeds five per cent (5%) of the total trade payables of the Company as per the latest audited financial statements, and details of outstanding dues to such material creditors shall be disclosed separately in the Draft Red Herring Prospectus / Red Herring Prospectus / Prospectus, along with details of outstanding dues to small-scale undertakings and other creditors, as applicable. The Materiality Policy was approved by the Board of Directors at its meeting held on May 01, 2026 and became effective from the same date.

For outstanding dues to any micro, small and medium enterprise, the disclosure shall be based on information available with our Company regarding the status of the creditor as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as amended, read with the rules and notification thereunder, as amended, as has been relied upon by the Statutory Auditors. Unless stated to the contrary, the information provided below is as of the date of this Draft Red Herring Prospectus. All terms defined in a particular litigation disclosure pertains to that litigation only.

LITIGATION INVOLVINGOUR COMPANY

A. Litigation Filed against Our Company

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation against our Company

NIL

B. Litigation filed by Our Company

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation filed by our Company

NIL

C. Tax Proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (*in Rs. lakhs*)
Direct Tax*	1	190.39
Indirect Tax#	1	33.93
Total	**-**	**Nil**

Notes:
**** Direct Tax includes the following:***

Income Tax Notice issued against S.R.G. NARROW FAB LIMITED having PAN AADCG3201D

1. *An income tax demand of ₹1,77,93,620 along with accrued interest of ₹12,45,552 has been raised for Assessment Year 2025 under Section 143(1)(a) of the Income-tax Act, 1961, vide Demand Reference No. 2025202537442889193C. The demand was raised on February 23, 2026 and served on the assessee on the same date through email and post. Rectification rights vest with CPC. The Assessing Officer, vide response dated March 16, 2026, has stated that the outstanding demand is correct and collectible, hence, Currently Demand is Pending*

2. *The Income Tax Department, through the Office of the Income Tax Officer, Ward 1(1)(1), Surat, issued a letter dated 23 July 2025 to S.R.G. Narrow Fab Limited for Assessment Year 2024-25, bearing DIN & Letter No. ITBA/RCV/F/17/2025-26/1078796347(1), in relation to an outstanding income tax demand of ₹66,38,150 raised under Section 143(1)(a), pursuant to the order dated 07 November 2024 bearing DIN 20242024373267087 36C. Further, the Income Tax Department issued a notice dated 10 January 2025 to the Company for Assessment Year 2022-23, bearing DIN & Letter No. ITBA/RCV/F/17/2024-25/1072060104(1), reflecting an outstanding demand of ₹68,36,150 under Section 143(1)(a), with reference to the aforesaid DIN and order dated 07 November 2024. The aforesaid demands are inter-related and pertain to the same underlying demand proceedings. The Company has subsequently discharged the amounts through Income Tax challans, comprising ₹9,90,000 vide Challan No. 06312 dated 14 September 2026, ₹7,50,000 vide Challan No. 27449 dated 14 September 2026, ₹4,80,000 vide Challan No. 25381 dated 15 September 2026, ₹3,70,000 vide Challan No. 28608 dated 14 September 2026, ₹12,87,901 vide Challan No. 64625 dated 15 September 2026 towards interest, ₹9,00,000 vide Challan No. 11549 dated 26 December 2025, ₹8,98,150 vide Challan No. 33749 dated 15 September 2026, ₹10,00,000 vide Challan No. 66077 dated 14 September 2026, ₹10,00,000 vide Challan No. 65677 dated 14 September 2026, ₹1,98,000 vide Challan No. 11932 dated 21 May 2025, ₹1,50,000 vide Challan No. 24672 dated 24 July 2025 and ₹1,00,000 vide Challan No. 51901 dated 28 July 2025, aggregating to ₹81,24,051. Accordingly, the Company has paid the amounts pertaining to the aforesaid demands through the above challans and, as represented by the Company, the aforesaid demands have been discharged and stand closed, with no amount remaining outstanding in respect thereof.*

3. *For Assessment Year 2022–23, a proceeding titled Adjustment under Section 143(1)(a) has been initiated in the case of S.R.G. Narrow Fab Limited, PAN AADCG3201D, and the proceeding status is shown as pending. A notice under Section 143(1)(a) of the Income-tax Act, 1961, bearing Document Identification Number (DIN) EFL/2223/G22/ITR000466390024, was issued and served on 14 December 2022, proposing certain adjustments to the returned income. The assessee was required to submit its response by 13 January 2023; however, the prescribed time*

limit under Section 143(1)(a) for submission of response has lapsed, and accordingly, no response can now be submitted. However, ITR Processed with no demand/refund on January 18, 2023

4. *For Assessment Year 2021–22, a proceeding titled Adjustment under Section 143(1)(a) has been initiated in the case of S.R.G. Narrow Fab Limited, PAN AADCG3201D, and the proceeding status is currently marked as pending. A notice under Section 143(1)(a) of the Income-tax Act, 1961, bearing Document Identification Number (DIN) EFL/2122/G22/ITR000199651110, proposing certain adjustments to the returned income, was issued and served on 31 May 2022. The assessee was required to submit its response on or before 30 June 2022; however, the prescribed time limit under Section 143(1)(a) for submission of response has lapsed, and accordingly, no response can now be submitted. However, ITR Processed with no refund due on July 05, 2023.*

#Indirect Tax includes the following:

GST Notices issued against S.R.G. NARROW FAB LIMITED having GSTIN 24AADCG3201D1ZG for State – Gujarat, Division – Surat

1. Notice issued to return defaulter u/s 46 for not fling return for:

FY	Tax Period	Remark
2022-23	October	3B FILLED on 29.11.2022 with delay of 9 days

1. *A Show Cause Notice bearing Reference No. ZD240926030078C dated 08 September 2026 has been issued by the State Tax Officer, Unit-63 (Surat), Range-16, Gujarat, under Section 73 of the CGST/GGST Act, 2017 for FY 2022-23. The notice alleges excess/ineligible availment of Input Tax Credit (ITC), comprising SGST of ₹6,79,971, CGST of ₹6,79,971 and IGST of ₹5,15,811, aggregating to a tax liability of ₹18,75,753. Interest of ₹13,30,191 and penalty of ₹1,87,575 have also been imposed, resulting in a total demand of ₹33,93,519. The personal hearing is scheduled for 22 September 2026 at 4:00 PM, and the reply is required to be submitted by 08 October 2026. The matter is presently for reply by taxpayer*

LITIGATION INVOLVING OUR PROMOTERS

A. Litigation Filed against Our Promoters

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation against the Promoters

NIL

B. Litigation Filed by Our Promoters

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation filed by the Promoters

NIL

C. Tax Proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (*in Rs. lakhs*)
Direct Tax*	-	Nil
Indirect Tax#	-	Nil

Notes:
**** Direct Tax includes the following:***

Income Tax Notice issued against DHIRAJ UMMEDSINGH GUNECHA having PAN AOLPG7401A

1. *For Assessment Year 2022–23, a proceeding titled Adjustment under Section 143(1)(a) has been initiated in the case of Dhiraj Ummedsingh Gunecha, PAN AOLPG7401A, and the proceeding status is shown as pending. A notice under Section 143(1)(a) of the Income-tax Act, 1961, bearing Document Identification Number (DIN) EFL/2223/G22/ITR000467439779, proposing adjustments to the returned income, was issued and served on 11 November 2022. The assessee was required to submit a response by 11 December 2022; however, the prescribed time limit under Section 143(1)(a) for submission of response has lapsed, and accordingly, no response can now be submitted. However, ITR is Processed with refund due on Jan 17, 202.*

2. *For Assessment Year 2017–18, a proceeding titled Defective Notice under Section 139(9) has been initiated in respect of the return filed in ITR-3, and the proceeding status is marked as pending. The return bears Acknowledgement Number 256307761251017. A notice under Section 139(9) of the Income-tax Act, 1961, bearing Document Identification Number (DIN) CPC/1718/G5/1743698852, was issued on 02 November 2017, communicating that the return was considered defective. The assessee was required to submit a rectified response on or before 31 March 2019, and the proceeding continues to remain pending as per records. However, ITR is Processed with no demand/refund on Nov 15, 2017.*

LITIGATION INVOLVING OUR DIRECTORS (Other than Promoters)

A. Litigation Filed against Our Directors

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation against the Directors

NIL

B. Litigation Filed by Our Directors

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL.

3) Other Pending Material Litigation filed by our Directors.

NIL

C. Tax Proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (*in Rs. lakhs*) ^
Direct Tax	1	0.08
Indirect Tax	-	NIL
Total	**-**	**NIL**

**** Direct Tax includes the following:***

Income Tax Notice issued against SACHIN JAIN having PAN ADEPJ1044J

For Assessment Year 2024-25, a demand of ₹6,890 along with accrued interest of ₹1,344 was raised under Section 143(1)(a) vide Demand Reference No. 20242024373562712l4T dated March 28, 2025. The demand is presently outstanding and pending payment.

LITIGATION INVOLVING HOLDING/SUBSIDIARIES COMPANIES

As on the date of this Draft Red Herring Prospectus, there is no holding/subsidiary company of **S.R.G. Narrow Fab Limited**.

LITIGATION INVOLVING GROUP COMPANIES (Other than Promoters)

A. **Litigation Filed against Our Group Company**

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation against our Group Company

NIL

B. **Litigation Filed by Our Group Company**

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

3) Other Pending Material Litigation filed by our Group Company

NIL

C. Tax Proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (*in Rs. lakhs*) ^
Direct Tax*	-	Nil
Indirect Tax#	-	Nil
Total	**-**	Nil

LITIGATION INVOLVING THE KEY MANAGERIAL PERSONNEL (KMP) AND SENIOR MANAGEMENT PERSONNEL (SMP) OF THE COMPANY (Other than Promoters and Directors)

A. Litigation Filed against Our KMPs and SMPs

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

B. Litigation Filed by Our KMPs and SMPs

1) Criminal Proceedings

NIL

2) Outstanding actions by Statutory and Regulatory Authorities

NIL

C. Tax Proceedings

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable (*in Rs. lakhs*) ^
Direct Tax*	-	0.01
Indirect Tax#	-	Nil
Total	**-**	Nil

**** Direct Tax includes the following:***

Income Tax Notice issued against ARVIND DUDHERIA having PAN AFFPD9698M

For Assessment Year 2020-21, a demand of ₹1,000 was raised under Section 143(1)(a) vide Demand Reference No. 2021202037000387904T dated April 2, 2021. The demand is presently outstanding and pending payment/response.

OUTSTANDING DUES TO SMALL SCALE UNDERTAKINGS OR ANY OTHER CREDITORS

In accordance with the Materiality Policy, the Board of Directors of our Company considers dues exceeding 5% of our Company's total trade payables as per the last Restated financial statements, to micro, small and medium scale undertakings and other creditors, as material dues for our Company.

As per Restated Financial Statements, the trade payables of our Company as on March 31, 2026 were ₹ 1,987.00 lakhs. Accordingly, a creditor has been considered 'material' if the amount due to such creditor exceeds ₹ 99.35 lakhs as on March 31, 2026. This materiality threshold has been approved by our Board of Directors pursuant to the resolution passed on May 01, 2026.As on March 31, 2026, there are creditors to each of whom our Company owes amounts exceeding 5% of our Company's total trade payables.

Based on this criterion, details of outstanding dues (trade payables) owed to micro, small and medium enterprises (as defined under Section 2 of the Micro, Small and Medium Enterprises Development Act, 2006), material creditors and other creditors, as at March 31, 2026, by our Company, are set out below:

Type of creditors	No. of Creditors	Total Amount Outstanding (₹ in Lakhs)
Dues to Material Creditors	7	1,412.08
Dues to Micro, Small and Medium Enterprises	17	425.57
Dues to Other Creditors	83	1,561.42

**Out of Due to Material Creditor(s), 2 creditors fall under the category of the dues to micro and small enterprises as well, the bifurcation of which is given in the table below.*
**As certified by S K Kabra & Company, Chartered Accountants, the Peer Review Auditor of our Company pursuant to their certificate dated September 24, 2026*

Details of outstanding dues to creditors (including micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006) as required under the SEBI (ICDR) Regulations have been disclosed on our website. It is clarified that such details available on our website do not form a part of this Draft Red Herring Prospectus.

Material Developments

There have been no developments since March 31, 2026, the date of the last financial information disclosed in this Draft Red Herring Prospectus, that materially and adversely affect, or are likely to affect, our operations, our profitability taken as a whole, the value of our assets, or our ability to pay our liabilities within the next 12 months:

1. **Change in registered office:** Our registered office was shifted from Plot No. 4227 to Plot No. 4105, R.S. No. 282/P & 285/P, G.I.D.C. Sachin, Surat – 394230 on April 17, 2026.

2. **Increase in authorised capital and bonus issue:** Our shareholders increased our authorised share capital to ₹1,400.00 lakhs, divided into 1,40,00,000 Equity Shares of ₹10 each, on [June 04/05], 2026. On June 20, 2026, we allotted 86,92,613 fully paid bonus Equity Shares in the ratio of 15:2, by capitalising ₹869.26 lakhs from reserves. Our issued and paid-up capital accordingly increased from ₹115.90 lakhs to ₹985.16 lakhs. Earnings per share and net asset value per share for all periods presented have been adjusted for the bonus issue.

3. **Changes in Board and Key Managerial Personnel:**
    - With effect from June 3, 2026:
        - Mrs. Santosh Gunecha resigned as a director.
        - Mr. Dhiraj Ummed Singh Gunecha was designated Chairman and Managing Director.
        - Mr. Ummed Singh Gunecha was designated Whole-Time Director.
        - Mrs. Divya Dhiraj Gunecha was re-appointed as Executive Director.
        - Mr. Dheeraj Sharma, Ms. Pooja Hindia and Mr. Sachin Jain were appointed as Non-Executive Independent Directors.
    - With effect from May 1, 2026, Mr. Shivam Surendra Uttam was appointed Chief Financial Officer, and Ms. Shruti Agarwal was appointed Company Secretary and Compliance Officer.

4. **Income tax:**
    - An income tax demand of ₹177.94 lakhs, together with accrued interest of ₹12.46 lakhs, for Assessment Year 2025-26 remains outstanding. The Assessing Officer confirmed it as collectible on March 16, 2026.
    - We have tax liability for the financial year 2023-24 post March 31, 2026.

GOVERNMENT AND OTHER APPROVALS

Our Company has received the necessary licenses, permissions, and approvals from the Central and State Governments and other government agencies/regulatory authorities/certification bodies required to undertake the Issue or continue our business activities. In view of the approvals listed below, we can undertake the Issue and our current/ proposed business activities and no further major approvals from any governmental/regulatory authority or any other entity are required to be undertaken, in respect of the Issue or to continue our business activities. It must, however, be distinctly understood that in granting the above approvals, the Government of India and other authorities do not take any responsibility for the financial soundness of the Company or for the correctness of any of the statements or any commitments made or opinions expressed in this behalf.

The main objects clause of the Memorandum of Association of the Company and the objects incidental, enable our Company to carry out its activities.

I. Approvals for the Issue

1. The Board of Directors have, pursuant to Section 62(1)(c) and other applicable provisions of the Companies Act 2013, by a resolution passed at its meeting held on September 16, 2026, authorized the Issue, subject to the approval of the shareholders and such other authorities as may be necessary.
2. The shareholders of our Company have, pursuant to Sections 62(1)(c) and other applicable provisions of the Companies Act, 2013, by a Special Resolution passed in the Annual General Meeting held on September 19, 2026.
3. In-principle approval dated [●] from BSE for a listing of the Equity Shares issued by our Company pursuant to the Issue.

II. Agreements with NSDL And CDSL:

1. The company has entered into an agreement dated Date April 26, 2025 with the Central Depository Services (India) Limited ("CDSL") and the Registrar and Transfer Agent, who in this case is Maashitla Securities Private Limited for the dematerialization of its shares.

2. Similarly, the Company has also entered into an agreement dated February 20, 2025 with the National Securities Depository Limited ("NSDL") and the Registrar and Transfer Agent, who in this case is Maashitla Securities Private Limited for the dematerialization of its shares

3. The company's International Securities Identification Number ("**ISIN**") is INE1NYQ01017

III. Approvals Obtained by Our Company in Relation to Our Business and Operations

A. Incorporation Related Approvals

S. No.	Nature of Registration/ License	Registration/License No.	Issuing Authority	Date of Issue	Date of Expiry
1.	Certificate of Incorporation as **"GARBLE NARROWFAB PRIVATE LIMITED"**	U17122GJ2008PTC055476	Registrar of Companies, Gujarat, Dadra and Nagar Haveli	November 19, 2008	Valid till cancelled

2.	Certificate of Incorporation as **"S.R.G. NARROW FAB PRIVATE LIMITED"**	U17122GJ2008PTC055476	Registrar of Companies, Ahmedabad	February 24, 2020	Valid till cancelled
3	Certificate of Incorporation as **"S.R.G. NARROW FAB LIMITED"**	U17122GJ2008PLC055476	Registrar of Companies, Central Registration Centre	January 31, 2025	Valid till cancelled

B. **Tax Related Approvals**

S. No.	Nature of Registration/ License	Registration /License No.	Applicable Laws	Issuing Authority	Date of Issue	Date of Expiry
1.	Tax Deduction Account Number (TAN)	SRTG02147F	Income Tax Act, 1961	IncomeTax Department, Government of India	June 21, 2010	Valid until Cancelled
2.	Permanent Account Number (PAN)	AADCG3201D	Income Tax Act, 1961	IncomeTax Department, Government of India	November19, 2008	Valid until Cancelled
3.	Goods and Service Tax (GST) – Gujarat	24AADCG3201D1ZG	Gujarat Goods Service TaxAct, 2017	Ministry of Finance, Government of India	September 11,2019 Modified on July 16, 2020 Further Modified on March 24, 2025	Valid until Cancelled

C. Labour Laws and Other Approvals

S. No.	Nature of Registration/ License	Registration/License No.	Applicable Laws	Issuing Authority	Date of Issue	Date of Expiry
Labour Law-Related Approvals						
1.	Certificate of Employees' state insurance corporation	39000577800000199	Employees' state insurance Act, 1948	Employees' state insurance corporation	July 23, 2020	Valid till cancelled
2.	Certificate of	SRSRT2143338000	Employee	Employees'	July 23, 2020	Valid till

	registration issued by the Employees' Provident Fund Organization		Provident Fund & Miscellaneous Provisions Act, 1952	Provident Fund Organization		cancelled
General Approvals and Certifications						
1.	Udyam Registration Certificate	UDYAM-GJ-22-0350962	Micro, Small and Medium Enterprises Development Act, 2006	Ministry of Micro, Small and Medium Enterprises	February 28, 2024	Valid till cancelled
2	Legal Entity Identifier (LEI)	9845006AFFC784K4C786		Legal Entity Identifier India Limited	January 30, 2022	January 30, 2030
3	ISO 9001:2015	305026040879Q	International Organization for Standardization	QRO Certification LLP	April 08, 2026	April 07, 2029
4	ISO 45001:2018	305026040880HS	International Organization for Standardization	QRO Certification LLP	April 08, 2026	April 07, 2029
5	ISO 14001:2015	305026040881E	International Organization for Standardization	QRO Certification LLP	April 08, 2026	April 07, 2029
6	Factory License Plot – 4227	Applied	Factories Act, 1948	Labour Department, Government of Gujarat	-	-
7	Factory License Plot – 4105	Applied	Factories Act, 1948	Labour Department, Government of Gujarat	-	-

D. Intellectual Property Registrations

S. No.	Trademark No./ Application No.	Class	Date of Application	Status	Trademark/Logo
1.	6829086	24	January 29, 2025	Under Examination	
2.	7648695	23	April 10, 2026	Ready for Examination	SRG Word mark
3.	7648696	23	April 10, 2026	Ready for Examination	
4.	7648697	24	April 10, 2026	Ready for Examination	SRG Word mark
5.	7648698	26	April 10, 2026	Ready for Examination	SRG Word mark
6.	7648699	26	April 10, 2026	Ready for Examination	
7.	7648700	35	April 10, 2026	Ready for Examination	SRG Word mark
8.	7648703	35	April 10, 2026	Ready for Examination	

E. The Details of Domain Name Registered in the Name of the Company

S. No.	Domain	Registrant Organisation & Registry Domain ID	Registered On	Expired On
1	www.srgelastics.com	www.godaddy.com 2933569701_DOMAIN_COM-VRSN	November 12, 2024	November 12, 2027

F. Material approvals or renewals for which applications are currently pending before relevant authorities

1. The Company has applied for the Factory Licence in respect of Plot No. 4227 under the Factories Act, 1948, with the Labour Department, Government of Gujarat.

2. The Company has applied for the Factory Licence in respect of Plot No. 4105 under the Factories Act, 1948, with the Labour Department, Government of Gujarat.

G. Material approvals expired and renewal yet to be applied for

NIL

H. Material approvals required but not obtained or applied for

NIL

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Issue

Corporate Approvals

Our Board of Directors have passed a resolution in relation to the Issue and other related matters vide a resolution passed by Board of Directors in the Board meeting held on September 16, 2026.

Our Shareholders have passed a resolution in relation to the Issue vide a special resolution passed by Shareholders at Annual General Meeting held on September 19, 2026.

This Draft Red Herring Prospectus was approved by our Board vide its resolution in its meeting dated September 30, 2026.

In-Principal Approval from the Stock Exchange

Our Company has received in-principal approval from the SME platform of BSE Limited ("BSE SME") for the listing of our Equity Shares pursuant to the letter dated [●] bearing reference no. [●]. For the purpose of this Issue, BSE SME is the Designated Stock Exchange.

Prohibition by the SEBI or Other Governmental Authorities

Our Company, our Promoters, our directors, the members of our Promoter Group, and the persons in control of Promoters or our Company are not prohibited from accessing the capital markets or debarred from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

Our Company, Promoters or Directors have neither been declared as Wilful Defaulters or Fraudulent Borrowers by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by the RBI.

Compliance With the Significant Beneficial Owners Rules, 2018

Our Company, our Promoters and the members of the Promoter Group are in compliance with the Companies (Significant Beneficial Owners) Rules, 2018 as amended from time to time, to the extent in force and applicable, as on the date of this Draft Red Herring Prospectus.

Directors Associated with the Securities Market

We confirm that none of our directors are, in any manner, associated with the securities market except for trading on day-to-day basis for the purpose of investment and there is no outstanding action initiated by SEBI against any of our directors in the five years preceding the date of this Draft Red Herring Prospectus.

Eligibility for the Issue

Our Company is an Unlisted Issuer and is eligible for the Issue in accordance with Regulation 229(2) and other provisions of Chapter IX of the SEBI (ICDR) Regulations, as we are an Issuer whose post-issue paid up capital will be less than or equal to Rs. 25 Crore, and we propose to list the same on the Small and Medium Enterprise Exchange ("SME Exchange"), in this case being the BSE SME. The company fulfils the criteria of being in existence for at least one full financial year before filing of this DRHP.

During the period of one (1) year preceding the date of this DRHP, the Promoters of the Company have been neither completely changed nor has there been addition of new promoter(s) who have acquired more than fifty per cent of the shareholding of the Company.

Further, our Company satisfies track record and/or other eligibility conditions of BSE SME in the following manner:

Our Company was incorporated on November 19, 2008 with the Registrar of Companies, Gujarat under the Companies Act, 1956 in India, hence is in existence for a minimum period of 3 years on the date of filing the Draft Red Hearing Prospectus and has a track record of more than 3 years with a track record of operations for more than one full financial year and audited financial results for more than one full financial year.

As on the date of this Draft Red Hearing Prospectus, our Company has a total paid up capital of Rs. 9,85,16,280 and the Company is proposing Issue of **36,60,000** Equity Shares of Rs. **[●]**/- each Hence, post- issue paid up capital is less than Rs. 2500 Lakhs.

The Company has Net Worth of at least of Rs. 100.00 Lakhs for each of the two preceding (full) financial years.

Our Company has positive Net worth which is Rs.1833.00 Lakhs, Rs.1083.00 Lakhs and Rs. 287.00 Lakhs as per the Audited Restated Financial Statements for year financial year ending on March 31, 2026, March 31, 2025 and March 31, 2024 respectively.

(Rs. in Lakhs)

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
Paid- up Share capital	**115.90**	**115.17**	**100.00**
Add: All reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account	**1,717.72**	**967.76**	**187.23**
Less: The aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the audited balance sheet, but does not include reserves created out of revaluation of assets, - write back of depreciation and amalgamation	**-**	**-**	**-**
Net worth	1,833.62	1,082.93	287.23

Our Company has net tangible assets of Rs. 1833.00 lakhs as on March 31, 2026, which exceeds the required threshold of Rs. 300.00 Lakhs;

(Rs. in Lakhs)

Particulars	**As on March 31, 2026**
Net Assets	1833.62
Less: Intangible Assets	-
Net Tangible Assets	**1833.62**

The Company has minimum operating profits (earnings before interest, depreciation and tax) of Rs. 1 crore from operations for any 2 out of 3 previous financial years at the time of filing its Draft Red Herring Prospectus, based on Restated Financial Statements.

(Rs. in Lakhs)

Particulars	**For the year ended**		
	March 31, 2026	**March 31, 2025**	**March 31, 2024**
Operating profit (earnings before interest, depreciation and tax and other income) from operations	1,491.11	1085.88	637.18

The Leverage ratio (Total Debts to Total Equity) of the Company as on March 31, 2026 was 2.02 which less than the limit of 3:1.

(Rs. in Lakhs)

Particulars	March, 31, 2026
Share Capital	115.9
Reserve and Surplus	1,717.72
Total Equity (I)	**1,833.62**
Long Term Borrowings	896.64
Short Term Borrowings	2,803.29
Total Debt (II)	**3,699.93**
Leverage Ratio (III = II/I)	**2.02**

- Our Company has not changed its name in the last one year, except for change in Company from a private limited company to a Public limited company dated January 31, 2025.
- There is no regulatory action of suspension of trading against our Promoter(s) or companies promoted by our Promoters by any stock exchange having nationwide trading terminals.
- Our Promoter(s) or Directors are not promoter(s) or directors (other than independent directors) of compulsory delisted companies by the stock exchange and the applicability of consequences of compulsory delisting is attracted or companies that are suspended from trading on account of non-compliance.
- Our Directors are not disqualified/ debarred by any of the regulatory authority.
- Our Company has no pending defaults in respect of payment of interest and/or principal to the debenture/ bond/ fixed deposit holders by our Company, Promoters or companies promoted by our Promoters during the past three years.
- There has been no change in the Promoters of the Company in the preceding one year from date of filing application to BSE for listing on SME Platform of BSE.
- No material regulatory or disciplinary action by a stock exchange or regulatory authority in the past three years against the applicant Company.
- Our Company has a website: www.srgelastics.com
- Company has not been referred to NCLT under IBC.
- There is no winding up petition against our Company, which has been admitted by the court

Notes:

1. *'Net worth' has been defined as the aggregate of the paid up share capital, share premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of the miscellaneous expenditure (to the extent not adjusted or written-off) and the debit balance of the profit and loss account.*

2. *'Net tangible assets' is defined as the sum of fixed assets (including capital work-in-progress and excluding revaluation reserves and intangible assets), current assets less current liabilities (excluding deferred tax liabilities) and long term liabilities.*

Our Company is in compliance with the following conditions specified in Regulation 228 of the SEBI (ICDR) Regulations:

a. Neither our Company nor any of our Promoter(s), members of Promoter Group nor our Director(s) are debarred from accessing the capital markets by SEBI;
b. Neither our Promoter(s) nor any of our Director(s) is a Promoter or a Director of any other company which is debarred from accessing the capital market by the SEBI;
c. Neither our Company nor any of our Promoter(s) or Director(s) is willful defaulter or fraudulent borrower; and
d. Neither our Promoters nor any of our Director(s) is a fugitive economic offender.
e. There are no outstanding convertible securities or any other right which would entitle any person with any option to receive Equity Shares of the Company.

Our Company is in compliance with the following conditions specified in Regulation 230 of SEBI (ICDR) Regulations:

a. Our Company has made an application to SME Exchange for listing of its Equity Shares on such SME Exchange and has chosen BSE SME as its Designated Stock Exchange in terms of Schedule XIX.
b. The Company has facilitated trading in demat securities and has entered into an agreement with both the depositories. Our Company has entered into an agreement with Central Depositary Services Limited (CDSL) dated April 26, 2025 and National Securities Depository Limited (NSDL) dated February 20, 2025 for dematerialization of its Equity Shares proposed to be issued. Our Company has entered into a tripartite agreement with the depositories for facilitating trading in dematerialized mode. Our Company has been allotted the ISIN Code: INE1NYQ01017
c. The Equity Shares are fully paid and there are no partly paid-up Equity Shares as on the date of filing this Draft Red Herring Prospectus.
d. All Equity Shares held by our Promoters are in dematerialized form.
e. As the entire fund requirement is to be funded from the proceeds of the Issue, there is no requirement to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, excluding the amounts to be raised through the proposed Issue. The fund requirement and deployment are based on internal management estimates and have not been appraised by any bank or financial institution.
f. The amount dedicated for general corporate purposes, as mentioned in "Objects of the Issue" on page 98, does not exceed fifteen per cent (15%) of the amount being raised by our Company or Rs. 10 crores, whichever is less.
g. The amount for general corporate purposes and such objects where our Company has not identified acquisition or investment target, as mentioned in "Objects of the Issue" on page 98, does not exceed thirty-five per cent (35%) of the amount being raised by our Company.

We Confirm That:

In accordance with Regulation 246 of the SEBI (ICDR) Regulations, SEBI has not issued any observations on our Draft Red Herring Prospectus. The Red Herring Prospectus will be filed with the Registrar of Companies, Ahmedabad. Also, we shall ensure that our Book Running Lead Manager submits the copy of Red Herring Prospectus along with a Due Diligence Certificate as per Form A of Schedule V to SEBI (ICDR) Regulations including additional confirmations as required by SEBI at the time of submission of the Red Herring Prospectus with SEBI in Form G of Schedule V to SEBI (ICDR) Regulations. In accordance with sub-regulation (5) of Regulation 246 of SEBI (ICDR) Regulations, a soft copy of the Draft Red Herring Prospectus shall be submitted to SEBI.

The face value of Equity Shares of Our Company is Rs. 10 (Rupees Ten only) for each Equity Share. As detailed in the chapter "Capital Structure" on page 79.

Price of the Equity Shares is not less than the face value of the Equity Shares. For further details pertaining to pricing of Equity Shares please refer to "Capital Structure" on page 79.

In accordance with Regulation 260 of the SEBI (ICDR) Regulations, this Issue has been hundred percent (100%) underwritten and that the Book Running Lead Manager to the Issue has underwritten more than fifteen per cent (15%) of the total Issue size. For further details pertaining to said underwriting please refer to "General Information – Underwriter" on page 74.

In accordance with Regulation 261 of the SEBI ICDR Regulations, the Book Running Lead Manager will ensure compulsory market making for a minimum period of three (3) years from the date of listing of Equity Shares offered in the Issue. For further details of the market making arrangement see the chapter titled "General Information" beginning on page **Error! Bookmark not defined.**.

In accordance with Regulation 268(1) of the SEBI (ICDR) Regulations, our Company shall ensure that the total number of proposed allottees in the Issue is greater than or equal to Two-Hundred (200), otherwise, the entire application money will be refunded forthwith. If the Equity Shares are not allotted and/or the application monies are not refunded or unblocked within two (2) days, our Company shall pay interest at the rate of 15% per annum from expiry of four (4) days.

The post-issue paid up capital of our Company will be Rs. [●] Lakhs. For further information refer to the chapter "Capital Structure" beginning on page no. 79.

Our Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).

There is no winding up petition against the Company which has been admitted by the court or a liquidator has not been appointed.
We confirm that no material regulatory or disciplinary action by a stock exchange or regulatory authority has been taken in the past three (3) years against our Company.

We confirm that nothing in this Draft Red Herring Prospectus is contrary to the provisions of Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956 (42 of 1956) and the Securities and Exchange Board of India Act, 1992 (15 of 1992) and the rules and regulations made thereunder

We confirm that Book Running Lead Manager i.e., Value Square Capital Private Limited are not associates of our Company, as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992.

We further confirm that we shall be complying with all the other requirements as laid down for such an Issue under Chapter IX of SEBI (ICDR) Regulations, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

COMPLIANCE WITH PART A OF SCHEDULE VI OF THE SEBI (ICDR) REGULATIONS

Our Company is in compliance with the provisions specified in Part A of Schedule VI of the SEBI (ICDR) Regulations. No exemption from eligibility norms has been sought under Regulation 300 of the SEBI (ICDR) Regulations, with respect to the Issue. Further, our Company has not been formed by the conversion of a partnership firm into a company.

DISCLAIMER CLAUSE OF THE SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THIS DRAFT RED HERRING PROSPECTUS TO SEBI SHOULD NOT, IN ANY WAY, BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THIS DRAFT RED HERRING PROSPECTUS. THE BRLM, BEING, VALUE SQUARE CAPITAL PRIVATE LIMITED, HAS CERTIFIED THAT THE DISCLOSURES MADE IN THIS DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING AN INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE OUR COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THIS DRAFT RED HERRING PROSPECTUS, THE BRLM IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BRLM HAS FURNISHED TO SEBI, A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 30, 2025 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V(A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

THE FILING OF THIS DRAFT RED HERRING PROSPECTUS DOES NOT, HOWEVER, ABSOLVE OUR COMPANY FROM ANY LIABILITIES UNDER THE COMPANIES ACT, 2013 OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY AND/OR OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE ISSUE. SEBI FURTHER RESERVES THE RIGHT TO TAKE UP, AT ANY POINT OF TIME, WITH THE BRLM, ANY IRREGULARITIES OR LAPSES IN THIS DRAFT RED HERRING PROSPECTUS.

Note:

All legal requirements pertaining to the Issue will be complied with at the time of registering the Draft Red Herring Prospectus with the RoC in terms of Section 32 of the Companies Act, 2013. All legal requirements pertaining to the Issue will be complied with at the time of registration of the Prospectus with the RoC in terms of Sections 26, 30, 32, 33(1) and 33(2) of the Companies Act, 2013.

DISCLAIMER CLAUSE OF BSE LIMITED

As required, a copy of this Draft Red Herring Prospectus shall be submitted to SME Platform of BSE Limited ("BSE"). BSE SME has given vide its letter dated [●], permission to the Company to use the exchange's name in this Draft Red Herring Prospectus as one of the stock exchanges on which this Company's securities are proposed to be listed. The Exchange has scrutinized this Draft Red Herring Prospectus for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. It is to be distinctly understood that the aforesaid permission given by BSE should not in any way be deemed or construed that the Issue document has been cleared or approved by BSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Issue document; nor does it warrant that this Company's securities will be listed or will continue to be listed on BSE; nor does it take any responsibility for the financial or other soundness of this Company, its Promoter, its management or any scheme or project of this Company.

Every person who desires to apply for or otherwise acquires any securities of this Company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Designated Stock Exchange whatsoever by reason of any loss which maybe suffered by such person consequent to or in connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

DISCLAIMER FROM OUR COMPANY, OUR DIRECTORS AND THE BOOK RUNNING LEAD MANAGER

Our Company, the Directors, and the Book Running Lead Manager accept no responsibility for statements made otherwise than in this Draft Red Herring Prospectus or in the advertisements or any other material issued by or at our Company's instance and anyone placing reliance on any other source of information, including our Company's website www.srgelastics.com, would be doing so at his or her own risk. The Book Running Lead Manager accepts no responsibility, save to the limited extent as provided in the Issue Agreement dated September 24, 2026 entered into between the Book Running Lead Manager and our Company and the Underwriting Agreement dated [●] entered into between the Underwriter(s), and our Company and the Market Making Agreement dated [●] entered into among the Book Running Lead Manager, the Market Maker and our Company. All information shall be made available by our Company and the Book Running Lead Manager to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever, including at road show presentations, in research or sales reports, at collection centres or elsewhere.

None among our Company is liable for any failure in (i) uploading the Bids due to faults in any software/ hardware system or otherwise; or (ii) the blocking of Bid Amount in the ASBA Account on receipt of instructions from the Sponsor Bank on account of any errors, omissions or non-compliance by various parties involved in, or any other fault, malfunctioning or breakdown in, or otherwise, in the UPI Mechanism. Bidders will be required to confirm and will be deemed to have represented to our Company, Underwriters and their respective directors, officers, agents, affiliates, and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares and will not offer, allot, sell, pledge, or transfer the Equity Shares to any person who is not eligible under any applicable laws, rules, regulations, guidelines and approvals to acquire the Equity Shares.

Our Company and their respective directors, officers, agents, affiliates, and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire the Equity Shares. The Book Running Lead Manager and its associates and affiliates may engage in transactions with and perform services for our Company and our respective affiliates or associates or third parties in the ordinary course of business and have engaged, or may in the future engage, in commercial banking and investment banking transactions with our Company and our respective affiliates or associates or third parties, for which they have received, and may in the future receive, compensation.

Note: Investors who apply in the Issue will be required to confirm and will be deemed to have represented to our Company, the Underwriter and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company and will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company, the Underwriter and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares of our Company.

