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

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

VETRIVEL EXPLOSIVES LIMITED
Corporate Identification Number: U24292TZ1999PLC009092

REGISTERED OFFICE	CONTACT PERSON	TELEPHONE AND EMAIL	WEBSITE
Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem- 636007 Tamil Nadu, India	Malathi G Ganesan, Company Secretary and Compliance Officer	**Tel**: +91 427 2336628 **Email**:compliance@vetrivelindustries.com	https://vetrivelexplosives.com/

OUR PROMOTERS: VIJAYAKANNAN RAMALINGAM, VETRIVEL RAMALINGAM AND PREMALATHA RANGASAMY MUDALIAR

TYPE	FRESH ISSUE SIZE (IN ₹ LAKHS)	OFS SIZE (BY NO. OF SHARES OR BY AMOUNT IN ₹)	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	Up to 61,00,000 equity shares of face value of ₹ 10/- each ("Equity Shares") aggregating up to ₹ [●] lakhs ("Issue")	Nil	Up to 61,00,000 equity shares of face value of ₹ 10 each ("Equity Shares") aggregating up to ₹ [●] lakhs ("Issue")	The Issue is being made pursuant to Regulation 229(2) and 253(1) of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended. For details in relation to share reservation among QIB's, NII's and II's, please refer "***Issue Structure***" on page 210 of this Draft Red Herring Prospectus.

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

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public issue of the Equity Shares of our Company, there has been no formal market for the Equity Shares. The face value of each Equity Share is ₹ 10/-. The Floor Price, Cap Price and Issue Price as 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 79 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 of the section titled "***Risk Factors***" beginning on Page No.22 of this Draft Red Herring Prospectus.

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 this Issue, which is material in the context of this 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 offered through this Draft Red Herring Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited ("NSE") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an 'in-principle' approval letter dated [●] from NSE for using its name in this offer document for listing our shares on the EMERGE Platform of the NSE. For the purpose of this Issue, the Designated Stock Exchange will be National Stock Exchange of India Limited ("NSE").

BOOK RUNNING LEAD MANAGER: GYR CAPITAL ADVISORS PRIVATE LIMITED

NAME AND LOGO	CONTACT PERSON	E-MAIL ID AND TELEPHONE
GYR Capital Advisors CLARITY | TRUST | GROWTH **GYR Capital Advisors Private Limited**	**Mr. Mohit Baid**	**Telephone:** +91 87775 64648 **E-mail:** vetrivelexplosives.ipo@gyrcapitaladvisors.in

REGISTRAR TO THE ISSUE: INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

NAME AND LOGO	CONTACT PERSON	E-MAIL ID AND TELEPHONE
INTEGRATED CORPORATE SOLUTIONS SIMPLIFIED **Integrated Registry Management Services Private Limited**	**Mr. S Giridhar**	**Telephone:** 044-28140801/802/803 **Email**: smeipo@integratedindia.in

BID/ ISSUE PERIOD

ANCHOR PORTION ISSUE OPENS/CLOSES ON: [●]*	BID/ISSUE OPENS ON: [●]#	BID/ISSUE CLOSES ON: [●]**

** Our Company, in consultation with the BRLM, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bidding Date/ Issue period 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 pm on the Bid/ Issue Closing Date.

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

(Please Scan this QR Code to view DRHP & Draft Abridged Prospectus)

VETRIVEL EXPLOSIVES LIMITED

Our Company "Vetrivel Explosives Limited" was originally incorporated as a private limited company under the Companies Act, 1956 with the Registrar of Companies ("ROC"), Coimbatore pursuant to Certificate of Incorporation dated November 24th, 1999. Subsequently, our Company was converted into Public Limited Company and name of company was changed from "Vetrivel Explosives Private Limited" to "Vetrivel Explosives Limited" pursuant to a special resolution passed by our shareholders at the Extra Ordinary General Meeting held on September 16, 2026 and a fresh certificate of incorporation was issued by the Registrar of Companies, Central Processing Centre dated September 26, 2026. The CIN of the Company is U24292TZ1999PLC009092. For further details, please refer to the chapter titled "*History and Corporate Structure*" beginning on Page No. 126 of this Draft Red Herring Prospectus.

Registered Office: Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem- 636007 Tamil Nadu, India
Telephone: +91 427 2336628; **Email:**compliance@vetrivelindustries.com; **Website:** https://vetrivelexplosives.com/
Contact Person: Malathi G Ganesan, Company, Company Secretary and Compliance Officer;
Corporate Identification Number: U24292TZ1999PLC009092

OUR PROMOTERS: VIJAYAKANNAN RAMALINGAM, VETRIVEL RAMALINGAM AND PREMALATHA RANGASAMY MUDALIAR

INITIAL PUBLIC ISSUE OF UP TO 61,00,000 EQUITY SHARES OF FACE VALUE ₹ 10/- EACH (THE "EQUITY SHARES") OF VETRIVEL EXPLOSIVES LIMITED ("OUR COMPANY" OR "VEL" OR THE "ISSUER") FOR CASH AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SECURITIES PREMIUM OF ₹ [●] PER EQUITY SHARE) ("ISSUE PRICE"), AGGREGATING UP TO ₹ [●] LAKHS (THE "ISSUE") OF WHICH UP TO [●] 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 UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 10/- EACH AT AN ISSUE PRICE OF ₹ [●] PER EQUITY SHARE AGGREGATING UP TO ₹ [●] LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE UP TO [●] % AND UP TO [●] % RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF EQUITY SHARES IS ₹ 10/- EACH. THE ISSUE PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGER AND WILL BE ADVERTISED IN ALL EDITION OF [●] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), ALL EDITION OF [●] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND ALL EDITIONS OF [●] (A WIDELY CIRCULATED TAMIL NATIONAL DAILY NEWSPAPER (TAMIL BEING THE REGIONAL LANGUAGE, WHERE THE REGISTERED OFFICE OF THE COMPANY IS SITUATED) AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("EMERGE") FOR THE PURPOSES OF UPLOADING ON THEIR WEBSITE.

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. In cases of force majeure, banking strike or similar circumstances, our Company, 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 press release and also by indicating the change on the website of the BRLM and at the terminals of the Members of the Syndicate and by intimation to Designated Intermediaries and Sponsor Bank.

This Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 (1) and 253 (2) of the SEBI ICDR Regulations 2018, 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 BRLMs 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. However, with effect from December 01, 2025, pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Third Amendment) Regulations, 2025, of which, up to 40% of the Anchor Investor Portion shall be reserved in the following manner, (i) 33.33% shall be available for allocation to domestic Mutual Funds and (ii) 6.67% shall be available for allocation to life insurance companies and pension funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies, and pension funds at or above the Anchor Investor Allocation Price. In the event of under-subscription under (ii) above, the allocation may be made to domestic Mutual Funds. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the remaining 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, other than Anchor Investors, 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, the SEBI ICDR Regulations 2018, 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 subcategory of Non-Institutional Portion. Subject to the availability of shares in 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) Regulations, 2018. All Potential Bidders, other than Anchor Investors, are required to participate in the Issue by mandatorily utilising 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, please refer to the chapter titled "***Issue Procedure***" on page 216 of this Draft Red Herring Prospectus.

*All potential investors shall participate in the Issue through an Application Supported by Blocked Amount ("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, specific attention is invited to "**Issue Procedure**" on page 216 of this Draft Red Herring Prospectus. A copy of Red Herring Prospectus will be delivered to the Registrar of Companies for filing in accordance with Section 26 & 32 of the Companies Act, 2013.*

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares by our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹ 10 each. The Floor Price, Cap Price and Issue Price as 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 in the "***Basis for Issue Price***" beginning on 79 of this Draft Red Herring Prospectus should not be taken 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 and/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 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 contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to the section "***Risk Factors***" beginning on page 22 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 offered through this Draft Red Herring Prospectus are proposed to be listed on the EMERGE Platform of National Stock Exchange of India Limited ("NSE") in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. Our Company has received an 'in-principle' approval letter dated [●] from NSE for using its name in this offer document for listing our shares on the EMERGE Platform of the NSE. For the purpose of this Issue, the National Stock Exchange of India Limited ("NSE").

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE
GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahemdabad-380 054, Gujarat, India. **Telephone**: +91 8777564648 **E-mail id**: vetrivelexplosives.ipo@gyrcapitaladvisors.in **Website**: www.gyrcapitaladvisors.com **Investor Grievance e-mail ID**: investors@gyrcapitaladvisors.com **Contact Person**: Mohit Baid **SEBI Registration Number**: INM000012810 **CIN**: U67200GJ2017PTC096908	**Integrated Registry Management Services Private Limited** 2nd Floor, Kences Towers, No:1 Ramakrishna Street, North Usman Road, Chennai, Tamil Nadu - 600 017 **Telephone**: + 044-28140801/802/803 **Fax:** 044-28140804 **E-mail id**: smeipo@integratedindia.in **Website**: www.integratedregistry.in **Investor Grievance e-mail ID**: giri@integratedindia.in **Contact Person**: S Giridhar **SEBI Registration Number**: INR000000544 **CIN**: U74900TN2015PTC101466

ISSUE PROGRAMME

ANCHOR PORTION ISSUE OPENS/CLOSES ON: [●]*	BID/ISSUE OPENS ON: [●]#	BID/ISSUE CLOSES ON: [●]**

** The company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/ Issue Period 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 pm 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

DEFINITIONS AND ABBREVIATIONS

This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise indicates or implies, or unless otherwise specified, shall have the meaning as provided below. References to any legislation, act, regulation, rules, guidelines or policies shall be to such legislation, act, regulation, rules, guidelines or policies 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 same meaning ascribed to such terms under the SEBI ICDR Regulations, the Companies Act, the SCRA, the Depositories Act and the rules and regulations made thereunder. Further, 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.

*Notwithstanding the foregoing, the terms used in "**Industry Overview**", "**Key Industrial Regulations and Policies**", "**Statement of Possible Special Tax Benefits**", "**Financial Information**", "**Basis for Issue Price**", "**Outstanding Litigation and Material Developments**" and "**Description of Equity Shares and Terms of the Articles of Association**" beginning on pages 92,119,89,153,79,178 and 250 respectively, shall have the meaning ascribed to them in the relevant section.*

COMPANY RELATED TERMS

Term	Description
Articles / Articles of Association / AOA	Articles of Association of our Company.
Audit Committee	The Audit Committee of the Board of Directors constituted in accordance with Section 177 of the Companies Act, 2013. For details refer section titled *"**Our Management**"* on page 131 of this Draft Red Herring Prospectus.
Auditor/ Statutory Auditor	Statutory auditor of our Company, namely, M/s Elangovan & Natarajan, Chartered Accountants as mentioned in the section titled **"*General Information*"** beginning on page 50 of this Draft Red Herring Prospectus
Bankers to the Company	HDFC Bank Limited
Board of Directors/ Board/BOD	The Board of Directors of Vetrivel Explosives Limited unless otherwise specified.
"Central Registration Centre (CRC)"	It's an initiative of the Ministry of Corporate Affairs (MCA) in Government Process Re-engineering (GPR) with the specific objective of providing speedy incorporation related services in line with the best global practices. For more details, please refer https://www.mca.gov.in/content/mca/global/en/help-faq/faqs/crc.html
Companies Act	The Companies Act, 1956/2013 as amended from time to time.
CIN	Corporate Identification Number of our Company i.e. U24292TZ1999PLC009092
Chairman	Chairman of our Company is Vijayakannan Ramalingam
Chief Financial Officer (CFO)	The Chief Financial officer of our Company, being Chamundeeswari Vijayakannan
Company Secretary and Compliance Officer	The Company Secretary and Compliance Officer of our Company, being Malathi G Ganesan
Depositories Act	The Depositories Act, 1996, as amended from time to time.
DIN	Director Identification Number.
Director(s)	Directors on our Board as described "***Our Management***" beginning on page 131 of this Draft Red Herring Prospectus.
Equity Shares	Equity Shares of our Company of Face Value of ₹ 10/- each unless otherwise specified in the context thereof.
Equity Shareholders	Persons/ Entities holding Equity Shares of Our Company.
ED	Executive Director.
Group Companies	Companies with which there have been related party transactions, during the last three financial years, as covered under the applicable accounting standards and other companies as considered material by the Board in accordance with the Materiality Policy.
Independent Director	A non-executive & Independent Director as per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. For details of our Independent Directors, see ***"Our Management"*** on page 131 of this Draft Red Herring Prospectus.
Indian GAAP	Generally Accepted Accounting Principles in India.
ISIN	International Securities Identification Number. In this case being INE152601014
Key Managerial Personnel /Key	Key Managerial Personnel of our company in accordance with Regulation 2(1)(bb) of the SEBI ICDR Regulations, 2018 and Section 2(51) of the companies Act, 2013 as applicable and as further disclosed in the section titled "***Our Management***" on page 131 of this Draft Red Herring Prospectus.

Term	Description
Managerial Employees/KMP	
"Key Performance Indicators" or "KPIs"	Key Performance Indicator of our Company, as included in ***"Basis for Issue Price"*** beginning on page 79 of this Draft Red Herring Prospectus.
KPI circular	SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/28 dated February 28, 2025, issued by the Securities and Exchange Board of India ('SEBI') titled "Industry Standards on Key Performance Indicators ("KPIs") Disclosures in the draft Offer Document and Offer Document."
Legal Advisors to the Issue	The Legal Advisors being, Vidhigya Associates, Advocates
LLP	LLP incorporated under the Limited Liability Partnership Act, 2008.
Materiality Policy	The policy on identification of group companies, material creditors and material litigation, adopted by our Board September 28, 2026 in accordance with the requirements of the SEBI ICDR Regulations.
MOA/Memorandum of Association	Memorandum of Association of our Company as amended from time to time.
MD	Managing Director of our Company is Vijayakannan Ramalingam
Non-Residents	A person resident outside India, as defined under FEMA
Nomination and Remuneration Committee	The Nomination and Remuneration Committee of our Board of Directors constituted in accordance with Companies Act, 2013. For details refer section titled "***Our Management***" on page 131 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 and who is a citizen of India or a Person of Indian Origin under Foreign Outside India Regulations, 2000.
Promoters	The Promoters of our company, being Vijayakannan Ramalingam, Vetrivel Ramalingam and Premalatha Rangasamy Mudaliar. for details, see "***Our Promoter and Promoter Group***" on page 144 of this Draft Red Herring Prospectus.
Promoter Group	Person 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 Promoter and Promoter Group***" on 144 of this Draft Red Herring Prospectus.
Peer Review Auditors	Auditor having a valid Peer Review certificate in our case being M/s Shubham D Jain & Co, Chartered Accountants
Registered Office	A Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem- 636007 Tamil Nadu, India
Restated Financial Information/Restated Financial Statements	The Restated Financial Information of our Company, which comprises the Restated Statement of assets and liabilities, the Restated Statement of profit and loss, the Restated Statement of cash flows for the financial years ended on March 31, 2026, 2025 and 2024 along with the summary statement of significant accounting policies read together with the annexures and notes thereto prepared in terms of the requirements of Section 32 of the Companies Act, the SEBI ICDR Regulations and the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, as amended from time to time.
ROC / Registrar of Companies	Registrar of Companies, Coimbatore, situated at Coimbatore, India.
Shareholders	Shareholders of our company
Stakeholders RelationshipCommittee	The Stakeholders Relationship Committee of our Board of Directors constituted in accordance with Section 178 of the Companies Act, 2013 and Listing Regulations. For details refer section titled "***Our Management***" on page 131 of this Draft Red Herring Prospectus.
Senior Management Personnel	Senior Management or Senior Management Personnel of our Company means the officers and personnel of the issuer as defined in Regulation 2(1)(bb) of the SEBI ICDR Regulations, 2018. For details, please refer section titled "***Our Management – Senior Management Personnel of our Company***" on page 131 of this Draft Red Herring Prospectus.
Whole- time Director/ WTD	Whole-time director(s) on our Board are J. Senthilnathan and J Sivanandham being described in *"**Our Management**"*, beginning on page 131 of this Draft Red Herring Prospectus.
Subscriber to MOA	Initial Subscribers to MOA being Vijayakannan Ramalingam, Premalatha Rangasamy Mudaliar and P Prakasam.

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 or document issued by the Designated Intermediary to an Applicant as proof of registration of the Application.
Allocation/ Allocation of Equity Shares	The Allocation of Equity Shares of our Company pursuant to Fresh Issue of Equity Shares to the successful Applicants.

Term	Description
Allotment/Allot/Allotted	Unless the context otherwise requires, allotment of Equity Shares offered pursuant to the Fresh Issue pursuant to successful Bidders.
Application Form	The Form in terms of which the applicant shall apply for the Equity Shares of our Company.
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders who have been allotted Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchanges.
Application Supported byBlocked Amount / ASBA	An application, whether physical or electronic, used by applicants to make an application authorising a SCSB to block the application amount in the ASBA Account maintained with the SCSB.
ASBA Account	An account maintained with the SCSB and specified in the application form submittedby ASBA applicant for blocking the amount mentioned in the application form.
ASBA Applicant	Any prospective investor who makes an application pursuant to the terms of the Draft Red Herring Prospectus and the Application Form including through UPI mode (as applicable).
ASBA Bid	A Bid made by ASBA Bidder.
ASBA Bidder	Any prospective investor(s) / Bidder (s) in this Issue who apply(ies) through the ASBA process.
ASBA Form	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 Prospectus
Allotment	Issue of the Equity Shares pursuant to the Issue to the successful applicants.
Allottee(s)	The successful applicant to whom the Equity Shares are being/have been issued.
Anchor Investor	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 Managers 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 Bid/ Issue Period	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 Managers.
Anchor Investor Portion	Up to 60.00% 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 2018. Forty per cent of the anchor investor portion, within the limits specified shall be reserved as under – (i) 33.33 per cent for domestic mutual funds; and (ii) 6.67 per cent for life insurance companies and pension funds: Any under-subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations 2018.
Banker(s) to the Issue Agreement	Agreement dated [●] entered into amongst the Company, Book Running Lead Manager, the Registrar, Sponsor Bank and the Banker to the Issue
Bankers to the Issue/ Public Issue Bank/ Sponsor Bank	Banks which are clearing members and registered with SEBI as Bankers to an Issue and with whom the Public Issue Account will be opened, in this case being [●]
Basis of Allotment	The basis on which the Equity Shares will be Allotted to successful bidders under the issue and which is described in the chapter titled "***Issue Procedure***" beginning on page 216 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/Issue Closing Date	The date after which the Designated Intermediaries will not accept any Bids, being [●], which shall be published in all editions of the English national newspaper [●] and all editions of Hindi national newspaper [●] and all editions of Tamil national newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is situated)

Term	Description
	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. In case of any revision, the extended Bid/ Issue Closing Date shall be widely disseminated by notification to the Stock Exchanges, and also be notified on the websites of the BRLM and at the terminals of the Syndicate Members, if any and communicated to the Designated Intermediaries and the Sponsor Bank, which shall also be notified in an advertisement in same newspapers in which the Bid/ Issue Opening Date was published, as required under the SEBI ICDR Regulations.
Bid/Issue Opening Date	The date on which the Designated Intermediaries shall start accepting Bids, being [●], which shall be published in all editions of the English national newspaper [●] and all editions of Hindi national newspaper [●] and all editions of Tamil national newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is situated)
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 withthe 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 for a minimum of three Working Days, subject to the Bid/Issue Periodnot exceeding 10 Working Days.
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, which includes an ASBA Bidder and an Anchor Investor.
Bid Amount	The highest value of optional Bids indicated in the Bid cum Application Form and mentioned in the Bid cum Application Form and payable by the Individual Bidder or blocked in the ASBA Account upon submission of the Bid in the Issue.
Bidding	The process of making a Bid.
Bid cum Application Form	An application form (with or without UPI ID, as applicable), whether physical or electronic, used by Bidders which will be considered as the application for Allotment in terms of the Red Herring Prospectus or the Prospectus.
Book Building Process	Book building process, as provided in Part A of Schedule XIII of the SEBI ICDRRegulations, in terms of which the Issue is being made.
Book Running Lead Manager/ BRLM	The Book Running Lead Manager to the Issue, being GYR Capital Advisors Private Limited.
Bidding Centres	Centres at which the Designated Intermediaries shall accept the 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 ASBA Applicants can submit the ASBA Forms to a Registered Broker. The details of such Broker Centres, along with the names and the contact details of the Registered Brokers are available on the respective websites of the Stock Exchanges (www.bseindia.com and http://www.nseindia.com/ www.nseindial.com).
Business Day	Monday to Friday (except public holidays).
CAN or Confirmation of Allocation Note	The Note or advice or intimation sent to each successful Applicant indicating the Equity which will be allotted, after approval of Basis of Allotment by the designated Stock Exchange.
Cap Price	The higher end of the Price Band, subject to any revisions thereto, above which the Issue Price will not be finalized and above which no Bids will be accepted.
Client ID	The client identification number maintained with one of the Depositories in relation to demat account.
Collecting Depository Participant/ CDP	A depository participant as defined under the Depositories Act, 1996, registered with SEBI and who is eligible to procure Bids from relevant Bidders at the Designated CDP Locations in terms of the circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI UPI Circulars, issued by SEBI and as per the list available on the websites of BSE and NSE.
Circular on Streamlining of Public Issues/ UPI Circular	The SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018, 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 Master circular, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and as amended pursuant to

Term	Description
	SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 April 20, 2022, SEBI circular no SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 SEBI master circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/00094 dated June 21, 2023,along with (i) the circulars issued by the National Stock Exchange of India Limited having reference no. 23/2022 dated July 22, 2022 and reference no. 25/2022 dated August 3, 2022; and (ii) the circulars issued by BSE having reference no. 20220722-30 dated July 22, 2022 and reference no. 20220803-40 dated August 3, 2022; and any subsequent circulars or notifications issued by SEBI, BSE or National Stock Exchange of India Limited in this regard.
Controlling Branches	Such branches of SCSBs which coordinate Applications under the Issue with the LM, the Registrar and the Stock Exchange, a list of which is available on the website of SEBI at http://www.sebi.gov.in or at such other website as may be prescribed by SEBI from time to time.
Cut Off Price	Issue Price, i.e. ₹ [●] per Equity Share, 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.
Depository	A depository registered with SEBI under the SEBI (Depositories and Participants) Regulations, 2018.
Designated CDP Locations	Such locations of the CDPs where Bidders can submit the ASBA Forms. The details of such Designated CDP Locations, along with names and contact details of the Collecting Depository Participants eligible to accept ASBA Forms are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com) as updated from time to time.
Designated Date	The date on which the funds from the Escrow Account are transferred to the Public Offer Account or the Refund Account, as appropriate, and the relevant amounts blocked in the ASBA Accounts are transferred to the Public Offer Account(s) and/or are unblocked, as applicable, in terms of the Red Herring Prospectus and the Prospectus, after finalization of the Basis of Allotment in consultation with the Designated Stock Exchange, following which the Equity Shares will be Allotted in the Issue.
Demographic Details	Details of the Applicants including their address, name of the father/husband, investor status, occupation and bank account details and UPI ID, where applicable.
Designated Intermediaries/ Collecting agent	Collectively, the members of the Syndicate, sub-syndicate or agents, SCSBs (other than in relation to Individual Investors using the UPI Mechanism), Registered Brokers, CDPs and RTAs, who were authorised to collect Bid cum Application Forms from the relevant Bidders, in relation to the Issue. In relation to ASBA Forms submitted by Individual Investors Bidding in the Retail Portion by 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 was 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 RTA Locations	Such locations of the RTAs where Applicants can submit the ASBA Forms to RTAs. The details of such Designated RTA Locations, along with names and contact details of the RTAs eligible to accept ASBA Forms are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com), as updated from time to time.
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 Stock Exchange	Emerge Platform of NSE Limited ("**NSE EMERGE**")
Depository Participant	A Depository Participant as defined under the Depositories Act, 1996.
Designated 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.
DP ID	Depository Participant's identity number.
Draft Red Herring Prospectus/ DRHP	This Draft Red Herring Prospectus dated September 30, 2026 issued in accordance with Section 26 and 32 of the Companies Act, 2013 and SEBI ICDR Regulation.
Electronic Transfer of Funds	Refunds through ECS, NEFT, Direct Credit or RTGS as applicable.

Term	Description
Eligible FPI(s)	FPIs from such jurisdictions outside India where it is not unlawful to make an offer / invitation under the Issue and in relation to whom the Application Form and the Prospectus constitutes an invitation to subscribe to the Equity Shares.
Eligible NRI(s)	NRI(s) from jurisdictions outside India where it is not unlawful to make an offer or invitation under the Issue and in relation to whom the Application Form and the Prospectus will constitute an invitation to subscribe to or to purchase the Equity Shares.
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 Prospectus constitutes an invitation to purchase the Equity Shares Issued thereby and who have opened demat accounts with SEBI registered qualified depositary participants.
Equity Listing Agreements	The listing agreements to be entered into by our Company with the Stock Exchange in relation to our Equity Shares.
Escrow and Sponsor Bank Agreement	Agreement dated [●] entered into amongst our Company, the Book Running Lead Manager and Banker to the Issue and Sponsor Bank, to receive monies from the Applicants through the SCSBs Bank Account on the Designated Date in the Public Issue Account.
Escrow Account(s)	Account(s) opened with the Bank(s) to the Issue pursuant to Escrow and Sponsor Bank Agreement.
Escrow Collection Bank(s)	The Bank(s) which are clearing members and registered with SEBI as bankers to an issue under the SEBI (Bankers to an Issue) Regulations, 1994 and with whom the Escrow Account(s) will be opened, in this case being [●].
First Applicant	The Applicant whose name appears first in the 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 being [●], subject to any revision(s) thereto, not being less than the face value of Equity Shares and the Anchor Investor Issue Price, at or above which the Issue Price will be finalized and below which no Bids will be accepted.
Foreign Venture Capital Investors	Foreign Venture Capital Investors registered with SEBI under the SEBI (Foreign Venture Capital Investor) Regulations, 2000.
FPI / Foreign Portfolio Investor	A Foreign Portfolio Investor who has been registered under 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.
Fresh Issue	The Fresh Issue of Upto 61,00,000 Equity Shares aggregating up to ₹ [●] Lakhs.
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)(lll) 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 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.
General Corporate Purposes	Include such identified purposes for which no specific amount is allocated or any amount so specified towards general corporate purpose or any such purpose by whatever name called, in the offer document. Provided that any issue related expenses shall not be considered as a part of general corporate purpose merely because no specific amount has been allocated for such expenses in the offer document.
HNI	High Net Worth Individual
HUF	Hindu Undivided Family
Independent Director	An Independent Director as defined under Section 2(47) of the Companies Act, 2013 and as defined under the Listing Regulations. For details of our Independent Directors, see "***Our Management***" on page 131 of this Draft Red Herring Prospectus.
Issue Agreement	The agreement dated September 29, 2026 Amongst our Company and the Book Running Lead Manager, pursuant to which certain arrangements are agreed in relation to the Issue.
Issue / Bid Period	The periods between the Issue Opening Date and the Issue Closing Date inclusive of both days and during which prospective Applicants may submit their Bidding application.
Issue Price	The price at which the Equity Shares are being issued by our Company in consultation with the Book Running Lead Manager under the Red Herring Prospectus and the Prospectus being ₹ [●] per share.
Issue Proceeds	The proceeds of the Issue shall be available to our Company. For further information about the use of the Issue Proceeds, see **"*Objects of the Issue*"** beginning on page 72.
Issue Opening	The date on which the Book Running Lead Manager, Syndicate Member, Designated Branches of SCSBs and Registered Brokers shall start accepting Application for this Issue, which shall be the date notified in all editions of the English national newspaper [●], which shall be published in all editions of the English national newspaper [●] and all editions of Hindi national newspaper [●] and all editions of Tamil national newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is situated) required under the SEBI (ICDR) Regulations. In this case being [●]

Term	Description
Issue Closing	The date after which the Book Running Lead Manager, Syndicate Member, Designated Branches of SCSBs and Registered Brokers will not accept any Application for this Issue, which shall be notified in all editions of the English national newspaper [●] and all editions of Hindi national newspaper [●] [●] and all editions of Tamil national newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is situated). In this case being [●]
Issue/ Issue Size/ Initial Public Issue/ Initial Public Offering/IPO	The initial public issue of Upto 61,00,000 Equity Shares for cash at a price of ₹ [●] each, aggregating up to ₹ [●] Lakhs comprising the Fresh Issue.
IBC	The Insolvency and Bankruptcy Code, 2016
Individual Investor Portion	The portion of the Net Issue being not less than 35% of the Net Issue consisting of upto [●] Equity Shares of face value of ₹ 10 each, who applies for minimum application size.
Individual Bidder(s)/ Individual Investor(s)/ II(s)/ IB(s)	The minimum application size shall be two lots per application, such that the minimum application size shall be above ₹ 2 lakhs. (including HUFs applying through their Karta) and Eligible NRIs
Listing Agreement	The Equity Listing Agreement to be signed between our Company and the NSE
Market Maker	Market Maker of the Company, in this case being [●].
Market Maker Reservation Portion	The Reserved portion of [●] Equity shares of ₹ 10 each at an Issue Price of ₹ [●] aggregating to ₹ [●] for Designated Market Maker in the Public Issue of our Company.
Market Making Agreement	The Agreement among the Market Maker, the Book Running Lead Manager and our Company dated [●].
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.
Mutual Funds	Mutual funds registered with SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, as amended.
Mutual Fund Portion	5% of the Net QIB Portion (other than anchor allocation), 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.
Net Issue	The Issue (excluding the Market Maker Reservation Portion) of [●] equity Shares of face value of ₹10 each fully paid for cash at a price of ₹ [●] per Equity Share (the "Issue Price"), including a share premium of ₹ [●] per equity share aggregating to ₹ [●].
Net Proceeds	The proceeds from the Issue less the Issue related expenses applicable to the Issue. For further information about use of the Issue Proceeds and the Issue expenses, see **"*Objects of the Issue*"** on page 72.
Net QIB Portion	The portion of the QIB Portion less the number of Equity Shares Allocated to the Anchor Investors.
Non-Institutional Investors/ Non-Institutional Bidders/NIB's	All Applicants that are not QIBs or Individual Bidders and who have Bid for Equity Shares for an amount more than ₹ 200,000 (but not including NRIs other than Eligible NRIs).
Non-Resident	A person resident outside India, as defined under FEMA and includes NRIs, FPIs and FVCIs.
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-Individual Portion including Qualified Institution Buyers (NRII)	The remaining portion of the Net Issue, after Individual portion, being not more than 50% of the Net issue which shall be available for allocation to NRIIs in accordance with the SEBI ICDR Regulations.
Other Investor	Investors other than Individual Investors. These include individual applicants who applies for more than two lots, other investors including corporate bodies or institutions irrespective of the number of specified securities applied for.
Overseas Corporate Body/ OCB	Overseas Corporate Body means and includes an entity defined in clause (xi) of Regulation 2 of the Foreign Exchange Management (Withdrawal of General Permission to Overseas Corporate Bodies (OCB's) Regulations 2003 and which was in existence on the date of the commencement of these Regulations and immediately prior to such commencement was eligible to undertake transactions pursuant to the general permission granted under the Regulations. OCBs are not allowed to invest in this Issue.
Pay-in-Period	The period commencing on the Bid/Issue Opening date and extended till the closure of the Anchor Investor Pay-in-Date.
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.

Term	Description
Price Band	Price Band of a minimum price (Floor Price) of ₹ [●] and the maximum price (Cap Price) of ₹ [●]. The Price Band will be decided by our Company in consultation with the BRLM and advertised in in all editions of the English national newspaper [●] and all editions of Hindi national newspaper [●] and all editions of Tamil national newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is situated) with wide circulation at least two working days prior to the Bid / Issue Opening 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 opening and closing dates, the size of the Issue and certain other information.
Public Issue Account	An Account of the Company under Section 40 of the Companies Act, 2013 where the funds shall be transferred by the SCSBs from bank accounts of the ASBA Investors.
Pricing Date	The date on which our Company, in consultation with the Managers, will finalise the Issue Price.
Qualified Institutional Buyers/ QIBs	Qualified institutional buyers as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations
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.
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 BRLMs), subject to valid Bids being received at or above the Issue Price or Anchor Investor Issue Price (for Anchor Investors).
Red Herring Prospectus / RHP	The Red Herring Prospectus dated [●] issued in accordance with Section 32 of the Companies Act, 2013 and the provisions of the SEBI ICDR Regulations, which does not have complete particulars of the price at which the Equity Shares will be Issued and the size of the Issue, including any addenda or corrigenda thereto.
Registered Brokers	Stockbrokers registered with SEBI under the Securities and Exchange Board of India (Stock Brokers and Sub Brokers) Regulations, 1992 and the stock exchanges having nationwide terminals, other than the Members of the Syndicate and having terminals at any of the Broker Centres and eligible to procure Applications in terms of Circular No. CIR/CFD/14/2012 dated October 04, 2012 and the UPI Circulars issued by SEBI.
Refund Account	The 'no-lien' and 'non-interest bearing' account opened with the Refund Bank, from which refunds, if any, of the whole or part, of the Bid Amount to the Anchor Investors shall be made.
Refund Bank(s) /Refund Banker(s)	Bank(s) which is / are clearing member(s) and registered with the SEBI as Bankers to the Issue at which the Refund Accounts will be opened in case listing of the Equity Shares does not occur, in this case being [●].
Registrar Agreement	The agreement dated September 29, 2026 among 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.
Registrar to the Issue/ Registrar	Registrar to the Issue being Integrated Registry Management Services Private Limited
Revision Form	Form used by the Applicants to modify the quantity of the Equity Shares or the Bid Amount in any of their ASBA Form(s) or any previous Revision Form(s), as applicable. QIB Bidders and Non-Institutional Investors are not allowed to withdraw or lower their applications (in terms of quantity of Equity Shares or the Bid Amount) at any stage. Individual Applicants can revise their Applications during the Issue Period and withdraw their Applications until Issue Closing Date
Reserved Category/ Categories	Categories of persons eligible for making bid under reservation portion.
Reservation Portion	The portion of the Issue reserved for category of eligible bidders as provided under the SEBI (ICDR) Regulations, 2018
SEBI SCORES	Securities and Exchange Board of India Complaints Redress System
SEBI Master Circular	The SEBI Circular No. HO/49/14/14(2)2026-CFD-POD2/I/4518/2026 dated February 09, 2026
Self-Certified Syndicate Bank(s) or SCSB(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 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

Term	Description
	(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.
SME Exchange	Emerge Platform of NSE Limited ("**NSE Emerge**")
Specified Locations	Bidding centres where the Syndicate shall accept ASBA Forms from Applicants, a list of which will be included in the Application Form
Sponsor Bank	The Banker to the Issue registered with SEBI and appointed by our Company to act as a conduit between the Stock Exchanges and the NPCI in order to push the mandate collect requests and / or payment instructions of the Individual Bidders into the UPI and carry out other responsibilities, in terms of the UPI Circulars, Being [●]
Stock Exchange	Unless the context requires otherwise, refers to, National Stock Exchange of India Limited
Shareholders	Shareholders of our Company from time to time.
Systemically Important Non-Banking Financial Companies	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 a member of the Syndicate or an SCSB (only on demand), as the case may be, to the bidders, as proof of registration of the bid.
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, The BRLM shall act as the underwriter to the Issue.
Underwriting Agreement	The Agreement entered into between the Underwriter and our Company dated [●]
UPI	Unified Payments Interface, which is an instant payment mechanism, developed by NPCI
UPI Bidders	Collectively, individual investors applying as (i) Individual Bidders in the Individual Portion, and (ii) Non- Institutional Bidders with an application size of up to ₹ 500,000 in the Non-Institutional Portion, and Bidding under the UPI Mechanism through ASBA Form(s) submitted with Syndicate Members, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents. Pursuant to Circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 issued by SEBI, all individual investors applying in public issues where the application amount is up to ₹ 500,000 shall use UPI and shall provide their UPI ID in the application form submitted with: (i) a syndicate member, (ii) a stock broker registered with a recognized stock exchange (whose name is mentioned on the website of the stock exchange as eligible for such activity), (iii) a depository participant (whose name is mentioned on the websites of the stock exchange as eligible for such activity), and (iv) a registrar to an issue and share transfer agent (whose name is mentioned on the website of the stock exchange as eligible for such activity)
UPI ID	ID created on UPI for single-window mobile payment system developed by the NPCI.
UPI Mandate Request	A request (intimating the Individual Bidder by way of a notification on the Mobile App and by way of a SMS directing the Individual Bidder to such Mobile App) to the Individual Bidder initiated by the Sponsor Bank to authorize blocking of funds on the Mobile App equivalent to Bid Amount and Subsequent debit of funds in case of Allotment.
UPI Mechanism	The bidding mechanism that may be used by an Individual Investor to make a Bid in the Issue inaccordance with the UPI Circulars.
UPI PIN	Password to authenticate UPI transactions.
WACA	Weighted average cost of acquisition
Wilful Defaulter(s)	Wilful defaulter as defined under Regulation 2(1)(lll) of the SEBI (ICDR) Regulations, 2018
Working Days	In accordance with Regulation 2(1)(mmm) of SEBI ICDR Regulation, working daymeans all days on which commercial banks in the city as specified in in Mumbai are open for business: - However, in respect of 1. announcement of price band and 2. Issue Period, working day shall mean all days, excluding Saturday, Sundays and Public holidays, on which commercial banks in Mumbai are open for business. 3. the time period between the Issue closing date and the listing of the specified securities on the stock exchange, working day shall mean all trading days of the Stock Exchanges, excluding Sundays and bank holiday in accordance with circular issued by SEBI.

CONVENTIONAL AND GENERAL TERMS AND ABBREVIATIONS

Term	Description
₹ or Rs. or Rupees or INR	Indian Rupees
A/c	Account
Act or Companies Act	Companies Act, 1956 and/or the Companies Act, 2013, as amended from time to time
AGM	Annual General Meeting
AIFs	Alternative investment funds as defined in and registered under the SEBI AIF Regulations
AO	Assessing Officer
ASBA	Application Supported by Blocked Amount
AS	Accounting Standards issued by the Institute of Chartered Accountants of India
AY	Assessment Year
AS	Accounting Standards issued by the Institute of Chartered Accountants of India
BG	Bank Guarantee
BTI Regulations	The Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994.
CAGR	Compounded Annual Growth Rate
CAN	Confirmation Allocation Note
Category I AIF	AIFs who are registered as "Category I Alternative Investment Funds" under the SEBI AIF Regulations
Category II AIF	AIFs who are registered as "Category II Alternative Investment Funds" under the SEBI AIF Regulations
Category III AIF	AIFs who are registered as "Category III Alternative Investment Funds" under the SEBI AIF Regulations
Category I FPIs	FPIs who are registered as "Category I Foreign Portfolio Investors" under the SEBI FPI Regulations
Category II FPIs	FPIs who are registered as "Category II Foreign Portfolio Investors" under the SEBI FPI Regulations
CDSL	Central Depository Services (India) Limited
CFO	Chief Financial Officer
CIN	Corporate Identification Number
CIT	Commissioner of Income Tax
Companies Act, 1956	Companies Act, 1956, and the rules, regulations, notifications, modifications and clarifications made thereunder, as the context requires
Companies Act, 2013/ Companies Act	Companies Act, 2013 and the rules, regulations, notifications, modifications and clarifications thereunder
Competition Act	Competition Act, 2002, and the rules, regulations, notifications, modifications and clarifications made thereunder, as the context requires
Competition Amendment Act	The Competition (Amendment) Act, 2023
Consolidated FDI Policy	The consolidated FDI Policy, effective from August 28, 2017, issued by the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time.
CRAR	Capital to Risk Asset Ratio
CSR	Corporate social responsibility
Demat	Dematerialise
Depositories Act	Depositories Act, 1996.
Depository or Depositories	NSDL and CDSL both being depositories registered with the SEBI under the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996.
DIN	Director Identification Number
DP ID	Depository Participant's Identification Number
DP/ Depository Participant	A depository participant as defined under the Depositories Act
DIPP	Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, GoI
DPIIT	The Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry
EBIDTA	Earnings Before Interest, Depreciation, Tax and Amortization
ECS	Electronic Clearing System
EoGM	Extra-ordinary General Meeting
EPS	Earnings Per Share i.e. profit after tax for a fiscal year divided by the weighted average outstanding number of equity shares at the end of that fiscal year
EPF	Employee Provident Fund
ESIC	Employees' State Insurance Corporation
Financial Year/ Fiscal Year/FY	The period of twelve months ended March 31 of that particular year
FDI	Foreign Direct Investment

FDR	Fixed Deposit Receipt
FEMA	Foreign Exchange Management Act, 1999, read with rules and regulations there-under and as amended from time to time
FEMA Regulations	Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended
FII	Foreign Institutional Investor (as defined under SEBI FII (Foreign Institutional Investors) Regulations, 1995, as amended from time to time) registered with SEBI under applicable laws in India
FII Regulations	Securities and Exchange Board of India (Foreign Institutional Investors) Regulations, 1995, as amended
FIS	Financial Institutions
GDP	Gross Domestic Product
GIR Number	General Index Registry Number
Gov/ Government/GoI	Government of India
GST	Goods and Service Tax
HUF	Hindu Undivided Family
IFRS	International Financial Reporting Standard
ICSI	Institute of Company Secretaries of India
ICAI	Institute of Chartered Accountants of India
IMPS	Immediate Payment Service
Indian GAAP	Generally Accepted Accounting Principles in India
I.T. Act	Income Tax Act, 1961, as amended from time to time
ITAT	Income Tax Appellate Tribunal
INR/ Rs. /Rupees / ₹	Indian Rupees, the legal currency of the Republic of India
KYC	Know your customer
Ltd.	Limited
Pvt. Ltd.	Private Limited
MCA	Ministry of Corporate Affairs
Merchant Banker	Merchant banker as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992 as amended
MOF	Ministry of Finance, Government of India
MOU	Memorandum of Understanding
MSME	Micro, Small, and Medium Enterprises
NA	Not Applicable
NAV	Net Asset Value
NEFT	National Electronic Fund Transfer
NOC	No Objection Certificate
NR/ Non-Residents	Non-Resident
NPCI	National Payments Corporation of India
NRE Account	Non-Resident External Account
NRI	Non-Resident Indian, is a person resident outside India, as defined under FEMA and the FEMA Regulations
NRO Account	Non-Resident Ordinary Account
NSDL	National Securities Depository Limited
NSE	National Stock Exchange India Limited
NTA	Net Tangible Assets
p.a.	Per annum
P/E Ratio	Price/ Earnings Ratio
PAN	Permanent Account Number allotted under the Income Tax Act, 1961, as amended from time to time
PAT	Profit After Tax
PBT	Profit Before Tax
PIO	Person of Indian Origin
PLR	Prime Lending Rate
R&D	Research and Development
RBI	Reserve Bank of India
RBI Act	Reserve Bank of India Act, 1934, as amended from time to time
RoNW	Return on Net Worth
RTGS	Real Time Gross Settlement
SAT	Securities Appellate Tribunal
SARFAESI Act	The Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002
SCRA	Securities Contracts (Regulation) Act, 1956, as amended from time to time
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to Time
SCSBs	Self-Certified Syndicate Banks

SEBI	The 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 Insider Trading Regulations	SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, including instructions and clarifications issued by SEBI from time to time
SEBI ICDR Regulations / ICDR Regulations / SEBI ICDR / ICDR	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time
SEBI Merchant Bankers Regulation	Securities and Exchange Board of India (Merchant Bankers) Regulations,1992
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time
SEBI Rules and Regulations	SEBI (ICDR) Regulations, 2018, SEBI (Underwriters) Regulations, 1993, as amended, the SEBI (Merchant Bankers) Regulations, 1992, as amended, and any and all other relevant rules, regulations, guidelines, which SEBI may issue from time to time, including instructions and clarifications issued by it from time to time
Sec.	Section
Securities Act	The U.S. Securities Act of 1933, as amended
SME	Small and Medium Enterprises
Stamp Act	The Indian Stamp Act, 1899, as amended from time to time
State Government	The Government of a State of India
Stock Exchanges	Unless the context requires otherwise, refers to, the National Stock Exchange India Limited
STT	Securities Transaction Tax
TDS	Tax Deducted at Source
TAN	Tax deduction account number
TIN	Tax payer Identification Number
TRS	Transaction Registration Slip
UIN	Unique Identification Number
U.S. GAAP	Generally accepted accounting principles in the United States of America
U.S. Holder	A beneficial owner of Equity Shares that is for United States federal income tax purposes: (a) an individual who is a citizen or resident of the United States; (b) a corporation organized under the laws of the United States, any state thereof or the District of Columbia; (c) an estate whose income is subject to United States federal income taxation regardless of its source; or (d) a trust that (1) is subject to the primary supervision of a court within the United States and the control of one or more U.S. persons for all substantial decisions of the trust, or (2) has a valid election in effect under the applicable U.S. Treasury regulations to be treated as a U.S. person
VCFs	Venture capital funds as defined in, and registered with SEBI under, the erstwhile Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996, as amended, which have been repealed by the SEBI AIF Regulations. In terms of the SEBI AIF Regulations, a VCF shall continue to be regulated by the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 till the existing fund or scheme managed by the fund is wound up, and such VCF shall not launch any new scheme or increase the targeted corpus of a scheme. Such VCF may seek re-registration under the SEBI AIF Regulations.
VAT	Value Added Tax
w.e.f.	With effect from
Year/Calendar Year	Unless context otherwise requires, shall refer to the twelve-month period ending December 31

INDUSTRY RELATED TERMS

Term	Description
AN	Ammonium Nitrate
CAPXIL	Chairman of the Chemical & Allied Products Export Promotion Council
CN	Calcium Nitrate
CAN	Concentrated Nitric Acid
FO	Fuel Oil
MT	Metric Tonns
OB	Oxidiser Base
PCW	Process Cooling Water
PETN	Pentaerythritol Tetranitrate
PESO	Petroleum and Explosives Safety Organisation
PE	Pentaerythritol
PSU	Public Sector Undertaking
PPA	Potassium Pyroantimonate
PVC	Polyvinyl Chloride
SMO	Sorbitan Monooleate
MCW	Microcrystalline Wax

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

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.

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 153 of this Draft Red Herring Prospectus.

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.

The Restated Financial Statements of our Company for the Financial Years ended March 2026, 2025 and 2024 which comprise restated summary statement of assets and liabilities, the restated summary statement of profit and loss, the restated summary statement of cash flow and restated summary statement of changes in equity together with the annexures and notes thereto and the examination report thereon, as compiled from the Indian GAAP financial statements for respective period/year and in accordance with the requirements provided under the provisions of the Companies Act, SEBI ICDR Regulations and the Guidance Note on "*Reports in Company Prospectuses (Revised 2019)*" issued by Institute of Chartered Accountants of India (ICAI) as amended from time to time (the "Guidance Note").

There are significant differences between Ind AS, Indian GAAP, U.S. GAAP and IFRS. Our Company does not provide reconciliation of its financial information to IFRS or U.S. GAAP. Our Company has not attempted to explain those differences or quantify their impact on the financial data included in this Draft Red Herring Prospectus and it is urged that you consult your own advisors regarding such differences and their impact on our financial data. Accordingly, the degree to which the financial information included in this Draft Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting policies and practices, the Companies Act, Ind AS, the Indian GAAP and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting policies and practices on the financial disclosures presented in this Draft Red Herring Prospectus should, accordingly, be limited.

Unless the context otherwise indicates, any percentage amounts, as set forth in *"**Risk Factors***", "***Our Business***" and "***Management's Discussion and Analysis of Financial Position and Results of Operations***" on Pages 22, 102 and 162 respectively, of this Draft Red Herring Prospectus, and elsewhere in this Draft Red Herring Prospectus have been calculated on the basis of the Restated Financial Statements of our Company, prepared in accordance with GAAP, and the Companies Act and restated in accordance with the SEBI ICDR Regulations.

In this Draft Red Herring Prospectus, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding off. All figures in decimals have been rounded off to the second decimal and all the percentage figures have been rounded off to two decimal places including percentage figures in "***Risk Factors***", "***Industry Overview***" and "***Our Business***" on Pages 22,92 and 102 respectively, this Draft Red Herring Prospectus.