DISCLAIMER IN RESPECT OF JURISDICTION

Any dispute arising out of the Issue will be subject to the jurisdiction of appropriate court(s) in Gujarat, India only. The Issue is being made in India to persons resident in India (including Indian nationals resident in India) who are competent to contract under the Indian Contract Act, 1872, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorised to invest in shares, Indian Mutual Funds registered with the SEBI, VCFs, AIFs, public financial institutions, scheduled commercial banks, state industrial development corporation, permitted national investment funds, NBFC-SIs, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under applicable trust law and who are authorised under their constitution to hold and invest in shares, permitted insurance companies and pension funds, insurance funds set up and managed by the army and navy and insurance funds set up and managed by the Department of Posts, India) and permitted Non-Residents including FPIs and Eligible NRIs, AIFs and other eligible foreign investors, if any, provided that they are eligible under all applicable laws and regulations to acquire and hold the Equity Shares. No action has been or will be taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that the Draft Red Herring Prospectus will be registered with the RoC. Accordingly, the Equity Shares represented hereby may not be issued or sold, directly or indirectly, and the Draft Red Herring Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of the Draft Red Herring Prospectus, nor any offer or sale hereunder, shall, under any circumstances, create any implication that there has been no change in the affairs of our Company from the date hereof or that the information contained herein is correct as of any time subsequent to this date. The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

DISCLAIMER CLAUSE UNDER RULE 144A OF THE U.S. SECURITIES ACT

The Equity Shares have not been, and will not be, registered under the U.S. Securities Act 1933, as amended ("Securities Act") or any state securities laws in the United States and may not be issued or sold within the United States or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S under the Securities Act), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Equity Shares will be issued and sold outside the United States in compliance with Regulation S of the Securities Act and the applicable laws of the jurisdiction where those issues and sales occur.

The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, to any persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Further, each Applicant where required agrees that such Applicant will not sell or transfer any Equity Shares or create any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with applicable laws and legislations in each jurisdiction, including India.

LISTING

An application shall be made to BSE SME (i.e. SME Platform of BSE Limited) for obtaining permission for listing of the Equity Shares being issued and sold in the Issue on SME Platform of BSE after the allotment in the Issue. BSE SME is the Designated Stock Exchange, with which the basis of Allotment will be finalized for the Issue.

If the permission to deal in and for an official quotation of the Equity Shares on the SME Platform of BSE Limited, our Company will forthwith repay, without interest, all monies received from the applicants in pursuance of the Draft Red Herring Prospectus. The allotment letters shall be offered or application money shall be refunded / unblocked within four (4) days from the closure of the Issue or such lesser time as may be specified by SEBI or else the application money shall be refunded to the applicants forthwith, failing which interest shall be due to be paid to the applicants at the rate of fifteen per cent (15%) per annum for the delayed period as prescribed under Companies Act, 2013, the SEBI (ICDR) Regulations and other applicable law.

Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at SME Platform of BSE Limited are taken within six (6) Working Days of the Issue Closing Date.

The Company has obtained approval from SME Platform of BSE Limited vide letter dated [●] to use the name of BSE Limited in this Draft Red Herring Prospectus for listing of equity shares on SME Platform of BSE Limited.

CONSENTS

Consents in writing of the Director(s), the Promoter, Chief Financial Officer, the Company Secretary & Compliance Officer, the Statutory Auditor, the Banker to the Company, the Book Running Lead Manager, Registrar to the Issue, Banker to the Issue, Sponsor Bank, Refund Banker, Legal Advisor to the Company, Underwriter to the Issue and Market Maker to the Issue to act in their respective capacities, will be obtained and filed along with a copy of the Red Herring Prospectus with the RoC, as required under Sections 26, and 32 of the Companies Act, 2013. Further, such consents have not been withdrawn as on the date of this Draft Red Herring Prospectus.

PARTICULARS REGARDING PUBLIC OR RIGHTS ISSUES BY OUR COMPANY DURING THE LAST FIVE YEARS

Our Company has not made any previous public during the last five (5) years preceding the date of this Draft Red Herring Prospectus, further for details in relation to right issue made by our Company during the five years preceding the date of this Draft Red Herring Prospectus, please refer to section titled "*Capital Structure*" on page 79 of this Draft Red Herring Prospectus.

UNDERWRITING COMMISSION, BROKERAGE AND SELLING COMMISSION PAID ON PREVIOUS ISSUES OF THE EQUITY SHARES IN THE LAST FIVE YEARS

Since this is the initial public offer of the Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of the Equity Shares for the last five years by our Company.

PARTICULARS REGARDING PUBLIC OR RIGHTS ISSUES BY LISTED GROUP COMPANIES, SUBSIDIARIES AND ASSOCIATE IN THE LAST THREE YEARS

Our Company does not have any group company, subsidiaries or associate company as on the date of this Draft Red Herring Prospectus. For further information refer to the chapter "Capital Structure" beginning on page no. 79.

OUTSTANDING DEBENTURES, BONDS, REDEEMABLE PREFERENCE SHARES AND OTHER INSTRUMENTS ISSUED BY THE COMPANY

The Company has no outstanding debentures or bonds. The Company has not issued any redeemable preference shares or other instruments in the past.

PERFORMANCE VIS-À-VIS OBJECTS - PUBLIC/ RIGHTS ISSUE OF OUR COMPANY

Particulars regarding public or rights issue by our Company during the last five years and performance vis-à-vis objects Our Company is an "Unlisted Issuer" in terms of the SEBI (ICDR) Regulations, and this Issue is an "Initial Public Offering" in terms of the SEBI (ICDR) Regulations. Our Company has not made any public or rights issue (as defined under the SEBI ICDR Regulations) during the five years preceding the date of this Draft Red Herring Prospectus. Therefore, data regarding promise versus performance is not applicable to us.

PERFORMANCE VIS-À-VIS OBJECTS – PUBLIC/ RIGHTS ISSUE OF THE LISTED PROMOTERS/LISTED SUBSIDIARIES OF OUR COMPANY

As on the date of this Draft Red Herring Prospectus, none of our promoters are listed on any stock exchange. For further information refer to the chapter "Our Promoters and Promoter Group" beginning on page 222 of this Draft Red Herring Prospectus. Our Company does not have any subsidiaries.

PRICE INFORMATION OF PAST ISSUES HANDLED BY THE LEAD MANAGERS

Value Square Capital Private Limited, our Book Running Lead Manager, has been issued a certificate of registration dated December 17, 2025 by SEBI as Merchant Banker with registration no. INM000013378.

1) Price information of past Issue handled by Value Square Capital Private Limited (during the current Fiscal and two preceding the current financial year):

Since this is the first Issue Document filed by Value Square Capital Private Limited, as the Book Running Lead Manager, price information of the past Issue handled by the Book Running Lead Manager is not applicable.

2)Summary statement of price information of past Issues handled by Value Square Capital Private Limited (during current financial year and two financial years preceding the current financial year):

Since this is the first Issue Document filed by Value Square Capital Private Limited, as the Book Running Lead Manager, summary statement of price information of past Issue handled by them is not applicable.

STOCK MARKET DATA OF EQUITY SHARES

Our Company is an "Unlisted Issuer" in terms of the SEBI (ICDR) Regulations, and this Issue is an "Initial Public Offering" in terms of the SEBI (ICDR) Regulations. Thus, there is no stock market data available for the Equity Shares of our Company.

MECHANISM FOR INVESTOR GRIEVANCES AND REDRESSAL SYSTEM

The Company has appointed Maashitla Securities Private Limited as the Registrar to the Issue, to handle the investor grievances in co-ordination with the Compliance Officer of the Company. All grievances relating to the present Issue may be addressed to the Registrar with a copy to the Compliance Officer, giving full details such as name, address of the applicant, UPI ID (if applicable), number of Equity Shares applied for, amount paid on application and name of bank and branch. The Company would monitor the work of the Registrar to ensure that the investor grievances are settled expeditiously and satisfactorily. The Registrar to the Issue, namely, Maashitla Securities Private Limited will handle investor's grievances pertaining to the Issue. A fortnightly status report of the complaints received and redressed by them would be forwarded to the Company. The Company would also be co-coordinating with the Registrar to the Issue in attending to the grievances to the investor. All grievances relating to the ASBA process may be addressed to the SCSBs, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and the Designated Branch of the SCSB where the Application Form was submitted by the Applicant.

Our Company has constituted Stakeholders Relationship Committee in the meeting of our Board of Director(s) before listing of Equity Shares on Stock Exchange. For further details on the Committees, please refer to the section titled "Our Management" beginning on page 201. Our Company has appointed Shruti Agarwal as the Company Secretary and Compliance Officer to redress the complaints, if any, of the investors participating in the Issue. For contact details for our Compliance Officer, please refer to "General Information – Company Secretary and Compliance Officer" on page 68.

Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre- Issue or post-Issue related problems such as non-receipt of letters of Allotment, credit of allotted Equity Shares in the respective beneficiary account or refund orders, etc. Pursuant to the press release PR. No. 85/2011 dated June 08, 2011, SEBI has launched a centralized web-based complaints redress system "SCORES". This would enable investors to lodge and follow up their complaints and track the status of redressal of such complaints from anywhere. For more details, investors are requested to visit the website www.scores.gov.in.

STATUS OF INVESTOR COMPLAINTS

We confirm that we have not received any investor complaint during the three (3) years preceding the date of this Draft Red Herring Prospectus and hence there are no pending investor complaints as on the date of this Draft Red Herring Prospectus.

DISPOSAL OF INVESTOR GRIEVANCES BY LISTED SUBSIDIARY AND GROUP COMPANIES

As on the date of filing this Draft Red Herring Prospectus, our Company does not have any group companies or any subsidiaries listed on any stock exchange, so disclosure regarding mechanism for disposal of redressal of investor grievances for any group companies is not applicable.

DISPOSAL OF INVESTOR GRIEVANCES BY OUR COMPANY

Our Company estimate that the average time required by us or the Registrar to the Issue or the SCSBs for the redressal of routine investor grievances will be seven (7) business days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, we will seek to redress these complaints as expeditiously as possible.

Our Company shall , after filing of this Draft Red Herring Prospectus, obtain authentication on the SCORES in terms of the SEBI circular bearing number CIR/OIAE/1/2013 dated April 17, 2013 read with SEBI circular bearing number SEBI/HO/OIAE/IGRD/CIR/P/2021/642 dated October 14, 2021 and shall comply with SEBI circular bearing number CIR/OIAE/1/2014 dated December 18, 2014 and SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023 in relation to redressal of investor grievances through SCORES

IMPERSONATION

Attention of the Applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who –
a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities, or
b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or
c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under section 447."

The liability prescribed under Section 447 of the Companies Act, 2013, includes frauds involving an amount of at least Rs. 10,00,000/- or one per cent. of the turnover of the Company, whichever is lower, imprisonment for a term of not less than six (6) months extending up to ten (10) years (provided that where the fraud involves public interest, such term shall not be less than three (3) years) and fine of an amount not less than the amount involved in the fraud, extending up to three times of such amount. Where the fraud involves an amount less than Rs. 10,00,000/- (Rupees Ten lakhs only) or one per cent (1%) of the turnover of the Company, whichever is lower, and does not involve public interest, any person guilty of such fraud shall be punishable with imprisonment for a term which may extend to five (5) years or with fine which may extend to Rs. 50,00,000/- (Rupees Fifty lakhs only) or with both.

EXEMPTION FROM COMPLYING WITH ANY PROVISIONS OF SECURITIES LAWS, IF ANY, GRANTED BY SEBI

The Company has not sought for any exemptions from complying with any provisions of securities laws granted by SEBI.

SECTION VII – ISSUE INFORMATION

TERMS OF THE ISSUE

The Equity Shares being issued pursuant to this Issue shall be subject to the provision of the Companies Act, SEBI (ICDR) Regulations, 2018 read along with SEBI ICDR (Amendment) Regulations, SCRA, SCRR, Memorandum and Articles, the terms of this Draft Red Herring Prospectus, Application Form, the Revision Form, the Confirmation of Allocation Note ('CAN') and other terms and conditions as may be incorporated in the Allotment advices and other documents/ certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to laws, guidelines, rules, notifications, and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI, the Government of India, BSE, ROC, RBI and / or other authorities, as in force on the date of the Issue and to the extent applicable.

Please note that, in accordance with the Regulation 256 of the SEBI (ICDR), Regulations, 2018 read with SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants has to compulsorily apply through the ASBA Process. As an alternate payment mechanism, Unified Payments Interface (UPI) has been introduced (vide SEBI Circular Ref: SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018) as a payment mechanism in a phased manner with ASBA for applications in public Issues by individual investors who applies for minimum application size through intermediaries (Syndicate members, Registered Stock-Brokers, Registrar and Transfer agent and Depository Participants). From December 1, 2023, the UPI Mechanism for Individual Investors applying through Designated Intermediaries was made effective along-with the existing process existing timeline of T+3 days.

Further, vide the said circular, Registrar to the Issue and Depository Participants have been also authorised to collect the Application forms. Investors may visit the official website of the concerned stock exchange for any information on operationalization of this facility of form collection by Registrar to the Issue and DPs as and when the same is made available.

Authority for the Issue

The present issue of up to 36,60,000 Equity Shares consisting of fresh issue of Equity Shares for cash at a price of ₹ [●] each, aggregating up to ₹ [●] lakhs which have been authorized by a resolution of the Board of Directors of our Company at their meeting held on September 16, 2026 and was approved by the Shareholders of our Company by passing special resolution at their Annual General Meeting held on September 19, 2026 in accordance with the applicable provisions of the Companies Act, 2013.

Ranking of the Equity Shares

The Equity Shares being issued shall be subject to the provisions of the Companies Act, 2013 and our Memorandum and Articles of Association and shall rank pari-passu in all respects with the existing Equity Shares of our Company including in respect of the rights to receive dividends and other corporate benefits, if any, declared by us after the date of Allotment. For further details, please refer to "*Main provisions of the Articles of Association*" on page 314 of this Draft Red Herring Prospectus.

Mode of Payment of Dividend

The declaration and payment of dividend will be as per the provisions of Companies Act, the Articles of Association, the provision of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable laws including guidelines or directives that may be issued by the GoI in this respect and as recommended by the Board of Directors and the Shareholders at their discretion and will depend on a number of factors, including but not limited to earnings, capital requirements and overall financial condition of our Company. We shall pay dividends in cash and as per provisions of the Companies Act. For further details, please refer to "Dividend Policy" on page 228 of this Draft Red Herring Prospectus.

Face Value, Issue Price, Floor Price and Price Band

The face value of each Equity Share is ₹ 10/- and the Issue Price at the lower end of the Price Band is ₹ [●] per Equity Share ("Floor Price") and at the higher end of the Price Band is ₹ [●] per Equity Share ("Cap Price"). The Price Band and the minimum Bid Lot will be decided by our Company in consultation with the BRLM and advertised Pre-issue and Price Band advertisement all editions of an English national daily newspaper, all editions of a Gujarati national daily newspaper, each with wide circulation, at least two Working Days prior to the Bid/Issue Opening Date and shall be made available to the

Stock Exchange for the purpose of uploading on its websites. The Price Band, along with the relevant financial ratios calculated at the Floor Price and at the Cap Price, shall be pre-filled in the Bid cum Application Forms available on the website of the Stock Exchange. The issue Price shall be determined by our Company in consultation with the BRLM, after the Bid/Issue Closing Date, on the basis of assessment of market demand for the Equity Shares issued by way of Book Building Process.

At any given point of time, there shall be only one denomination of Equity Shares.

The Issue Price shall be determined by our Company in consultation with the Book Running Lead Manager and is justified under the chapter titled "Basis of Issue Price" beginning on page 114 of this Draft Red Herring Prospectus.

The Issue

The Issue comprises of a Fresh issue. Expenses for the Issue shall be borne by our Company as in the manner specified in **"Objects of the Issue"** on page 98 of this Draft Red Herring Prospectus.

Compliance with SEBI (ICDR) Regulations, 2018

Our Company shall comply with all requirements of the SEBI (ICDR) Regulations, 2018. Our Company shall comply with all disclosure and accounting norms as specified by SEBI from time to time

Rights of the Equity Shareholders

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, the equity Shareholders will have the following rights:

- Right to receive dividends, if declared;
- Right to receive Annual Reports and notices to members;
- Right to attend general meetings and exercise voting powers, unless prohibited by law;
- Right to vote on a poll either in person or by proxy, in accordance with the provisions of the Companies Act;
- Right to receive Issues for rights shares and be allotted bonus shares, if announced;
- Right to receive any surplus on liquidation subject to any statutory and preferential claims being satisfied;
- Right of free transferability of their Equity Shares, subject to applicable foreign exchange regulations and other applicable law; and
- Such other rights as may be available to a shareholder of a listed public company under the Companies Act, the terms of the SEBI Listing Regulations and our Memorandum of Association and Articles of Association and other applicable laws.

For a detailed description of the main provisions of the Articles of Association of our Company relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/or consolidation/splitting, see "Main Provisions of the Articles of Association", beginning on page 314 of this DP.

Allotment only in Dematerialised form

As per the provisions of the Depositories Act, 1996 and in terms of Section 29(1) of the Companies Act 2013, the Equity Shares shall be allotted only in dematerialized form, i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through electronic mode. As per the existing SEBI ICDR Regulations, 2018, the trading of the Equity Shares shall only be in dematerialized form for all investors. Hence, the Equity Shares being Issued can be applied for in the dematerialized form only.

In this context, two agreements have been signed among our Company, the respective Depositories and the Registrar to the Issue:

- Tripartite Agreement dated February 20, 2025 between NSDL, our Company and Registrar to the Issue; and
- Tripartite Agreement dated April 26, 2025 between CDSL, our Company and Registrar to the Issue.

Furnishing the details depository account is mandatory and applications without a depository account shall be treated as incomplete and rejected.

Minimum Application Value, Market Lot and Trading Lot

In accordance with Regulation 267 (2) of the SEBI (Amended) Regulations, 2025, our Company shall ensure that the minimum application size shall be two (2) lots per application, provided that minimum application size shall be above Rs. 2,00,000 (Rupees Two Lakh).

The issuer shall invite applications in multiples of the lot size.

The trading of the Equity Shares will happen in the minimum contract size of **[●]** Equity Shares and the same may be modified by the **[●]** from time to time by giving prior notice to investors at large.

Minimum Number of Allotees

In accordance with the Regulation 268(1) of SEBI ICDR Regulations, the minimum number of allottees in this Issue shall be 200 shareholders. In case the minimum number of prospective allottees is less than 200, no allotment will be made pursuant to this Issue and the monies blocked by the SCSBs shall be unblocked within 2 working days of closure of issue.

Joint Holders

Subject to the provisions of the AOA, where two or more persons are registered as the holders of the Equity Shares, they will be deemed to hold such Equity Shares as joint tenants with benefits of survivorship.

Jurisdiction

Exclusive jurisdiction for the purpose of this Issue is with the competent courts/ authorities in Gujarat.

The Equity Shares have not been and will not be registered under the Securities Act or any state securities laws in the United States, and may not be Issued or sold within the United States, except pursuant to an exemption from or in a transaction not subject to, registration requirements of the Securities Act.

Accordingly, the Equity Shares are only being Issued or sold outside the United States in compliance with Regulations under the Securities Act and the applicable laws of the jurisdictions where those Issues and sales occur.
The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be Issued or sold, and Applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Applicants. Our Company and the Book Running Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations

Nomination facility to investors

In accordance with Section 72 of the Companies Act, read with the rules notified thereunder, the sole Applicant, or the first Applicant along with other joint Applicants, may nominate any one person in whom, in the event of the death of sole Applicant or in case of joint Applicants, death of all the Applicants, as the case may be, the Equity Shares Allotted, if any, shall vest to the exclusion of all other persons, unless the nomination is varied or cancelled in the prescribed manner. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale/transfer/alienation of Equity Share(s) by the person nominating. A nomination may be cancelled or varied by the Shareholder by nominating any other person in place of the present nominee, by giving a notice of such cancellation. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act shall upon the production of such evidence as may be required by the Board, elect either:

a. to register himself or herself as the holder of the Equity Shares; or
b. to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, our Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of ninety (90) days, our Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the Allotment of Equity Shares in the Issue will be made only in dematerialised mode, there is no need to make a separate nomination with our Company. Nominations registered with respective Depository Participant of the Applicant would prevail. If the Applicant wants to change the nomination, they are requested to inform their respective Depository Participant.

Restrictions, if any on Transfer and Transmission of Equity Shares

Except for lock-in of the pre-Issue Equity Share capital and Promoter's minimum contribution under the SEBI ICDR Regulations as provided in "Capital Structure", beginning on page 79 of this DP and except as provided under the AOA, there are no restrictions on transfer of the Equity Shares. Further, there are no restrictions on transmission of any shares of our Company and on their consolidation or splitting, except as provided in the AOA.

For details, see "Main Provisions of the Articles of Association", beginning on page 314 of this Draft Red Herring Prospectus.

The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated hereinabove. Our Company and the Book Running Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applied for do not exceed the applicable limits under laws or regulations.

Withdrawal of the Issue

Our Company in consultation with the Book Running Lead Manager, reserves the right not to proceed with the Issue at any time after the Issue Opening Date but before the Board meeting for Allotment. In such an event our Company would issue a public notice in the newspapers, in which the pre-issue advertisements were published, within two (2) working days of the issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The Book Running Lead Manager, through the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Applicants within one (1) working day of receipt of such notification.

Our Company shall also promptly inform the Stock Exchange on which the Equity Shares are proposed to be listed.

Notwithstanding the foregoing, the Issue is also subject to obtaining the final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment. If our Company in consultation with the BRLM withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an IPO, our Company shall be required to file a fresh Draft Red Herring Prospectus/ Prospectus with the Stock Exchange.

Issue Programme

Events	**Indicative Dates**
Anchor Portion Issue Opens/Closes On*	[●]
Bid/Issue Opening Date	[●]
Bid/Issue Closing Date	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange	on or about [●]

Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account**	on or about [●]
Credit of Equity Shares to Demat accounts of Allottees	on or about [●]
Commencement of trading of the Equity Shares on the Stock Exchange	on or about [●]

**In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Bid/ Issue Closing Date for cancelled/withdrawn/deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher, for the entire duration of delay exceeding two Working Days from the Bid/ Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLMs and shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The Bidder shall be compensated by the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 read with the SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, and the SEBI ICDR Master Circular, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the Self Certified Syndicate Bank(s)("SCSB"), to the extent applicable. The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation in compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 read with SEBI master circular no. SEBI/HO/CFD/PoD- 2/P/CIR/2023/00094 dated June 21, 2023, for which the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable. The processing fee for applications made by the UPI Bidders using the UPI Mechanism may be released to the remitter banks (SCSBs) only after such banks provide a written confirmation on compliance with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 read with SEBI master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023.

The above timetable, other than the Bid/Issue Closing Date, is indicative and does not constitute any obligation on our Company the BRLM.

While our Company shall ensure that all steps for the completion of the necessary formalities for the listing and commencement of trading of the Equity Shares on the Stock Exchange are taken within three Working Days of the Bid/Issue Closing Date or such other period as may be prescribed by the SEBI, the timetable may be extended due to various factors, such as extension of the Bid/Issue Period by our Company in consultation with the BRLM, revision of the Price Band or any delay in receiving the final listing and trading approval from the Stock Exchange. The commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchange and in accordance with the applicable laws.

The SEBI is in the process of streamlining and reducing the post Issue timeline for initial public issuing. Any circulars or notifications from the SEBI after the date of the Draft Red Herring Prospectus may result in changes to the above- mentioned timelines. Further, the Issue procedure is subject to change to any revised circulars issued by the SEBI to this effect. In terms of the UPI Circulars, in relation to the Issue, the BRLM will be required to submit reports of compliance with timelines and activities prescribed by SEBI in connection with the allotment and listing procedure within three Working Days from the Bid/Issue Closing Date or such other time as may be prescribed by SEBI, identifying non-adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it.

The BRLM will be required to submit reports of compliance with listing timelines and activities, identifying non- adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it.

In terms of the UPI Circulars, in relation to the Issue, the BRLM will submit report of compliance with T+3 listing timelines and activities, identifying non-adherence to timelines and processes and an analysis of entities responsible for the delay and the reasons associated with it.

Submission of Bids (other than Bids from Anchor Investors):

Bid/ Issue Period (except the Bid/ Issue Closing Date)	
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. Indian Standard Time ("IST")
Bid/Issue Closing Date*	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For IIs, other than QIBs and NIIs	Only between 10.00 a.m. and up to 5.00 p.m. IST
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For IIs, other than QIBs and NIIs	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Individual, Non-Individual Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Syndicate Non-Individual, Non-Individual Applications)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Modification/ Revision/cancellation of Bids	
Upward Revision of Bids by QIBs and Non-Institutional Bidders categories#	Only between 10.00 a.m. and up to 5.00 p.m. IST on Bid/ Issue Closing Date
Upward or downward Revision of Bids or cancellation of Bids by IBs	Only between 10.00 a.m. and up to 5.00 p.m. IST

*UPI mandate and time and date shall be at 5:00 p.m. on Bid/Issue Closing Date
QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their bids

Bids will be accepted only on Working Days, i.e., Monday to Friday (excluding bank holidays)

On the Bid/Issue Closing Date, the Bids shall be uploaded until

i. 4.00 p.m. IST in case of Bids by QIBs and Non-Institutional Bidders, and
ii. until 5.00 p.m. IST or such extended time as permitted by the Stock Exchange in case of Bids by IIs.

On Bid / Issue Closing Date, extension of time may be granted by the Stock Exchange only for uploading Bids received by Individual Investors, after taking into account the total number of Bids received and as reported by the BRLM to the Stock Exchange.

The Registrar to the Issue shall submit the details of cancelled/ withdrawn/ deleted applications to the SCSBs on a daily basis within 60 minutes of the Bid closure time from the Bid/ Issue Opening Date till the Bid/ Issue Closing Date by obtaining the same from the Stock Exchanges. The SCSBs shall unblock such applications by the closing hours of the Working Day and submit the confirmation to the BRLM and the RTA on a daily basis.

To avoid duplication, the facility of re-initiation provided to Syndicate Members, if any shall preferably be allowed only once per Bid/batch and as deemed fit by the Stock Exchange, after closure of the time for uploading Bids.

It is clarified that Bids not uploaded on the electronic bidding system or in respect of which the full Bid Amount is not blocked by SCSBs or not blocked under the UPI Mechanism in the relevant ASBA Account, as the case may be, would be rejected.

Due to limitation of time available for uploading the Bids on the Bid/Issue Closing Date, Bidders are advised to submit their Bids one day prior to the Bid/Issue Closing Date. Any time mentioned in this Draft Red Herring Prospectus is Indian Standard Time. Bidders are cautioned that, in the event, large number of Bids are received on the Bid/Issue Closing Date, as is typically experienced in public issuing, some Bids may not get uploaded due to lack of sufficient time. Such Bids that cannot be uploaded will not be considered for allocation under the Issue. Bids will be accepted only during Monday to Friday (excluding any public holiday). None among our Company or any Member of the Syndicate shall be liable for any failure in (i) uploading the Bids due to faults in any software/ hardware system or blocking of application amount by the SCSBs on receipt of instructions from the Sponsor Bank on account of any errors, omissions or non-compliance by various parties involved in, or any other fault, malfunctioning or breakdown in, or otherwise, in the UPI Mechanism.

In case of any discrepancy in the data entered in the electronic book vis-a-vis data contained in the physical Bid cum Application Form, for a particular Bidder, the details of the Bid file received from the Stock Exchanges may be taken. Our Company in consultation with the BRLM, reserve the right to revise the Price Band during the Bid/Issue Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in the Price Band shall not exceed 20% on either side, i.e. the Floor Price can move up or down to the extent of 20% of the Floor Price and the Cap Price will be revised accordingly. The Floor Price shall not be less than the face value of the Equity Shares.

In case of any revision to the Price Band, the Bid/Issue Period will be extended by at least three additional Working Days following such revision of the Price Band, subject to the Bid/Issue Period not exceeding a total of 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/Issue Period for a minimum of three Working Days, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchange, by issuing a public notice, and also by indicating the change on the respective websites of the BRLM and the terminals of the Syndicate Members, if any and by intimation to SCSBs, other Designated Intermediaries and the Sponsor Bank, as applicable. In case of revision of Price Band, the Bid Lot shall remain the same.

Minimum Subscription

This Issue is not restricted to any minimum subscription level. This Issue is 100% underwritten as per Regulation 260(1) of SEBI ICDR Regulations.

As per Section 39 of the Companies Act, 2013, if the "stated minimum amount" has not been subscribed and the sum payable on application is not received within a period of 30 days from the date of Prospectus, the application money has to be returned within such period as may be prescribed. If our Company does not receive the 100% subscription of the Issue through the Issue Document including devolvement of Underwriters, our Company shall forthwith refund the entire subscription amount received in accordance with applicable law including the SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023. If there is a delay beyond Two days after our Company becomes liable to pay the amount, our Company and our Directors, who are officers in default, shall pay interest at the rate of 15% per annum.

Further, in accordance with Regulation 268(1) of the SEBI (ICDR) Regulations, our Company shall ensure that the number of prospective allottees to whom the Equity Shares will allotted will not be less than 200 (Two Hundred).

Further, in accordance with Regulation 267(2) of the SEBI (ICDR) Regulations, our Company shall ensure that the minimum application size in terms of number of specified securities shall not be less than ₹ 2,00,000 (Rupees Two Lac only) per application. The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The Equity Shares have not been and will not registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and applications may not be made by persons in any such jurisdiction, expect in compliance with the application law of such jurisdiction.

Arrangements for disposal of odd lots

The trading of the Equity Shares will happen in the minimum contract size of [●] shares in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012. However, the Market Maker shall buy the entire shareholding of a shareholder in one lot, where value of such shareholding is less than the minimum contract size allowed for trading on the SME Platform of BSE Limited.

Restrictions, if any, on Transfer and Transmission of Shares or Debentures and on their Consolidation or Splitting

Except for lock-in of the pre-Issue Equity Shares and Promoter's minimum contribution in the Issue as detailed in the chapter "Capital Structure" beginning on page 79 of this Draft Red Herring Prospectus and except as provided in the Articles of Association, there are no restrictions on transfers of Equity Shares. There are no restrictions on transmission of shares and on their consolidation / splitting except as provided in the Articles of Association. The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company

and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated hereinabove. Our Company and the Book Running Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws or regulations, which may occur after the date of the Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applied for do not exceed the applicable limits under laws or regulations.

New Financial Instruments

There are no new financial instruments such as deeply discounted bonds, debentures, warrants, secured premium notes, etc. issued by our Company

Allotment Of Securities in Dematerialised Form

In accordance with SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, Allotment of Equity Shares to successful applicants will only be in the dematerialized form. Applicants will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only on the dematerialized segment of the Stock Exchange.

Application by Eligible NRIs, FPIs or VCFs registered with SEBI

It is to be understood that there is no reservation for Eligible NRIs, FPIs or VCF registered with SEBI. Such Eligible NRIs, FPIs or VCF registered with SEBI will be treated on the same basis with other categories for the purpose of Allocation.

NRIs, FPIs/FIIs and foreign venture capital investors registered with SEBI are permitted to purchase shares of an Indian company in a public Issue without the prior approval of the RBI, so long as the price of the equity shares to be issued is not less than the price at which the equity shares are issued to residents. The transfer of shares between an Indian resident and a non-resident does not require the prior approval of the FIPB or the RBI, provided that (i) the activities of the investee company are under the automatic route under the foreign direct investment ("FDI") Policy and the non-resident shareholding is within the sectoral limits under the FDI policy; and (ii) the pricing is in accordance with the guidelines prescribed by the SEBI/RBI.

The current provisions of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, provides a general permission for the NRIs, FPIs and foreign venture capital investors registered with SEBI to invest in shares of Indian companies by way of subscription in an IPO. However, such investments would be subject to other investment restrictions under the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, RBI and/or SEBI regulations as may be applicable to such investors.

The Allotment of the Equity Shares to Non-Residents shall be subject to the conditions, if any, as may be prescribed by the Government of India/RBI while granting such approvals.

As Per the Extent Guidelines of The Government of India, OCBS Cannot Participate in This Issue

The current provisions of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, provides a general permission for the NRIs, FPIs and foreign venture capital investors registered with SEBI to invest in shares of Indian companies by way of subscription in an IPO. However, such investments would be subject to other investment restrictions under the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, RBI and/or SEBI regulations as may be applicable to such investors. The Allotment of the Equity Shares to Non Residents shall be subject to the conditions, if any, as may be prescribed by the Government of India/RBI while granting such approvals.

Migration to Main Board

As per the provisions of the Chapter IX of the SEBI (ICDR) Regulation, 2018 read with SEBI ICDR (Amendment) Regulations, 2025 to the extent applicable, our Company may migrate to the main board of BSE from the SME Exchange on a later date subject to the following:

As per Regulation 280(2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, Where the post-issue paid up capital of the Company listed on a BSE SME is likely to increase beyond twenty-five crore rupees by virtue of any further issue of capital by the Company by way of rights issue, preferential issue, bonus issue, etc.

the Company shall migrate its equity shares listed on a BSE SME to the Main Board and seek listing of the equity shares proposed to be issued on the Main Board subject to the fulfilment of the eligibility criteria for listing of equity shares laid down by the Main Board:

Provided that no further issue of capital shall be made unless

a. the shareholders have approved the migration by passing a special resolution through postal ballot wherein the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal;
b. the Company has obtained an in-principle approval from the Main Board for listing of its entire specified securities on it.

Provided further that where the post-issue paid-up capital pursuant to further issue of capital including by way of rights issue, preferential issue, bonus issue, is likely to increase beyond ₹25 crores, the Company may undertake further issuance of capital without migration from SME exchange to the main board, subject to the undertaking to comply with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to companies listed on the main board of the stock exchange(s)."

If the Paid-up Capital of the company is more than ₹10 crores but below ₹25 crores, we may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Any company voluntarily desiring to migrate to the Main board from the SME Platform, amongst others, has to fulfil following conditions:

Parameter	**Migration policy from BSE SME Platform to BSE Main Board**
Paid up capital	At least Rs. 10 crores
Market Capitalisation	**Average of 6 months market capitalisation:** SME Migration to Main Board: Rs. 100 crores. **OR** Companies having revenue from operations of Rs. 100 crores or more for each of the immediately preceding 3 (three) full financial years
Market Liquidity	• At least 5% of the weighted average number of equity shares listed should have been traded during such 6 (six) months' period. • Trading on atleast 80% of days during such 6 (six) months period. • Minimum average daily turnover of Rs. 10 Lakhs and minimum daily turnover of Rs. 5 Lakhs during the 6 (six) month period. • Minimum Average number of daily trades of 50 and minimum daily trades of 25 during the said 6 (six) months period. Note: for the purpose of calculating the average daily turnover and average number of daily trades, the aggregate of daily turnover and number of daily trades on the days the scrip has traded, shall be divided by the total number of trading days, respectively, during the said 6 (six) months period. **OR** Companies having revenue from operations of Rs. 100 crores or more for each of the immediately preceding 3 (three) full financial years.

Operating Profit (EBIDTA)	Average of **Rs. 15 crores** on a restated basis, in preceding 3 (three) years (of 12 months each), with operating profit in each of these 3 (three) years, **with a minimum of Rs. 10 crores in each of the said 3 (three) years** In case of name change within the last one year, at least 50%. of the revenue, calculated on a restated basis, for the preceding one full year has been earned by it from the activity indicated by its new name.
Net worth	Rs. 1 crore. - in each of the preceding 3 (three) full years (of twelve months each), calculated on a restated basis;
Net Tangible Assets	At least Rs. 3 crores, on a restated basis, in each of the preceding 3 (three) full years (of 12 (twelve) months each), of which not more than 50%. are held in monetary assets:
Promoter holding	At least 20% at the time of making application. For this purpose, shareholding of promoter group may also be considered for any shortfall in meeting the said requirement. *Note: The minimum promoter holding criterion shall not be applicable in case of diversified holdings or where there are no identifiable promoters, and the company is already listed on a recognized stock exchange with nationwide trading terminals and meeting all other eligibility criteria for migration or direct listing on the Main Board.*
Lock In of promoter/ promoter group shares	6 (six) months from the date of listing on the BSE. *Note: The lock-in criterion shall not apply to companies already listed on a recognized stock exchange with nationwide trading terminals and meeting all other eligibility criteria for migration or direct listing on the Main Board.*
Regulatory action	1. No SEBI debarment orders is continuing against the Company, any of its promoters, promoter group or directors or the any other company in which they are promoter/ promoter group or directors 2. The company or any of its promoters or directors is not a wilful defaulter or a fraudulent borrower. 3. Promoters or directors are not fugitive economic offender 4. The company is not admitted by NCLT for winding up or under IBC pursuant to CIRP 5. Not suspended from trading for non-compliance with SEBI (LODR) Regs or reasons other than for procedural reasons during the last 12 months.
Promoter shareholding	100% in demat form
Compliance with SEBI LODR Regulations	3 (three) years track record with no pending non-compliance at the time of making the application.
Track record in terms of Listing	Listed for at least 3 (three) years
Public Shareholder	Minimum 1000 (one thousand) as per latest shareholding pattern
Other Parameters	1. No pending Defaults w.r.t bonds/ debt instrument/ FD by company, promoters/ promoter group /promoting company(ies), Subsidiary Companies 2. Certificate from CRA and /or Statutory auditors, in absence of CRA for utilization of IPO proceeds and further issues post listing on SME. 3. Not under any surveillance measures/actions i.e “ESM”, “ASM”,

	"GSM category" or T-to-T for surveillance reasons at the time of filing of application. 2 months cooling off from the date the security has come out of T-to- T category or date of graded surveillance action/measure.
Score ID	No pending investor complaints on SCORES.
Business Consistency	Same line of business for 3 (three) years at least 50% of the revenue from operations from such continued business activity.
Audit Qualification	No audit qualification with regard to going concern or any material financial implication and such audit qualification is continuing at the time of application.