Non-GAAP Financial Measures

This Draft Red Herring Prospectus contains certain non-GAAP financial measures and certain other statistical information relating to our operations and financial performance like EBITDA, PAT Margin, Return on Equity, Net Asset Value per Equity Share, Net worth, Return on Net worth and certain other statistical information relating to our operations and financial performance (together, "Non-GAAP Measures") that are not required by, or presented in accordance with, Ind AS, Indian GAAP, or IFRS. Further, these non-GAAP measures are not a measurement of our financial performance or liquidity under Ind AS, Indian GAAP, IFRS or U.S. GAAP and should not be considered in isolation or construed as an alternative to cash flows, profit/(loss) for the years/period 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 Ind AS, Indian GAAP, IFRS or U.S. GAAP. We compute and disclose such non-Indian GAAP financial measures and such other statistical information relating to our operations and financial performance as we consider such information to be useful measures of our business and financial performance. These non-Indian GAAP financial measures and other 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 statistical information of similar nomenclature that may be computed and presented by other companies and are not measures of operating performance or liquidity defined by Ind AS and may not be comparable to similarly titled measures presented by other companies.

Currency and Units of Presentation

All references to:

- "Rupees" or "₹" or "INR" or "Rs." are to Indian Rupee, the official currency of the Republic of India; and
- "USD" or "US$" or "$" are to United States Dollar, the official currency of the United States of America.

Our Company has presented all numerical information in this Draft Red Herring Prospectus in "Lakhs" units or in whole numbers where the numbers have been too small to represent in Lakhs. One lakh represents 1,00,000 and one million represents 10,00,000.

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 USD (Dollars):

Currency	Exchange rate as on		
	March 31, 2026	March 31, 2025*	March 31, 2024*
1 USD	94.65	85.58	83.37

** If the RBI reference rate is not available on a particular date due to a public holiday, the previous working day not being a public holiday has been considered.*
(Source: www.rbi.org.in and www.fbil.org.in)
The reference rates are rounded off to two decimal places.

Industry and Market Data

Unless stated otherwise, the industry and market data and forecasts used throughout this Draft Red Herring Prospectus has been obtained from industry sources as well as Government Publications. Industry sources as well as Government Publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. 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. There are 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, investment decisions should not be based solely on such information. In accordance with the SEBI ICDR Regulations, "***Basis for Issue Price***" on Page 79 of this Draft Red Herring Prospectus includes information relating to our peer group entities. Such information has been derived from publicly available sources, and neither we, nor the BRLM have independently verified such information. Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those discussed in "***Risk Factors***" on Page 22 of this Draft Red Herring Prospectus.

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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:

1. Our business is geographically concentrated in the State of Tamilnadu and any adverse developments affecting this region could have a material adverse effect on our business, financial condition, results of operations and cash flows.

2. Proceedings in relation to the Composite Scheme of Arrangement before the NCLT may result in uncertainty regarding the implementation of the Scheme and the demerger of the Hotel Undertaking

3. A significant portion of our revenue from operations is derived from the sale of our [Sun 90-25mm] product, and any decline in demand for, or disruption in the sale of, this product may adversely affect our business, results of operations, financial condition and cash flows.

4. We require certain approvals, licenses, registration and permits for our business, and the failure to obtain or renew them in a timely manner may adversely affect our operations.

5. We rely substantially on our top 10 suppliers for procurement of raw materials, and any shortage, delay or disruption in their supply could materially impact our business, financial condition, results of operations and cash flows.

6. We derived 22.01%, 40.04%, and 34.75% of our revenue from operations from our top 10 customers in Fiscals 2026, 2025 and 2024 respectively, and we do not have long-term contracts with all of these customers. The loss of one or more such customers or any reduction in their purchases could adversely affect our business, results of operations, cash flows and financial condition.

7. We operate from a single manufacturing facility located at Tiruchirappalli district, Tamilnadu, India and any disruption at this facility could adversely affect our operations, business and financial condition

8. Certain raw materials used and products manufactured by our Company are hazardous in nature, and we have experienced a blast incident in the past. Any accident involving such hazardous materials or products could result in significant operational, financial, regulatory and legal consequences.

9. The Restated Financial Statements of our Company may not have been prepared by our Statutory Auditor, and our Statutory Auditor does not possess a valid Peer Review Certificate

10. Our Company and its Promoter are party to certain legal proceeding. These legal proceedings are pending at different levels of adjudication before regulatory authorities. Any adverse decision may make us liable to liabilities/penalties and may adversely affect our reputation, business and financial status.

For further discussion of factors that could cause the actual results to differ from our estimates and expectations, see "***Risk Factors***", "***Our Business***" and "***Management's Discussion and Analysis of Financial Position and Results of Operations***" beginning on Pages 22,102 and 162, respectively, of this Draft Red Herring Prospectus. 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 gains or losses could materially differ from those that have been estimated.

We cannot assure 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 as a guarantee of future performance.

Forward-looking statements reflect current views as on the date of this Draft Red Herring Prospectus and are not a guarantee of future performance. These statements are based on our management's beliefs and assumptions, which in turn are based on currently

available information. Although we believe the assumptions upon which these forward-looking statements are based are reasonable, any of these assumptions could prove to be inaccurate, and the forward-looking statements based on these assumptions could be incorrect. Neither our Company, our Directors, the Promoters, the Syndicate 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 the SEBI ICDR Regulations, our Company, the Promoters and the Book Running Lead Manager will ensure that the Bidders in India are informed of material developments until the time of the grant of listing and trading permission by the Stock Exchange for the Issue.

SECTION II – RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. You should carefully consider all the information in this Draft Red Herring Prospectus, including the risks and uncertainties described below, before making an investment in the Equity Shares. 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. The risks described below are not the only ones relevant to us, our Equity Shares, the industry or the segment in which we operate. Additional risks and uncertainties, not presently known to us or that we currently deem immaterial may arise or may become material in the future and may also impair our business, results of operations and financial condition. 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 be adversely affected, the trading price of our Equity Shares could decline, and as prospective investors, you may lose all or part of your investment. You should consult your tax, financial and legal advisors about particular consequences to you of an investment in this Issue. The financial and other related implications of the risk factors, wherever quantifiable, have been disclosed in the risk factors mentioned below. However, there are certain risk factors where the financial impact is not quantifiable and, therefore, cannot be disclosed in such risk factors.

*To obtain a complete understanding, you should read this section in conjunction with the sections "**Industry Overview", "Our Business**" and "**Management's Discussion and Analysis of Financial Position and Results of Operations**" on pages 92,102 and 162 of this Draft Red Herring Prospectus, respectively. The industry-related information disclosed in this section that is not otherwise publicly available is derived from industry sources as well as Government Publications. Industry sources as well as Government Publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness and underlying assumptions are not guaranteed and their reliability cannot be assured.*

*This Draft Red Herring Prospectus also contains forward-looking statements that involve risks, assumptions, estimates 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, in the section titled "**Forward-Looking Statements**" on page* 20 *of this Draft Red Herring Prospectus.*

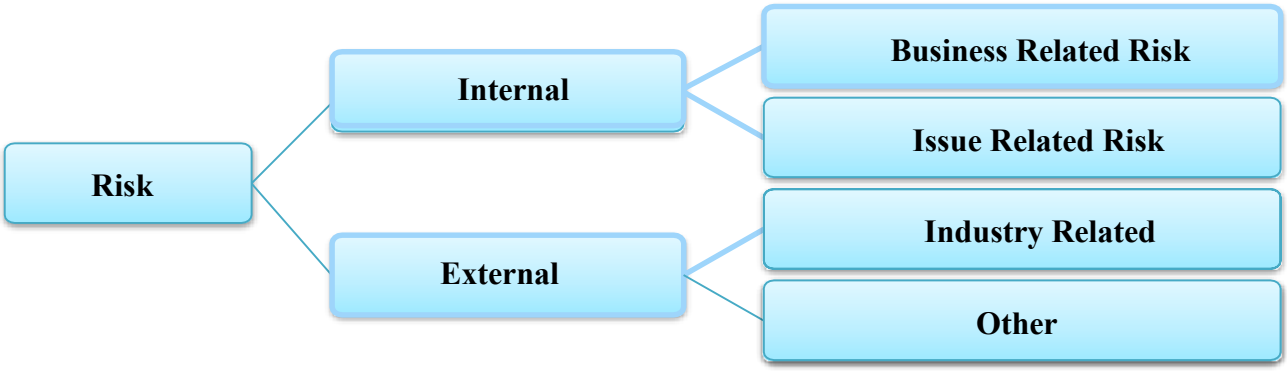
Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial or other implications of any of the risks described in this section. Unless the context requires otherwise, the financial information of our Company has been derived from the Restated Financial Information.

Materiality:

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

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

Classification of Risk Factors



The financial and other related implications of risks concerned, whether quantifiable have been disclosed in the risk factors mentioned below. However, there are risk factors where the impact may not be quantifiable and hence, the same has not been disclosed in such risk factors. The numbering of the risk factors has been done to facilitate ease of reading and reference and does not in any manner indicate the importance of one risk over another.

In this Draft Red Herring Prospectus, any discrepancies in any table between total and sums of the amount listed are due to rounding off.

In this section, unless the context requires otherwise, any reference to "we", "us" or "our" refers to Vetrivel Explosives Limited.

The risk factors are classified as under for the sake of better clarity and increased understanding.

INTERNAL RISK FACTORS

1. ***Our business is geographically concentrated in the State of Tamilnadu and any adverse developments affecting this region could have a material adverse effect on our business, financial condition, results of operations and cash flows.***

   A significant portion of our revenue from operations has historically been derived from customers located in the State of Tamilnadu for fiscal 2026, 2025 and 2024 i.e 60.70, 58.71 and 62.01% respectively. Consequently, our business is exposed to risks associated with a high degree of geographic concentration. Any adverse economic, political, regulatory, social, climatic or other developments affecting Tamilnadu, including changes in government policies, local taxation, infrastructure disruptions, natural calamities, labour shortages, changes in customer demand, or any other region-specific events, may adversely impact our operations, customer base, sales and profitability.

   Further, any slowdown in the economic growth of Tamilnadu, increased competition in the region, or loss of key customers located in the state could materially affect our revenue generation. Our dependence on a single geographic market also limits our ability to mitigate regional business risks through geographic diversification.

   While we intend to expand into other geographies to mitigate concentration risk, there can be no assurance that such diversification plans will succeed or yield material results in the near term. Any failure to broaden our geographic footprint may limit our growth potential and continue to expose us to regional risks.

   Accordingly, any adverse development affecting our key states of operation, including changes in industrial policy, tax structures, transport infrastructure, or socio-political conditions, could lead to a material decline in revenue and have an adverse effect on our business, financial condition, results of operations, and cash flows.

2. ***Proceedings in relation to the Composite Scheme of Arrangement before the NCLT may result in uncertainty regarding the implementation of the Scheme and the demerger of the Hotel Undertaking***

   Our Company is a party to proceedings before the National Company Law Tribunal, Division Bench-I, Chennai ("NCLT"), bearing C.A.(CAA)/65(CHE)/2026, under Sections 230 to 232 of the Companies Act, 2013, in relation to a Composite Scheme of Arrangement ("Scheme") between Vetrivel Explosives Private Limited (Now Vetrivel Explosives Limited) ("Company" or "Demerged Company") and Sivasakthi Hospitality Private Limited ("Resulting Company"), together with their respective shareholders and creditors. The Scheme contemplates the demerger, transfer and vesting, on a going-concern basis, of the Hotel Undertaking, including the College Division, of our Company into the Resulting Company, while the Remaining Business of our Company shall continue to vest in and be owned and managed by our Company.

   The Board of Directors of our Company and the Resulting Company approved the Scheme at their respective meetings held on July 6, 2026. The Appointed Date under the Scheme is April 1, 2026. The NCLT, vide its order dated September 11, 2026, recorded the requisite consents of the shareholders and creditors and dispensed with the meetings of the equity shareholders and creditors of our Company and the Resulting Company. However, as on the date of this Draft Red Herring Prospectus, the Scheme remains subject to obtaining the requisite further approvals and final sanction of the NCLT and such other approvals, consents, permissions or compliances as may be required under applicable laws.

   There can be no assurance that the Scheme will receive all the requisite approvals or that the NCLT will sanction the Scheme in the form proposed, or within the anticipated timelines. Any delay in obtaining, or failure to obtain, the requisite approvals, modifications to the terms of the Scheme or any objections or proceedings initiated by any regulatory authority, creditor, shareholder or other stakeholder may adversely affect the implementation of the Scheme. Further, any delay or failure in giving effect to the demerger may result in continued uncertainty regarding the ownership, management and operational segregation of the Hotel Undertaking, including the College Division, and may require our Company and the Resulting Company to incur additional costs and devote management time and resources towards the Scheme.

   Upon implementation of the Scheme, the Hotel Undertaking, including the College Division, together with the assets, liabilities, businesses and activities pertaining thereto, is proposed to be transferred to and vested in the Resulting Company, while the Remaining Business will continue with our Company. Any delay, modification or failure in implementing such transfer and vesting could impact the manner in which our businesses are operated, financed and managed and could adversely affect our business, financial condition, results of operations and prospects.

3. ***A significant portion of our revenue from operations is derived from the sale of our [Sun 90-25mm] product, and any decline in demand for, or disruption in the sale of, this product may adversely affect our business, results of operations, financial condition and cash flows.***

   We derive a significant portion of our revenue from operations from the sale of our Sun 90-25mm product. The contribution of revenue from the sale of Sun 90-25mm to our total revenue from operations was 65.69%, 55.23% and 58.57% during Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. Accordingly, our financial performance is materially dependent on the continued demand for and sale of this product.

Any decline in demand for Sun 90-25mm, change in customer preferences, increased competition, availability of substitute or alternative products, changes in market conditions, pricing pressures, inability to maintain product quality, disruption in our manufacturing or supply chain, or any other factor adversely affecting the sale of Sun 90-25mm may result in a decline in our sales and revenue from operations. Further, our inability to successfully diversify our product portfolio or develop and commercialise products that generate comparable levels of revenue could increase our dependence on Sun 90-25mm.

Since a substantial portion of our revenue is attributable to this product, any material reduction in its sales volumes or realisations may have a disproportionate impact on our revenue, profitability, cash flows and overall financial condition. We cannot assure you that the historical level of demand for or revenue contribution from Sun 90-25mm will continue in the future.

4. ***We require certain approvals, licenses, registration and permits for our business, and the failure to obtain or renew them in a timely manner may adversely affect our operations.***

We are governed by various laws and regulations for our business and operations. We are required, and will continue to be required, to obtain and hold relevant licenses, approvals and permits at state and central government levels for doing our business. The approvals, licenses, registrations and permits obtained by us may contain conditions, some of which could be onerous. Further, our Company has applied for registration of Shops & Establishment Certificate for its office at First Floor, Door No. 83/2, Balaji Tower, Ramakrishna Road, Opposite ATC Depot, Salem, Tamil Nadu. We cannot assure that these approvals will be granted or will be renewed in a timely manner, or at all.

These laws and regulations governing us are increasingly becoming stringent and may in the future create substantial compliance or liabilities and costs. While we endeavour to comply with applicable regulatory requirements, it is possible that such compliance measures may restrict our business and operations, result in increased cost and onerous compliance measures, and an inability to comply with such regulatory requirements may attract penalty. For further details regarding the material approvals, licenses, registrations and permits, which are, pending receipt or renewal, see "***Government and Other Statutory Approvals***" on page 184.

Furthermore, we cannot assure you that the approvals, licenses, registrations and permits issued to us will not be suspended or revoked in the event of non-compliance or alleged non-compliance with any terms or conditions thereof, or pursuant to any regulatory action. Any suspension or revocation of any of the approvals, licenses, registrations and permits that has been or may be issued to us may affect our business and results of operations.

5. ***We rely substantially on our top 10 suppliers for procurement of raw materials, and any shortage, delay or disruption in their supply could materially impact our business, financial condition, results of operations and cash flows.***

Our operations rely heavily on uninterrupted and timely availability of key raw materials, such as ammonium nitrate, calcium nitrate, sodium nitrate, fuel oil, waxes, emulsifiers, aluminium powder etc. The pricing and availability of these inputs are subject to factors beyond our control, such as production interruptions at supplier facilities, volatility in global commodity prices, supply chain and logistics bottlenecks, trade sanctions, natural calamities and geopolitical events. These factors may significantly impact our ability to maintain production schedules, manage costs and preserve operating margins.

Our dependence on a limited set of suppliers is further highlighted by our concentration of purchase expenses. For Fiscals 2026, 2025, and 2024. Details of our top 5 and 10 suppliers are as under:

(₹ in Lakhs)

Concentrated suppliers	Fiscal Year 2026		Fiscal 2025		Fiscal 2024	
	Amount	% of total purchase	Amount	% of total purchase	Amount	% of total purchase
Top 5 suppliers	4476.99	27.23	8639.55	41.38	8458.61	52.04
Top 10 suppliers	6412.14	39.01	11,485.53	55.01	10,796.12	66.42

Any deterioration in our relationships with these suppliers, or any failure on their part to supply materials on time and in the required quality or quantity, could adversely affect our production schedules. Our limited diversification of suppliers and the absence of long-term contracts increase our vulnerability to price fluctuations and supply disruptions.

Although we have not faced procurement challenges during the last three Fiscals, we cannot assure continuity of supply in the future. Any such disruption could impair our ability to meet customer demand, adversely affect customer satisfaction, and materially impact our business, financial condition, results of operations and cash flows.

6. ***We derived 22.01%, 40.04%, and 34.75% of our revenue from operations from our top 10 customers in Fiscals 2026, 2025 and 2024 respectively, and we do not have long-term contracts with all of these customers. The loss of one or more such customers or any reduction in their purchases could adversely affect our business, results of operations, cash flows and financial condition.***

We derive a considerable portion of our revenue from a concentrated group of customers. The table below sets forth the revenue contribution from our top 5, and top 10 customers as a percentage of our revenue from operations for the last three Fiscals:

(₹ in Lakhs)

Concentrated Customers	Fiscal Year 2026		Fiscal 2025		Fiscal 2024	
	Amount	% of revenue from operations	Amount	% of revenue from operations	Amount	% of revenue from operations
Top 5 customers	3572.33	15.39	9014.89	31.07	5612.81	22.38
Top 10 customers	5109.39	22.01	11,617.89	40.04	8715.54	34.75

We do not have long-term contracts with all of our customers and, therefore, there can be no assurance that these customers will continue to place orders with us at the same levels as in the past, or at all. Our customers may vary their procurement requirements, reduce or delay their orders, change their suppliers, or terminate their business relationships with us for various reasons, including changes in their business requirements, market conditions, pricing, quality requirements, delivery schedules or availability of alternative suppliers.

Further, the concentration of our customer base exposes us to the risk that any adverse development in our relationship with one or more of our key customers, including cancellation, non-renewal, reduction or delay in orders, or deterioration in their financial condition, could result in a significant decline in our revenues and profitability. We may also be required to offer more competitive pricing or other commercial terms to retain or attract customers, which could adversely affect our margins.

Although we have not experienced any material adverse impact on our business due to the loss of, or significant reduction in purchases by, our major customers in the past, there can be no assurance that we will be able to retain our existing customers or that our customers will continue to place orders with us at historical or anticipated levels in the future. Any such event could adversely affect our business, results of operations, cash flows and financial condition.

7. ***We operate from a single manufacturing facility located at Tiruchirappalli district, Tamilnadu, India and any disruption at this facility could adversely affect our operations, business and financial condition.***

Our manufacturing facility, located at Tiruchirappalli, Tamilnadu, India, is the sole production site for our operations. As on date, this facility is well equipped. We do not maintain any alternate or backup production facilities. Consequently, our operations and supply obligations are entirely dependent on uninterrupted functioning of this single site. Any disruption, whether temporary or prolonged, could materially and adversely impact our production schedules, business continuity, customer relationships, financial condition and results of operations.

Disruptions may arise from a wide range of factors including natural disasters (such as earthquakes, floods, or cyclones), fires, power outages, equipment breakdowns, unavailability of raw materials or accidents. Additionally, risks such as labour unrest, strikes, adverse regulatory actions, or revocation of environmental or operational permits could also lead to suspension of activities at this site.

Any halt in manufacturing operations may result in delays in fulfilling customer orders, cancellation of orders, inability to meet contractual delivery schedules, and consequent loss of revenue. Customers may turn to alternative suppliers, adversely impacting our market reputation and competitiveness. Furthermore, a disruption at our facility could lead to idle labor and fixed overheads without corresponding revenues, thereby exerting pressure on our margins and working capital.

While we maintain insurance coverage for against risks such as fire and machinery breakdown, such insurance may not cover all possible losses or consequential damages. Recovery under these policies may also be subject to deductibles, policy limits, and time delays.

The ability to restart operations after a major disruption would depend on multiple external and internal factors such as availability of skilled workforce, restoration of utilities, procurement of critical spare parts or machinery, and requisite regulatory approvals. Any delays in these aspects may prolong production downtime.

While we have not encountered any disruption in our manufacturing facility, given our complete reliance on a single manufacturing facility, any significant or repeated disruption at this location could have a material adverse effect on our business, financial condition, results of operations and cash flows.

8. ***Certain raw materials used and products manufactured by our Company are hazardous in nature, and we have experienced a blast incident in the past. Any accident involving such hazardous materials or products could result in significant operational, financial, regulatory and legal consequences.***

Certain raw materials used in our manufacturing processes and certain products manufactured by our Company are hazardous in nature and require stringent safety measures, specialised handling, storage, processing and transportation. Due to the inherent nature of such materials and products, accidents such as fire, explosion, leakage, spillage or other hazardous incidents may occur despite the precautions and safety measures implemented by us. In the past, our Company experienced a blast incident at one of its manufacturing facility. While we have taken measures to strengthen our safety procedures and controls, there can be no assurance that similar or other accidents will not occur in the future.

Any such incident could result in injury, loss of life or harm to our employees, customers or other third parties, as well as damage to our manufacturing facilities, machinery, inventory or third-party property. It may also lead to temporary or prolonged suspension of manufacturing operations, disruption in production and supply, loss of business opportunities and additional expenditure towards repair, restoration and implementation of enhanced safety measures. Further, such incidents may expose us to claims for compensation, civil or criminal proceedings, regulatory investigations, penalties, environmental liabilities and other litigation or liabilities. Any adverse findings or claims arising from the past blast incident or any future incident could also adversely affect our reputation and relationships with customers, suppliers, employees and regulatory authorities. Any of these events could have a material adverse effect on our business, financial condition, cash flows and results of operations.

9. ***The Restated Financial Statements of our Company may not have been prepared by our Statutory Auditor, and our Statutory Auditor does not possess a valid Peer Review Certificate***

The Restated Financial Statements of our Company as disclosed in section titled "***Restated Financial statements***" beginning on Page no. 153 of this Draft Red Herring Prospectus for the Financial Years ended on March 31, 2026, March 31, 2025 and March 31, 2024 is furnished by Peer Reviewed Chartered Accountants i.e., M/s. Shubham D Jain & Co, Chartered Accountants (having Peer Review Registration No. 019960) who is not the Statutory Auditor of our Company. While our Statutory Auditor does not possesses a valid peer-reviewed certificate. This may result in differences in the scope or procedures adopted and could affect investors' perception and confidence in the financial information presented in this Draft Red Herring Prospectus.

10. ***Our Company and its Promoter are party to certain legal proceeding. These legal proceedings are pending at different levels of adjudication before regulatory authorities. Any adverse decision may make us liable to liabilities/penalties and may adversely affect our reputation, business and financial status.***

Our Company is currently involved in legal proceedings in India which are pending at different levels of adjudication before the concerned authority. We cannot assure you that these proceedings will be decided in favour of our Company. Any adverse decision in such proceedings may render us liable to penalties and may have a material adverse effect on the financials and reputation of our Company which may in turn have an adverse effect on our business.

A summary of outstanding litigation involving our Company, Directors, Promoters, Key Managerial Personnel and members of Senior Management, as on the date of this Draft Red Herring Prospectus, is set out below:

(₹ in lakhs, unless otherwise stated)

Name of Entity	Number of Criminal Proceedings	Number of Tax Proceedings	Number of Statutory or Regulatory Proceedings	Number of Material Civil Proceedings	Number of Disciplinary Actions by the SEBI or the stock exchanges against our Promoters in the last five financial years	Aggregate amount involved[(1)]
Company						
Against our Company	Nil	15	Nil	2	NA	1,481.66
By our Company	Nil	Nil	NA	4	NA	956.30
Directors*						
Against our Directors	Nil	Nil	Nil	Nil	NA	Nil
By our Directors	Nil	Nil	NA	Nil	NA	Nil
Promoters						
Against our Promoters	1	6	Nil	Nil	Nil	3.75
By our Promoters	Nil	Nil	NA	Nil	NA	Nil
KMPs*						
Against our KMPs	Nil	NA	Nil	NA	NA	Nil
By our KMPs	Nil	NA	NA	NA	NA	Nil
Members of Senior Management*						
Against our members of Senior Management	Nil	NA	Nil	NA	NA	Nil
By our members of Senior Management	Nil	NA	NA	NA	NA	Nil

[(1)]To the extent ascertainable
** Excluding Directors who are our Promoters*
***Excluding KMPs who are our Directors or Promoters*
Note: There are no outstanding litigation involving our Group Companies which may have a material impact on our Company.

The Company is unable to ascertain the amount involved at this juncture as amount of compensation and/or fine including any imprisonment, which may be adjudged upon the conclusion of the litigation and once the order is passed. However, in the event an adverse order is passed against our Company or its Promoters, it may have a material and/or financial impact on the business of the Company.

We may be required to devote management and financial resources in the defence or prosecution of such legal proceedings. Should any new developments arise, including a change in Indian laws or rulings against us by the appellate courts or tribunals, we may

face losses and we may have to make further provisions in our financial statements, which could increase our expenses and our liabilities. Decisions in such proceedings, adverse to our interests, may have a material adverse effect on our business, cash flows, financial condition, and results of operations. Failure to successfully defend these or other claims, or if our current provisions prove to be inadequate, our business and results of operations could be adversely affected. Even if we are successful in defending such cases, we will be subject to legal and other costs relating to defending such litigation, and such costs could be substantial. In addition, we cannot assure you that similar proceedings will not be initiated in the future. Any adverse order or direction in these cases by the concerned authorities, even though not quantifiable, may have an adverse effect on our reputation, brand, business, results of operations and financial condition. For further details, please refer to "***Outstanding Litigation and Material Developments***" on page 178.

11. ***A significant portion of our revenue from PETN was derived from a top one customer during Fiscal 2025, and any reduction in orders from such customer may adversely affect our business, financial condition and results of operations.***

During Fiscal 2025, our revenue from PETN amounted to ₹17.86%, a significant portion of which was contributed by our top one customer. Accordingly, our PETN revenue during Fiscal 2025 was significantly concentrated with a top one customer. Any reduction, delay, cancellation or discontinuation of orders for PETN from such customer, or any adverse change in its procurement requirements, business operations or relationship with us, may adversely affect our PETN sales and, consequently, our revenue, profitability, cash flows and financial condition.

Further, there can be no assurance that the customer contributing a significant portion of our PETN revenue during Fiscal 2025 will continue to procure PETN from us at the same levels or at all in future periods. We may also face difficulties in identifying or developing alternative customers for PETN within a reasonable period. Any loss of, or significant reduction in, orders from such customer could adversely affect our business, results of operations and financial condition.

12. ***We may be unable to sufficiently obtain, maintain, protect, or enforce our intellectual property and other proprietary rights.***

As on date of this Draft Red Herring Prospectus, our Company has 5 registered trademarks for its business i.e. 'Sun 90', 'SUN PRIME', 'SUN CORD' and 'Sun Det' as word mark and  as a device mark under class 13 of the Trademarks Act, 1999.

Our Company has applied for the registration of trademark for the name of our products i.e. ' ' under class 13. We cannot assure you that we will be able to register the same in the name of our Company. We cannot assure you that these applications will be registered in our favour. Failure to register, renew, or protect our trademarks may limit our ability to seek remedies for infringement (other than relief against passing off), and may allow third parties to use, copy, or register similar marks in India or abroad. If we are unable to register or renew our trademark for various reasons including our inability to remove objections to any trademark application, or if any of our unregistered trademark are registered in favour of or used by a third party in India or abroad, we may not be able to claim registered ownership of such trademark and consequently, we may not be able to seek remedies for infringement of those trademarks by third parties other than relief against passing off by other entities, causing damage to our business prospects, reputation and goodwill in India and abroad. Apart from this, any failure to register or renew registration of our registered trademark may affect our right to use such trademark in future. Further, our efforts to protect our intellectual property in India and abroad may not be adequate and any third-party claim on any of our unprotected intellectual property may lead to erosion of our business value and our reputation, which could adversely affect our operations. Third parties may also infringe or copy our registered brand name in India and abroad which has been registered by us in India. We may not be able to detect any unauthorized use or take appropriate and timely steps to enforce or protect our trademarks in India and abroad.

Further, if do not maintain our brand name and identity, which we believe is one of the factors that differentiates us from our competitors, we may not be able to maintain our competitive edge in India and abroad. If we are unable to compete successfully, we could lose our customers, which would negatively affect our financial performance and profitability. Moreover, our ability to protect, enforce or utilize our brand name is subject to risks, including general litigation risks. Furthermore, we cannot assure you that such brand name will not be adversely affected in the future by actions that are beyond our control, including customer complaints or adverse publicity from any other source in India and abroad. Any damage to our brand name, if not immediately and sufficiently remedied, could have an adverse effect on our business and competitive position in India and abroad.

For further details please see "***Government and Other Statutory Approvals***" beginning on page 184.

13. ***Current orders may not be fully converted into revenue; cancellations, delays, or non-payment could adversely affect our results of operations.***

Our business operations and financial performance are dependent on the successful execution and completion of the orders received from our customers. However, there can be no assurance that all current or future orders will be fully executed or converted into revenue as anticipated. Customers may, for various reasons, including changes in market conditions, financial constraints, or operational requirements, cancel, postpone, or modify existing orders. In certain cases, customers may also delay acceptance, delivery, or payment for goods or services rendered. Such events could lead to revenue deferrals, increased working capital requirements, and potential losses.

Further, delays in order delivery or collection of receivables could adversely impact our cash flows and liquidity position. While we strive to maintain close relationships with customers and ensure timely delivery and collections, we cannot assure that similar delays or cancellations will not occur in the future. Any significant reduction or default in customer orders or payments could materially and adversely affect our business operations, financial condition, and results of operations.

In the past, we have not faced any material instances of cancellation or non- payment of orders; however, we cannot assure that such situations will not arise in the future.

14. ***We are yet to obtain NOC from our lenders Kotak Mahindra Bank Limited***

We are currently in the process of obtaining the requisite no-objection certificates ("NOCs") from Kotak Mahindra Bank Limited, being the lenders of the Company, in connection with the proposed Issue. The Company has initiated discussions and undertaken necessary communications with the respective lenders; however, the requisite NOCs have not been received as on the date of this Draft Red Herring Prospectus. There can be no assurance that the requisite NOCs will be received within any specific timeframe or on terms acceptable to the Company. Any delay in obtaining such NOCs may affect the Company's ability to proceed with certain aspects of the proposed Issue and may consequently result in delays in the overall timeline and execution of the Issue.

15. ***Our Registered office is not located on land owned by us and we have only leasehold rights. In the event we lose or are unable to renew such leasehold rights, our business, results of operations, financial condition and cash flows may be adversely affected.***

Our Registered office situated at 1st Floor, Balaji Towers, 83/2, Ramakrishna Road, Salem – 636007 is not located on land owned by us. The table below provides information of our Registered office as of the date of this Draft Red Herring Prospectus:

Further, the termination of our lease agreement, or our failure to renew such agreements, on favourable conditions and in a timely manner, or at all, could require us to vacate such premises at short notice, which could adversely affect our business, results of operations, financial condition and cash flows. We cannot assure you that we will be able to renew any such arrangements when the term of the original arrangement expires, on similar terms or terms reasonable for us or obtain any consent required under these arrangements in a timely manner or at all. In the event that we are required to vacate our current premises, we would be required to make alternative arrangements, and we cannot assure that the new arrangements will be on commercially acceptable terms.

While we have not faced any instances of difficulties in negotiating our lease arrangements or premature termination of existing lease agreements that led to any adverse effect on our business or operations in the last three Fiscals, we cannot assure you that such instances will not occur in the future.

16. ***We have entered into certain related party transactions in the ordinary course of our business and we cannot assure you that such transactions will not adversely affect our business, results of operations, profitability and margins, cash flows and financial condition***

We have entered, and may continue to enter, into transactions with related parties in the ordinary course of our business. These transactions include Sales, Interest on loan paid, purchase etc in which related entities or individuals exercise significant influence. Our related party transactions, as a percentage of our revenue from operations, constituted 7.74%, 8.63% and 4.83% in Fiscals 2026, 2025 and 2024, respectively. The absolute value of our related party transactions for these periods is set out below:

(in ₹ lakhs, except percentage)

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Total Transactions with related Parties	1797.47	2502.79	1211.24
Revenue from operations	23209.77	29015.68	25082.11
Absolute sum of all related party transactions as a percentage of revenue from operations (%)	7.74%	8.63%	4.83%

Although these transactions have been undertaken on an arm's length basis and in compliance with the Companies Act, 2013, and other applicable laws, there can be no assurance that future transactions with related parties, individually or in the aggregate, will not give rise to actual or perceived conflicts of interest. Such transactions may not always be in the best interests of the Company or its minority shareholders and may have the effect of limiting our ability to negotiate favorable terms, which could adversely affect our business, financial condition, results of operations, margins, and cash flows.

Further, any perception among investors, regulators, or other stakeholders that our related party transactions are not conducted at arm's length or on commercial terms may negatively impact our reputation and corporate governance profile. Following the listing of our Equity Shares, all related party transactions will be subject to review and approval by our Audit Committee, Board of Directors, or shareholders, as applicable, in accordance with the Companies Act and the SEBI Listing Regulations. However, there can be no assurance that such approvals will eliminate all risks arising out of related party transactions or that such transactions will not have an adverse effect on our business and financial performance.

For details of our related party transactions, see "***Summary of Related Party Transactions***" on page 48.

17. ***Our manufacturing and supply of commercial explosives are subject to stringent quality standards, specifications and regulatory requirements, and any failure to comply with such requirements could adversely affect our business, financial condition and results of operations.***

The commercial explosives manufactured and supplied by us are required to meet prescribed quality parameters, technical specifications, safety standards and applicable regulatory requirements, as well as the specific requirements of our customers. The quality and performance of our products are critical to their safe and effective use, and any failure, defect, inconsistency or deviation in the quality of our products may result in product rejection, cancellation or reduction of existing orders and may adversely affect our ability to secure future orders.

Further, any failure to maintain consistent quality standards may result in customer complaints, claims, disputes, contractual liabilities, financial losses and damage to our reputation and business relationships. In addition, any non-compliance with applicable standards or regulatory requirements may expose us to regulatory scrutiny, penalties or other actions, depending upon the nature and severity of the non-compliance. Although we undertake quality control and testing measures as part of our manufacturing processes, there can be no assurance that such measures will always detect or prevent every instance of quality deviation or non-conformity. Any material deterioration in the quality of our products or failure to meet the required specifications could therefore have an adverse impact on our operations, customer relationships, reputation, financial condition and results of operations.

18. ***Any non-compliance or delays in EPF Filings may expose us to penalties from the regulators.***

As a Company, we are required to file EPF returns and make payments in respect of Employee Provident Fund, with the respectively authorities. However, there are certain inadvertent delays in relation to filling of various returns in the past for which the Company have paid the penalties and taken the steps to improve the internal system to mitigate the difficulties.

Instances of non-compliance or delay in payment of statutory dues or filings are given below:

Sr. No.	Name of the Statute	Nature of the Dues	Period to which the amount relates	Delays (In Number of Days)
1.	EPFO	Delay in payment of EPF Contribution	May, 2026	5
2.	EPFO	Delay in payment of EPF Contribution	November, 2025	29
3.	EPFO	Delay in payment of EPF Contribution	August, 2025	2
4.	EPFO	Delay in payment of EPF Contribution	July, 2025	5
5.	EPFO	Delay in payment of ESI Contribution	Jun, 2025	1
6.	EPFO	Delay in payment of ESI Contribution	March, 2025	1
7.	EPFO	Delay in payment of ESI Contribution	December, 2024	4
8.	EPFO	Delay in payment of ESI Contribution	November, 2024	1
9.	EPFO	Delay in payment of ESI Contribution	October, 2024	1

To address these issues and prevent future delays, we have taken several corrective actions, including:

Increasing Manpower: We have augmented our team to ensure that there is sufficient coverage to manage the EPF filing process efficiently, even in cases of unforeseen technical issues.

Enhanced Monitoring and Vendor Follow-up: We have implemented stricter monitoring and internal tracking systems to ensure that all filing deadlines are met without exception. Additionally, we have instituted a more rigorous follow-up process with our vendors to ensure they adhere to filing deadlines, thereby preventing delays caused by external parties.

Backup Procedures: We have established backup procedures to handle technical difficulties, including ensuring that alternative systems or personnel are available to complete filings on time.

Training and Accountability: Additional training has been provided to our staff to reinforce the importance of meeting compliance deadlines, and accountability measures have been introduced to prevent recurrences.

However, we cannot assure that we will not be subject to any legal proceeding or regulatory actions, including monetary penalties by statutory authorities on account of any inadvertent discrepancies in our filings or payment in future, which may adversely affect our business, financial condition, and reputation.

19. ***We have faced negative cash flows from operating, investing and financing activities in the past.***

We have incurred negative cash flows from operating activities, investing activities and financing activities in Fiscal 2026, 2025 and Fiscal 2024. The table below sets forth certain information relating to our cash flows for Fiscals 2026, 2025 and 2024.

(₹ in lakhs)

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Net cash generated from/ (used in) operating activities	1,903.98	(1,977.41)	1,005.39
Net cash generated from/ (used in) investing activities	(1,069.85)	(1,288.57)	(1,174.13)
Net cash generated from/ (used in) financing activities	(901.07)	2,490.76	875.79

Negative cash flows may be indicative of a lower ability to generate sufficient cash inflows to meet operating requirements, fund working capital needs, undertake capital expenditure, or service debt obligations. While negative cash flows in a particular period may not necessarily indicate a long-term issue, continued negative cash flows from operating activities could adversely impact our liquidity, ability to fund our operations, undertake expansion plans, and meet business obligations in a timely manner.

We cannot assure you that we will not experience negative cash flows in the future or that our business operations will always generate adequate cash to sustain or grow our operations. Any such instance may have a material adverse effect on our business, financial condition, cash flows and results of operations. For further details, see "***Financial Information***" and "***Management's Discussion and Analysis of Financial Position and Results of Operations***" on page 153 and 162 respectively.

20. ***Our insurance coverage may not be adequate to protect us against all potential losses, which could materially and adversely affect our business, operations, and profitability.***

We maintain insurance coverage for certain risks associated with the operations of our business, including employee compensation insurance, fire insurance, industrial all risk insurance and vehicle insurance.

Our insurance policies may not adequately cover all risks or potential losses. We may not have identified every risk, and we may be uninsured against certain risks either because such risks are uninsurable, not insurable on commercially acceptable terms, or because the cost of obtaining coverage is not commercially feasible. In addition, our insurance coverage is subject to specified limits and exclusions, and losses in excess of these limits, or losses arising from events not covered under our policies, would need to be borne by us. For instance, risks such as pandemics (including COVID-19), certain operational risks, natural calamities, business interruptions, regulatory actions, or other unforeseen events may not be covered by our policies or may only be partially covered. We cannot assure you that our insurance policies will be sufficient or effective under all circumstances or against all liabilities to which we may be exposed. Further, our insurance coverage is subject to periodic renewal. While we apply for renewals in the ordinary course of business and have not faced material instances of non-renewal or claim rejection during the last three Fiscals, there can be no assurance that such renewals will always be granted in a timely manner, on acceptable terms, or at all.

In the event that we suffer a loss or damage for which we do not have insurance coverage, or where the loss exceeds the sum insured, or where our insurance claims are rejected, such losses would have to be borne by us directly. Given that our facility represents a single, integrated location for our manufacturing operations, any uninsured or underinsured event affecting this facility could disproportionately impact our operations. The occurrence of such events could materially and adversely affect our business, financial condition, cash flows, and results of operations.

21. ***We are dependent on our employees, and any inability to attract, retain, or effectively manage our workforce could adversely affect our business and operations.***

As of July 31, 2026, we had 39 employees on our payroll across various departments. Notwithstanding this, our business is significantly dependent on the continued service, skills, and technical expertise of our workforce, including skilled operators, technicians and managerial staff. The availability of qualified personnel in our industry is limited, and competition for such talent is intense. If we are unable to retain experienced employees, recruit new personnel with the requisite skills, or effectively manage attrition levels, our operations may be disrupted. Increased attrition could also result in higher recruitment, training, and retention costs, and could affect employee morale and productivity.

The table below sets forth the details of employee strength and attrition for the last three financial years:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Employees at the beginning of the period	38	36	36
Additions during the period	0	2	0
Deletions during the period	1	0	0
Employees at the end of the period	37	38	36
Attrition rate (%)	2.67%	0.00%	0.00%

**Attrition rate has been calculated based on the average number of employees during the respective financial year.*

Any inability on our part to attract and retain skilled personnel at reasonable cost, or to maintain effective labour relations, could materially and adversely affect our business, results of operations, financial condition, and cash flows.

22. ***Any disruption or shortage of essential utilities such as power and fuel could disrupt our manufacturing operations, increase our production costs, and adversely affect our results of operations and financial condition***

Our manufacturing operations require a continuous supply of power and fuel which represent a key component of our production costs. Set out below is the detail of our power and fuel charges;

Particulars	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount (₹ in lakhs)	% of total expense	Amount (₹ in lakhs)	% of total expense	Amount (₹ in lakhs)	% of total expense
Power and Fuel Charges	600.79	2.83	604.08	2.17	696.18	2.93

Our reliance on external sources of power and utilities exposes us to risks of rising costs and supply disruptions. If our power or fuel costs continue to rise, or if our electricity supply arrangements are disrupted, our operations could be adversely impacted. For instance, any increase in the per-unit cost of electricity by the Tamil Nadu Power Distribution Corporation Limited would increase our overall production costs. Inadequate or irregular supply of electricity or fuel could result in the interruption or suspension of production, leading to delays in meeting customer commitments and potential order cancellations.

Frequent production shutdowns due to utility shortages would also increase costs associated with restarting production, result in lower capacity utilization, and lead to revenue loss. In particular, any significant increase in the cost of electricity could cause an unexpected rise in production costs, putting additional pressure on our already thin margins.

Although we have not experienced any major interruptions to our power or fuel supplies in the last three Fiscals, we cannot assure you that such interruptions will not occur in the future due to unforeseen events, regulatory changes, grid instability, or supply-side constraints. Any prolonged or recurring shortage or disruption in essential utilities could materially and adversely affect our business, results of operations, profitability, cash flows, and financial condition.

23. ***Conflict of Interest may arise out of common business objects shared by our company and group companies***

Certain of or group companies Trident Explosives Private Limited, Hanuman Explosives Private Limited, Sunpenta Mining Services Private Limited, Sivasakthi Hospitality Private Limited, Krishnaswamy Homes Private Limited and Sri Dhurga Power Private Limited are engaged in businesses that may be similar to, overlap with, or compete with certain aspects of our business operations. Accordingly, potential conflicts of interest may arise with respect to, among other things, allocation of business opportunities, customer relationships, strategic initiatives and other commercial matters where the interests of our Company may differ from those of such subsidiaries. Further, there can be no assurance that these group companies will not, directly or indirectly, pursue business activities that may compete with our existing operations or future expansion plans, or that their interests will at all times align with those of our Company. Any such conflicts or competitive activities could adversely affect our business, results of operations, financial condition and cash flows.

24. ***Certain statutory forms, records and historical documents relating to the Company are not traceable, and we have relied on our internal records and available documents for certain disclosures made in this Draft Red Herring Prospectus. Any discrepancy or omission in such records may adversely affect the accuracy and completeness of the information disclosed herein.***

Certain statutory forms, filings, records, supporting documents and other historical records relating to the Company and/or its past transactions are not presently traceable or available with the Company. Accordingly, for certain disclosures contained in this Draft Red Herring Prospectus, including information relating to historical corporate, statutory, financial and other matters, the Company has relied upon its internal records, books of accounts, registers, available correspondence and other documents and information presently available with the Company. While the Company has taken reasonable steps to verify and reconcile such information, there can be no assurance that such internal records are complete, accurate or consistent with the records that may have been maintained or filed with the relevant authorities.

In the event any discrepancy, omission or inconsistency is subsequently identified between the information disclosed in this Draft Red Herring Prospectus and the records of the Company or the relevant statutory authorities, the Company may be required to undertake corrective measures, provide additional explanations or make further filings or disclosures. Such circumstances may result in additional costs, regulatory scrutiny, delays in completing statutory or corporate actions and may adversely affect the Company's business, operations, financial condition and reputation.

25. ***We have certain historical statutory non-compliances, discrepancies, incomplete records and gaps in our statutory filings and corporate records, which may expose us to regulatory action, penalties, compounding, additional fees and other consequences, which may adversely affect our business, financial condition, results of operations, cash flows and reputation.***

We have identified certain historical non-compliances, inconsistencies, disclosure gaps, reconciliation differences and deficiencies in our statutory records, filings and corporate documents. These matters relate to periods prior to the date of this Draft Red Herring Prospectus and, in several instances, the relevant supporting documents and records are not available with us. Accordingly, there can be no assurance that all historical compliances have been completed in accordance with applicable laws or that no regulatory or other action may be initiated in respect of such matters.

We have observed instances relating to advances and loans provided to our directors, relatives of Directors and entities in which our directors are interested during previous financial years, involving non-compliance with Section 185 of the Companies Act, 2013. Company is in the process of filing a compounding application with the Registrar of Companies in respect of the identified non-compliance.

Further, although our paid-up share capital exceeded the prescribed threshold under Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during FY 2018-19 to FY 2025-26, a whole-time Company Secretary was not appointed. Company is in the process of filing a compounding application with the Registrar of Companies in respect of this matter.

There are also deficiencies relating to creation and satisfaction of charges. Charges in respect of loans availed from ICICI Bank, Kotak Prime and Shriram Finance were not created, while satisfaction of two charges in favour of HDFC Bank has not been filed. We are in the process of registering and satisfaction of the aforesaid charges with the Registrar of Companies.

Cost audit was applicable to the company for FY 2019-20; however, the cost audit report for that financial year was not obtained. Further, an Internal Auditor was not appointed for FY 2023-24 and FY 2024-25, although the requirement was applicable to us. We are in the process of taking corrective steps, including filing a compounding application in respect of these matters.

We have also identified historical deficiencies in relation to our Corporate Social Responsibility obligations. No CSR expenditure was undertaken during FY 2020-21 and FY 2021-22 and the prescribed CSR annexure was not attached to the financial statements. For FY 2022-23 to FY 2024-25, the required CSR expenditure was not fully incurred. Company is in the process of spending the unspent CSR amount and taking the required corrective actions. In certain instances, unsubscribed rights shares were offered exclusively to particular shareholders after other shareholders had waived their rights, and the observations state that such shares were not offered to all shareholders as contemplated under Section 62 of the Companies Act, 2013. Certain auditor-related statutory filings also contain deficiencies. These include delays in appointment of an auditor to fill a casual vacancy, inconsistencies between auditor consent letters and forms, incorrect references to statutory provisions, incomplete attachments and inconsistencies in the Company's name and registered office address appearing on certain documents. There are also discrepancies and gaps in Forms DPT-3. Differences were also identified in respect of loans, advances received for supply of goods or provision of services and opening balances. Further, Forms DIR-12 relating to certain appointments of Directors did not contain the requisite explanatory statements. In addition, the Company has not filed Form MSME-1 since the date of its applicability and is in the process of filing the same. Various instances of non-compliance with Secretarial Standards have also been observed, and certain statutory filings with the Registrar of Companies were made after the prescribed due dates.

The aforesaid matters may result in proceedings before the Registrar of Companies or other regulatory authorities, including adjudication or compounding proceedings, imposition of penalties, additional filing fees or other monetary liabilities, and may require us to undertake corrective filings, obtain approvals or regularise historical records. There can be no assurance that the corrective measures undertaken or proposed to be undertaken by us will fully mitigate the consequences arising from the historical non-compliances, discrepancies and record deficiencies, or that no further non-compliances or regulatory actions will be identified in relation to the aforesaid matters.

Any penalties, additional fees, compounding fees or other monetary liabilities, if imposed in respect of the aforesaid matters, will be met from our internal accruals and no portion of the Net Issue Proceeds will be utilised for payment of any such penalties, fees or liabilities.

26. ***Failure to maintain the confidentiality of our technical knowledge could undermine our competitive advantage***.

Our employees possess extensive insights into our commercial decisions and business development strategies, which represent a significant asset that may not be sufficiently protected by employment agreements. Consequently, we cannot guarantee that this knowledge will remain confidential over time.