Notes:

- Net worth definition to be considered as per definition in SEBI ICDR.
- Company is required to submit Information Memorandum to the Exchange as prescribed in SEBI (ICDR) Regulations.
- The application submitted to the Exchange for listing and mere fulfilling the eligibility criteria does not amount to grant of approval for listing.
- If the documents and clarification received from the applicant company are not to the satisfaction of BSE, BSE has the right to close the application at any point of time without giving any reason thereof. Thereafter, the company can make fresh application as per the extant norms.
- The Exchange may reject application at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Guidelines / Regulations issued by statutory authorities or for any reason in the interest of Investors and market integrity. The Exchange may also reject the application if the company is found not fulfilling internal BSE standards.
- Companies that have approached for listing on any stock exchange and has been denied listing for any reason whatsoever or has chosen to withdraw its application from the Exchange, they may reapply for listing after a minimum period of 6 months (6 months after date of rejection/ withdrawal). If rejected for a second time, the company would not be eligible to apply again.
- BSE decision w.r.t admission of securities for listing and trading is final.
- BSE has the right to change / modify / delete any or all the above norms without giving any prior intimation to the company.
- The companies are required to submit documents and comply with the extant norms.
- The company shall use BSE's reference regarding listing only after the Exchange grants its in-principle listing approval to the company.

Market Making

The shares issued and transferred through this Issue are proposed to be listed on the SME Platform of BSE Limited with compulsory market making through the registered Market Maker of the SME Exchange for a minimum period of three years or such other time as may be prescribed by the Stock Exchange, from the date of listing on the SME Platform of BSE Limited. For further details of the market making arrangement please refer to chapter titled "General Information" beginning on page 67 of this Draft Red Herring Prospectus.

The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated hereinabove. Our Company and the Book Running Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applied for do not exceed the applicable limits under laws or regulations.

ISSUE STRUCTURE

This Issue is being made in terms of Regulation 229 (2) of Chapter IX of SEBI (ICDR) Regulations, 2018, as amended from time to time, whereby, an issuer whose post Issue paid up capital is more than ₹ 10 crores and upto ₹ 25 crores, shall Issue equity shares to the public and propose to list the same on the Small and Medium Enterprise Exchange ("SME Exchange", in this case being the SME Platform of BSE Limited). For further details regarding the salient features and terms of such an Issue, please refer chapter titled "Terms of the Issue" and "Issue Procedure" on page no. 267 and 283 respectively of this Draft Red Herring Prospectus.

The present Public Issue of up to 36,60,000 Equity Shares of face value of ₹10/- each has been authorized by a resolution of the Board of Directors of our Company at their meeting held on September 16, 2026 and was approved by the Shareholders of the Company by passing Special Resolution dated September 19, 2026 in accordance with the provisions of Section 23(1)(c), 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013.

The Issue comprises a reservation of [●] Equity Shares of face value of ₹10/- each for subscription by the designated Market Maker ("the Market Maker Reservation Portion") and Net Issue to Public of [●] Equity Shares of face value of ₹10/- each ("the Net Issue").

The Issue and the Net Issue will constitute [●]% and [●]% respectively of the post Issue paid up Equity Share Capital of the Company.

This Issue is being made by way of Book Building Process:

Particulars of the Issue [(2)]	**Market Maker Reservation Portion QIBs**	**QIBs** [(1)]	**Non-Institutional Applicants Individual Investors**	**Individual Investors**
Number of Equity Shares available for allocation* [(2)]	Up to [●] Equity Shares	Not more than [●] Equity Shares.	Not more than [●] Equity Shares	Not less than Equity Shares [●]
Percentage of Issue size available for allocation	[●]% of the Issue size	Not more than 50% of the Net Issue being available for allocation to QIB Bidders. However, up to 5% of the Net QIB Portion may be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be added to the Net QIB Portion Up to 60.00% of the QIB Portion may be available for allocation to Anchor Investors and one third of the Anchor Investors Portion shall be available	Not more than 15% of the Net Issue or the Issue less allocation to QIBs and Individual Investors/Bidders was available for allocation. Further, (a) one third of the portion available to non-institutional investors shall be reserved for applicants with application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs (b) two third of the portion available to noninstitutional investors shall be reserved for applicants with application size of more than ₹10 lakhs, provided that the unsubscribed	Not less than 35% of the Net Issue

		for allocation to domestic mutual funds only. Up to [●] Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which 33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds and 6.67% for life insurance companies and pension funds, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price	portion in either the subcategories mentioned above could be allocated to applicants in the other sub-category of Non - Institutional Bidders.	
Basis of Allotment	**Firm Allotment**	Proportionate as follows: a. Up to [●] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and b. Up to [●] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above	Subject to the availability of shares in non-institutional investors' category, the allotment of equity shares to each noninstitutional category shall not be less than the minimum application size in non-institutional investor category, and the remaining shares, if any, shall be allotted on a proportionate basis, the [●] Equity Shares shall be allotted in multiples of [●] Equity Shares. For details, see "Issue Procedure" beginning on page 283 of this Draft Red Herring Prospectus.	Proportionate
Mode of Bid	Only through the ASBA Process	Only through the ASBA process.	Through ASBA Process through banks or by using UPI ID for payment	Through ASBA Process through banks or by using UPI ID for payment
Mode of Allotment ^	**Compulsorily in dematerialized form**			
Minimum Bid Size	[●] Equity Shares of face value of ₹ 10 each	Such number of Equity Shares and in multiples of [●] Equity Shares of face value of ₹ 10 each that shall be more than 2 lots and the Bid Amount exceeds ₹ 200,000	Such number of Equity Shares in multiples of [●] Equity Shares that shall be more than 2 lots and Bid size exceeds ₹ 200,000	[●] Equity Shares in multiple of [●] Equity shares of face value of ₹ 10 each such that minimum bid size shall be 2 lots with the application size of above ₹ 2,00,000
Maximum Bid Size	[●] Equity Shares of face value of ₹ 10 each	[●] Equity Shares and in multiples thereof	[●] Equity Shares and in multiples thereof	[●] Equity Shares

Trading Lot	[●] Equity Shares, however, the Market Maker may accept odd lots if any in the market as required under the SEBI ICDR Regulations	[●] Equity Shares and inmultiples thereof	●] Equity Shares and in multiples thereof	[●] Equity Shares
Terms of Payment	Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder or by the Sponsor Bank through the UPI Mechanism, that is specified in the ASBA Form at the time of submission of the ASBA Form.			
Mode of Bid	Only through the ASBA process (excluding the UPI Mechanism)	Only through the ASBA process (excluding the UPI Mechanism).	Only through the ASBA process (including the UPI Mechanism for a Bid size of up to ₹ 500,000)	Only through the ASBA process (including the UPI Mechanism
Who can apply? **(3)(4)(5)**	Market Maker	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, multilateral and bilateral development financial institutions, mutual funds registered with SEBI, FPIs other than individuals, corporate bodies and family offices, VCFs, AIFs, FVCIs, registered with SEBI, state industrial development corporation, insurance company registered with IRDAI, provident fund with minimum corpus of ₹2500 lakhs, pension fund with minimum corpus of ₹2500 lakhs, National Investment Fund set up by the Government of India, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs, in accordance with applicable laws including FEMA Rules	Resident Indian individuals, Eligible NRIs, HUFs (in the name of Karta), companies, corporate bodies, scientific institutions, societies, family offices, trusts, FPIs who are individuals, corporate bodies and family offices	Resident Indian individuals, HUFs (in the name of Karta) and Eligible NRIs applying for Equity Shares so that the Bid Amount shall be above two lots, accordingly, the minimum application size shall be above ₹2.00 Lakhs.

*Assuming full subscription in the Issue

^SEBI through its circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022, has prescribed that all individual investors applying in initial public Issue opening on or after May 1, 2022, where the application amount is up to ₹500,000, shall use UPI. Individual investors Bidding under the Non-Institutional Portion Bidding for more than ₹200,000 and up to ₹500,000, using the UPI Mechanism, shall provide their UPI ID in the Bid-cum-Application Form for Bidding through Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers. Further SEBI vide its circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, has mandated that ASBA applications in public issues shall be processed only after the application monies are blocked in the bank accounts of the investors. Accordingly, Stock Exchanges shall, for all categories of investors viz. QIBs, NIIs and IIs and also for all modes through which the applications are processed, accept the ASBA applications in their electronic book building platform only with a mandatory confirmation on the application monies blocked.

1. Our Company in consultation with the Book Running Lead Manager, may allocate up to 60% of the QIB Portion to Anchor Investors at the Anchor Investor Issue Price, on a discretionary basis, subject to there being (i) a maximum of two Anchor Investors, where allocation in the Anchor Investor Portion is up to ₹200.00 Lakhs, (ii) minimum of two and maximum of fifteen Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹200.00 Lakhs but up to ₹2,500.00 Lakhs under the Anchor Investor Portion, subject to a minimum Allotment of ₹100.00 Lakhs per Anchor Investor, and (iii) in case of allocation above ₹2,500.00 Lakhs under the Anchor Investor Portion, a minimum of five such investors and a maximum of fifteen Anchor Investors for allocation up to ₹2,500.00 Lakhs, and an additional ten Anchor Investors for every additional ₹2,500.00 Lakhs or part thereof will be permitted, subject to minimum allotment of ₹100.00 Lakhs per Anchor Investor. An Anchor Investor will make a minimum Bid of such number of Equity Shares, that the Bid Amount is at least ₹200.00 Lakhs. Forty percent shall be reserved in the following manner (i) 33.33% of the Anchor Investor Portion shall be reserved for domestic Mutual Funds; and (ii) 6.67% of the Anchor Investor Portion shall be reserved for Life Insurance Companies and Pension Funds, subject to valid Bids being received from domestic Mutual Funds and life insurance companies and pension funds.

2. The SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, permits the Issue of securities to the public through the Book Building Process, which states that not less than 35% of the Net Issue shall be available for allocation to Individual Investors who applies for minimum application size. Not less than 15% of the Net Issue shall be available for allocation to Non-Institutional Investors of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than two lots and up to such lots as equivalent to not more than ₹ 10.00 Lakhs and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹ 10.00 Lakhs and under-subscription in either of these two sub-categories of Non-Institutional Portion may be allocated to Bidders in the other sub-category of Non-Institutional Portion. Subject to the availability of Equity Shares in the Non – Institutional investors category, the allotment to each Non-Institutional Investors shall not be less than the minimum application size in Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis in accordance with the conditions specified in this regard in Schedule XIII of the SEBI (ICDR) (Amendment) Regulations, 2025. Not more than 50% of the Net Issue shall be allotted to QIBs, subject to valid Bids being received at or above the Issue Price.

3. In the event that a Bid is submitted in joint names, the relevant Bidders should ensure that the depository account is also held in the same joint names and the names are in the same sequence in which they appear in the Bid cum Application Form. The Bid cum Application Form should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such First Bidder would be required in the Bid cum Application Form and such First Bidder would be deemed to have signed on behalf of the joint holders. Our Company reserves the right to reject, in its absolute discretion, all or any multiple Bids in any or all categories.

4. Full Bid Amount was payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Issue Price shall be payable by the Anchor Investor pay-in date as indicated in the Confirmation of Allotment Note.

5. Bids by FPIs with certain structures as described under "Issue Procedure – Bids by FPIs" beginning on page 293 and having the same PAN were collated and identified as a single Bid in the Bidding process. The Equity Shares Allocated and Allotted to such successful Bidders (with the same PAN) have been proportionately distributed.

6. Full Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms provided that any difference between the Anchor Investor Allocation Price and the Anchor Investor Issue Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN.

SEBI through the notification no. SEBI/LAD-NRO/GN/2025/233 - SEBI ICDR (Amendment) Regulations, 2025 dated March 03, 2025 effective from the date of their publication in official gazette, has prescribed the allocation to each Individual Investors which shall not be less than minimum application size applied by such individual investors and allotment to Non-Institutional Investors shall be more than two lots, subject to availability of Equity Shares in the Non-Institutional Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. For further details, see "Terms of the Issue" on page 267.

Bidders will be required to confirm and will be deemed to have represented to our Company, the Underwriters, their respective directors, officers, agents, affiliates and representatives that they are eligible under applicable law, rules, regulations, guidelines and approvals to acquire the Equity Shares.

In case of any revision in the Price Band, the Bid/ Issue Period shall be extended for at least three additional Working Days after such revision of the Price Band, subject to the total Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band, and the revised Bid/ Issue Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges by issuing a public announcement and also by indicating the change on the websites of the BRLM and at the terminals of the members of the Syndicate.

In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid cum Application Form for a particular Bidder, the details as per the Bid file received from the Stock Exchanges may be taken as the final data for the purpose of Allotment.

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ISSUE PROCEDURE

Please note that the information stated/covered in this section may not be complete and/or accurate and as such would be subject to modification/change. Our Company and the BRLM would not be liable for any amendment, modification or change in applicable law, which may occur after the date of this Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that their applications are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in the Draft Red Herring Prospectus.

All Applicants shall review the "General Information Document for Investing in Public Issues" prepared and issued in accordance with the circular SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 notified by SEBI, suitably modified from time to time, if any, and the UPI Circulars ("General Information Document"), highlighting the key rules, procedures applicable to public issues in general in accordance with the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, and the SEBI Regulations. The General Information Document will also be available on the websites of the Stock Exchange and the BRLM, before opening of the Issue. Please refer to the relevant provisions of the General Information Document which are applicable to the Issue.

Additionally, all Applicants may refer to the General Information Document for information in relation to (i) Category of investor eligible to participate in the Offer; (ii) maximum and minimum Bid size; (iii) Allocation of shares; (iii) Payment Instructions for ASBA Applicants; (iv) Issuance of CAN and Allotment in the Offer; (v) General instructions (limited to instructions for completing the Application Form); (vi) Submission of Application Form; (vii) Other Instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds); (viii) applicable provisions of the Companies Act, 2013 relating to punishment for fictitious applications; (vi) mode of making refunds; and (vii) interest in case of delay in Allotment or refund.

The SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, has introduced an alternate payment mechanism using Unified Payments Interface ("UPI") and consequent reduction in timelines for listing in a phased manner. From January 01, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("UPI Phase I"). The UPI Phase-I was effective till June 30, 2019.

Subsequently, for applications by Retail Individual Investors through Designated Intermediaries, the process of physical movement of forms from Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism with existing timeline of T+6 days is applicable for a period of three months or launch of five main board public issues, whichever is later ("UPI Phase II"), with effect from July 1, 2019, by SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, read with circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019. Further, as per the SEBI circular (SEBI/HO/CFD/DCR2/CIR/P/2019/133) dated November 8, 2019, the UPI Phase II had been extended until March 31, 2020. However, due to the outbreak of COVID-19 pandemic, UPI Phase II has been further extended by SEBI until further notice, by its circular (SEBI/HO/CFD/DIL2/CIR/P/2020/50) dated March 30, 2020. Thereafter, the final reduced timeline of T+3 days may be made effective using the UPI Mechanism for applications by Retail Individual Investors ("UPI Phase III"), as may be prescribed by SEBI. Accordingly, the Offer has been undertaken under UPI Phase II, till any further notice issued by SEBI.

SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 read with SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021effective to public issues opening on or after from May 01, 2021. However, said circular has been modified pursuant to SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 in which certain applicable procedure w.r.t. SMS Alerts, Web portal to CUG etc. shall be applicable to Public Issue opening on or after January 1, 2022 and October 1, 2021 respectively and the provisions of this circular, as amended, are deemed to form part of this Draft Red Herring Prospectus. Additionally, SEBI vide its circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 has reduced the time period for refund of application monies from 15 days to four days. Furthermore, pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, all UPI Bidders in initial public offerings (opening on or after May 01, 2022) whose application sizes are up to ₹5,00,000/- shall use the UPI Mechanism.

The list of Banks that have been notified by SEBI as Issuer Banks for UPI are provided on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40. The list of Stock Brokers, Depository Participants (DP), Registrar to an Issue and Share Transfer Agent (RTA) that have been notified by NSE to act as intermediaries for submitting Application Forms are provided on www.nseindia.com For details on their designated branches for submitting Application Forms, please see the above mentioned website of NSE.

ASBA Applicants are required to submit ASBA Applications to the selected branches / offices of the RTAs, DPs, Designated Bank Branches of SCSBs. The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on http://www.sebi.gov.in. For details on designated branches of SCSB collecting the Application Form, please refer the above-mentioned SEBI link. The list of Stock Brokers, Depository Participants ("DP"), Registrar to an Issue and Share Transfer Agent ("RTA") that have been notified by NSE to act as intermediaries for submitting Application Forms are provided on http://www.nseindia.com. For details on their designated branches for submitting Application Forms, please refer the above mentioned NSE website.

Our Company, the Promoter and the BRLM do not accept any responsibility for the completeness and accuracy of the information stated in this section and General Information Document and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of the Equity Shares that can be held by them under applicable law or as specified in the Draft Red Herring Prospectus.

Phased implementation of Unified Payments Interface

SEBI has issued the UPI Circulars in relation to streamlining the process of public issue of inter alia, equity shares. Pursuant to the SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 ("Previous UPI Circulars") and the UPI Circulars, the UPI Mechanism has been introduced in a phased manner as a payment mechanism (in addition to mechanism of blocking funds in the account maintained with SCSBs under ASBA) for applications by UPI Bidders through Designated Intermediaries with the objective to reduce the time duration from public issue closure to listing from six Working Days to up to three Working Days. Considering the time required for making necessary changes to the systems and to ensure complete and smooth transition to the UPI payment mechanism, the UPI Circulars and the Previous UPI Circulars have introduced the UPI Mechanism in three phases in the following manner:

Phase I: This phase has become applicable from January 1, 2019 until March 31, 2019 or floating of five main board public issues, whichever is later. Subsequently, the timeline for implementation of Phase I was extended till June 30, 2019. Under this phase, a Retail Individual Applicant had the option to submit the Application Form with any of the intermediary and use his / her UPI ID for the purpose of blocking of funds. The time duration from public issue closure to listing continued to be six Working Days.

Phase II: This phase has become applicable from July 1, 2019 and was to initially continue for a period of three months or floating of five main board public issues, whichever is later. Subsequently, it was decided to extend the timeline for implementation of Phase II until March 31, 2020. Further, as per SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, the current Phase II of Unified Payments Interface with Application Supported by Blocked Amount is continued till further notice. Under this phase, submission of the ASBA Form by RIIs through Designated Intermediaries (other than SCSBs) to SCSBs for blocking of funds will be discontinued and will be replaced by the UPI payment mechanism. However, the time duration from public issue closure to listing continues to be six Working Days during this phase.

Phase III: This phase has become applicable on a voluntary basis for all issues opening on or after September 1, 2023 and on a mandatory basis for all issues opening on or after December 1, 2023, vide SEBI circular bearing number SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 ("T+3 Notification"). In this phase, the time duration from public issue closure to listing has been reduced to three Working Days. The Offer shall be undertaken pursuant to the processes and procedures as notified in the T+3 Notification as applicable, subject to any circulars, clarification or notification issued by the SEBI from time to time, including any circular, clarification or notification which may be issued by SEBI.

The processing fees for applications made by UPI Bidders using the UPI Mechanism may be released to the SCSBs only after such banks provide a written confirmation, in compliance with the SEBI RTA Master Circular in a format as prescribed by SEBI, from time to time, and such payment of processing fees to the SCSBs shall be made in compliance with circulars prescribed by SEBI and applicable law. The Offer will be made under UPI Phase III of the UPI Circular.

All SCSBs offering facility of making application in public issues shall also provide facility to make application using the UPI Mechanism. The Issuers will be required to appoint one of the SCSBs as a sponsor bank to act as a conduit between the

Stock Exchanges and NPCI in order to facilitate collection of requests and / or payment instructions of the Retail Individual Applicants into the UPI mechanism.

For further details, refer to the General Information Document available on the websites of the Stock Exchanges and the Book Running Lead Manager.

PART A

BOOK BUILDING PROCEDURE

The Issue is being made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "SCRR") read with Regulation 252 of SEBI ICDR Regulations, 2018, the Issue is being made for at least 25% of the post-Issue paid-up Equity Share capital of our Company. The Issue is being made under Regulation 229(1) of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 via book building process wherein not more than 50% of the Issue shall be allocated on a proportionate basis to QIBs, provided that our Company and may, in consultation with the BRLM, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion. Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price.

Subject to valid Bids being received at or above the Issue Price, under subscription, if any, in any category, except the QIB Portion, would be allowed to be met with spill-over from any other category or a combination of categories at the discretion of our Company in consultation with the BRLM, and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spill over from other categories or a combination of categories.

The Equity Shares, on Allotment, shall be traded only in the dematerialised segment of the Stock Exchanges.

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialized form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, PAN and UPI ID, as applicable, shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.

Bid cum Application Form

Copies of the Bid cum Application Form (other than for Anchor Investors) and the abridged prospectus will be available at the offices of the BRLM, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of the NSE, at least one day prior to the Bid/Issue Opening Date.

Copies of the Anchor Investor Application Form will be available at the offices of the Book Running Lead Manager.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Issue only through the ASBA process. ASBA Bidders must provide either (i) the bank account details and authorisation to block funds in the ASBA Form, or (ii) the UPI ID, as applicable, in the relevant space provided in the ASBA Form. The ASBA Forms that do not contain such details are liable to be rejected. Applications made by the RIIs using third party bank account or using third party linked bank account UPI ID are liable for rejection. Anchor Investors are not permitted to participate in the Offer through the ASBA process. ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the relevant Designated Intermediary, submitted at the relevant Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stamp are liable to be rejected. Since the Offer is made under Phase II of the UPI Circulars, ASBA Bidders may submit the ASBA Form in the manner below:

i. RIIs (other than the RIIs using UPI Mechanism) may submit their ASBA Forms with SCSBs (physically or online, as applicable), or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

ii. RIIs using the UPI Mechanism, may submit their ASBA Forms with the Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), provided by certain brokers.

iii. QIBs and NIBs may submit their ASBA Forms with SCSBs, Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs. Anchor Investors are not permitted to participate in the Offer through the ASBA process.

Anchor Investors are not permitted to participate in the Offer through the ASBA process.

For Anchor Investors, the Anchor Investor Application Form will be available at the office of the BRLM. ASBA Bidders are also required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Bid Amount which can be blocked by the SCSB.

The prescribed colour of the Bid cum Application Form for various categories is as follows:

Category	Colour*
Anchor Investor**	White
Resident Indians, including resident QIBs, Non-Institutional Investors, Retail Individual Investors and Eligible NRIs applying on a non-repatriation basis	Blue
Non-Residents including Eligible NRIs, FII's, FVCIs etc. applying on a repatriation basis	Blue

*Excluding Electronic Bid cum Application Form

** Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.

Designated Intermediaries (other than SCSBs) after accepting Bid Cum Application Form submitted by RIIs (without using UPI for payment), NIIs and QIBs shall capture and upload the relevant details in the electronic bidding system of stock exchange(s) and shall submit/deliver the Bid Cum Application Forms to respective SCSBs where the Bidders has a bank account and shall not submit it to any non-SCSB Bank.

Further, for applications submitted to designated intermediaries (other than SCSBs), with use of UPI for payment, after accepting the Bid Cum Application Form, respective intermediary shall capture and upload the relevant application details, including UPI ID, in the electronic bidding system of stock exchange(s).

Bidders shall only use the specified Bid Cum Application Form for making an Application in terms of the Draft Red Herring Prospectus.

The Bid Cum Application Form shall contain information about the Bidder and the price and the number of Equity Shares that the Bidders wish to apply for. Bid Cum Application Forms downloaded and printed from the websites of the Stock Exchange shall bear a system generated unique application number. Bidders are required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Application Amount can be blocked by the SCSB or Sponsor Bank at the time of submitting the Application.

An Investor, intending to subscribe to this Issue, shall submit a completed Bid Cum Application form to any of the following intermediaries (Collectively called-Designated Intermediaries")

Sr. No.	Designated Intermediaries
1	An SCSB, with whom the bank account to be blocked, is maintained
2	A syndicate member (or sub-syndicate member
3	A stock broker registered with a recognized stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity) ('broker')
4	A depository participant ('DP') (whose name is mentioned on the website of the stock exchange as eligible for this activity)
5	A registrar to an issue and share transfer agent ('RTA') (whose name is mentioned on the website of the stock exchange as eligible for this activity)

Retails investors submitting application with any of the entities at (ii) to (v) above (hereinafter referred as "Intermediaries"), and intending to use UPI, shall also enter their UPI ID in the Bid cum Application Form.

The aforesaid intermediary shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid cum Application Form, in physical or electronic mode, respectively.

The upload of the details in the electronic bidding system of stock exchange will be done by:

For Applications submitted by Investors to SCSB	After accepting the form, SCSB shall capture and upload the relevant details in the electronic bidding system as specified by the stock exchange and may begin blocking funds available in the bank account specified in the form, to the extent of the application money specified.
For applications submitted by investors to intermediaries other than SCSBs	After accepting the Bid cum Application Form, respective Intermediary shall capture and upload the relevant details in the electronic bidding system of the stock exchange. Post uploading, they shall forward a schedule as per prescribed format along with the Bid cum Application Forms to designated branches of the respective SCSBs for blocking of funds within one day of closure of Issue.
For applications submitted by investors to intermediaries other than SCSBs with use of UPI for payment	After accepting the Bid cum Application Form, respective intermediary shall capture and upload the relevant application details, including UPI ID, in the electronic bidding system of stock exchange. Stock exchange shall share application details including the UPI ID with sponsor bank on a continuous basis, to enable sponsor bank to initiate mandate request on investors for blocking of funds. Sponsor bank shall initiate request for blocking of funds through NPCI to investor. Investor to accept mandate request for blocking of funds, on his/her mobile application, associated with UPI ID linked bank account.

Stock exchange shall validate the electronic bid details with depository's records for DP ID/Client ID and PAN, on a real-time basis and bring the inconsistencies to the notice of intermediaries concerned, for rectification and re-submission within the time specified by stock exchange.

Stock exchange shall allow modification of selected fields viz. DP ID/Client ID or Pan ID (Either DP ID/Client ID or Pan ID can be modified but not BOTH), Bank code and Location code, in the bid details already uploaded.

Upon completion and submission of the Bid Cum Application Form to Application Collecting intermediaries, the Bidders are deemed to have authorized our Company to make the necessary changes in the Draft Red Herring Prospectus, without prior or subsequent notice of such changes to the Bidders.

Availability of Draft Red Herring Prospectus and Bid cum Application Forms

Copies of the Bid cum Application Form and the abridged prospectus will be available at the offices of the Book Running Lead Manager, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of SCSBs (via Internet Banking) and NSE (www.nseindia.com) at least one day prior to the Bid/Issue Opening Date.

Bid cum application for Anchor Investor shall be made available at the Office of the Book Running Lead Manager.

Who can Bid?

Each Bidder should check whether it is eligible to apply under applicable law, rules, regulations, guidelines and policies. Furthermore, certain categories of Bidders, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Issue or to hold Equity Shares, in excess of certain limits specified under applicable law. Bidders are requested to refer to the DRHP for more details.

Subject to the above, an illustrative list of Bidders is as follows:

a) Indian nationals' resident in India who are not incompetent to contract under the Indian Contract Act, 1872, as amended, in single or as a joint application and minors having valid Demat account as per Demographic Details provided by the Depositories. Furthermore, based on the information provided by the Depositories, our Company shall have the right to accept the Applications belonging to an account for the benefit of minor (under guardianship);

b) Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the application is being made in the name of the HUF in the Bid Cum Application Form as follows: -Name of Sole or First Bidder: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta. Applications by HUFs would be considered at par with those from individuals;

c) Companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;

d) Mutual Funds registered with SEBI;

e) Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than Eligible NRIs are not eligible to participate in this Issue;

f) Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);

g) FPIs other than Category III FPI; VCFs and FVCIs registered with SEBI;

h) Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;

i) Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the Non-Institutional Bidder 's category;

j) Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;

k) Foreign Venture Capital Investors registered with the SEBI;

l) Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating to Trusts and who are authorized under their constitution to hold and invest in equity shares;

m) Scientific and/or Industrial Research Organizations authorized to invest in equity shares;

n) Insurance Companies registered with Insurance Regulatory and Development Authority, India;

o) Provident Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;

p) Pension Funds and Pension Funds with minimum corpus of ₹25 Crores and who are authorized under their constitution to hold and invest in equity shares;

q) National Investment Fund set up by Resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India;

r) Multilateral and bilateral development financial institution;

s) Eligible QFIs;

t) Insurance funds set up and managed by army, navy or air force of the Union of India;

u) Insurance funds set up and managed by the Department of Posts, India;

v) Any other person eligible to apply in this Issue, under the laws, rules, regulations, guidelines and policies applicable to them.

Applications not to be made by:

1. Minors (except through their Guardians)
2. Partnership firms or their nominations
3. Foreign Nationals (except NRIs)
4. Overseas Corporate Bodies

As per the existing regulations, OCBs are not eligible to participate in this Issue. The RBI has however clarified in its circular, A.P. (DIR Series) Circular No. 44, dated December 8, 2003 that OCBs which are incorporated and are not under the adverse notice of the RBI are permitted to undertake fresh investments as 138 incorporated non-resident entities in terms of Regulation 5(1) of RBI Notification No.20/2000-RB dated May 3, 2000 under FDI Scheme with the prior approval of Government if the investment is through Government Route and with the prior approval of RBI if the investment is through Automatic Route on case by case basis. OCBs may invest in this Issue provided it obtains a prior approval from the RBI. On submission of such approval along with the Bid cum Application Form, the OCB shall be eligible to be considered for share allocation.

MAXIMUM AND MINIMUM APPLICATION SIZE

1. For Retail Individual Bidders

The Application must be for a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter, so as to ensure that the Application Price payable by the Bidder does not exceed ₹ 2,00,000. In case of revision of Applications, the Retail Individual Bidders have to ensure that the Application Price does not exceed ₹ 2,00,000.

2. **For Other than Retail Individual Bidders (Non-Institutional Bidders and QIBs):**

The Application must be for a minimum of such number of Equity Shares that the Application Amount exceeds ₹2,00,000 and in multiples of [●] Equity Shares thereafter. An Application cannot be submitted for more than the Net Issue Size. However, the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Bidder cannot withdraw its Application after the Issue Closing Date and is required to pay 100% QIB Margin upon submission of Application.

In case of revision in Applications, the Non-Institutional Bidders, who are individuals, have to ensure that the Application Amount is greater than ₹ 2,00,000 for being considered for allocation in the Non-Institutional Portion.

Bidders are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Draft Red Herring Prospectus.

The above information is given for the benefit of the Bidders. The Company and the BRLMs are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.

METHOD OF BIDDING PROCESS

Our Company in consultation with the BRLM will decide the Price Band and the minimum Bid lot size for the Issue and the same shall be advertised in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Gujarat Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation at least two Working Days prior to the Bid / Issue Opening Date. The BRLM and the SCSBs shall accept Bids from the Bidders during the Bid/ Issue Period.

a) The Bid/ Issue Period shall be for a minimum of three Working Days and shall not exceed 10 Working Days. The Bid/ Issue Period maybe extended, if required, by an additional three Working Days, subject to the total Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/ Issue Period, if applicable, will be published in all editions of the English national newspaper [●], all editions of Hindi national newspaper [●] and Gujarat Edition of Regional newspaper [●] where the registered office of the company is situated, each with wide circulation and also by indicating the change on the websites of the Book Running Lead Manager.

b) During the Bid/ Issue Period, Retail Individual Bidders, should approach the BRLM or their authorized agents to register their Bids. The BRLM shall accept Bids from Anchor Investors and ASBA Bidders in Specified Cities and it shall have the right to vet the Bids during the Bid/ Issue Period in accordance with the terms of the Red Herring Prospectus. ASBA Bidders should approach the Designated Branches or the BRLM (for the Bids to be submitted in the Specified Cities) to register their Bids.

c) Each Bid cum Application Form will give the Bidder the choice to Bid for up to three optional prices (for details refer to the paragraph titled "Bids at Different Price Levels and Revision of Bids" below) within the Price Band and specify the demand (i.e., the number of Equity Shares Bid for) in each option. The price and demand options submitted by the Bidder in the Bid cum Application Form will be treated as optional demands from the Bidder and will not be cumulated. After determination of the Issue Price, the maximum number of Equity Shares Bid for by a Bidder/Applicant at or above the Issue Price will be considered for allocation/Allotment and the rest of the Bid(s), irrespective of the Bid Amount, will become automatically invalid.

d) The Bidder/ Applicant cannot Bid through another Bid cum Application Form after Bids through one Bid cum Application Form have been submitted to a BRLM or the SCSBs. Submission of a second Bid cum Application Form to either the same or to another BRLM or SCSB will be treated as multiple Bid and is liable to be rejected either before entering the Bid into the electronic bidding system, or at any point of time prior to the allocation or Allotment of Equity Shares in this Issue. However, the Bidder can revise the Bid through the Revision Form, the procedure for which is detailed under the paragraph "Buildup of the Book and Revision of Bids".

e) Except in relation to the Bids received from the Anchor Investors, the BRLM/the SCSBs will enter each Bid option into the electronic bidding system as a separate Bid and generate a Transaction Registration Slip, ("TRS"), for each price and demand option and give the same to the Bidder. Therefore, a Bidder can receive up to three TRSs for each Bid cum Application Form

f) The BRLM shall accept the Bids from the Anchor Investors during the Anchor Investor Bid/ Issue Period i.e. one working day prior to the Bid/ Issue Opening Date. Bids by QIBs under the Anchor Investor Portion and the QIB Portion shall not be considered as multiple Bids.

g) Along with the Bid cum Application Form, Anchor Investors will make payment in the manner described in –Escrow Mechanism - Terms of payment and payment into the Escrow Accounts" in the section ***"Issue Procedure"*** beginning on page no. 297 of this Draft Red Herring Prospectus.

h) Upon receipt of the Bid cum Application Form, submitted whether in physical or electronic mode, the Designated Branch of the SCSB shall verify if sufficient funds equal to the Bid Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form prior to uploading such Bids with the Stock Exchange.

i) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB shall reject such Bids and shall not upload such Bids with the Stock Exchange.

j) If sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Bid Amount mentioned in the Bid cum Application Form and will enter each Bid option into the electronic bidding system as a separate Bid and generate a TRS for each price and demand option. The TRS shall be furnished to the ASBA Bidder on request.

k) The Bid Amount shall remain blocked in the aforesaid ASBA Account until finalisation of the Basis of Allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal/failure of the Issue or until withdrawal/rejection of the Bid cum Application Form, as the case may be. Once the Basis of Allotment is finalized, the Registrar to the Issue shall send an appropriate request to the SCSB for unblocking the relevant ASBA Accounts and for transferring the amount allocable to the successful Bidders to the Public Issue Account. In case of withdrawal/failure of the Issue, the blocked amount shall be unblocked on receipt of such information from the Registrar to the Issue.

BIDS AT DIFFERENT PRICE LEVELS AND REVISION OF BIDS

a. Our Company in consultation with the BRLM, and without the prior approval of, or intimation, to the Bidders, reserves the right to revise the Price Band during the Bid/ Issue Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side i.e., the floor price can move up or down to the extent of 20% of the floor price disclosed. If the revised price band decided, falls within two different price bands than the minimum application lot size shall be decided based on the price band in which the higher price falls into.

b. Our Company in consultation with the BRLM, will finalize the Issue Price within the Price Band, without the prior approval of, or intimation, to the Bidders.

c. The Bidders can Bid at any price within the Price Band. The Bidder has to Bid for the desired number of Equity Shares at a specific price. Retail Individual Bidders may Bid at the Cut-off Price. However, bidding at the Cut-off Price is prohibited for QIB and Non-Institutional Bidders and such Bids from QIB and Non-Institutional Bidders shall be rejected.

d. Retail Individual Bidders, who Bid at Cut-off Price agree that they shall purchase the Equity Shares at any price within the Price Band. Retail Individual Bidders shall submit the Bid cum Application Form along with a cheque/demand draft for the Bid Amount based on the Cap Price with the Syndicate. In case of ASBA Bidders (excluding Non-Institutional Bidders and QIB Bidders) bidding at Cut-off Price, the ASBA Bidders shall instruct the SCSBs to block an amount based on the Cap Price.

e. The price of the specified securities offered to an anchor investor shall not be lower than the price offered to other Bidders.

Participation by Associates /Affiliates of BRLM and the Syndicate Members

The BRLM and the Syndicate Members, if any, shall not be allowed to purchase in this Issue in any manner, except towards fulfilling their underwriting obligations. However, the associates and affiliates of the BRLM and the Syndicate Members, if any, may subscribe the Equity Shares in the Issue, either in the QIB Category or in the Non-Institutional Category as may be applicable to such Bidders, where the allocation is on a proportionate basis and such subscription may be on their own account or on behalf of their clients.

Neither the BRLM nor any persons related to the BRLM (other than Mutual Funds sponsored by entities related to the BRLM), Promoters and Promoter Group can apply in the Issue under the Anchor Investor Portion.