Despite taking reasonable precautions, both contractual and otherwise, there is still a risk that proprietary information could be leaked, either inadvertently or intentionally. Many employees have access to sensitive design and production information, and we cannot assure that this information will remain protected. Additionally, some employees may leave to join competitors, and while we will attempt to enforce confidentiality obligations outlined in our staff rules, we cannot ensure their successful enforcement.

Although we have not experienced any leaks during the past three Fiscals, any future exposure of our confidential technical information could harm our competitive position. If competitors are able to replicate or exploit our technology, it could be difficult and costly for us to seek legal protection. Therefore, any leakage of confidential information could adversely affect our business, operational results, financial condition, and future prospects.

27. ***Our Promoters have provided personal guarantees as security for certain facilities availed by our Company. If these guarantees are revoked, we may be unable to procure alternative guarantees satisfactory to our lenders, which may adversely affect our business, results of operations, cash flows and financial condition***

Our Promoters, have provided personal guarantees for certain borrowings, for our company. If any of these guarantees are revoked, our lenders may require alternative guarantees or cancel such facilities, entailing repayment of amounts outstanding under such facilities. If we are unable to procure alternative guarantees satisfactory to our lenders, we may need to seek alternative sources of capital, which may not be available to us at commercially reasonable terms or at all, or to agree to more onerous terms under our financing agreements, which may limit our operational flexibility. Accordingly, our business, results of operations, profitability and margins, cash flows and financial condition may be adversely affected by the revocation of all or any of the guarantees provided by our Promoters and members of the Promoter Group in connection with our Company’s borrowings.

28. ***We have contingent liabilities, and our financial condition could be adversely affected if any of these contingent liabilities materializes.***

As on March 31, 2026, we had Contingent Liability of Rs. 1467.25 Lakhs for which no provision had been made. In the event that any of these contingent liabilities materialize, our results of operation and financial condition may be adversely affected. Details of Contingent Liabilities and commitments are as follows:

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
I. Contingent Liabilities			
(a) claims against the company not acknowledged as debt;	1,467.25	1,080.72	773.57
(b) guarantees excluding financial guarantees; and	-	-	-
(c) other money for which the company is contingently liable	-	-	-
II. Commitments			
(a) estimated amount of contracts remaining to be executed on capital account and not provided for	-	-	-
(b) uncalled liability on shares and other investments partly paid	-	-	-
(c) other commitments	-	-	-

For details of the contingent liabilities of our Company, please refer to "*Annexure XLI: Restated Contingent Liabilities*" page no. 153 under section "***Restated Financial Statements***" beginning on page no. 153 and chapter titled "***Outstanding Litigations and Material Developments***" beginning on page no. 178 of the Draft Red Herring Prospectus.

29. ***We have availed unsecured loans from Promoters that are recallable, at any time.***

Our Company has availed unsecured loans from Promoters aggregating to ₹ 307.34 lakhs as of March 31, 2026, that are repayable on demand, and which may be recalled by them at any time. In the event they seeks repayment of any such unsecured loans, our Company would need to find alternative sources of financing, which may not be available on commercially reasonable terms. As a result, any such demand may materially and adversely affect our business, cash flows, financial condition and results of operations. For further information on unsecured loans relating to our business and operations, see "***Financial Indebtedness***" on page 156.

30. ***If we are unable to establish and maintain effective internal controls and compliance system, our business and reputation could be adversely affected.***

We are responsible for establishing and maintaining adequate internal measures commensurate with the size and complexity of operations. Our internal audit functions make an evaluation of the adequacy and effectiveness of internal systems on an ongoing basis so that our operations adhere to our policies, compliance requirements and internal guidelines. We periodically test and update our internal processes and systems and there have been no past material instances of failure to maintain effective internal controls and compliance system. However, we are exposed to operational risks arising from the potential inadequacy or failure of internal processes or systems, and our actions may not be sufficient to ensure effective internal checks and balances in all circumstances.

We take reasonable steps to maintain appropriate procedures for compliance and disclosure and to maintain effective internal controls over our financial reporting so that we produce reliable financial reports and prevent financial fraud. As risks evolve and develop, internal controls must be reviewed on an ongoing basis. Maintaining such internal controls requires human diligence and compliance and is therefore subject to lapses in judgment and failures that result from human error. Any lapses in judgment or failures that result from human error can affect the accuracy of our financial reporting, resulting in a loss of investor confidence and a decline in the price of our equity shares.

Further, our operations are subject to anti-corruption laws and regulations. These laws generally prohibit us and our employees and intermediaries from bribing, being bribed or making other prohibited payments to government officials or other persons to obtain or retain business or gain some other business advantage. We participate in collaborations and relationships with third parties whose actions could potentially subject us to liability under these laws or other local anti-corruption laws. While our code of conduct requires our employees and intermediaries to comply with all applicable laws, and we continue to enhance our policies and procedures in an effort to ensure compliance with applicable anti-corruption laws and regulations, these measures may not prevent the breach of such anti-corruption laws, as there are risks of such breaches in emerging markets. If we are not in compliance with applicable anti-corruption laws, we may be subject to criminal and civil penalties, disgorgement and other sanctions and remedial measures, and legal expenses, which could have an adverse impact on our business, financial condition, results of operations and liquidity. Likewise, any investigation of any potential violations of anti-corruption laws by the relevant authorities could also have an adverse impact on our business and reputation. As we continue to grow, there can be no assurance that there will be no other instances of such inadvertent non-compliances with statutory requirements, which may subject us to regulatory action, including

monetary penalties, which may adversely affect our business and reputation.

31. ***Negative publicity could adversely affect our reputation, business and financial results***

Our reputation and the trust placed in us by our customers, business partners and other stakeholders are important to our business. Any negative publicity, adverse media coverage, allegations, complaints or unfavourable reports relating to our Company, management, employees, projects, services or business practices, whether or not substantiated, could adversely affect our reputation and the confidence of our customers and other stakeholders.

Any damage to our reputation may result in loss of existing or potential customers, difficulty in securing new contracts, increased scrutiny and additional costs, which could adversely affect our business, financial condition, results of operations and cash flows. However, there have been no such instances in the past that have adversely affected our business, financial condition or results of operations.

32. ***The death certificates of certain deceased members of our Promoter Group are not traceable, and we and Merchant Bankers have relied upon affidavits for confirming the relevant details. Any inability to independently substantiate such information may expose us to regulatory or legal risks.***

The death certificates pertaining to deceased members of our Promoter Group Late Rangasamy Velayutha Mudaliar, Late Saradmbal Mariyammal, Late Krishnasamy and Late Ponnuthayee are not traceable. Accordingly, for the purpose of providing and verifying the relevant information in relation to such deceased members, we and Merchant bankers have relied upon affidavits furnished by our promoter Premalatha Rangasamy Mudaliar. Although we have exercised reasonable care and diligence in relying upon such affidavits, there can be no assurance that the relevant authorities may not require additional documentary evidence or that the information contained in such affidavits will not be subsequently challenged. Any discrepancy, challenge or inability to substantiate such information through original documentary records may result in additional clarifications, inquiries or regulatory requirements, which may adversely affect our compliance with applicable laws and regulations.

33. ***Certain sanction letters pertaining to our borrowings are not traceable and could not be independently verified, and any discrepancy or inaccuracy in the information relied upon may adversely affect the accuracy and completeness of the disclosures made in this Draft Red Herring Prospectus.***

Certain sanction letters relating to the borrowing facilities availed by our Company are not traceable and, accordingly, could not be independently verified from the original documentary records. In the absence of such sanction letters, we have relied upon the available internal records, books of account, correspondence, repayment records and other information maintained by the Company for determining and disclosing the relevant details of such borrowing facilities in this Draft Red Herring Prospectus. While we have exercised due care in compiling such information, there can be no assurance that the information so relied upon is complete, accurate or consistent with the original terms and conditions sanctioned by the respective lenders.

Any discrepancy, omission or variation between the information contained in our internal records and the actual terms and conditions of the relevant borrowing facilities may result in inaccurate or incomplete disclosures in this Draft Red Herring Prospectus and may also have implications in relation to the Company's obligations towards the respective lenders. Further, any adverse terms, conditions, covenants, security interests, defaults or other obligations contained in the original sanction letters, which are not reflected in the records available with us, may become known subsequently and could adversely affect our business, financial condition, cash flows and results of operations.

34. ***The Directors of our Company do not have experience of being a director of a public listed company***

Except B Akilan Arumugam Bhoopathy none of the Directors of our Company have prior experience serving as directors on the board of a publicly listed company. Accordingly, they have limited exposure to management of affairs of the listed company which inter-alia entails several compliance requirements and scrutiny of affairs by shareholders, regulators and the public at large that is associated with being a listed company. As a listed company, our Company will require to adhere strict standards pertaining to accounting, corporate governance and reporting that it did not require as an unlisted company. Our Company will also be subject to the SEBI Listing Regulations, which will require it to file audited annual and unaudited quarterly reports with respect to its business and financial condition. If our Company experiences any delays, we may fail to satisfy its reporting obligations and/or it may not be able to readily determine and accordingly report any changes in its results of operations as promptly as other listed companies. Further, as a publicly listed company, our Company will need to maintain and improve the effectiveness of our disclosure controls and procedures and internal control over financial reporting, including keeping adequate records of daily transactions. In order to maintain and improve the effectiveness of our Company's disclosure controls and procedures and internal control over financial reporting, significant resources and management attention will be required. As a result, the Board of Directors of our Company may have to provide increased attention to such procedures and their attention may be diverted from our business concerns, which may adversely affect our business, prospects, results of operations and financial condition. In addition, we may need to hire additional legal and accounting staff with appropriate experience and technical accounting knowledge, but we cannot assure you that we will be able to do so in a timely and efficient manner.

35. ***Our funding requirements and proposed deployment of the Net Proceeds of the Issue have not been appraised by a bank or a financial institution or any external agency and if there are any delays or cost overruns, our business, results of operations, financial condition, and cash flows could be adversely affected. Further, any variation in the utilization of our Net Proceeds as***

disclosed in this Draft Red Herring Prospectus would be subject to certain compliance requirements, including prior Shareholders' approval

We intend to use Net Proceeds from the Issue towards (a) Pre-payment or Repayment of all or a portion of certain outstanding borrowings availed by our Company. For details of the objects of the Issue, see "***Objects of the Issue***" on page 72. The funding requirement and deployment of the Net Proceeds mentioned as a part of the Objects of the Issue are based on current circumstances of our business, prevailing market conditions, and are subject to changes. The estimates for the proposed expenditure are based on several variables, a significant variation in any one or a combination of which could have an adverse effect. Furthermore, the deployment of funds has not been appraised by any bank or financial institution.

We operate in a highly competitive and dynamic industry and we may have to revise our funding requirements and deployment from time to time on account of various factors beyond our control, such as availability of material, inflation, employment levels, demographic trends, changing customer preferences, increasing regulations or changes in government policies, our Board's analysis of economic trends and business requirements, competitive landscape, as well as general factors affecting our business, results of operations, financial condition and access to capital such as credit availability and interest rate levels.

Our Company, in accordance with the policies established by the Board from time to time, will have flexibility to deploy the Net Proceeds. Furthermore, 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, 1939, 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 and there can be no assurance that we will earn significant interest income on, or that we will not suffer unanticipated diminution in the value of, such temporary deposits. Furthermore, various risks and uncertainties, such as economic trends and business requirements, competitive landscape, as well as general factors affecting our results of operations, financial condition and access to capital and including those set forth in this section, may limit or delay our efforts to use the Net Proceeds to achieve profitable growth in our business.

36. ***We intend to utilize our Net Proceeds towards repayment or pre-payment of certain borrowings, and there can be no assurance that such repayment will result in the anticipated improvement in our financial condition or operational performance.***

We propose to utilise Up to ₹ 4374.37 lakhs from the Net Proceeds towards repayment or pre-payment, in part or full, of certain outstanding borrowings availed by our Company. For details, see "***Objects of the Issue***" on page 72. While such repayment is intended to reduce our outstanding indebtedness, improve our debt-equity ratio and reduce interest costs, there can be no assurance that such benefits will be realized. Our future borrowing requirements may increase depending on our business expansion plans, working capital needs and market conditions, which may offset the benefits of such repayment.

Further, certain borrowings may be subject to prepayment penalties, and any such payments may reduce the effective benefits of repayment. Additionally, if we utilize a substantial portion of the Net Proceeds towards repayment of borrowings, the funds available for other growth initiatives, including capital expenditure and working capital, may be reduced. If we are unable to achieve the anticipated financial or operational benefits from such repayment, or if our borrowing levels increase in the future, our financial condition, cash flows and results of operations may be adversely affected.

37. ***We are dependent on our Promoter for functioning of our business and we believe that our senior management team and other key managerial personnel are critical to our continued success and we may be unable to attract and retain such personnel in the future.***

Our performance depends largely on the efforts and abilities of our Promoter. For details, see "***Our Promoters and Promoter Group***" on pages 144. We believe that the inputs and experience of our Promoter/Directors are valuable for the growth and development of business and operations and the strategic directions taken by our Company. Our business and operations are led by our Promoters/ Directors, who possess good experience in the biodiesel industry, the loss of whose services may adversely affect our business operations.

At the same time, our future success also substantially depends on the continued service and performance of the members of our senior management team and other key managerial personnel in our business for the management and running of our daily operations and the planning and execution of our business strategy. During the past three Fiscals, we have not faced any significant attrition of our KMPs.

However, there is intense competition for experienced senior management and other key managerial personnel with technical and industry expertise in the steel business and, if we lose the services of any of our senior management and other key managerial personnel or other key individuals and are unable to find suitable replacements in a timely manner, our ability to realize our strategic objectives could be impaired. The loss of key members of our senior management or other key team members, particularly to competitors, could have an adverse effect on our business, cash flows, and results of operations.

38. ***Changes in technology may affect our business by making our manufacturing facility or equipment less competitive or obsolete.***

Our future success will depend in part on our ability to respond to technological advances and emerging industry standards and practices on a cost-effective and timely basis. Modernization and technology upgradation is essential to reduce costs and increase output. Our technology and machinery may become obsolete or may not be upgraded in a timely manner, hampering our operations

and financial conditions and we may lose our competitive edge. The development and implementation of such technology and machinery entails technical and business risks. Further, the costs in upgrading our technology and modernizing the plant and machineries may be significant which could substantially affect our finances and operations. We cannot assure you that we will be able to successfully implement new technologies or adapt our processing systems to customer requirements or emerging industry standards. Changes in technology may make newer equipment more competitive than ours or may require us to make additional capital expenditures to upgrade our facility. If we are unable, for technical, financial or other reasons, to adapt in a timely manner to changing market conditions, customer requirements or technological changes, our business and results of operations could be adversely affected.

39. ***Our operations may be materially adversely affected by strikes, work stoppages or increased compensation demands by our employees***

We are dependent on our workforce for carrying out our operations. Any Shortage of skilled/unskilled personnel or work stoppages caused by disagreements with employees could have an adverse effect on our business and results of operations. We have not experienced any disruptions in our business operations due to disputes or other problems with our workforce during the past three Fiscals; however, there can be no assurance that we will not experience such disruptions in the future. Such disruptions may adversely affect our business and results of operations and may also divert the management's attention and result in increased costs.

India has stringent labour legislation that protects the interests of workers, including legislation that sets forth detailed procedures for the establishment of unions, dispute resolution and employee removal and legislation that imposes certain financial obligations on employers upon retrenchment. We are also subject to laws and regulations governing relationships with employees, in such areas as minimum wage and maximum working hours, overtime, working conditions, hiring and terminating of employees and work permits. Although our employees are not currently unionized, there can be no assurance that they will not unionize in the future. If our employees unionize, it may become difficult for us to maintain flexible labour policies, and we may face the threat of labour unrest, work stoppages and diversion of our management's attention due to union intervention, which may have a material adverse impact on our business, results of operations and financial condition.

40. ***Any variation in the utilization of the Net Proceeds would be subject to certain compliance requirements, including prior shareholders' approval.***

We intend to use Net Proceeds from the Issue towards; (a) Pre-payment or Repayment of all or a portion of certain outstanding borrowings availed by our Company. For further details of the proposed objects of the Issue, see "***Objects of the Issue***" on page 72. At this stage, we cannot determine with any certainty if we would require the Net Proceeds to meet any other expenditure or fund any exigencies arising out of competitive environment, business conditions, economic conditions or other factors beyond our control. In accordance with Section 13(8) and 27 of the Companies Act, 2013, we cannot undertake any variation in the utilization of the Net Proceeds without obtaining the shareholders' approval by way of a special resolution. In the event of any such circumstances that require us to undertake variation in the disclosed utilization of the Net Proceeds, we may not be able to obtain the shareholders' approval in a timely manner, or at all. Any delay or inability in obtaining such shareholders' approval may adversely affect our business or operations.

Further, our Promoters would be required to provide an exit opportunity to the Shareholders who do not agree with our proposal to change the objects of the issue or vary the terms of such contracts, at a price and manner as prescribed by SEBI. Additionally, the requirement on Promoters or controlling shareholders to provide an exit opportunity to such dissenting shareholders may deter the Promoters or controlling shareholders from agreeing to the variation of the proposed utilization of the Net Proceeds, even if such variation is in the interest of our Company. Further, we cannot assure you that the Promoters or the controlling shareholders of our Company will have adequate resources at their disposal at all times to enable them to provide an exit opportunity at the price prescribed by SEBI.

In light of these factors, we may not be able to undertake variation of objects of the Issue to use any unutilized proceeds of the Issue, if any, or vary the terms of any contract referred to in this Draft Red Herring Prospectus, even if such variation is in the interest of our Company. This may restrict our Company's ability to respond to any change in our business or financial condition by re-deploying the unutilized portion of Net Proceeds, if any, or varying the terms of contract, which may adversely affect our business and results of operations.

41. ***Our inability to accurately forecast demand or price for our products and manage our inventory may adversely affect our business, results of operations and financial condition.***

Our business depends on our estimate of the demand for our products from customers. As is typical in the specialty chemicals industry, we maintain a reasonable level of inventory of raw materials, work in progress and finished goods. However, if we underestimate demand or have inadequate capacity due to which we are unable to meet the demand for our products, we may manufacture fewer quantities of products than required, which could result in the loss of business. While we forecast the demand and price for our products and accordingly, plan our production volumes, any error in our forecast could result in a reduction in our profit margins and surplus stock, which may result in additional storage cost and such surplus stock may not be sold in a timely manner, or at all. If we overestimate demand, we may incur costs to build capacity or purchase more raw materials and manufacture more products than required. Our inability to accurately forecast demand for our products and manage our inventory may have an adverse effect on our business, results of operations and financial condition.

Our ability to maintain our operations is dependent on us providing our products at prices competitive with the local manufacturers. Further, a majority of our business involves having robust supply networks in place. To that extent, if any of our competitors is able to garner a better and more cost-efficient supply network, they may be able to provide their products at competitive prices as compared to us. Our inability to price our products at the applicable prices in the domestic markets, may affect the demand for our products and consequently have a material adverse effect on our results of operations and financial condition.

42. ***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 completion of the Issue, our Promoter and Promoter Group will collectively own a majority of the Equity Shares of our Company i.e. [●]% of the total shareholding of our Company. As a result, our Promoters together with the members of the Promoter Group will be able to exercise a significant degree of influence over us 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 AoA. Such a concentration of ownership may also have the effect of delaying, preventing or deterring a change in control of our Company.

In addition, our Promoters will continue to have the ability to cause us to take actions that are not in, or may conflict with, our interests or the interests of some or all of our creditors or minority shareholders, and 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.

43. ***Our future funds requirements, in the form of issue of capital or securities and/or loans taken by us, may be prejudicial to the interest of the shareholders depending upon the terms on which they are eventually raised.***

We may require additional capital from time to time depending on our business needs. Any issue of shares or convertible securities would dilute the shareholding of the existing shareholders and such issuance may be done on terms and conditions, which may not be favourable to the then existing shareholders. If such funds are raised in the form of loans or debt, then it may substantially increase our interest burden and decrease our cash flows, thus prejudicially affecting our profitability and ability to pay dividends to our shareholders.

44. ***Our ability to pay dividends in the future will depend upon our future earnings, financial condition, cash flows, working capital requirements, capital expenditure and restrictive covenants in our financing arrangements.***

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. For details of our dividend history, see "***Dividend Policy***" on page 152.

45. ***Our Promoters who are also our Directors and some of our KMPs are interested in our Company, in addition to regular remuneration or benefits and reimbursement of expenses.***

Our Promoter, who are also Directors and some of our KMPs are interested in our Company to the extent of their respective shareholding in our Company as well as to the extent of any dividends, bonus, other distributions on such Equity Shares, etc. For details, see "***Summary of Related Party Transaction***" on page 48. We cannot assure you that our Promoter, Directors and KMPs will exercise their rights as shareholders to the benefit and best interest of our Company. Further, our Promoter, Directors and KMPs holding Equity Shares may take or block actions with respect to our business which may conflict with the best interests of our Company or that of minority shareholders. For further information on the interest of our Promoter, Directors and KMPs, other than reimbursement of expenses incurred or normal remuneration or benefits, see "***Our Management"*** and ***"Our Promoters and Promoter Group***" on pages 131 and 144 respectively.

46. ***Information relating to the installed manufacturing capacity of our Manufacturing Facility included in this Draft Red Herring Prospectus are based on various assumptions and estimates and future production and capacity may vary.***

Information relating to the installed capacity, actual production and capacity utilization of our manufacturing facility included in this Draft Red Herring Prospectus are based on various assumptions and estimates of our management that have been taken into account by the chartered engineer Axium Valuation Services LLP, Independent Chartered Engineer in his report dated September 29, 2026 in the calculation of our installed capacity, actual production and capacity utilization. Actual production levels and future capacity utilization rates may vary significantly from the estimated production capacities of our manufacturing facilities and historical capacity utilization rates. In addition, capacity utilization is calculated differently in different countries, industries and for the different kinds of products we manufacture. Undue reliance should therefore not be placed on our historical installed capacity, actual production and capacity utilization for our existing manufacturing facilities included in this Draft Red Herring Prospectus. See ***Our Business – Capacity and capacity utilization*** on page 102.

47. ***We face competition from domestic market and our inability to compete effectively may have a material adverse impact on our business, financial condition and results of operations.***

The explosives Industries provides for significant competition in based on pricing, relationships with customers, research and

development and product quality. Over the Decade, diversified products were introduced by our Company and modern manufacturing equipment were installed for scaling the manufacturing. Over the time, Our Company started developing many products which are supplied to varied Industries. We face pricing pressures from companies, that are able to manufacture Explosives products at competitive costs and consequently, may supply their products at cheaper prices. We are unable to assure you that we shall be able to meet the pricing pressures imposed by such competitors domestically, which would adversely affect our business, financial condition and results of operations. Additionally, some of our competitors in the intermediates and in the explosives, business may have greater financial, research and technological resources, larger sales and marketing teams and more established reputation. They may also be in a better position to identify market trends, adapt to changes in industry, innovate and develop new products and also ensure product quality and compliance.

48. ***We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.***

Employee misconduct or errors could expose us to business risks or losses, including regulatory sanctions and cause serious harm to our reputation and goodwill of our Company. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be effective in all cases. Our employees and agents may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business, financial condition, results of operations and goodwill could be adversely affected. Although, we have not faced any such incidence in the past three Fiscals, we cannot assure that we would not face such incident in future.

49. ***The average cost of acquisition of Equity Shares by our Promoter may be 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 is as follows:

Name of the Promoters	Number of Equity Shares held	Average cost of acquisition (in ₹ per Equity Share)
Vijayakannan Ramalingam	48,50,000	7.42
Vetrivel R Ramalingam	48,50,000	10
Premalatha Rangasamy Mudaliar	62,99,800	7.62

The Average cost of acquisition of equity shares of promoters in our Company may be lower than the Issue Price of the shares proposed to be offered though the Prospectus/Prospectus 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 Promoters in our Company, see "***Capital Structure***" on page 60.

50. ***We have not commissioned an industry report for the disclosures made in the section titled 'Industry Overview' and made disclosures on the basis of the data available on the internet and such data has not been independently verified by us.***

We have neither commissioned an industry report, nor sought consent from the quoted website source for the disclosures which need to be made in the section titled "***Industry Overview***" beginning on page 92 of this Draft Red Herring Prospectus. We have made disclosures in the said chapter on the basis of the relevant industry related data available online for which relevant consents have not been obtained. We have not independently verified such data. We cannot assure you that any assumptions made are correct or will not change and, accordingly, our position in the market may differ from that presented in this Draft Red Herring Prospectus. Further, the industry data mentioned in this Draft Red Herring Prospectus or sources from which the data has been collected are not recommendations to invest in our Company. Accordingly, investors should read the industry related disclosure in this Draft Red Herring Prospectus in this context.

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

Our Company has availed and may continue to avail borrowings from banks and financial institutions to meet its working capital requirements, capital expenditure and other business requirements. Certain of our borrowings may carry interest rates that are subject to periodic revision or may be contracted at prevailing market-linked rates. Any increase in interest rates could result in an increase in our finance costs and debt servicing obligations, which may adversely affect our profitability, cash flows and overall financial condition.

Further, fluctuations in interest rates may increase the cost of future borrowings and may limit our ability to obtain financing on favourable terms. An increase in interest rates could also affect our ability to fund our working capital requirements and planned capital expenditure from borrowed funds. We may not be able to pass on any increase in our financing costs to our customers, which could further impact our margins and results of operations. Accordingly, any significant or sustained increase in interest rates could have an adverse effect on our business, results of operations, cash flows and financial condition.

52. ***There is no guarantee that our Equity Shares will be listed on the Stock Exchanges in a timely manner or at all.***

In accordance with Indian law and practice, permission for listing and trading of our Equity Shares will not be granted until after certain actions have been completed in relation to this Issue and until Allotment of Equity Shares pursuant to this Issue. In

accordance with current regulations and circulars issued of SEBI, our Equity Shares are required to be listed on the stock exchanges within such time as mandated under UPI Circulars, subject to any change in the prescribed timeline in this regard. However, we cannot assure you that the trading in our Equity Shares will commence in a timely manner or at all. Any failure or delay in obtaining final listing and trading approvals may restrict your ability to dispose of your Equity Shares.

53. ***Any future issuance of Equity Shares, or convertible securities or other equity linked securities by our Company may dilute your shareholding and any sale of Equity Shares by our Promoter or members of our Promoter Group may adversely affect the trading price of the Equity Shares.***

Any future issuance of the Equity Shares, convertible securities or securities linked to the Equity Shares by our Company may dilute your shareholding in our Company, adversely affect the trading price of the Equity Shares and our ability to raise capital through an issue of our securities. In addition, any perception by investors that such issuances or sales might occur could also affect the trading price of the Equity Shares. We cannot assure you that we will not issue additional Equity Shares. Any sale of our Equity Shares by our Promoter or major shareholders or future equity issuances, by us may adversely affect the trading price of our Equity Shares, which may lead to other adverse consequences including difficulty in raising capital through offering of our Equity Shares or incurring additional debt. In addition, any perception by investors that such issuances or sales might occur may also affect the market price of our Equity Shares. We cannot assure you that we will not issue Equity Shares, convertible securities or securities linked to Equity Shares or that our Shareholders will not dispose of, pledge or encumber their Equity Shares in the future.

54. ***Rights of shareholders under Indian laws may be more limited than under the laws of other jurisdictions.***

As a company incorporated in India, our corporate affairs are governed by the Companies Act, 2013, the rules thereunder, and other applicable Indian laws. The rights of our shareholders, the responsibilities of our Board of Directors, and matters relating to corporate governance, mergers, amalgamations, takeovers, and acquisitions are subject to Indian legal requirements. These requirements, and the remedies available to shareholders under Indian law, may differ significantly from those applicable to companies incorporated in other jurisdictions.

For example, under Indian law, class action remedies are relatively new and less developed compared to certain other jurisdictions. Enforcement of shareholder rights in India may be subject to delays due to procedural complexities and the time taken by Indian courts in the disposal of cases. Further, concepts such as fiduciary duties of directors, shareholder derivative actions, and minority shareholder protections may not provide the same scope of remedies or recourse that may be available to shareholders of corporations incorporated elsewhere.
As a result, investors may have greater difficulty in asserting their rights or seeking remedies as shareholders of an Indian company than as shareholders of a corporation in jurisdictions with more extensive shareholder protection frameworks. Any limitations in the enforcement of shareholder rights may adversely affect investor confidence and the value of our Equity Shares.

55. ***QIB and Non-Institutional Investors are not permitted to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after submitting a Bid.***

Pursuant to the SEBI ICDR Regulations, QIBs and Non-Institutional Investors are not permitted to withdraw or lower their Bids (in terms of quantity of Equity Shares or the Bid Amount) at any stage after submitting a Bid. Retail Individual Investors can revise their Bids during the Bid/Issue Period and withdraw their Bids until Bid/Issue Closing Date. While our Company is required to complete Allotment pursuant to the Issue within 3 (three) Working Days from the Bid/Issue Closing Date, events affecting the Bidders' decision to invest in the Equity Shares, including material adverse changes in international or national monetary policy, financial, political or economic conditions, our business, results of operations or financial condition may arise between the date of submission of the Bid and Allotment. Our Company may complete the Allotment of the Equity Shares even if such events occur, and such events may limit the Bidders ability to sell the Equity Shares Allotted pursuant to the issue or cause the trading price of the Equity Shares to decline on listing.

56. ***Subsequent to the listing of the Equity Shares, we may be subject to surveillance measures, such as the Additional Surveillance Measures and the Graded Surveillance Measures by the Stock Exchanges in order to enhance the integrity of the market and safeguard the interest of investors***

Subsequent to the listing of the Equity Shares, we may be subject to Additional Surveillance Measures ("ASM") and Graded Surveillance Measures ("GSM") by the Stock Exchanges and the Securities and Exchange Board of India. These measures have been introduced to enhance the integrity of the market and safeguard the interest of investors. The criteria for shortlisting any security trading on the Stock Exchanges for ASM is based on objective criteria, which includes market-based parameters such as high low-price variation, concentration of client accounts, close to close price variation, market capitalization, average daily trading volume and its change, and average delivery percentage, among others. A scrip is subject to GSM when the share price is not commensurate with the financial health and fundamentals of the company. Specific parameters for GSM include net worth, net fixed assets, PE, market capitalization and price to book value, among others. Factors within and beyond our control may lead to our securities being subject to GSM or ASM. In the event our Equity Shares are subject to such surveillance measures implemented by SEBI and the Stock Exchanges, we may be subject to certain additional restrictions in connection with trading of our Equity Shares such as limiting trading frequency (for example, trading either allowed once in a week or a month) or freezing of price on upper side of trading which may have an adverse effect on the market price of our Equity Shares or may in general cause disruptions in the development of an active trading market for our Equity Shares.

57. ***The 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 the Equity Shares, and an active trading market on the Stock Exchanges may not develop or be sustained after the Issue. Listing and quotation does not guarantee that a market for the Equity Shares will develop, or if developed, the liquidity of such market for the Equity Shares. The Issue Price of the Equity Shares is proposed to be determined through a book-building process in accordance with the SEBI ICDR Regulations and may not be indicative of the market price of the Equity Shares at the time of commencement of trading of the Equity Shares or at any time thereafter. The market price of the Equity Shares may be subject to significant fluctuations in response to, among other factors, variations in our operating results of our Company, market conditions specific to the industry we operate in, developments relating to India, volatility in securities markets in jurisdictions other than India, variations in the growth rate of financial indicators, variations in revenue or earnings estimates by research publications, and changes in economic, legal and other regulatory factors.

58. ***The Issue price of our Equity Shares may not be indicative of the market price of our Equity Shares after the Issue and the market price of our Equity Shares may decline below the issue Price and you may not be able to sell your Equity Shares at or above the issue Price.***

The Issue Price of our Equity Shares will be determined by the book-building method. This price is based on numerous factors and may not be indicative of the market price of our Equity Shares after the Issue. For details, see "***Basis for Issue Price***" on page 79. The market price of our Equity Shares could be subject to significant fluctuations after the Issue and may decline below the Issue Price. We cannot assure you that you will be able to sell your Equity Shares at or above the Issue Price. Among the factors that could affect our share price include without limitation. The following:

- Quarterly variations in the rate of growth of our financial indicators, such as earnings per share, net income and revenues;
- Changes in revenue or earnings estimates or publication of research reports by analysts;
- Speculation in the press or investment community;
- General market conditions; and
- Domestic and international economic, legal and regulatory factors unrelated to our performance.

59. ***Holders of Equity Shares may be restricted in their ability to exercise pre-emptive rights under Indian law and thereby suffer future dilution of their ownership position.***

Under the Companies Act, 2013, a company having share capital and incorporated in India must offer its equity shareholders pre-emptive rights to subscribe and pay for a proportionate number of Equity Shares to maintain their existing ownership percentages prior to issuance of any new equity shares, unless the pre-emptive rights have been waived by the adoption of a special resolution by holders of three-fourths of our Equity Shares voting on such resolution.

However, if the law of the jurisdiction that you are in does not permit the exercise of such pre-emptive rights without our filing an offering document or registration statement with the applicable authority in such jurisdiction, you will be unable to exercise such pre-emptive rights, unless we make such a filing. The value such custodian receives on the sale of any such securities and the related transaction costs cannot be predicted. To the extent that you are unable to exercise pre-emptive rights granted in respect of our Equity Shares, your proportional interests in our Company would be diluted.

60. ***We are a public limited company under the laws of India. As a result, it may be difficult for investors to effect service of process outside India on us or on such directors or officers or to enforce judgments against them obtained from courts outside India, including judgments predicated on the civil liability provisions of the United States federal securities laws. Political instability or a change in economic liberalization and deregulation policies could seriously harm business and economic conditions in India generally and our business in particular.***

The Government of India has traditionally exercised and continues to exercise influence over many aspects of the economy. Our business and the market price and liquidity of our Equity Shares may be affected by interest rates, changes in Government policy, taxation, social and civil unrest and other political, economic or other developments in or affecting India. The rate of economic liberalization could change, and specific laws and policies affecting the infrastructure sector, foreign investment and other matters affecting investment in our securities could change as well. Any significant change in such liberalization and deregulation policies could adversely affect business and economic conditions in India, and our business, prospects, financial condition and results of operations, in particular.

61. ***Investors may not be able to enforce judgments obtained in foreign courts against us.***

We are a public limited company under the laws of India. All of our directors and officers are Indian nationals and all or a significant portion of the assets of all of the directors and officers and a substantial portion of our assets are located in India. As a result, it may be difficult for investors to effect service of process outside India on us or on such directors or officers or to enforce judgments against them obtained from courts outside India, including judgments predicated on the civil liability provisions of the United States federal securities laws.

India has reciprocal recognition and enforcement of judgments in civil and commercial matters with only a limited number of jurisdictions, which includes the United Kingdom, United Arab Emirates, Singapore and Hong Kong. In order to be enforceable, a judgment from a jurisdiction with reciprocity must meet certain requirements of the Indian Code of Civil Procedure, 1908 (the "Civil Code"). The Civil Code only permits the enforcement of monetary decrees, not being in the nature of any amounts payable in respect of taxes, other charges, fines or penalties. Judgments or decrees from jurisdictions which do not have reciprocal recognition with India cannot be enforced by proceedings in execution in India. Therefore, a final judgment for the payment of money rendered by any court in a non-reciprocating territory for civil liability, whether or not predicated solely upon the general laws of the non-reciprocating territory, would not be enforceable in India. Even if an investor obtained a judgment in such a jurisdiction against us, our officers or directors, it may be required to institute a new proceeding in India and obtain a decree from an Indian court. However, the party in whose favour such final judgment is rendered may bring a fresh suit in a competent court in India based on a final judgment that has been obtained in a non-reciprocating territory within three years of obtaining such final judgment. It is unlikely that an Indian court would award damages on the same basis or to the same extent as was awarded in a final judgment rendered by a court in another jurisdiction if the Indian court believed that the amount of damages awarded was excessive or inconsistent with public policy in India. In addition, any person seeking to enforce a foreign judgment in India is required to obtain prior approval of the Reserve Bank of India to repatriate any amount recovered pursuant to the execution of the judgment.

62. ***Rights of shareholders under Indian laws may be different from laws of other jurisdictions.***

Indian legal principles related to corporate procedures, directors' fiduciary duties and liabilities, and shareholders' rights may differ from those that would apply to a company in another jurisdiction. Shareholders' rights including in relation to class actions under the Indian law may not be as extensive as shareholders' rights under the laws of other countries or jurisdictions. Investors may face challenges in asserting their rights as our shareholder than as a shareholder of an entity in another jurisdiction.

63. ***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 after the Issue.***

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 the Equity Shares will be determined by our Company in consultation with the Book Running Lead Manager through the Book Building Process. These will be based on numerous factors, including factors as described under "***Basis for Issue Price***" on page 79 and may not be indicative of the market price for the Equity Shares after the Issue.

The factors that could affect the market price of the Equity Shares include, among others, broad market trends, financial performance and results of our Company post-listing, and other factors beyond our control. We cannot assure you that an active market will develop or sustained trading will take place in the Equity Shares or provide any assurance regarding the price at which the Equity Shares will be traded after listing.

64. ***You may be subject to Indian taxes 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 held as investments or dividend paid therein in an Indian company are 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 immediately preceding the date of transfer may be subject to long term capital gains tax in India at the specified rates depending on certain factors, whether the sale is undertaken on or off the Stock Exchanges, 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.

STT will be levied on and collected by a domestic stock exchange on which the Equity Shares are sold. Further, any gain realized on the sale of listed equity shares held for a period of 12 months or less, immediately preceding the date of transfer will be subject to short term capital gains tax in India. Capital gains arising from the sale of the Equity Shares will be exempt from taxation in India in cases where the exemption from taxation in India is provided under a treaty between India and the country of which the seller is resident and the seller is entitled to avail the benefits thereunder.

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. Investors are advised to consult their own tax advisors and to carefully consider the potential tax consequences of owning Equity Shares. Unfavourable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment and stamp duty laws governing our business and operations could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals.

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

Subject to requisite approvals, the Equity Shares will be listed on the Stock Exchanges. Pursuant to applicable Indian laws, certain actions must be completed before the Equity Shares can be listed and trading in the Equity Shares may commence. Investors' book entry, or 'demat' accounts with depository participants in India, are expected to be credited within one working day of the date on which the Basis of Allotment is approved by the Stock Exchanges. The Allotment of Equity Shares in this Issue and the credit of

such Equity Shares to the applicant's demat account with depository participant could take approximately two Working Days from the Bid Closing Date and trading in the Equity Shares upon receipt of final listing and trading approvals from the Stock Exchanges is expected to commence within three Working Days of the Bid Closing Date. There could be a failure or delay in listing of the Equity Shares on the Stock Exchanges. Any failure or delay in obtaining the approval or otherwise commence trading in the Equity Shares would restrict investors' ability to dispose of their Equity Shares. There can be no assurance that the Equity Shares will be credited to investors' demat accounts, or that trading in the Equity Shares will commence, within the time periods specified in this risk factor. We could also be required to pay interest at the applicable rates if allotment is not made, refund orders are not dispatched or demat credits are not made to investors within the prescribed time periods. For further details, see "***Issue Procedure***" on page 216.

EXTERNAL RISK FACTORS

66. ***Changing laws, rules and regulations and legal uncertainties, including adverse application of tax laws, may adversely affect our business, prospects and results of operations.***

The regulatory and policy environment in India is evolving and subject to change. Such changes in applicable laws and policy in India, may adversely affect our business, financial condition, results of operations, performance and prospects in India, to the extent that we are not able to suitably respond to and comply with such changes.

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes may adversely affect our business, results of operations and prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy. In addition, unfavourable changes in or interpretations of existing, or the promulgation of new laws, rules and regulations including foreign investment laws governing our business, operations and group structure could result in us being deemed to be in contravention of such laws or may require us to apply for additional approvals. We may incur increased costs relating to compliance with such new requirements, which may also require management time and other resources, and any failure to comply may adversely affect our business, results of operations and prospects. Uncertainty in the applicability, interpretation or implementation of any amendment to, or change in, governing law, regulation or policy, 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 affect the viability of our current business or restrict our ability to grow our business in the future.

67. ***We are subject to regulatory, economic and social and political uncertainties and other factors beyond our control.***

We are incorporated in India and we conduct our corporate affairs and our business in India. Our Equity Shares are proposed to be listed on the Emerge platform of NSE, subject to the receipt of the final listing and trading approvals from the Stock Exchange. Consequently, our business, operations, financial performance and the market price of our Equity Shares will be affected by interest rates, government policies, taxation, social and ethnic instability and other political and economic developments affecting India. Factors that may adversely affect the Indian economy, and hence our results of operations may include:

- any exchange rate fluctuations, the imposition of currency controls and restrictions on the right to convert or repatriate currency or export assets;
- any scarcity of credit or other financing in India, resulting in an adverse effect on economic conditions in India and scarcity of financing for our expansions;
- prevailing income conditions among Indian customers and Indian corporations;
- political instability, terrorism, military conflict, epidemic or public health issues in India or in countries in the region or globally, including in India's various neighbouring countries;
- macroeconomic factors and central bank regulation, including in relation to interest rates movements which may in turn adversely impact our access to capital and increase our borrowing costs;
- Instability in financial markets and volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges;
- decline in India's foreign exchange reserves which may affect liquidity in the Indian economy;
- downgrading of India's sovereign debt rating by rating agencies;
- difficulty in developing any necessary partnerships with local businesses on commercially acceptable terms and/or a timely basis.
- changes in India's tax, trade, fiscal or monetary policies; and
- other significant regulatory or economic developments in or affecting India or its logistics sector.

Moreover, a fall in the purchasing power of our customers, for any reason whatsoever, including rising consumer inflation, availability of financing to our customers, changing governmental policies and a slowdown in economic growth may have an adverse effect on our customers' revenues, savings and could in turn negatively affect their demand for our products. In addition, any slowdown or perceived slowdown in the Indian economy, or in specific sectors of the Indian economy, could adversely affect our business, results of operations and financial condition and the price of the Equity Shares.

68. ***Foreign investors are subject to foreign investment restrictions under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.***

Under the foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain exceptions) if they comply with the pricing guidelines and reporting requirements specified by the RBI.

If the transfer of shares, which are sought to be transferred, is not in compliance with such pricing guidelines or reporting requirements or falls under any of the exceptions referred to above, then the prior approval of the RBI will be required. Additionally, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no objection/ tax clearance certificate from the income tax authority. There can be no assurance that any approval required from the RBI or any other government agency can be obtained on any particular terms or at all.

69. ***Inflation in India could have an adverse effect on our profitability and if significant, on our financial condition.***

Inflation rates in India have been volatile in recent years, and such volatility may continue. India has experienced high inflation relative to developed countries in the recent past. Continued high rates of inflation may increase our expenses related to costs of raw material, rent, salaries or wages payable to our employees or any other expenses. There can be no assurance that we will be able to pass on any additional expenses to our customers or that our revenue will increase proportionately corresponding to such inflation. Accordingly, high rates of inflation in India could have an adverse effect on our profitability and, if significant, on our financial condition.

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

Any adverse revisions to India's credit ratings for international debt by international rating agencies may adversely affect our ability to raise additional overseas financing and the interest rates and other commercial terms at which such additional financing is available. This could have an adverse effect on our ability to fund our growth on favourable terms or at all, and consequently adversely affect our business and financial performance and the price of our Equity Shares.

71. ***The occurrence of natural or man-made disasters may adversely affect our business, financial condition, results of operations and cash flows.***

The occurrence of natural disasters, including hurricanes, floods, tsunamis, earthquakes, tornadoes, fires, explosions, pandemic disease and man-made disasters, including acts of terrorism and military actions, may adversely affect our financial condition or results of operations. In addition, any deterioration in relations between India and its neighbouring countries might result in investor concern about stability in the region, which may adversely affect the price of our Equity Shares. The potential impact of a natural disaster on our results of operations and financial position is speculative and would depend on numerous factors. In addition, an outbreak of a communicable disease in India or in the particular region in which we have projects would adversely affect our business and financial conditions and the results of operations. We cannot assure prospective investors that such events will not occur in the future or that our business, financial condition, results of operations and cash flows will not be adversely affected.

72. ***Our ability to raise foreign capital may be constrained by Indian law.***

As an Indian company, we are subject to exchange controls that regulate borrowing in foreign currencies. Such regulatory restrictions limit our financing sources and could constrain our ability to obtain financings on competitive terms and refinance existing indebtedness. In addition, we cannot assure you that any required regulatory approvals for borrowing in foreign currencies will be granted to us without onerous conditions, or at all. Limitations on foreign debt may have an adverse effect on our business growth, financial condition and results of operations.

73. ***Fluctuation in the exchange rate between the Indian Rupee and foreign currencies may have an adverse effect on the value of our Equity Shares, independent of our operating results.***

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

the sale of Equity Shares may reduce the proceeds received by equity shareholders. For example, the exchange rate between the Rupee and the U.S. dollar has fluctuated substantially in recent years and may continue to fluctuate substantially in the future, which may have an adverse effect on the trading price of our Equity Shares and returns on our Equity Shares, independent of our operating results.

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SECTION III - INTRODUCTION

THE ISSUE

(₹ in Lakhs except share data)

PRESENT ISSUE IN TERMS OF THIS DRAFT RED HERRING PROSPECTUS	
Equity Shares issued through Public Issue [(1) (2)]	Issue of Up to 61,00,000* Equity Shares of face value of ₹ 10/- each fully paid up of our company at a price of ₹ [●] per Equity share aggregating up to ₹ [●] lakhs
Out of which:	
Issue Reserved for the Market Maker	Issue of Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of ₹ [●] per Equity Shares aggregating ₹ [●] lakhs
Net Issue to Public [(3)]	Issue of Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of ₹ [●] per Equity Shares aggregating ₹ [●] lakhs
***Out of which*:**	
A. QIB Portion [(4) (5)]	Not more than [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
Of Which	
(a) Anchor Investor Portion	Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
(b) Net QIB Portion (assuming the Anchor Investor Portion is fully subscribed)	Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
Of which	
(i) Available for allocation to MutualFunds only (5% of the QIB Portion (excluding Anchor Investor Portion)	Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
(ii) Balance of QIB Portion for all QIBs including Mutual Funds	Upto [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
B. Non-Institutional Category	Not Less than [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
Of which	
i. One-third of the Non-Institutional Portion available for allocation to Non-Institutional Bidders with an application size of more than two lots and up to such lots equivalent to not more than ₹10 lakhs	Up to [●] Equity Shares for cash at a price of ₹[●] per Equity Share aggregating ₹[●] Lakhs
ii. Two-third of the portion available to noninstitutional investors shall be reserved for applicants with application size of more than ₹10 lakhs	Up to [●] Equity Shares for cash at a price of ₹[●] per Equity Share aggregating ₹[●] Lakhs
C. Individual Investor Portion	Not Less than [●] Equity Shares having a face value of ₹ 10/- each at a price of [●] per Equity Shares aggregating to ₹ [●] Lakhs
Pre and post-Issue Equity Shares	
Equity Shares outstanding prior to the Issue	1,60,00,000 Equity Shares of face value of ₹10/- each
Equity Shares outstanding after the Issue	[●] Equity Shares of face value of ₹10/- each
Use of Net Proceeds	Please refer "***Objects of the Issue***" on page 72 for further information about the use of the Net Proceeds.

**Subject to finalisation 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) 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 offered to the public for subscription.*

2) *The Issue has been authorized by the Board of Directors vide a resolution passed at its meeting held on September 21, 2026 and by the Shareholder of our Company, vide a special resolution passed pursuant to Section 62(1)(c) of the Companies Act, 2013 at the Extra Ordinary General Meeting held on September 22, 2026.*

3) *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. Allocation to investors in all categories, except the Individual Portion, shall be made on a proportionate basis subject to valid bids received at or above the Issue Price. The allocation to each Individual Investor shall not be less than the minimum Bid Lot, and subject to availability of Equity Shares in the Individual Portion, the remaining available Equity Shares, if any, shall be allocated on a proportionate basis.*

4) *The SEBI ICDR Regulation, 2018, 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 Bidders 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 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 application size of more than two lots and up to such lots equivalent to not more than Rs.10,00,000, and (b) 2/3rd of the portion available to NIBs shall be reserved for applicants with application size of more than Rs.10,00,000. 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.