Option to Subscribe in the Issue

a. As per Section 29(1) of the Companies Act 2013, allotment of Equity Shares shall be made in dematerialized form only. Investors will not have the option of getting allotment of specified securities in physical form.

b. The Equity Shares, on allotment, shall be traded on the Stock Exchange in demat segment only.

c. A single application from any investor shall not exceed the investment limit/minimum number of Equity Shares that can be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

Information for the Bidders:

1. Our Company and the Book Running Lead Manager shall declare the Issue Opening Date and Issue Closing Date in the Red Herring Prospectus to be registered with the RoC and also publish the same in two national newspapers (one each in English and Hindi) and in a regional newspaper with wide circulation. This advertisement shall be in prescribed format.
2. Our Company will file the Red Herring Prospectus with the RoC at least 3 (three) working days before the Issue Opening Date.
3. Copies of the Bid Cum Application Form along with Abridge Prospectus and copies of the Red Herring Prospectus will be available with the, the Book Running Lead Manager, the Registrar to the Issue, and at the Registered Office of our Company. Electronic Bid Cum Application Forms will also be available on the websites of the Stock Exchange.
4. Any Bidder who would like to obtain the Red Herring Prospectus/ Prospectus and/ or the Bid Cum Application Form can obtain the same from our Registered Office.
5. Bidders who are interested in subscribing for the Equity Shares should approach Designated Intermediaries to register their applications.
6. Bid Cum Application Forms submitted directly to the SCSBs should bear the stamp of the SCSBs and/or the Designated Branch, or the respective Designated Intermediaries. Bid Cum Application Form submitted by Bidders whose beneficiary account is inactive shall be rejected.
7. The Bid Cum Application Form can be submitted either in physical or electronic mode, to the SCSBs with whom the ASBA Account is maintained, or other Designated Intermediaries (Other than SCSBs). SCSBs may provide the electronic mode of collecting either through an internet enabled collecting and banking facility or such other secured, electronically enabled mechanism for applying and blocking funds in the ASBA Account. The Retail Individual Bidders has to apply only through UPI Channel, they have to provide the UPI ID and validate the blocking of the funds and such Bid Cum Application Forms that do not contain such details are liable to be rejected.
8. Bidders applying directly through the SCSBs should ensure that the Bid Cum Application Form is submitted to a Designated Branch of SCSB, where the ASBA Account is maintained. Applications submitted directly to the SCSB's or other Designated Intermediaries (Other than SCSBs), the relevant SCSB, shall block an amount in the ASBA Account equal to the Application Amount specified in the Bid Cum Application Form, before entering the ASBA application into the electronic system.
9. Except for applications by or on behalf of the Central or State Government and the Officials appointed by the courts and by investors residing in the State of Sikkim, the Bidders, or in the case of application in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/her PAN allotted under the Income Tax Act. In accordance with the SEBI Regulations, the PAN would be the sole identification number for participating transacting in the securities market, irrespective of the amount of transaction. Any Bid Cum Application Form without PAN is liable to be rejected. The demat accounts of Bidders for whom PAN details have not been verified, excluding person resident in the State of Sikkim or persons who may be exempted from specifying their PAN for transacting in the securities market, shall be "suspended for credit" and no credit of Equity Shares pursuant to the Issue will be made into the accounts of such Bidders.
10. The Bidders may note that in case the PAN, the DP ID and Client ID mentioned in the Bid Cum Application Form and entered into the electronic collecting system of the Stock Exchange Designated Intermediaries do not match with PAN, the DP ID and Client ID available in the Depository database, the Bid Cum Application Form is liable to be rejected.

BIDS BY ANCHOR INVESTORS:

Our Company in consultation with the BRLM, may consider participation by Anchor Investors in the Issue for up to 60% of the QIB Portion in accordance with the SEBI Regulations. Only QIBs as defined in Regulation 2(1)(ss) of the SEBI Regulations and not otherwise excluded pursuant to Schedule XIII of the SEBI Regulations are eligible to invest. The QIB

Portion will be reduced in proportion to allocation under the Anchor Investor Portion. In the event of under subscription in the Anchor Investor Portion, the balance Equity Shares will be added to the QIB Portion. In accordance with the SEBI Regulations, the key terms for participation in the Anchor Investor Portion are provided below.

1) Anchor Investor Bid cum Application Forms will be made available for the Anchor Investors at the offices of the BRLM.

2) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount is at least ₹200.00 lakhs. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of a Mutual Fund will be aggregated to determine the minimum application size of ₹200.00 lakhs.

3) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.

4) Bidding for Anchor Investors will open one Working Day before the Bid/ Issue Opening Date and be completed on the same day.

5) Our Company in consultation with the BRLM, will finalize allocation to the Anchor Investors on a discretionary basis, provided that the minimum and maximum number of Allottees in the Anchor Investor Portion will be, as mentioned below:

•where allocation in the Anchor Investor Portion is up to ₹ 200.00 Lakhs, maximum of 2 (two) Anchor Investors.

•where the allocation under the Anchor Investor Portion is more than ₹ 200.00 Lakhs but upto ₹ 2500.00 Lakhs, minimum of 2 (two) and maximum of 15 (fifteen) Anchor Investors, subject to a minimum Allotment of ₹ 100.00 Lakhs per Anchor Investor; and

•where the allocation under the Anchor Investor portion is more than ₹ 2500.00 Lakhs: (i)minimum of 5 (five) and maximum of 15 (fifteen) Anchor Investors for allocation upto ₹ 2500.00 Lakhs; and (ii) an additional 10 Anchor Investors for every additional allocation of ₹ 2500.00 Lakhs or part thereof in the Anchor Investor Portion; subject to a minimum Allotment of ₹ 100.00 Lakhs per Anchor Investor.

6) Allocation to Anchor Investors will be completed on the Anchor Investor Bid/ Issue Period. The number of Equity Shares allocated to Anchor Investors and the price at which the allocation is made will be made available in the public domain by the BRLM before the Bid/Issue Opening Date, through intimation to the Stock Exchange.

7) Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.

8) If the Issue Price is greater than the Anchor Investor Allocation Price, the additional amount being the difference between the Issue Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors within 2 (two) Working Days from the Bid/ Issue Closing Date. If the Issue Price is lower than the Anchor Investor Allocation Price, Allotment to successful Anchor Investors will be at the higher price, i.e., the Anchor Investor Issue Price.

9) At the end of each day of the bidding period, the demand including allocation made to anchor investors, shall be shown graphically on the bidding terminals of syndicate members and website of stock exchange offering electronically linked transparent bidding facility, for information of public.

10) 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 90 days from the date of Allotment, while the remaining 50% of the Equity Shares Allotted to Anchor Investors in the Anchor Investor Portion shall be locked in for a period of 30 days from the date of Allotment.

11) The BRLM, our Promoters, Promoter Group or any person related to them (except for Mutual Funds sponsored by entities related to the BRLM) will not participate in the Anchor Investor Portion. The parameters for selection of Anchor Investors will be clearly identified by the BRLM and made available as part of the records of the BRLM for inspection by SEBI.

12) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

13) Anchor Investors are not permitted to Bid in the Issue through the ASBA process.

BIDS BY ELIGIBLE NRI'S:

Eligible NRIs may obtain copies of Bid cum Application Form from the offices of the BRLM and the Designated Intermediaries. Eligible NRI Bidders bidding on a repatriation basis by using the Non- Resident Forms should authorize their SCSB to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") ASBA Accounts, and eligible NRI Bidders bidding on a non-repatriation basis by using Resident Forms should authorize their SCSB to block their Non- Resident Ordinary ("NRO") accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form.

Eligible NRIs bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents (white in colour).

Eligible NRIs bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents (blue in colour).

BIDS BY FPI INCLUDING FII'S:

In terms of the SEBI FPI Regulations, any qualified foreign investor or FII who holds a valid certificate of registration from SEBI shall be deemed to be an FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. An FII or a sub-account may participate in this Issue, in accordance with Schedule 2 of the FEMA Regulations, until the expiry of its registration with SEBI as an FII or a sub-account. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In case of Bids made by FPIs, a certified copy of the certificate of registration issued by the designated depository participant under the FPI Regulations is required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid without assigning any reason. An FII or subaccount may, subject to payment of conversion fees under the SEBI FPI Regulations, participate in the Issue, until the expiry of its registration as a FII or sub-account, or until it obtains a certificate of registration as FPI, whichever is earlier. Further, in case of Bids made by SEBI-registered FIIs or sub-accounts, which are not registered as FPIs, a certified copy of the certificate of registration as an FII issued by SEBI is required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid without assigning any reason.

In terms of the SEBI FPI Regulations, the Issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10% of our post-Issue Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of our Company. The aggregate limit of 24% may be increased up to the sectorial cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the Shareholders of our Company and subject to prior intimation to RBI. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included. The existing individual and aggregate investment limits an FII or sub account in our Company is 10% and 24% of the total paid-up Equity Share capital of our Company, respectively.

FPIs are permitted to participate in the Issue subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the SEBI FPI Regulations, an FPI, other than Category III foreign portfolio and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by an FPI against securities held by it that are listed or proposed to be listed on any recognized stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivative instruments are issued after compliance with know your client norms. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriate foreign regulatory authority.

FPIs who wish to participate in the Issue are advised to use the Bid cum Application Form for Non- Residents (blue in colour).

BIDS BY SEBI REGISTERED VCF'S, AIF'S AND FVCI'S:

The SEBI FVCI Regulations and the SEBI AIF Regulations inter-alia prescribe the investment restrictions on the VCFs, FVCIs and AIFs registered with SEBI. Further, the SEBI AIF Regulations prescribe, among others, the investment restrictions on AIF's.

The holding by any individual VCF registered with SEBI in one venture capital undertaking should not exceed 25% of the corpus of the VCF. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds by way of subscription to an initial public offering.

The category I and II AIFs cannot invest more than 25% of the corpus in one Investee Company. A category III AIF cannot invest more than 10% of the corpus in one Investee Company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3rd of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulation until the existing fund or scheme managed by the fund is wound up and such funds shall not launch any new scheme after the notification of the SEBI AIF Regulations.

All FIIs and FVCIs should note that refunds, dividends and other distributions, if any, will be payable in Indian Rupees only and net of Bank charges and commission.

Our Company or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Bidders will be treated on the same basis with other categories for the purpose of allocation.

BIDS BY HUFS

Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the Application is being made in the name of the HUF in the Bid cum Application Form as follows: "Name of sole or first Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Bid cum Applications by HUFs may be considered at par with Bid cum Applications from individuals.

BIDS BY MUTUAL FUNDS:

No Mutual Fund scheme shall invest more than 10% of its net asset value in equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in index funds or sector or industry specific funds. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

With respect to Bids by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid cum Application in whole or in part, in either case, without assigning any reason thereof.

In case of a mutual fund, a separate Bid cum Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not be treated as multiple applications provided that the Bids clearly indicate the scheme concerned for which the Bids has been made.

The Bids made by the asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Applications are made.

BIDS BY SYSTEMATICALLY IMPORTANT NON-BANKING FINANCIAL COMPANIES

In case of Applications made by Systemically Important Non-Banking Financial Companies, a certified copy of the certificate of registration issued by the RBI, a certified copy of its last audited financial statements on a standalone basis and a net worth certificate from its statutory auditor(s), must be attached to the Bid cum Application Form. Failing this, our Company reserve the right to reject any Application, without assigning any reason thereof. Systemically Important Non-Banking Financial Companies participating in the Issue shall comply with all applicable legislations, regulations, directions, guidelines and circulars issued by RBI from time to time.

BIDS BY LIMITED LIABILITY PARTNERSHIPS:

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any bid without assigning any reason thereof. Limited liability partnerships can participate in the Issue only through the ASBA process.

BIDS BY INSURANCE COMPANIES:

In case of Bids made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any Bid by Insurance Companies without assigning any reason thereof. The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended, are broadly set forth below:

1) equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;

2) the entire group of the investee company: not more than 15% of the respective fund in case of a life insurer or 15% of investment assets in case of a general insurer or reinsurer or 15% of the investment assets in all companies belonging to the group, whichever is lower; and

3) the industry sector in which the investee company belong to: not more than 15% of the fund of a life insurer or a general insurer or a reinsurer or 15% of the investment asset, whichever is lower. The maximum exposure limit, in the case of an investment in equity shares, cannot exceed the lower of an amount of 10% of the investment assets of a life insurer or general insurer and the amount calculated under (1), (2) and (3) above, as the case may be. Insurance companies participating in this Issue shall comply with all applicable regulations, guidelines and circulars issued by IRDAI from time to time.

BIDS UNDER POWER OF ATTORNEY:

In case of Bids made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, FIIs, Mutual Funds, insurance companies and provident funds with a minimum corpus of ₹ 2500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹2500 Lakhs, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid in whole or in part, in either case, without assigning any reasons thereof. In addition to the above, certain additional documents are required to be submitted by the following entities:

a) With respect to Bids by FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Bid cum Application Form.

b) With respect to Bids by insurance companies registered with the Insurance Regulatory and Development Authority, in addition to the above, a certified copy of the certificate of registration issued by the Insurance Regulatory and Development Authority must be lodged along with the Bid cum Application Form.

c) With respect to Bids made by provident funds with a minimum corpus of ₹ 2500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹ 2500 Lakhs, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be lodged along with the Bid cum Application Form.

d) With respect to Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form

e) Our Company in consultation with the BRLM in their absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Bid cum Application form, subject to such terms and conditions that our Company and the BRLM may deem fit.

The above information is given for the benefit of the Bidders. Our Company, the BRLM and the Syndicate Members are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and Bidders are advised to ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Draft Red Herring Prospectus.

BIDS BY PROVIDENT FUNDS / PENSION FUNDS:

In case of Bids made by provident funds with minimum corpus of ₹ 25 Crore (subject to applicable law) and pension funds with minimum corpus of ₹ 25 Crore, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be lodged along with the Bid cum Application Form. Failing this, the Company reserves the right to accept or reject any bid in whole or in part, in either case, without assigning any reason thereof.

BIDS BY BANKING COMPANY: In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid by a banking company without assigning any reason.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended (the "Banking Regulation Act"), and the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, is 10% of the paid-up share capital of the investee company not being its subsidiary engaged in non-financial services

or 10% of the banks' own paid-up share capital and reserves, whichever is lower. However, a banking company would be permitted to invest in excess of 10% but not exceeding 30% of the paid-up share capital of such investee company if (i) the investee company is engaged in non-financial activities permitted for banks in terms of Section 6(1) of the Banking Regulation Act, or (ii) the additional acquisition is through restructuring of debt / corporate debt restructuring / strategic debt restructuring, or to protect the banks' interest on loans / investments made to a company. The bank is required to submit a time bound action plan for disposal of such shares within a specified period to RBI. A banking company would require a prior approval of RBI to make (i) investment in a subsidiary and a financial services company that is not a subsidiary (with certain exception prescribed), and (ii) investment in a nonfinancial services company in excess of 10% of such investee company's paid-up share capital as stated in 5(a)(v)(c)(i) of the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016.

BIDS BY SCSB'S:

SCSBs participating in the Issue are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making Bid cum Applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making Bid cum application in public issues and clear demarcated funds should be available in such account for such Bid cum applications.

ISSUANCE OF ACONFIRMATION NOTE ("CAN") AND ALLOTMENT IN THE ISSUE:

1. Upon approval of the basis of allotment by the Designated Stock Exchange, the BRLM or Registrar to the Issue shall send to the SCSBs a list of their Bidders who have been allocated Equity Shares in the Issue.
2. The Registrar will then dispatch a CAN to their Bidders who have been allocated Equity Shares in the Issue. The dispatch of a CAN shall be deemed a valid, binding and irrevocable contract for the Bidder.

Issue Procedure for Application Supported by Blocked Account (ASBA) Bidders

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Bidders have to compulsorily apply through the ASBA Process. Our Company and the Book Running Lead Manager are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. ASBA Bidders are advised to make their independent investigations and to ensure that the ASBA Bid Cum Application Form is correctly filled up, as described in this section.

The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes. For details on designated branches of SCSB collecting the Bid Cum Application Form, please refer the above-mentioned SEBI link.

Terms of payment

The entire Issue price of ₹ [●] per share is payable on application. In case of allotment of lesser number of Equity Shares than the number applied, the Registrar shall instruct the SCSBs to unblock the excess amount paid on Application to the Bidders. SCSBs will transfer the amount as per the instruction of the Registrar to the Public Issue Account, the balance amount after transfer will be unblocked by the SCSBs.

The Bidders should note that the arrangement with Bankers to the Issue or the Registrar is not prescribed by SEBI and has been established as an arrangement between our Company, Banker to the Issue and the Registrar to the Issue to facilitate collections from the Bidders.

Payment mechanism

The Bidders shall specify the bank account number in their Bid Cum Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Bid Cum Application Form. The SCSB shall keep the Application Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructions from the Registrar to unblock the Application Amount. However, Non-Retail Bidders shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Bid Cum Application Form or for unsuccessful Bid Cum Application Forms, the Registrar to the Issue shall give instructions to the SCSBs to unblock the application money in the relevant bank account within one day of receipt of such instruction. The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Issue and consequent transfer of the Application Amount to the Public Issue Account, or until withdrawal/ failure of the Issue or until rejection of the Application by the ASBA Bidder, as the case may be.

Please note that, in terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, all the investors applying in a public Issue shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self-Certified Syndicate Banks (SCSBs) for the same. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018, Retail Individual Investors applying in public Issue have to use UPI as a payment mechanism with Application Supported by Blocked Amount for making application.

Payment into Escrow Account for Anchor Investors

All the investors other than Anchor Investors are required to bid through ASBA Mode. Anchor Investors are requested to note the following:

Our Company in consultation with the Book Running Lead Manager, in its absolute discretion, will decide the list of Anchor Investors to whom the CAN will be sent, pursuant to which the details of the Equity Shares allocated to them in their respective names will be notified to such Anchor Investors. For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

a. In case of resident Anchor Investors: **"SRG NARROW FAB LIMITED– ANCHOR ACCOUNT- R"**

b. In case of Non-Resident Anchor Investors: **"SRG NARROW LIMITED– ANCHOR ACCOUNT- NR"**

Bidders should note that the escrow mechanism is not prescribed by SEBI and has been established as an arrangement between our Company, the Syndicate, the Escrow Collection Bank and the Registrar to the Issue to facilitate collections from the Anchor Investors.

Electronic Registration of Applications

1. The Designated Intermediaries will register the applications using the on-line facilities of the Stock Exchange.
2. The Designated Intermediaries will undertake modification of selected fields in the application details already uploaded before 5.00 p.m. of the Issue Closing Date.
3. The Designated Intermediaries shall be responsible for any acts, mistakes or errors or omissions and commissions in relation to,
    a) the applications accepted by them
    b) the applications uploaded by them
    c) the applications accepted but not uploaded by them or
    d) With respect to applications by Bidders, applications accepted and uploaded by any Designated Intermediary other than SCSBs, the Bid Cum Application Form along with relevant schedules shall be sent to the SCSBs or the Designated Branch of the relevant SCSBs for blocking of funds and they will be responsible for blocking the necessary amounts in the ASBA Accounts. In case of Application accepted and uploaded by SCSBs, the SCSBs or the Designated Branch of the relevant SCSBs will be responsible for blocking the necessary amounts in the ASBA Accounts.
4. Neither the Book Running Lead Manager nor our Company nor the Registrar to the Issue, shall be responsible for any acts, mistakes or errors or omission and commissions in relation to,
    (i) The applications accepted by any Designated Intermediaries
    (ii) The applications uploaded by any Designated Intermediaries or
    (iii) The applications accepted but not uploaded by any Designated Intermediaries.
5. The Stock Exchange will offer an electronic facility for registering applications for the Issue. This facility will available at the terminals of Designated Intermediaries and their authorized agents during the Issue Period. The Designated Branches or agents of Designated Intermediaries can also set up facilities for off-line electronic registration of applications subject to the condition that they will subsequently upload the off-line data file into the online facilities on a regular basis. On the Issue Closing Date, the Designated Intermediaries shall upload the applications till such time as may be permitted by the Stock Exchange. This information will be available with the Book Running Lead Manager on a regular basis.
6. With respect to applications by Bidders, at the time of registering such applications, the Syndicate Bakers, DPs and RTAs shall forward a Schedule as per format given below along with the Bid Cum Application Forms to Designated Branches of the SCSBs for blocking of funds:

S. No.	Details*
1.	Symbol
2.	Intermediary Code
3.	Location Code
4.	Application No.
5.	Category
6.	PAN
7.	DP ID
8.	Client ID
9.	Quantity
10.	Amount

*Stock Exchanges shall uniformly prescribe character length for each of the above-mentioned fields

7. With respect to applications by Bidders, at the time of registering such applications, the Designated Intermediaries shall enter the following information pertaining to the Bidders into in the on-line system:

- Name of the Bidder;
- IPO Name:
- Bid Cum Application Form Number;
- Investor Category;
- PAN (of First Bidder, if more than one Bidder);
- DP ID of the demat account of the Bidder;
- Client Identification Number of the demat account of the Bidder;
- Number of Equity Shares Applied for;
- Bank Account details;
- Locations of the Banker to the Issue or Designated Branch, as applicable, and bank code of the SCSB branch where the ASBA Account is maintained; and
- Bank account number.

8. In case of submission of the Application by a Bidder through the Electronic Mode, the Bidder shall complete the abovementioned details and mention the bank account number, except the Electronic ASBA Bid Cum Application Form number which shall be system generated.

9. The aforesaid Designated Intermediaries shall, at the time of receipt of application, give an acknowledgment to the investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form in physical as well as electronic mode. The registration of the Application by the Designated Intermediaries does not guarantee that the Equity Shares shall be allocated/ allotted either by our Company.

10. Such acknowledgment will be non-negotiable and by itself will not create any obligation of any kind.

11. In case of Non-Retail Bidders and Retail Individual Bidders, applications would not be rejected except on the technical grounds as mentioned in the Draft Red Herring Prospectus. The Designated Intermediaries shall have no right to reject applications, except on technical grounds.

12. The permission given by the Stock Exchanges to use their network and software of the Online IPO system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company and/or the Book Running Lead Manager are cleared or approved by the Stock Exchanges; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our company; our Promoter, our management or any scheme or project of our Company; nor does it in any manner warrant, certify or

endorse the correctness or completeness of any of the contents of this Draft Red Herring Prospectus, nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges.

13. The Designated Intermediaries will be given time till 5.00 P.M. on the Bid/Issue Closing Date to verify the DP ID and Client ID uploaded in the online IPO system during the Issue Period, after which the Registrar to the Issue will receive this data from the Stock Exchange and will validate the electronic application details with Depository's records. In case no corresponding record is available with Depositories, which matches the three parameters, namely DP ID, Client ID and PAN, then such applications are liable to be rejected.

14. The SCSBs shall be given one day after the Bid/Issue Closing Date to send confirmation of Funds blocked (Final certificate) to the Registrar to the Issue.

15. The details uploaded in the online IPO system shall be considered as final and Allotment will be based on such details for applications.

Build of the Book

a) Bids received from various Bidders through the Designated Intermediaries may be electronically uploaded on the Bidding Platform of the Stock Exchange on a regular basis. The book gets built up at various price levels. This information may be available with the BRLM at the end of the Bid/ Issue Period.

b) Based on the aggregate demand and price for Bids registered on the Stock Exchange Platform, a graphical representation of consolidated demand and price as available on the websites of the Stock Exchange may be made available at the Bidding centres during the Bid/ Issue Period.

Withdrawal of Bids

a) RIIs can withdraw their Bids until Bid/ Issue Closing Date. In case a RII wishes to withdraw the Bid during the Bid/ Issue Period, the same can be done by submitting a request for the same to the concerned Designated Intermediary who shall do the requisite, including unblocking of the funds by the SCSB in the ASBA Account.

b) The Registrar to the Issue shall give instruction to the SCSB for unblocking the ASBA Account on the Designated Date. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

Price Discovery and Allocation

a) Based on the demand generated at various price levels, our Company in consultation with the BRLM, shall finalise the Issue Price and the Anchor Investor Issue Price.

b) The SEBI ICDR Regulations, 2018 specify the allocation or Allotment that may be made to various categories of Bidders in an Issue depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Issue size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP. For details in relation to allocation, the Bidder may refer to the RHP.

c) Under-subscription in any category (except QIB Category) is allowed to be met with spillover from any other category or combination of categories at the discretion of the Issuer and the in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations. Unsubscribed portion in QIB Category is not available for subscription to other categories.

d) In case of under subscription in the Issue, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Issue. For allocation in the event of an under subscription applicable to the Issuer, Bidders may refer to the RHP.

e) In case if the Retail Individual Investor category is entitled to more than the allocated portion on proportionate basis, the category shall be allotted that higher percentage.

f) Allocation to Anchor Investors shall be at the discretion of our Company and in consultation with the BRLM, subject to compliance with the SEBI Regulations.

Illustration of the Book Building and Price Discovery Process: Bidders should note that this example is solely for illustrative purposes and is not specific to the Issue; it also excludes Bidding by Anchor Investors. Bidders can bid at any price within the Price Band. For instance, assume a Price Band of ₹20 to ₹ 24 per share, Issue size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Issuer at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%

1000	23	1,500	50.00%
1500	22	3,000	100.00%
2000	21	5,000	166.67%
2500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to Issue the desired number of Equity Shares is the price at which the book cuts off, i.e., ₹ 22.00 in the above example. The Issuer, in consultation with the BRLM, may finalise the Issue Price at or below such Cut-Off Price, i.e., at or below ₹ 22.00. All Bids at or above this Issue Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

Signing of Underwriting Agreement and Filing of Red Herring Prospectus/Prospectus with ROC

a) Our Company has entered into an Underwriting Agreement dated [●]

b) A copy of Red Herring Prospectus/ Prospectus will be filed with the ROC in terms of Section 32 of Companies Act, 2013 and Section 26 of Companies Act, 2013.

Pre-Issue Advertisement

Subject to Section 30 of the Companies Act 2013, our Company shall, after registering the Draft Red Herring Prospectus with the ROC, publish a pre-Issue advertisement, in the form prescribed by the SEBI Regulations, in (i) English National Newspaper; (ii) Hindi National Newspaper and (iii) Regional Newspaper each with wide circulation. In the pre-Issue advertisement, we shall state the Bid Opening Date and the Bid/Issue Closing Date and the floor price or price band along with necessary details subject to regulation 250 of SEBI ICRD Regulations. This advertisement, subject to the provisions of section 30 of the Companies Act, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI Regulations.

ADVERTISEMENT REGARDING ISSUE PRICE AND PROSPECTUS:

Our Company will issue a statutory advertisement after the filing of the Prospectus with the RoC. This advertisement, in addition to the information that has to be set out in the statutory advertisement, shall indicate the final derived Issue Price. Any material updates between the date of the Red Herring Prospectus and the date of Prospectus will be included in such statutory advertisement.

GENERAL INSTRUCTIONS:

Please note that the NIIs are not permitted to withdraw their bids or lower the size of Bids in terms of quantity of Equity Shares or Bid Amount) at any stage. Retail Individual Investor can revise their Bids during the Bid/Issue period and withdraw their Bids until Bid/issue Closing date.

Anchor investors are not allowed to withdraw their Bids after Anchor Investors bidding date.

Do's:

1. Check if you are eligible to apply as per the terms of the Draft Red Herring Prospectus and under applicable law, rules, regulations, guidelines and approvals;
2. Ensure that you have Bid within the Price Band;
3. Read all the instructions carefully and complete the Bid cum Application Form in the prescribed form;
4. Ensure that the details about the PAN, DP ID, Client ID, UPI ID are correct and the Bidders depository account is active, as Allotment of the Equity Shares will be in the dematerialized form only;
5. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre;
6. If the first Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;
7. In case of Joint bids, ensure the first bidder is the ASBA Account holder (or the UPI linked bank account holder, as the case may be) and the signature of the first bidder is included in the Bid cum Application Form;
8. QIBs, Non-Institutional Bidders and the Retail Bidders should submit their Bids through the ASBA process only. However, pursuant to SEBI circular dated November 01, 2018, RII may submit their bid by using UPI mechanism for payment.
9. Ensure that the name(s) given in the Bid cum Application Form is/are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form

should contain only the name of the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names;

10. Ensure that you request for and receive a stamped acknowledgement of the Bid cum Application Form for all your Bid options;

11. Ensure that you have funds equal to the Bid Amount in the Bank Account maintained with the SCSB before submitting the Bid cum Application Form under the ASBA process or application forms submitted by RIIs using UPI mechanism for payment, to the respective member of the Syndicate (in the Specified Locations), the SCSBs, the Registered Broker (at the Broker Centers), the RTA (at the Designated RTA Locations) or CDP (at the Designated CDP Locations);

12. Submit revised Bids to the same Designated Intermediary, through whom the original Bid was placed and obtain a revised acknowledgment;

13. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of a SEBI circular dated June 30, 2008, may be exempt from specifying their PAN for transacting in the securities market, and (ii) Bids by persons resident in the state of Sikkim, who, in terms of a SEBI circular dated July 20, 2006, may be exempted from specifying their PAN for transacting in the securities market, all Bidders should mention their PAN allotted under the IT Act. The exemption for the Central or the State Government and officials appointed by the courts and for investors residing in the State of Sikkim is subject to (a) the Demographic Details received from the respective depositories confirming the exemption granted to the beneficiary owner by a suitable description in the PAN field and the beneficiary account remaining "active status"; and (b) in the case of residents of Sikkim, the address as per the Demographic Details evidencing the same. All other applications in which PAN is not mentioned will be rejected;

14. Ensure that the Demographic Details are updated, true and correct in all respects;

15. Ensure that the signature of the First Bidder in case of joint Bids, is included in the Bid cum Application Forms;

16. Ensure that thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India are attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal;

17. Ensure that the category and the investor status is indicated;

18. Ensure that in case of Bids under power of attorney or by limited companies, corporate, trust etc., relevant documents are submitted;

19. Ensure that Bids submitted by any person outside India should be in compliance with applicable foreign and Indian laws;

20. Bidders should note that in case the DP ID, Client ID and the PAN mentioned in their Bid cum Application Form and entered into the online IPO system of the Stock Exchange by the relevant Designated Intermediary, as the case may be, do not match with the DP ID, Client ID and PAN available in the Depository database, then such Bids are liable to be rejected. Where the Bid cum Application Form is submitted in joint names, ensure that the beneficiary account is also held in the same joint names and such names are in the same sequence in which they appear in the Bid cum Application Form;

21. Ensure that the Bid cum Application Forms are delivered by the Bidders within the time prescribed as per the Bid cum Application Form and the Red Herring Prospectus;

22. Ensure that you have mentioned the correct ASBA Account number or UPI ID in the Bid cum Application Form;

23. Ensure that you have mentioned the details of your own bank account for blocking of fund or your own bank account linked UPI ID to make application in the Public Issue;

24. Ensure that on receipt of the mandate request from sponsor bank, you have taken necessary step in timely manner for blocking of fund on your account through UPI ID using UPI application;

25. Ensure that you have correctly signed the authorization / undertaking box in the Bid cum Application Form, or have otherwise provided an authorization to the SCSB via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form at the time of submission of the Bid;

26. Ensure that you receive an acknowledgement from the concerned Designated Intermediary, for the submission of your Bid cum Application Form; and

27. The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Don'ts:

1. Do not Bid for lower than the minimum Bid size;
2. Do not Bid / revise Bid Amount to less than the Floor Price or higher than the Cap Price;
3. Do not pay the Bid Amount in cash, by money order, cheques or demand drafts or by postal order or by stock invest;
4. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;
5. Do not submit the Bid cum Application Forms to any non-SCSB bank or our Company;
6. Do not Bid on a Bid cum Application Form that does not have the stamp of the relevant Designated Intermediary;
7. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);
8. Do not instruct your respective Banks to release the funds blocked in the ASBA Account under the ASBA process;
9. Do not Bid for a Bid Amount exceed ₹ 2,00,000/- (for Applications by Retail Individual Bidders);
10. Do not fill up the Bid cum Application Form such that the Equity Shares Application exceeds the Issue size and / or investment limit or maximum number of the Equity Shares that can be held under the applicable laws or regulations or maximum amount permissible under the applicable regulations or under the terms of the Red Herring Prospectus;
11. Do not submit the General Index Register number instead of the PAN;
12. Do not submit the Bid without ensuring that funds equivalent to the entire Bid Amount are blocked in the relevant ASBA Account;
13. Do not submit Bids on plain paper or on incomplete or illegible Bid cum Application Forms or on Bid cum Application Forms in a colour prescribed for another category of Bidder;
14. Do not submit a Bid in case you are not eligible to acquire Equity Shares under applicable law or your relevant constitutional documents or otherwise;
15. Do not Bid if you are not competent to contract under the Indian Contract Act, 1872 (other than minors having valid depository accounts as per Demographic Details provided by the depository);
16. Do not submit a Bid by using details of the third party's bank account or UPI ID which is linked with bank account of the third party. Kindly note that Bids made using third party bank account or using third party linked bank account UPI ID are liable for rejection.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Other instructions for the Bidders

Joint Bids

In the case of Joint Bids, the Bids should be made in the name of the Bidders whose name appears first in the Depository account. The name so entered should be the same as it appears in the Depository records. The signature of only such first Bidders would be required in the Bid cum Application Form/ Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. All payments may be made out in favour of the Bidder whose name appears in the Bid cum Application Form or the Revision Form and all communications may be addressed to such Bidder and may be dispatched to his or her address as per the Demographic Details received from the Depositories.

Multiple Bids

Bidder should submit only one Bid cum Application Form. Bidder shall have the option to make a maximum of Bids at three different price levels in the Bid cum Application Form and such options are not considered as multiple Bids. Submission of a second Bid cum Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker and duplicate copies of Bid\ cum Application Forms bearing the same application number shall be treated as multiple Bids and are liable to be rejected.

Investor Grievance

In case of any pre-issue or post issue related problems regarding demat credit/ refund orders/ unblocking etc. the Investors can contact the Compliance Officer of our Company.

Nomination Facility to Bidders

Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders should inform their respective DP.

Submission of Bids

a) During the Bid/Issue Period, Bidders may approach any of the Designated Intermediaries to register their Bids.

b) In case of Bidders (excluding NIIs and QIBs) Bidding at cut-off price, the Bidders may instruct the SCSBs to block Bid Amount based on the Cap Price less Discount (if applicable).

c) For details of the timing on acceptance and upload of Bids in the Stock Exchange platform Bidders are requested to refer to the DRHP.

GROUNDS OF TECHNICAL REJECTIONS

Bidders are advised to note that Bids are liable to be rejected inter alia on the following technical grounds:

- Amount blocked does not tally with the amount payable for the Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names of the individual partners and no firm as such shall be entitled to apply;
- Bid by persons not competent to contract under the Indian Contract Act, 1872 including minors, insane persons;
- PAN not mentioned in the Bid cum Application Form;
- Bids at a price less than the Floor Price and Bids at a price more than the Cap Price;
- GIR number furnished instead of PAN;
- Bid for lower number of Equity Shares than specified for that category of investors;
- Bids at Cut-off Price by NIIs and QIBs;
- Bids for number of Equity Shares which are not in multiples Equity Shares which are not in multiples as specified in the DRHP;
- The amounts mentioned in the Bid cum Application Form/Application Form does not tally with the amount payable for the value of the Equity Shares Bid/Applied for;
- Bids for lower number of Equity Shares than the minimum specified for that category of investors; [•] Category not ticked;
- Multiple Bids as defined in the DRHP;
- In case of Bids under power of attorney or by limited companies, corporate, trust etc., where relevant documents are not submitted;
- Bid accompanied by Stock invest/ money order/ postal order/ cash/ cheque/ demand draft/ pay order;
- Signature of sole Bidder is missing;
- Bid cum Application Forms not delivered by the Bidder within the time prescribed as per the Bid cum Application Forms, Bid/Issue Opening Date advertisement and the DRHP and as per the instructions in the DRHP and the Bid cum Application Forms;
- In case no corresponding record is available with the Depositories that matches three parameters namely, names of the Bidders (including the order of names of joint holders), the Depository Participant's identity (DP ID) and the beneficiary's account number;
- Bids for amounts greater than the maximum permissible amounts prescribed by the regulations;
- Bid by OCBs;

- Bids by US persons other than in reliance on Regulation S or "qualified institutional buyers" as defined in Rule 144A under the Securities Act;

- Inadequate funds in the bank account to block the Bid Amount specified in the Bid cum Application Form/Application Form at the time of blocking such Bid Amount in the bank account;

- Bids not uploaded on the terminals of the Stock Exchanges;

- Where no confirmation is received from SCSB for blocking of funds;

- Bids by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/Application Form. Bids not duly signed by the sole/First Bidder;

- Bids by any persons outside India if not in compliance with applicable foreign and Indian laws;

- Bids that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;

- Bids by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;

- Bids by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws, rules, regulations, guidelines, and approvals; and

- Details of ASBA Account not provided in the Bid cum Application form.

For details of instructions in relation to the Bid cum Application Form, Bidders may refer to the relevant section the GID.

BIDDERS SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE BID CUM APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THE STOCK EXCHANGES BY THE BIDS COLLECTING INTERMEDIARIES DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE BID CUM APPLICATION FORM IS LIABLE TO BE REJECTED.

BASIS OF ALLOCATION

a) The SEBI (ICDR) Regulations specify the allocation or Allotment that may be made to various categories of Bidders in an Issue depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Issue size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the Draft Red Herring Prospectus. For details in relation to allocation, the Bidder may refer to the Red Herring Prospectus.

b) Under-subscription in any category (except QIB Category) is allowed to be met with spill over from any other category or combination of categories at the discretion of the Issuer and in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI (ICDR) Regulations, Unsubscribed portion in QIB Category is not available for subscription to other categories.

c) In case of under subscription in the issue, spill-over to the extent of such under- subscription may be permitted from the Reserved Portion to the Issue. For allocation in the event of an under-subscription applicable to the Issuer, Bidders may refer to the Red Herring Prospectus.

ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The Allotment of Equity Shares to Bidders other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders may refer to DRHP. No Retail Individual Investor will be Allotted less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be Allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of the Issue. However, in case the Issue is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

BASIS OF ALLOTMENT

a. For Retail Individual Bidders

Bids received from the Retail Individual Bidders at or above the Issue Price shall be grouped together to determine the total demand under this category. The Allotment to all the successful Retail Individual Bidders will be made at the Issue Price.

The Net Issue size less Allotment to Non-Institutional and QIB Bidders shall be available for Allotment to Retail Individual Bidders who have Bid in the Issue at a price that is equal to or greater than the Issue Price. If the aggregate demand in this category is less than or equal to [●] Equity Shares at or above the Issue Price, full Allotment shall be made to the Retail Individual Bidders to the extent of their valid Bids.

If the aggregate demand in this category is greater than [●] Equity Shares at or above the Issue Price, the Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter. For the method of proportionate Basis of Allotment, refer below.

b. For Non-Institutional Bidders

Bids received from Non-Institutional Bidders at or above the Issue Price shall be grouped together to determine the total demand under this category. The Allotment to all successful Non- Institutional Bidders will be made at the Issue Price.

The Net Issue size less Allotment to QIBs and Retail shall be available for Allotment to Non- Institutional Bidders who have Bid in the Issue at a price that is equal to or greater than the Issue Price. If the aggregate demand in this category is less than or equal to [●] Equity Shares at or above the Issue Price, full Allotment shall be made to Non-Institutional Bidders to the extent of their demand.

In case the aggregate demand in this category is greater than [●] Equity Shares at or above the Issue Price, Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter. For the method of proportionate Basis of Allotment refer below.

c. For QIBs

For the Basis of Allotment to Anchor Investors, Bidders/Applicants may refer to the SEBI ICDR Regulations or RHP / Prospectus. Bids received from QIBs Bidding in the QIB Category (net of Anchor Portion) at or above the Issue Price may be grouped together to determine the total demand under this category. The QIB Category may be available for Allotment to QIBs who have Bid at a price that is equal to or greater than the Issue Price. Allotment may be undertaken in the following manner: Allotment shall be undertaken in the following manner:

a) In the first instance allocation to Mutual Funds for [●]% of the QIB Portion shall be determined as follows:

- In the event that Bids by Mutual Fund exceeds [●]% of the QIB Portion, allocation to Mutual Funds shall be done on a proportionate basis for [●]% of the QIB Portion.
- In the event that the aggregate demand from Mutual Funds is less than [●]% of the QIB Portion then all Mutual Funds shall get full Allotment to the extent of valid Bids received above the Issue Price.
- Equity Shares remaining unsubscribed, if any, not allocated to Mutual Funds shall be available for Allotment to all QIB Bidders as set out in (b) below;

b) In the second instance Allotment to all QIBs shall be determined as follows:

- In the event that the oversubscription in the QIB Portion, all QIB Bidders who have submitted Bids above the Issue Price shall be allotted Equity Shares on a proportionate basis, upto a minimum of [●] Equity Shares and in multiples of [●] Equity Shares thereafter for [●]% of the QIB Portion.
- QIB Bidders.
- Under-subscription below [●]% of the QIB Portion, if any, from Mutual Funds, would be included for allocation to the remaining QIB Bidders on a proportionate basis. The aggregate Allotment to QIB Bidders shall not be more than [●] Equity Shares.

d. ALLOTMENT TO ANCHOR INVESTOR (IF APPLICABLE)

a) Allocation of Equity Shares to Anchor Investors at the Anchor Investor Allocation Price will be at the discretion of the Issuer, in consultation with the BRLM, subject to compliance with the following requirements:

(i) not more than 60% of the QIB Portion will be allocated to Anchor Investors;

ii) one-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors; and

iii) allocation to Anchor Investors shall be on a discretionary basis and subject to:

- a maximum number of two Anchor Investors for allocation up to ₹ 2 crores; a minimum number of two Anchor Investors and maximum number of 15 Anchor Investors for allocation of more than ₹ 2 crores and up to ₹ 25 crores subject to minimum allotment of ₹ 1 crores per such Anchor Investor; and
- in case of allocation above twenty five crore rupees; a minimum of 5 such investors and a maximum of 15 such investors for allocation up to twenty five crore rupees and an additional 10 such investors for every additional twenty five crore rupees or part thereof, shall be permitted, subject to a minimum allotment of one crore rupees per such investor.

b) A physical book is prepared by the Registrar on the basis of the Anchor Investor Application Forms received from Anchor Investors. Based on the physical book and at the discretion of the Issuer, in consultation with the BRLM, selected Anchor Investors will be sent a CAN and if required, a revised CAN.

c) **In the event that the Issue Price is higher than the Anchor Investor Allocation Price:**

Anchor Investors will be sent a revised CAN within one day of the Pricing Date indicating the number of Equity Shares allocated to such Anchor Investor and the pay-in date for payment of the balance amount. Anchor Investors are then required to pay any additional amounts, being the difference between the Issue Price and the Anchor Investor Allocation Price, as indicated in the revised CAN within the pay-in date referred to in the revised CAN. Thereafter, the Allotment Advice will be issued to such Anchor Investors

d) **In the event the Issue Price is lower than the Anchor Investor Allocation Price:**

Anchor Investors who have been Allotted Equity Shares will directly receive Allotment Advice.

e) **Basis of Allotment for QIBs (other than Anchor Investors) and NIIs in case of Over Subscribed Issue:**

In the event of the Issue being Over-Subscribed, the Issuer may finalise the Basis of Allotment in consultation with the NSE Emerge (The Designated Stock Exchange). The allocation may be made in marketable lots on proportionate basis as set forth hereunder:

a) The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e. the total number of Shares applied for in that category multiplied by the inverse of the oversubscription ratio (number of Bidders in the category multiplied by number of Shares applied for)

b) The number of Shares to be allocated to the successful Bidders will be arrived at on a proportionate basis in marketable lots (i.e. Total number of Shares applied for into the inverse of the over subscription ratio).

c) For Bids where the proportionate allotment works out to less than [●] equity shares the allotment will be made as follows:

- Each successful Bidder shall be allotted [●] equity shares; and
- The successful Bidder out of the total bidders for that category shall be determined by draw of lots in such a manner that the total number of Shares allotted in that category is equal to the number of Shares worked out as per (b) above.

d) If the proportionate allotment to a Bidder works out to a number that is not a multiple of [●] equity shares, the Bidder would be allotted Shares by rounding off to the nearest multiple of [●] equity shares subject to a minimum allotment of [●] equity shares.

e) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to the Bidders in that category, the balance available Shares or allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful Bidder in that category, the balance Shares, if any, remaining after such adjustment will be added to the category comprising Bidder applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of [●] Equity Shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, up to 110% of the size of the Issue specified under the Capital Structure mentioned in this DRHP.

Retail Individual Investor' means an investor who applies for shares of value of not more than ₹ 2,00,000/- Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with NSE.

The Executive Director / Managing Director of NSE - the Designated Stock Exchange in addition to Book Running Lead Manager and Registrar to the Public Issue shall be responsible to ensure that the basis of allotment is finalized in a fair and proper manner in accordance with the SEBI (ICDR) Regulations.

Issuance of Allotment Advice

1) Upon approval of the Basis of Allotment by the Designated Stock Exchange.

2) On the basis of approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the allotment and credit of equity shares. Bidders are advised to instruct their Depository Participants to accept the Equity Shares that may be allotted to them pursuant to the issue.

The Book Running Lead Manager or the Registrar to the Issue will dispatch an Allotment Advice to their Bidders who have been allocated Equity Shares in the Issue. The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocable contract for the Allotment to such Bidder.

3) Issuer will make the allotment of the Equity Shares and initiate corporate action for credit of shares to the successful Bidders Depository Account within 4 working days of the Issue Closing date. The Issuer also ensures the credit of shares to the successful Bidders Depository Account is completed within one working Day from the date of allotment, after the funds are transferred from ASBA Public Issue Account to Public Issue account of the issuer.

Equity Shares in Dematerialized Form with NSDL or CDSL

To enable all shareholders of our Company to have their shareholding in electronic form, the Company has signed the following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

a) Tripartite Agreement dated February 20, 2025 between NSDL, the Company and the Registrar to the Issue;

b) Tripartite Agreement dated April 26, 2025 between CDSL, the Company and the Registrar to the Issue;

c) The Company's equity shares bear an INE1NYQ01017.

Designated Date:

On the Designated date, the SCSBs shall transfers the funds represented by allocations of the Equity Shares into Public Issue Account with the Bankers to the Issue.

The Company will issue and dispatch letters of allotment/ or letters of regret along with refund order or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Bid/Issue Closing Date. The Company will intimate the details of allotment of securities to Depository immediately on allotment of securities under relevant provisions of the Companies Act, 2013 or other applicable provisions, if any.

Instructions for Completing the Bid Cum Application Form

The Applications should be submitted on the prescribed Bid Cum Application Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Bid Cum Application Form. Applications not so made are liable to be rejected. Applications made using a third-party bank account or using third party UPI ID linked bank account are liable to be rejected. Bid Cum Application Forms should bear the stamp of the Designated Intermediaries. ASBA Bid Cum Application Forms, which do not bear the stamp of the Designated Intermediaries, will be rejected.

SEBI, vide Circular No.CIR/CFD/14/2012 dated October 04, 2012 has introduced an additional mechanism for investors to submit Bid Cum Application Forms in public issues using the stock broker (broker) network of Stock Exchanges, who may not be syndicate members in an issue with effect from January 01, 2013. The list of Broker Centre is available on the websites of BSE i.e., www.bseindia.com and NSE i.e., www.nseindia.com. With a view to broad base the reach of Investors by substantial, enhancing the points for submission of applications, SEBI vide Circular No. CIR/CFD/POLICY CELL/11/2015 dated November 10, 2015 has permitted Registrar to the Issue and Share Transfer Agent and Depository Participants registered with SEBI to accept the Bid Cum Application Forms in Public Issue with effect front January 01, 2016. The List of ETA and DPs centres for collecting the application shall be disclosed is available on the websites of BSE i.e., www.bseindia.com and NSE i.e., www.nseindia.com.

Bidder’s Depository Account and Bank Details

Please note that, providing bank account details, PAN No’s, Client ID and DP ID in the space provided in the Bid Cum Application Form is mandatory and applications that do not contain such details are liable to be rejected.

Bidders should note that on the basis of name of the Bidders, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Bid Cum Application Form as entered into the Stock Exchange online system, the Registrar to the Issue will obtain front the Depository the demographic details including address, Bidders bank account details, MICR code and occupation (hereinafter referred to as 'Demographic Details'). These Demographic Details would be used for all correspondence with the Bidders including mailing of the

Allotment Advice. The Demographic Details given by Bidders in the Bid Cum Application Form would not be used for any other purpose by the Registrar to the Issue.

By signing the Bid Cum Application Form, the Bidder would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Issue, the required Demographic Details as available on its records.

Submission of Bid Cum Application Form

All Bid Cum Application Forms duly completed shall be submitted to the Designated Intermediaries. The aforesaid intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.

Communications

All future communications in connection with Applications made in this Issue should be addressed to the Registrar to the Issue quoting the full name of the sole or First Bidder, Bid Cum Application Form number, Bidders Depository Account Details, number of Equity Shares applied for, date of Bid Cum Application Form, name and address of the Designated Intermediary where the Application was submitted thereof and a copy of the acknowledgement slip.

Investors can contact the Compliance Officer or the Registrar to the Issue in case of any pre-Issue or post Issue related problems such as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary accounts, etc.

Disposal of Application and Application Moneys and Interest in Case of Delay

The Company shall ensure the dispatch of Allotment advice, and give benefit to the beneficiary account with Depository Participants and submit the documents pertaining to the Allotment to the Stock Exchange within 2 (two) working days of date of Allotment of Equity Shares.

The Company shall use best efforts to ensure that all steps for completion of the necessary formalities for listing and commencement of trading at NSE Emerge where the Equity Shares are proposed to be listed are taken within 3 (three) working days from Issue Closing Date.

In accordance with the Companies Act, the requirements of the Stock Exchange and the SEBI Regulations, the Company further undertakes that:

1. Allotment and Listing of Equity Shares shall be made within 3 (three) days of the Issue Closing Date;
2. Giving of Instructions for refund by unblocking of amount via ASBA not later than 2 (two) working days of the Issue Closing Date, would be ensured; and
3. If such money is not repaid within prescribed time from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of prescribed time, be liable to repay such application money, with interest as prescribed under SEBI (ICDR) Regulations, the Companies Act, 2013 and applicable law. Further, in accordance with Section 40 of the Companies Act, 2013, the Company and each officer in default may be punishable with fine and/or imprisonment in such a case.

MODE OF REFUNDS

a) **In case of ASBA Applicants:** Within prescribed time, the Registrar to the Issue may give instructions to SCSBs for unblocking the amount in ASBA Account on unsuccessful Application, for any excess amount blocked on Application, for any ASBA application withdrawn, rejected or unsuccessful or in the event of withdrawal or failure of the Offer.

b) **In the case of Applications from Eligible NRIs and FPIs**, refunds, if any, may generally be payable in Indian Rupees only and net of bank charges and/ or commission. If so desired, such payments in Indian Rupees may be converted into U.S. Dollars or any other freely convertible currency as may be permitted by the RBI at the rate of exchange prevailing at the time of remittance and may be dispatched by registered post. The Company may not be responsible for loss, if any, incurred by the applicant on account of conversion of foreign currency.

c) **In case of Other Investors:** Within prescribed time, the Registrar to the Issue may dispatch the refund orders for all amounts payable to unsuccessful Investors. In case of Investors, the Registrar to the Offer may obtain from the depositories, the Applicants' bank account details, including the MICR code, on the basis of the DP ID, Client ID and PAN provided by the Investors in their Investor Application Forms for refunds. Accordingly, Investors are advised to immediately update their details as appearing on the records of their depositories. Failure to do so may result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and any such delay may be

at the Investors' sole risk and neither the Issuer, the Registrar to the Issue, the Escrow Collection Banks, may be liable to compensate the Investors for any losses caused to them due to any such delay, or liable to pay any interest for such delay.

MODE OF MAKING REFUNDS FOR APPLICANTS OTHER THAN ASBA APPLICANTS

The payment of refund, if any, may be done through various modes as mentioned below:

(i) NECS - Payment of refund may be done through NECS for Applicants having an account at any of the centers specified by the RBI. This mode of payment of refunds may be subject to availability of complete bank account details including the nine-digit MICR code of the applicant as obtained from the Depository

(ii) NEFT - Payment of refund may be undertaken through NEFT wherever the branch of the Applicants' bank is NEFT enabled and has been assigned the Indian Financial System Code ("IFSC"), which can be linked to the MICR of that particular branch. The IFSC Code may be obtained from the website of RBI as at a date prior to the date of payment of refund, duly mapped with MICR numbers. Wherever the Applicants have registered their nine-digit MICR number and their bank account number while opening and operating the demat account, the same may be duly mapped with the IFSC Code of that particular bank branch and the payment of refund may be made to the Applicants' through this method. In the event NEFT is not operationally feasible, the payment of refunds may be made through any one of the other modes as discussed in this section;

(iii) Direct Credit – Applicants having their bank account with the Refund Banker may be eligible to receive refunds, if any, through direct credit to such bank account;

(iv) RTGS – Applicants having a bank account at any of the centres notified by SEBI where clearing houses are managed by the RBI, may have the option to receive refunds, if any, through RTGS. The IFSC code shall be obtained from the demographic details. Investors should note that on the basis of PAN of the applicant, DP ID and beneficiary account number provided by them in the Application Form, the Registrar to the Issue will obtain from the Depository the demographic details including address, Investors' account details, IFSC code, MICR code and occupation (hereinafter referred to as "Demographic Details"). The bank account details for would be used giving refunds. Hence, Applicants are advised to immediately update their bank account details as appearing on the records of the Depository Participant. Please note that failure to do so could result in delays in dispatch/ credit of refunds to Applicants at their sole risk and neither the BRLM or the Registrar to the Issue or the Escrow Collection Bank nor the Company shall have any responsibility and undertake any liability for the same;

(v) Please note that refunds, on account of our Company not receiving the minimum subscription, shall be credited only to the bank account from which the Bid Amount was remitted to the Escrow Bank. For details of levy of charges, if any, for any of the above methods, Bank charges, if any, for cashing such cheques, pay orders or demand drafts at other centers etc. Investors may refer to Red Herring Prospectus.

Right to Reject Applications

In case of QIB Bidders, the Company in consultation with the BRLM may reject Applications provided that the reasons for rejecting the same shall be provided to such Bidder in writing. In case of Non-Institutional Bidders, Retail Individual Bidders who applied, the Company has a right to reject Applications based on technical grounds.

Grounds for Rejections

In addition to the grounds for rejection of Bids on technical grounds as provided in the General Information Document, the bidders are advised to note that Bids are liable to be rejected inter alia on the following technical grounds:

- Bids submitted without instruction to the SCSBs to block the entire Bid Amount;
- Bids which do not contain details of the Bid Amount and the bank account details in the ASBA Form
- Bids submitted on a plain paper
- Bids submitted by RIBs using the UPI Mechanism through an SCSBs and/or using a mobile application or UPI handle, not listed on the website of SEBI
- ASBA Form submitted to a Designated Intermediary does not bear the stamp of the Designated Intermediary
- Bids under the UPI Mechanism submitted by RIBs using third party bank accounts or using a third party linked bank account UPI ID (subject to availability of information regarding third party account from Sponsor Bank);
- Bids submitted without the signature of the First Bidder or sole Bidder

- The ASBA Form not being signed by the account holders, if the account holder is different from the Bidder;
- Bids by persons for whom PAN details have not been verified and whose beneficiary accounts are "suspended for credit" in terms of SEBI circular CIR/MRD/DP/ 22 /2010 dated July 29, 2010;
- GIR number furnished instead of PAN;
- Bids by RIBs with Bid Amount of a value of more than ₹2,00,000;
- Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals
- Bids accompanied by stock invest, money order, postal order or cash; and
- Bids uploaded by QIBs after 4.00 pm on the QIB Bid/ Offer Closing Date and by Non-Institutional Bidders uploaded after 4.00 p.m. on the Bid/ Offer Closing Date, and Bids by RIBs uploaded after 5.00 p.m. on the Bid/ Offer Closing Date, unless extended by the Stock Exchange
- Applications by OCBs;

Impersonation

Attention of the Bidders is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013 which is reproduced below:

"Any person who-

(a) Makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

(b) Makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) Otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name, shall be liable for action under Section 447."

Undertakings by Our Company

We undertake as follows:

1. That the complaints received in respect of the Issue shall be attended expeditiously and satisfactorily;
2. That all steps will be taken for the completion of the necessary formalities for listing and commencement of trading on Stock Exchange where the Equity Shares are proposed to be listed within 3 (three) working days from Issue Closure date.
3. That the funds required for making refunds as per the modes disclosed or dispatch of allotment advice by registered post or speed post shall be made available to the Registrar and Share Transfer Agent to the Issue by our Company;
4. Where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the Bidder within 3 (three) Working Days from the Issue Closing Date, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;
5. That our Promoter 's contribution in full has already been brought in;
6. That no further Issue of Equity Shares shall be made till the Equity Shares Issued through the Prospectus are listed or until the Application monies are refunded on account of non-listing, under subscription etc.;
7. That adequate arrangement shall be made to collect all Applications Supported by Blocked Amount while finalizing the Basis of Allotment;
8. If our Company does not proceed with the Issue after the Bid/Issue Opening Date but before allotment, then the reason thereof shall be given as a public notice to be issued by our Company within two days of the Bid/Issue Closing Date. The public notice shall be issued in the same newspapers where the Pre-Issue advertisements were published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;
9. If our Company withdraws the Issue after the Bid/Issue Closing Date, our Company shall be required to file a fresh Draft Red Herring Prospectus with the Stock exchange/ RoC/ SEBI, in the event our Company subsequently decides to proceed with the Issue;

10. If allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be refunded/ unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the SEBI Regulations and applicable law for the delayed period.

Utilization of Issue Proceeds

The Board of Directors of our Company certifies that:

1) All monies received out of the Issue shall be credited/ transferred to a separate bank account other than the bank account referred to in sub section (3) of Section 40 of the Companies Act 2013;

2) Details of all monies utilized out of the Issue referred above shall be disclosed and continue to be disclosed till the time any part of the issue proceeds remains unutilized, under an appropriate head in our balance sheet of our company indicating the purpose for which such monies have been utilized;

3) Details of all unutilized monies out of the Issue, if any shall be disclosed under the appropriate separate head in the balance sheet of our company indicating the form in which such unutilized monies have been invested and

4) Our Company shall comply with the requirements of SEBI Listing Regulations, 2015 in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue.

5) Our Company shall not have recourse to the Issue Proceeds until the approval for listing and trading of the Equity Shares from the Stock Exchange where listing is sought has been received.

6) The Book Running Lead Manager undertakes that the complaints or comments received in respect of the Issue shall be attended by our Company expeditiously and satisfactorily.

RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and Foreign Exchange Management Act, 1999 ("FEMA"). While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The government bodies responsible for granting foreign investment approvals are the Reserve Bank of India ("RBI") and Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India ("DIPP").

The Government of India, from time to time, has made policy pronouncements on Foreign Direct Investment ("FDI") through press notes and press releases. The DIPP, has issued consolidated FDI Policy Circular of 2020 ("FDI Policy 2020"), effective from October15, 2020, which consolidates and supersedes all previous press notes, press releases and clarifications on FDI Policy issued by the DIPP that were in force. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2020 will be valid until the DIPP issues an updated circular.

The RBI also issues Master Circular on Foreign Investment in India every year. Presently, FDI in India is being governed by Master Circular on Foreign Investment dated July 01, 2015 as updated from time to time by RBI and Master Direction – Foreign Investment in India (updated up to March 08, 2019). In terms of the Master Circular, an Indian company may issue fresh shares to people resident outside India (who is eligible to make investments in India, for which eligibility criteria are as prescribed). Such fresh issue of shares shall be subject to inter-alia, the pricing guidelines prescribed under the Master Circular and Master Direction. The Indian company making such fresh issue of shares would be subject to the reporting requirements, inter-alia with respect to consideration for issue of shares and also subject to making certain filings including filing of Form FC-GPR.

In case of investment in sectors through Government Route, approval from competent authority as mentioned in Chapter 4 of the FDI Policy 2020 has to be obtained.

The transfer of shares between an Indian resident to a non-resident does not require the prior approval of the RBI, subject to fulfilment of certain conditions as specified by DIPP / RBI, from time to time. As per the existing policy of the Government of India, OCBs cannot participate in this Offer and in accordance with the extant FDI guidelines on sectoral caps, pricing guidelines etc. as amended by Reserve bank of India, from time to time. Investors are advised to confirm their eligibility under the relevant laws before investing and / or subsequent purchase or sale transaction in the Equity Shares of our Company. Investors will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines. Our Company, the Underwriters and their respective directors, officers, agents, affiliates and representatives, as applicable, accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares of our Company.

Investment Conditions/Restrictions for Overseas Entities

Under the current FDI Policy 2020 and amendments from time to time thereupon, the maximum amount of Investment (sectoral cap) by foreign investor in an issuing entity is composite unless it is explicitly provided otherwise including all types of foreign investments, direct and indirect, regardless of whether it has been made for FDI, FPI, NRI/OCI, LLPs, FVCI, Investment Vehicles and DRs under Schedule 1, 2, 3, 6, 7, 8, 9, 10 and 11 of FEMA (Transfer or Issue of Security by Persons Resident outside India) Regulations, 2017 as amended from time to time. Any equity holding by a person resident outside India resulting from conversion of any debt instrument under any arrangement shall be reckoned as foreign investment under the composite cap.

Portfolio Investment upto aggregate foreign investment level of 49% or sectoral /statutory cap, whichever is lower, will not be subject to either Government approval or compliance of sectoral conditions, if such investment does not result in transfer of ownership and/or control of Indian entities from resident Indian citizens to non-resident entities. Other foreign investments will be subject to conditions of Government approval and compliance of sectoral conditions as per FDI Policy. The total foreign investment, direct and indirect, in the issuing entity will not exceed the sectoral /statutory cap.

Investment by FPIs Under Portfolio Investment Scheme (PIS)

With regards to purchase/sale of capital instruments of an Indian company by an FPI under PIS the total holding by each FPI or an investor group as referred in SEBI (FPI) Regulations, 2014 shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or less than 10% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all FPIs put together shall not exceed 24% of paid-up equity capital on fully diluted basis or paid-up value of each series of debentures or preference shares or share warrants. The said limit of 10% and 24% will be called the individual and aggregate limit, respectively. However, this limit of 24% may be increased up to sectoral cap/statutory ceiling,

as applicable, by the Indian company concerned by passing a resolution by its Board of Directors followed by passing of a special resolution to that effect by its general body.

Investment by NRI or OCI on Repatriation Basis

The purchase/sale of equity shares, debentures, preference shares and share warrants issued by an Indian company (hereinafter referred to as "Capital Instruments") of a listed Indian company on a recognized stock exchange in India by Non-Resident Indian (NRI) or Overseas Citizen of India (OCI) on repatriation basis is allowed subject to certain conditions under Schedule 3 of the FEMA (Transfer or Issue of security by a person resident outside India) Regulations, 2017 as amended from time to time. The total holding by any individual NRI or OCI shall not exceed 5% of the total paid-up equity capital on a fully diluted basis or should not exceed 5% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrants; provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the general body of the Indian company.

Investment by NRI or OCI on non-Repatriation Basis

As per current FDI Policy 2020, schedule 4 of FEMA (Transfer or Issue of Security by Persons Resident outside India) Regulations – Purchase/ sale of Capital Instruments or convertible notes or units or contribution to the capital of an LLP by a NRI or OCI on non- repatriation basis – will be deemed to be domestic investment at par with the investment made by residents. This is further subject to remittance channel restrictions.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("US Securities Act") or any other state securities laws in the United States of America and may not be sold or offered within the United States of America, or to, or for the account or benefit of "US Persons" as defined in Regulation S of the U.S. Securities Act, except pursuant to exemption from, or in a transaction not subject to, the registration requirements of US Securities Act and applicable state securities laws.

Accordingly, the equity shares are being offered and sold only outside the United States of America in an offshore transaction in reliance upon Regulation S under the US Securities Act and the applicable laws of the jurisdiction where those offers and sale occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Applicants. Our Company and the Book Running Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Draft Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the Applications are not in violation of laws or regulations applicable to them and do not exceed the applicable limits under the laws and regulations.

SECTION VIII – DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION

THE COMPANIES ACT, 2013

(COMPANY LIMITED BY SHARES)

COMPANY LIMITED BY SHARES ARTICLES OF ASSOCIATION

OF

S.R.G. NARROW FAB LIMITED

CONSTITUTION OF THE COMPANY

a. The Regulations contained in table "F" of Schedule I to the Companies Act, 2013 shall apply to the Company only in so far as the same are not provided for or are not inconsistent with these Articles.

b. The Regulations for the management of the Company and for the observance of the members thereof and their representatives shall be such as are contained in these Articles subject however to the exercise of the statutory powers of the Company in respect of repeal, additions, alterations, substitution, modifications and variations thereto by special resolution as prescribed by the Companies Act, 2013.

DEFINITIONS AND INTERPRETATION

A. Definitions

In the interpretation of these Articles the following words and expressions shall have the following meanings unless repugnant to the subject or context.

"Act" means the Companies Act, 2013 along with the relevant Rules made there under, in force and any statutory amendment thereto or replacement thereof and including any circulars, notifications and clarifications issued by the relevant authority under the Companies Act, 2013, and applicable and subsisting provisions of the Companies Act, 1956, if any, along with the relevant Rules made there under. Reference to Act shall also include the Secretarial Standards issued by the Institute of Company Secretaries of India constituted under the Company Secretaries Act, 1980.

"Annual General Meeting" shall mean a General Meeting of the holders of Equity Shares held annually in accordance with the applicable provisions of the Act.

"Articles" shall mean these articles of association as adopted or as from time to time altered in accordance with the provisions of these Articles and Act.

"Auditors" shall mean and include those persons appointed as such for the time being by the Company.

"Board" or "Board of Directors" shall mean the collective board of directors of the Company, as duly called and constituted from time to time, in accordance with Law and the provisions of these Articles.

"Board Meeting" shall mean any meeting of the Board, as convened from time to time and any adjournment thereof, in accordance with law and the provisions of these Articles.

"Business Day" shall mean a day on which scheduled commercial banks are open for normal banking business;

"Capital" or "Share Capital" shall mean the authorized share capital of the Company.

"Chairman" shall mean such person as is nominated or appointed in accordance with Article 35 herein below.

"Companies Act, 2013" shall mean the Companies Act, 2013 (Act 18 of 2013), as amended, including any statutory modification or re-enactment thereof, for the time being in force

"Company" or "this Company" shall mean **SRG Narrow Fab Limited**

"Committees" shall have the meaning ascribed to such term in Article 66.

Depositories Act" shall mean The Depositories Act, 1996 and shall include any statutory modification or re- enactment thereof.

"Director" shall mean any director of the Company, including alternate directors, independent directors and nominee directors appointed in accordance with the Law and the provisions of these Articles.

"Dividend" shall include interim dividends.

"Encumbrance" shall mean any encumbrance including without limitation any mortgage, pledge, charge, lien, deposit or assignment by way of security, bill of sale, option or right of pre-emption, entitlement to beneficial ownership and any interest or right held, or claim that could be raised, by a third party or any other encumbrance or security interest of any kind;

"Equity Share Capital" shall mean the total issued and paid-up equity share capital of the Company, calculated on a fully diluted basis.

"Equity Shares" shall mean fully paid-up equity shares of the Company having a par value of INR 10 (Rupees Ten) per equity share of the Company, or any other issued Share Capital of the Company that is reclassified, reorganized, reconstituted or converted into equity shares of the Company.

"Executor" or "Administrator" shall mean a person who has obtained probate or letters of administration, as the case may be, from a court of competent jurisdiction and shall include the holder of a succession certificate authorizing the holder thereof to negotiate or transfer the Shares or other Securities of the deceased Shareholder and shall also include the holder of a certificate granted by the Administrator-General appointed under the Administrator Generals Act, 1963.

"Extraordinary General Meeting" shall mean an extraordinary general meeting of the holders of Equity Shares duly called and constituted in accordance with the provisions of the Act.

"Financial Year" shall mean any fiscal year of the Company, beginning on April 1 of each calendar year and ending on March 31 of the following calendar year.

"Law/Laws" shall mean all applicable provisions of all (i) constitutions, treaties, statutes, laws (including the common law), codes, rules, regulations, circulars, ordinances or orders of any governmental authority and SEBI, (ii) governmental approvals, (iii) orders, decisions, injunctions, judgments, awards and decrees of or agreements with any governmental authority, (iv) rules or guidelines for compliance, of any stock exchanges, (v) international treaties, conventions and protocols, and (vi) Indian GAAP or Ind-AS or any other generally accepted accounting principles.

"Memorandum" shall mean the memorandum of association of the Company, as amended from time to time.

"Office" shall mean the registered office for the time being of the Company.

"Paid-up" shall include the amount credited as paid up.

"Person" shall mean any natural person, sole proprietorship, partnership, company, body corporate, governmental authority, joint venture, trust, association or other entity (whether registered or not and whether or not having separate legal personality).

"Register of Members" shall mean the register of Shareholders to be kept pursuant to Section 88 of the Act. (bb) "Registrar" shall mean the Registrar of Companies, from time to time having jurisdiction over the Company. (cc) "Rules" shall mean the rules made under the Act and as notified from time to time.

"Seal" shall mean the common seal(s) for the time being of the Company, if any.

"SEBI" shall mean the Securities and Exchange Board of India, constituted under the Securities and Exchange Board of India Act, 1992. "SEBI Listing Regulations" shall mean the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, any statutory amendment thereto and any listing agreement entered into by the Company with the Stock Exchanges.

"Securities" or "securities" shall mean any Share (including Equity and Preference Shares), scripts, stocks, bonds, debentures, warrants or options whether or not, directly or indirectly convertible into, or exercisable or exchangeable into or for Equity Shares, and any other marketable securities.

"Shares" or "shares" shall mean any share issued in the Share Capital of the Company, including Equity Shares and preference shares.

"Shareholder" or "shareholder" or "member" shall mean any shareholder of the Company, from time to time.

"Shareholders' Meeting" shall mean any meeting of the Shareholders of the Company, including Annual General Meetings as well as Extraordinary General Meetings, convened from time to time in accordance with the Act, applicable Laws and the provisions of these Articles.

"Stock Exchanges" shall mean BSE Exchange Limited, the National Stock Exchange of India Limited and any other stock exchange in India where the Securities are listed.

B. Interpretation

In these Articles (unless the context requires otherwise):

a. References to a person shall, where the context permits, include such person's respective successors, legal heirs and permitted assigns.

b. The descriptive headings of Articles are inserted solely for convenience of reference and are not intended as complete or accurate descriptions of content thereof and shall not be used to interpret the provisions of these Articles and shall not affect the construction of these Articles.

c. References to articles and sub-articles are references to Articles and sub-articles of and to these Articles unless otherwise stated and references to these Articles include references to the articles and sub-articles herein.

d. Words importing the singular include the plural and vice versa, pronouns importing a gender include each of the masculine, feminine and neuter genders, and where a word or phrase is defined, other parts of speech and grammatical forms of that word or phrase shall have the corresponding meanings.

e. Wherever the words "include," "includes," or "including" is used in these Articles, such words shall be deemed to be followed by the words "without limitation".

f. The terms "hereof", "herein", "hereto", "hereunder" or similar expressions used in these Articles mean and refer to these Articles and not to any particular Article of these Articles, unless expressly stated otherwise.

g. Reference to statutory provisions shall be construed as meaning and including references also to any amendment or re- enactment for the time being in force and to all statutory instruments or orders made pursuant to such statutory provisions.

h. In the event any of the provisions of the Articles are contrary to the provisions of the Act and the Rules, the provisions of the Act and Rules will prevail.

EXPRESSIONS IN THE ACT AND THESE ARTICLES

Save as aforesaid, any words or expressions defined in the Act or the Depositories Act or the SEBI Listing Regulations, shall, as the case may be, if not inconsistent with the subject or context, bear the same meaning in these Articles.

SHARE CAPITAL

a. The Authorised Share Capital of the Company shall be as stated under Clause V of the Memorandum of Association of the Company with such rights, privileges and conditions respectively attached thereto as may be from time to time and the Company may sub- divide, consolidate and increase the Share Capital from time to time and upon the sub-division of Shares, apportion the right to participate in profits in any manner as between the Shares resulting from the sub- division.

b. The Company has power, from time to time, to increase or reduce its authorised or issued and Paid up Share Capital, in accordance with the Act, applicable Laws and these Articles. The Share Capital of the Company may be classified into Shares with differential rights as to dividend, voting or otherwise in accordance with the applicable provisions of the Act, Rules, and Law, from time to time.

c. The Board may, subject to the relevant provisions of the Act and these Articles, allot and issue Shares as payment or part payment for any property purchased by the Company or in respect of goods sold or transferred or machinery or appliances supplied or for services rendered to the Company in or about the formation of the Company or in respect of an acquisition and/or in the conduct of its business or for any goodwill provided to the Company; and any Shares which may be so allotted may be issued as fully/partly Paid-up Shares and if so issued shall be deemed as fully/partly Paid- up Shares.

d. Except so far as otherwise provided by the conditions of issue or by these Articles, any Share Capital raised by the creation of new Shares, shall be considered as part of the existing Share Capital and shall be subject to the provisions herein contained with reference to the payment of calls and installments, forfeiture, lien, surrender, transfer and transmission, voting and otherwise.

e. Any application signed by or on behalf of an applicant for Shares in the Company, followed by an allotment of any Shares therein, shall be an acceptance of Shares within the meaning of these Articles and every person who thus or

otherwise accepts any Shares and whose name is on the Register of Members, shall for the purposes of these Articles, be a Shareholder.

f. The money, (if any), which the Board shall, on the allotment of any Shares being made by them, require or direct to be paid by way of deposit, call or otherwise, in respect of any Shares allotted by them, shall immediately on the insertion of the name of the allottee, in the Register of Members as the name of the holder of such Shares, become a debt due to and recoverable by the Company from the allottee thereof, and shall be paid by him accordingly.

PREFERENCE SHARES

a. **Redeemable Preference Shares**

The Company, subject to the applicable provisions of the Act, shall have the power to issue on a cumulative or non-cumulative basis, preference shares liable to be redeemed in any manner permissible under the Act and the Directors may, subject to the applicable provisions of the Act, exercise such power in any manner as they deem fit and provide for redemption of such shares on such terms including the right to redeem at a premium or otherwise as they deem fit.

b. **Convertible Redeemable Preference Shares**

The Company, subject to the applicable provisions of the Act and the consent of the Board, shall have power to issue on a cumulative or non-cumulative basis convertible preference shares liable to be converted in any manner permissible under the Act and the Directors may, subject to the applicable provisions of the Act, exercise such power as they deem fit and provide for conversion at a premium or otherwise and/or conversion of such shares into such Securities on such terms as they may deem fit.

PROVISIONS IN CASE OF PREFERENCE SHARES

Upon the issue of preference shares pursuant to Article 5 above, the following provisions shall apply:

a. No such preference shares shall be redeemed except out of profits of the Company which would otherwise be available for Dividend or out of the proceeds of a fresh issue of shares made for the purposes of the redemption;

b. No such shares shall be redeemed unless they are fully paid;

c. The premium, if any, payable on redemption shall have been provided for out of the profits of the Company or out of the Company's securities premium account, before the shares are redeemed;

d. Where any such shares are proposed to be redeemed out of the profits of the Company, there shall, out of such profits, be transferred, a sum equal to the nominal amount of the shares to be redeemed, to a reserve, to be called the "Capital Redemption Reserve Account" and the applicable provisions of the Act relating to the reduction of the Share Capital of the Company shall, except as provided by Section 55 of the Act, apply as if the Capital Redemption Reserve Account were Paid up Share Capital of the Company;

e. The redemption of preference shares under this Article by the Company shall not be taken as reduction of Share Capital;

f. The Capital Redemption Reserve Account may, notwithstanding anything in this Article, be applied by the Company, in paying up un-issued shares of the Company to be issued to the Shareholders as fully paid bonus shares; and

g. Whenever the Company shall redeem any redeemable preference shares, the Company shall, within 30 (thirty) days thereafter, give notice thereof to the Registrar as required by Section 64 of the Act.