5) *Subject to valid Bids being received at or above the Issue Price, under subscription, 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 Managers and the Designated Stock Exchange, subject to applicable laws.*

6) *Our Company, in consultation with BRLM, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. The QIB Portion will be accordingly reduced for the Equity Shares allocated to Anchor Investors. Forty per cent of the anchor investor portion, within the limits specified shall be reserved as under – (i) 33.33 per cent for domestic mutual funds; and (ii) 6.67 per cent for life insurance companies and pension funds. Any under-subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations 2018.*

   *In case of under-subscription or non- Allotment in the Anchor Investor Portion, the remaining Equity Shares will be added back to the Net QIB Portion. Further, 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 other than Anchor Investors, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. In the event of under- subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. For further information, see "**Issue Procedure**" on 216.*

7) *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 Subject to the availability of shares in non-institutional investors' category, the allotment to Non- Institutional Investors shall be more than two lots which shall not be less than the minimum application size in the Non-Institutional Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. Further, 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 offerings opening on or after May 1, 2022, where the Bid amount is up to ₹ 5,00,000 shall use UPI. UPI Bidders using the UPI Mechanism, shall provide their UPI ID in the Bid cum Application Form for Bidding through 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.*
   *For details, including grounds for rejection of Bids, refer to "**Issue Structure**" and "**Issue Procedure**" on page 210 and 216, respectively. For details of the terms of the Issue, see "**Terms of the Issue**" on page 202.*

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SUMMARY OF FINANCIAL INFORMATION

*The following tables provide the summary of financial information of our Company derived from the Restated Financial Information for the period ended on March 31, 2026, 2025, 2024. The Restated Financial Information referred to above is presented under the section titled "**Financial Information**" beginning on Page No. 153 of this Draft Red Herring Prospectus. The summary of financial information presented below should be read in conjunction with the Restated Financial Information, the notes thereto and the chapters titled "**Financial Information**" and "**Management's Discussion and Analysis of Financial Position and Results of Operations**" beginning on Pages 153 and 162, respectively of this Draft Red Herring Prospectus.*

Sr. No.	Details	Page Number
1.	Summary of Financial Information	S-1 to S-3

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Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF ASSETS AND LIABILITIES AS RESTATED **ANNEXURE -** I

(₹ In Lakhs)

Sr. No.	Particulars	Annexure No.	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
	EQUITY AND LIABILITIES				
1)	**Shareholders Funds**				
	a. Share Capital	V	1,600.00	1,600.00	1,600.00
	b. Reserves & Surplus	VI	9,409.68	6,396.71	3,152.57
2)	**Non - Current Liabilities**				
	a. Long-term Borrowings	VII	3,398.40	3,100.57	2,179.45
	b. Deferred Tax Liabilities (net)	VII	96.57	127.61	138.57
	c. Long-term Provisions	VIII	144.47	135.47	102.31
3)	**Current Liabilities**				
	a. Short Term Borrowings	IX	7,279.54	7,413.43	4,908.08
	b. Trade Payables	X			
	- Payable to Micro and Small Enterprises		77.73	45.55	82.05
	- Payable to other than Micro and Small Enterprises		1,944.12	2,091.59	1,887.61
	c. Other Current liabilities	XI	311.40	228.01	281.30
	d. Short Term Provisions	XII	747.60	521.41	361.72
	T O T A L		**25,009.51**	**21,660.35**	**14,693.66**
	ASSETS				
1)	**Non Current Assets**				
	a. Property, Plant & Equipment and Intangible Assets	XIII			
	- Property, Plant & Equipment		9,590.49	8,277.47	5,173.99
	- Capital Work in Progress		583.28	22.27	150.08
	b. Non-Current Investments	XIV	4.93	4.93	4.93
	c. Long-term Loans & Advances	XV	390.00	390.00	390.00
	d. Other Non-current assets	XVI	103.67	95.84	70.04
2)	**Current Assets**				
	a. Inventories	XVII	11,109.88	8,011.71	4,657.58
	b. Trade Receivables	XVIII	1,058.94	1,169.18	941.09
	c. Cash and Bank Balance	XIX	88.72	172.78	858.59
	d. Short term loan and advances	XX	2,052.94	3,180.06	2,401.15
	e. Other current assets	XXI	26.66	336.11	46.21
	T O T A L		**25,009.51**	**21,660.35**	**14,693.66**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-
CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026
UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)
DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)
DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)
Place: Salem
Date: September 28, 2026

Sd/-
Malathi G Ganesan
(Company Secretary)

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF PROFIT AND LOSS AS RESTATED **ANNEXURE -** II

(₹ In Lakhs)

Sr. No.	Particulars	Annexure No.	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
A	**INCOME**				
	Revenue from Operations	XXII	23,209.77	29,015.68	25,082.11
	Other Income	XXIII	26.70	199.96	133.67
	Total Income (A)		**23,236.47**	**29,215.64**	**25,215.78**
B	**EXPENDITURE**				
	Cost of Material Consumed	XXIV	15,559.67	15,710.85	14,671.10
	Purchases of Stock-in-Trade	XXV	124.92	1,433.45	1,043.27
	Direct Expenses	XXVI	1,272.58	2,326.27	1,239.26
	Details of Changes In Inventories of Work- In- Progress, Finished Goods and Stock-In-Trade	XXVII	(2,344.11)	378.73	(178.42)
	Employee benefits expense	XXVIII	1,635.54	1,732.03	1,645.39
	Finance costs	XXIX	1,192.87	1,136.51	763.26
	Depreciation expense	XXX	766.79	604.97	463.92
	Other expenses	XXXI	3,044.70	4,543.76	4,145.36
	Total Expenses (B)		**21,252.96**	**27,866.57**	**23,793.14**
C	**Profit before tax (A-B)**		**1,983.51**	**1,349.07**	**1,422.64**
D	**Tax Expense:**				
	(i) Current tax	XL	551.38	363.18	351.40
	(ii) Deferred tax expenses/(credit)	VII	(31.04)	(10.95)	17.61
	Total Tax Expenses (D)		**520.34**	**352.23**	**369.01**
E	**Profit for the year (C-D)**		**1,463.17**	**996.84**	**1,053.63**
F	**Earnings per share (Face value of ₹ 10/- each):**	XXXIX			
	i. Basic		**9.14**	**6.23**	**6.59**
	ii. Diluted		**9.14**	**6.23**	**6.59**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-

CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026
UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)

DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)

DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)

Sd/-
Malathi G Ganesan
(Company Secretary)

Place: Salem
Date: September 28, 2026

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF CASH FLOW AS RESTATED **ANNEXURE -** III

(₹ In Lakhs)

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:			
Net Profit before tax as per Profit And Loss A/c	1,983.51	1,349.07	1,422.64
Adjustments for:			
Interest Cost	1,065.02	935.71	625.26
Gratuity Provision / (Reversal)	9.77	42.73	4.80
Interest Income	(5.05)	(43.90)	(23.23)
Unrealised Foreign Exchange (Gain)/Loss	(30.36)	11.35	-
(Profit)/Loss on sale of asset	(16.12)	(0.87)	(24.01)
Depreciation Expense	766.79	604.97	463.92
Operating Profit Before Working Capital Changes	**3,773.56**	**2,899.06**	**2,469.38**
Adjusted for (Increase)/Decrease in operating assets			
Inventories	(3,098.17)	(3,354.13)	(719.49)
Trade Receivables	140.60	(239.44)	337.00
Loans and Advances	1,127.12	(778.91)	(923.55)
Other Non Current Assets	(7.83)	(25.80)	(25.95)
Other Current Assets (Including Other Bank balances)	325.64	(379.31)	547.91
Adjusted for Increase/(Decrease) in operating liabilities:			
Trade Payables	(115.29)	167.48	(69.65)
Other Liabilities & Provisions	40.56	(30.45)	(394.90)
Cash Generated From Operations Before Extra-Ordinary Items	**2,186.19**	**(1,741.50)**	**1,220.75**
Net Income Tax (paid)/ refunded	(283.13)	(235.91)	(215.36)
Net Cash Flow from/(used in) Operating Activities: (A)	**1,903.06**	**(1,977.41)**	**1,005.39**
Cash Flow from Investing Activities:			
Purchase of property, plant & equipment	(1,129.04)	(1,334.11)	(1,248.71)
Sale of property, plant & equipment	54.14	1.64	51.35
Interest Income Received	5.05	43.90	23.23
Net Cash Flow from/(used in) Investing Activities: (B)	**(1,069.85)**	**(1,288.57)**	**(1,174.13)**
Cash Flow from Financing Activities:			
Proceeds from Borrowings	2,991.89	4,015.18	3,321.04
Repayment of Borrowings	(2,827.95)	(588.71)	(1,819.99)
Interest Cost	(1,065.02)	(935.71)	(625.26)
Net Cash Flow from/(used in) Financing Activities (C)	**(901.08)**	**2,490.76**	**875.79**
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	**(67.87)**	**(775.22)**	**707.05**
Cash & Cash Equivalents As At Beginning of the year	83.37	858.59	151.54
Cash & Cash Equivalents As At End of the year	**15.50**	**83.37**	**858.59**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

Component of cash and cash equivalent consist of :

Cash-in-Hand	15.50	10.60	9.84
Bank Balance	-	72.77	68.39
Fixed Deposits (having original maturity of less than 3 months)	-	-	780.36
Total	**15.50**	**83.37**	**858.59**

Note: The Cash Flow Statements has been prepared under Indirect Method as set out in Accounting Standard 3, 'Cash Flow Statements' notified under section 133 of the Companies Act, 2013.

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-
CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026

UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)
DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)
DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)

Sd/-
Malathi G Ganesan
(Company Secretary)

Place: Salem
Date: September 28, 2026

SUMMARY OF CONTINGENT LIABILITIES

As per the Restated Financial Information for financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024 following are the details of our contingent liabilities of our company which have been recognized in the Restated Financial Information.

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
I. Contingent Liabilities			
(a) claims against the company not acknowledged as debt;	1,467.25	1,080.72	773.57
(b) guarantees excluding financial guarantees; and	-	-	-
(c) other money for which the company is contingently liable	-	-	-
II. Commitments			
(a) estimated amount of contracts remaining to be executed on capital account and not provided for		-	-
(b) uncalled liability on shares and other investments partly paid	-	-	-
(c) other commitments	-	-	-

Note:

1) The company has outstanding GST demand of Rs. 24.78 lakhs dated 13-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2018-19.
2)The company has outstanding GST demand of Rs. 5.55 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2019-20.
3)The company has outstanding GST demand of Rs. 57.67 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2020-21.
4)The company has outstanding GST demand of Rs. 43.33 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2021-22.
5)The company has outstanding GST demand of Rs. 7.38 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2022-23.
6)The company has outstanding GST demand of Rs. 56.20 lakhs dated 31-03-2025 passed by State Tax Officer(Intelligence), Adjudication Cell, Cudd lore for period pertaining to Financial Year 2024-25.
7)Income Tax demand under Section 154 of the IT Act amounting to Rs. 183.77 lakhs and Rs. 31.88 lakhs including accrued interest pertaining to Assessment Year 25-26 and Assessment Year 2023-24 respectively.
8)Income Tax demand under Section 143(3) of the IT Act amounting to Rs. 44.11 lakhs, Rs. 66.65 lakhs and Rs. 895.98 lakhs including accrued interest pertaining to Assessment Year 2024-25, Assessment Year 2022-23 and Assessment Year 2017-18 respectively.

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SUMMARY OF RELATED PARTY TRANSACTIONS

Following are the details as per the Restated Financial Information as at Financial Years ended on March 31, 2026, 2025 and 2024:

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

A. Names of related parties and nature of relationship:

a) Related parties where interest exists of company or its KMP's:

S.No.	Relationship	Name
(i)	Company in which Directors are interested	Sivasakthi Hospitality Private Limited
(ii)	Company in which Directors are interested	Trident Explosives Private Limited
(iii)	Company in which Directors are interested	Krishnasamy Homes Private Limited
(iv)	Company in which Directors are interested	Hanumam Explosives Private Limited
(v)	Company in which Directors are interested	Sunpenta Mining Services Private Limited
(vi)	Company in which Directors are interested	Sri Dhurga Power Private Limited
	b) Key managerial personnel:	
S.No.	**Relationship**	**Name**
(i)	Managing Director	R.Vijayakannan
(ii)	Director	P.Prakasam
(iii)	Director	R.Vetrivel
(iv)	Director	J.Senthilnathan
(v)	Director	Jayapal Sivanandham
	c) Relatives of Key managerial personnel:	
S.No.	**Relationship**	**Name**
(i)	Relatives of KMP	K.Ramalingam
(ii)	Relatives of KMP	R.Premalatha
(iii)	Relatives of KMP	V.Chamundeswari
(iv)	Relatives of KMP	V.Preethi

B. Transactions with related parties are as follows:

(Rs.in lakhs)

S.No.	Nature of transaction	Year/period ended	Company in which Directors are interested	Key Managerial Personnel	Relative of Key Managerial Personnel	Total
(i)	Sales	March 31, 2026	733.95	-	-	733.95
		March 31, 2025	877.63	-	-	877.63
		March 31, 2024	821.24	-	-	821.24
(ii)	Purchases	March 31, 2026	641.38	-	-	641.38
		March 31, 2025	1,217.10	-	-	1,217.10
		March 31, 2024	-	-	-	-
(iii)	Remuneration to directors and other Key managerial persons	March 31, 2026	-	239.66	-	239.66
		March 31, 2025	-	239.26	-	239.26

		March 31, 2024	-	173.40	-	173.40
(iv)	Salary	March 31, 2026	-	-	120.00	120.00
		March 31, 2025	-	-	168.00	168.00
		March 31, 2024	-	-	168.00	168.00
(v)	Lease Rent	March 31, 2026	-	0.40	0.40	0.80
		March 31, 2025	-	0.40	0.40	0.80
		March 31, 2024	-	0.40	0.40	0.80
(vi)	Sale of Asset	March 31, 2026	61.69	-	-	61.69
		March 31, 2025	-	-	-	-
		March 31, 2024	47.80	-	-	47.80

C. Balances outstanding are as follows:

(Rs. In lakhs)

S.No.	Nature of transaction	As at	Company in which Directors are interested	Key Managerial Personnel	Relative of Key Managerial Personnel	Total
(i)	Tade Receivables	March 31, 2026	31.68	307.34	-	339.02
		March 31, 2025	-	1,039.53	-	1,039.53
		March 31, 2024	37.34	766.82	-	804.16
(ii)	Unsecured loans	March 31, 2026	-	307.34	-	307.34
		March 31, 2025	-	1,039.53	-	1,039.53
		March 31, 2024	-	766.82	-	766.82
(ii)	Advance Given	March 31, 2026	1,794.30	-	-	1,794.30
		March 31, 2025	2,464.67	-	-	2,464.67
		March 31, 2024	1,884.71	-	-	1,884.71
						-

***Details of Remuneration to KMP's is given below:**

(Rs. In lakhs)

Name of KMP's	Designation	Nature of payment	For year ending March 2026	For year ending March 2025	For year ending March 2024
R.Vijayakannan	Managing Director	Remuneration	72.00	150.00	150.00
P.Prakasam	Director	Remuneration	20.00	26.30	34.60
R.Vetrivel	Director	Remuneration	60.00	60.00	60.00
J.Senthilnathan	Director	Remuneration	4.86	1.57	3.61
Jayapal Sivanandham	Director	Remuneration	4.80	1.39	3.19

GENERAL INFORMATION

Registered Office

Balaji Towers, 1st Floor, 83/2 Ramakrishna Road,
Hasthampatti, Salem- 636007
Tamil Nadu, India

For further details of past changes in the registered office address of our Company, see "***History and Certain Corporate Matters – Changes in our Registered Office***" on page 126.

Company Corporate Identity Number and Registration Number

Corporate Identity Number: U24292TZ1999PLC009092

Registration number: 009092

The Registrar of Companies

Our Company is registered with the Registrar of Companies, Coimbatore situated at the following address:

No. 7, Phase II, AGT Business Park, 1st Floor

Avinashi Road, Civil Aerodrome Post,

Coimbatore-641014, Tamil Nadu, India.

Board of Directors of our Company

Set forth below are the details of our Board of Directors as on the date of this Draft Red Herring Prospectus:

S. No.	Name	Designation	DIN	Address
1.	Vijayakannan Ramalingam	Chairman and Managing director	01876560	176, Main Road, Kannadi Nagar, Suramangalam, Salem-636005, Tamilnadu, India
2.	Vetrivel Ramalingam	Non-Executive Director	01876584	176A, Kennedy Nagar Salem-636005 Tamil Nadu, India
3.	J. Senthilnathan	Whole time Director	08689029	10-9/16B, Puthutheru Line-2, Vathiyar Thottam, Salem- 636502, Tamilnadu, India
4.	J Sivanandham	Whole time Director	08689030	D No 10/34, Supramaniyar Kovil Theru, Salem-636457, Tamilnadu, India
5.	B Akilan Arumugam Bhoopathy	Independent Directors	10670386	30/1, Vijayaragava Chariar Road, Kumarasamypatti, Salem-636007, Tamilnadu, India
6.	Soundaria R Ramakrishnan	Independent Directors	11141180	H.No 100/79 A, Kannankurichi Main Road, Chinnathiruppathy, Salem-636008, Tamilnadu, India

For detailed profile of our Directors, please refer to the chapter titled "***Our Management***" on page 131 of the Draft Red Herring Prospectus.

Chief Financial Officer	Company Secretary & Compliance Officer
Chamundeeswari Vijayakannan **Address:** Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem-636007, Tamil Nadu, India **Telephone:** + 427-2336628 **E-mail:** compliance@vetrivelindustries.com	**Malathi G Ganesan** **Address:** Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem-636007, Tamil Nadu, India **Telephone:** +427-2336628 **E-mail:** compliance@vetrivelindustries.com

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.

All grievances relating to the issue other than the Anchor Investors may be addressed to the Registrar to the issue with a copy to the relevant Designated Intermediary with whom the ASBA Form was submitted. The Bidders should give full details such as name of the sole or first Bidder, ASBA Form number, Bidder DP ID, Client ID, PAN, date of the ASBA Form, details of UPI IDs (if applicable), address of the Bidder, number of Equity Shares applied for and the name and address of the Designated Intermediary where the ASBA Form was submitted by the ASBA Bidder.

Further, the investors shall also enclose the Acknowledgment Slip from the Designated Intermediaries in addition to the documents/information mentioned hereinabove.

All grievances relating to the Anchor Investors may be addressed to the BRLM, giving full details such as name of the sole or first Bidder, bid cum Application Form number, Bidders DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Bidder, number of Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form.

For all Issue related queries and for redressal of complaints, investors may also write to the Book Running Lead Manager.

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

Book Running Lead Manager to the Issue	**Registrar to the Issue**
GYR Capital Advisors Private Limited 428, Gala Empire, Near JB Tower, Drive in Road, Thaltej, Ahmedabad-380054, Gujarat, India. **Telephone**: +91 8777564648 **E-mail Id**: vetrivelexplosives.ipo@gyrcapitaladvisors.in **Website**: www.gyrcapitaladvisors.com **Investor Grievance E-mail Id**: investors@gyrcapitaladvisors.com **Contact Person**: Mohit Baid **SEBI Registration Number**: INM000012810 **CIN**: U67200GJ2017PTC096908	**Integrated Registry Management Services Private Limited** 2nd Floor, Kences Towers, No:1 Ramakrishna Street, North Usman Road, Chennai, Tamil Nadu - 600017 **Telephone:** + 044-28140801/802/803 **Fax:** 044-28140804 **E-mail id:** smeipo@integratedindia.in **Website:** www.integratedregistry.in **Investor Grievance e-mail ID:** giri@integratedindia.in **Contact Person:** S Giridhar **SEBI Registration Number:** INR000000544 **CIN:** U74900TN2015PTC101466
Legal Advisor to the Issue	
Vidhigya Associates, Advocates. B-607/608, 6th floor, Mittal Commercia, Off M. V. Road, Near Mittal Estate Marol, Andheri East, Mumbai 400 059 **Contact Person:** Mr. Rahul Pandey **Telephone:** +91 84240 30160 **Facsimile:** N.A. **Email:** rahul@vidhigyaassociates.com	
Bankers to our Company	
HDFC Bank Limited **Tel:** +022 66521000 **Facsimile:** +022 21960739 **Email:** support@hdfcbank.com **Website:** www.hdfcbank.com **Contact Person: Praneet Verma**	
Statutory Auditors	**Peer Review Auditors**
M/s Elangovan & Natarajan 23-C, South East Layout, Farilands, Salem- 636016, Tamilnadu, India **Email:** caelangovan@gmail.com **Telephone**: +0427 2444250 **Firm Registration No**.: 000799S **Peer Review Certificate No**.: NA **Contact Person:** S.Elangovan	**M/s Shubham D Jain & Co.** 415, D.M. Tower, Janjeervala Square, Indore – 452001, Madhya Pradesh, India **Email:** cashubhamdjain@gmail.com **Telephone**: +91 9424022223 **Firm Registration No**.: 034807C **Peer Review Certificate No**.: 019960 **Contact Person:** CA Shubham Jain
Banker to the Issue*	**Sponsor Bank***
[●]	**[●]**
Refund Bank*	**Syndicate Member***
[●]	**[●]**

**The Banker to the Issue, Refund Bank, Sponsor Bank and Syndicate Member shall be appointed prior to filing of the Red Herring Prospectus with the RoC.*

Designated Intermediaries

Self-Certified Syndicate Banks

The list of banks that have been notified by SEBI to act as SCSBs for the ASBA process is provided at the website of the SEBI https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time. For details on Designated Branches of SCSBs collecting the Application Forms, refer to the website of the SEBI https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes.

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, Retail Individual Investors Applying 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.

SCSBs 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, Retail Individual Investors Applying 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 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, as amended.

Registered Brokers

In terms of SEBI circular no. CIR/CFD/14/2012 dated October 4, 2012, Applicant can submit Application Form for the Issue using the stock brokers network of the Stock Exchanges, i.e., through the Registered Brokers at the Brokers Centres. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the website of the SEBI (www.sebi.gov.in), and updated from time to time. For details on Registered Brokers, please refer 74 http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes. time.

Registrar and Share Transfer Agent

The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10 and on the website of National Stock Exchange of India Limited at www.nseindia.com, as updated from time to time.

Collecting Depository Participants

The list of the Collecting Depository Participants (CDPs) eligible to accept Application Forms at the Designated CDP Locations, including details such as name and contact details, are provided at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=19 for NSDL CDPs and at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=18for CDSL CDPs, as updated from time to time. The list of branches of the SCSBs named by the respective SCSBs to receive deposits of the Bid cum Application Forms from the Designated Intermediaries will be available on the website of the SEBI (www.sebi.gov.in) and updated from time to time.

IPO Grading

Since the issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 there is no requirement of appointing an IPO Grading agency.

Credit Rating

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

Green Shoe Option

No Green Shoe Option is applicable for this Issue.

Brokers to the Issue

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

Debenture Trustees

As this is an Issue is of Equity Shares, the appointment of Debenture trustees is not required.

Monitoring Agency

Our Company will appoint a monitoring agency prior to the filing of the Red Herring Prospectus with the ROC in accordance with Regulation 262 of the SEBI ICDR Regulations for monitoring the utilisation of the Gross Proceeds. For details in relation to the proposed utilisation of the Net Proceeds, see *"**Objects of the Issue**"* on page 72.

Appraising Entity

None of the objects for which the Net Proceeds will be utilised have been appraised by any agency.

Expert Opinion

Except as stated below, our Company has not obtained any expert opinion:

Our Company has received written consent dated September 30, 2026 from the Peer review Auditors 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 as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in its capacity as Peer Review Auditor and in respect of its (i) examination report dated September 28, 2026 on our restated financial information; and (ii) its report dated September 28, 2026 on the statement of special tax benefits in 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 written consent letter dated September 29, 2026 from Axium Valuation Services LLP, 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" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in their capacity as an independent chartered engineer.

Our Company has received written consent dated September 30, 2026 from the practicing company secretary Kokila & Associates, Company Secretaries to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 in its capacity as practicing company secretary and in respect of their certificate dated September 30, 2026 issued in connection with inter alia the share capital buildup and such consent has not been withdrawn as of the date of this Draft Red Herring Prospectus. However, the term 'expert' shall not be construed to mean an 'expert' as defined under U.S. Securities Act.

Inter-se Allocation of Responsibilities

GYR Capital Advisors Private Limited being the sole Book Running Lead Manager will be responsible for all the responsibilities related to co-ordination and other activities in relation to the Issue. Hence, a statement of inter se allocation of responsibilities is not required.

Filing

Our Company has filed the Draft Red Herring Prospectus with National Stock Exchange of India Limited. As per Regulation 247(1) of the SEBI (ICDR) Regulations, 2018 ("SEBI ICDR"), the Draft Red Herring Prospectus filed with National Stock Exchange of India Limited will be made public for comments, if any, for a period of at least twenty-one days from the date of filing the Draft Red Herring Prospectus, by hosting it on our Company's website, NSE Emerge website and Book Running Lead Manager's website.

Pursuant to Regulation 247(2) of SEBI (ICDR) Regulations 2018, our Company shall, within two working days of filing the Draft Red Herring Prospectus with NSE Emerge, make a public announcement in all editions of an English national daily newspaper, all editions of a Hindi national daily newspaper and all editions of a regional daily newspaper (Tamil being the regional language of Tamilnadu, where our Registered Office is located), disclosing the fact of filing of the Draft Red Herring Prospectus with Emerge Platform of National Stock Exchange of India Limited and inviting the public to provide their comments to the Stock Exchange, our Company or the Book Running Lead Manager in respect of the disclosures made in this Draft Red Herring Prospectus.

Pursuant to Regulation 247(3) of SEBI (ICDR) Regulations 2018, the Book Running Lead Manager shall, after expiry of the period stipulated in sub-regulation (1), file with the Emerge platform of National Stock Exchange of India Limited, details of the comments received by them or the issuer from the public, on the Draft Red Herring Prospectus, during that period and the consequential changes, if any, that are required to be made in the Draft Red Herring Prospectus.

Pursuant to Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), 2018, Draft Red Herring Prospectus shall not be submitted to SEBI, however, soft copy of Red Herring Prospectus and Prospectus shall be submitted to SEBI pursuant to SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, through SEBI Intermediary Portal at https://siportal.sebi.gov.in. SEBI will not issue any observation on the offer document in term of Regulation 246(2) of the SEBI ICDR Regulations.

A copy of the Red Herring Prospectus along with the material contracts and documents referred elsewhere in the Prospectus required to be filed under Section 26 and Section 32 of the Companies Act, 2013 will be filed to the RoC through the electronic portal at http://www.mca.gov.in., at least (3) three working days prior from the date of opening of the issue, and a copy of Prospectus to be filed under Section 26 & 32 of the companies Act, 2013 will be filed to RoC through the electronic portal at http://www.mca.gov.in.

Changes in Auditors during the last three years

There has been no change in the Auditors during last three years.

BOOK BUILDING PROCESS

Book Building, with reference to the Issue, refers to the process of collection of Bids on the basis of the Red Herring Prospectus within the Price Band. The Price Band shall be determined by our Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process and advertised in all editions of the English national newspaper and all editions of Hindi national newspaper at least two working days prior to the Bid/Issue Opening date. The Issue Price shall be determined by our Company in consultation with the Book Running Lead Manager in accordance with the Book Building Process after the Bid/ Issue Closing Date.

Principal parties involved in the Book Building Process are-

- Our Company;
- The Book Running Lead Manager, in this case being GYR Capital Advisors Private Limited;
- The Syndicate Member(s) who are intermediaries registered with SEBI / registered as brokers with National Stock Exchange of India Limited and eligible to act as Underwriters. The Syndicate Member(s) will be appointed by the Book Running Lead Manager;
- The Registrar to the Issue;
- The Escrow Collection Banks/ Bankers to the Issue and
- The Designated Intermediaries and Sponsor bank

The SEBI ICDR Regulations have permitted the Issue of securities to the public through the Book Building Process, wherein allocation to the public shall be made as per Regulation 253 of the SEBI ICDR Regulations.

The Issue is being made under Regulation 229(2) 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 Book Running Lead Manager, 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. However, with effect from December 1, 2025, pursuant to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Third Amendment) Regulations, 2025, 40% of the Anchor Investor Portion shall be reserved for, (i) 33.33% shall be available for allocation to domestic Mutual Funds and (ii) 6.67% shall be available for allocation to life insurance companies and pension funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies, and pension funds at or above the Anchor Investor Allocation Price. In the event of under-subscription under (ii) above, the allocation may be made to domestic Mutual Funds. 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 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 to Individual Investors who applies for minimum application size, in accordance with the SEBI Regulations, subject to valid Bids being received at or above the Issue Price.
In an Issue made through book building process, the allocation in the non-institutional investors' category shall be as follows:
(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 non-institutional investors shall be reserved for applicants with application size of more than ₹10 lakhs:

Provided that the unsubscribed portion in either of the sub-categories specified in clauses (a) or (b), may be allocated to applicants in the other sub-category of non-institutional investors."

All potential Bidders may participate in the issue through an ASBA process by providing details of their respective bank account which will be blocked by the SCSBs. All Bidders are mandatorily required to utilize the ASBA process to participate in the Issue Under-subscription if any, in any category, except in the QIB Category, 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.

All Bidders, other than Anchor Investors are mandatorily required to use the ASBA process by providing the details of their respective ASBA Account in which the corresponding Bid Amount will be blocked by the SCSBs or, in the case of UPI Bidders, by using the UPI Mechanism. Anchor Investors are not permitted to participate in the Issue through the ASBA process.

In accordance with the SEBI ICDR Regulations, QIB and Non-Institutional Bidders are not allowed to withdraw or lower the size of their Bids (in terms of the quantity of the Equity Shares or the Bid Amount) at any stage. Anchor Investors are not allowed to revise and withdraw their Bids after the Anchor Investor Bidding Date. Individual Investors who apply for minimum application size could revise their Bid(s) during the Bid/Issue Period and withdraw their Bid(s) until Bid/ Issue Closing Date.

Subject to valid Bids being received at or above the Issue Price, allocation to all categories in the Net Issue, shall be made on a proportionate basis, except for Individual Investors Portion where allotment to each Individual Bidders shall not be less than the minimum bid lot, subject to availability of Equity Shares in Individual Investors Portion, and the remaining available Equity Shares, if any, shall be allotted on a proportionate basis. Under – subscription, if any, in any category, 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 Book Running Lead Manager and the 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.

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, Individual Investors who applies for minimum application size applying in public Issue may use either Application Supported by Blocked Amount (ASBA) facility for making application or also can use UPI as a payment mechanism with Application Supported by Blocked Amount for making application. For details in this regards, specific attention is invited to the chapter titled "***Issue Procedure***" beginning on page 216 of the Draft Red Herring Prospectus.

The process of Book Building under the SEBI ICDR Regulations is subject to change from time to time and the investors are advised to make their own judgment about investment through this process prior to making a Bid or application in the Issue.

For further details on the method and procedure for Bidding, please see section entitled "***Issue Procedure***" on page 216 of this Draft Red Herring Prospectus.

Our Company will comply with the SEBI ICDR Regulations and any other directions issued by SEBI in relation to this Issue.
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. 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%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	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 Company 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.

Steps to be taken by the Bidders for Bidding:

- Check eligibility for making a Bid (see section titled "***Issue Procedure***" on page 216 of this Draft Red Herring Prospectus);
- Ensure that you have a demat account and the demat account details are correctly mentioned in the Bid cum Application Form;
- Ensure correctness of your PAN, DP ID and Client ID mentioned in the Bid cum Application Form. Based on these parameters, the Registrar to the Issue will obtain the Demographic Details of the Bidders from the Depositories.
- Except for Bids on behalf of the Central or State Government officials, residents of Sikkim and the officials appointed by the courts, who may be exempt from specifying their PAN for transacting in the securities market, for Bids of all values ensure that you have mentioned your PAN allotted under the Income Tax Act in the Bid cum Application Form. The exemption for Central or State Governments and officials appointed by the courts and for investors residing in Sikkim is subject to the Depositary Participant's verification of the veracity of such claims of the investors by collecting sufficient documentary evidence in support of their claims.
- Ensure that the Bid cum Application Form is duly completed as per instructions given in this Draft Red Herring Prospectus and in the Bid cum Application Form;

Bid/Issue Program:

Event	Indicative Dates
Anchor Portion Issue Opens/Closes On	[●]
Bid/Issue Opening Date[1]	[●]
Bid/Issue Closing Date[2,3]	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange (T+1)	On or before [●]
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account (T+2)	On or before [●]
Credit of Equity Shares to Demat accounts of Allottees (T+2)	On or before [●]
Commencement of trading of the Equity Shares on the Stock Exchange (T+3)	On or before [●]

1. *Our Company in consultation with the Book Running Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI (ICDR) Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date in accordance with the SEBI (ICDR) Regulations.*
2. *Our Company, in consultation with the Book Running Lead Manager, 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.*
3. *The UPI mandate end time and date shall be at 5:00 p.m. on Bid/Issue Closing Day.*

The above timetable is indicative and does not constitute any obligation on our Company or the Book Running Lead Manager. Whilst our Company shall ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on the Stock Exchange are taken within 6 Working Days of the Bid/Issue Closing Date, the timetable may change due to various factors, such as extension of the Bid/ Issue Period by our Company, revision of the Price Band or any delays 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.

Bid Cum Application Forms and any revisions to the same will be accepted only between 10.00 a.m. to 5.00 p.m. (IST) during the Issue Period (except for the Bid/Issue Closing Date). On the Bid/Issue Closing Date, the Bid Cum Application Forms will be accepted only between 10.00 a.m. to 3.00 p.m. (IST) for Individual and non-Individual Bidders. The time for applying for Individual Applicant on Bid/Issue Closing Date maybe extended in consultation with the BRLM, RTA and Emerge Platform of National Stock Exchange of India Limited taking into account the total number of applications received up to the closure of timings.

Due to the limitation of time available for uploading the Bid Cum Application Forms on the Bid/Issue Closing Date, Bidders are advised to submit their applications one (1) day prior to the Bid/Issue Closing Date and, in any case, not later than 3.00 p.m. (IST) on the Bid/Issue Closing Date. Any time mentioned in this Draft Red Herring Prospectus is IST. Bidders are cautioned that, in the event a large number of Bid Cum Application Forms are received on the Bid/Issue Closing Date, as is typically experienced in public Issue, some Bid Cum Application Forms may not get uploaded due to the lack of sufficient time. Such Bid Cum Application Forms

that cannot be uploaded will not be considered for allocation under this Issue. Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holidays). Neither our Company nor the BRLM is liable for any failure in uploading the Bid Cum Application Forms due to faults in any software/hardware system or otherwise.

In accordance with SEBI ICDR Regulations, QIBs and Non-Institutional Applicants are not allowed to withdraw or lower the size of their Application (in terms of the quantity of the Equity Shares or the Application amount) at any stage. Individual Applicants can revise or withdraw their Bid Cum Application Forms prior to the Bid/Issue Closing Date. Allocation to Individual Applicants, in this Issue will be on a proportionate basis.

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 Applicant, the details as per the file received from Stock Exchange may be taken as the final data for the purpose of Allotment. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical or electronic Bid Cum Application Form, for a particular ASBA Applicant, the Registrar to the Issue shall ask the relevant SCSBs / RTAs / DPs / stock brokers, as the case may be, for the rectified data.

WITHDRAWAL OF THE ISSUE

Our Company in consultation with the BRLM, reserve the right not to proceed with the Issue at any time before the Bid/Issue Opening Date without assigning any reason thereof.

If our Company withdraws the issue any time after the issue Opening Date but before the allotment of Equity Shares, a public notice within 2 (two) working days of the issue Closing Date, providing reasons for not proceeding with the issue shall be issued by our Company. The notice of withdrawal will be issued in the same newspapers where the pre-issue advertisements have appeared and the Stock Exchange will also be informed promptly. The BRLM, through the Registrar to the issue, will instruct the SCSBs to unblock the ASBA Accounts within 1 (one) working Day from the day of receipt of such instruction.

If our Company withdraw the issue after the Bid/Issue Closing Date and subsequently decides to proceed with an issue of the Equity Shares, our Company will have to file a fresh Red Herring Prospectus with the stock exchange where the Equity Shares may be proposed to be listed.

Notwithstanding the foregoing, the issue is subject to obtaining (i) the final listing and trading approval of the Stock Exchange with respect to the Equity Shares offered through the Prospectus, which our Company will apply for only after Allotment;

UNDERWRITING AGREEMENT

The Underwriting Agreement has not been executed as on the date of this Draft Red Herring Prospectus and will be executed 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 intends to enter into an Underwriting Agreement with the Underwriters, who shall be merchant bankers or stockbrokers registered with SEBI, for the Equity Shares. The Underwriting Agreement is dated [●]. The extent of underwriting obligations and the Bids to be underwritten by each Underwriter shall be as per the Underwriting Agreement, it is proposed that pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters will be several and will be subject to conditions specified therein.

The Underwriters have indicated their intention to underwrite such number of Equity Shares as disclosed below:

Details of the Underwriters	No. of shares underwritten*	Amount Underwritten (₹ in Lakh)	% of the total issue Size Underwritten
[●]	[●]	[●]	[●]

(This portion has been intentionally left blank and will be filled in before the Prospectus is filed with the RoC)

**Includes [●] Equity shares of ₹10.00 each for cash of ₹ [●]/- the Market Maker Reservation Portion which are to be subscribed by the Market Maker in its own account in order to claim compliance with the requirements of Regulation 261 of the SEBI (ICDR) Regulations, as amended.*

As per Regulation 260(2) of SEBI (ICDR) Regulations, 2018, the Book Running Lead Manager has agreed to underwrite to a minimum extent of 15% of the Issue out of its own account. In the opinion of the Board of Directors, the resources of the above-mentioned Underwriters are sufficient to enable them to discharge their respective underwriting obligations in full. The above-mentioned Underwriters are registered with SEBI under Section 12(1) of the SEBI Act or registered as broker with the Stock Exchange.

Allocation among the Underwriters may not necessarily be in proportion to their underwriting commitments set forth in the table above. Notwithstanding the above table, the Book Running Lead Manager shall be responsible for ensuring payment with respect to Equity Shares allocated to investors procured by them. 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 / subscribe to Equity Shares to the extent of the defaulted amount. If the Underwriter(s) fails to fulfil its underwriting obligations as set out in the Underwriting Agreement, the Book Running Lead Manager shall fulfil the underwriting obligations in accordance with the provisions of the Underwriting Agreement.

DETAILS OF THE MARKET MAKING ARRANGEMENT FOR THIS ISSUE

Our Company has entered into a Market Making Agreement dated [●] with the following Market Maker for fulfilling the Market Making obligations under this issue:

Name, address, telephone number and e-mail address of the Market Maker	Number of shares	Amount (₹ in Lakh)	% of the total Issue size
[●]	[●]	[●]	[●]

In accordance with Regulation 261 of the SEBI ICDR Regulations, our Company has entered into an agreement with the Book Running Lead Manager and the Market Maker (duly registered with National Stock Exchange of India Limited to fulfil the obligations of Market Making) dated [●] to ensure compulsory Market Making for a minimum period of three years from the date of listing of equity shares offered in this issue.

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

The Market Maker shall fulfil the applicable obligations and conditions as specified in the SEBI ICDR Regulations, as amended from time to time and the circulars issued by National Stock Exchange of India Limited and SEBI in this matter from time to time.

- In terms of regulation 261(1) of SEBI ICDR Regulations 2018, the Market Making arrangement through the Market Maker will be in place for a period of three years from the date of listing of our Equity Shares and shall be carried out in accordance with SEBI ICDR Regulations and the circulars issued by the National Stock Exchange of India Limited and SEBI regarding this matter from time to time.

- In terms of regulation 261(2) of SEBI ICDR Regulations 2018, The market maker or issuer, in consultation with the Book Running Lead Manager may enter into agreements with the nominated investors for receiving or delivering the specified securities in market making, subject to the prior approval of the National Stock Exchange of India Limited.

- In terms of regulation 261(3) of SEBI ICDR Regulations 2018, the following is a summary of the key details pertaining to the Market Making arrangement:

1. The Market Maker 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 shall inform the Stock Exchange in advance for each and every black out period when the quotes are not being offered by the Market Maker.
2. The prices quoted by Market Maker shall be in compliance with the Market Maker Spread Requirements and other particulars as specified or as per the requirements of Emerge platform of National Stock Exchange of India Limited and SEBI from time to time.
3. 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 offer their holding to the Market Maker in that scrip provided that he sells his entire holding in that scrip in one lot along with a declaration to the effect to the selling broker. Based on the IPO price of [●] the minimum lot size is [●] Equity Shares thus minimum depth of the quote shall be Rs. [●] until the same, would be revised by Emerge platform of National Stock Exchange of India Limited.
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, the concerned stock exchange may intimate the same to SEBI after due verification.
6. Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker, for the quotes given by him.
7. The Market Maker shall not sell in lots less than the minimum contract size allowed for trading on the Emerge platform of National Stock Exchange of India Limited (in this case currently the minimum trading lot size is [●] equity shares, however the same may be changed by the Emerge platform of National Stock Exchange of India Limited from time to time).
8. There would not be more than five market makers for the Company's Equity Shares at any point of time and the Market Maker may compete with other market makers for better quotes to the investors. For this issue, [●] is the sole Market Maker.
9. The Equity Shares of the Company will be traded in continuous trading session from the time and day the company gets listed on emerge platform of National Stock Exchange of India Limited and Market Maker will remain present as per the guidelines mentioned under National Stock Exchange of India Limited and SEBI circulars as amended from time to time.
10. 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 discovered price 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. The securities of the Company will be placed in special pre-open session and would remain in Trade for Trade settlement for 10 days from the date of listing of Equity Shares on the Stock Exchange.

11. The Marker Maker may also be present in the opening call auction, but there is no obligation on him to do so.

12. The Market Maker shall start providing quotes from the day of the listing / the day when designated as the Market Maker for the respective scrip and shall be subject to the guidelines laid down for market making by the National Stock Exchange of India Limited.

13. 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 Stock Exchange, while withdrawal on account of force-majeure events will be applicable for non-controllable reasons. The decision of the Stock Exchange for deciding controllable and non-controllable reasons would be final.

14. In terms of regulation 261(6) of SEBI ICDR Regulations 2018, Market Maker shall not buy the Equity 74 Shares from the Promoters or Persons belonging to promoter group of the Company or any person who has acquired shares from such promoter or person belonging to promoter group, during the compulsory market making period.

15. In terms of regulation 261(7) of SEBI ICDR Regulations 2018, The Promoters' holding of the Company shall not be eligible for offering to the Market Maker during the Compulsory Market Making Period. However, the promoters' holding of the Company which is not locked-in as per the SEBI (ICDR) Regulations, 2018 as amended, can be traded with prior permission of Emerge platform of National Stock Exchange of India Limited, in the manner specified by SEBI from time to time.

16. The Book Running Lead Manager may be represented on the Board of the Company in compliance with Regulation 261 (8) of SEBI (ICDR) Regulations.

17. The Book Running Lead Manager, if required, has a right to appoint a nominee director on the Board of the Company during the Compulsory Market Making Period provided it meets the requirements of the SEBI (ICDR) Regulations, 2018.

18. The Market Maker shall not be responsible to maintain the price of the Equity Shares of the Company at any particular level and is purely supposed to facilitate liquidity on the counter of the Issuer via its 2- way quotes. The price of the Equity Shares shall be determined and be subject to market forces.

19. The Market Maker shall have the right to terminate said arrangement by giving one month notice or on mutually acceptable terms to the Book Running Lead Manager, who shall then be responsible to appoint a replacement market maker. 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 Book Running 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 Book Running 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 or as specified by the relevant laws and regulations applicable at that particular point of time.

20. Risk containment measures and monitoring for the Market Maker: National Stock Exchange of India Limited will have all margins which are applicable on the Main Board of National Stock Exchange of India Limited, namely, Mark-to-Market, Value-At-Risk (VAR) Margin, Extreme Loss Margin, Special Margins and Base Minimum Capital etc. National Stock Exchange of India Limited can impose any other margins as deemed necessary from time-to-time.

21. Punitive Action in case of default by Market Maker: National Stock Exchange of India Limited 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 Stock 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 Stock Exchange from time to time. The Stock Exchange will impose a penalty on the Market Maker in case he is not present in the market (offering 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.

22. The Department of Surveillance and Supervision of the Stock 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.

23. Further in terms of the SEBI Circular No. CIR/MRD/DSA/31/2012 dated November 27, 2012, the following shall apply to Market Maker while managing its inventory during the process of market making:

    a) The exemption from threshold as per table below shall not be applicable for the first three months of the Compulsory Market Making Period and the Market Maker shall be required to provide two-way quotes during this period irrespective of the level of holding.

    b) Threshold for market making as per table below will be inclusive of mandatory inventory of 5% of Issue Size at the time of Allotment in the Issue.

    c) Any initial holdings over and above such 5% of the Issue size would not be counted towards the inventory levels prescribed.

    d) Apart from the above mandatory inventory, only those Equity Shares which have been acquired on the platform of the Emerge platform of National Stock Exchange of India Limited during market making process shall be counted towards the Market Maker's threshold

    e) Threshold limit will take into consideration, the inventory level across market makers

    f) The Market Maker shall give two-way quotes till it reaches the upper limit threshold, thereafter the Market Maker has the option to give only sell quotes

g) Two-way quotes shall be resumed the moment inventory reaches the prescribed re-entry threshold.

h) In view of the market making obligation, there shall be no exemption/threshold on downside. However, in the event the market maker exhausts its inventory through market making process on the platform of the NSE Emerge, the NSE Emerge may intimate the same after due verification. Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27, 2012, limits on the upper side for market makers 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)
Upto ₹20 Crore	25%	24%
₹20 Crore to ₹50 Crore	20%	19%
₹50 Crore to ₹80 Crore	15%	14%
Above ₹80 Crore	12%	11%

24. Price Band and Spreads: SEBI Circular bearing reference number CIR/MRD/DP/ 02/2012 dated January 20, 2012, has laid down that for issues with issue size up to ₹250 crores, the applicable price bands for the first day shall be:

(a) 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.

(b) 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.

25. 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 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. The following spread will be applicable on the SME platform:

S. 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

- In terms of regulation 261(4) of SEBI ICDR Regulations 2018, the Equity Shares being bought or sold in the process of market making may be transferred to or from the nominated investors with whom the Book Running Lead Manager and the Issuer have entered into an agreement for market making: Provided that the inventory of the market maker, as on the date of allotment of the Equity Shares, shall be at least five per cent. of the Equity Shares proposed to be listed on Emerge platform of National Stock Exchange of India Limited.

In terms of regulation 261(5) of SEBI ICDR Regulations 2018, The market maker shall buy the entire shareholding of a shareholder of the Issuer in one lot, where the value of such shareholding is less than the minimum contract size allowed for trading on the National Stock Exchange of India Limited: Provided that market maker shall not sell in lots less than the minimum contract size allowed for trading on the Emerge platform of National Stock Exchange of India Limited.

The market making arrangement, trading and other related aspects including all those specified above shall be subject to the applicable provisions of law and / or norms issued by SEBI / National Stock Exchange of India Limited from time.

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CAPITAL STRUCTURE

The share capital of our Company as on 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**
A	**Authorized Share Capital** 2,55,00,000 Equity Shares having Face Value of ₹ 10/- each	25,50,00,000	-
B	**Issued, Subscribed & Paid-up Share Capital prior to the Issue** 1,60,00,000 Equity Shares having Face Value of ₹10/- each	16,00,00,000	-
C	**Present Issue in terms of this Draft Red Herring Prospectus*^** Up to 61,00,000 Equity Shares having Face Value of ₹ 10/- each at a Premium of ₹ [●] per share	[●]	[●]
	Which comprises of:		
D	**Reservation for Market Maker Portion** [●] Equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share reserved as Market Maker Portion	[●]	[●]
E	**Net Issue to Public** Net Issue to Public of [●] Equity Shares of ₹10/- each at a price of ₹ [●] per Equity Share to the Public	[●]	[●]
	Of which:		
	i. **Allocation to Individual Investors** At least [●] Equity Shares of ₹10/- each aggregating up to ₹ [●] Lakhs will be available for allocation to Individual Investors	[●]	[●]
	ii. **Allocation to Non-Institutional Investors** At least [●] Equity Shares of ₹10/- each aggregating up to ₹ [●] Lakhs will be available for allocation to Non-Institutional Investors	[●]	[●]
	iii. **Allocation to Qualified Institutional Buyers** Not more than [●] Equity Shares of ₹10/- each aggregating up to ₹ [●] Lakhs will be available for allocation to Qualified Institutional Buyers	[●]	[●]
F	**Issued, Subscribed and Paid-up Equity Share Capital after the Issue**#**		
	Up to [●] Equity Shares of face value of ₹10/- each	[●]	
G	**Securities Premium Account**		
	Before the Issue (as on date of Draft Red Herring Prospectus)	Nil	
	After the Issue	[●]	

Assuming full subscription in the Issue.