COMPANY'S LIEN

A. On shares:

a. The Company shall have a first and paramount lien:

I. on every share (not being a fully paid share), for all money (whether presently payable or not) called, or payable at a fixed time, in respect of that share;

II. on all shares (not being fully paid shares) standing registered in the name of a single person, for all money presently payable by him or his estate to the Company;

Provided that the Board may, at any time, declare any shares wholly or in part to be exempt from the provisions of this Article.

b. The Company's lien, if any, on the shares, (not being a fully paid share), shall extend to all Dividends payable and bonuses declared from time to time in respect of such shares.

c. For the purpose of enforcing such lien, the Board may sell such partly Paid-up shares, subject thereto in such manner as the Board shall think fit, and for that purpose may cause to be issued, a duplicate certificate in respect of such shares and may authorise one of their Shareholders to execute and register the transfer thereof on behalf of and in the name of any purchaser. The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to said shares be affected by any irregularity or invalidity in the proceedings in reference to the sale of such shares;

Provided that no sale of such shares shall be made:

I. unless a sum in respect of which the lien exists is presently payable; or

II. until the expiration of 14 days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

The net proceeds of any such sale shall be received by the Company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. The residue, if any, shall (subject to a like lien for sums not presently payable as existed upon the shares before the sale) be paid to the Person entitled to the shares at the date of the sale.

d. No Shareholder shall exercise any voting right in respect of any shares or Debentures registered in his name on which any calls or other sums presently payable by him have not been paid, or in regard to which the Company has exercised any right of lien.

e. Subject to the Act and these Articles, the right of lien under this Article 7 shall extend to other Securities.

CALLS

a. Subject to the provisions of Section 49 of the Act, the terms on which any shares may have been issued and allotted, the Board may, from time to time, by a resolution passed at a meeting of the Board, make such call as it thinks fit upon the Shareholders in respect of all money unpaid on the shares held by them respectively and each Shareholder shall pay the amount of every call so made on him to the Person or Persons and Shareholders and at the times and places appointed by the Board. A call may be made payable by installments. Provided that the Board shall not give the option or right to call on shares to any person except with the sanction of the Company in the General Meeting

b. 14 (fourteen) days' notice in writing at the least of every call (otherwise than on allotment) shall be given by the Company specifying the time and place of payment, provided that before the time for payment of such call, the Board may revoke or postpone the same.

c. The call shall be deemed to have been made at the time when the resolution of the Board authorising such call was passed and may be made payable by the Shareholders whose names appear on the Register of Members on such date as shall be fixed by the Board. The joint holder of a share shall be jointly and severally liable to pay all installments and calls due in respect thereof.

d. The Board may, from time to time at its discretion, extend the time fixed for the payment of any call and may extend such time as to all or any of the Shareholders who, from residence at a distance or other cause the Board may deem fairly entitled to such extension; but no Shareholders shall be entitled to such extension save as a matter of grace and favour.

e. If any Shareholder or allottee fails to pay the whole or any part of any call or installment, due from him on the day appointed for payment t hereof, or any such extension thereof, he shall be liable to pay interest on the same from the day appointed for the payment to the time of actual payment at 10 (ten) per cent per annum or such lower rate as shall from time to time be fixed by the Board but nothing in this Article shall render it obligatory for the Board to demand or recover any interest from any such Shareholder and the Board shall be at liberty to waive payment of such interest either wholly or in part.

f. Any sum, which by the terms of issue of a share or otherwise, becomes payable on allotment or at any fixed date or by installments at a fixed time whether on account of the nominal value of the share or by way of premium shall for the purposes of these Articles be deemed to be a call duly made and payable on the date on which by the terms of issue or otherwise the same became payable, and in case of non-payment, all the relevant provisions of these Articles as to payment of call, interest, expenses, forfeiture or otherwise shall apply as if such sum became payable by virtue of a call duly made and notified.

g. On the trial or hearing of any action or suit brought by the Company against any Shareholder or his legal representatives for the recovery of any money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the Shareholder in respect of whose shares the money is sought to be recovered

appears entered on the Register of Members as the holder, or one of the holders at or subsequent to the date at which the money sought to be recovered is alleged to have become due on the shares; that the resolution making the call is duly recorded in the minute book, and that notice of such call was duly given to the Shareholder or his representatives so sued in pursuance of these Articles; and it shall not be necessary to prove the appointment of the Directors who made such call nor that a quorum of Directors was present at the Board at which any call was made, nor that the meeting at which any call was made was duly convened or constituted nor any other matters whatsoever; but the proof of the matters aforesaid shall be conclusive evidence of the debt and the same shall be recovered by the Company against the Shareholder or his representative from whom it is ought to be recovered, unless it shall be proved, on behalf of such Shareholder or his representatives against the Company that the name of such Shareholder was improperly inserted in the Register of Members or that the money sought to be recovered has actually been paid.

h. The Company may enforce a forfeiture of shares under Article 11 below notwithstanding the following : (i) a judgment or a decree in favour of the Company for calls or other money due in respect of any share; (ii) part payment or satisfaction of any calls or money due in respect of any such judgment or decree; (iii) the receipt by the Company of a portion of any money which shall be due from any Shareholder to the Company in respect of his shares; and (iv) any indulgence granted by the Company in respect of the payment of any such money.

i. The Board may, if it thinks fit (subject to the provisions of Section 50 of the Act) agree to and receive from any Shareholder willing to advance the same, the whole or any part of the money due upon the shares held by him beyond the sums actually called up, and upon the amount so paid or satisfied in advance or so much thereof as from time to time and at any time thereafter as exceeds the amount of the calls then made upon and due in respect of the shares in respect of which such advance has been made, the Company may pay interest, as the Shareholder paying such sum in advance and the Board may agree upon; provided that the money paid in advance of calls shall not confer a right to participate in profits or dividend. Provided always that if at any time after the payment of any such money the rate of interest so agreed to be paid to any such Member appears to the Board to be excessive, it shall be lawful for the Board from time to time to repay to such Member so much of such money as shall then exceed the amount of the calls made upon such shares in the manner determined by the Board. Provided also that if at any time after the payment of any money so paid in advance, the Company shall go into liquidation, either voluntary or otherwise, before the full amount of the money so advanced shall have become due by the members to the Company, on installments or calls, or in any other manner, the maker of such advance shall be entitled (as between himself and the other Members) to receive back from the Company the full balance of such moneys rightly due to him by the Company in priority to any payment to members on account of capital, in accordance with and subject to the provisions of the Act.

j. No Shareholder shall be entitled to voting rights in respect of the money (ies) so paid by him until the same would but for such payment, become presently payable.

TRANSFER AND TRANSMISSION OF SHARES

A. The Company shall record in the Register of Members fairly and distinctly particulars of every transfer or transmission of any share, Debenture or other Security held in a material form.

B. In accordance with Section 56 of the Act, the Rules and such other conditions as may be prescribed under Law, every instrument of transfer of shares held in physical form shall be in writing. In case of transfer of shares where the Company has not issued any certificates and where the shares are held in dematerialized form, the provisions of the Depositories Act shall apply.

C. **(I)** An application for the registration of a transfer of the shares in the Company may be made either by the transferor or the transferee within the time frame prescribed under the Act.

(II) Where the application is made by the transferor and relates to partly paid shares, the transfer shall not be registered unless the Company gives notice of the application to the transferee in a prescribed manner and the transferee communicates no objection to the transfer within 2 (two) weeks from the receipt of the notice.

D. Every such instrument of transfer shall be executed by both, the transferor and the transferee and attested and the transferor shall be deemed to remain the holder of such share until the name of the transferee have been entered in the Register of Members in respect thereof.

E. Subject to the provisions of the Act, a person entitled to a share by transmission shall, subject to the right of the Board to retain such Dividends as hereinafter provided in Article 72(g) be entitled to receive, and may give a discharge for any dividends or other moneys payable in respect of the shares.

F. The Board shall have power on giving not less than 7 (seven) days ' previous notice or such lesser period as may be specified by SEBI, by advertisement in a vernacular newspaper and in an English newspaper having wide circulation in the city, town or village in which the Office of the Company is situated and by publishing a notice on the website of

the Company, to close the transfer books, the Register of Members and/or Register of Debenture-holders at such time or times and for such period or periods, not exceeding 30 (thirty) days at a time and not exceeding in the aggregate 45 (forty- five) days in each year, as it may deem expedient.

G. Subject to the provisions of Sections 58 of the Act, these Articles and other applicable provisions of the Act or any other Law for the time being in force, the Board may, refuse to register the transfer of, or the transmission by operation of law of the right to, any Securities or interest of a Shareholder in the Company. The Company shall, within 30 (thirty) days from the date on which the instrument of transfer, or the intimation of such transmission, as the case may be, was delivered to the Company, send a notice of refusal to the transferee and transferor or to the person giving notice of such transmission, as the case may be, giving reasons for such refusal.

Provided that, registration of a transfer shall not be refused on the ground of the transferor being either alone or jointly with any other Person or Persons indebted to the Company on any account whatsoever except where the Company has a lien on shares.

H. Subject to the applicable provisions of the Act and these Articles, the Directors shall have the absolute and uncontrolled discretion to refuse to register a Person entitled by transfer / transmission to any shares or his nominee as if he were the transferee named in any ordinary transfer presented for registration, and shall not be bound to give any reason for such refusal and in particular may also decline in respect of shares upon which the Company has a lien.

I. Subject to the provisions of these Articles, any transfer of shares in whatever lot should not be refused, though there would be no objection to the Company refusing to split a share certificate into several scripts of any small denominations or, to consider a proposal for transfer of shares comprised in a share certificate to several Shareholders, involving such splitting, if on the face of it such splitting/ transfer appears to be unreasonable or without a genuine need. The Company should not, therefore, refuse transfer of shares in violation of the listing requirements of the relevant Stock Exchanges on the ground that the number of shares to be transferred is less than any specified number.

J. In case of the death of any one or more shareholders named in the Register of Members as the joint-holders of any shares, the survivors shall be the only Shareholder(s) recognized by the Company as having any title to or interest in such shares, but nothing therein contained shall be taken to release the estate of a deceased joint- holder from any liability on shares held by him jointly with any other Person.

K. The Executors or Administrators or holder of the succession certificate or the legal representatives of a deceased Shareholder, (not being one of two or more joint- holders) or his nominee(s), shall be the only Shareholders recognized by the Company as having any title to the shares registered in the name of such Shareholder, and the Company shall not be bound to recognize such Executors or Administrators or the legal representatives unless such Executors or Administrators or legal representatives shall have first obtained probate or letters of administration or succession certificate, as the case may be, from a duly constituted court in India, provided that the Board may in its absolute discretion dispense with production of probate or letters of administration or succession certificate, upon such terms as to indemnity or otherwise as the Board may in its absolute discretion deem fit and may under Article 9 (a) of these Articles register the name of any Person who claims to be absolutely entitled to the shares standing in the name of a deceased Shareholder, as a Shareholder.

L. **(I)** Subject to the provisions of Articles and the Act, any Person becoming entitled to shares in consequence of the death, lunacy, bankruptcy of any Shareholder or Shareholders, or by any lawful means other than by a transfer in accordance with these Articles, may with the consent of the Board, (which it shall not be under any obligation to give), upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article, or of his title, as the Board thinks sufficient, either be registered himself as the holder of the shares or elect to have some Person nominated by him and approved by the Board, registered as such holder; provided nevertheless, that if such Person shall elect to have his nominee registered, he shall testify the election by executing in favour of his nominee an instrument of transfer in accordance with the provisions herein contained and until he does so, he shall not be freed from any liability in respect of the shares.

M. A Person becoming entitled to a share by reason of the death or insolvency of a Shareholder shall be entitled to the same Dividends and other advantages to which he would be entitled if he were the registered holder of the shares, except that he shall not, before being registered as a Shareholder in respect of the shares, be entitled to exercise any right conferred by membership in relation to meetings of the Company.

I. Provided that the Directors shall, at any time, give notice requiring any such Person to elect either to register himself or to transfer the shares, and if such notice is not complied with within 90 (ninety) days, the Directors may thereafter withhold payment of all Dividends, bonuses or other monies payable in respect of the shares until the requirements of the notice have been complied with.

II. Where any instrument of transfer of shares has been received by the Company for registration and the transfer of such shares has not been registered by the Company for any reason whatsoever, the Company shall transfer the Dividends in relation to such shares to a unpaid dividend account unless the Company is authorized by the registered holder of such shares, in writing, to pay such Dividends to the transferee and will keep in abeyance any offer of right shares and/or bonus shares in relation to such shares.

III. In case of transfer and transmission of shares or other securities where the Company has not issued any certificates and where such shares or Securities are being held in any electronic and fungible form in a Depository, the provisions of the Depositories Act shall apply.

N. Before the registration of a transfer, the certificate or certificates of the share or shares to be transferred must be delivered to the Company along with a properly stamped and executed instrument of transfer in accordance with the provisions of Section 56 of the Act.

O. No fee shall be payable to the Company, in respect of the registration of transfer or transmission of shares, or for registration of any power of attorney, probate, letters of administration or other similar documents.

P. The Company shall incur no liability or responsibility whatsoever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof, (as shown or appearing in the Register of Members), to the prejudice of a Person or Persons having or claiming any equitable right, title or interest to or in the said shares, notwithstanding that the Company may have had any notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and may have entered such notice or referred thereto, in any book of the Company and the Company shall not be bound or required to regard or attend or give effect to any notice which may be given to it of any equitable right, title or interest or be under any liability whatsoever for refusing or neglecting so to do, though it may have been entered or referred to in some book of the Company but the Company shall nevertheless be at liberty to regard and attend to any such notice, and give effect thereto if the Board shall so think fit.

Q. The provision of these Articles shall be subject to the applicable provisions of the Act, the Rules and any requirements of Law. Such provisions shall mutatis mutandis apply to the transfer or transmission by operation of Law to other Securities of the Company.

DEMATERIALIZATION OF SECURITIES

a. Notwithstanding anything contained in these Articles, the Company shall be entitled to dematerialize its existing Securities, rematerialize its Securities held in the Depositories and/or to offer its fresh Securities in a dematerialized form pursuant to the Depositories Act, and the rules framed there under, if any.

b. Subject to the applicable provisions of the Act, the Company may exercise an option to issue, dematerialize, hold the securities (including shares) with a Depository in electronic form and the certificates in respect thereof shall be dematerialized, in which event the rights and obligations of the parties concerned and matters connected therewith or incidental thereto shall be governed by the provisions of the Depositories Act.

c. If a Person opts to hold his Securities with a Depository, the Company shall intimate such Depository the details of allotment of the Securities and on receipt of the information, the Depository shall enter in its record the name of the allottee as the Beneficial Owner of the Securities.

d. Securities in Depositories to be in fungible form:

All Securities held by a Depository shall be dematerialized and be held in fungible form. Nothing contained in Sections 88, 89 and 186 of the Act shall apply to a Depository in respect of the Securities held by it on behalf of the Beneficial Owners.

e. Rights of Depositories & Beneficial Owners:

I Notwithstanding anything to the contrary contained in the Act or these Articles, a Depository shall be deemed to be the Registered Owner for the purposes of effecting transfer of ownership of Securities on behalf of the Beneficial Owner.

II Save as otherwise provided in (i) above, the Depository as the Registered Owner of the Securities shall not have any voting rights or any other rights in respect of the Securities held by it.

III Every person holding shares of the Company and whose name is entered as the Beneficial Owner in the records of the Depository shall be deemed to be a Shareholder of the Company.

IV The Beneficial Owner of Securities shall, in accordance with the provisions of these Articles and the Act, be entitled to all the rights and subject to all the liabilities in respect of his Securities, which are held by a Depository.

f. Except as ordered by a court of competent jurisdiction or as may be required by Law required and subject to the applicable provisions of the Act, the Company shall be entitled to treat the person whose name appears on the Register as the holder of any share or whose name appears as the Beneficial Owner of any share in the records of the Depository as the absolute owner thereof and accordingly shall not be bound to recognize any benami trust or equity, equitable contingent, future, partial interest, other claim to or interest in respect of such shares or (except only as by these Articles otherwise expressly provided) any right in respect of a share other than an absolute right thereto in accordance with these Articles, on the part of any other person whether or not it has expressed or implied notice thereof but the Board shall at their sole discretion register any share in the joint names of any two or more persons or the survivor or survivors of them, subject to Article 17(l).

g. Register and Index of Beneficial Owners:

The Company shall cause to be kept a register and index of members with details of shares and debentures held in materialized and dematerialized forms in any media as may be permitted by Law including any form of electronic media.

The register and index of Beneficial Owners maintained by a Depository under the Depositories Act shall be deemed to be a register and index of members for the purposes of this Act. The Company shall have the power to keep in any state or country outside India a register resident in that state or country.

h. Cancellation of Certificates upon surrender by Person:

Upon receipt of certificate of securities on surrender by a person who has entered into an agreement with the Depository through a participant, the Company shall cancel such certificates and shall substitute in its record, the name of the Depository as the registered owner in respect of the said Securities and shall also inform the Depository accordingly.

i. Service of Documents:

Notwithstanding anything contained in the Act or these Articles to the contrary, where Securities are held in a Depository, the records of the beneficial ownership may be served by such Depository on the Company by means of electronic mode or by delivery of floppies or discs.

j. Transfer of Securities:

I Nothing contained in Section 56 of the Act or these Articles shall apply to a transfer of Securities effected by transferor and transferee both of whom are entered as Beneficial Owners in the records of a Depository.

II In the case of transfer or transmission of shares or other Securities where the Company has not issued any certificates and where such shares or Securities are being held in any electronic or fungible form in a Depository, the provisions of the Depositories Act shall apply.

k. Allotment of Securities dealt with in a Depository:

Notwithstanding anything in the Act or these Articles, where Securities are dealt with by a Depository, the Company shall intimate the details of allotment of relevant Securities thereof to the Depository immediately on allotment of such Securities.

l. Certificate Number and other details of Securities in Depository:

Nothing contained in the Act or these Articles regarding the necessity of having certificate number/distinctive numbers for Securities issued by the Company shall apply to Securities held with a Depository.

m. Provisions of Articles to apply to Shares held in Depository:

Except as specifically provided in these Articles, the provisions relating to joint holders of shares, calls, lien on shares, forfeiture of shares and transfer and transmission of shares shall be applicable to shares held in Depository so far as they apply to shares held in physical form subject to the provisions of the Depositories Act.

n. Depository to furnish information:

Every Depository shall furnish to the Company information about the transfer of securities in the name of the Beneficial Owner at such intervals and in such manner as may be specified by Law and the Company in that behalf.

o. Option to opt out in respect of any such Security:

Subject to compliance with applicable Law, if a Beneficial Owner seeks to opt out of a Depository in respect of any Security, he shall inform the Depository accordingly. The Depository shall on receipt of such information make appropriate entries in its records and shall inform the Company. The Company shall within 30 (thirty) days of the receipt of intimation from a Depository and on fulfillment of such conditions and on payment of such fees as may be specified by the regulations, issue the certificate of securities to the Beneficial Owner or the transferee as the case may be.

p. Overriding effect of this Article:

Provisions of this Article will have full effect and force not withstanding anything to the contrary or inconsistent contained in any other Articles.

FORFEITURE OF SHARES

a. If any Shareholder fails to pay any call or installment of a call or any part thereof or any money due in respect of any shares either by way of principal or interest on or before the day appointed for the payment of the same or any such extension thereof as aforesaid, the Board may, at any time thereafter, during such time as the call or installment or any part thereof or other money remain unpaid or a judgment or decree in respect thereof remain unsatisfied, give notice to such Shareholder or his legal representatives requiring him to pay the same together with any interest that may have accrued and all expenses that may have been incurred by the Company by reason of such non-payment.

b. The notice shall name a day, (not being less than 14 (fourteen) days from the date of service of notice), and a place or places on or before which such call or installment or such part or other money as aforesaid and interest thereon, (at such rate as the Board shall determine and payable from the date on which such call or installment ought to have been paid), and expenses as aforesaid are to be paid. The notice shall also state that in the event of non-payment at or before the time and at the place appointed, the shares in respect of which the call was made or installment is payable, will be liable to be forfeited.

c. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which such notice has been given, may at any time, thereafter before payment of all calls, installments, other money due in respect thereof, interest and expenses as required by the notice has been made, be forfeited by a resolution of the Board to that effect. Such forfeiture shall include all Dividends declared or any other money payable in respect of the forfeited share and not actually paid before the forfeiture subject to the applicable provisions of the Act.

d. When any share shall have been so forfeited, notice of the forfeiture shall be given to the Shareholder on whose name it stood immediately prior to the forfeiture or if any of his legal representatives or to any of the Persons entitled to the shares by transmission, and an entry of the forfeiture with the date thereof, shall forthwith be made in the Register of Members, but no forfeiture shall be in any manner invalidated by any omission or neglect to give such notice or to make any such entry as aforesaid.

e. Any share so forfeited shall be deemed to be the property of the Company and may be sold; re-allotted, or otherwise disposed of either to the original holder thereof or to any other Person upon such terms and in such manner as the Board shall think fit.

f. Any Shareholder whose shares have been forfeited shall, cease to be a shareholder of the Company and notwithstanding the forfeiture, be liable to pay and shall forthwith pay to the Company on demand all calls, installments , interest and expenses and other money owing upon or in respect of such shares at the time of the forfeiture together with interest thereon from the time of the forfeiture until payment at such rate as the Board may determine and the Board may enforce, (if it thinks fit), payment thereof as if it were a new call made at the date of forfeiture.

g. The forfeiture of a share shall involve extinction at the time of the forfeiture of all interest in all claims and demands against the Company, in respect of the share and all other rights incidental to the share, except only such of these rights as by these Articles are expressly saved.

h. A duly verified declaration in writing that the declarant is a Director or Secretary of the Company and that a share in the Company has been duly forfeited in accordance with these Articles on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all Persons claiming to be entitled to the shares.

i. Upon any sale after forfeiture or for enforcing a lien in purported exercise of the powers hereinbefore given, the Board may appoint some Person to execute an instrument of transfer of the shares sold and cause the purchaser’s name to be entered in the Register of Members in respect of the shares sold and the purchaser shall not be bound to see to the regularity of the proceedings, or to the application of the purchase money, and after his name has been entered in the Register of Members in respect of such shares, the validity of the sale shall not be impeached by any person and the remedy of any person aggrieved by the sale shall be in damages only and against the Company exclusively.

j. Upon any sale, re-allotment or other disposal under the provisions of the preceding Articles, the certificate or certificates originally issued in respect of the relevant shares shall, (unless the same shall on demand by the Company have been previously surrendered to it by the defaulting Shareholder), stand cancelled and become null and void and of no effect and the Board shall be entitled to issue a new certificate or certificates in respect of the said shares to the person or persons entitled thereto.

k. The Board may, at any time, before any share so forfeited shall have been sold, re- allotted or otherwise disposed of, annul the forfeiture thereof upon such conditions as it thinks fit.

l. The Directors may subject to the provisions of the Act, accept a surrender of any share certificates from or by any Shareholder desirous of surrendering them on such terms as the Directors think fit.

ALTERATION OF SHARE CAPITAL

Subject to these Articles and Section 61 of the Act, the Company may, by an Ordinary Resolution in General Meeting from time to time, alter the conditions of its Memorandum as follows, that is to say, it may:

a. increase its Share Capital by such amount as it thinks expedient;

b. consolidate and divide all or any of its Share Capital into shares of larger amount than its existing shares:

c. Provided that no consolidation and division which results in changes in the voting percentage of Shareholders shall take effect unless it is approved by the Tribunal on an application made in the prescribed manner;

d. convert all or any of its fully Paid-up shares into stock, and reconvert that stock into fully Paid up shares of any denomination;

e. sub-divide its existing Shares, or any of them, into shares of smaller amount than is fixed by the Memorandum, so, however, that in the sub-division the proportion between the amount paid and the amount, if any, unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived; and

f. cancel its Shares which, at the date of the passing of the resolution in that behalf, have not been taken or agreed to be taken by any person, and diminish the amount of its Share Capital by the amount of the shares so cancelled. Cancellation of shares in pursuance of this Article shall not be deemed to be reduction of Share Capital within the meaning of the Act.

REDUCTION OF SHARE CAPITAL

The Company may, subject to the applicable provisions of the Act, from time to time by a Special Resolution, reduce its Capital, any capital redemption reserve account and the securities premium account in any manner for the time being authorized by Law. This Article is not to derogate any power the Company would have under Law, if it were omitted.

POWER OF COMPANY TO PURCHASE ITS OWN SECURITIES

Pursuant to a resolution of the Board or a Special Resolution of the Shareholders, as required under the Act, the Company may purchase its own Equity Shares or other Securities, as may be specified by the Act read with Rules made there under from time to time, by way of a buy- back arrangement, in accordance with Sections 68, 69 and 70 of the Act, the Rules and subject to compliance with the applicable Laws.

POWER TO MODIFY RIGHTS

a. Where, the Capital, is divided (unless otherwise provided by the terms of issue of the shares of that class) into different classes of shares, all or any of the rights and privileges attached to each class may be varied, subject to the provisions of Section 48 of the Act and applicable Laws, and whether or not the Company is being wound up, be varied provided the same is affected with consent in writing of the holders of not less than three-fourths of the issued shares of that class or by way of a Special Resolution passed at a separate meeting of the holders of the issued shares of that class.

b. To every such separate meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

c. The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.

REGISTERS TO BE MAINTAINED BY THE COMPANY

a. The Company shall, in terms of the provisions of Section 88 of the Act, cause to be kept the following registers in terms of the applicable provisions of the Act

   I A Register of Members indicating separately for each class of Equity Shares and preference shares held by each Shareholder residing in or outside India;

   II A register of Debenture holders; and

   III A register of any other security holders.

b. The Company may keep in any country outside India, a part of the registers referred above, called "foreign register" containing names and particulars of the Shareholders, Debenture holders or holders of other Securities or beneficial owners residing outside India.

c. The registers mentioned in this Article shall be kept and maintained in the manner prescribed under the Companies (Management and Administration) Rules, 2014.

SHARES AND SHARE CERTIFICATES

a. The Company shall issue, re-issue and issue duplicate share certificates in accordance with the provisions of the Act and in the form and manner prescribed under the Companies (Share Capital and Debentures) Rules, 2014.

b. A duplicate certificate of shares may be issued, if such certificate:

   I is proved to have been lost or destroyed; or

   II has been defaced, mutilated or torn; and is surrendered to the Company.

c. The Company shall be entitled to dematerialise its existing Shares, rematerialise its Shares held in the depository and/or to offer its fresh shares in a dematerialised form pursuant to the Depositories Act, and the regulations framed there under, if any.

d. If any certificate be worn out, defaced, mutilated or torn or if there be no further space on the back thereof for endorsement of transfer, then upon production and surrender thereof to the Company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the Company and on execution of such indemnity as the Company deems adequate, being given, a new Certificate in lieu thereof shall be given to the party entitled to such lost or destroyed Certificate. Every Certificate under the Articles shall be issued without payment of fees if the Directors so decide, or on payment of such fees (not exceeding rupees fifty for each certificate) as the Directors shall prescribe. Provided that, no fee shall be charged for issue of a new certificate in replacement of those which are old, defaced or worn out or where there is no further s pace on the back thereof for endorsement of transfer.

   Provided that notwithstanding what is stated above, the Directors shall comply with the applicable provisions of the Act and Law.

e. The provisions of this Article shall mutatis mutandis apply to Debentures and other Securities of the Company.

B. When a new share certificate has been issued in pursuance of sub-article (e) of this Article, it shall be in the form and manner stated under the Companies (Share Capital and Debentures) Rules, 2014.

C. All blank forms to be used for issue of share certificates shall be printed and the printing shall be done only on the authority of a resolution of the Board. The blank forms shall be consecutively machine–numbered and the forms and the blocks, engravings, facsimiles and hues relating to the printing of such forms shall be kept in the custody of the Secretary or of such other person as the Board may authorize for the purpose and the Secretary or the other person aforesaid shall be responsible for rendering an account of these forms to the Board. Every forfeited or surrendered share held in material form shall continue to bear the number by which the same was originally distinguished.

D. The Secretary of the Company shall be responsible for the maintenance, preservation and safe custody of all books and documents relating to the issue of share certificates including the blank forms of the share certificate referred to in sub- article (g) of this Article.

E. All books referred to in sub-article (h) of this Article, shall be preserved in the manner specified in the Companies (Share Capital and Debentures) Rules, 2014.

F. The details in relation to any renewal or duplicate share certificates shall be entered into the register of renewed and duplicate share certificates, as prescribed under the Companies (Share Capital and Debentures) Rules, 2014.

G. If any Shares stands in the names of 2 (two) or more Persons, the Person first named in the Register of Members shall as regards receipt of Dividends or bonus, or service of notices and all or any other matters connected with the Company except voting at meetings and the transfer of shares, be deemed the sole holder thereof, but the joint holders of such Shares shall be severally as well as jointly liable for the payment of all deposits, installments and calls due in respect of such Shares, and for all incidents thereof according to these Articles.

H. Except as ordered by a court of competent jurisdiction or as may be required by Law, the Company shall be entitled to treat the Shareholder whose name appears on the Register of Members as the holder of such Equity Shares or whose name appears as the beneficial owner of such Equity Shares in the records of the Depository, as the absolute owner thereof and accordingly shall not be bound to recognise any benami, trust or equity or equitable, contingent or other claim to or interest in such Equity Shares on the part of any other Person whether or not such Shareholder shall have express or implied notice thereof. The Board shall be entitled at their sole discretion to register any Equity Shares in the joint names of any 2 (two) or more Persons or the survivor or survivors of them. The Company shall not be bound to register more than 3 (three) persons as the joint holders of any share except in the case of executors or trustees of a deceased member.

SHARES AT THE DISPOSAL OF THE DIRECTORS

I. Subject to the provisions of Section 62 and other applicable provisions of the Act, and these Articles, the shares in the Capital of the Company for the time being (including any shares forming part of any increased Capital of the Company) shall be under the control of the Board who may issue, allot or otherwise dispose of the same or any of them to Persons in such proportion and on such terms and conditions and either at a premium or at par at such time as they may, from time to time, think fit.

J. Subject to applicable Law, the Directors are hereby authorised to issue Equity Shares or Debentures (whether or not convertible into Equity Shares) for offer and allotment to such of the officers, employees and workers of the Company as the Directors may decide or the trustees of such trust as may be set up for the benefit of the officers, employees and workers in accordance with the terms and conditions of such scheme, plan or proposal as the Directors may formulate. Subject to the consent of the Stock Exchanges and SEBI, the Directors may impose the condition that the shares in or debentures of the Company so allotted shall not be transferable for a specified period.

K. If, by the conditions of allotment of any share, the whole or part of the amount thereof shall be payable by installments, every such installment shall, when due, be paid to the Company by the person who, for the time being, shall be the registered holder of the shares or by his executor or administrator.

L. Every Shareholder, or his heirs, Executors, or Administrators shall pay to the Company, the portion of the Capital represented by his share or shares which may for the time being remain unpaid thereon in such amounts at such time or times and in such manner as the Board shall from time to time in accordance with the Articles require or fix for the payment thereof.

M. In accordance with Section 56 and other applicable provisions of the Act and the Rules:

I Every Shareholder or allottee of shares shall be entitled without payment, to receive one or more certificates specifying the name of the Person in whose favour it is issued, the shares to which it relates and the amount paid up thereon. Such certificates shall be issued only in pursuance of a resolution passed by the Board and on surrender to the Company of its letter of allotment or its fractional coupon of requisite value, save in cases of issue of share certificates against letters of acceptance or of renunciation, or in cases of issue of bonus shares. Such share certificates shall also be issued in the event of consolidation or sub-division of shares of the Company. Every such certificate shall be issued in the manner prescribed under section 46 of the Act and the Rules framed there under. Particulars of every share certificate issued shall be entered in the Register of Members against the name of the Person, to whom it has been issued, indicating the date of issue. A certificate issued under the Seal of the Company, if any, or signed by two Directors or by a Director and the Secretary, specifying the Shares held by any Person shall be prima facie evidence of the title of the Person to such Shares. Where the Shares are held in depository form, the record of Depository shall be the prima facie evidence of the interest of the beneficial owner.

II Every Shareholder shall be entitled, without payment, to one or more certificates, in marketable lots, for all the shares of each class or denomination registered in his name, or if the Directors so approve (upon paying such fee as the Directors may from time to time determine) to several certificates, each for one or more of such shares and the Company shall complete and have ready for delivery such certificates within 2 (two) months from the date of allotment in case of Shares and 6 (six) months from the date of allotment in case of Debentures, or within 1 (one) month of the receipt of instrument of transfer, transmission, sub-division, consolidation or renewal of its shares as the case may be. Every certificate of shares shall be in the form and

manner as specified in Article 17 above and in respect of a share or shares held jointly by several Persons, the Company shall not be bound to issue more than one certificate and delivery of a certificate of shares to the first named joint holders shall be sufficient delivery to all such holders. For any further certificate, the Board shall be entitled but shall not be bound, to prescribe a charge not exceeding Rs. 20 (Rupees 20).

III the Board may, at their absolute discretion, refuse any applications for the sub-division of share certificates or Debenture certificates, into denominations less than marketable lots except where sub-division is required to be made to comply with any statutory provision or an order of a competent court of law or at a request from a Shareholder or to convert holding of odd lot into transferable/marketable lot. Where share certificates are issued in either more or less than marketable lots, sub- division or consolidation of share certificates into marketable lots shall be done free of charge.

IV A Director may sign a share certificate by affixing his signature thereon by means of any machine, equipment or other mechanical means, such as engraving in metal or lithography, but not by means of a rubber stamp, provided that the Director shall be responsible for the safe custody of such machine, equipment or other material used for the purpose.

UNDERWRITING AND BROKERAGE

N. Subject to the applicable provisions of the Act, the Company may at any time pay a commission to any person in connection with the subscription or procurement of subscription to its securities, whether absolute or conditional, for any shares or Debentures in the Company in accordance with the provisions of the Companies (Prospectus and Allotment of Securities) Rules, 2014.

O. The Company may also, on any issue of shares or Debentures, pay such reasonable brokerage as may be lawful.

FURTHER ISSUE OF SHARE CAPITAL

P. Where at any time, the Company proposes to increase its subscribed capital by the issue of further shares, such shares shall be offered—

(I) to persons who, at the date of the offer, are holders of Equity Shares of the Company in proportion, as nearly as circumstances admit, to the Paid-up Share Capital on those shares by sending a letter of offer subject to the following conditions, namely:

A) the offer shall be made by notice specifying the number of shares offered and limiting a time not being less than 15 (fifteen) days and not exceeding 30 (thirty) days from the date of the offer within which the offer, if not accepted, shall be deemed to have been declined;

B) the offer aforesaid shall be deemed to include a right exercisable by the Person concerned to renounce the shares offered to him or any of them in favour of any other Person; and the notice referred to in Article 20(a)(i)A above shall contain a statement of this right;

C) after the expiry of the time specified in the notice aforesaid, or on receipt of earlier intimation from the Person to whom such notice is given that he declines to accept the shares offered, the Board may dispose of them in such manner which is not disadvantageous to the Shareholders and the Company.

(II) to employees under a scheme of employees' stock option, subject to Special Resolution passed by the Company and subject to the Rules and such other conditions, as may be prescribed under Law; or

Q. to any persons, if it is authorised by a Special Resolution, whether or not those Persons include the Persons referred to in sub-articles (i) or Article (ii) above, either for cash or for a consideration other than cash, if the price of such shares is determined by the valuation report of a registered valuer subject to the Rules and such other conditions, as may be prescribed under Law.

R. The notice referred to in sub-clause A of Article 20(a)(i)(A) shall be dispatched through registered post or speed post or through electronic mode to all the existing Shareholders at least 3 (three) days before the opening of the issue.

S. Nothing in this Article shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the Debentures issued or loan raised by the Company to convert such Debentures or loans into shares in the Company.

Provided that the terms of issue of such Debentures or loan containing such an option have been approved before the issue of such Debentures or the raising of loan by a Special Resolution passed by the Company in a General Meeting.

T. The provisions contained in this Article shall be subject to the provisions of Section 42 and Section 62 of the Act and the Rules.

NOMINATION BY SECURITIES HOLDERS

A. Every holder of Securities of the Company may, at any time, nominate, in the manner prescribed under the Companies (Share Capital and Debentures) Rules, 2014, a Person as his nominee in whom the Securities of the Company held by him shall vest in the event of his death.

B. Where the Securities of the Company are held by more than one Person jointly, the joint holders may together nominate, in the manner prescribed under the Companies (Share Capital and Debentures) Rules, 2014, a Person as their nominee in whom all the rights in the Securities of the Company shall vest in the event of death of all the joint holders.

C. Notwithstanding anything contained in any other Law for the time being in force or in any disposition, whether testamentary or otherwise, in respect of the Securities of the Company, where a nomination made in the manner prescribed under the Companies (Share Capital and Debentures) Rules, 2014, purports to confer on any Person the right to vest the Securities of the Company, the nominee shall, on the death of the holder of Securities of the Company or, as the case may be, on the death of the joint holders become entitled to all the rights in Securities of the holder or, as the case may be, of all the joint holders, in relation to such Securities of the Company to the exclusion of all other Persons, unless the nomination is varied or cancelled in the prescribed manner under the Companies (Share Capital and Debentures) Rules, 2014.

D. Where the nominee is a minor, the holder of the Securities concerned, can make the nomination to appoint in prescribed manner under the Companies (Share Capital and Debentures) Rules, 2014, any Person to become entitled to the Securities of the Company in the event of his death, during the minority.

E. The transmission of Securities of the Company by the holders of such Securities and transfer in case of nomination shall be subject to and in accordance with the provisions of the Companies (Share Capital and Debentures) Rules, 2014.

NOMINATION FOR DEPOSITS

A security holder may, at any time, make a nomination and the provisions of Section 72 of the Act shall, as far as may be, apply to the nominations made in relation to the deposits made subject to the provisions of the Rules as may be prescribed in this regard.