***Subject to finalization of Basis of Allotment.*

** The present Issue has been authorized pursuant to a resolution of our Board dated September 21, 2026 and a special resolution of our Shareholders at an Extra-Ordinary General Meeting dated September 22, 2026 under Section 62(1)I of the Companies Act, 2013.*

^Allocation to all categories shall be made on a proportionate basis subject to valid Applications received. Under subscription, if any, in any of the categories except for the QIB portion, 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 affected in accordance with applicable laws, rules, regulations and guidelines.

Classes of Shares

Our Company has only one class of share capital i.e. Equity Shares of face value of ₹ 10/- each only. All the issued Equity Shares are fully paid-up. Our Company has no outstanding convertible instruments as on the date of this Draft Red Herring Prospectus.

Changes in the Authorised Share Capital of Our Company

For details of the changes to the authorized share capital of our Company in the past 10 years, see "***History and Certain Corporate Matters –Amendments to our Memorandum of Association***" on page 126.

NOTES TO THE CAPITAL STRUCTURE

1) **History of Paid-up Equity Share Capital our Company:**

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

Date of Allotment	No. of Equity Shares	Face value (₹)	Issue Price (₹)	Nature of consideration	Nature of Allotment	Cumulative number of Equity Shares	Cumulative paid -up Capital (₹)
On Incorporation[1]	300	10	10	Subscriber to MOA	Cash	300	3000
March 28, 2001[2]	3,73,200	10	10	Further Allotment	Cash	3,73,500	37,35,000
August 10, 2001[3]	26,500	10	10	Further Allotment	Cash	4,00,000	40,00,000
October 20, 2005[4]	5,00,000	10	10	Further Allotment	Cash	9,00,000	90,00,000
March 31, 2006[5]	7,15,000	10	10	Further Allotment	Cash	16,15,000	1,61,50,000
March 31, 2007[6]	15,00,000	10	10	Further Allotment	Cash	31,15,000	3,11,50,000
March 13, 2009[7]	3,85,000	10	10	Further Allotment	Cash	35,00,000	3,50,00,000
January 21, 2015[8]	20,00,000	10	10	Right Issue	Cash	55,00,000	5,50,00,000
February 3, 2015[9]	20,00,000	10	10	Right Issue	Cash	75,00,000	7,50,00,000
March 12, 2015[10]	20,00,000	10	10	Right Issue	Cash	95,00,000	9,50,00,000
March 30, 2015[11]	25,00,000	10	10	Right Issue	Cash	1,20,00,000	12,00,00,000
March 30, 2016[12]	40,00,000	10	Nil	Private Placement (Conversion of loan into equity)	Other than Cash	1,60,00,000	16,00,00,000

Note: The original allotment forms pertaining to allotments made on March 28, 2001, August 10, 2001 and October 20, 2005 are not traceable. Accordingly, the details of such allotments have been disclosed based on the allotment registers and other records available with the Company and the search report provided by M/s. Kokila and Associates, Company Secretaries.

(1) Subscription of to the MOA for the total of 300 Equity Shares by Vijayakannan Ramalingam (100), P Prakasam (100) and Premalatha Rangasamy Mudaliar (100).

(2) Further Allotment of 3,73,200 equity shares to following Allottees:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Premalatha Rangasamy Mudaliar	2,54,900
2.	Vijayakannan Ramalingam	1,08,400
3.	P Prakasam	9,900
Total		**3,73,200**

(3) Further Allotment of 26,500 equity shares to the following Allottees:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vijayakannan Ramalingam	26,500
Total		**26,500**

(4) Further Allotment of 5,00,000 equity shares to the following Allottees:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	K Ramalingam	5,00,000
Total		**5,00,000**

(5) Further Allotment of 7,15,000 equity shares to the following Allottees:

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Premalatha Rangasamy Mudaliar	2,60,000
2.	Vijayakannan Ramalingam	3,65,000
3.	K Ramalingam HUF	90,000
Total		**7,15,000**

(6) *Further Allotment of 15,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Premalatha Rangasamy Mudaliar	10,00,000
2.	K Ramalingam HUF	5,00,000
Total		**15,00,000**

(7) *Further Allotment of 3,85,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vijayakannan Ramalingam	1,80,000
2.	Vetrivel Ramalingam	2,05,000
Total		**3,85,000**

(8) *Further Allotment of 20,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vijayakannan Ramalingam	20,00,000
Total		**20,00,000**

(9) *Further Allotment of 20,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vijayakannan Ramalingam	20,00,000
Total		**20,00,000**

(10) *Further Allotment of 20,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vetrivel Ramalingam	15,00,000
2.	K Ramalingam	5,00,00
Total		**20,00,000**

(11) *Further Allotment of 25,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vetrivel Ramalingam	15,00,000
2.	Premalatha Rangasamy Mudaliar	10,00,000
Total		**25,00,000**

(12) *Further Allotment of 40,00,000 equity shares to the following Allottees*

Sr. No.	Name of Allottee	No. of Shares Allotted
1.	Vijayakannan Ramalingam	12,50,000
2.	Vetrivel Ramalingam	7,50,000
3.	K Ramalingam	5,00,000
4.	Premalatha Rangasamy Mudaliar	15,00,000
Total		**40,00,000**

2) **Preference Share capital history of our Company**

Our Company does not have any preference share capital as on the date of this Draft Red Herring Prospectus.

3) **Issue of equity shares for consideration other than cash or out of revaluation reserves or through Bonus Issue:**

Our Company has not issued any Equity Shares out of revaluation reserves since its incorporation. Except as disclosed below, our Company has not issued any equity shares for consideration other than cash since its incorporation:

Date of allotment	Number of Equity Shares allotted	Face value (₹)	Issue Price per equity share (₹)	Nature of allotment	Reason for allotment and Benefits accrued to our company[10]
March 30, 2016	40,00,000	10	10	Private Placement	The equity shares were allotted pursuant to conversion of outstanding loan amount into equity shares of the Company. The conversion enabled the Company to regularize its outstanding loan liability and strengthen its equity base, thereby improving its capital structure and reducing its debt obligations.

(1) *For list of allottees see note (10) of paragraph titled "History of Paid-up equity Share capital of our Company" mentioned above.*

4) **Details of Allotment made in the last two years preceding the date of Draft Red Herring Prospectus**

Our Company has not issued any Equity Shares in the last two years preceding the date of the Draft Red Herring Prospectus.

5) **Issue of Equity Shares pursuant to schemes of arrangement**

As of date of this Draft Red Herring Prospectus, our Company has not allotted Equity Shares pursuant to any scheme approved under sections 391-394 of the Companies Act, 1956 and/or sections 230-234 of the Companies Act, 2013.

6) **Issue or transfer of Equity Shares under employee stock option schemes**

Our Company has not issued any Equity Shares under any employee stock option scheme or employee stock purchase scheme.

7) **Issue of shares at a price lower than the Issue Price in the last year**

Our company has not issued any Equity Shares at a price lower than the Issue Price during a period of the one year preceding the date of this Draft Red Herring Prospectus.

8) **Compliance with the Companies Act, 1956 and Companies Act, 2013**

Our Company has made the above-mentioned issuances and allotments of Equity Shares from the date of incorporation of our Company till the date of filing of this Draft Red Herring Prospectus in compliance with the relevant provisions of the Companies Act, 1956 and Companies Act, 2013, to the extent applicable.

9) **Revaluation of assets**

The Company has revalued its land properties situated at T. Murungapatti Village, Tiruchirappalli, Anathanapatti, Yercaud and Moolanur, based on an independent valuation carried out by a Registered Valuer. The valuation has been determined using the Market Approach, considering the prevailing market prices of comparable land in the respective surrounding localities.

The land situated at T. Murungapatti Village, Tiruchirappalli is used for factory purposes, while the properties situated at Anathanapatti, Yercaud and Moolanur are other land holdings of the Company.

Pursuant to the revaluation, the carrying amount of the said land properties has increased by ₹1549.80 lakhs. The resulting increase has been recognised under "Revaluation Reserve" and disclosed under "Reserves and Surplus" in the Balance Sheet on page no.153.

10) **Sub- Division/consolidation of Equity Shares in the last one year**

Our Company has not undertaken any sub-division or consolidation of its equity shares in the one year preceding the date of this Draft Red Herring Prospectus.

11) **Shareholding Pattern of our Company**

The table below represents the shareholding pattern of our Company as on the date of this Draft Red Herring Prospectus:

Category (I)	Category of Shareholder (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 Equity Shares (calculated as per SCRR) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)			No. of Shares underlying outstanding convertible securities (including warrants)	Shareholding as a % assuming full conversion of convertible securities No. (a)	No. of locked-in Equity Shares (XII)		Number of Equity Shares pledged or otherwise encumbered (XIII)		No. of Equity Shares held in dematerialized form (XIV)
								Class (Equity)	Total	Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
(A)	Promoters and Promoter Group	7	1,60,00,000	-	-	1,60,00,000	100	1,60,00,000	1,60,00,000	100	-	-	-	-	-	-	1,60,00,000
(B)	Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
I	Non-Promoter-Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying depository receipt	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by employee trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total		**7**	**1,60,00,000**	**-**	**-**	**1,60,00,000**	**100**	**1,60,00,000**	**1,60,00,000**	**100**	**-**	**-**	**-**	**-**	**-**	**-**	**1,60,00,000**

Notes

- *As on date of this Draft Red Herring Prospectus, 1 Equity Share holds 1 vote.*
- *We have issued only one class of Equity Shares i.e., Equity Shares of face value ₹ 10.*
- *We have entered into tripartite agreement dated September 11, 2024 and September 30, 2026, with NSDL and CDSL respectively.*
- *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 NSE before commencement of trading of such Equity Shares.*

12) **Other details of shareholding of our Company:**

a) Particulars of the shareholders holding 1% or more of the paid-up share capital of our company aggregating to 100% and the number of shares held by them as on the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of the Shareholder	No. of Equity Shares	% of Shares to Pre – Issue Equity Share Capital
1.	Premalatha Rangasamy Mudaliar	62,99,800	39.37
2.	Vijayakannan Ramalingam	48,50,000	30.31
3.	Vetrivel Ramalingam	48,50,000	30.31
Total		**1,59,99,800**	**100.00**

b) Particulars of the shareholders holding 1% or more of the paid-up equity share capital of our Company and the number of shares held by them ten (10) days prior to the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of the Shareholder	No. of Equity Shares	% of Shares to Pre -Issue Equity Share Capital
1.	Premalatha Rangasamy Mudaliar	62,99,800	39.37
2.	Vijayakannan Ramalingam	48,50,000	30.31
3.	Vetrivel Ramalingam	48,50,000	30.31
Total		**1,59,99,800**	**100.00**

c) Particulars of the shareholders holding 1% or more of the paid-up equity share capital of our Company and the number of shares held by them one (01) year prior the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of the Shareholder	No. of Equity Shares	% of Shares to Pre -Issue Equity Share Capital
1.	Premalatha Rangasamy Mudaliar	63,00,000	39.37
2.	Vijayakannan Ramalingam	48,50,000	30.31
3.	Vetrivel Ramalingam	48,50,000	30.31
Total		**1,60,00,000**	**100.00**

d) Particulars of the shareholders holding 1% or more of the paid-up equity share capital of our Company and the number of shares held by them two (02) years prior to filing of this Draft Red Herring Prospectus:

Sr. No.	Name of the Shareholder	No. of Equity Shares	% of Shares to Pre -Issue Equity Share Capital
1.	Premalatha Rangasamy Mudaliar	63,00,000	39.37
2.	Vijayakannan Ramalingam	48,50,000	30.31
3.	Vetrivel Ramalingam	48,50,000	30.31
Total		**1,60,00,000**	**100.00**

e) 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.

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

13) Our Company does not have intention or proposal to alter its capital structure within a period of six (06) months from the date of opening of the Issue by way of split/consolidation of the denomination of Equity Shares or further issue of Equity Shares whether preferential or bonus, rights or further public issue basis. However, our Company may further issue Equity Shares (including issue of securities convertible into Equity Shares) whether preferential or otherwise after the date of the opening of the 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 may deem fit, if an opportunity of such nature is determined by its Board of Directors to be in the interest of our Company.

14) **Details of Shareholding of our Promoters and members of the Promoter Group in the Company**

i. **Equity Shareholding of the Promoter and Promoter Group**

As on the date of this Draft Red Herring Prospectus, our Promoters and Promoter group hold 1,60,00,000 Equity Shares, equivalent to 100% of the issued, subscribed and paid-up Equity Share capital of our Company, as set forth in the table below.

Sr. No.	Name of the Shareholder	Pre-Issue Equity Share Capital		Post- Issue Equity Share Capital*	
		No. of Equity Shares	% of total Share-holding	No. of Equity Shares	% of total Share-holding
(A) Promoters					
1.	Premalatha Rangasamy Mudaliar	62,99,800	39.37	[●]	[●]
2.	Vijayakannan Ramalingam	48,50,000	30.31	[●]	[●]
3.	Vetrivel Ramalingam	48,50,000	30.31	[●]	[●]
Total (A)		**1,59,99,800**	**100.00**		
(B) Promoter Group					
4.	Preethi Venkatesh	50	Negligible	[●]	[●]
5.	Nanda Kishore Vijayakannan	50	Negligible	[●]	[●]
6.	Raghav V	50	Negligible	[●]	[●]
7.	Chamundeeswari Vijayakannan	50	Negligible	[●]	[●]
Total (B)		**200**	**Negligible**	[●]	**[●]**
Total (A) + (B)		**1,60,00,000**	**100.00**	[●]	[●]

**Subject to finalisation of Basis of Allotment*

ii. All Equity Shares held by our Promoters are in dematerialized form as on the date of this Draft Red Herring Prospectus**.**

iii. **Capital Built Up in respect of Shareholding of our Promoters**

Set forth below are the details of the build-up of shareholding of our Promoter:

Date of Allotment and made fully paid up/Transfer	Nature of Transaction	Consideration	No. of Equity Shares	F.V (in Rs.)	Issue / Transfer Price (in Rs.)	Cumulative no. of Equity Shares	% of Pre-Issue Equity Paid Up Capital	% of Post-Issue Equity Paid Up Capital	No. of Shares Pledged	% of shares pledged
Premalatha Rangasamy Mudaliar										
On Incorporation	Subscriber to MOA	Cash	100	10	10	100	0.00%	[●]	[●]	[●]
March 28, 2001	Further Allotment	Cash	2,54,900	10	10	2,55,000	1.59%	[●]	[●]	[●]
March 31, 2006	Further Allotment	Cash	2,60,000	10	10	5,15,000	1.63%	[●]	[●]	[●]
March 31, 2007	Further Allotment	Cash	10,00,000	10	10	15,15,000	6.25%	[●]	[●]	[●]
March 30, 2015	Right Issue	Cash	10,00,000	10	10	25,15,000	6.25%	[●]	[●]	[●]
October 14, 2015	Transfer of Shares to Vetrivel Ramalingam	Cash	(1,15,000)	10	10	24,00,000	-0.72%	[●]	[●]	[●]
March 30, 2016	Private Placement	Conversion of loan into equity	15,00,000	10	Nil	39,00,000	9.38%	[●]	[●]	[●]
March 31, 2016	Transfer from K Ramalingam	Cash	23,10,000	10	10	62,10,000	14.44%	[●]	[●]	[●]
March 31, 2016	Transfer from K Ramalingam HUF	Cash	90,000	10	10	63,00,000	0.56%	[●]	[●]	[●]
September 15, 2026	Transfer of shares to	Cash	(50)	10	10	62,99,950	0.00%	[●]	[●]	[●]

	Preethi Venkatesh									
September 15, 2026	Transfer of shares to Nanda Kishore Vijayakannan	Cash	(50)	10	10	62,99,900	0.00%	[●]	[●]	[●]
September 15, 2026	Transfer of Shares to Raghav V	Cash	(50)	10	10	62,99,850	0.00%	[●]	[●]	[●]
September 15, 2026	Transfer of Shares to Chamundeeswari Vijayakannan	Cash	(50)	10	10	62,99,800	0.00%	[●]	[●]	[●]
Vijayakannan Ramalingam										
On Incorporation	Subscriber to MOA	Cash	100	10	10	100	0.00%	[●]	[●]	[●]
March 28, 2001	Further Allotment	Cash	1,08,400	10	10	1,08,500	0.68%	[●]	[●]	[●]
August 10, 2001	Further Allotment	Cash	26,500	10	10	1,35,000	0.17%	[●]	[●]	[●]
March 31, 2006	Further Allotment	Cash	3,65,000	10	10	5,00,000	2.28%	[●]	[●]	[●]
June 20, 2007	Transfer of shares to K Ramalingam	Cash	(2,85,000)	10	10	2,15,000	-1.78%	[●]	[●]	[●]
March 13, 2009	Further Allotment	Cash	1,80,000	10	10	3,95,000	1.13%	[●]	[●]	[●]
March 27, 2013	Transfer of shares from P. Prakasam	Cash	10,000	10	10	4,05,000	0.06%	[●]	[●]	[●]
January 21, 2015	Right Issue	Cash	20,00,000	10	10	24,05,000	12.50%	[●]	[●]	[●]
February 3, 2015	Right Issue	Cash	20,00,000	10	10	44,05,000	12.50%	[●]	[●]	[●]
October 14, 2015	Transfer of shares to K Ramalingam	Cash	(5,25,000)	10	10	38,80,000	-3.28%	[●]	[●]	[●]
October 14, 2015	Transfer of shares to Vetrivel Ramalingam	Cash	(2,80,000)	10	10	36,00,000	-1.75%	[●]	[●]	[●]
March 30, 2016	Private Placement (Conversion of loan into equity)	Other than cash	12,50,000	10	Nil	48,50,000	7.81%	[●]	[●]	[●]
Vetrivel Ramalingam										
March 13, 2009	Further Allotment	Cash	2,05,000	10	10	2,05,000	1.28%	[●]	[●]	[●]
March 12, 2015	Right Issue	Cash	15,00,000	10	10	17,05,000	9.38%	[●]	[●]	[●]
March 30, 2015	Right Issue	Cash	15,00,000	10	10	32,05,000	9.38%	[●]	[●]	[●]
October 14, 2015	Transfer from Vijayakannan Ramalingam	Cash	2,80,000	10	10	34,85,000	1.75%	[●]	[●]	[●]
October 14, 2015	Transfer from Premalatha Rangasamy Mudaliar	Cash	1,15,000	10	10	36,00,000	0.72%	[●]	[●]	[●]

March 30, 2016	Private Placement (Conversion of loan into equity)	Other than Cash	7,50,000	10	10	43,50,000	4.69%	[●]	[●]	[●]
March 31, 2016	Transfer from K Ramalingam HUF	Cash	5,00,000	10	10	48,50,000	3.13%	[●]	[●]	[●]

Note: Transfer forms and supporting documents for June 20,2007, March 27, 2013, October 14, 2015, March 31, 2016 is not traceable. Accordingly, the details of such transfers have been disclosed based on the share transfer registers and other records available with the Company and the search report provided by M/s. Kokila and Associates, Company Secretaries

15) No Equity Shares were acquired/ purchased/ sold by the Promoter Group, Directors and their immediate relatives within six months immediately preceding the date of filing of this Draft Red Herring Prospectus.

16) As on the date of the Draft Red Herring Prospectus, the Company has 7 (Seven) shareholders.

17) As on the date of this Draft Red Herring Prospectus, none of the Equity Shares held by our Promoters are pledged.

18) Except as disclosed below and in ***"Shareholding of our Promoters"*** on page 60, none of the members of the Promoter Group, the Promoter, the Directors of our Company, the directors of our Promoter, nor any of their respective relatives, as applicable, 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.

19) There are no financing arrangements wherein the Promoters, Promoter Group, the Directors of our Company and their relatives, have financed the purchase by any other person of securities of our Company other than in the normal course of the business of the financing entity during the period of six (06) months immediately preceding the date of filing of the Draft Red Herring Prospectus.

20) **Promoter's Contribution and other Lock-In details:**

In accordance with Regulations 236 and 238 of the SEBI (ICDR) Regulations, an aggregate of 20.00% of the post issue capital held by our Promoters shall be considered as Promoter's Contribution **("Minimum Promoters 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 applicable law and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

As on the date of this Draft Red Herring Prospectus, our Promoters collectively hold Equity Shares constituting [●] % of the Post-Issued, subscribed and paid-up Equity Share Capital of our Company, which are eligible for the Promoters' contribution.

Our Promoters have given written consent to include up to 44,20,000 Equity Shares held by them and subscribed by them as part of Promoters Contribution constituting 20 % of the post issue Equity Shares of our Company. Further, they have agreed not to sell or transfer or pledge or otherwise dispose of in any manner, the Promoters contribution, for a period of three years from the date of allotment in the Issue.

Following are the details of Minimum Promoter's Contribution:

Number of Equity Shares locked-in*(1)(2)(3)	Nature of Allotment / Transfer	Date of Allotment and Date when made fully paid-up	Face value (in ₹)	Issue / Acquisition Price per Equity Share (in ₹)	Nature of consideration (cash / other than cash)	% of fully diluted post-Issue paid-up capital	Period of lock-in
Premalatha Rangasamy Mudaliar							
10,00,000	Further Allotment	March 31, 2007	10	10	Cash	4.52	3 years
4,73,000	Right Issue	March 30, 2015	10	10	Cash	2.14	3 years
Vijayakannan Ramalingam							
14,73,500	Right Issue	February 3, 2015	10	10	Cash	6.67	3 years
Vetrivel Ramalingam							
14,73,500	Right Issue	March 30, 2015	10	10	Cash	6.67	3 years

***** *Subject to finalisation of Basis of Allotment.*

(1) For a period of three years from the date of allotment.

(2) All Equity Shares have been fully paid-up at the time of allotment.

(3) All Equity Shares held by our Promoters are in dematerialized form.

For details of the build-up of the Equity Share capital held by our Promoters, see chapter titled **"*Capital Structure – Shareholding***

***of our Promoter*"** on Page No. 60.

The minimum Promoter's contribution has been brought in to the extent of not less than the specified minimum lot and from persons defined as **"Promoter"** under the SEBI (ICDR) Regulations. All Equity Shares, which are being locked in are not ineligible for computation of Minimum Promoters Contribution as per Regulation 237 of the SEBI (ICDR) Regulations and are being locked in for 3 years as per Regulation 238(a) of the SEBI (ICDR) Regulations i.e. for a period of three years from the date of allotment of Equity Shares in this issue.

No Equity Shares proposed to be locked-in as Minimum Promoters Contribution have been issued out of revaluation reserve or for consideration other than cash.

Eligibility of Share for "Minimum Promoter Contribution in terms of clauses of Regulation 237(1) of SEBI (ICDR) Regulations, 2018

Reg. No.	Promoter' Minimum Contribution Conditions	Eligibility Status of Equity Shares forming part of Promoter's Contribution
237(1)(a)(i)	Specified securities acquired during the preceding three years, if they are acquired for consideration other than cash and revaluation of assets or capitalization of intangible assets is involved in such transaction.	The Minimum Promoter's contribution does not consist of such Equity Shares which have been acquired for consideration other than cash and revaluation of assets or capitalization of intangible assets. **Hence Eligible**
237(1)(a)(ii)	Specified securities acquired during the preceding three years, resulting from a bonus issue by utilization of revaluation reserves or unrealized profits of the issuer or from bonus issue against Equity Shares which are ineligible for minimum Promoter' contribution.	The minimum Promoter's contribution does not consist of such Equity Shares. **Hence Eligible**
237(1)(b)	Specified securities acquired by promoters during the preceding one year at a price lower than the price at which specified securities are being offered to public in the initial publicissue	The minimum Promoter's contribution does not consist of such Equity Shares. **Hence Eligible**
237(1)(c)	Specified securities allotted to promoters during the preceding one year at a price less than the Issue price, against funds brought in by them during that period, in case of an issuer formed by conversion of one or more partnership firms, where the partners of the erstwhile partnership firms are the promoters of the issuer and there is no change in the management: Provided that specified securities, allotted to promoters against capital existing in such firms for a period of more than one year on a continuous basis, shall be eligible.	The minimum Promoter's contribution does not consist of such Equity Shares. **Hence Eligible**
237(1)(d)	Specified securities pledged with any creditor.	Our Promoters have not Pledged any shares with any creditors. Accordingly, the minimum Promoter's contribution does not consist of such Equity Shares. **Hence Eligible**

In terms of undertaking executed by our Promoter, Equity Shares forming part of Promoter's Contribution subject to lock in will not be disposed/ sold/ transferred by our Promoter during the period starting from the date of filing of this Draft Red Herring Prospectus till the date of commencement of lock in period as stated in this Draft Red Herring Prospectus.

Details of Equity Shares held by Promoters in excess of minimum promoters' contribution

Lock in of Equity Shares held by Promoters in excess of minimum promoters' contribution as per Regulation 238 of the SEBI ICDR Regulations, 2018 read with SEBI (ICDR) (Amendment) Regulations, 2025. Pursuant to Regulation 238(b) of the SEBI ICDR Regulations, 2018 read with 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:

a. Fifty percent of promoters' holding in excess of minimum promoters' contribution shall be locked in for a period of two years from the date of allotment in the initial public issue i.e. pre-issue of [●] Equity Shares shall be subject to lock-in; and

b. Remaining fifty percent of promoters' holding in excess of minimum promoters' contribution shall be locked in for a period of one year from the date of allotment in the initial public offer i.e. pre- issue of [●] Equity Shares shall be subject to lock-in.

Other requirements in respect of 'lock-in'

In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by persons other than the Promoters prior to the Issue may be transferred to any other person holding the Equity Shares which are locked-in as per Regulation 239 of the SEBI (ICDR) Regulations, subject to continuation of the lock-in in the hands of the transferees for the remaining period and compliance

with the Takeover Code as applicable.

In terms of Regulation 243 of the SEBI (ICDR) Regulations, the Equity Shares held by our Promoters which are locked in as per the provisions of Regulation 238 of the SEBI (ICDR) Regulations, may be transferred to and amongst Promoters / members of the Promoter Group or to a new promoter or persons in control of our Company, subject to continuation of lock-in in the hands of transferees for the remaining period and compliance of Takeover Code, as applicable.

In terms of Regulation 242(a) of the SEBI (ICDR) Regulations, the locked-in Equity Shares held by our Promoters can be pledged only with any scheduled commercial banks or public financial institutions or a systemically important non-banking finance company or a housing finance company as collateral security for loans granted by such banks or financial institutions, provided that such loans have been granted for the purpose of financing one or more of the objects of the Issue and pledge of the Equity Shares is a term of sanction of such loans.

In terms of Regulation 242(b) of the SEBI ICDR Regulations, the Equity Shares held by the Promoters which are locked-in for a period of one year from the date of allotment may be pledged only with scheduled commercial banks, public financial institutions, systemically important non-banking finance companies or housing finance companies as collateral security for loans granted by such entities, provided that such pledge of the Equity Shares is one of the terms of the sanction of such loans.

Transferability of Locked in Equity Shares:

In terms of Regulation 241 of the SEBI (ICDR) Regulations, 2018, the Equity Shares which are subject to lock-in shall carry inscription 'non-transferable' along with the Ratio of specified non-transferable period mentioned in the face of the security certificate. The shares which are in dematerialized form, if any, shall be locked-in by the respective depositories. The details of lock-in of the Equity Shares shall also be provided to the Designated Stock Exchange before the listing of the Equity Shares.

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

22) The post-Issue paid up Equity Share Capital of our Company shall not exceed the authorised Equity Share Capital of our Company.

23) There have been no financing arrangements whereby our directors or any of their relatives have financed the purchase by any other person of securities of our Company during the six months immediately preceding the date of filing of this Draft Red Herring Prospectus.

24) No person connected with the Issue, including, but not limited to, our Company, the members of the Syndicate, or our Directors, shall offer any incentive, whether direct or indirect, in any manner, whether in cash or kind or services or otherwise to any Bidder for making a Bid, except for fees or commission for services rendered in relation to the Issue.

25) There neither have been and there will be no further issue of Equity Shares 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 filing of the Draft Red Herring Prospectus until the Equity Shares have been listed on the Stock Exchange or all application monies have been refunded, as the case may be.

26) Our Company has no outstanding warrants, options to be issued or rights to convert debentures, loans or other convertible instruments into Equity Shares as on the date of this Draft Red Herring Prospectus.

27) There shall be only one denomination of the Equity Shares, unless otherwise permitted by law. Our Company will comply with such disclosure and accounting norms as may be specified by SEBI from time to time.

28) Our Company shall ensure that any transactions in Equity Shares by our Promoters and the Promoter Group during the period between the date of filing the Draft Red Herring Prospectus and the date of closure of the Issue, shall be reported to the Stock Exchanges within 24 hours of the transaction.

29) All Equity Shares issued pursuant to the 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.

30) As on the date of this Draft Red Herring Prospectus, the Book Running Lead Manager and their respective associates (as defined under the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992) do not hold any Equity Shares of our Company. The BRLM and their 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.

31) Our Promoters and the members of our Promoter Group will not participate in the Issue.

32) Following are the details of Equity Shares of our company held by our Directors, Key Management Personnel:

Sr. No.	Name	Designation	Number of Equity Shares	% of the pre-Issue Equity Share Capital
1.	Vijayakannan Ramalingam	Chairman & Managing Director	48,50,000	30.31
2.	Vetrivel Ramalingam	Non-Executive Director	48,50,000	30.31
3.	Chamundeeswari Vijayakannan	Chief Financial Officer	50	Negligible

33) Our Company has not raised any bridge loans which are proposed to be repaid from the proceeds of the Issue.

34) Investors may note that in case of over-subscription, allotment will be on proportionate basis as detailed under "*Basis of Allotment*" in the chapter titled "***Issue Procedure***" beginning on Page 216 of this Draft Red Herring Prospectus. In case of over-subscription in all categories the allocation in the Issue shall be as per the requirements of Regulation 253 (1) of SEBI (ICDR) Regulations, as amended from time to time.

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

36) An over-subscription to the extent of 10% of the 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 10% of the 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 20% of the post Issue paid-up capital is locked in.

37) 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 BRLM and Designated Stock Exchange. Such inter-se spill over, if any, would be affected in accordance with applicable laws, rules, regulations and guidelines.

38) Our Company is in compliance with the Companies Act, 2013 with respect to issuance of securities since inception till the date of filing of Draft Red Herring Prospectus.

39) None of the Equity Shares held by our Promoter/ Promoter Group are pledged or otherwise encumbered.

40) As per RBI regulations, OCBs are not allowed to participate in this Issue.

41) All Equity Shares held by our Promoters and Promoter Group are in Dematerialised Form. Hence Pre-Issue paid up capital of our Company is 100% Dematerialised.

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

43) 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.

44) 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.

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OBJECTS OF THE ISSUE

The Issue includes a fresh Issue of up to 61,00,000 Equity Shares having face value of ₹ 10 each of our Company at an Issue Price of ₹ [●] per Equity Share.

Our Company intends to utilize the Net Proceeds from the Issue towards funding of the following objects:

1. Pre-payment or Repayment of all or a portion of certain outstanding borrowings availed by our Company and;
2. To meet General corporate purposes

(hereinafter collectively referred to as "***Objects***")

We intend to utilize the gross proceeds raised through the Issue (the ***"Issue Proceeds"***) after deducting the Issue related expenses (***"Net Proceeds"***) for the above-mentioned Objects.

We believe that listing will enhance our corporate image and visibility of brand name of our Company. We also believe that our Company will receive the benefits from listing of Equity Shares on the NSE Emerge ("NSE"). It will also provide liquidity to the existing shareholders and will also create a public trading market for the Equity Shares of our Company. The deployment of funds and the intended use of the Net Proceeds as described herein have not been appraised by any bank or financial institution.

The main objects and objects incidental and ancillary to the main objects, as set out in our Memorandum of Association, enable our company to undertake our existing business activities and the activities for which funds are being raised by us through the Fresh Issue. We confirm that the activities which we have been carrying out till date are in accordance with the object clause of our Memorandum of Association.

NET ISSUE PROCEEDS

The proceeds of the Issue, after deducting Issue related expenses, are estimated to be ₹ [●] Lakhs (the "Net Issue Proceeds").

The details of the proceeds of the Issue are set forth in the table below:

(₹ in lakhs)

Sr. No.	Particulars	Estimated Amount
1.	Gross Proceeds of the Issue*	[●]
2.	Less: Issue related expenses[#]	[●]
Net Proceeds from the Issue**		[●]

** To be finalized on determination of the Issue Price and updated in the Prospectus prior to filing with the ROC.*

*[#] For details, see "**Objects of the Issue - Issue expenses**" on page 72.*

REQUIREMENTS OF FUNDS AND UTILIZATION OF NET ISSUE PROCEEDS

We intent to utilize the Net Proceeds are set forth in the following table:

(₹ in lakhs)

Sr. No.	Particulars	Amount to be funded from IPO Proceeds
1.	Pre-payment or Repayment of all or a portion of certain outstanding borrowings availed by our Company	4374.37
2.	General Corporate Purposes^	[●]
Net proceeds from the Issue		[●]

^To be finalized on determination of the 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 amount raised by our Company or ₹ 1,000 lakhs, whichever is less through this Issue.

Means of Finance

The fund requirements set out for the aforesaid Objects are proposed to be met from the Net Proceeds of the Issue, internal accruals and from borrowings. Accordingly, we confirm that there is no requirement for us to make firm arrangements of finance under Regulation 230(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Net Proceeds and existing identifiable internal accruals.

The fund requirement and deployment are based on internal management estimates and have not been appraised by any bank or financial institution. These are based on current conditions and are subject to change in the light of changes in Internal / external

circumstances or costs or other financial conditions and other factors. In case of any increase in the actual utilization of funds earmarked for the Objects, such additional funds for a particular activity will be met by way of means available to our Company, including from internal accruals. If the actual utilization towards any of the Objects is lower than the proposed deployment such balance will be used for future growth opportunities including funding existing objects, if required subject to applicable Rules and Regulations.

Our Company may have to revise its business plan from time to time and consequently our fund requirements may also change. Our Company's historical expenditure may not be reflective of our future expenditure plans. Our Company may have to revise its estimated costs, fund allocation and fund requirements owing to various factors such as economic and business conditions, increased competition and other external factors which may not be within the control of our management.

For further details on the risks involved in our business plans and executing our business strategies, refer the Section titled ***"Risk Factors"*** beginning on page 22 of this Draft Red Herring Prospectus.

PROPOSED SCHEDULE OF IMPLEMENTATION AND DEPLOYMENT OF FUNDS

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

(₹ in lakhs)

Sr. No.	Particulars	Amount to be deployed from Net Proceeds	Estimated deployment of Net Proceeds for the FY 2027-2028
1.	Pre-payment or Repayment of all or a portion of certain outstanding borrowings availed by our Company	4374.37	4374.37
2.	General Corporate Purposes^	[●]	[●]
Total Net proceeds from the Issue		[●]	[●]

^To be finalized on determination of the 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 amount raised by our Company or ₹ 1,000 lakhs, whichever is less through this Issue.

In the event the Net Issue Proceeds are not completely utilised for the Objects during the respective periods mentioned in "Schedule of implementation" above, due to factors such as

(i) economic and business conditions;
(ii) timely completion of the Issue;
(iii) market conditions outside the control of our Company; and
(iv) any other commercial considerations,

The remaining Net Issue Proceeds shall be utilized (in part or full) in subsequent periods as may be determined by our Company, in accordance with applicable laws.

The deployment of funds indicated above is based on management estimates, current circumstances of our business, other commercial and technical factors, prevailing market conditions, which are subject to change. We may have to revise our funding requirements and deployment of the Net Issue Proceeds from time to time on account of various factors, such as financial and market conditions, business and strategy and other external factors, which may not be within the control of our management, subject to compliance with applicable law. See **"*Risk Factors*"** beginning on page 22 of this Draft Red Herring Prospectus.

Subject to applicable laws, in the event of any increase in the actual requirement of funds earmarked for the purposes set forth below, such additional fund requirement will be met by way of any means available to us, including from internal accruals and seeking additional debt from existing and/or future lenders. However, the use of issue proceeds for General Corporate Purposes shall not exceed 15% of the issue size or 10 crore whichever is less at any point of time.

DETAILS OF THE OBJECTS OF THE ISSUE

1. Pre-payment or Repayment of all or a portion of certain Outstanding Borrowings availed by our Company

Our Board in its meeting dated September 28, 2026 took note that an amount of **₹4373.37 Lakhs**# is proposed to be utilised for repayment/ prepayment of certain borrowings availed by our Company from the Net Proceeds. Our Company has entered into financial arrangements from time to time with various banks and financial institutions. The outstanding loan facilities availed by our Company comprise of secured and unsecured borrowings including term loans and working capital facilities. For further details, please refer "***Financial Indebtedness***" on page 156 of this Draft Red Herring Prospectus.

#The above amount is exclusive of any foreclosure/ prepayment charges that the Company will have to pay and the same will be funded from Company's internal funds or from General Corporate Purpose.

Given the nature of these borrowings and the terms of repayment or prepayment, the aggregate outstanding amounts under these borrowings may vary after payment of due instalments. In light of the above, at the time of filing the Red Herring Prospectus, the table below shall be suitably updated to reflect the revised amounts or loan as the case may be which have been availed by us. If at the time of filing of Red Herring Prospectus, any of the below mentioned loans are repaid or refinanced or if any additional credit facilities are availed or drawn down or further disbursements under the existing facilities are availed by our Company, then our Company may utilize the Net Proceeds for prepayment and/or repayment of any such refinanced facilities or additional facilities / disbursements obtained by our Company.

In the event our Board deems appropriate, the amount allocated for estimated schedule of deployment of Net Proceeds in a particular fiscal may be repaid/ pre-paid by our Company in the subsequent Fiscal.

For the purposes of the Issue, our Company has obtained necessary consent from its lenders, where applicable, as is respectively required under the relevant facility documentation for undertaking activities in relation to this Issue.

We may choose to repay or prepay certain borrowings availed by us, other than those identified in the table below, which may include additional borrowings we may avail after the filing of this Draft Red Herring Prospectus. The selection of borrowings proposed to be prepaid or repaid amongst our borrowing arrangements availed is and will be based on various factors, including (i) cost of the borrowing, including applicable interest rates, (ii) any conditions attached to the borrowings restricting our ability to prepay/ repay the borrowings and time taken to fulfil, or obtain waivers for fulfilment of such conditions, (iii) receipt of consents for prepayment from the respective lenders, (iv) terms and conditions of such consents and waivers, (v) levy of any prepayment penalties and the quantum thereof, (vi) provisions of any laws, rules and regulations governing such borrowings, and (vii) other commercial considerations including, among others, the amount of the loan outstanding and the remaining tenor of the loan. The amounts proposed to be prepaid and/or repaid against each borrowing facility below is indicative and our Company may utilize the Net Proceeds to prepay and/or repay the facilities disclosed below in accordance with commercial considerations, including amounts outstanding at the time of prepayment and/or repayment. For details of our indebtedness, see "***Financial Indebtedness***" on page 156.

The repayment and/or pre-payment will help reduce our outstanding indebtedness, debt servicing costs and assist us in maintaining a favorable debt-to-equity ratio and enable utilization of some additional amount from our internal accruals for further investment in our business growth and expansion. Additionally, our debt-equity ratio will improve significantly. It will enable us to raise at competitive rates in the future to fund potential business development opportunities and plans to grow and expand our business in the future. The following table provides the details of outstanding borrowings availed of by our Company which are proposed to be repaid or prepaid, in full or in part, from the Net Proceeds:

The details of the outstanding loans of our Company, as on September 20, 2026 which are proposed for repayment or prepayment, in full or in part from the Net Proceeds are set forth below.

(₹ in Lakhs)

Sr. No.	Name of the lender*(1)	Name of the borrower(1)	Nature of borrowing*(1)	Date of latest Sanction letter	Sanctioned amount*(1)	Outstanding amount as on September 20, 2026(1)	Interest rate@(1)	Repayment schedule*(1)	Purpose for which disbursed loan amount was sanctioned and utilized#(1)
1.	HDFC Bank Limited	Vetrivel Explosives Limited	WCDL	June 27, 2026	5000.00	5000.00	9.40	Repayable on demand	Working Capital
Total						**5000.00**			

** As certified by Chartered Accountant by way of their certificate dated September 30, 2026.*

In accordance with Clause 9(A)(2)(b) of Part A of Schedule VI of the SEBI ICDR Regulations, which requires a certificate from the chartered accountant certifying the utilization of loan for the purpose availed. Our Chartered Accountant have confirmed that the loans have been utilised for the purpose for which it was availed pursuant to their certificate dated September 30, 2026.

Except as disclosed above, our Promoters, Directors and Key Managerial Personnel do not have any interest in the above-mentioned repayment/pre-payment of loan

GENERAL CORPORATE PURPOSES

Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purposes. We intend to deploy ₹ [●] Lakhs towards the general corporate purposes to drive our business growth. Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purpose subject to above mentioned limit, as may be approved by our management, including but not restricted to, the following:

- funding growth opportunities;
- brand building and strengthening of promotional & marketing activities; and
- strategic initiatives, partnerships, joint ventures and acquisitions;
- On-going general corporate exigencies or any other purposes as approved by the Board subject to compliance with the necessary regulatory provisions.
- meeting operating expenses, repayment of the borrowings, strengthening of our business development and marketing capabilities, meeting exigencies which the Company in the ordinary course of business may not foresee or any other purpose as approved by our board of directors, subject to compliance with the necessary provisions of the Companies Act.

The quantum of utilization of funds towards each of the above purposes will be determined by our Board of Directors based on the permissible amount actually available under the head "General Corporate Purposes" and the business requirements of our Company, from time to time. We, in accordance with the policies of our Board, will have flexibility in utilizing the Net Issue Proceeds for general corporate purposes, as mentioned above in any permissible manner. Further, we confirm that the amount for general corporate purposes shall not exceed 15% of the amount raised through this Issue by our Company or 10 crores, whichever is less.

ISSUE RELATED EXPENSES

The total estimated Issue Expenses are ₹ [●] Lakhs, which is [●] % of the total Issue Size. The details of the Issue Expenses are tabulated below:

(₹ in Lakhs)

Expenses	Estimated expenses (in ₹ Lakhs)	As a % of the total estimated expenses	As a % of the total Gross Issue Proceeds
Book Running Lead Manager Fees.	[●]	[●]	[●]
Underwriting Fees	[●]	[●]	[●]
Fees payable to the Market maker to the Issue	[●]	[●]	[●]
Fees payable to the Registrar to the Issue	[●]	[●]	[●]
Fees payable for Advertising and Publishing Expense	[●]	[●]	[●]
Fees payable to Regulators including Stock Exchange & Depositories	[●]	[●]	[●]
Payment for Printing & Stationary, Postage	[●]	[●]	[●]
Fees payable to statutory auditors, Legal Advisors & other Professionals	[●]	[●]	[●]
Other Expense*	[●]	[●]	[●]
Total Estimated Issue Expense	**[●]**	**[●]**	**[●]**

**Please note that Other Expenses shall constitute processing fees of the banker to the issue, commission and brokerage payable to the SCSBs Syndicate, CDPs and SCSBs etc.*

The amount deployed so far toward issue expenses shall be recouped out of the issue proceeds.

(1) ASBA applications procured directly from the applicant and Bided (excluding applications made using the UPI Mechanism, and in case the Issue is made as per Phase I of UPI Circular) - Rs [●] *per application on wherein shares are allotted.*

(2) Syndicate ASBA application procured directly and bided by the Syndicate members (for the forms directly procured by them) – ₹ [●] *per application on wherein shares are allotted.*

(3) *Processing fees / uploading fees on Syndicate ASBA application for SCSBs Bank - ₹ [●] per application on wherein shares are allotted.*
(4) *Sponsor Bank shall be payable processing fees on UPI application processed by them - ₹ [●] per application on wherein shares are allotted.*
(5) *No additional uploading/processing charges shall be payable to the SCSBs on the applications directly procured by them.*
(6) *The commissions and processing fees shall be payable within 30 Working days post the date of receipt of final invoices of the respective intermediaries.*
(7) *Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price.*

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 on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/570 dated June 02, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and such payment of processing fees to the SCSBs shall be made in compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022.

The Issue expenses shall be payable in accordance with the arrangements or agreements entered into by our Company with the respective Designated Intermediary.

Interim Use of Funds

Our Company, in accordance with the policies established by our Board from time to time, will have the flexibility to deploy the Net Proceeds, however, utilization of Net Proceeds will be in accordance with applicable laws. Pending utilization for the purposes described above, our Company intends to temporarily deposit the funds in the scheduled commercial banks included in the second schedule of Reserve Bank of India Act, 1934 as may be approved by our Board of Directors.

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 Issue Proceeds for any investment in equity and/ or real estate products and/ or equity linked and/ or real estate linked products.

Shortfall of Funds

Any shortfall in meeting the fund requirements will be met by way of internal accruals.

Appraisal by Appraising Agency

None of the objects have been appraised by any bank or financial institution or any other independent third-party organizations.

Bridge Financing Facilities

As on the date of this Draft Red Herring Prospectus, we have not entered into any bridge financing arrangements which is subject to being repaid from the Issue Proceeds.

Strategic or Financial Partners

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

Monitoring of Utilization of Funds

Our Company will appoint a monitoring agency in relation to the issue before filing of Red Herring Prospectus as per Regulation 262(1) of the SEBI (ICDR) Regulations, 2018,

Our Audit committee and Monitoring Agency shall monitor the utilization of the net proceeds of the Issue. Our Company will disclose the utilization of the Net Issue Proceeds under a separate head in our balance sheet along with the relevant details, for all such amounts that have not been utilized. Our Company will indicate investments, if any, of unutilized Net Issue Proceeds in the balance sheet of our Company for the relevant financial years subsequent to the completion of the Issue.

Pursuant to SEBI LODR Regulations, our Company shall disclose to the Audit Committee of the Board of Directors the uses and applications of the Net Issue Proceeds. Our Company shall prepare a statement of funds utilized for purposes other than those stated in this Draft Red Herring Prospectus and place it before the Audit Committee of the Board of Directors, as required under applicable law. Such disclosure shall be made only until such time that all the Net Issue Proceeds have been utilized in full. The statement shall be certified by the statutory auditor of our Company. Furthermore, in accordance with the Regulation 32 of the SEBI LODR Regulations, our Company shall furnish to the Stock Exchange on a half yearly basis, a statement indicating (i) deviations, if any, in the utilization of the proceeds of the Issue from the Objects; and (ii) details of category wise variations in the utilization of the proceeds from the Issue from the Objects. This information will also be published in newspapers simultaneously with the interim or annual financial results, after placing the same before the Audit Committee of the Board of Directors.

Variation in Objects

In accordance with Sections 13(8) and 27 of the Companies Act and applicable rules, our Company shall not vary the Objects without our Company being authorized to do so by the Shareholders by way of a special resolution through a 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 our Registered Office is situated. Our Promoters or controlling Shareholders will be required to provide an exit opportunity to such shareholder who do not agree to the above stated proposal, at a price as may be prescribed by SEBI, in this regard.

Pursuant to Regulation 281A of SEBI ICDR Regulations (as amended), the Promoters or shareholders in control shall provide an exit offer to dissenting shareholders as provided in Companies Act, 2013, in case of change in objects or variation in the terms of contract related to objects referred in this Draft Red Herring Prospectus as per the conditions and in manner provided in Schedule XX of SEBI ICDR Regulations, 2018.

Key Industrial Regulations for the Objects of the Issue

No additional provisions of any acts, rules and other laws are or will be applicable to the Company for the proposed Objects of the Issue.

Strategic or Financial Partners

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

Other Confirmations

No part of the Net Proceeds will be paid by our Company as consideration to our Promoter, Promoter group, directors, associates or key management personnel or group companies, except as stated above and in the normal course of business and in compliance with applicable laws. Our Company has not entered into or is not planning to enter into any arrangement / agreements with our Directors, our Promoters, the members of our Promoter Group, the Key Managerial Personnel in relation to the utilization of the Net Proceeds of the Issue.

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BASIS FOR ISSUE PRICE

*Investors should read the following summary with the section titled **"Risk Factors",** the details about our Company under the section titled **"Our Business"** and its financial statements under the section titled **"Financial Information of the Company"** beginning on page 22, 102 and 153* respectively *of the Draft Red Herring Prospectus. The trading price of the Equity Shares of Our Company could decline due to these risks and the investor may lose all or part of his investment.*

Price Band/Issue Price shall be 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 through the Book Building Process and on the basis of the qualitative and quantitative factors as described in this section. The face value of the Equity Shares is Rs. 10/- each and the Issue Price is [●] times of the face value at the lower end of the Price Band and [●] times of the face value at the upper end of the Price Band.

For the purpose of making an informed investment decision, the investors should also refer **"*Risk Factors*", "*Our Business*"** and **"*Restated Financial Information*** *as*" beginning on Page no. 22, 102 and 153 respectively of this Draft Red Herring Prospectus.

Qualitative Factors

Some of the qualitative factors which form the basis for computing the Issue Price are:

- In house manufacturing capabilities
- Management team with an established track record
- Established track record of successfully completed orders
- Efficient operational team

For further details, please refer chapters titled ***"Risk Factors"*** and ***"Our Business"*** beginning on Page Nos. 22 and 102, respectively.

Quantitative Factors

The information presented in this section for the restated audited financial statements of the Company for the financial year ended March 31, 2026, 2025 and 2024 derived from our Restated Financial Statements. For more details on financial information, investors please refer the chapter titled ***"Restated Financial Information"*** beginning on Page No. 153 of this Draft Red Herring Prospectus.

Investors should evaluate our Company by 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), (Face Value of ₹ 10/- each)

(in ₹)

Year ended	Basic and Diluted EPS (in ₹)	Weights
March 31, 2026	9.14	3
March 31, 2025	6.23	2
March 31, 2024	6.59	1
Weighted Average (of the above three financial years)	**7.75**	

Note:

i. Basic EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the year.
ii. Diluted EPS: Net Profit after tax as restated divided by weighted average number of Equity Shares outstanding at the end of the year for diluted EPS.
iii. Weighted average number of Equity Shares is the number of Equity Shares outstanding at the beginning of the year adjusted by the number of Equity Shares issued during the year 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 the total number of days during the year.
iv. The above statement should be read with significant accounting policies and notes on Restated Financial Statements as appearing in the Financial Statements.
v. The EPS has been calculated in accordance with AS 20 Earnings Per Share {EPS) issued by Institute of Chartered Accountants of India.

2. Price Earning (P/E) Ratio in relation to the Price Band of ₹ [●] to ₹ [●] per Equity Share of Face Value of ₹ 10/- each

fully paid up

Particulars	(P/E) Ratio at the Floor Price (number of times)	(P/E) Ratio at the Cap Price (number of times)
a) Based on basic EPS for the financial year ended March 31, 2026	[●]*	[●]*
b) Based on diluted EPS for the financial year ended March 31, 2026	[●]*	[●]*

**To be computed after finalisation of the Price Band.*

3. Industry Peer Group P/E ratio

Particulars	Industry P/E
Highest	79.47
Lowest	43.86
Average	63.59

Notes:

a) The industry high and low has been considered from the industry peers set out in Part 6 of this chapter. The industry composite has been calculated as the arithmetic average P/E of the industry peer set disclosed.

b) P/E Ratio has been computed based on the closing market price of equity shares on BSE/NSE on 28th September, 2026 divided by the diluted earnings per share for the financial year ended March 31, 2026.

c) All the financial information for listed industry peers mentioned above is on a consolidated basis for Beezaasan Explotech Limited and Premier Explosives Limited and on a standalone basis for Keltech Energies Limited, and is sourced from the audited financial statements of the relevant companies for Fiscal 2026, as available on the websites of the stock exchanges.

4. Return on Net Worth (RoNW):

Year ended	RoNW (%)	Weight
Financial Year ended on March 31, 2026	21.19%	3
Financial Year ended on March 31, 2025	18.32%	2
Financial Year ended on March 31, 2024	23.71%	1
Weighted Average (of the above three financial years)	**20.65%**	

Note:

a) RoNW is calculated as net profit after taxation divided by networth for that year.

b) Networth is computed as the sum of the aggregate of paid up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account. It may be noted that capital reserve and revaluation reserve are excluded while calculating Networth of the Company.

c) *Weighted average=Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e (RoNW x Weight) for each* year/Total of weights.

5. Net Asset Value (NAV) per Equity Share

Particulars	NAV per Share (₹)
As on March 31, 2026	68.81
As on March 31, 2025	49.98
As on March 31, 2024	29.70
Net Asset Value per Equity Share after the Issue	[●]
Issue price per equity shares	[●]

Note:

a) NAV (book value per share) = net asset value divided by number of shares outstanding at the end of the year.

b) The figures disclosed above are based on the Restated Financial Statements of the company.

c) Net asset value is computed as the total of all the assets as reduced by the total of all the liabilities of the Company, i.e., paid up equity share capital plus reserves & surplus (including capital reserve and revaluation reserve), as per the Restated Financial Statements.

d) Issue Price per Equity Share will be determined by our company in consultation with the BRLM.

6. Comparison of Accounting Ratios with Industry Peers

The following peer group has been determined on the basis of companies listed on Indian stock exchanges, whose business profile is comparable to our businesses:

Name of the Company	CMP*	Basic EPS (₹)	Diluted EPS (₹)	Face Value (₹)	P/E Ratio*	RoNW (%)	NAV Per Share (₹)	Total Income (₹ in Lakhs)
Peer Group								
Beezaasan Explotech Limited	683.3	10.13	10.13	10	67.45	8.54%	102.59	21,323.53
Keltech Energies Limited	12,571.65	286.65	286.65	10	43.86	18.74%	1,529.62	53,866.20
Premier Explosives Limited	677.05	8.52	8.52	2	79.47	15.85%	53.77	43,048.38
Our Company**	[●]	9.14	9.14	10	[●]	21.19%	68.81	23,236.47

**Source: All the financial information for listed industry peers mentioned above is sourced from the Annual Reports of the aforesaid companies for the year ended March 31, 2026 and stock exchange data dated 28th September, 2026 to compute the corresponding financial ratios for the financial year ended* March 31, *2026. The current market price and related figures are as on 28th September, 2026.*

1. P/E figures for the peers are based on closing market prices of equity shares on BSE/NSE on *28th September, 2026* divided by the Diluted EPS for the financial year ended March 31, 2026.
2. Basic and Diluted EPS refers to the Basic and Diluted EPS sourced from the Annual Reports for FY 25-26 of the listed peer companies.
3. Return on Net Worth (%) for listed industry peers has been computed based on the Net Profit After Tax for the year ended March 31, 2026 divided by Net Worth as on March 31, 2026.
4. NAV per share for listed peers is computed as the Net Worth as on March 31, 2026 divided by the outstanding number of equity shares as on March 31, 2026. s.

**The details shall be provided post the fixing of the price band by our Company at the stage of the red herring prospectus or the filing of the price band advertisement.

Key Performance Indicators

Our company considers that KPIs included herein below have a bearing for arriving at the basis for Issue price. The KPIs disclosed below have been used historically by our Company to understand and analyze the business performance, which in result, help us in analysing the growth of our company.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated September 28, 2026 and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the KPIs herein have been certified by Chartered Accountants, by their certificate dated September 30, 2026. 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 this Draft Red Herring Prospectus.

For the details of our key performance indicators, see sections titled *"**Our Business**"* and *"**Management's Discussion and Analysis of Financial Condition and Results of Operations – Key Performance Indicators**"* on pages 102 and 162 respectively of this DRHP. We have described and defined them, where applicable, in *"**Definitions and Abbreviations**"* section on page 6 of this Draft Red herring Prospectus. Our Company confirms that it shall continue to disclose all the KPIs included in this section 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 till the complete utilisation of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue, whichever is later 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.

Set forth below are KPIs which have been used historically by our Company to understand and analyse the business performance, which in result, help us in analysing the growth of various verticals of the Company that have a bearing for arriving at the Basis for the Issue Price.

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [(1)]	23,209.77	29,015.68	25,082.11
Growth in Revenue from Operations (%) [(2)]	(20.01)%	15.68%	N/A
Total Income (₹ in Lakhs) [(3)]	23,236.47	29,215.64	25,215.78
EBITDA (₹ in Lakhs) [(4)]	3,943.17	3,090.55	2,649.82
EBITDA Margin (%) [(5)]	16.97%	10.58%	10.51%
Profit After Tax (₹ in Lakhs) [(6)]	1,463.17	996.84	1,053.63
PAT Margin (%) [(7)]	6.30%	3.44%	4.20%
Net Worth (₹ in Lakhs) [(8)]	11,009.68	7,996.71	4,752.57
Return on Equity ("RoE") (%) [(9)]	15.40%	15.64%	24.93%
Return on Capital Employed ("RoCE") (%) [(10)]	14.58%	13.34%	18.25%
Net Asset Value per Equity Share (₹) [(11)]	68.81	49.98	29.70
Debt-Equity Ratio (in times) [(12)]	0.97	1.31	1.49

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the restated profit after tax for the year and adding back total tax expense, finance costs, depreciation and amortization expense.

(5) EBITDA margin is calculated as EBITDA as a percentage of total income.

(6) Profit after tax represents the restated profit for the year.

(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.

(8) Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018).

(9) Return on Equity is calculated as Profit after tax, as restated, for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.

(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year. Capital employed is calculated as the aggregate value of tangible net worth (net worth less intangible assets), total debt (borrowings and lease liabilities) and deferred tax liabilities (net).

(11) Net asset value per share is calculated as net assets divided by the total number of equity shares outstanding at the end of the year.

(12) Debt-equity ratio is calculated by dividing total debt by total equity.

KPI	Explanation
Revenue from Operations	Revenue from operations represents the total turnover of the business as well as provides information regarding the year over year growth of our Company.
Growth in Revenue from Operations (%)	Growth in revenue from operations provides information regarding the growth of the business of our Company for the respective period.
Total Income	Total Income is used by our management to obtain a comprehensive view of all income including revenue from operations and other income.
EBITDA	EBITDA is calculated as Restated profit / loss for the period plus tax expense plus depreciation and amortization plus finance costs. EBITDA provides information regarding the operational efficiency of the business of our Company.
EBITDA Margin (%)	EBITDA Margin is the percentage of EBITDA divided by total income and is an indicator of the operational profitability of our business before interest, depreciation, amortisation, and taxes.

KPI	Explanation
Profit After Tax	Restated profit for the period / year represents the profit / loss that our Company makes for the financial year or during a given period. It provides information regarding the profitability of the business of our Company.
PAT Margin (%)	Restated profit for the period / year Margin is the ratio of Restated profit for the period / year to the revenue from operations of the Company. It provides information regarding the profitability of the business of our Company as well as to compare against the historical performance of our business.
Net Worth	Net worth is used by our management to ascertain the total value created by our Company and provides a snapshot of the current financial position of our Company.
Return on Equity ("RoE") (%)	RoE refers to Restated profit for the period / year divided by Average Net Worth for the period. Average Net Worth is calculated as average of the net worth at the beginning and ending of the period. RoE is an indicator of our Company's efficiency as it measures our Company's profitability. RoE is indicative of the profit generation by our Company against the equity contribution.
Return on Capital Employed ("RoCE") (%)	RoCE is calculated as Earnings before interest and taxes (EBIT) divided by Capital Employed by the Company for the period. RoCE is an indicator of our Company's efficiency as it measures our Company's profitability. RoCE is indicative of the profit generation by our Company against the capital employed.
Net Asset Value per Equity Share (₹)	Net asset value per equity share represents the net worth attributable to each equity share and is an indicator of the book value of each equity share of our Company.
Debt-Equity Ratio (in times)	Debt- equity ratio is a gearing ratio which compares shareholder's equity to company debt to assess our company's amount of leverage and financial stability.

Set forth the description of historic use of the KPIs by our Company to analyse, track or monitor the operational and/or financial performance of our Company.

For evaluation our business, we consider that the KPIs, as presented above, as additional measures to review and assess our financial and operating performance. These KPIs have limitations as analytical tools and presentation of these KPIs should not be considered in isolation or as a substitute for the Restated Financial Information.

Further, these KPIs may differ from the similar information used by other companies, including peer companies, and hence their comparability may be limited. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, it provides an additional tool for investors to use our operating results and trends and in comparing our financial results with other companies in our industry as it provides consistency and comparability with past financial performance.

Our Company considers Beezaasan Explotech Limited, Keltech Energies Limited and Premier Explosives Limited as its listed peers ('Peer Group'). The data required for computing the KPIs of the Peer Group has been sourced from the audited financial statements of Beezaasan Explotech Limited, Keltech Energies Limited and Premier Explosives Limited, whereas our Company's data has been taken from its restated financial statements. The ratios of Beezaasan Explotech Limited and Premier Explosives Limited have been computed on a consolidated basis and those of Keltech Energies Limited on a standalone basis. The KPIs of our Company and the Peer Group should be read in the context of the definitions and explanations provided in this section. The manner of computation for some ratios presented herein may differ from those in the Peer Group's annual reports, financial results, or corporate presentations, to ensure a comparable analysis.

Comparison of our key performance indicators with listed industry peers for the Financial Years included in the Restated Financial Information:

For Vetrivel Explosives Limited

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [(1)]	23,209.77	29,015.68	25,082.11
Growth in Revenue from Operations (%) [(2)]	(20.01)%	15.68%	N/A
Total Income (₹ in Lakhs) [(3)]	23,236.47	29,215.64	25,215.78
EBITDA (₹ in Lakhs) [(4)]	3,943.17	3,090.55	2,649.82
EBITDA Margin (%) [(5)]	16.97%	10.58%	10.51%
Profit After Tax (₹ in Lakhs) [(6)]	1,463.17	996.84	1,053.63
PAT Margin (%) [(7)]	6.30%	3.44%	4.20%
Net Worth (₹ in Lakhs) [(8)]	11,009.68	7,996.71	4,752.57
Return on Equity ("RoE") (%) [(9)]	15.40%	15.64%	24.93%
Return on Capital Employed ("RoCE") (%) [(10)]	14.58%	13.34%	18.25%
Net Asset Value per Equity Share (₹) [(11)]	68.81	49.98	29.70
Debt-Equity Ratio (in times) [(12)]	0.97	1.31	1.49

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the restated profit after tax for the year and adding back total tax expense, finance costs, depreciation and amortization expense.

(5) EBITDA margin is calculated as EBITDA as a percentage of total income.

(6) Profit after tax represents the restated profit for the year.

(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.

(8) Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018).

(9) Return on Equity is calculated as Profit after tax, as restated, for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.

(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year. Capital employed is calculated as the aggregate value of tangible net worth (net worth less intangible assets), total debt (borrowings and lease liabilities) and deferred tax liabilities (net).

(11) Net asset value per share is calculated as net assets divided by the total number of equity shares outstanding at the end of the year.

(12) Debt-equity ratio is calculated by dividing total debt by total equity.

For Beezaasan Explotech Limited (Consolidated)

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [1]	21,158.12	21,499.51	18,785.00
Growth in Revenue from Operations (%) [2]	-1.59%	14.45%	NA
Total Income (₹ in Lakhs) [3]	21,323.53	21,639.30	18,789.64
EBITDA (₹ in Lakhs) [4]	2,216.53	2,389.69	1,227.06
EBITDA Margin (%) [5]	10.39%	11.04%	6.53%
Profit After Tax attributable to the owners of the company (₹ in Lakhs) [6]	1,327.46	1,312.29	511.36
PAT Margin (%) [7]	6.27%	6.10%	2.72%
Net Worth (₹ in Lakhs) [8]	15,543.45	9,683.60	2,382.57
Return on Equity ("RoE") (%) [9]	10.52%	21.75%	26.55%
Return on Capital Employed ("RoCE") (%) [10]	9.81%	17.26%	16.27%
Net Asset Value per Equity Share (₹) [11]	102.59	74.94	25.09
Debt-Equity Ratio (in times) [12]	0.24	0.25	1.56

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of the company as recognized in its Annual Reports.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit after tax for the year as per the Annual Reports and adding back total tax expense, finance costs, depreciation and amortization expense.

(5) EBITDA margin is calculated as EBITDA as a percentage of total income.

(6) Profit after tax represents the profit for the year as per the Annual Reports.

(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.

(8) Net worth of the company is calculated as share capital plus other equity as per the Annual Reports.

(9) Return on Equity is calculated as Profit after tax for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.

(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year.

(11) Net asset value per share is calculated as net worth divided by the total number of equity shares outstanding at the end of the year.

(12) Debt-equity ratio is calculated by dividing total debt by total equity.

For Keltech Energies Limited (Standalone)

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [1]	53,206.01	48,778.75	44,934.36
Growth in Revenue from Operations (%) [2]	9.08%	8.56%	NA
Total Income (₹ in Lakhs) [3]	53,866.20	49,572.05	45,428.04
EBITDA (₹ in Lakhs) [4]	5,065.90	4,427.72	3,729.52
EBITDA Margin (%) [5]	9.40%	8.93%	8.21%
Profit After Tax (₹ in Lakhs) [6]	2,866.48	2,494.11	1,941.28
PAT Margin (%) [7]	5.39%	5.11%	4.32%
Net Worth (₹ in Lakhs) [8]	15,294.66	12,460.97	9,956.29
Return on Equity ("RoE") (%) [9]	20.66%	22.25%	21.48%
Return on Capital Employed ("RoCE") (%) [10]	18.82%	22.43%	24.13%
Net Asset Value per Equity Share (₹) [11]	1,529.62	1,246.22	995.73
Debt-Equity Ratio (in times) [12]	0.48	0.31	0.25

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of the company as recognized in its Annual Reports.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit after tax for the year as per the Annual Reports and adding back total tax expense, finance costs, depreciation and amortization expense.
(5) EBITDA margin is calculated as EBITDA as a percentage of total income.
(6) Profit after tax represents the profit for the year as per the Annual Reports.
(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.
(8) Net worth of the company is calculated as share capital plus other equity as per the Annual Reports.
(9) Return on Equity is calculated as Profit after tax for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.
(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year.
(11) Net asset value per share is calculated as net worth divided by the total number of equity shares outstanding at the end of the year.
(12) Debt-equity ratio is calculated by dividing total debt by total equity.

For Premier Explosives Limited (Consolidated)

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [1]	38,834.14	41,745.23	27,171.67
Growth in Revenue from Operations (%) [2]	-6.97%	53.64%	NA
Total Income (₹ in Lakhs) [3]	43,048.38	41,956.55	27,586.53
EBITDA (₹ in Lakhs) [4]	7,555.97	6,005.11	6,257.72
EBITDA Margin (%) [5]	17.55%	14.31%	22.68%
Profit After Tax attributable to the owners of the company (₹ in Lakhs) [6]	4,581.34	2,869.53	2,835.66
PAT Margin (%) [7]	11.80%	6.87%	10.44%
Net Worth (₹ in Lakhs) [8]	28,907.26	24,580.37	22,017.28
Return on Equity ("RoE") (%) [9]	17.13%	12.32%	13.67%
Return on Capital Employed ("RoCE") (%) [10]	19.44%	16.52%	17.69%
Net Asset Value per Equity Share (₹) [11]	53.77	45.72	40.95
Debt-Equity Ratio (in times) [12]	0.11	0.17	0.28

Notes:
(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of the company as recognized in its Annual Reports.
(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.
(3) Total income includes revenue from operations and other income.
(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the profit after tax for the year as per the Annual Reports and adding back total tax expense, finance costs, depreciation and amortization expense.
(5) EBITDA margin is calculated as EBITDA as a percentage of total income.
(6) Profit after tax represents the profit for the year as per the Annual Reports.
(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.
(8) Net worth of the company is calculated as share capital plus other equity as per the Annual Reports.
(9) Return on Equity is calculated as Profit after tax for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.
(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year.
(11) Net asset value per share is calculated as net worth divided by the total number of equity shares outstanding at the end of the year.
(12) Debt-equity ratio is calculated by dividing total debt by total equity.

7. Weighted Average Cost of Acquisition (WACA), Floor Price and Cap Price

a) The price per share of our company based on a) The primary/new issue of shares (equity/convertible securities) There has been no issuance of Equity Shares or convertible securities, excluding the 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), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

b) The Price per share of our company based on the secondary sale/acquisition of shares (equity/convertible securities) There have been no secondary sale/ acquisitions of Equity Shares or any convertible securities, where Our Promoters or the members

of our Promoter Group or shareholder(s) selling shares through offer for sale or shareholder(s) having the right to nominate director(s) in the Board of the Company are a party to a 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 our 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 rolling 30 days.

c) Price per share based on the last five primary or secondary transaction Since there are no such transactions to report to under (a) and (b), therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/Promoter Group entities or Shareholder(s) having the right to nominate director(s) on the Board of our Company, are a party to the transaction), not older than three years prior to the date of this Draft Red Herring Prospectus irrespective of the size of transactions, are as below:

Date of Allotment/Transfer	No. of Equity Shares	Face value (₹)	Transfer Price (₹)	Nature of consideration	Transfer details
15/09/2026	50	10	10	Cash	Transfer of shares to Preethi Venkatesh from Premalatha Rangasamy Mudaliar
15/09/2026	50	10	10	Cash	Transfer of shares to Nanda Kishore Vijayakannan from Premalatha Rangasamy Mudaliar
15/09/2026	50	10	10	Cash	Transfer of Shares to Raghav V from Premalatha Rangasamy Mudaliar
15/09/2026	50	10	10	Cash	Transfer of Shares to Chamundeeswari Vijayakannan from Premalatha Rangasamy Mudaliar

d) Weighted average cost of acquisition, floor price and cap price.

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price	Cap Price
The price per share of our company based on the primary/new issue of shares (equity/convertible securities) There has been no issuance of Equity Shares or convertible securities, excluding the 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), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	N.A.	**[●]**	**[●]**

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor Price	Cap Price
The Price per share of our company based on the secondary sale/acquisition of shares (equity/convertible securities) There have been no secondary sale/ acquisitions of Equity Shares or any convertible securities, where Our Promoters or the members of our Promoter Group or shareholder(s) selling shares through offer for sale or shareholder(s) having the right to nominate director(s) in the Board of the Company are a party to a 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 our 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 rolling 30 days.	**N.A.**	**[●]**	**[●]**
Price per share based on the last five primary or secondary transaction Since there are no such transactions to report to under (a) and (b), therefore, information based on last 5 primary or secondary transactions (secondary transactions where Promoter/Promoter Group entities or Shareholder(s) having the right to nominate director(s) on the Board of our Company, are a party to the transaction), not older than three years prior to the date of this Draft Red Herring Prospectus irrespective of the size of transactions, are as below.	**10**	**[●]**	**[●]**

8. Justification for Basis of Issue Price

Explanations for Issue Price being [●] times of weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares (set out at above) along with our Company's key performance indicators and financial ratios for Financial Years 2026, 2025 and 2024 and in view of the external factors which may have influenced the pricing of the Issue, are provided below:

[●]

The Issue Price of ₹ [●] has been determined by our Company, in consultation with the BRLM, on the basis of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above stated qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "***Risk Factors***", "***Our Business***", "***Financial Information***" and "***Management's Discussion and Analysis of Financial Conditions and Results of Operations***" on pages 22, 102, 153 and 162 respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "***Risk Factors***" on page 22 and you may lose all or part of your investments.

STATEMENT OF POSSIBLE TAX BENEFIT

To,
The Board of Directors
VETRIVEL EXPLOSIVES LIMITED,
(Formerly known as "VETRIVEL EXPLOSIVES PRIVATE LIMITED")
Balaji Towers, 1st Floor,
83/2 RAMAKRISHNA ROAD,
Hasthampatti, Salem,
Salem, Tamil Nadu, India, 636007

Dear Sir(s),

Sub: Proposed initial public offering of equity shares of ₹ 10 each (the "Equity Shares") of VETRIVEL EXPLOSIVES LIMITED (the "Company" and such offering, the "Issue")

We refer to the proposed initial public offering of equity shares (the "Offer") of the Company. We enclose herewith the annexure showing the current position of special tax benefits available to the Company and to its shareholders as per the provisions of the direct and indirect tax laws, including the Income-tax Act, 2025, the Income-Tax Rules, 2026, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the Union Territory Goods and Services Tax Act, 2017, respective State Goods and Services Tax Act, 2017 (collectively the "GST Act"), Foreign Trade Policy 2015-2020, Foreign Trade Policy 2023 read with Procedures, Public/ Trade Notices, and Notifications prescribed thereunder (**"FTP"**), the Customs Act, 1962 and the Customs Tariff Act, 1975, (collectively the "Taxation Laws") including the rules, regulations, circulars and notifications issued in connection with the Taxation Laws, as presently in force and applicable to the assessment year 2027-28 relevant to the financial year 2026-27 for inclusion in the Draft Red-herring Prospectus/Red-herring Prospectus/ Prospectus ("Offer Document") for the proposed 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 statute. Hence, the ability of the Company or its shareholders to derive the stated special tax benefits is dependent upon their fulfilling such conditions, which based on business imperatives the Company faces in the future, the Company may or may not choose to fulfil.

The benefits discussed in the enclosed annexure are not exhaustive. This statement is only intended to provide general information to the investors and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and 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. Neither are we suggesting nor advising the investor to invest money based on this statement.

We do not express any opinion or provide any assurance as to whether:

i) the Company or its shareholders will continue to obtain these benefits in future; or

ii) the conditions prescribed for availing the benefits have been/would be met with.

iii) the revenue authorities/courts will concur with the views expressed herein.

The contents of the enclosed statement are based on 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 provisions of tax laws.

The benefits discussed in the enclosed statement are not exhaustive nor are they conclusive. The contents stated in the annexure are based on the information, explanations and representations obtained from the Company.

We hereby give consent to include this statement of tax benefits in the Draft Red-herring Prospectus and the Red Herring Prospectus and the Prospectus and submission of this certificate as may be necessary, to Emerge Platform of National Stock Exchange Limited where the Equity Shares are proposed to be listed ("Stock Exchange") and the Registrar of Companies, Coimbatore ("RoC"), SEBI or any regulatory authority and/or for the records to be maintained by the Book Running Lead Manager in connection with the Issue and in accordance with applicable law.

Terms capitalized and not defined herein shall have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

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 is 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.

This statement has been prepared solely in connection with the offering of Equity shares by the Company under the Securities and Exchange Board of India ("SEBI") (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the Issue).

For, Shubham D Jain & Co.
Chartered Accountants
ICAI Firm Registration No.: 034807C

S/d
CA. Shubham Jain
Proprietor
ICAI Membership No. 441604
UDIN – 26441604YOVPZC3560

Place: Salem
Date: 28/09/2026

ANNEXURE TO THE STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO THE COMPANY AND ITS SHAREHOLDERS

The information provided below sets out the possible special tax benefits available to the Company, the Shareholders under the Taxation Laws presently in force 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.

Direct Taxation

Outlined below are the special tax benefits available to the Company and its shareholders under the Income-tax Act, 2025 ('the Act') read with rules, circulars, and notification thereunder, as amended by Finance Act, 2026 i.e., applicable for Financial Year 2026-27 relevant to the Assessment Year 2027-28, presently in force in India

A. SPECIAL TAX BENEFITS TO THE COMPANY

Section 200 of the Income-tax Act, 2025 (corresponding to Section 115BAA of the Income-tax Act, 1961, as inserted by the Taxation Laws (Amendment) Act, 2019) provides that a domestic company may opt to be taxed at a concessional rate of 22% (plus applicable surcharge and cess) from the specified financial year onwards, subject to the condition that its total income is computed without claiming certain specified exemptions, incentives, deductions, or set-off of losses and depreciation, and by claiming depreciation in the prescribed manner. Further, where such option is exercised, the provisions relating to Minimum Alternate Tax (MAT) shall not apply, and any brought forward MAT credit shall not be available for set-off. The option is required to be exercised on or before the due date of filing the return of income and, once exercised, shall be irrevocable for the same and subsequent tax years

B. SPECIAL TAX BENEFITS TO THE SHAREHOLDERS

The Shareholders of the Company are not entitled to any special tax benefits under the Act.

Indirect Taxation

Outlined below are the special tax benefits available to the Company and its shareholders under the Central Goods and Services Tax Act, 2017/ Integrated Goods and Services Tax Act, 2017 read with Rules, Circulars, and Notifications ("GST law"), the Customs Act, 1962, Customs Tariff Act, 1975 ("Customs law") and Foreign Trade Policy 2015-2020 Foreign Trade Policy 2023("FTP") (collectively referred as "Indirect Tax").

A. SPECIAL TAX BENEFITS TO THE COMPANY

There are no special tax benefits available to the Company under GST law.

B. SPECIAL TAX BENEFITS TO THE SHAREHOLDERS

The Shareholders of the Company are not entitled to any special tax benefits under the Indirect Tax.

Note:

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 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 THE COMPANY

INDUSTRY OVERVIEW

The information in this section has been extracted from various websites and publicly available documents from various industry sources. The data may have been re-classified by us for the purpose of presentation. None of the Company and any other person connected with the Issue have independently verified this information. Industry sources and publications generally state that the information contained therein has been obtained from believed to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. Industry sources and publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry sources and publications may also base their information on estimates, projection forecasts and assumptions that may prove to be incorrect. Accordingly, investors should not place undue reliance on information.

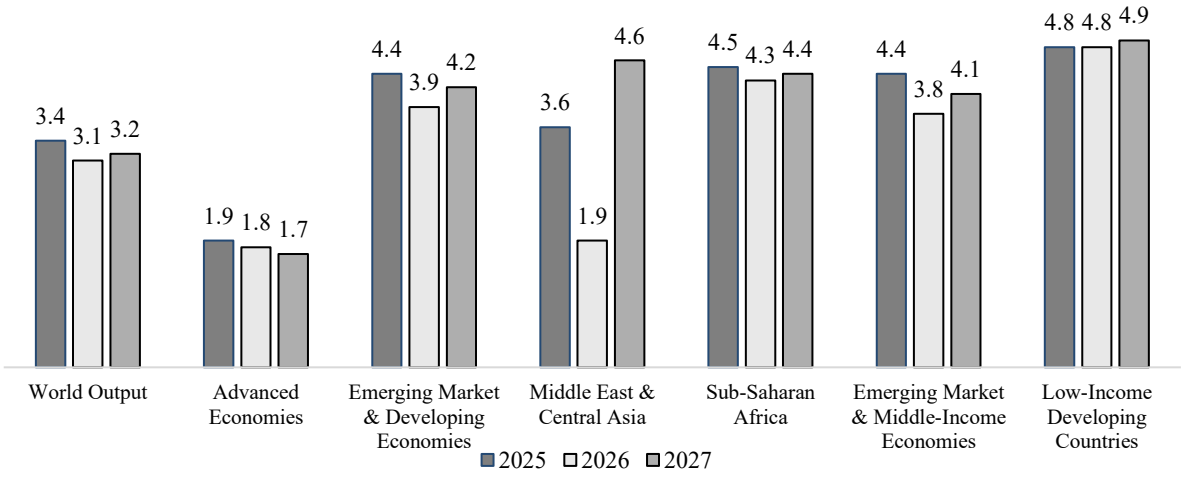
GLOBAL ECONOMY

Macroeconomic Environment

Global growth would have been 3.1 percent in 2026 and 3.2 percent in 2027, an upward revision of 0.1 percentage point for 2026 and unchanged for 2027 compared with the forecast in the January 2026 WEO Update. Under the assumption in the reference forecast that the war turns out to be relatively short-lived, global growth is expected to slow down modestly. At 3.1 percent for 2026 and 3.2 percent for 2027, the forecasts mark a deceleration from the estimated 3.4 percent achieved in 2025. At market exchange rates, world output is projected to grow by 2.6 percent in both 2026 and 2027.

The relatively modest downward revision to global growth in the reference forecast relative to the January 2026 WEO Update owes to continued tailwinds partially offsetting the negative shocks from the conflict, including lower tariffs, preexisting policy support, and carryover from stronger-than- expected outturns at the end of 2025 and the first quarter of 2026 in some cases. Compared with the pre-conflict WEO forecasts, growth in the near term is revised downward by 0.2 percentage point. This masks significant variation across countries, with lower- income commodity-importing economies being hit particularly hard through higher energy and food prices as well as foreign exchange depreciation. Cumulative growth over 2026–27 is revised downward by 0.5 percentage point for low-income net energy-importing economies relative to the January 2026 WEO Update, compared with a downward revision of 0.2 percentage point in energy-importing advanced economies and positive or neutral revisions for net energy- exporting economies.

Growth Projections
(Real GDP Growth, % Change)



Under the reference forecast, growth in advanced economies is projected to be 1.8 percent in 2026 and 1.7 percent in 2027. The overall effect on growth in advanced economies of the conflict in the Middle East is modest, lowering growth by 0.2 percentage point in 2026 relative to the pre-conflict forecast, thanks to positive terms-of-trade effects in the United States and stronger growth momentum and offsetting government measures in Japan, with a large negative effect expected only in some net energy-importing economies, such as the euro area and the United Kingdom.

In emerging market and developing economies, growth is expected to fall to 3.9 percent in 2026 and recover to 4.2 percent in 2027. The conflict in the Middle East has a varied impact on growth given differential exposure—through geographic proximity, financial

flows, remittances, and energy dependencies. Over all, it has a larger net impact on growth in emerging market and developing economies compared with advanced economies, lowering growth in 2026 for the former group by 0.3 percentage point relative to the pre-conflict forecast.

In the Middle East and Central Asia, growth is projected to decline from 3.6 percent in 2025 to 1.9 percent in 2026 and recover to 4.6 percent in 2027 as the region experiences the most direct impact of the conflict and the expected subsequent rebound. For commodity exporters directly affected by the conflict, diminished production and exports imply a severe downward revision of GDP growth projections for 2026, depending on the degree of damage suffered in energy and transportation infrastructure as well as the dependence on the Strait of Hormuz and availability of alternative export routes. The contraction of GDP growth for 2026 is therefore more pronounced for Bahrain, Iran, Iraq, Kuwait, and Qatar and less significant for Oman, Saudi Arabia, and the United Arab Emirates.

For all these economies, growth in 2027 is expected to rebound, based on the assumption that energy production and transportation are normalized over the next few months—an assumption that may need to be revised if the duration of the conflict extends and the degree of damage suffered gets reassessed. Growth in Iran in 2026 is revised downward by 7.2 percentage points, relative to January, to –6.1 percent, while that for 2027 is revised upward by 1.6 percentage points to 3.2 percent. In Saudi Arabia, the growth forecast for 2026 is revised downward by 1.4 percentage point relative to January, to 3.1 percent, and that for 2027 is revised upward by 0.9 percentage point, to 4.5 percent.

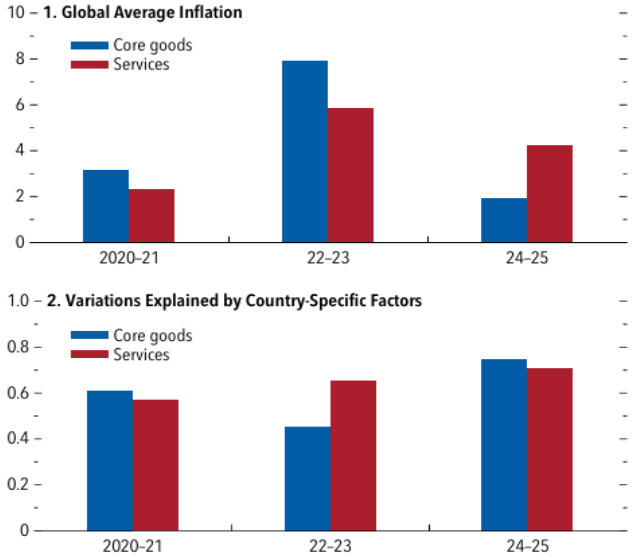
For commodity importers in the Middle East and North Africa, the terms-of-trade shock from higher commodity prices contributes to a somewhat modest downward revision of growth projections in 2026 and 2027, with some differentiation as a result of varying exposures to imports of energy, energy derivatives, and food items, as well as different economic trajectories before the conflict erupted. Egypt, growth is projected to slow to 4.2 percent in 2026 and recover to 4.8 percent in 2027, a cumulative downward revision of 1.1 percentage points. For Caucasus and Central Asia countries, the growth momentum experienced over the past few years is expected to continue, with aggregate GDP growth for the group revised upward in 2026 and 2027, by a cumulative 0.3 percentage point.

Growth in sub-Saharan Africa is expected to be relatively stable at 4.3 percent in 2026 and 4.4 percent in 2027. This masks variation across countries, with some in the region—particularly oil-importing non-resource-intensive countries—adversely affected by the Middle East conflict. Key economies continue to benefit from past macroeconomic stabilization and reform efforts. In Nigeria, growth momentum is sustained at 4.1 percent in 2026, supported by improved macroeconomic stability and positive terms-of-trade effects, while higher goods and transport costs are headwinds.

Growth is expected to strengthen in 2027 to 4.3 percent as these headwinds ease. In South Africa, the disruptions from the Middle East conflict are projected to slow growth slightly to 1.0 percent in 2026. The economy is expected to bounce back in 2027, growing at 1.3 percent, supported by a gradual resumption of structural-reform-driven private investment as disruptions from the conflict subside. Growth in other countries in the region as a whole is expected to decline from 5.6 percent in 2025 to 5.2 percent in both 2026 and 2027, revised downward relative to January by a cumulative 0.6 percentage point.

Inflation Forecast

Global inflation is projected to pause its decline, with headline inflation increasing from 4.1 percent in 2025 to 4.4 percent in 2026 before falling back to 3.7 percent in 2027. This is a 0.7 percentage point upward revision for 2026 from the figure in the October 2025 WEO, reflecting expected higher energy and food prices. There is divergence across countries, shaped by the stubborn dynamics in services inflation—which tends to have a larger domestic component—and the increasing share of inflation explained by country-specific factors. Gradual pass-through from higher tariffs and limited pass-through of higher energy prices along with gradually moderating services inflation amid a broadly balanced labour market mean that US core inflation is projected to return to the country's 2 percent target during 2027.



Sources: Haver Analytics; and IMF staff calculations.

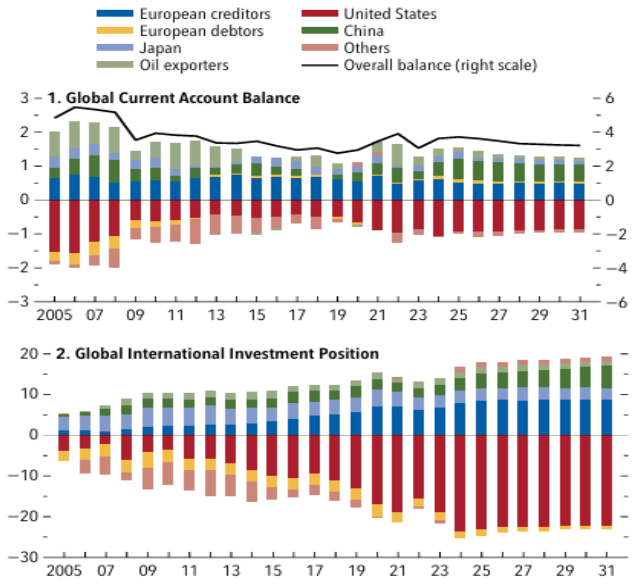
Note: Panel 1 shows the average inflation across 27 countries for which data are available. All numbers are simple averages. Panel 2 shows the share of country-level inflation variation not explained by global inflation, proxied by the first principal component of inflation across 27 countries, computed in a rolling two-year window.

Sustained strong productivity growth slowly converging back to historical norms will provide support for supply-driven disinflation. In the United Kingdom, inflation, which in 2025 increased partly because of one-off changes in regulated prices, is expected to pick up again temporarily toward 4 percent before returning to target by the end of 2027 as the effects of higher energy prices fade and a weakening labour market continues to exert downward pressure on wage growth. In Japan, inflation is expected to moderate in 2026, relative to the outturn in 2025, and converge toward the country's target by the end of 2027 as food and commodity prices ease. In the euro area, headline inflation is projected to increase temporarily to above 2 percent in 2026 and remain above target in 2027. Core inflation is expected to increase more modestly but stay above 2 percent until 2028. Inflation in China is projected to start rising from low levels, whereas inflation in India is expected to return to near target levels after subdued food prices drove a marked decline in 2025.

World Trade Outlook and Global Imbalances

World trade volume growth is expected to decline from 5.1 percent in 2025 to 2.8 percent in 2026 and increase to 3.8 percent in 2027. These dynamics reflect front-loading early on and the impact of tariffs mitigated by adjustments in trade linkages and production chains as time goes by. Exports of both goods and ser vices are projected to decline in percent of world GDP over the forecast horizon, with the decline in services trade being much less pronounced. This reflects the stronger underlying trend growth and greater resilience to rising risks in services trade compared with that in goods trade. Over the medium term, global imbalances are expected to decline only modestly. Expansionary fiscal packages in some economies with current account sur pluses are expected to contribute to this cyclical decline. Countering this is a technology-driven business investment surge, which is expected to continue to attract capital flows to the United States even as investment in technology moderates. Stronger productivity growth in the United States could enhance US competitiveness in technology-related services and improve the country's trade balance. But positive wealth effects that boost domestic demand, together with sustained capital inflows driven by higher returns, would dominate and keep the US current account deficit wider than that observed during the decade preceding the COVID-19 pandemic. Sustained large fiscal deficits in the United States and China's continued reliance on export-led growth and limited rebalancing to domestic consumption contribute to external imbalances in these two countries.

Current Account and International Investment Positions



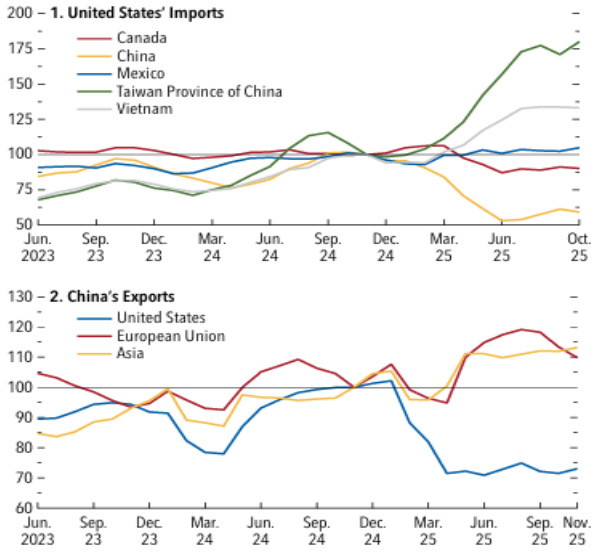
Source: IMF staff calculations.

Note: "European creditors" are Austria, Belgium, Denmark, Finland, Germany, Italy, Luxembourg, The Netherlands, Norway, Slovenia, Sweden, and Switzerland. "European debtors" are Cyprus, Greece, Ireland, Portugal, and Spain. "Oil exporters" are Algeria, Azerbaijan, Iran, Kazakhstan, Kuwait, Nigeria, Oman, Qatar, Russia, Saudi Arabia, United Arab Emirates, and Venezuela.

Trade Reallocation in Response to Tariffs: Will This Time Be Different?

Global inflation has been largely steady. This stability masks some divergence, however. In the United States, above-target inflation persists, with core inflation for personal consumption expenditure maintaining a high year-over-year rate of 3.1 percent in January 2026. To date, evidence indicates that the direct incidence of tariffs has largely fallen on US importers and consumers (Amiti and others 2026; Gimbel 2026; Gopinath and Neiman 2026). In contrast, inflation fell sharply in Japan in January 2026 to below the 2 percent target for the first time since the second quarter of 2022, with the decline largely reflecting the provisional gasoline tax abolition.

Reorientation of Global Trade



Sources: Antràs and Presbitero 2026; Trade Data Monitor; and IMF staff calculations.

Note: Three-month moving average of non-seasonally adjusted US dollar values, based on cross-border shipments data sourced from Trade Data Monitor. These data can differ from balance of payments data.

Risk-off sentiment following the outbreak of the Middle East conflict has led to a moderate tightening of global financial conditions, but they remain accommodative from a historical point of view. Concerns about a resurgence of inflation have raised bond yields and driven equity prices down. Emerging markets— especially commodity importers and those with pre-existing vulnerabilities—have been affected the most. The US dollar has strengthened somewhat, reaffirming its safe haven status. Even so, market volatility has been relatively subdued. At the same time, geopolitical tensions and other factors have contributed to sharp swings in the gold price. Fiscal policy remains too loose in many of the largest advanced economies and emerging markets. The Middle East conflict is putting additional pressure on public finances, both via the direct effects of the conflict and as governments seek ways to protect the most vulnerable from the fallout in commodity markets and may be tempted to offer broad-based fiscal packages, while higher financing costs and weaker activity weigh on revenues. Countries with preexisting fuel subsidies face different fiscal dynamics than those with liberalized energy pricing, while those with links to the Middle East region through remittances confront additional pressure on household incomes and external balances. Monetary policy was becoming more divergent as common global drivers of inflation became less prominent, until the conflict delivered a global negative supply shock.

(Source: https://www.imf.org/en/publications/weo/issues/2026/04/14/world-economic-outlook-april-2026)

INDIA MACROECONOMIC

OVERVIEW

India's economic momentum remains strong, underpinned by resilient domestic demand and sustained macroeconomic stability. In FY2025–26, Real GDP (GDP at Constant Prices) is estimated to reach Rs. 3,23,12,034 crore (US$ 3.66 trillion), rising from Rs. 2,99,88,619 crore (US$ 3.55 trillion) in FY2024–25, reflecting a robust growth of 7.7%. At current prices, Nominal GDP is estimated to reach Rs. 3,46,35,638 crore (US$ 3.92 trillion) in FY2025–26, from Rs. 3,18,07,309 crore (US$ 3.76 trillion) in the previous year, registering a growth of 8.9%.

On the production side, Real Gross Value Added (GVA) is estimated at Rs. 2,94,91,088 crore (US$ 3.34 trillion), up from Rs. 2,73,36,495 crore (US$ 3.23 trillion) in FY 2024–25, indicating a growth of 7.9%, while Nominal GVA is estimated to expand to Rs. 3,14,86,840 crore (US$ 3.56 trillion) from Rs. 2,88,54,467 crore (US$ 3.41 trillion), marking a growth of 9.1%. In Q3 FY26, Real GDP was estimated at Rs. 84,64,935 crore (US$ 957.84 billion) against Rs. 78,40,573 crore (US$ 927.22 billion) in Q3 FY25. In Q4 FY26, Real GDP increased to Rs. 87,77,104 crore (US$ 993.16 billion) from Rs. 81,39,598 crore (US$ 962.58 billion) in Q4 FY25, registering a growth of 7.8%, highlighting continued quarterly momentum.

(Source: https://www.ibef.org/economy/indian-economy-overview)

INTRODUCTION

India's economy remained resilient in the first quarter of FY27 and sustained domestic demand amid persistent global uncertainties, although the pace of expansion moderated in July 2026. High-frequency indicators remained broadly supportive, with manufacturing PMI at 53.5 and services PMI at 53.3 in July 2026, while e-way bill generation remained at its second-highest monthly level. Electricity consumption grew by 10.6%, IIP growth strengthened to 7.3% in June 2026, and the revised Index of Core Industries recorded 5.4% growth in July 2026. Domestic automobile sales remained robust, with urban and rural sales increasing by 23.8% and 27.9%, respectively, in July. The continued strengthening of domestic technological capabilities across sectors, supported by public policy and private-sector innovation, is expected to enhance India's industrial competitiveness and high-value manufacturing capabilities. India's external sector continued to demonstrate resilience, with merchandise exports increasing by 19.6% year-on-

year to US$ 44.2 billion in July 2026, while services exports grew by 6.4% to US$ 35.9 billion. Merchandise imports rose by 17.5% to US$ 76.2 billion, widening the merchandise trade deficit, although the services surplus of US$ 17.0 billion offset around 53% of the merchandise trade deficit.

Petroleum products, electronics and engineering goods accounted for 93.6% of the incremental growth in merchandise exports, while growth in non-energy and non-precious imports reflected firm domestic demand. India also advanced trade integration through its engagement under BRICS, including initiatives to strengthen MSME participation in international markets, resilient global value chains and export diversification.

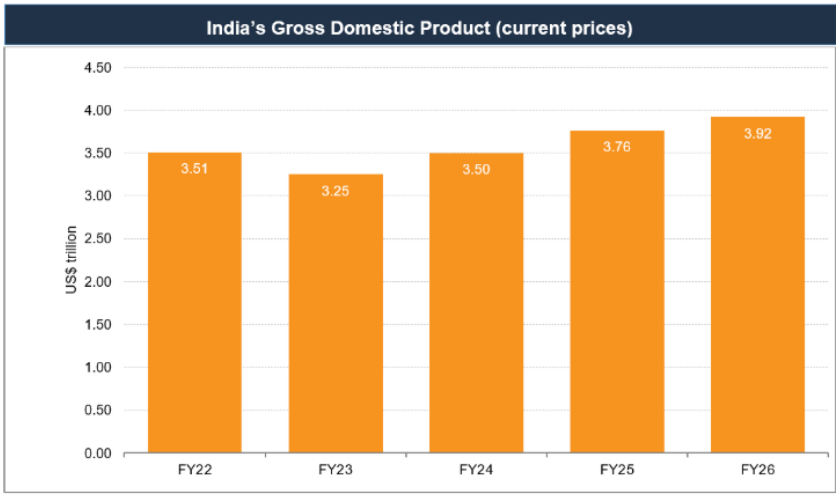
Domestic financial conditions remained resilient amid global financial and geopolitical uncertainties. Total bank credit increased by 17.7% year-on-year to Rs. 217.3 lakh crore as of July 15, 2026, while non-food credit grew by 17.4% to Rs. 216.1 lakh crore. Net FDI increased to US$ 7.8 billion during April-June FY27, compared with US$ 4.8 billion in the corresponding period of the previous year. Foreign exchange reserves stood at US$ 716.9 billion as of August 14, 2026, providing around 10.5 months of import cover and covering about 94% of external debt, thereby providing a strong buffer against external shocks. The current account deficit widened to US$ 3.1 billion in Q1 FY27, but resilient services exports, recovering capital flows and comfortable reserves continued to support external-sector stability.