NOMINATION IN CERTAIN OTHER CASES

Subject to the applicable provisions of the Act and these Articles, any person becoming entitled to Securities in consequence of the death, lunacy, bankruptcy or insolvency of any holder of Securities, or by any lawful means other than by a transfer in accordance with these Articles, may, with the consent of the Board (which it shall not be under any obligation to give), upon producing such evidence that he sustains the character in respect of which he proposes to act under this Article or of such title as the Board thinks sufficient, either be registered himself as the holder of the Securities or elect to have some Person nominated by him and approved by the Board registered as such holder; provided nevertheless that, if such Person shall elect to have his nominee registered, he shall testify the election by executing in favour of his nominee an instrument of transfer in accordance with the provisions herein contained and until he does so, he shall not be freed from any liability in respect of the Securities.

BORROWING POWERS

A. Subject to the provisions of Sections 73, 179 and 180, and other applicable provisions of the Act and these Articles, the Board may, from time to time, at its discretion by resolution passed at the meeting of a Board:

(I) accept or renew deposits from Shareholders;

(II) borrow money by way of issuance of Debentures;

(III) borrow money otherwise than on Debentures;

(IV) accept deposits from Shareholders either in advance of calls or otherwise; and

(V) generally raise or borrow or secure the payment of any sum or sums of money for the purposes of the Company.

B. Provided, however, that where the money to be borrowed together with the money already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceed the aggregate of the Paid-up capital of the Company and its free reserves (not being reserves set apart for any specific purpose), the Board

shall not borrow such money without the consent of the Company by way of a Special Resolution in a General Meeting.

C. Subject to the provisions of these Articles, the payment or repayment of money borrowed as aforesaid may be secured in such manner and upon such terms and conditions in all respects as the resolution of the Board (not by circular resolution) shall prescribe including by the issue of bonds, perpetual or redeemable Debentures or debenture–stock, or any mortgage, charge, hypothecation, pledge, lien or other security on the undertaking of the whole or any part of the property of the Company (including its uncalled Capital), both present and future. and Debentures and other Securities may be assignable free from any equities between the Company and the Person to whom the same may be issued.

D. Subject to the applicable provisions of the Act and these Articles, any bonds, Debentures, debenture-stock or other Securities may if permissible in Law be issued at a discount, premium or otherwise by the Company and shall with the consent of the Board be issued upon such terms and conditions and in such manner and for such consideration as the Board shall consider to be for the benefit of the Company, and on the condition that they or any part of them may be convertible into Equity Shares of any denomination, and with any privileges and conditions as to the redemption, surrender, allotment of shares, appointment of Directors or otherwise. Provided that Debentures with rights to allotment of or conversion into Equity Shares shall not be issued except with, the sanction of the Company in General Meeting accorded by a Special Resolution.

E. The Board shall cause a proper Register to be kept in accordance with the provisions of Section 85 of the Act of all mortgages and charges specifically affecting the property of the Company; and shall cause the requirements of the relevant provisions of the Act in that behalf to be duly complied with within the time prescribed under the Act or such extensions thereof as may be permitted under the Act, as the case may be, so far as they are required to be complied with by the Board. Company shall have the power to keep in any state or country outside India a branch register of debenture holders resident in that state or country.

F. Any capital required by the Company for its working capital and other capital funding requirements may be obtained in such form as decided by the Board from time to time.

G. The Company shall also comply with the provisions of the Companies (Registration of Charges) Rules, 2014 in relation to the creation and registration of aforesaid charges by the Company.

SHARE WARRANTS

A. Share warrants may be issued as per the provisions of applicable Law.

B. Power to issue share warrants

The Company may issue share warrants subject to, and in accordance with the provisions of the Act, and accordingly the Board may in its discretion, with respect to any share which is fully paid-up on application in writing signed by the persons registered as holder of the share, and authenticated, by such evidence (if any) as the Board may, from time to time, require as to the identity of the person signing the application, and on receiving the certificate (if any) of the share, and the amount of the stamp duty on the warrant and such fee as the Board may from time to time require, issue a share warrant.

C. Deposit of share warrant

(I) The bearer of a share warrant may at any time deposit the warrant at the office of the Company, and so long as the warrant remains so deposited, the depositor shall have the same right of signing a requisition for calling a meeting of the Company, and of attending, and voting and exercising the other privileges of a Member at any meeting held after the expiry of two clear days from the time of deposit as if his name were inserted in the Register of Members as the holder of the share included in the deposited warrant.

(II) Not more than one person shall be recognised as depositor of the share warrant.

(III) The Company shall, on two days' written notice, return the deposited share warrant to the depositor.

D. Privileges and disabilities of the holders of share warrant

(I) Subject as herein otherwise expressly provided, no person shall, as bearer of a share warrant sign a requisition for calling a meeting of the Company, or attend or vote or exercise any other privileges of a Member at a meeting of the Company, or be entitled to receive any notices from the Company.

(II) The bearer of a share warrant shall be entitled in all other respects to the same privileges and advantages as if he was named in the Register of Members as the holder of the share included in the warrant, and shall be a Member of the Company.

E. Issue of new Share W arrant or Coupon

The Board may, from time to time, make rules as to the terms on which (if it shall think fit) a new share warrant or coupon may be issued by way of renewal in case of defacement, loss or destruct.

CONVERSION OF SHARES INTO STOCK AND RE-CONVERSION

a. The Company in General Meeting may, by Ordinary Resolution, convert any Paid-up shares into stock and when any shares shall have been converted into stock, the several holders of such stock may henceforth transfer their respective interest therein, or any part of such interests, in the same manner and subject to the same regulations as those subject to which shares from which the stock arose might have been transferred, if no such conversion had taken place or as near thereto as circumstances will admit. The Company may, by an Ordinary Resolution, at any time reconvert any stock into Paid-up shares of any denomination. Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so however such minimum shall not exceed the nominal account from which the stock arose.

b. The holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards Dividends, voting at meetings of the Company, and other matters, as if they held the shares from which the stock arose, but no such privileges or advantages, (except participation in the Dividends and profits of the Company and in the assets on winding-up), shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

c. Where the shares are converted into stock, such of the Articles as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock -holder" respectively.

CAPITALISATION OF PROFITS

The Company in General Meeting may, upon the recommendation of the Board, resolve:

A. that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the Company's reserve accounts or to the credit of the Company's profit and loss account or otherwise, as available for distribution, and

B. that such sum be accordingly set free from distribution in the manner specified herein below in sub-article (c) as amongst the Shareholders who would have been entitled thereto, if distributed by way of Dividends and in the same proportions.

C. The sum aforesaid shall not be paid in cash but shall be applied either in or towards:

1. paying up any amounts for the time being unpaid on any shares held by such Shareholders respectively;

2. paying up in full, un-issued shares of the Company to be allotted, distributed and credited as fully Paid up, to and amongst such Shareholders in the proportions aforesaid; or

3. partly in the way specified in sub-article (i) and partly in the way specified in sub-article (ii).

D. A securities premium account may be applied as per Section 52 of the Act, and a capital redemption reserve account may, duly be applied in paying up of unissued shares to be issued to Shareholders of the Company as fully paid bonus shares.

RESOLUTION FOR CAPITALISATION OF RESERVES AND ISSUE OF FRACTIONAL CERTIFICATE

A. The Board shall give effect to a Resolution passed by the Company in pursuance of this Article 28.

B. Whenever such a Resolution as aforesaid shall have been passed, the Board shall:

(I) make all appropriation and applications of undivided profits (resolved to be capitalized thereby), and all allotments and issues of fully paid shares or Securities, if any; and

(II) generally do all acts and things required to give effect thereto.

C. The Board shall have full power:

1. to make such provisions, by the issue of fractional certificates or by payments in cash or otherwise as it thinks fit, in the case of shares or debentures becoming distributable in fraction; and

2. to authorize any person, on behalf of all the Shareholders entitled thereto, to enter into an agreement with the Company providing for the allotment to such Shareholders, credited as fully paid up, of any further shares or debentures to which they may be entitled upon such capitalization or (as the case may require) for the payment of by the Company on their behalf, by the application thereto of their respective proportions of the profits resolved to be capitalised of the amounts or any parts of the amounts remaining unpaid on the shares.

D. Any agreement made under such authority shall be effective and binding on all such shareholders.

ANNUAL GENERAL MEETING

In accordance with the provisions of Section 96 of the Act, the Company shall in each year hold a General Meeting specified as its Annual General Meeting and shall specify the meeting as such in the notices convening such meetings. Further, subject to the provisions of the Act, not more than 15 (fifteen) months' gap shall elapse between the date of one Annual General Meeting and that of the next. All General Meetings other than Annual General Meetings shall be Extraordinary General Meetings.

WHEN ANNUAL GENERAL MEETING TO BE HELD

Nothing contained in the foregoing provisions shall be taken as affecting the right conferred upon the Registrar under the provisions of Section 96 (1) of the Act to extend the time within which any Annual General Meeting may be held.

VENUE, DAY AND TIME FOR HOLDING ANNUAL GENERAL MEETING

A. Every Annual General Meeting shall be called during business hours as specified under the Act or Rules on a day that is not a national holiday, and shall be held at the Office of the Company or at some other place within the city, town or village in which the Office of the Company is situated, as the Board may determine and the notices calling the Meeting shall specify it as the Annual General Meeting.

B. Every Shareholder of the Company shall be entitled to attend the Annual General Meeting either in person or by proxy and the Auditor of the Company shall have the right to attend and to be heard at any General Meeting which he attends on any part of the business which concerns him as Auditor. At every Annual General Meeting of the Company there shall be laid on the table, the Directors' Report and Audited Statement of Accounts, Auditors' Report, (if not already incorporated in the Audited Statement of Accounts), the proxy Register with proxies and the Register of Directors' shareholdings which latter Register shall remain open and accessible during the continuance of the Meeting. The Board shall cause to be prepared the Annual Return and forward the same to the Registrar, in accordance with Sections 92 and 137 of the Act. The Directors are also entitled to attend the Annual General Meeting.

NOTICE OF GENERAL MEETINGS

A. Number of days' notice of General Meeting to be given: A General Meeting of the Company may be called by giving not less than 21 (twenty-one) days clear notice in writing or in electronic mode, excluding the day on which notice is served or deemed to be served. However, a General Meeting may be called after giving shorter notice if consent is given in writing or by electronic mode by not less than 95 (ninety-five) percent of the Shareholders entitled to vote at that meeting.

The notice of every meeting shall be given to:

(I) every Shareholder, legal representative of any deceased Shareholder or the assignee of an insolvent member of the Company;

(II) Auditor or Auditors of the Company; and

(III) All Directors.

The accidental omission to give any such notice as aforesaid to any of the Shareholders, or the non-receipt thereof, shall not invalidate any resolution passed at any such meeting.

B. Notice of meeting to specify place, etc., and to contain statement of business: Notice of every meeting of the Company shall specify the place, date, day and hour of the meeting, and shall contain a statement of the business to be transacted thereat shall be given in the manner prescribed under Section 102 of the Act.

C. Contents and manner of service of notice and Persons on whom it is to be served: Every notice may be served by the Company on any Shareholder thereof either in writing or through electronic mode as prescribed in the Act and relevant Rules thereunder personally or by sending it by post to their/its registered address in India and if there be no registered address in India, to the address supplied by the Shareholder to the Company for giving the notice to the Shareholder.

D. Special Business : Subject to the applicable provisions of the Act, where any items of business to be transacted at the meeting are deemed to be special, there shall be annexed to the notice of the meeting a statement setting out all material facts concerning each item of business including any particular nature of the concern or interest if any therein of every Director or manager (as defined under the provisions of the Act), if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid and where any item of special business

relates to or affects any other company, the extent of shareholding interest in that other company of every Director or manager (as defined under the provisions of the Act), if any or key managerial personnel (as defined under the provisions of the Act) or the relatives of any of the aforesaid of the first mentioned company shall also be set out in the statement if the extent of such interest is not less than 2 per cent of the paid up share capital of that other company. All business transacted at any meeting of the Company shall be deemed to be special. In case of an Annual General Meeting of the Company, all business to be transacted thereat shall be deemed to be special with the exception of the business specified in Section 102 of the Act.

E. Resolution requiring Special Notice: With regard to resolutions in respect of which special notice is required to be given by the Act, a special notice shall be given as required by Section 115 of the Act.

F. Notice of Adjourned Meeting when necessary: When a meeting is adjourned for 30 (thirty) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting in accordance with the applicable provisions of the Act.

G. Notice when not necessary: Save as aforesaid, and as provided in Section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

H. The notice of the General Meeting shall comply with the provisions of Companies (Management and Administration) Rules, 2014.

REQUISITION OF EXTRAORDINARY GENERAL MEETING

A. The Board may, whenever it thinks fit, call an Extraordinary General Meeting or it shall do so upon a requisition received from such number of Shareholders who hold, on the date of receipt of the requisition, not less than one-tenth of such of the Paid up Share Capital of the Company as on that date carries the right of voting and such meeting shall be held at the Office or at such place and at such time as the Board thinks fit.

B. Any valid requisition so made by Shareholders must state the object or objects of the meeting proposed to be called, and must be signed by the requisitionists and be deposited at the Office; provided that such requisition may consist of several documents in like form each signed by one or more requisitionists.

C. Upon the receipt of any such valid requisition, the Board shall forthwith call an Extraordinary General Meeting and if they do not proceed within 21 (twenty -one) days from the date of the requisition being deposited at the Office to cause a meeting to be called on a day not later than 45 (forty-five) days from the date of deposit of the requisition, the requisitionists or such of their number as represent either a majority in value of the Paid up Share Capital held by all of them or not less than one- tenth of such of the Paid-up Share Capital of the Company as is referred to in Section 100 of the Act, whichever is less, may themselves call the meeting, but in either case any meeting so called shall be held within three months from the date of the delivery of the requisition as aforesaid.

D. Any meeting called under the foregoing sub-articles by the requisitionists, shall be called in the same manner, as nearly as possible, as that in which a meeting is to be called by the Board.

E. No General Meeting, Annual or Extraordinary, shall be competent to enter into, discuss or transact any business which has not been mentioned in the notice or notices by which it was convened.

F. The Extraordinary General Meeting called under this Article shall be subject to and in accordance with the provisions under the Act read with the Companies (Management and Administration) Rules, 2014.

NO BUSINESS TO BE TRANSACTED IN GENERAL MEETING IF QUORUM IS NOT PRESENT

The quorum for the Shareholders' Meeting shall be in accordance with Section 103 of the Act. Subject to the provisions of Section 103(2) of the Act, if such a quorum is not present within half an hour from the time set for the Shareholders' Meeting, the meeting if convened by or upon the requisition of Members, shall stand dissolved but in case of any other Shareholders' Meeting shall be adjourned to the same day in the next week or if that day is a public holiday until the next succeeding day which is not a public holiday at the same time and place or to such other day at such other time and place as the Board may determine and the agenda for the adjourned Shareholders' Meeting shall remain the same. If at such adjourned meeting also, a quorum is not present, at the expiration of half an hour from the time appointed for holding the meeting, the members present shall be a quorum, and may transact the business for which the meeting was called.

CHAIRMAN

The Chairman of the Board shall be entitled to take the Chair at every General Meeting, whether Annual or Extraordinary. If there is no such Chairman of the Board or if at any meeting he shall not be present within fifteen minutes of the time appointed for holding such meeting or if he is unable or unwilling to take the Chair, then the Directors present shall elect one of them as Chairman. If no Director is present or if all the Directors present decline to take the Chair, then the Shareholders

present shall elect one of their members to be the Chairman of the meeting. No business shall be discussed at any General Meeting except the election of a Chairman while the Chair is vacant.

CHAIRMAN CAN ADJOURN THE GENERAL MEETING

The Chairman may, with the consent given in the meeting at which a quorum is present (and if so directed by the meeting) adjourn the General Meeting from time to time and from place to place within the city, town or village in which the Office of the Company is situate but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

DEMAND FOR POLL

A. At any General Meeting, a resolution put to the vote of the General Meeting shall, unless a poll is demanded in accordance with the Act, be decided in the manner set out in the Act. Before or on the declaration of the result of the voting on any resolution by a show of hands, a poll may be carried out in accordance with the applicable provisions of the Act or the voting is carried out electronically. Unless a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the Minute Book of the Company shall be conclusive evidence of the fact, of passing of such resolution or otherwise.

B. In the case of equal votes, the Chairman shall both on a show of hands and at a poll, (if any), have a casting vote in addition to the vote or votes to which he may be entitled as a Shareholder.

C. If a poll is demanded as aforesaid, the same shall subject to anything stated in these Articles be taken at such time, (not later than forty-eight hours from the time when the demand was made), and place within the city, town or village in which the Office of the Company is situate and either by a show of hands or by ballot or by postal ballot, as the Chairman shall direct and either at once or after an interval or adjournment, or otherwise and the result of the poll shall be deemed to be the decision of the meeting at which the poll was demanded. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll. The demand for a poll may be withdrawn at any time by the Person or Persons who made the demand.

D. Where a poll is to be taken, the Chairman of the meeting shall appoint such number of scrutinizers as prescribed under the Act and Rules to scrutinise the votes given on the poll and to report thereon to him. The Chairman shall have power at any time before the result of the poll is declared, to remove a scrutinizer from office and fill vacancies in the office of scrutinizer arising from such removal or from any other cause.

E. Any poll duly demanded on the election of a Chairman of a meeting or any question of adjournment, shall be taken at the meeting forthwith.

F. The demand for a poll except on the question of the election of the Chairman and of an adjournment shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded.

G. No report of the proceedings of any General Meeting of the Company shall be circulated or advertised at the expense of the Company unless it includes the matters required by these Articles or Section 118 of the Act to be contained in the Minutes of the proceedings of such meeting.

H. The Shareholders will do nothing to prevent the taking of any action by the Company or act contrary to or with the intent to evade or defeat the terms as contained in these Articles.

PASSING RESOLUTIONS BY POSTAL BALLOT

A. Notwithstanding any of the provisions of these Articles, the Company may, and in the case of resolutions relating to such business as notified under the Companies (Management and Administration) Rules, 2014, as amended, or other Law required to be passed by postal ballot, shall get any resolution passed by means of a postal ballot, instead of transacting the business in the General Meeting of the Company. Also, the Company may, in respect of any item of business other than ordinary business and any business in respect of which Directors or Auditors have a right to be heard at any meeting, transact the same by way of postal ballot.

B. Where the Company decides to pass any resolution by resorting to postal ballot, it shall follow the procedures as prescribed under Section 110 of the Act and the Companies (Management and Administration) Rules, 2014, as amended from time.

VOTES OF MEMBERS

A. No Shareholder shall be entitled to vote either personally or by proxy at any General Meeting or meeting of a class of Shareholders either upon a show of hands or upon a poll in respect of any shares registered in his name on which calls or other sums presently payable by him have not been paid or in regard to which the Company has exercised any right of lien.

B. Subject to the provisions of these Articles, without prejudice to any special privilege or restrictions as to voting for the time being attached to any class of shares for the time being forming a part of the Capital of the Company, every Shareholder not disqualified by the last preceding Article, shall be entitled to be present, and to speak and vote at such meeting, and on a show of hands, every Shareholder present in person shall have one vote and upon a poll, the voting right of such Shareholder present, either in person or by proxy, shall be in proportion to his share of the Paid Up Share Capital of the Company held alone or jointly with any other Person or Persons.

Provided however, if any Shareholder holding Preference shares be present at any meeting of the Company, save as provided in Section 47(2) of the Act, he shall have a right to vote only on resolutions placed before the Meeting, which directly affect the rights attached to his preference shares.

C. On a poll taken at a meeting of the Company, a Shareholder entitled to more than one vote, or his proxy, or any other Person entitled to vote for him (as the case may be), need not, if he votes, use or cast all his votes in the same way.

D. A Shareholder of unsound mind or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, through a committee or through his legal guardian; and any such committee or guardian may, on a poll vote by proxy. If any Shareholder be a minor his vote i n respect of his Share(s) shall be exercised by his guardian(s), who may be selected (in case of dispute) by the Chairman of the meeting.

E. If there be joint registered holders of any shares, any one of such Persons may vote at any meeting or may appoint another Person, (whether a Shareholder or not) as his proxy in respect of such shares, as if he were solely entitled thereto; but the proxy so appointed shall not have any right to speak at the meeting and if more than one of such joint-holders be present at any meeting, then one of the said Persons so present whose name stands higher in the Register of Members shall alone be entitled to speak and to vote in respect of such shares, but the other joint - holders shall be entitled to be present at the meeting. Executors or Administrators of a deceased Shareholder in whose name shares stand shall for the purpose of these Articles be deemed joint- holders thereof.

F. Subject to the provision of these Articles, votes may be given personally or by an attorney or by proxy. A body corporate, whether or not a Company within the meaning of the Act, being a Shareholder may vote either by a proxy or by a representative duly authorised in accordance with Section 113 of the Act and such representative shall be entitled to exercise the same rights and powers, (including the right to vote by proxy), on behalf of the body corporate which he represents as that body could have exercised if it were an individual Shareholder.

G. Any Person entitled to transfer any shares of the Company may vote at any General Meeting in respect thereof in the same manner as if he were the registered holder of such shares, provided that forty-eight hours at least before the time of holding the meeting or adjourned meeting, as the case may be, at which he proposes to vote, he shall satisfy the Board of his right to such shares and give such indemnity (if any) as the Board may require unless the Board shall have previously admitted his right to vote at such meeting in respect thereof.

H. Every proxy, (whether a Shareholder or not), shall be appointed in writing under the hand of the appointer or his attorney, or if such appointer is a corporation under the seal of such corporation or be signed by an officer or an attorney duly authorized by it, and any committee or guardian may appoint proxy. The proxy so appointed shall not have any right to speak at a meeting. An instrument of proxy may appoint a proxy either for (i) the purposes of a particular meeting (as specified in the instrument) or (ii) for any adjournment thereof or (iii) it may appoint a proxy for the purposes of every meeting of the Company, or (iv) of every meeting to be held before a date specified in the instrument for every adjournment of any such meeting.

I. A Shareholder present by proxy shall be entitled to vote only on a poll.

J. Every instrument of proxy whether for a specified meeting or otherwise should, as far as circumstances admit, be in any of the forms set out under Section 105 and other provisions of the Act and in the Companies (Management and Administration) Rules, 2014.

K. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death of the principal, or revocation of the proxy or of any power of attorney under which such proxy was signed, or the

transfer of the Share in respect of which the vote is given, provided that no intimation in writing of the death, revocation or transfer shall have been received at the Office before the meeting.

L. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at

M. which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the meeting, whose decision shall be final and conclusive.

N. The Chairman of any meeting shall be the sole judge of the validity of every vote tendered at such meeting. The Chairman present at the taking of a poll shall be in the sole judge of the validity of every vote tendered at such poll.

(I) The Company shall cause minutes of the proceedings of every General Meeting to be kept by making within 30 (thirty) days of the conclusion of every such meeting concerned, entries thereof in books kept for that purpose with their pages consecutively numbered.

(II) Each page of every such book shall be initialled or signed and the last page of the record of proceedings of each meeting in such book shall be dated and signed by the Chairman of the same meeting within the aforesaid period of 30 (thirty) days or in the event of the death or inability of that Chairman within that period, by a Director duly authorised by the Board for that purpose.

(III) The Minutes of each meeting shall contain a fair and correct summary of the proceedings thereat.

(IV) All appointments of Directors of the Company made at any meeting aforesaid shall be included in the minutes of the meeting.

(V) Nothing herein contained shall require or be deemed to require the inclusion in any such Minutes of any matter which in the opinion of the Chairman of the Meeting (i) is or could reasonably be regarded as, defamatory of any person, or (ii) is irrelevant or immaterial to the proceedings, or (iii) is detrimental to the interests of the Company. The Chairman of the meeting shall exercise an absolute discretion in regard to the inclusion or non-inclusion of any matter in the Minutes on the aforesaid grounds.

(VI) Any such Minutes shall be evidence of the proceedings recorded therein.

(VII) The book containing the Minutes of proceedings of General Meetings shall be kept at the Office of the Company and shall be open, during business hours, for such periods not being less in the aggregate than two hours in each day as the Board determines, for the inspection of any Shareholder without charge.

(VIII) The Company shall cause minutes to be duly entered in books provided for the purpose of:

A. the names of the Directors and Alternate Directors present at each General Meeting;

B. all Resolutions and proceedings of General Meeting.

O. All matters arising at a General Meeting of the Company, other than as specified in the Act or these Articles if any, shall be decided by a majority vote.

P. Any corporation which is a Shareholder of the Company may, by resolution of the Board or other governing body, authorise such person as it thinks fit to act as its representative at any meeting of the Company and the said person so authorised shall be entitled to exercise the same powers on behalf of the corporation which he represents as that corporation could have exercised if it were an individual Shareholder in the Company (including the right to vote by proxy).

Q. The Company shall also provide e-voting facility to the Shareholders of the Company in terms of the provisions of the Companies (Management and Administration) Rules, 2014, SEBI Listing Regulations or any other Law, if applicable to the Company.

DIRECTORS

The following shall be the First Directors of the Company:

1) Sanjay Kumar Fulfagar

2) Ummedmal Chainroop Baid

a. Subject to the applicable provisions of the Act, the number of Directors of the Company shall not be less than 3 (three) and not more than 15 (fifteen). However, the Company may at any time appoint more than 15 (fifteen) directors after passing Special Resolution at a General Meeting. The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the provisions of

the SEBI Listing Regulations. The Board shall have an optimum combination of executive and Independent Directors with at least 1 (one) woman Director, as may be prescribed by Law from time to time.

b. Subject to Article 41(a), Sections 149, 152 and 163 of the Act and other provisions of the Act, the Company may increase or reduce the number of Directors.

c. The Company may, and subject to the provisions of Section 169 of the Act, remove any Director before the expiration of his period of office and appoint another Director.

CHAIRMAN OF THE BOARD OF DIRECTORS

a. The members of the Board shall elect any one of them as the Chairman of the Board. The Chairman shall preside at all meetings of the Board and the General Meeting of the Company. The Chairman shall have a casting vote in the event of a tie.

b. If for any reason the Chairman is not present at the meeting or is unwilling to act as Chairman, the members of the Board shall appoint any one of the remaining Directors as the Chairman.

APPOINTMENT OF ALTERNATE DIRECTORS

Subject to Section 161 of the Act, the Board shall be entitled to nominate an alternate director to act for a director of the Company during such director's absence for a period of not less than 3 (three) months from India. The Board may appoint such a person as an Alternate Director to act for a Director (hereinafter called "the Original Director") (subject to such person being acceptable to the Chairman) during the Original Director's absence. An Alternate Director appointed under this Article shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate office if and when the Original Director returns to India. If the term of the office of the Original Director is determined before he so returns to India, any provisions in the Act or in these Articles for automatic re-appointment shall apply to the Original Director and not to the Alternate Director.

CASUAL VACANCY AND ADDITIONAL DIRECTORS

Subject to the applicable provisions of the Act and these Articles, the Board shall have the power at any time and from time to time to appoint any qualified Person to be a Director either as an addition to the Board or to fill a casual vacancy but so that the total number of Directors shall not at any time exceed the maximum number fixed under Article 40. Any Person so appointed as an addition shall hold office only up to the earlier of the date of the next Annual General Meeting or at the last date on which the Annual General Meeting should have been held but shall be eligible for appointment by the Company as a Director at that meeting subject to the applicable provisions of the Act.

DEBENTURE DIRECTORS

If it is provided by a trust deed, securing or otherwise, in connection with any issue of Debentures of the Company, that any Person/lender or Persons/lenders shall have power to nominate a Director of the Company, then in the case of any and every such issue of Debentures, the Person/lender or Persons/lenders having such power may exercise such power from time to time and appoint a Director accordingly. Any Director so appointed is herein referred to a Debenture Director. A Debenture Director may be removed from office at any time by the Person/lender or Persons/lenders in whom for the time being is vested the power under which he was appointed and another Director may be appointed in his place. A Debenture Director shall not be bound to hold any qualification shares and shall not be liable to retire by rotation or be removed by the Company, but shall automatically cease and vacate office as a Director if and when the Debentures are fully discharged.

INDEPENDENT DIRECTORS

The Company shall have such number of Independent Directors on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable. Further, the appointment of such Independent Directors shall be in terms of the aforesaid provisions of Law and subject to the requirements prescribed SEBI Listing Regulations.

NOMINEE DIRECTORS

a. The Board may appoint any person as a director nominated by any institution in pursuance of the provisions of any Law for the time being in force or of any agreement or by the Central Government or the State Government by virtue of its shareholding in a Government Company.

b. So long as any moneys remain owing by the Company to The Industrial Development Bank of India, Industrial Finance Corporation of India, The Industrial Credit and Investment Corporation of India Limited, The Industrial Reconstruction Corporation of India Limited, Life Insurance Corporation of India, General Insurance Corporation of

India, National Insurance Company Limited, The Oriental Fire & General Insurance Company Limited, The New India Assurance Company Limited, United India Insurance Company Ltd., Karnataka State Indus trial Investment and Development Corporation Ltd. or any State Financial Corporation or any Financial Institution owned or controlled by the Central Government or any State Government or the Reserve Bank of India or by two or more of them by Central Government themselves (each of the above and Unit Trust of India are hereinafter referred to as the Corporation) out of any loans/debentures, assistance granted by them to the Company or so long as the Corporation holds or continues to hold Debentures/Shares in the Company as a result of any guarantee furnished by the Corporation on behalf of the Company and remaining outstanding, the Corporation shall have a right to appoint from time to time, any person as Director, Wholetime or non- Wholetime (which Director or Directors, is/are hereinafter referred to as 'Nominee Director/s') on the Board of the Company and to remove from such office any person or persons so appointed and to appoint any person in his or their places. The Board shall have no power to remove from the office of the Nominee Directors. At the option of the Corporation such Nominee Director/s shall not be liable to retirement by rotation. Subject as aforesaid, Nominee Director/s shall be entitled to the same rights and privileges and be subject to the same obligations as any other Directors of the Company.

PERIOD OF HOLDING OF OFFICE BY NOMINEE DIRECTORS

The Nominee Director/s so appointed shall hold the said office only so long as any moneys remain owing by the Company to the Corporation or so long as the Corporation holds or continues to hold Debentures/shares in the Company as a result of underwriting or by direct subscription or private placement or the liability of the Company arising out of the guarantee is outstanding and the Nominee Director/s so appointed in exercise of the said powers shall ipso facto vacate such office immediately the moneys owing by the Company to the Corporation are paid off or on the Corporation ceasing to hold Debentures/ shares in the Company or on the satisfaction of liability of the Company arising out of any guarantee furnished by the Corporation.

APPOINTMENT OF SPECIAL DIRECTORS

On behalf of the Company, whenever Directors enter into a contract with any Government, Central, State or Local, any Bank or Financial institution or any person or persons (hereinafter referred to as "the appointer") for borrowing any money or for providing any guarantee or security or for technical collaboration or assistance or for underwriting or entering into any other arrangement whatsoever the Directors shall have, subject to the provisions of Section 152 of the Act, the power to agree that such appointer shall have right to appoint or nominate by notice in writing addressed to the Company one or more Directors on the Board for such period and upon such conditions as may be mentioned in the agreement and that such Director or Directors may not be liable to retire by rotation nor be required to hold any qualification shares. The Directors may also agree that any such Director or Directors may be removed from time to time by the appointer entitled to appoint or nominate them and the appointer may appoint another or others in his or their place and also fill in any vacancy which may occur as a result of any such Director or Directors ceasing to hold that office for any reason whatsoever. The Directors appointed or nominated under this Article shall be entitled to exercise and enjoy all or any of the rights and privileges exercised and enjoyed by the Directors of the Company including payment of remuneration and travelling expenses to such Director or Directors as may be agreed by the Company with the appointer.

NO QUALIFICATION SHARES FOR DIRECTORS

A Director shall not be required to hold any qualification shares of the Company.

REMUNERATION OF DIRECTORS

a. Subject to the applicable provisions of the Act, the Rules, Law including the provisions of the SEBI Listing Regulations, a Managing Director or Managing Directors, and any other Director/s who is/are in the whole time employment of the Company may be paid remuneration either by a way of monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other, subject to the limits prescribed under the Act.

b. Subject to the applicable provisions of the Act, a Director (other than a Managing Director or an executive Director) may receive a sitting fee not exceeding such sum as may be prescribed by the Act or the central government from time to time for each meeting of the Board or any Committee thereof attended by him.

c. The remuneration payable to each Director for every meeting of the Board or Committee of the Board attended by them shall be such sum as may be determined by the Board from time to time within the maximum limits prescribed from time to time by the Central Government pursuant to the first proviso to Section 197 of the Act.

d. All fees/compensation to be paid to non-executive Directors including Independent Directors shall be as fixed by the Board subject to Section 197 and other applicable provisions of the Act, the Rules thereunder and of these Articles.

Notwithstanding anything contained in this Article, the Independent Directors shall not be eligible to receive any stock options.

SPECIAL REMUNERATION FOR EXTRA SERVICES RENDERED BY A DIRECTOR

If any Director be called upon to perform extra services or special exertions or efforts (which expression shall include work done by a Director as a member of any Committee formed by the Directors), the Board may arrange with such Director for such special remuneration for such extra services or special exertions or efforts either by a fixed sum or otherwise as may be determined by the Board. Such remuneration may either be in addition, to or in substitution for his remuneration otherwise provided, subject to the applicable provisions of the Act.

MISCELLANEOUS EXPENSES OF DIRECTORS

In addition to the remuneration payable to them in pursuance of the Act, the Directors may be paid all travelling, hotel and other expenses properly incurred by them: (a) in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or (b) in connection with the business of the Company. The rules in this regard may be framed by the Board of Directors from time to time.

CONTINUING DIRECTORS

The continuing Directors may act notwithstanding any vacancy in their body, but if, and so long as their number is reduced below the minimum number fixed by Article 40 hereof, the continuing Directors may act for the purpose of increasing the number of Directors to that number, or for summoning a General Meeting, but for no other purpose.

DISQUALIFICATION AND VACATION OF OFFICE BY A DIRECTOR

a. A person shall not be eligible for appointment as a Director of the Company if he incurs any of the disqualifications as set out in section 163 and other relevant provisions of the Act. Further, on and after being appointed as a Director, the office of a Director shall ipso facto be vacated on the occurrence of any of the circumstances under section 167 and other relevant provisions of the Act.

b. Subject to the applicable provisions of the Act, the resignation of a director shall take effect from the date on which the notice is received by the company or the date, if any, specified by the director in the notice, whichever is later.

RELATED PARTY TRANSACTIONS AND DISCLOSURE OF INTEREST

The Company shall comply with the applicable provisions of the Act, Rules framed thereunder and other relevant provisions of Law in respect of related party transactions and the Directors shall comply with the disclosure of interest provisions under the Act.

RETIREMENT OF DIRECTORS BY ROTATION

a. At every Annual General Meeting of the Company, one third of such of the Directors as are liable to retire by rotation in accordance with section 152 of the Act (excluding Independent Directors), or, if their number is not three or a multiple of three then the number nearest to one third shall retire from office, and they will be eligible for re- election.

b. The Directors to retire by rotation shall be those who have been longest in office since their last appointment but as between persons who become Directors on the same day, those who are to retire shall, in default of and subject to any agreement among themselves, be determined by lot. Provided that and to the extent permissible under the Act, the Managing Director, joint managing director, deputy managing director, manager or whole- time Director(s) appointed or such other directors nominated pursuant to Articles 44 and 46 hereto shall not retire by rotation under this Article nor shall they be included in calculating the total number of Directors of whom one third shall retire from office under this Article.

PROCEDURE, IF PLACE OF RETIRING DIRECTORS IS NOT FILLED UP

a. If the place of the retiring Director is not so filled up and the meeting has not expressly resolved not to fill the vacancy, the meeting shall stand adjourned till the same day in the next week, at the same time and place, or if that day is a national holiday, till the next succeeding day which is not a national holiday, at the same time and place.

b. If at the adjourned meeting also, the place of the retiring Director is not filled up and that meeting also has not expressly resolved not to fill the vacancy, the retiring Director shall be deemed to have been reappointed at the adjourned meeting, unless:

(I) at that meeting or at the previous meeting a resolution for the reappointment of such Director has been put to the meeting and lost;

(II) retiring Director has, by a notice in writing addressed to the Company or its Board, expressed his unwillingness to be so reappointed;

(III) he is not qualified or is disqualified for appointment;

(IV) a resolution whether Special or Ordinary is required for the appointment or reappointment by virtue of any applicable provisions of the Act; or

(V) Section 162 of the Act is applicable to the case.

MANAGING DIRECTOR(S) / WHOLE TIME DIRECTOR(S) / EXECUTIVE DIRECTOR(S) / MANAGER

Subject to the provisions of Section 203 of the Act and other applicable provisions of the Act and of these Articles, the Board may appoint from time to time one or more of their Directors to be the Managing Director or joint managing director or whole time director or deputy managing director or manager of the Company on such terms and on such remuneration (in any manner, subject to it being permissible under the Act) partly as the Board may think fit in accordance with the applicable provisions of the Act and the Rules thereunder. Subject to the provisions of the Act, the Managing Director or Joint Managing Director or Wholetime Director or Deputy Managing Director or Manager of the Company so appointed by the Board shall not while holding that office, be subject to retirement by rotation or taken into account in determining the rotation of retirement of directors, but their appointment shall be subject to determination ipso facto if they cease from any cause to be a director or if the company in General Meeting resolve that their tenure of the office of Managing Director or Joint Managing Director or Wholetime Director or Deputy Managing Director or Manager be determined.

PROVISIONS TO WHICH MANAGING DIRECTOR(S)/ WHOLE TIME DIRECTOR(S) / EXECUTIVE DIRECTOR(S)/ MANAGER ARE SUBJECT

a. Unless permitted under the Act, the Company however, shall not appoint or employ at the same time more than one of the following categories of management personnel namely, a managing director and manager.

b. The remuneration of a Managing Director/ whole time director or executive director or manager shall (subject to Sections 196, 197 and other applicable provisions of the Act, the Rules thereunder and of these Articles and of any contract between him and the Company) be paid in the manner permitted under the Act.