Labour market conditions remained broadly resilient, with monthly indicators pointing to improving participation and lower unemployment. The Labour Force Participation Rate (LFPR) increased to 55.4% in July 2026, compared with 54.9% in July 2025, while the unemployment rate declined to 5.1% from 5.2%. High-frequency hiring indicators also strengthened, with white-collar hiring increasing by 5% year-on-year, IT hiring by 6%, AI/ML hiring by 33%, and fresher hiring by 6% in July 2026. Non-IT hiring was led by insurance (10%), real estate (8%) and healthcare (6%). Employer demand is increasingly shifting towards AI literacy, problem-solving, adaptability and practical job-readiness, with 75% of surveyed employers intending to hire freshers in H2 CY2026. India's early-career technology talent recorded a score of 62 in the NASSCOM AI-Native Talent Index, placing it in the AI-proficient category, while more than 90% of the cohort was classified as either AI-native or AI-proficient.

(Source: https://www.ibef.org/economy/monthly-economic-report)

Market Overview

India is home to 126 unicorns, with six new startups achieving unicorn status in 2025.



Source: Ministry of Statistics and Programme Implementation

India's current account surplus stood at US$ 7.1 billion in Q4 FY2025-26 (January-March), compared with US$ 13.7 billion in Q4 FY2024-25. The merchandise trade deficit widened to US$ 83.4 billion from US$ 59.3 billion in the corresponding quarter, while net services receipts increased to US$ 60.4 billion from US$ 53.3 billion. Personal transfer receipts also rose to US$ 43.5 billion from US$ 33.9 billion, supporting the current account surplus. For FY2025-26, India's current account deficit stood at US$ 25.2 billion (0.6% of GDP), compared with US$ 22.9 billion (0.6% of GDP) in FY2024-25.

(Source: https://www.ibef.org/economy/indian-economy-overview)

Recent Developments

India is primarily a domestic demand-driven economy, with consumption and investments contributing to 70% of the economic activity. With India's economy showing resilient growth, supported by strong domestic demand, policy reforms, and a healthy investment pipeline, several new projects and developments are underway across key sectors. According to World Bank, India must

continue to prioritise lowering inequality while also putting growth-oriented policies into place to boost the economy. In view of this, there have been some developments that have taken place in the recent past. Some of them are mentioned below.

- On the FDI front, according to the Department for Promotion of Industry and Internal Trade (DPIIT), India's cumulative FDI equity inflow stood at US$ 787.73 billion between April 2000 and March 2026. In FY26, Singapore accounted for the largest share of FDI equity inflow at 25%, with inflows of Rs. 1,73,898 crore (US$ 19.80 billion), followed by Mauritius at 24%, with Rs. 57,946 crore (US$ 6.58 billion). The USA contributed 10%, with FDI equity inflows of Rs. 98,012 crore (US$ 11.17 billion), while the Netherlands accounted for 7%, with Rs. 29,862 crore (US$ 3.37 billion), Japan contributed 6%, with FDI equity inflows of Rs. 33,152 crore (US$ 3.75 billion).
- As of July 31, 2026, India's foreign exchange reserves stood at Rs. 66,12,148 crore (US$ 692.86 billion).
- India's PE/VC ecosystem recorded investments of Rs. 1.81 lakh crore (US$ 20.5 billion) across 604 deals in 1H2026. Growth investments emerged as the largest investment category at Rs. 61,862 crore (US$ 7.0 billion), followed by buyout investments at Rs. 47,722 crore (US$ 5.4 billion). Real estate, technology and financial services were the leading sectors, together accounting for nearly 50% of total PE/VC investments during the period.
- During FY27, up to August 12, 2026, debt instruments attracted net inflows of Rs. 68,120 crore (US$ 7.13 billion), while mutual fund schemes received Rs. 988 crore (US$ 0.10 billion). Alternative Investment Funds (AIFs) also recorded inflows of Rs. 10 crore (US$ 1 million) during the period. Cumulative FPI investments in India stood at Rs. 14,47,459 crore (US$ 263.85 billion) as of August 12, 2026, highlighting continued foreign investor participation in India's financial markets.
- India's manufacturing sector remained in expansionary territory in July 2026, with the seasonally adjusted HSBC India Manufacturing Purchasing Managers' Index (PMI) at 53.5, compared with 54.2 in June 2026. The index remained above the neutral 50-mark, indicating a continued improvement in overall manufacturing conditions, although the pace of expansion moderated. New orders and output continued to increase, supported by resilient demand, while new export orders rose at a faster rate, reflecting stronger international sales momentum.
- India's consumer price inflation remained moderate in June 2026, with headline inflation based on the All-India Consumer Price Index (CPI) at 4.38% year-on-year, reflecting manageable price pressures across the economy. Rural inflation stood at 4.74%, while urban inflation was recorded at 3.92% during the month. Consumer Food Price Index (CFPI) based inflation stood at 5.32% in June 2026, with rural and urban food inflation at 5.45% and 5.09%, respectively.
- India's GST collections continued to demonstrate strong revenue resilience, supported by steady economic activity and improved compliance levels. Total Net GST revenue in July 2026 stood at Rs. 1.81 lakh crore (US$ 18.99 billion), registering a year-on-year growth of 15.8% compared with Rs. 1.57 lakh crore (US$ 16.41 billion) in July 2025. On a cumulative basis, net GST collections during April-July 2026 reached Rs. 7.21 lakh crore (US$ 75.59 billion), reflecting a year-on-year growth of 9.2% over Rs. 6.61 lakh crore (US$ 69.23 billion) during April-July 2025.
- India's aviation sector continued to witness healthy activity during April-June FY27, supported by growth in domestic passenger traffic and air freight movement. Domestic passenger traffic increased by 1.6% to 86.65 million, compared with 85.32 million in the corresponding period of FY 2025–26.
- The government is focusing on renewable energy sources and has achieved a major clean energy milestone by generating 50% of its power from renewable sources, five years ahead of its 2030 target. India is committed to achieving its Net Zero Emissions ambition by 2070 through a five-pronged strategy, 'Panchamrit'. Moreover, India ranked 3rd in the renewable energy country attractiveness index.
- India secured 38th position out of 139 economies in the Global Innovation Index 2025. India rose from 81st position in 2015 to 38th position in 2024. India ranks in 3rd position in the global number of scientific publications.
- India's industrial activity continued to expand during April-June FY27, with the Index of Industrial Production (IIP) increasing by 5.8% over the corresponding period of FY26. The manufacturing sector recorded a 6.3% growth during the period, while electricity and gas supply increased by 8.6%, supported by sustained industrial and economic activity. Water supply, sewerage and waste management also registered a 6.0% increase. In June 2026, the IIP grew by 7.3% year-on-year, with manufacturing output increasing by 7.8% and electricity and gas supply rising by 10.6%. The general IIP index reached 123.1 in June 2026, compared with 114.7 in June 2025, highlighting continued momentum in India's industrial activity.
- The government has set a calibrated wheat procurement target of 343.35 lakh metric tonnes (LMT) for the 2026–27 rabi marketing season, ensuring efficient stock management and smooth market operations. As per the latest data, total wheat procurement has reached 31.87 lakh metric tonnes (LMT) as of end-April 2026, reflecting the ongoing progress of procurement across key producing states.

Government Initiatives

Over the years, the Indian government has introduced many initiatives to strengthen the nation's economy. The Indian government has been effective in developing policies and programmes that are not only beneficial for citizens to improve their financial stability but also for the overall growth of the economy. Over recent decades, India's rapid economic growth has led to a substantial increase in its demand for exports. Besides this, a number of the government's flagship programmes, including Make in India, Start-up India, Digital India, the Smart City Mission, and the Atal Mission for Rejuvenation and Urban Transformation, are aimed at creating immense opportunities in India. In this regard, some of the initiatives taken by the government to improve the economic condition of the country are mentioned below:

- Prime Minister Narendra Modi inaugurated the Kaynes Technology semiconductor plant in Sanand, Gujarat, on March 31, 2026, marking the commencement of production and strengthening India's semiconductor manufacturing capabilities.

- On March 17, 2026, the Union Cabinet approved the 'Mission for Aatmanirbharta in Pulses' with an outlay of Rs. 11,440 crores (US$ ~1.27 billion) to achieve self-sufficiency in pulses by 2030–31.

- On February 28, 2026, Prime Minister Narendra Modi inaugurated Micron Technology's Semiconductor Assembly, Test and Packaging (ATMP) facility in Sanand, Gujarat, marking the commencement of commercial production.

- On February 20, 2026, the Government of Gujarat signed an MoU with Larsen & Toubro VYOMA to develop a 250 MW green AI-ready data centre campus at Dholera SIR with an investment of Rs. 25,000 crores (US$ ~3 billion).

- On January 2, 2026, the Government launched two key interventions under the Export Promotion Mission to strengthen MSME exports, including a 2.75% interest subvention on pre- and post-shipment credit and collateral guarantee support of up to 85% through CGTMSE.

(Source: https://www.ibef.org/economy/indian-economy-overview)

Union Budget 2026-27

The Union Budget 2026–27 is presented after twelve years of policy continuity marked by macroeconomic stability, fiscal discipline, and sustained economic growth driven by structural reforms and public investment. Guided by Atmanirbhar Bharat, the Budget emphasises strengthening domestic manufacturing, energy security, and reducing import dependence. It highlights inclusive measures supporting employment, agriculture, household purchasing power, and universal services, contributing to growth of around 7%. The Budget also recognises global trade disruptions, supply chain risks, and rapid technological change shaping the external environment.

Key Highlights:

1. Biopharma SHAKTI is proposed with an outlay of Rs. 10,000 crore (US$ 1.09 billion) over five years to position India as a global hub for biologics and biosimilars manufacturing.
2. Building on earlier progress, India Semiconductor Mission (ISM) 2.0 will be launched to strengthen equipment manufacturing, materials, full-stack Indian IP, and supply-chain resilience.
3. To leverage strong investor interest, the outlay for the Electronics Components Manufacturing Scheme has been increased to Rs. 40,000 crore (US$ 4.36 billion).
4. Dedicated Rare Earth Corridors will be developed in Odisha, Kerala, Andhra Pradesh, and Tamil Nadu to promote integrated mining, processing, and manufacturing.
5. Capital goods manufacturing will be strengthened through new Hi-Tech Tool Rooms, a Construction and Infrastructure Equipment scheme, and a Container Manufacturing Scheme with Rs. 10,000 crore (US$ 1.09 billion).
6. Mega Textile Parks will be set up through a challenge route with a focus on technical textiles and higher value addition.
7. The Mahatma Gandhi Gram Swaraj Initiative will strengthen khadi, handloom, and handicrafts by improving training, quality standards, branding, and global market access under ODOP.
8. To create future Micro, Small and Medium Enterprises (MSME) champions, an SME Growth Fund of Rs. 10,000 crore (US$ 1.09 billion) will be introduced to provide equity support to high-potential enterprises.
9. The Self-Reliant India Fund will be topped up by Rs. 2,000 crore (US$ 218 million) to continue supporting micro enterprises with risk capital.
10. MSME liquidity will be strengthened by mandating Trade Receivables Discounting System (TReDS) for Central Public Sector Enterprises (CPSEs), enabling Credit Guarantee Fund Trust for Micro and Small Enterprises (CGTMSE) backed invoice discounting and securitisation of TReDS receivables.
11. Public capital expenditure has been increased to Rs. 12.2 lakh crore (US$ 133.07 billion) in FY27 to sustain infrastructure-led growth.
12. An Infrastructure Risk Guarantee Fund will be set up to provide partial credit guarantees and de-risk private investment during the construction phase.
13. Green logistics will be promoted through new freight corridors, operationalisation of 20 National Waterways, and a coastal cargo scheme to double modal share by 2047.
14. Seven high-speed rail corridors have been announced to act as city-to-city growth connectors and enhance regional economic integration.
15. City Economic Regions will be developed with an allocation of Rs. 5,000 crore (US$ 545.36 million) per region over five years through reform-linked financing.
16. India's medical tourism ecosystem will be strengthened through Regional Medical Hubs, Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH) expansion, and the addition of over 100,000 allied health professionals.

17. Mental and trauma care infrastructure will be expanded through the establishment of National Institute of Mental Health and Neurosciences (NIMHANS)-2, upgrades of institutes in Ranchi and Tezpur, and a 50% capacity increase in district hospitals.
18. Youth employability will be enhanced through an Education-to-Employment Standing Committee, Animation, Visual Effects, Gaming and Comics (AVGC) labs in schools, a new design institute, and expanded skilling pathways.
19. Capital market reforms include an increase in Securities Transaction Tax (STT) on futures and options and taxation of share buybacks as capital gains to curb arbitrage.
20. Fiscal consolidation remains a priority, with the fiscal deficit reduced to 4.3% of GDP, reinforcing the medium-term debt reduction roadmap.
21. To attract global digital investment, foreign companies providing cloud services using data centre infrastructure in India will be granted income tax exemption till 2047, subject to servicing Indian customers through a domestic reseller.
22. To support India's IT sector, all IT and IT-enabled services have been brought under a unified category with a safe harbour margin of 15.5%, significantly simplifying transfer pricing compliance.
23. Over the past twelve years, India's economy has been marked by stability, fiscal discipline, sustained growth, and moderate inflation, driven by deliberate reforms and people-centric policy choices made amid global uncertainty.
24. The Government has pursued structural reforms alongside fiscal prudence and public capital expenditure, guided by Atmanirbharta to strengthen domestic manufacturing, enhance energy security, and reduce critical import dependence.
25. Inclusive measures supporting employment generation, agricultural productivity, household purchasing power, and universal service delivery have contributed to growth of around 7% and progress in poverty reduction.
26. The Budget acknowledges a challenging global environment with disrupted trade, supply chains, rapid technological change, and rising pressures on water, energy, and critical minerals.
27. It reiterates the commitment to Viksit Bharat through balanced growth, inclusion, deeper global integration, higher exports, and attraction of long-term investment.

(Source: https://www.ibef.org/economy/union-budget-2026-27)

Road ahead for the Indian Economy

India's economic outlook remains robust, supported by strong macroeconomic fundamentals, resilient domestic demand and sustained investment momentum. The economy continues to rank among the fastest-growing major economies globally, driven by broad-based expansion across manufacturing, services and infrastructure, alongside steady improvement in industrial and business activity.

A stable external position, supported by a manageable current account balance and consistent capital flows, reinforces confidence in India's long-term growth trajectory. Despite evolving global uncertainties, investor interest remains intact across key sectors, backed by policy stability and structural growth drivers.

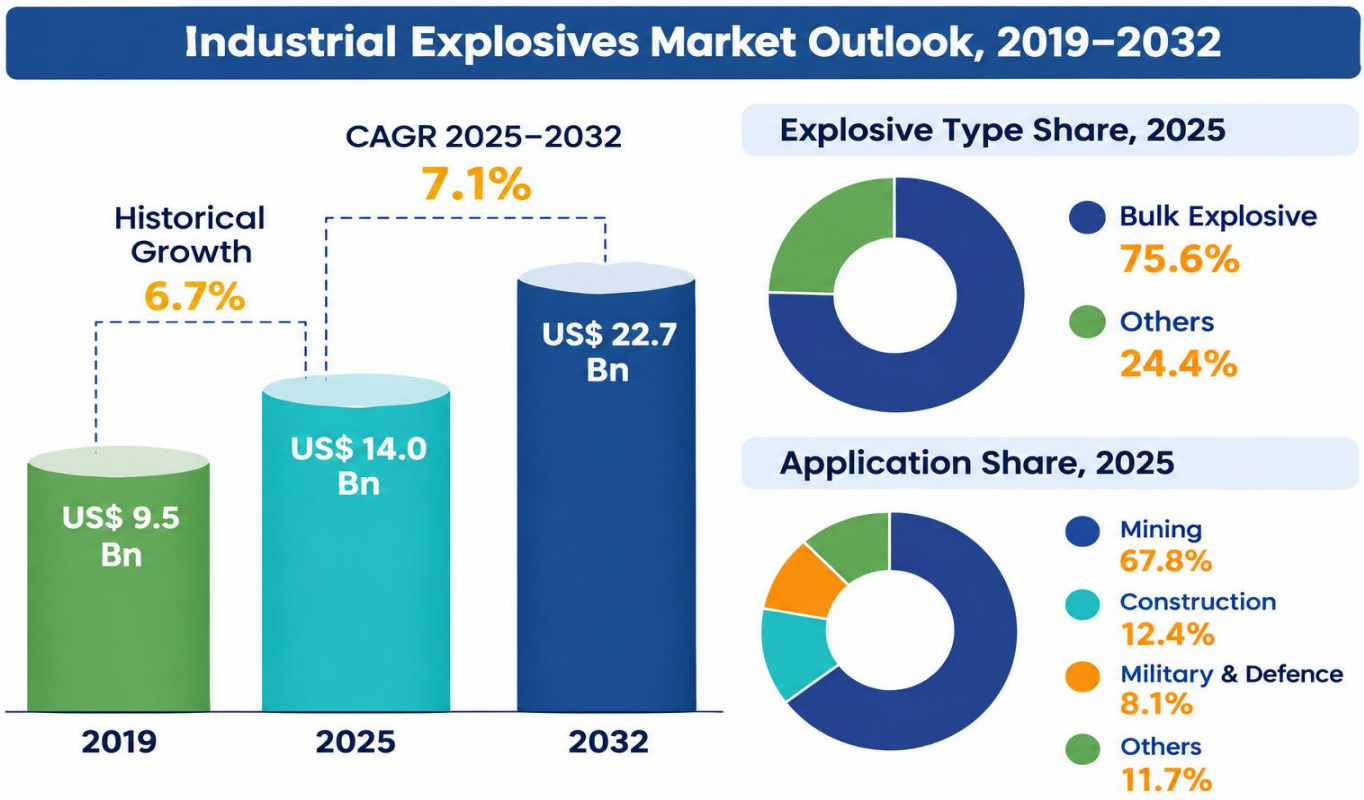
Domestic demand continues to act as a key anchor, supported by stable inflation, rising mobility and travel activity, healthy tax collections and strong participation from domestic institutional investors. Ongoing government initiatives to boost manufacturing, innovation, renewable energy and food security are further strengthening the foundation for sustained growth.

(Source: https://www.ibef.org/economy/indian-economy-overview)

GLOBAL INDUSTRIAL EXPLOSIVES MARKET

Overview

According to the Persistence Market Research report, the global industrial explosives market size is likely to be valued at US$ 14.0 Bn in 2025 and is expected to reach US$ 22.7 Bn by 2032, growing at a CAGR of 7.1% during the forecast period from 2025 to 2032. Mining momentum continues across South America, with Brazil's sector hitting USD 10.12 billion in Q3 2024 and Chile driving copper and lithium output to meet clean energy targets. In India, mineral production rose 5.9% YoY, and the U.S. construction sector reached US$2.2 trillion in 2024, signalling the rise in consumption of energy materials in both infrastructure and resource extraction. Europe and Oceania have witnessed a strategic reshuffle. EURENCO's €500 million investment, MANUCO acquisition, and 3D-printed modular charge rollout mark a high-tech leap in energetic component manufacturing. Orica's low-carbon TAN blast and Dyno Nobel's EMEA-LATAM expansion demonstrate the market's shift toward green and regionalized solutions.



Key Industry Highlights:

- Global mining and infrastructure surge, led by the U.S. and Asia Pacific is driving explosive demand for high-energy blasting materials.
- Bulk explosives dominate the market with a 75.6% share, driven by eco-friendly innovations such as Dyno Nobel's electric MPU and Orica's Fortis™ Protect.
- Smart detonation systems such as Orica's WebGen™ and i-kon™ III are revolutionizing safety and precision in blasting operations worldwide.
- Stringent regulatory controls and hazardous material handling risks are limiting expansion in sensitive and high-density regions.
- Asia accounts for 61.7% of global mining production, making it the epicenter for blasting agent consumption, especially for EV-critical minerals.
- Strategic expansions, such as Enaex's Australia acquisition and BME's Southeast Asia joint ventures, are unlocking high-growth emerging markets.
- North America and Europe are rapidly adopting digital, emission-free explosives and teleoperated blasting tools to align with sustainability goals.
- Market consolidation is intensifying, with top players such as Orica, Dyno Nobel, and Enaex reshaping the competitive landscape through green tech and global deals.

(Source: https://www.persistencemarketresearch.com/market-research/industrial-explosives-market.asp)

INDIAN INDUSTRAIL EXPLOSIVES INDUSTRY

The India Industrial Explosives Market is projected to expand from USD 1,420 million in 2025 to USD 2,339 million by 2032, representing a forecast CAGR of 7.39%. The forecast assumes sustained mine-development activity, higher private and commercial coal output, expansion in metal-ore mining and continued infrastructure excavation. The growth profile is volume-led but includes a modest value uplift from electronic initiation systems, higher-value packaged formulations and integrated drill-and-blast services. Government planning for domestic coal output of roughly 1.5 billion tonnes around 2029-30 supports a structurally larger blasting requirement than the current production base.

The historical CAGR of 11.61% during 2020-2025 reflects a combination of post-pandemic mining recovery, explosive-volume growth and raw-material-led realization changes. Forecast growth is intentionally moderated relative to that period because coal volume growth should normalize and ammonium-nitrate price escalation is unlikely to repeat uniformly. Mix improvement remains strategically important: suppliers with site-mixed emulsion capability, electronic detonators, mine-site service teams and geographically distributed plants should capture more value than suppliers exposed only to conventional cartridge products. The

2032 projection therefore reflects both physical explosive consumption and a gradual shift toward precision blasting and digitally controlled initiation.

The forecast moderates to a 7.39% CAGR as price effects normalize while physical demand remains supported by coal, metals, cement quarrying, tunnelling and infrastructure excavation. Volume is modeled to increase from about 2.23 million tonnes in 2025 to 3.45 million tonnes in 2032. Value growth modestly outpaces volume as programmable detonators, higher-energy emulsions and mine-site service packages increase the blended revenue per tonne. The main upside variables are faster commercial-coal development and electronic-detonator penetration; the principal downside variables are coal-transition pressure, input-cost volatility and permitting delays.
(Source: https://www.kenresearch.com/industry-reports/india-industrial-explosives-market)

OUR BUSINESS

*Some of the information in the following section, especially information with respect to our plans and strategies, contain certain forward-looking statements that involve risks and uncertainties. You should read "**Forward Looking Statements**" on page 20 of this Draft Red Herring Prospectus for a discussion of the risks and uncertainties related to those statements. Our actual results may differ materially from those expressed in or implied by these forward-looking statements. Our Company's strength and its ability to successfully implement its business strategies may be affected by various factors that have an influence on its operations, or on the industry segment in which our Company operates, which may have been disclosed in "**Risk Factors**" on page 22. This section should be read in conjunction with such risk factors.*

*Unless otherwise indicated, industry and market data included in this section has been derived from the industry sources. This section should be read in conjunction with the "**Industry Overview**" on Page 92 of this Draft Red Herring Prospectus. Our Financial Year ends on March 31 of each year, and references to a particular Financial Year are to the 12-month period ended March 31 of that year.*

*Unless otherwise stated, or the context otherwise requires, the financial information used in this section is derived from our "**Restated Financial Information**", included in this Draft Red Herring Prospectus on Page 153.*

OVERVIEW

Our Company, Vetrivel Explosives Limited, is an integrated manufacturer of industrial explosives, explosive accessories and blasting systems with an operating history of over 25 years since our incorporation in 1999. We cater to the requirements of the mining, quarrying, infrastructure, construction, tunnelling, oil exploration, and water development sectors. We operate a licensed manufacturing facility admeasuring 7.92 acres at Thalugai Majara, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu, where we manufacture emulsion and slurry explosives, detonating cord and Pentaerythritol Tetranitrate (PETN), and have the licensed capacity to manufacture bulk explosives. Our manufacturing operations are supported by our licensed magazines for the storage of explosives and our own fleet of transport vehicles for their distribution.

Key highlights of our business:

- **Backward integration into PETN:** we manufacture PETN, the core input for detonating cord, in-house on two dedicated production lines, reducing our dependence on external suppliers for a tightly regulated and critical input.
- **Single-source blasting portfolio:** our "SUN" range covers the main explosive charge, the primer and booster, and the detonating cord used to connect and initiate a blast, across cartridge diameters from 25 mm to 200 mm.
- **Loyal and diversified customer base:** all 265 customers who purchased from us in Fiscal 2026 were repeat customers, while our top ten customers contributed only 22.01% of our revenue from operations in Fiscal 2026.
- **Export acceptance:** we have secured an export order of 90 MT of PETN valued at USD 873,000 from Vietnam and exported 2 million metres of detonating cord to Nigeria in July 2026.
- **Established brands:** our product brands SUN 90 (E), SUN PRIME, SUN CORD and SUN DET are registered trademarks under the Trademarks Act, 1999.
- **Focused explosives business:** our explosives segment contributed 83.36% of our revenue from operations in Fiscal 2026 and, upon the proposed demerger of our hotel and college undertaking becoming effective, will constitute our core business.

Our product portfolio comprises a wide range of industrial explosives and blasting accessories, including Emulsion Explosives, Slurry Explosives (Sun 90-25mm and Sun Prime), Detonating Cord (Suncord-5g & 10g) and Pentaerythritol Tetranitrate (PETN). Our products cater to diverse applications across coal, iron ore, limestone and other mineral mining, quarrying, tunnelling, well sinking, civil excavation and infrastructure development projects.

Apart from our primary explosives manufacturing business, which contributed 83.36% of our revenue from operations in Fiscal 2026, we are also engaged in the hotel and college segments. To sharpen our focus on our core explosives business, our Company has proposed the demerger of these segments. *(The Company has filed a Composite Scheme of Arrangement before the NCLT, Chennai, for the demerger and transfer of its Hotel Undertaking, including the College Division, to Sivasakthi Hospitality Private Limited, with an Appointed Date of April 1, 2026, while the remaining explosives manufacturing business and other assets and liabilities will continue with the Company. The Scheme was approved by the Boards of both companies on July 6, 2026, and the NCLT, vide its order dated September 11, 2026, dispensed with the meetings of shareholders and creditors based on the requisite consents. As on the date of this Draft Red Herring Prospectus, the Scheme remains subject to requisite further approvals and final sanction of the NCLT, as applicable.)*

Our Company has developed capabilities in catering to the varied requirements of customers across mining, construction and other industrial sectors. Our operations focus on product quality, safety, reliability and customer requirements, with an emphasis on meeting the performance and delivery requirements of various projects. Our Company is an ISO 9001:2015 certified organisation for the manufacture and export of industrial and civil explosives and related accessories, with an established presence in the explosives industry. Our manufacturing facility, located at T. Murungapatty village in Tiruchirappalli District, Tamil Nadu, admeasuring 7.92 Acres, is equipped with O.B. vessels, slurry and emulsion blenders, fuel blender vessels, K/P cartridging machines, chilling compressors, hydraulic power pack units, PETN nitrators and granulators, detonating fuse spinning and coating machines, and reeling, take-off and winding units, among other equipment. The facility has an established annual manufacturing capacity of 50,000 MT of Nitrate Mixture (Slurry & Emulsion Explosives), 100 million metres of Detonating Cord, 2,000 MT of Pentaerythritol Tetranitrate (PETN) and 20 MT of Cast Boosters.

Our Company's growth and development have been driven by the leadership and commitment of our Promoter, Mr. Vijayakannan Ramalingam, who has been associated with our Company since its incorporation. He currently serves as the Promoter, Chairman and Managing Director and has over 26 years of experience in the explosives industry, along with technical expertise in the sector. He oversees the overall management, day-to-day operations and strategic decision-making of our Company, including manufacturing operations, production processes, procurement of raw materials, regulatory affairs and business expansion. He is also serving as the Chairman of the Chemical & Allied Products Export Promotion Council (CAPXIL). Our Company also benefits from the experience of Mr. Vetrivel Ramalingam, Promoter and Non-Executive Director, who has over 15 years of experience in the hotel industry and advises the management on stakeholder engagement and public affairs. Mr. J. Senthilnathan, Whole-time Director, has 12 years of experience in the commercial explosives industry and overseas sales order execution, dispatch, transportation logistics and customer deliveries.

Our revenue from operations for Fiscal 2026, Fiscal 2025 and Fiscal 2024 was ₹ 23,209.77 lakhs, ₹ 29,015.68 lakhs and ₹ 25,082.11 lakhs, respectively. Our EBITDA for the same periods was ₹ 3,815.32 lakhs, ₹ 2,899.75 lakhs and ₹ 2,511.82 lakhs, respectively, and our profit after tax was ₹ 1,463.17 lakhs, ₹ 996.84 lakhs and ₹ 1,053.63 lakhs, respectively. For further details, see "***Financial Information***" on page 153.

KEY FINANCIAL INFORMATION

Set forth below are certain significant financial metrics of our Company for the Financial Years ended March 31, 2024, 2025 and 2026, which provide an overview of our operational and financial performance during the respective periods.

(Amount in Lakhs except % and ratios)

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) [(1)]	23,209.77	29,015.68	25,082.11
Growth in Revenue from Operations (%) [(2)]	(20.01)%	15.68%	N/A
Total Income (₹ in Lakhs) [(3)]	23,236.47	29,215.64	25,215.78
EBITDA (₹ in Lakhs) [(4)]	3,943.17	3,090.55	2,649.82
EBITDA Margin (%) [(5)]	16.97%	10.58%	10.51%
Profit After Tax (₹ in Lakhs) [(6)]	1,463.17	996.84	1,053.63
PAT Margin (%) [(7)]	6.30%	3.44%	4.20%
Net Worth (₹ in Lakhs) [(8)]	11,009.68	7,996.71	4,752.57
Return on Equity ("RoE") (%) [(9)]	15.40%	15.64%	24.93%
Return on Capital Employed ("RoCE") (%) [(10)]	14.58%	13.34%	18.25%
Net Asset Value per Equity Share (₹) [(11)]	68.81	49.98	29.70
Debt-Equity Ratio (in times) [(12)]	0.97	1.31	1.49

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the restated profit after tax for the year and adding back total tax expense, finance costs, depreciation and amortization expense.

(5) EBITDA margin is calculated as EBITDA as a percentage of total income.

(6) Profit after tax represents the restated profit for the year.

(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.

(8) Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet,

but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018).

(9) Return on Equity is calculated as Profit after tax, as restated, for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.

(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year. Capital employed is calculated as the aggregate value of tangible net worth (net worth less intangible assets), total debt (borrowings and lease liabilities) and deferred tax liabilities (net).

(11) Net asset value per share is calculated as net assets divided by the total number of equity shares outstanding at the end of the year.

(12) Debt-equity ratio is calculated by dividing total debt by total equity.

OUR OFFERINGS FOR EXPLOSIVES

Our Company offers a diverse portfolio of industrial explosives and blasting accessories, catering to various industrial applications as mentioned below:

Sr. No.	Name	Photo	Description	Application
1.	**Sun 90-25mm**		Sun 90-25mm is a small-diameter, cap-sensitive emulsion explosive from our "Sun" range. In emulsion explosives the oxidiser droplets are bound tightly to the fuel, which gives high velocity of detonation and optimum strength. It initiates reliably with a standard detonator or detonating fuse. Made and packed at our facilities in a ready-to-use form, the cartridges are packed in sturdy polythene bags clipped with aluminium clips. They are then packed in corrugated fibre boxes. The product offers excellent water resistance, no toxic fumes and extra safety in handling, and it fragments hard rock well in wet and dry conditions alike.	• Blasting in quarries • Metalliferous and ferrous mines • Tunnelling and underground construction
2.	**Sun Prime**		Sun Prime is a versatile, cap-sensitive slurry explosive with added aluminium for extra power. It is designed for blasting in coal, iron ore, copper, limestone and other mining and civil projects. It works best when paired with column charges such as Sun gel and Sun base, and it starts reliably with a standard detonator or detonating fuse. It breaks rock effectively at the base of the blast hole and gives excellent fragmentation. It is also safer against accidental firing from impact and friction, resists water well in wet boreholes, and stores well with good thermal stability.	• Primer booster in soft to medium-hard rock formations • Quarrying • Construction and civil projects
3.	**Suncord-5g & 10g**		Suncord-5g & 10g is a reliable detonating cord built for safe and dependable non-electric blasting. Its explosive core is protected by strong yarn layers and a tough PVC coating, so it is easy to handle and holds up well against water, rough use and extreme temperatures. Once started with a standard detonator, it carries the blast along its entire length and reliably sets off the connected explosives. It is also highly resistant to accidental firing from friction, shock or	• Mining and quarrying • Underground blasting • Construction and civil excavation • Blasting near high-tension power lines

Sr. No.	Name	Photo	Description	Application
			electric discharge, which makes it safer to use on site.	
4.	**Pentaerythritol Tetranitrate (PETN)**		PETN is a high-performance secondary explosive, supplied as a fine white crystalline powder with high density and an exceptionally high Velocity of Detonation (VOD). This gives it outstanding detonation performance and strong output from very small quantities. Chemically stable under proper storage, it has a long shelf life and reliably transmits detonation. It is well suited as the core of initiation systems, with steady demand from mining, oil and gas, and infrastructure growth. As a tightly regulated product, it rewards licensed, compliant manufacturers with high entry barriers, long-term contracts, and strong margins.	• Detonating cord core • Detonators and blasting caps • Booster charges for mining and quarrying

COMPETITIVE STRENGTHS

Integrated, single-source blasting solutions provider with a diversified product portfolio

We offer a wide range of explosives and initiation accessories under our "SUN" family of Lion brands, covering the key stages of a blasting operation: the main explosive charge, the primer and booster, and the detonating cord that connects and initiates the charges across a blast. Our explosives portfolio comprises slurry explosives, emulsion explosives, PETN and SUN CORD range of detonating cord.

Our range covers the requirements of very different blasting environments. Our small-diameter cartridges, starting from 25 mm, are used in stone quarries, tunnelling, well sinking and underground metal mines. Our large-diameter cartridges, of up to 200 mm, and our bulk explosives, for which we have a dedicated Bulk Emulsion Matrix line, are suited to large open-cast mines.

This breadth enables our customers to source most of their blasting requirements from a single supplier. This simplifies procurement and reduces the need to coordinate with multiple vendors. It also allows us to increase our share of each customer's blasting requirements. For Fiscal 2026, Fiscal 2025 and Fiscal 2024, revenue from sale of explosives was ₹19,347.25 Lakhs, ₹25,225.09 Lakhs and ₹21,183.40 Lakhs, respectively.

The table below sets out our revenue by product segment for fiscal 3 years:

(Amount Rs.in Lakhs)

S. No.	Product Segment	Fiscal Year 2026		Fiscal Year 2025		Fiscal Year 2024	
		Revenue generated	In % of revenue from operation	Revenue generated	In % of revenue from operation	Revenue generated	In % of revenue from operation
1.	Explosive Segment	19,347.25	83.36%	25,225.09	86.94%	21,183.40	84.46%
	-Manufacturing	19,347.25	83.36%	24,750.09	85.30%	19,888.40	79.29%
	Sun 90-25mm	15,246.25	65.69%	16,024.09	55.23%	14,689.40	58.57%
	Suncord-5g & 10g	1,859.00	8.01%	1,898.00	6.54%	1,345.00	5.36%
	Sun Prime	1,459.00	6.29%	1,645.00	5.67%	1,530.00	6.10%
	PETN	783.00	3.37%	5,183.00	17.86%	2,324.00	9.27%
	-Trading	0.00	0.00%	475.00	1.64%	1,295.00	5.16%
2.	Hotel Segment	3,767.26	16.23%	3,719.47	12.82%	3,838.24	15.30%
3.	College Segment	95.26	0.41%	71.12	0.25%	60.47	0.24%
Total		**23,209.77**	**100.00%**	**29,015.68**	**100.00%**	**25,082.11**	**100.00%**

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

Backward integration into PETN, a critical and tightly regulated input

PETN (Pentaerythritol Tetranitrate) is a high-performance secondary explosive and a critical input material used as the core of detonating cord, in detonators, and in pentolite boosters. Our in-house manufacture of PETN at our facility with an installed capacity of 2,000 MT per annum on two dedicated production lines is, we believe, a key differentiator, as manufacturers who do not produce PETN depend on external suppliers for this tightly regulated and strategically sensitive material. Captive production reduces our third-party supply risk, enabling us to maintain uninterrupted production schedules even during periods of market-wide disruptions, geopolitical uncertainties, or logistical constraints.

End-to-end control over PETN production support quality and batch-to-batch consistency that defines SUN CORD detonating cord products where reliability and precision are non-negotiable for end-users in mining and infrastructure applications. In-house production also helps insulate our cost structure from external PETN price volatility, supporting operating margins on SUN CORD and boosters and enabling us to offer stable, competitive pricing to our customers across market cycles.

PETN manufacture demands specific statutory licences under applicable explosives regulations, specialised process engineering, and rigorous safety management systems capabilities that have taken years to build and validate. These regulatory, technical, and infrastructural requirements constitute a formidable barrier to entry, making in-house PETN production inaccessible to most participants in the detonating cord and booster industry. We believe these regulatory, technical and infrastructural requirements constitute a significant barrier to entry for in-house PETN production.

Beyond captive consumption, PETN is also a revenue opportunity for us. We sell PETN to domestic and international customers, and our revenue from sale of PETN was ₹783.00 lakhs, ₹5,183.00 lakhs and ₹2,324.00 lakhs in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively. These sales are order-driven and may vary significantly from year to year. Our recent export order of 90 MT of PETN from Vietnam, valued at USD 873,000, reflects the acceptance of our PETN in international markets. We believe our existing licensed PETN capacity positions us to pursue further domestic and export opportunities for PETN, subject to receipt of the requisite approvals.

Established presence in a highly regulated industry with significant entry barriers

The manufacture, possession, storage, transport, sale and use of explosives in India are regulated under the Petroleum and Explosives Safety Organisation (PESO). Setting up an explosives manufacturing facility requires licences and product approvals, prescribed safety distances, licensed magazines for storage and specialised vehicles for transport. Obtaining and maintaining these approvals requires considerable time, capital investment and technical expertise.

Since our incorporation on November 24, 1999, we have obtained and maintained the licences and approvals required to manufacture, store and transport our range of products. For details, see "***Government and Other Approvals***" on page 184. Our manufacturing facility is located at Thalugai Majara, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu.

Our track record of over 25 years of operations in this regulated environment, together with our licensed manufacturing, storage and transport infrastructure, would be difficult for new entrants to replicate in a short period of time.

Strategically located manufacturing facility supported by owned logistics

Explosives are hazardous goods, and their transport is regulated. They must be carried in licensed vehicles, along with other safety requirements. We believe that proximity to consumption centres and control over transportation are therefore important to delivered cost and service reliability in our industry. Our manufacturing facility in Tiruchirappalli District, central Tamil Nadu, is located within serviceable distance of the quarrying, mining and infrastructure markets of Tamil Nadu, Kerala, Karnataka and Andhra Pradesh, which together contributed 96.63% of our domestic revenue in Fiscal 2026.

We deliver our products through our own fleet of 91 licensed transport vehicles, which gives us control over scheduling, safety and timeliness of deliveries from our licensed magazine to the customer's site. We believe this combination of location and owned logistics gives us a cost and service advantage in our core markets and has contributed to our high rate of repeat business.

Strong Customer Retention and Repeat Business

Maintaining long-term customer relationships is an integral part of how we operate and grow. We focus on consistently delivering quality explosive products, ensuring timely fulfilment of customer orders, and upholding high standards of manufacturing and operational excellence. Our in-house capabilities spanning slurry explosives, emulsion explosives, PETN manufacture, detonating cord production, enable us to reliably meet our customers' requirements and reinforce our position as a dependable long-term supplier.

Our long-standing customer relationships, built on a foundation of product quality, supply reliability, and responsive service, have enabled us to develop a stable and growing base of repeat customers across mining, quarrying infrastructure applications. During Fiscal 2026, all 265 customers who purchased from us had transacted with us previously, resulting in a repeat customer rate of 100%. This follows repeat customer rates of 86.69% in Fiscal 2025 and 95.44% in Fiscal 2024, reflecting a consistent pattern of customer retention across fiscal years.

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Total Customers	265	278	241
Repeated Customers	265	241	230
Percentage (%)	100.00%	86.69%	95.44%

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

Our revenue base is also diversified. In Fiscal 2026, our top customer, top five customers and top ten customers contributed 4.74%, 15.39% and 22.01%, respectively, of our revenue from operations. We believe this reduces our dependence on any single customer.

We intend to strengthen these relationships further by expanding our product offerings to existing customers, enhancing our technical service capabilities, and leveraging our established customer base to extend our presence into new geographies and market segments, both domestically and in overseas markets.

Experienced Leadership with Deep Industry Expertise

Our Company is led by an experienced leadership team with strong expertise and a sound understanding of the explosives industry. The strategic vision and operational capabilities of our Promoters and senior management have been instrumental in establishing our business and supporting its continued growth.

Our Promoter, Chairman and Managing Director, Vijayakannan Ramalingam, holds a Bachelor of Engineering degree in Chemical Engineering from Bangalore University and has over 26 years of experience in the explosives industry. He also serves as the Chairman of CAPEXIL. He has been a key driving force behind our Company and is responsible for overseeing its overall operations, including manufacturing, procurement, regulatory affairs and strategic business expansion. Our Promoter and Non-Executive Director, Vetrivel Ramalingam, holds a Master of Science (Engineering) degree from The University of Leeds and has over 15 years of experience in the hotel industry. He advises the management on public relations, stakeholder engagement and crisis communication.

Our Whole-time Director, J. Senthilnathan, has over 12 years of experience in the commercial explosives industry. He is responsible for overseeing sales order execution, dispatch and transportation logistics, and customer deliveries, ensuring timely fulfilment of customer requirements.

Our operations are run by a lean organisation of 39 on-roll employees, supported by 49 contractual employees as of July 2026. Our employee attrition rate was 2.67%, 0.00% and 0.00% in Fiscal 2026, Fiscal 2025 and Fiscal 2024, respectively, which we believe reflects the stability of our workforce.

BUSINESS EXPANSION STRATEGIES

Expand our Geographical Presence in India and overseas

With 96.63% of our Fiscal 2026 domestic revenues concentrated in four southern states Tamil Nadu, Kerala, Karnataka, and Andhra Pradesh. We believe our current footprint addresses only a portion of India's explosives market, which presents a growth opportunity for us. India's mineral-rich heartland states of Rajasthan, Odisha, Jharkhand, and Chhattisgarh, which together account for a substantial share of the country's mining output, are significant consumers of industrial explosives, and we intend to evaluate opportunities in these markets.

On the export front, the acceptance of our PETN and detonating cord is reflected in our recent international orders, including a fresh export order of 90 MT of PETN, valued at USD 873,000, secured from Vietnam. In addition, we exported 2 million meters of detonating cord to Nigeria in July 2026. These export orders demonstrate the acceptance of our products in international markets and provide a foundation for expanding our overseas presence. Leveraging this momentum, we are actively pursuing diversification across Southeast Asia, the Middle East and Africa, where growing mining and infrastructure activity is generating demand for detonating cord and initiation systems.

(Amount Rs.in Lakhs)

S No.	Locations	Fiscal 2026		Fiscal 2025		Fiscal 2024	
		Amount	In % from Revenue from operations	Amount	In % from Revenue from operations	Amount	In % from Revenue from operations
Domestic Revenue							
1	Tamil Nadu	14,088.56	60.70%	16,878.35	58.17%	15,553.85	62.01%
2	Kerala	3,399.00	14.64%	2,812.00	9.69%	3,053.00	12.17%
3	Karnataka	3,836.00	16.53%	3,205.00	11.05%	3,078.00	12.27%
4	Andhra Pradesh	1,104.00	4.76%	779.00	2.68%	867.00	3.46%
Total (A)		**22427.56**	**96.63%**	**23674.35**	**81.59%**	**22551.85**	**89.91%**
Export Revenue							
5	Vietnam	782.21	3.37%	5,341.33	18.41%	2,530.26	10.09%
Total (B)		782.21	3.37%	5,341.33	18.41%	2,530.26	10.09%
Total (A+B)		**23,209.77**	**100.00%**	**29,015.68**	**100.00%**	**25,082.11**	**100.00%**

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

Improving Margins through Direct PSU Engagement and Value-Added Capabilities

We participate, and intend to increase our participation, in open tenders issued by mining and infrastructure PSUs, as well as defence establishments and government bodies, in strict adherence to our internal procurement and compliance framework. Our positioning as a trusted, fully licensed explosives manufacturer with in-house capabilities spanning slurry explosives, emulsion explosives PETN manufacture and detonating cord production enables us to execute supply programmes of independently traders or sub-contractors.

We plan to expand our customer base by getting registered as an approved vendor with more mining and defence PSUs, and by expanding our participation in government-led infrastructure and defence procurement programmes where demand for high-quality initiating systems and bulk explosives is growing. By positioning ourselves as an end-to-end, in-house manufacture-backed explosives partner to large institutional customers, we aim to increase direct revenue share, protect operating margins, and reduce our dependence on the open market channel progressively shifting our business mix towards higher-margin, long-tenure institutional supply relationships.

Improve utilisation of our existing capacities

We have installed capacities for nitrate mixture explosives, bulk explosives, detonating cord and PETN at our manufacturing facility. For details, see "***Capacity Utilization***" on page 102. As of March 31, 2026, our installed capacities were operating at varying utilization levels our Detonating Fuse capacity was at 25% and PETN utilization stood at 17%. We intend to improve the utilisation of these existing capacities through exports of PETN and detonating cord, participation in tenders for bulk explosives for open-cast mines, and expansion of our dealer network. We believe that improved utilisation of our existing licensed capacities would enable us to grow our business without a proportionate increase in capital expenditure, and would improve our operating leverage.

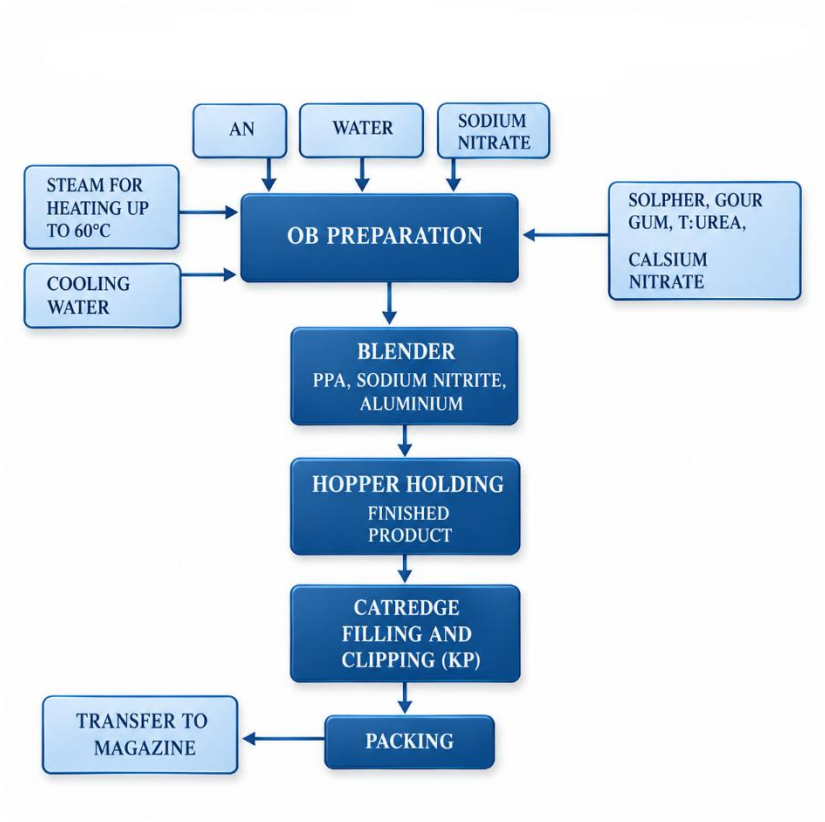
Strengthen our safety, quality and compliance systems

Safety, quality, and regulatory compliance form the bedrock of our operations and are integral to how we conduct our business. We hold an ISO 9001:2015 certification specifically covering the manufacture and export of industrial and civil explosives and related accessories a recognition that reflects the robustness of our quality management systems and our commitment to consistent, standards-driven manufacturing. All our products are manufactured in full compliance with BIS standards and applicable licence conditions under the Explosives Act, and our facilities and processes are subject to regular statutory audits and inspections.