POWER AND DUTIES OF MANAGING DIRECTOR(S)/ WHOLE TIME DIRECTOR(S) / EXECUTIVE DIRECTOR(S)/ MANAGER

Subject to the provisions of the Act, the Directors, may from time to time entrust and confer upon a Managing Director, whole time director(s), executive director(s) or managers for the time being such of the powers exercisable upon such terms and conditions and with such restrictions as they may think fit either collaterally with or to the exclusion of and in substitution for all or any of their own powers and from time to time revoke, withdraw, alter or vary ail or any of such powers.

POWER TO BE EXERCISED BY THE BOARD ONLY BY MEETING

Subject to the provisions of the Act, the Board shall exercise the following powers on behalf of the Company and the said powers shall be exercised only by resolutions passed at the meeting of the Board:

a. to make calls on Shareholders in respect of money unpaid on their shares;

b. to authorise buy-back of securities under Section 68 of the Act;

c. to issue securities, including debentures, whether in or outside India;

d. to borrow money(ies);

e. to invest the funds of the Company;

f. to grant loans or give guarantee or provide security in respect of loans; and

g. any other matter which may be prescribed under the Act, Companies (Meetings of Board and its Powers) Rules, 2014 and the SEBI Listing Regulations to be exercised by the Board only by resolutions passed at the meeting of the Board.

The Board may, by a resolution passed at a meeting, delegate to any Committee of Directors, the Managing Director, or to any person permitted by Law the powers specified in sub clauses (d) to (f) above. In respect of dealings between the company and its bankers the exercise by the company of the powers specified in clause (d) shall mean the arrangement made by the company with its bankers for the borrowing of money by way of overdraft or cash credit or otherwise and not the actual day to day operation on overdraft, cash credit or other accounts by means of which the arrangement so made is actually availed of.

The aforesaid powers shall be exercised in accordance with the provisions of the Companies (Meetings of Board and its Powers) Rules, 2014 and shall be subject to the restrictions on the powers of the Board under section 180 of the Act.

PROCEEDINGS OF THE BOARD OF DIRECTORS

a. At least 4 (four) Board Meetings shall be held in any calendar year and there should not be a gap of more than 120 (one hundred twenty) days between two consecutive Board Meetings.

b. The participation of Directors in a meeting of the Board may be either in person or through video conferencing or other audio-visual means, as may be prescribed under the Act, which are capable of recording and recognising the participation of the Directors and of recording and storing the proceedings of such meetings along with date and time. However, such matters as provided under the Companies (Meetings of Board and its Powers) Rules, 2014 shall not be dealt with in a meeting through video conferencing or other audio-visual means. Any meeting of the Board held through video conferencing or other audio-visual means shall only be held in accordance with the Companies (Meetings of Board and its Powers) Rules, 2014.

c. The Secretary, as directed by a Director, or any other Director shall, as and when directed by the Chairman or a Director convene a meeting of the Board by giving a notice in writing to every Director in accordance with the provisions of the Act and the Companies (Meetings of Board and its Powers) Rules, 2014.

d. The Board may meet either at the Office of the Company, or at any other location in India or outside India, as the Chairman may determine.

e. At least 7 (seven) days' notice of every meeting of the Board shall be given in writing to every Director for the time being at his address registered with the Company and such notice shall be sent by hand delivery or by post or by electronic means. A meeting of the Board may be convened in accordance with these Articles by a shorter notice in case of any urgent matters as directed by the Chairman or the Managing Director or the Executive Director, as the case may be, subject to the presence of 1 (one) Independent Director in the said meeting. If an Independent Director is not present in the said meeting, then decisions taken at the said meeting shall be circulated to all the Directors and shall be final only upon ratification by one independent Director. Such notice or shorter notice may be sent by post or by fax or e-mail depending upon the circumstances.

f. At any Board Meeting, each Director may exercise 1 (one) vote. The adoption of any resolution of the Board shall require the affirmative vote of a majority of the Directors present at a duly constituted Board Meeting.

QUORUM FOR BOARD MEETING

a. Quorum for Board Meetings

(I) Subject to the provisions of Section 174 of the Act, the quorum for each Board Meeting shall be one-third of its total strength or two directors, whichever is higher, and the presence of Directors by video conferencing or by other audio-visual means shall also be counted for the purposes of calculating quorum. Provided that where at any time the number of interested Directors exceeds or is equal to two- thirds of the total strength, the number of the remaining Directors, that is to say, the number of the Directors who are not interested present at the meeting being not less than two, shall be the quorum during such meeting.

(II) If a meeting of the Board could not be held for want of quorum, then the meeting shall automatically stand adjourned to such other time as may be fixed by the Chairman.

CASTING VOTE

Questions arising at any meeting of the Board, other than as specified in these Articles and the Act, if any, shall be decided by a majority vote. In the case of an equality of votes, the Chairman shall have a second or casting vote. No regulation made by the Company in General Meeting, shall invalidate any prior act of the Board, which would have been valid if that regulation had not been made.

POWERS OF THE BOARD

Subject to the applicable provisions of the Act, these Articles and other applicable provisions of Law:

a. The Board shall be entitled to exercise all such power and to do all such acts and things as the Company is authorised to exercise and do under the applicable provisions of the Act or by the Memorandum and Articles of association of the Company.

b. The Board is vested with the entire management and control of the Company, including as regards any and all decisions and resolutions to be passed, for and on behalf of the Company.

Provided that the Board shall not, except with the consent of the Company by a Special Resolution:

(I) Sell, lease or otherwise dispose of the whole, or substantially the whole, of the undertaking of the Company, or where the Company owns more than one undertaking, of the whole, or substantially the whole, of any such undertaking. The term 'undertaking' and the expression 'substantially the whole of the undertaking' shall have the meaning ascribed to them under the provisions of Section 180 of the Act;

(II) Remit, or give time for repayment of, any debt due by a Director;

(III) Invest otherwise than in trust securities the amount of compensation received by the Company as a result of any merger or amalgamation; and

(IV) Borrow money(ies) where the money(ies) to be borrowed together with the money(ies) already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of businesses), will exceed the aggregate of the paid-up capital of the Company and its free reserves.

Provided further that prior permission of the Company in a General Meeting shall be required for making a contribution, in any Financial Year, to bonafide charitable and other funds in excess of an aggregate amount equivalent to 5 (five) % of the Company's average net profits for the 3 (three) immediately preceding Financial Years.

c. Certain Powers of the Board

Without prejudice to the general powers conferred by the last preceding Article and so as not in any way to limit or restrict these powers, and without prejudice to the other powers conferred by these Articles, but subject to the restrictions contained in the last preceding Article and other provisions of the Act, it is hereby declared that the Directors shall have the following powers, that is to say, power:

(I) To pay the costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the company.

(II) Payment out of Capital: To pay and charge to the capital account of the company any commission or interest lawfully payable thereout under the provisions of Sections 40(6) of the Act,

(III) To acquire property: Subject to Sections 179 and 188 of the Act to purchase or otherwise acquire for the Company any property, rights, privileges which the Company is authorised to acquire, at or for such price or consideration and generally on such terms and conditions as they think fit, and in any such purchases or other acquisition to accept such title as the Directors may believe or may be advised to be reasonably satisfactory,

(IV) To pay for property, etc.: At their discretion and subject to the provisions of the Act, to pay for any property, rights, or privileges acquired or services rendered in the Company either wholly or partially, in cash or in shares, bonds, debentures, mortgages, or other securities of the such amount credited as paid up thereon as may be agreed upon and any such bonds; debentures, mortgages or other securities may be either, specifically charged upon all or any part of the property of the Company and its uncalled capital or not so charged.

(V) To secure contracts: To secure the fulfillment of any contracts or engagements entered into by the Company by mortgage or charge of all or any of the property of the Company and its uncalled capital for the time being or in such manner as they may think fit.

(VI) To accept surrender of shares: To accept from any member, as far as may be permissible by law, a surrender of his shares or any part thereof, on such terms and conditions as shall be agreed.

(VII) To appoint Trustees: To appoint any person to accept and to hold in trust for the Company any property belonging to the Company, or in which it is interested, or for any other purposes; and to execute and do all such deeds and things as may be required in relation to any such trust, and to provide for the remuneration of such trustee or trustees.

(VIII) To bring and defend actions: To institute, conduct, defend, compound, or abandon any legal proceedings by or against the Company or its officers or otherwise payment or satisfaction of any debts due, and of any claims or demands by or against the Company, and to refer any differences to arbitration, and observe and perform any awards made thereon.

(IX) To act in insolvency matters: To act on behalf of the Company in all matters relating to bankrupts and insolvents.

(X) To give receipts: To make and give receipts, releases and other discharges for moneys payable to the Company, and for the claims and demands of the Company.

(XI) To invest moneys: Subject to the provisions of Sections 179, 180 (1) (c), 185, and 186 of the Act, to invest, deposit and deal with any moneys of the Company not immediately required for the purpose thereof, upon such security (not being shares of this Company), or without security and in such manner as they may think fit, and from time to time to

vary or realise such investments. Save as provided in Section 49 of the Act, all investments shall be made and held in the Company's own name.

(XII) To provide for Personal Liabilities: To execute in the name and on behalf of the Company in favour of any Director or other person who may incur or be about to incur any personal liability whether as principal or surety; for the benefit of the Company such mortgages of the Company's property (present and future) as they think fit; and any such mortgage may contain a power of sale, and such other powers, provisions, covenants and agreements as shall be agreed upon.

(XIII) To authorise acceptances: To determine from time to time who shall be entitled to sign, on the Company's behalf, bills, notes, receipts, acceptances, endorsements, cheques, dividend warrants, releases, contracts and documents and to give necessary authority for such purpose.

(XIV) To distribute bonus: To distribute by way of bonus amongst the staff of the Company a share in the profits of the Company, and to give to any officer or other person employed by the Company a commission on the profits of any particular business or transaction and to charge such bonus or commission as part of the working expenses of the Company.

(XV) To provide for welfare of employees : To provide for the welfare of Directors or Ex-Directors or employees or ex-employees of the Company and their wives, widows and families or the dependants or connections of such persons by building or contributing to the building of houses, dwellings or chawls or by grants of moneys, pensions, gratuities, allowances, bonus or other payments; or by creating and from time to time subscribing or contributing to provident and other associations, institutions or funds or trusts and by providing or subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendance and other assistance as the Board shall think fit, and subject to the provisions of Section 180 of the Act. To subscribe or contribute or otherwise to assist or to guarantee money to any charitable, benevolent, religious, scientific, national or other institutions or objects which shall have any moral or other claim to support or aid by the Company either by reason of locality of operation, or of public and general utility or otherwise.

(XVI) To create reserve fund : Before recommending any dividend to set aside, out of the profits of the Company such sums as they may think proper for depreciation or to a Depreciation Fund or to an Insurance Fund or as a Reserve Fund or Sinking Fund or any special fund to meet contingencies or to repay debentures or debenture-stock, or for special dividends or for equalising dividends or for repairing, improving, extending and maintaining any of the property of the Company and for such other purposes (including the purposes referred to in the preceding clause), as the Board may in their absolute discretion think conducive to the interest of the Company, and subject to Section 179 of the Act, to invest the several sums so set aside or so much thereof as required to be invested, upon such investments (other than shares of the Company) as they think fit, and from time to time to deal with and vary such investments and dispose of and apply and expend all or any part thereof for the benefit of the Company, in such manner and for such purposes as the Board in their absolute discretion, think, conducive to the interest of the company notwithstanding that the matters to which the Board apply or upon which they expend the same, or any part thereof, may be matters to or upon which the capital moneys of the company might rightly be applied or expended, and to divide the reserve fund into such special funds as the Board may think fit with full power to transfer the whole or any portion of the Reserve Fund into such special funds as the Board may think fit, with full power to transfer the whole or any portion of a Reserve Fund or division of a Reserve Fund and with full power to employ the assets constituting all or any of the above funds, including the Depreciation Fund, in the business of the company or in the purchase or repayment of debentures or debenture- stock, and without being bound to keep the same separate from the other assets and without being bound to pay interest on the same with power however to the Board at their discretion to pay or allow to the credit of such funds interest at such rate as the Board may think proper.

(XVII) To appoint managers etc.: To appoint, and at their discretion remove or suspend such general managers, secretaries, assistants, supervisors, clerks, agents and servants for permanent, temporary or special services as they may from time to time think fit, and to determine their powers and duties and fix their salaries, or emoluments or remuneration, and to require security in such instances and to such amount as they may think fit. And also from time to time to provide for the management and transaction of the affairs of the company in any specified locality in India or elsewhere in such manner as they think fit.

(XVIII) To comply with local Laws: To comply with requirements of any local law which in their opinion it shall in the interest of the Company be necessary or expedient to comply with.

(XIX) To delegate powers : Subject to Section 179 of the Act, from time to time and at any time to delegate to any persons so appointed any of the powers, authorities and discretions for the time being vested in the Board, other than their power to make call or to make loans or borrow moneys, and any such appointment or delegation may be made on

such terms, and subject to such conditions as the Board may think fit, and the Board may at any time remove any persons so appointed and may annul any such delegation.

(XX) To authorise by power of attorney : At any time and from time to time by Power of Attorney (if so resolved by the Board under the Seal of the Company), to appoint any person or persons to be the Attorney or Attorneys of the Company, for such purposes and with such powers, authorities, and discretions (not exceeding those vested in or exercisable by the Board under these presents and excluding the power to make calls and excluding also except in the limits authorised by the Board, the power to make loans and borrow moneys) and for such period and subject to such conditions as the Board may from time to time think fit, and any such appointment may (if the Board thinks fit) be made in favour of the shareholders, directors, nominees or managers of any company or firm or otherwise in favour of any fluctuating body of persons whether nominated directly, or indirectly by the Board and any such Power of Attorney may contain such powers for the protection or convenience of persons dealing with such Attorneys as the Board may think fit, and may contain Powers enabling any such delegates or Attorneys as aforesaid to sub-delegate all or any of the Powers, authorities and discretions for the time- being vested in them.

(XXI) To negotiate: Subject to Section 188 of the Act for or in relation to any of the matters aforesaid or otherwise for the purposes of the Company to enter into all such negotiations and contracts and rescind and vary all such contracts, and execute and do all such acts, deeds, and things in the name and on behalf of the Company as they may consider expedient.

(XXII) To make and vary Regulations: From time to time make, vary or repeal bye- laws for the regulation of the business of the Company, its officers and servants.

(XXIII) Amendments to Accounts: Subject to Section 130, the directors shall, if they consider it to be necessary and in the interest of the company, be entitled to amend the Audited Accounts of the company of any financial year which have been laid before the Company in General Meeting. The amendments to the Accounts effected by the directors in pursuance of this Article shall be placed before the members in General Meeting for their consideration and approval.

(XXIV) To formulate schemes, etc.: Subject to provisions of Law, the directors may formulate, create, institute or set up such schemes, trusts, plans or proposals as they may deem fit for the purpose of providing incentive to the officers, employees and workers of the company, including without limiting the generality of the foregoing, formulation of schemes for the subscription by the officers, employees and workers to shares in, or debentures of, the company.

COMMITTEES AND DELEGATION BY THE BOARD

a. The Company shall constitute such Committees as may be required under the Act, applicable provisions of Law and the SEBI Listing Regulations. Without prejudice to the powers conferred by the other Articles and so as not to in any way to limit or restrict those powers, the Board may, subject to the provisions of Section 179 of the Act, delegate any of its powers to the Managing Director(s), the executive director(s) or manager or the chief executive officer of the Company. The Managing Director(s), the executive director(s) or the manager or the chief executive officer(s) as aforesaid shall, in the exercise of the powers so delegated, conform to any regulations that may from time to time be imposed on them by the Board and all acts done by them in exercise of the powers so delegated and in conformity with such regulations shall have the like force and effect as if done by the Board.

b. Subject to the applicable provisions of the Act, the requirements of Law and these Articles, the Board may delegate any of its powers to Committees of the Board consisting of such member or members of the Board as it thinks fit, and it may from time to time revoke and discharge any such committee of the Board either wholly or in part and either as to persons or purposes. Every Committee of the Board so formed shall, in the exercise of the powers so delegated, conform to any regulations that may from time to time be imposed on it by the Board. All acts done by any such Committee of the Board in conformity with such regulations and in fulfilment of the purposes of their appointment but not otherwise, shall have the like force and effect as if done by the Board.

c. The meetings and proceedings of any such Committee of the Board consisting of more members shall be governed by the provisions herein contained for regulating the meetings and proceedings of the Directors, so far as the same are applicable thereto and are not superseded by any regulation made by the Directors under the last preceding Article.

ACTS OF BOARD OR COMMITTEE VALID NOTWITHSTANDING INFORMAL APPOINTMENT

a. All acts undertaken at any meeting of the Board or of a Committee of the Board, or by any person acting as a Director shall, notwithstanding that it may afterwards be discovered that there was some defect in the appointment of such Director or persons acting as aforesaid, or that they or any of them were disqualified or had vacated office or that the appointment of any of them had been terminated by virtue of any provisions contained in the Act or in these Articles, be as valid as if every such person had been duly appointed, and was qualified to be a Director. Provided that nothing

in this Article shall be deemed to give validity to the acts undertaken by a Director after his appointment has been shown to the Company to be invalid or to have been terminated.

b. Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.

PASSING OF RESOLUTION BY CIRCULATION

a. No resolution shall be deemed to have been duly passed by the Board or by a Committee thereof by circulation, unless the resolution has been circulated in draft form, together with the necessary papers, if any, to all the Directors, or members of the Committee, as the case may be, at their addresses registered with the Company in India by hand delivery or by post or by courier, or through such electronic means as may be provided under the Companies (Meetings of Board and its Powers) Rules, 2014 and has been approved by majority of Directors or members, who are entitled to vote on the resolution. However, in case one-third of the total number of Directors for the time being require that any resolution under circulation must be decided at a meeting, the Chairman shall put the resolution to be decided at a meeting of the Board.

b. A resolution mentioned above shall be noted at a subsequent meeting of the Board or the Committee thereof, as the case may be, and made part of the minutes of such meeting.

MINUTES OF THE PROCEEDINGS OF THE MEETING OF THE BOARD

a. The Company shall prepare, circulate and maintain minutes of each Board Meeting in accordance with the Act and Rules and such minutes shall contain a fair and correct summary of the proceedings conducted at the Board Meeting.

b. The minutes kept and recorded under this Article shall also comply with the provisions of Secretarial Standard 1 issued by the Institute of Company Secretaries of India constituted under the Company Secretaries Act, 1980 and approved as such by the Central Government and applicable provisions of the Act and Law.

THE SECRETARY

Subject to the provisions of Section 203 of the Act, the Board may, from time to time, appoint any individual as Secretary of the Company to perform such functions, which by the Act or these Articles for the time being of the Company are to be performed by the Secretary and to execute any other duties which may from time to time be assigned to him by the Board. The Board may also at any time appoint some individual (who need not be the Secretary), to maintain the Registers required to be kept by the Company.

SEAL

a. The Board may provide a Seal for the purposes of the Company, and shall have power from time to time to destroy the same and substitute a new Seal in lieu thereof, and if the Seal is provided for, the Board shall provide for the safe custody of the Seal for the time being.

b. Subject to Article 72 (a), the Board may, if a Seal is required to be affixed on any instrument, affix the Seal of the Company, to any instrument by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least 2 (two) Directors and of the Secretary or such other person as the Board may appoint for the purpose; and those 2 (two) Directors and the Secretary or other person aforesaid shall sign every instrument to which the Seal of the Company is so affixed in their presence.

DIVIDEND POLICY

a. The profits of the Company, subject to any special rights relating thereto being created or authorised to be created by the Memorandum or these Articles and subject to the provisions of these Articles shall be divisible among the Shareholders in proportion to the amount of Capital Paid-up or credited as Paid-up and to the period during the year for which the Capital is Paid-up on the shares held by them respectively. Provided always that, (subject as aforesaid), any Capital Paid- up on a Share during the period in respect of which a Dividend is declared, shall unless the Directors otherwise determine, only entitle the holder of such Share to an apportioned amount of such Dividend as from the date of payment.

b. Subject to the provisions of Section 123 of the Act, the Company in General Meeting may declare Dividends, to be paid to Shareholders according to their respective rights and interests in the profits. No Dividends shall exceed the amount recommended by the Board, but the Company in General Meeting may, declare a smaller Dividend, and may fix the time for payments not exceeding 30 (thirty) days from the declaration thereof.

c. No Dividend shall be declared or paid otherwise than out of profits of the Financial Year arrived at after providing for depreciation in accordance with the provisions of Section 123 of the Act or out of the profits of the Company for any previous Financial Year or years arrived at after providing for depreciation in accordance with the provisions of the Act and remaining undistributed, or out of both, and provided that the declaration of the Board as to the amount of the net profits shall be conclusive.

d. Subject to Section 123, the Board may, from time to time, pay to the Shareholders such interim Dividend as in their judgment the position of the Company justifies.

e. Where Capital is paid in advance of calls upon the footing that the same shall carry interest, such Capital shall not whilst carrying interest, confer a right to participate in profits or Dividend.

(II) Subject to the rights of Persons, if any, entitled to shares with special rights as to Dividend, all Dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof Dividend is paid but if and so long as nothing is paid upon any shares in the Company, Dividends may be declared and paid according to the amount of the shares.

(III) No amount paid or credited as paid on shares in advance of calls shall be treated for the purpose of this Article as paid on shares.

(IV) All Dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the Dividend is paid, but if any shares are issued on terms providing that it shall rank for Dividend as from a particular date such shares shall rank for Dividend accordingly.

f. Subject to the applicable provisions of the Act and these Articles, the Board may retain the Dividends payable upon shares in respect of any Person, until such Person shall have become a Shareholder, in respect of such shares or until such shares shall have been duly transferred to him.

g. Any one of several Persons who are registered as the joint -holders of any Share may give effectual receipts for all Dividends or bonus and payments on account of Dividends or bonus or sale proceeds of fractional certificates or other money(ies) payable in respect of such shares.

h. Subject to the applicable provisions of the Act, no Shareholder shall be entitled to receive payment of any interest or Dividends in respect of his Share(s), whilst any money may be due or owing from him to the Company in respect of such Share(s); either alone or jointly with any other Person or Persons; and the Board may deduct from the interest or Dividend payable to any such Shareholder all sums of money so due from him to the Company.

i. Subject to Section 126 of the Act, a transfer of shares shall not pass the right to any Dividend declared thereon before the registration of the transfer.

j. Unless otherwise directed any Dividend may be paid by cheque or warrant or by a pay slip or receipt (having the force of a cheque or warrant) and sent by post or courier or by any other legally permissible means to the registered address of the Shareholder or Person entitled or in case of joint-holders to that one of them first named in the Register of Members in respect of the joint-holding. Every such cheque or warrant shall be made payable to the order of the Person to whom it is sent and in case of joint-holders to that one of them first named in the Register of Members in respect of the joint-holding. The Company shall not be liable or responsible for any cheque or warrant or pay slip or receipt lost in transmission, or for any Dividend lost to a Shareholder or Person entitled thereto, by a forged endorsement of any cheque or warrant or a forged signature on any pay slip or receipt of a fraudulent recovery of Dividend. If 2 (two) or more Persons are registered as joint-holders of any Share(s) any one of them can give effectual receipts for any money (ies) payable in respect thereof. Several Executors or Administrators of a deceased Shareholder in whose sole name any Share stands, shall for the purposes of this Article be deemed to be joint-holders thereof.

k. No unpaid Dividend shall bear interest as against the Company.

l. Any General Meeting declaring a Dividend may on the recommendation of the Board, make a call on the Shareholders of such amount as the Meeting fixes, but so that the call on each Shareholder shall not exceed the Dividend payable to him, and so that the call will be made payable at the same time as the Dividend; and the Dividend may, if so arranged as between the Company and the Shareholders, be set -off against such calls.

m. Notwithstanding anything contained in this Article, the dividend policy of the Company shall be governed by the applicable provisions of the Act and Law.

UNPAID OR UNCLAIMED DIVIDEND

a. Subject to the provisions of the Act, if the Company has declared a Dividend but which has not been paid or the Dividend warrant in respect thereof has not been posted or sent within 30 (thirty) days from the date of declaration, transfer the total amount of dividend, which remained unpaid or unclaimed within 7 (seven) days from the date of expiry of the said period of 30 (thirty) days to a special account to be opened by the Company in that behalf in any scheduled bank.

b. Subject to provisions of the Act, any money so transferred to the unpaid Dividend account of the Company which remains unpaid or unclaimed for a period of 7 (seven) years from the date of such transfer, shall be transferred by the Company to the Fund established under sub-section (1) of Section 125 of the Act, viz. "Investors Education and Protection Fund".

c. Subject to the provisions of the Act, no unpaid or unclaimed Dividend shall be forfeited by the Board before the claim becomes barred by Law.

ACCOUNTS AND BOARD'S REPORT

a. The Company shall prepare and keep the books of accounts or other relevant books and papers and financial statements for every Financial Year which give a true and fair view of the state of affairs of the Company, including its branch office or offices, if any, in accordance with the Act, Rules and as required under applicable Law.

b. In accordance with the provisions of the Act, along with the financial statements laid before the Shareholders, there shall be laid a 'Board's report' as to the state of the Company's affairs and as to the amounts, if any, which it proposes to carry to any reserves in such balance sheet and the amount, if any, which it recommends should be paid by way of dividend; and material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the company to which the balance sheet relates and the date of the report. The Board shall also give the fullest information and explanations in its report aforesaid or in an addendum to that report, on every reservation, qualification or adverse remark contained in the auditor's report and by the company secretary in practice in his secretarial audit report.

c. The Company shall comply with the requirements of Section 136 of the Act.

DOCUMENTS AND NOTICES

a. A document or notice may be given or served by the Company to or on any Shareholder whether having his registered address within or outside India either personally or by sending it by post or by registered post or by courier, to him to his registered address.

b. Where a document or notice is sent by post, service of the document or notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the document or notice, provided that where a Shareholder has intimated to the Company in advance that documents or notices should be sent to him under a certificate of posting or by registered post with or without acknowledgement due or by cable or telegram and has deposited with the Company a sum sufficient to defray the expenses of doing so, service of the document or notice shall be deemed to be effected unless it is sent in the manner intimated by the Shareholder. Such service shall be deemed to have affected in the case of a notice of a meeting, at the expiration of forty eight hours after the letter containing the document or notice is posted or after a telegram has been dispatched and in any case, at the time at which the letter would be delivered in the ordinary course of post or the cable or telegram would be transmitted in the ordinary course.

c. A document or notice may be given or served by the Company to or on the joint - holders of a Share by giving or serving the document or notice to or on the joint- holder named first in the Register of Members in respect of the Share.

d. Every person, who by operation of Law, transfer or other means whatsoever, shall become entitled to any Share, shall be bound by every document or notice in respect of such Share, which previous to his name and address being entered on the register of Shareholders, shall have been duly served on or given to the Person from whom he derives his title to such Share.

n. Any document or notice to be given or served by the Company may be signed by a Director or the Secretary or some Person duly authorised by the Board for such purpose and the signature thereto may be written, printed, photostat or lithographed.

o. All documents or notices to be given or served by Shareholders on or to the Company or to any officer thereof shall be served or given by sending the same to the Company or officer at the Office by post under a certificate of posting or by registered post or by leaving it at the Office.

p. Where a document is sent by electronic mail, service thereof shall be deemed to be effected properly, where a member has registered his electronic mail address with the Company and has intimated the Company that documents should be sent to his registered email address, without acknowledgement due. Provided that the Company, shall provide each member an opportunity to register his email address and change therein from time to time with the Company or the concerned depository. The Company shall fulfil all conditions required by Law, in this regard.

SERVICE ON MEMBERS HAVING NO REGISTERED ADDRESS

If a Shareholder does not have registered address in India, and has not supplied to the Company any address within India, for the giving of the notices to him, a document advertised in a newspaper circulating in the neighbourhood of Office of the Company shall be deemed to be duly served to him on the day on which the advertisement appears.

NOTICE BY ADVERTISEMENT

Subject to the applicable provisions of the Act, any document required to be served or sent by the Company on or to the Shareholders, or any of them and not expressly provided for by these Articles, shall be deemed to be duly served or sent if advertised in a newspaper circulating in the District in which the Office is situated.

WINDING UP

If the Company shall be wound up, the Liquidator may, with the sanction of a Special Resolution of the Company and any other sanction required by the Act divide amongst the Shareholders, in specie or kind the whole or any part of the assets of the Company, whether they shall consist of property of the same kind or not.

For the purpose aforesaid, the Liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the Shareholders or different classes of Shareholders.

The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

INDEMNITY

Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.

DIRECTOR'S ETC. NOT LIABLE FOR CERTAIN ACTS

Subject to the provision of the Act, no Director, Manager or Officer of the Company shall be liable for the acts, defaults, receipts and neglects of any other Director, Manager or Officer or for joining in any receipts or other acts for the sake of conformity or for any loss or expenses happening to the company through the insufficiency or deficiency of title to any property acquired by order of the directors or for any loss or expenses happening to the Company through the insufficiency or deficiency of any security in or upon which any of the monies of the Company shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any monies, securities or effects shall be deposited or for any loss occasioned by an error of judgment or oversight on his part, or for any other loss, damage or misfortune whatsoever which shall happen in the execution thereof, unless the same shall happen through the negligence, default, misfeasance, breach of duty or breach of trust of the relevant Director, Manager or Officer.

SIGNING OF CHEQUES

Subject to applicable Law and Section 64 of the Act, all cheques, promissory notes, drafts, bills of exchange, and other negotiable instruments, and all receipts for moneys paid by the company, shall be signed, drawn, accepted or otherwise executed as the case may be, in such manner as the Directors shall from time to time by resolution determine.

INSPECTION BY SHAREHOLDERS

The register of charges, register of investments, Register of Members, books of accounts and the minutes of the meeting of the shareholders shall be kept at the office of the Company and shall be open, during business hours, for such periods not being less in the aggregate than two hours in each day as the board determines for inspection of any shareholder without charge. In the event such shareholder conducting inspection of the abovementioned documents requires extracts of the same,

the Company may charge a fee which shall not exceed rupees ten per page or such other limit as may be prescribed under the Act or other applicable provisions of Law.

AMENDMENT TO MEMORANDUM AND ARTICLES OF ASSOCIATION

The Company may amend its Memorandum of Association and Articles of Association

SECRECY OF WORKS OR INFORMATION

No shareholder shall be entitled to visit or inspect the Company's work without permission of the Directors or to require discovery of any information respectively any details of Company's trading or any matter which is or may be in the nature of a trade secret, history of trade or secret process which may be related to the conduct of the business of the Company and which in the opinion of the Directors will be inexpedient in the interest of the Shareholders of the Company to communicate to the public.

DUTIES OF THE OFFICER TO OBSERVE SECRECY

Every Director, Managing Directors, manager, Secretary, Auditor, trustee, members of the committee, officer, servant, agent, accountant or other persons employed in the business of the Company shall, if so required by the Directors before entering upon his duties, or any time during his term of office, sign a declaration pledging himself to observe secrecy relating to all transactions of the Company with its customers and the state of accounts with individuals and all manufacturing, technical and business information of the company and in matters relating thereto and shall by such declaration pledge himself not to reveal any of such matters which may come to his knowledge in the discharge of his official duties except which are required so to do by the Directors or the Auditors, or by resolution of the Company in the general meeting or by a court of law a except so far as may be necessary in order to comply with any of the provision of these Articles or Law.

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SECTION IX – OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts, not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two (2) years before the date of filing of this Draft Red Herring Prospectus, which are or may be deemed material have been entered or are to be entered into by our Company. These contracts, copies of which will be attached to the copy of the Draft Red Herring Prospectus, will be delivered to the RoC for registration and also the documents for inspection referred to hereunder, may be inspected at the Registered Office of our Company from date of filing the Draft Red Herring Prospectus with RoC to Offer Closing Date on Working Days from 10.00 a.m. to 5.00 p.m. Any of the contracts or documents mentioned in this Red Herring Prospectus may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the shareholders, subject to compliance of the provisions contained in the Companies Act and other applicable laws.

A. Material Contracts for the Issue:

1. Issue Agreement dated September 24, 2026 executed between our Company and Book Running Lead Manager to the Issue.

2. Registrar Agreement dated September 22, 2026 entered into between our Company and the Registrar to the Offer.

3. Share Escrow Agreement dated [●], entered into between our Company and Share Escrow Agent.

4. Underwriting agreement dated [●], executed between our Company, BRLM and underwriter.

5. Banker to the Issue Agreement and Sponsor Bank Agreement dated [●] entered into amongst the Company, Book Running Lead Manager, the Registrar to the offer, and the Banker to the Issue.

6. Syndicate Agreement dated [●] entered between our Company, the Book Running Lead Manager and Syndicate members.

7. Market Making Agreement dated [●], 2026, executed between our Company, Book Running Lead Manager and Market Maker to the Issue.

8. Tripartite agreement among the NSDL, our Company and Registrar to the Issue dated February 20, 2025.

9. Tripartite agreement among the CDSL, our Company and Registrar to the Issue dated April 26, 2025.

B. Material Documents:

1. Certified copies of the updated Memorandum of Association and Articles of Association of our Company;

2. Certificate of incorporation dated February 24, 2020 issued by the RoC; Ahmedabad; in the name of S.R.G. Narrow Fab Private Limited.

3. Fresh certificate of incorporation dated January 31, 2025 issued by the CPC pursuant to conversion of private company into public company.

4. Resolutions of our Board of Directors dated September 16, 2026 and, in relation to the Issue and other related matters;

5. Shareholders' resolution dated September 19, 2026, in relation to this Issue and other related matters;

6. Resolution of the Board of Directors of the Company dated September 30, 2026 taking on record and approving this Draft Red Herring Prospectus.

7. The examination report dated September 23, 2026 of Peer Reviewed Auditors on our Restated Financial Statements, included in this Prospectus; Copies of Restated Financial Statements of our Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024;

8. Copies of the annual reports of the Company for the Fiscals 2026, 2025 & 2024;

9. Consent letter from our Statutory Auditors dated September 23, 2026 to include their name as required undersection 26 (1) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus and as an "Expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of their (i) examination report dated September 24, 2026 on our Restated Financial Information; and (ii) their report dated September 24, 2026 on the statement of possible tax benefits available to the Company and its shareholders in this Draft Red Herring Prospectus.

10. Written consent dated September 23, 2026 from Mokani Kruti N, an independent chartered engineer, to include their name as required under Section 26(5) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus and as an 'expert' under Section 2(38) of Companies Act, 2013 in respect of the certificates issued by them. Such consent has not been withdrawn up to the time of delivery of this Draft Red Herring Prospectus

11. Industry report on "Elastic Industry" dated September 24, 2026, prepared by B2K Analytics Private Limited, available on our Company's website at www.srgelastics.com

12. Report titled "Business Information Reports" dated 18 & 21 September, 2026 issued by D&B, available on our Company's website.

13. Resolution of the Audit Committee dated September 23, 2026, approving our Key Performance Indicators;

14. Certificate on KPI's issued by our Statutory Auditor M/s. S.K. Kabra & Co., Chartered Accountants dated September 24, 2026;

15. Certificate on Working Capital issued by our Statutory Auditor M/s. S. K. Kabra & Co., Chartered Accountants dated September 24, 2026;

16. Certificate on Related Party Transactions issued by our Statutory Auditor S.K. Kabra & Co.., Chartered Accountants dated September 24, 2026;

17. Written consent of our Directors, our Promoters, our Company Secretary and Compliance Officer, our Key Managerial Personnel and members of our Senior Management, our Chief Financial Officer, Bankers to our Company, the BRLM, the Syndicate Members, legal counsel appointed for the Issue, Registrar to the Issue, independent chartered engineer, Escrow Collection Bank(s), Public Issue Bank(s), Refund Bank(s), Sponsor Bank, as referred to in their specific capacities

18. Due diligence certificate dated September 30, 2026 issued by Book Running Lead Manager;

19. Site visit report dated June 26, 2026 issued by Book Running Lead Manager;

20. In principle listing approval dated [●], 2026 issued by BSE SME of BSE Limited;

21. Any of the contracts or documents mentioned in this DRHP may be amended or modified at any time if so required in the interest of our Company or if required by the other parties, without reference to the Shareholders subject to compliance with the provisions contained in the Companies Act and other relevant statutes.

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE MANAGING DIRECTOR OF THE COMPANY

Sd/-
Dhiraj Ummedsingh Gunecha
Managing Director

Place: Delhi
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE WHOLE TIME DIRECTOR OF THE COMPANY

Sd/-
Ummed Singh Gunecha
Whole Time Director

Place: Surat
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE EXECUTIVE DIRECTOR OF THE COMPANY

Sd/-
Divya Gunecha
Executive Director

Place: Surat
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE NON- EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY

Sd/-
Dheeraj Sharma
Non-Executive & Independent Director

Place: Jaipur
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE NON- EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY

Sd/-
Pooja Hindia
Non-Executive & Independent Director

Place: Surat
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE NON- EXECUTIVE & INDEPENDENT DIRECTOR OF THE COMPANY

Sd/-
Sachin Jain
Non-Executive & Independent Director

Place: Mohali
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF THE COMPANY

Sd/-
Shivam Surendra Uttam
Chief Financial Officer

Place: Surat
Date: September 30, 2026

DECLARATION

I hereby certify and declare that all relevant provisions under the Companies Act and the rules, regulations or guidelines issued by the Government or the regulations, rules or guidelines issued by SEBI established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in this Draft Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or the rules or regulations made thereunder or guidelines issued, as the case may be. I further certify that all disclosures made in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE COMPANY SECRETARY AND COMPLIANCE OFFICER

Sd/-
Shruti Agarwal
Company Secretary and Compliance Officer

Place: Surat
Date: September 30, 2026