We intend to further strengthen our safety and quality infrastructure through investment in process automation, safety monitoring systems, and structured training programmes for our manufacturing workforce. These initiatives are aimed at reducing operational risk, improving process consistency, and ensuring that our facilities continue to meet the evolving regulatory and customer requirements of the industries we serve.

MANUFACTURING PROCESS

Slurry Explosives:



The manufacturing of slurry explosives involves the following stages:

1. ***Preparation of Oxidiser Base (OB):*** Ammonium Nitrate (AN), Sodium Nitrate and water are mixed in a preparation vessel. The mixture is heated to about 60°C using steam so that the materials dissolve properly. Other ingredients, such as sulphur, guar gum, thiourea and calcium nitrate, are then added to this solution. Cooling water is used to bring the temperature under control when required.

2. ***Blending*****:** The prepared oxidiser base is transferred to a blender, where PPA, Sodium Nitrite and Aluminium are added in measured quantities and mixed thoroughly. The mixing continues until a uniform, thick slurry is obtained. This step gives the explosive its required density, sensitivity and strength. Quality checks are carried out on samples to ensure that the mixture meets the prescribed specifications before it moves to the next stage.

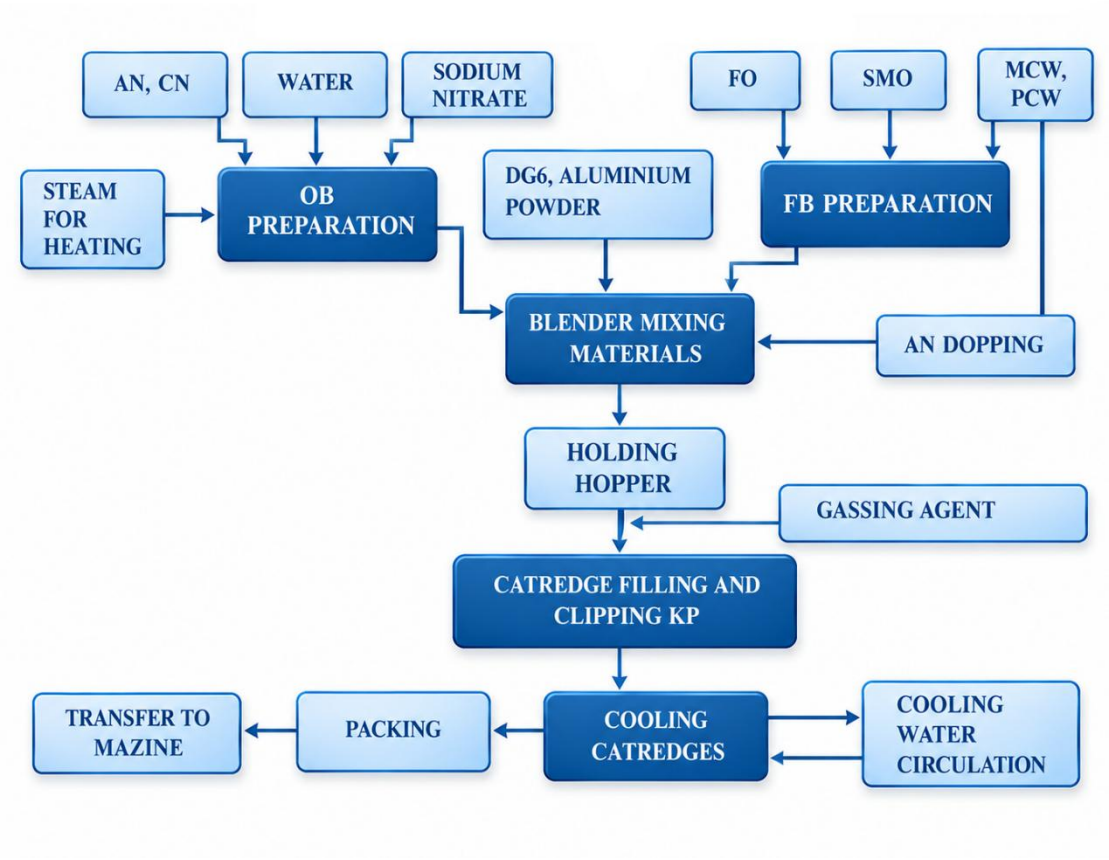
3. ***Storage in Hopper*****:** The finished slurry is collected in a hopper, where it is held for a short time before filling. From the hopper, the slurry is fed steadily to the filling machine, which ensures a continuous supply and reduces spillage and wastage.

4. ***Cartridge Filling and Clipping*****:** The slurry is filled into cartridges of the required size and weight, using a filling machine. Each cartridge is then sealed with metal clips at both ends to keep the product secure and to prevent leakage or entry of moisture. The weight and sealing of the cartridges are checked at regular intervals to maintain consistency.

5. ***Packing*****:** The filled and sealed cartridges are counted and packed in cartons or boxes as per the prescribed quantity. The boxes are then sealed and marked with product name, batch number, date of manufacture and other details required under applicable regulations. Proper packing protects the cartridges from damage and moisture during handling and transportation.

6. ***Transfer to Magazine*****:** The packed boxes are moved to the licensed magazine, which is a specially constructed and approved storage facility for explosives. The boxes are stored in an orderly manner under safe conditions, in accordance with the licence conditions and safety norms, until they are dispatched to customers.

Emulsion Explosives:



The manufacturing of emulsion explosives involves the following stages:

1. ***Preparation of Oxidiser Base (OB):*** Ammonium Nitrate (AN), Calcium Nitrate (CN), Sodium Nitrate and water are mixed in a preparation vessel. The mixture is heated with steam so that the materials dissolve completely, forming the oxidiser solution.

2. ***Preparation of Fuel Base (FB):*** Fuel Oil (FO), SMO, and MCW and PCW (waxes) are mixed together in a separate vessel to form the fuel solution. This fuel base is prepared in the required proportion and temperature.

3. ***Blending*:** The oxidiser base and the fuel base are transferred to a blender, where DG6 and aluminium powder are added. AN doping is also carried out at this stage. All materials are mixed thoroughly until a uniform emulsion is obtained. Samples are checked to ensure the mixture meets the prescribed specifications.

4. ***Storage in Hopper*:** The prepared emulsion is collected in a holding hopper for a short time before filling. From the hopper, it is fed steadily to the filling machine, ensuring a continuous supply and reducing spillage and wastage.

5. ***Addition of Gassing Agent*:** A gassing agent is added to the emulsion as it moves from the hopper to the filling machine. It helps achieve the required density and sensitivity of the product.

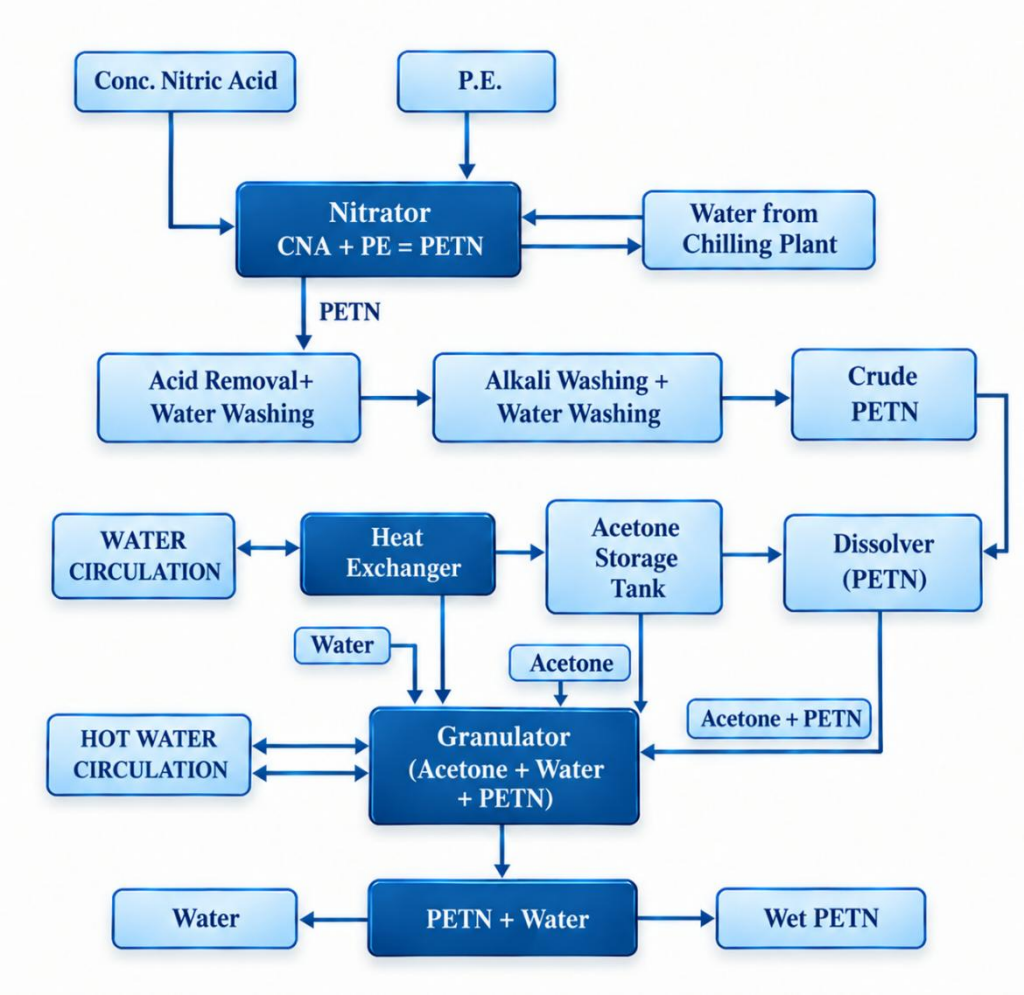
6. ***Cartridge Filling and Clipping*:** The emulsion is filled into cartridges of the required size and weight and sealed with metal clips at both ends to prevent leakage and entry of moisture.

7. ***Cooling of Cartridges*:** The filled cartridges are cooled using circulating cooling water, which brings them to a safe and stable temperature before packing.

8. ***Packing*:** The cooled cartridges are counted and packed in cartons or boxes, which are sealed and marked with product name, batch number, date of manufacture and other details required under applicable regulations.

9. ***Transfer to Magazine*:** The packed boxes are moved to the licensed magazine and stored safely, in accordance with licence conditions and safety norms, until they are dispatched to customers.

PETN (Pentaerythritol Tetranitrate):



The manufacturing of PETN (Pentaerythritol Tetranitrate) involves the following stages:

1. ***Nitration*:** Concentrated Nitric Acid (CNA) and Pentaerythritol (PE) are fed into a nitrator, where they react to form PETN. This reaction generates heat, so chilled water from the chilling plant is circulated around the nitrator to keep the temperature under control.

2. **Acid Removal and Water Washing:** The PETN formed is taken out of the nitrator and washed with water to remove the remaining acid.

3. **Alkali and Water Washing:** The PETN is then washed with a mild alkali solution to neutralise any traces of acid, followed by another water wash. This gives the product known as crude PETN.

4. **Dissolving in Acetone:** The crude PETN is transferred to a dissolver, where it is dissolved in acetone supplied from the acetone storage tank. This removes impurities and gives a clear solution of PETN in acetone.

5. **Granulation:** The acetone and PETN solution are transferred to a granulator, where water is added. As PETN does not dissolve in water, it separates out in the form of fine granules. Hot water circulation is used to remove the acetone and to control the size of the granules.

6. **Heat Exchange and Acetone Recovery:** The acetone vapours from the granulator pass through a heat exchanger, where they are cooled with circulating water and condensed. The recovered acetone is sent back to the acetone storage tank for reuse.

7. **Separation of Wet PETN:** The mixture of PETN and water is separated. The water is drained off, and the PETN is collected as wet PETN, which is then handled and stored as per safety requirements.

SWOT ANALYSIS



UTILITIES & INFRASTRUCTURE FACILITIES

Power

Our Company requires electricity for its manufacturing facilities for various purposes, including operating machinery, lighting and other systems. This requirement is adequately met through the electricity supply provided by Tamil Nadu Power Distribution Corporation Limited (TNPDCL).

Water

Water required for our manufacturing facility is sourced through a dedicated water supply arrangement with an external supplier under a formal agreement. Pursuant to this agreement, water is supplied at 55 KLD through tankers directly to our facility premises. The agreement is for a term of 10 years, ensuring a stable and uninterrupted water supply to support our manufacturing operations

Manufacturing Facility

Our manufacturing facility is situated at Thalugai Majara, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu, and is engaged in the manufacture of commercial explosives, including slurry explosives, emulsion explosives, PETN and detonating fuse. The facility is equipped with oxidiser vessels, blenders, K/P cartridging machines, packing and strapping machines, nitrators, granulators, Nutsche filters, spinning and coating machines, and online printing machines. It is supported by chilling compressors, cooling towers, air compressors, boilers and effluent treatment plants, along with a licensed magazine for safe storage of finished products.

Glimpse of Manufacturing Facility is below:







RAW MATERIAL & SUPPLIERS

The principal raw materials used in our manufacturing operations include sodium nitrate, nitric acid, ammonium nitrate, fuels, emulsifiers, pentaerythritol, acids, sulphur and aluminium. We also use packing materials for finishing our products. We source our raw materials and packing materials from domestic suppliers and consider the quality, availability and timely delivery of these materials important to maintaining consistent product quality and uninterrupted production. Our raw material requirements are planned based on production schedules and customer orders, and we store the materials at our facility as required for our operations.

Set out this table below is the concentrated purchase for the Fiscal 2026, Fiscal 2025 and Fiscal 2024:

(₹ in lakhs)

Concentrated suppliers	Fiscal 2026		Fiscal 2025		Fiscal 2024	
	Amount	In % Total Purchase	Amount	In % Total Purchase	Amount	In % Total Purchase
Top 1 supplier	2,213.12	13.46%	3,360.16	16.09%	4,561.56	28.06%
Top 3 suppliers	3,802.81	23.13%	8,113.55	38.86%	7,058.43	43.42%
Top 5 suppliers	4,984.99	30.32%	9,727.55	46.59%	8,458.61	52.04%
Top 10 suppliers	6,412.14	39.01%	11,485.53	55.01%	10,796.12	66.42%

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

QUALITY CERTIFICATIONS

We maintain a structured quality management system across our manufacturing operations, covering every stage of the production process from raw material inspection to final product testing. Our internal procedures are designed to ensure that every product manufactured at our facility meets the required quality standards and complies with applicable explosives regulations before it reaches our customers.

Our facility operates under defined standard operating procedures, supported by regular internal audits, process reviews, and employee training programmes. These measures ensure consistency in our manufacturing output, minimise the risk of defects, and enable us to respond promptly to any quality-related concerns.

Our quality management systems are certified to the ISO 9001:2015 standard, specifically for the manufacture and export of industrial and civil explosives and related accessories. This certification confirms that our quality processes meet internationally recognised standards and provides our customers, regulators, and business partners with the assurance that our products are manufactured to a consistently high standard.

OUR CUSTOMERS

The following table sets out the details of customer revenue concentration for the Fiscal 2026, Fiscal 2025 and Fiscal 2024:

Concentrated Customers	Fiscal Year 2026		Fiscal Year 2025		Fiscal Year 2024	
	Amount	In % of Revenue from Operation	Amount	In % of Revenue from Operation	Amount	In % of Revenue from Operation
Top 1 customer	1,100.65	4.74%	5,182.89	17.86%	1,988.09	7.93%
Top 3 customer	2,452.29	10.57%	7,717.89	26.60%	4,006.69	15.97%
Top 5 customer	3,572.33	15.39%	9,337.89	32.18%	5,612.81	22.38%
Top 10 customer	5,109.39	22.01%	11,617.89	40.04%	8,715.54	34.75%

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

MACHINERY & EQUIPMENTS

We operate a well-equipped and purpose-built explosives manufacturing facility supported by a comprehensive range of specialised machinery and process equipment across multiple production lines. Our facility encompasses three dedicated emulsion and slurry explosive process lines established progressively from 2003 to 2014 each equipped with oxidiser blending vessels of 2,000 litre capacity, emulsion and slurry blenders, fuel blender vessels, hydraulic power pack units, cartridging machines with extruder cooling systems, air compressors with receivers and dryers, chilling compressors, cooling towers, and servo stabilisers. A dedicated Bulk Emulsion Matrix line, established in 2014, is further equipped with oxidiser vessels, blenders, matrix storage tanks of 16,000 litre capacity, and helical screw pump systems designed for bulk explosive preparation and delivery.

Our PETN manufacturing capability is supported by two dedicated production lines PETN I and PETN III, established in 2001 and 2014 respectively, each equipped with nitrators, granulators, dissolvers, condensers, acetone recovery vessels, nutsche filters, drowning tanks, and acid storage tanks of 20,000 litre capacity, along with chilling compressors and cooling towers. Our detonating fuse manufacturing lines spanning DF3, DF3A, DF3B, and DF3C are equipped with spinning machines, coating extruders, reeling and winding units, online printing machines, and crushing machines, supported by dedicated cooling towers across lines.

Our utility infrastructure includes two industrial boilers supplied by Veesons Energy Systems, water softeners, main water storage tanks, and two effluent treatment plants fitted with electromagnetic flow meters and cooling towers ensuring uninterrupted process support and responsible management of effluents across all manufacturing operations. With this diversified and well-maintained machinery base, our facility is adequately equipped to handle the full range of our explosive product manufacturing requirements across commercial, quarrying, and infrastructure applications.

CAPACITY UTILIZATION

The table below presents details of the capacity utilization of our manufacturing components facility, calculated based on the Installed capacity and actual production for the three fiscal years mentioned below:

Product	Unit	As of / for the year ended March 31, 2026			As of / for the year ended March 31, 2025			As of / for the year ended March 31, 2024		
		Installed Capacity	Actual Production	Capacity Utilisation (%)	Installed Capacity	Actual Production	Capacity Utilisation (%)	Installed Capacity	Actual Production	Capacity Utilisation (%)
Nitrate Mixture – Slurry & Emulsion	MT	50,000	30,572.25	61%	40,000	27,551.25	69%	40,000	31,249.75	78%

Explosives (cartridged)										
Bulk Emulsion Matrix (SME)	MT	25,000	0	0%	25,000	0	0%	25,000	0	0%
Pentaerythritol Tetranitrate (PETN) (4)	MT	2000	348.42	17%	1500	526.98	35%	1500	393.18	26%
Detonating Fuse	million meters	100	25.19	25%	100	34.03	34%	100	29	29%
Cast Boosters	MT	20	0	0%	20	0	0%	20	0	0%

**As certified by M/s Axium Valuation Services LLP, Chartered Engineer by their certificate dated September 29, 2026.*

SALES & MARKETING

We position ourselves as a reliable and full-service explosives manufacturer serving the mining, quarrying, and infrastructure applications. Our integrated product range spanning packaged emulsion and slurry explosives, bulk explosives, detonating cord and PETN, enables us to serve as a single, dependable source for all explosive and initiation requirements of our customers. Our sales and marketing approach is built on three core pillars: product quality, regulatory compliance, and responsive technical support.

Our customer base spans four primary segments Public Sector Undertakings and large mining enterprises, infrastructure and construction corporations, private mining and quarrying operators, and export markets. We participate in government and PSU tenders to secure long-term institutional supply contracts, serve private mining and quarrying customers through our regional dealer and distributor network, and grow our export presence across Southeast Asia, the Middle East, and Africa through direct customer relationships and channel partnerships.

We intend to strengthen our market position by expanding our authorised dealer and distributor network into high-potential mining regions in Central and Eastern India, growing our institutional customer base through active tender participation, and increasing our export revenue through targeted entry into new overseas markets. We also intend to deepen existing customer relationships by offering value-added technical services alongside our product supply

COMPETITION

The commercial explosives industry in India is characterised by stringent regulatory requirements and high entry barriers. We compete with domestic manufacturers engaged in the production of emulsion explosives, detonating cord, PETN, and initiation systems. Competition in our industry is primarily influenced by product quality, supply reliability, pricing, regulatory compliance, and the strength of long-term customer relationships. Given the safety-critical nature of our products, customers place significant emphasis on the track record and credibility of their suppliers — factor that we believe favours established, licensed manufacturers. We seek to strengthen our competitive position through our captive PETN manufacturing capability, integrated product portfolio, and our consistent record of meeting the quality and delivery requirements of our customers.

LOGISTICS

Our logistics operations are supported by our own transport vehicles, which are used to move raw materials to our manufacturing facility at Thalugai, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu, and to deliver finished products such as slurry explosives, emulsion explosives, PETN and detonating fuse to our customers, including mining, quarrying and infrastructure customers. Our transport division oversees dispatch and monitors the order-to-delivery process, from loading at the facility to delivery at the customer's site, to ensure timely and safe delivery. Our owned fleet gives us control over the scheduling and safety of our transportation and distribution activities.

TECHNOLOGY AND OPERATIONS

Our business operations are supported by a structured information technology framework designed to ensure operational efficiency, accurate record-keeping, and regulatory compliance. We use Tally Prime as our primary business management and accounting software, which enables us to manage financial transactions, inventory, statutory filings, and financial reporting in an organised and timely manner.

Domain & Web Hosting

Our Company operates its website under the domain name vetrivelexplosives.com, which serves as our primary digital presence and is used to provide information regarding our business operations, products, and corporate matters to customers, investors, and other stakeholders. The website is regularly maintained and updated to ensure accurate and current information is accessible to all users. The domain is utilised for our business communication and information dissemination purposes, supporting our engagement with customers, distributors, and other business partners across domestic and international markets.

INTELLECTUAL PROPERTY

As on date of this Draft Red Herring Prospectus, our Company has made an application for the following trademark with the Registrar of Trademarks:

S. No.	Trademark/Copyright	Class	Nature of Trademark/Copyright	Trademark No. & Application Date	Status
1.		13	Device	8022687 & 25/09/2026	Send to Vienna Codification

As on the date of this Draft Red Herring Prospectus, our Company has applied the following trademark with the Registrar of Trademarks under the Trademarks Act, 1999:

S. No.	Trademark/Copyright	Class	Nature of Trademark/Copyright	Trademark No. & Date of Issue	Status
1.	SUN PRIME	13	Word	1328200 & 24/12/2024	Registered
2.	SUN CORD	13	Word	1328198 & 24/12/2024	Registered
3.	SUN 90 (E)	13	Word	1328199 & 24/12/2024	Registered
4.	SUN DET	13	Word	1923870 & 18/02/2020	Registered
5.		13	Device	1635289 & 27/12/2017	Registered

HUMAN RESOURCE

As on the date of this Draft Red Herring Prospectus, our Company has **39** on-roll employees. The department-wise breakdown of our workforce as of July 31, 2026 is provided below:

S. No.	Division/Department	Headcount
1.	Account & Finance	8
2.	HR & Administration	3
3.	Dispatch & Logistic	3
4.	Operation & Execution	3
5.	Management	4

6.	Purchase	4
7.	Sales & Marketing	7
8.	Inventory	2
9.	Maintenance	2
10.	Support Staff	3
Total		**39**

Contractual Employees

For the month of July 2026, we engaged 49 contractual employees on a need-based basis to support our project execution, manufacturing operations and ancillary functions. These employees are sourced through third-party manpower service providers, pursuant to agreements entered into with them, in compliance with applicable labour laws and regulations. Our Company ensures that all statutory obligations, including payment of wages and provident fund contributions, are duly complied with.

Employee Statutory Contributions

Please find below the details of employees registered with Employee Provident Fund and Employee State Insurance Corporation as on July 31, 2026.

Particulars	For the Period of July 31, 2026	
	No. of Employees	Amount Paid *(in ₹ lakhs)*
EPFO	25	0.29
ESIC	12	0.09

Employee Strength and Attrition

The table below sets forth the details of employee strength and attrition for the last three (3) financial years:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Employees at the beginning of the period	38	36	36
Additions during the period	0	2	0
Deletions during the period	1	0	0
Employees at the end of the period	37	38	36
Attrition rate (%)	2.67%	0.00%	0.00%

**Attrition rate has been calculated on the average number of employees during the respective financial year.*
***As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

EMPLOYEE & RELATED COSTS/EXPENSES

The employee and related costs/expenses with percentage of revenue for 3 fiscal years are as follows:

Particulars	Fiscal 2026	Fiscal 2025	Fiscal 2024
Employee Benefit Expenses	1,635.54	1,732.03	1,645.39
Total Revenue	23,209.77	29,015.68	25,082.11
% of Employee costs against the revenue	7.05%	5.97%	6.56%

**As certified by Chartered Accountants, by their certificate dated September 30, 2026.*

The Employee Benefit expenses include Salary and Wages paid to Employees including contribution to welfare funds such as employee provident fund, ESI, remuneration paid to directors, gratuity expenses and staff welfare expenses on day-to-day basis.

IMMOVABLE PROPERTY

As on date of this Draft Red Herring Prospectus, our Company's Leased properties are set out below:

S. No.	Address	Usage	Rent (₹)	Name of lessor	If lessor is a related party or not	Tenure
1.	1st Floor, Balaji Towers, 83/2, Ramakrishna Road, Salem - 636007.	Registered Office	1,00,000 p.m.	Mr. P. Vimalan	No	5 years (From 13-05-2026 to 28-02-2031)

As on date of this Draft Red Herring Prospectus, our Company's Owned properties are set out below:

S. No.	Address	Usage
1.	Thalugai Majara, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu	Manufacturing facility
2.	No. 113, Survey no, 29/1A, Annadhanapatty Village, Salem, Tamil Nadu	Vacant Land
3.	Survey Nos. S.F. No. 898, 899 and 905, Chinnamarudhoor Village, Moolanur Union, Moolanur Sub-Registration District, Tirupur Registration District, Tamil Nadu	Vacant Land
4.	Plot No. 121, comprised in No. 11, Survey No. 25/30, Patta No. 292, Kiliyur Village and Yercaud Panchayat Union, Yercaud Sub-Registration District, Tamil Nadu	Vacant Land

INSURANCE

We maintain insurance coverage that we consider adequate for our business and operations, in line with industry practice. Our insurance policies include employee compensation insurance, fire insurance, industrial all risk insurance and vehicle insurance.

Our employee compensation insurance covers our workmen against liability for injury, disablement or death arising out of and in the course of employment, as required under applicable law. Our fire insurance covers our manufacturing facility, buildings, plant and machinery, and stock against loss or damage caused by fire and allied perils such as lightning, explosion, riot, strike and natural calamities. Our industrial all risk insurance provides wider protection for our plant and machinery, buildings and stock against accidental loss or damage, including breakdown of equipment. Our vehicle insurance covers our transport vehicles against accidents, damage and third-party liability.

AWARDS & RECOGNITION

Please see "***History and Certain Other Corporate Matters- Awards and Accreditations***" on page 126 , respectively, for details of the key awards and recognition received by us.

COLLABORATIONS/ JOINT-VENTURES (JVs)

Please see "***History and Certain Other Corporate Matters- Joint Venture***" on page 126, respectively, for details of the Joint Venture of company.

EXPORT OBLIGATION

Our Company does not have any export obligation, as on date of this Draft Red Herring Prospectus.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the financial year 2025–26, our Company incurred a total CSR expenditure of ₹21.21 lakhs. In the preceding financial years, the Company incurred CSR expenditure of ₹15.00 lakhs and ₹11.87 lakhs during FY2024–25 and FY2023–24, respectively.

KEY INDUSTRIAL REGULATIONS AND POLICIES

*In carrying on our business as described in the section titled "**Our Business**" on page 102, our Company is regulated by the following legislations in India. The following description is a summary of the relevant regulations and policies as prescribed by the Government of India and other regulatory bodies that are applicable to our business. The information detailed in this chapter has been obtained from the various legislations, including rules and regulations promulgated by the regulatory bodies and the bye laws of the local authorities that are available in the public domain. The regulations and policies set out below may not be exhaustive and are only intended to provide general information to the investors and are neither designed nor intended to be a substitute for professional legal advice. For details of Government Approvals obtained by the Company in compliance with these regulations, see "**Government and Other Statutory Approvals**" on page 184.*

Our business is governed by various central and state legislations that regulate the substantive and procedural aspects of our Company's businesses. Our Company is required to obtain and regularly renew certain licenses/ registrations and/or permissions required statutorily under the provisions of various Central and State Government regulations, rules, bye-laws, acts and policies.

Given below is a brief description of the certain relevant legislations that are currently applicable to the business carried on by our Company:

A. **Industry Related Laws**

The Explosives Act, 1884 ("Explosives Act")

The Explosives Act regulates the manufacture, possession, use, sale, transport, import and export of explosives in India. The term 'explosive' is defined widely to include gunpowder, nitroglycerine, TNT, PETN, lead azide, and any substance used or manufactured to produce a practical effect by explosion, including fuses, detonators and cartridges. The Central Government may make rules regulating these activities through licences, and the Act bars certain persons, including those below eighteen (18) years of age and those convicted of specified offences, from dealing in explosives. Authorised officers have powers of inspection, search, seizure and detention. The occupier of any place where explosives are manufactured, stored or used, and the person in charge of any carriage conveying them, must report any accident by explosion or fire causing loss of life or injury to the nearest magistrate or police station and to the Chief Controller of Explosives. Licences may be suspended or revoked for breach of their conditions, the Act or the rules. Contraventions are punishable with imprisonment, fine or both, and may lead to forfeiture of the explosives involved.

The Explosives Rules, 2008 ("Explosives Rules")

The Explosives Rules, framed under the Explosives Act, are administered by the Petroleum and Explosives Safety Organisation ("PESO"), headed by the Chief Controller of Explosives, under the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India. The Explosives Rules classify explosives into classes and divisions and prohibit their manufacture, possession, sale, use, transport, import or export except under a licence. They prescribe, among other things, the procedure for grant, amendment, renewal, transfer, suspension and cancellation of licences; prior approval of site and construction plans of factories and magazines; safety distances; construction, lightning protection and maintenance of magazines; maximum permissible quantities; packing and marking; maintenance of records and periodic returns; and sale and delivery only to licensed persons. The Explosives Rules also regulate road transport of explosives, requiring road vans to be licensed in Form LE-7 and to comply with prescribed conditions on construction, fire-fighting equipment, placarding, escort and quantity, and provide for licensing the manufacture of site mixed explosives through bulk explosive mixing and delivery vehicles at the place of use. Licences are valid for the period specified and must be renewed on or before expiry.

The Explosive Substances Act, 1908 ("Explosive Substances Act")

The Explosive Substances Act provides for the punishment of persons who unlawfully and maliciously cause, attempt to cause or conspire to cause an explosion likely to endanger life or cause serious injury to property, and of persons who make or knowingly have in their possession or under their control any explosive substance under such circumstances as to give rise to a reasonable suspicion that it is not for a lawful object. For the purposes of the Explosive Substances Act, 'explosive substance' includes any materials for making any explosive substance and any apparatus, machine, implement or material used, or intended to be used, or adapted for causing or aiding in causing any explosion.

The Boilers Act, 2025 ("Boilers Act")

The Boilers Act, which came into force on May 1, 2025 and repealed the Boilers Act, 1923, provides for the regulation of boilers, the safety of life and property of persons from the danger of explosions of steam-boilers, and uniformity in registration and inspection during the manufacture, erection and use of boilers in India. Under the Boilers Act, no owner of a boiler shall use or permit the use of a boiler unless it has been registered and a certificate authorising its use, issued by the Chief Inspector of Boilers of the relevant State following inspection, is in force. Such certificate is valid for the period specified therein, upon the expiry of which the boiler is required to be re-inspected and the certificate renewed. The Boilers Act further requires the owner to report any accident to a

boiler to the Inspector within twenty-four (24) hours, requires the construction, repair and alteration of boilers to be carried out by certified welders and competent persons, and prescribes penalties, including imprisonment and fine, for contravention of its provisions.

The Legal Metrology Act, 2009 ("Legal Metrology Act")

The Legal Metrology Act seeks to establish and enforce standards of weights and measures and to regulate trade and commerce in weights, measures and other goods which are sold or distributed by weight, measure or number. The Legal Metrology Act requires every weight or measure used in any transaction or for protection to be verified and stamped by the Legal Metrology authorities, and to be re-verified at such periodic intervals as may be prescribed. In the State of Tamil Nadu, the Tamil Nadu Legal Metrology (Enforcement) Rules, 2011 prescribe, among other things, the procedure, fees and periodicity for the verification and re-verification of weights and measures. Contravention of the provisions of the Legal Metrology Act may attract penalties in the form of fine, imprisonment or both.

The Factories Act of 1948 ("Factories Act")

The Factories Act seeks to regulate labour employed in factories and makes provisions for the safety, health and welfare of the workers. The Factories Act, 1948 ("Factories Act") defines a factory to be any premises including the precincts thereof, on which on any day in the previous twelve (12) months, ten (10) or more workers are or were working and in which a 'manufacturing process' is being carried on or is ordinarily carried on with the aid of power; or where at least twenty (20) workers are or were working on any day in the preceding twelve (12) months and on which a manufacturing process is being carried on or is ordinarily carried on without the aid of power. State governments prescribe rules with respect to the prior submission of plans, their approval for the establishment of factories and the registration and licensing of factories. The Factories Act provides that the occupier of a factory (defined as the person who has ultimate control over the affairs of the factory and in the case of a company, any one of the directors) shall ensure the health, safety and welfare of all workers while they are at work in the factory, especially in respect of safety and proper maintenance of the factory such that it does not pose health risks, the safe use, handling, storage and transport of factory articles and substances, provision of adequate instruction, training and supervision to ensure workers health and safety, cleanliness and safe working conditions. If there is a contravention of any of the provisions of the Factories Act or the rules framed there under, the occupier and manager of the factory may be punished with imprisonment or with a fine or with both.

B. Laws Relating to Employment

The Industrial Relations Code, 2020

The Industrial Relations Code, 2020 consolidates and amends the Trade Unions Act, 1926, the Industrial Employment (Standing Orders) Act, 1946 and the Industrial Disputes Act, 1947, and came into force on November 21, 2025. The IR Code regulates trade unions, conditions of employment in industrial establishments, and the investigation and settlement of industrial disputes. Among other things, it requires industrial establishments employing three hundred (300) or more workers to prepare standing orders, requires prior permission of the appropriate government for lay-off, retrenchment and closure in industrial establishments employing three hundred (300) or more workers, recognises fixed-term employment, provides for a worker re-skilling fund, and mandates the constitution of a grievance redressal committee in industrial establishments employing twenty (20) or more workers.

Code on Wages, 2019

The Code on Wages, 2019, is a comprehensive legislation that consolidates and simplifies four central labour laws: the Payment of Wages Act, 1936; the Minimum Wages Act, 1948; the Payment of Bonus Act, 1965; and the Equal Remuneration Act, 1976. Its primary objective is to create a uniform and streamlined framework for wage-related regulations across all sectors of employment. A key feature of the Code is the universalization of minimum wage and timely wage payment provisions, making them applicable to all employees, including those in the unorganized sector, thereby removing previous wage ceilings and employment-specific limitations. The Code introduces the concept of a national "floor wage" to be determined by the Central Government, which will serve as a baseline that state-level minimum wages cannot fall below. Furthermore, it prohibits gender discrimination in matters of wages and recruitment for the same or similar nature of work, codifies the rules for annual bonus payments, and specifies clear timelines for wage payments and permissible deductions. The enforcement mechanism is also revamped, introducing the role of an "Inspector-cum-Facilitator" to advise employers and employees, alongside traditional inspection functions, aiming for a more transparent and less adversarial compliance system.

Code on Social Security, 2020

The Code on Social Security, 2020, is a comprehensive legislation designed to consolidate and amend nine central labour enactments related to social security, including those governing provident funds, employee insurance, maternity benefits, and gratuity. Its most significant objective is to universalize social security benefits by extending coverage to the vast unorganized sector, as well as to gig and platform workers, who were previously largely outside the traditional safety net. The Code establishes a framework for this expansion through the mandatory registration of all workers on a national portal and the creation of a dedicated Social Security

Fund to finance schemes for them. While streamlining the administration of existing statutory schemes like the EPF and ESI, the Code's core purpose is to create a single, unified structure to provide a social security umbrella for the entire Indian workforce, adapting to the changing nature of work in the modern economy. The Code on Social Security, 2020 came into force on November 21, 2025 and subsumes, among others, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and the Employees' State Insurance Act, 1948. Establishments to which the schemes framed thereunder apply are required to be registered with the Employees' Provident Fund Organisation and the Employees' State Insurance Corporation, and to deduct and remit the contributions of employers and eligible employees within the prescribed timelines.

The Occupational Safety, Health and Working Conditions Code, 2020

The Occupational Safety, Health and Working Conditions (OSH) Code, 2020, is a comprehensive legislation that consolidates and replaces 13 central labour laws, including The Factories Act, 1948; The Mines Act, 1952; The Dock Workers (Safety, Health and Welfare) Act, 1986; The Building and Other Construction Workers Act, 1996; The Plantations Labour Act, 1951; The Contract Labour Act, 1970; The Inter-State Migrant Workmen Act, 1979; The Working Journalist and other Newspaper Employees Act, 1955; The Working Journalist (Fixation of Rates of Wages) Act, 1958; The Motor Transport Workers Act, 1961; The Sales Promotion Employees Act, 1976; The Beedi and Cigar Workers Act, 1966; and The Cine-Workers and Cinema Theatre Workers Act, 1981. Its primary objective is to create a single, uniform regulatory framework for a wide range of establishments. The Code simplifies compliance for employers by introducing a single registration and license system and clearly defines the duties of both employers and employees regarding workplace safety. Furthermore, it establishes advisory boards, introduces specific welfare provisions for contract and migrant workers, and permits women to work at night with their consent and adequate safety. By shifting the enforcement mechanism towards an "Inspector-cum-Facilitator" model, the Code aims to foster a more proactive and advisory approach to ensuring safe and humane working conditions. The OSH Code came into force on November 21, 2025. The OSH Code also regulates the engagement of contract labour and, among other things, requires principal employers engaging contract labour to register their establishments, and contractors engaging such number of contract labour as may be prescribed to obtain a licence, and imposes on the principal employer the responsibility for the provision of welfare facilities and the payment of wages to contract labour in the event of default by the contractor.

C. Environmental Laws

The Environment Protection Act 1986 (the "Environment Protection Act") and Environment Protection Rules, 1986 (the "Environment Protection Rules")

The Environment Protection Act was enacted to provide a framework for co-ordination of the activities of various central and state authorities established under previous laws. The Environment Protection Act authorises the central government to protect and improve environment quality, control and reduce pollution. The Environment Protection Act specifies that no person carrying on any industry, operation or process shall discharge or emit or permit to be discharged or emitted any environment pollutants in excess of such standards as prescribed. The contravention or failure to comply with the provisions of the Environment Protection Act may attract penalties in the form of imprisonment or fine. Further, the Environment Protection Rules specifies, amongst others, the standards for emission or discharge of environmental pollutants, and restrictions on the handling of hazardous substances in different areas.

The Water (Prevention and Control of Pollution) Act, 1974 (the "Water Act") and Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")

The Water Act prohibits the use of any stream or well for the disposal of polluting matter, in violation of the standards set out by the concerned PCB. The Water Act also provides that the consent of the concerned PCB must be obtained prior to opening of any new outlets or discharges, which are likely to discharge sewage or effluent. The Air Act requires that any industry or institution emitting smoke or gases must apply in a prescribed form and obtain consent from the state PCB prior to commencing any activity. The state PCB is required to grant, or refuse, consent within four months of receipt of the application. The consent may contain conditions relating to specifications of pollution control equipment to be installed.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 ("Hazardous Waste Rules")

The Hazardous Waste Rules define the term 'hazardous waste' to include any waste which by reason of physical, chemical, biological, reactive, toxic, flammable, explosive or corrosive characteristics cause danger or is likely to cause danger to health or environment, whether alone or in contact with other wastes or substances including waste specified in the schedules to the Hazardous Waste Rules. In terms of the Hazardous Waste Rules, occupiers, being persons who have control over the affairs of a factory or premises or any person in possession of hazardous or other waste, have been, inter alia, made responsible for safe and environmentally sound management of hazardous and other wastes generated in their establishments and are required to obtain license/ authorization from the respective State PCB for handling, generation, collection, storage, packaging, transportation, usage, treatment, processing, recycling, recovery, pre-processing, co-processing, utlization, selling, transferring or disposing hazardous or other waste.

The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989 ("MSIHC Rules") and the Chemical Accidents (Emergency Planning, Preparedness and Response) Rules, 1996 ("Chemical Accidents Rules")

The MSIHC Rules, framed under the Environment Protection Act, apply to industrial activities involving the hazardous chemicals specified in the schedules thereto and to the isolated storage of such chemicals. An occupier of such an industrial activity is required, among other things, to identify major accident hazards, take adequate steps to prevent major accidents and limit their consequences, provide information, training and equipment to persons working on the site, and notify the concerned authority of any major accident. Where the quantity of hazardous chemicals exceeds the prescribed threshold, the occupier is additionally required to submit a safety report, carry out an independent safety audit and prepare and keep updated an on-site emergency plan. The Chemical Accidents Rules provide for the constitution of central, state, district and local crisis groups for the planning, preparedness and response to chemical accidents.

The Public Liability Insurance Act, 1991 ("PLI Act")

The PLI Act imposes liability on the owner or controller of hazardous substances to provide immediate relief to persons affected by an accident occurring while handling such hazardous substances, on a no-fault basis. The Central Government has, by notification, specified the hazardous substances covered by the PLI Act along with their threshold quantities. Every owner handling any such hazardous substance is required to take out, before commencing such handling, one or more insurance policies under which it is insured against its liability to give relief under the PLI Act, and to renew such policies from time to time. The owner is also required to contribute, along with the premium, an amount equal to such premium to the Environment Relief Fund established under the PLI Act.

D. Intellectual Property Laws

The Trademarks Act, 1999 ("Trademarks Act")

Under the Trademarks Act, a trademark is a mark capable of being represented graphically and which is capable of distinguishing the goods or services of one person from those of others used in relation to goods and services to indicate a connection in the course of trade between the goods and some person having the right as proprietor to use the mark. Section 18 of the Trademarks Act requires that any person claiming to be the proprietor of a trademark used or proposed to be used by him, must apply for registration in writing to the registrar of trademarks. The right to use the mark can be exercised either by the registered proprietor or a registered user. The present term of registration of a trademark is 10 (ten) years, which may be renewed for similar periods on payment of a prescribed renewals.

E. Foreign Investment Regulations

Foreign Exchange Management Act, 1999:

Foreign investment in India is primarily governed by the provisions of FEMA and the rules and regulations promulgated there under. Foreign Exchange Management Act, 1999 ("FEMA") was enacted to consolidate and amend the law relating to foreign exchange with the objective of facilitating external trade and for promoting the orderly development and maintenance of foreign exchange market in India. FEMA extends to whole of India. This Act also applies to all branches, offices and agencies outside India owned or controlled by a person resident in India and also to any contravention committed thereunder outside India by any person to whom the Act is applies. The Act has assigned an important role to the Reserve Bank of India (RBI) in the administration of FEMA.

Foreign Exchange Management (Non-debt Instruments) Rules, 2019 and Consolidated FDI Policy

Foreign investment in India is governed by FEMA and the Foreign Exchange Management (Non-debt Instruments) Rules, 2019 ("NDI Rules"), which the Central Government notified on October 17, 2019. It is also governed by the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 issued by the RBI, and by the Consolidated FDI Policy issued from time to time by the Department for Promotion of Industry and Internal Trade ("DPIIT"), Ministry of Commerce and Industry, Government of India. Foreign investment under the automatic route, within the prescribed sectoral caps, does not require prior approval of the Government of India or the RBI. Investment under the government route, or above the sectoral caps under the automatic route, requires prior approval of the concerned administrative ministry or department. That approval is sought through the Foreign Investment Facilitation Portal.

Foreign Trade (Development and Regulation) Act, 1992 ("FTA") the Foreign Trade (Regulation) Rules, 1993 ("FTRR") and the Foreign Trade Policy 2023 ("Foreign Trade Policy")

In India, the main legislation concerning foreign trade is the FTA. The FTA read along with relevant rules provides for the development and regulation of foreign trade by facilitating imports into, and augmenting exports from, India and for matters connected therewith or incidental thereto.

As per the provisions of the Act, the Government: -

(i) may make provisions for facilitating and controlling foreign trade;
(ii) may prohibit, restrict and regulate exports and imports, in all or specified cases as well as subject them to exceptions, if any;
(iii) is authorized to formulate and announce an export and import policy and also amend the same from time to time, by notification in the Official Gazette;
(iv) is also authorized to appoint a Director General of Foreign Trade for the purpose of the Act, including formulation and implementation of the Export-Import (EXIM) Policy.

The FTA regulates India's foreign trade by facilitating imports and promoting exports, and empowers the Central Government to formulate the foreign trade policy. It requires importers and exporters to obtain an Importer-Exporter Code ("IEC") and provides for penalties, suspension or cancellation of IEC for specified violations. The FTRR prescribes the licensing framework for imports and exports. The current Foreign Trade Policy, 2023 ("FTP 2023"), effective from April 1, 2023, focuses on export promotion and ease of doing business, including the EPCG and duty exemption/remission schemes, e-commerce exports, and other trade facilitation measures.

Foreign Trade Policy

The Foreign Trade Policy provides that no export or import can be made by a person without an Importer-Exporter Code unless such person is specifically exempted. The policy provides for fast track clearance facility for certain units, and permits the sharing of infrastructure facilities, inter unit transfer of goods and services, setting up of warehouses near the port of export and the use of duty free equipment for training purposes.

Export (Quality Control and Inspection) Act, 1963

The Export (Quality Control and Inspection) Act, 1963 provides for the sound development of export trade in India through quality control and inspection by setting up the Export Inspection Council.

Export of Goods and Services Regulations, 2015

The Export of Goods and Services Regulations require every exporter of goods to furnish to the relevant custom authorities, a declaration in one of the forms prescribed, declaring the amount representing the full export value of the goods; or if the full export value is not ascertainable at the time of export, the value which the exporter, having regard to the prevailing market conditions expects to receive on the sale of the goods in overseas market, and affirming that the full export value of goods (whether ascertainable at the time of export or not) has been or within the specified period will be paid in the specified manner. The amount representing the full export value of goods exported shall be realised and repatriated to India within six months from the date of export.

F. Taxation Laws

Income Tax Act, 2025

Income Tax Act, 2025 is applicable to every domestic or foreign company whose income is taxable under the provisions of this Act or rules made under it depending upon its "Residential Status" and "Type of Income" involved. Under section 263(1) every Company is required to file its income tax return for every previous year by October 31 of the assessment year. Other compliances like those relating to tax deduction at source, fringe benefit tax, advance tax, and minimum alternative tax and the like are also required to be complied with by every company.

Goods and Service Tax (GST)

Goods and Services Tax (GST) is levied on supply of goods or services or both jointly by the Central and State Governments. GST provides for imposition of tax on the supply of goods or services and will be levied by Centre on intra-state supply of goods or services and by the States including Union territories with legislature/ Union Territories without legislature respectively. A destination-based consumption tax GST would be a dual GST with the center and states simultaneously levying tax with a common base. The GST law is enforced by various acts viz. Central Goods and Services Act, 2017 (CGST), State Goods and Services Tax Act, 2017 (SGST), Union Territory Goods and Services Tax Act, 2017 (UTGST), Integrated Goods and Services Tax Act, 2017 (IGST) and Goods and Services Tax (Compensation to States) Act, 2017 and various rules made thereunder.

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. The professional taxes are charged on the incomes of individuals, profits of business or gains in vocations. The 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. In the State of Tamil Nadu, profession tax is levied and collected by local bodies, including village panchayats under the Tamil Nadu Panchayats Act, 1994, from persons engaged in any profession, trade, calling or employment within their respective limits, and employers are required to deduct profession tax from the salaries of their employees and remit the same to the concerned local body.

G. Other Applicable Laws

***The Companies Act, 2013* (“Companies Act”)**

The Companies Act deals with laws relating to companies and certain other associations. The Companies Act primarily regulates the formation, financing, functioning, and winding up of companies. The Companies Act prescribes regulatory mechanism regarding all relevant aspects, including organizational, financial, and managerial aspects of companies. It deals with issue, allotment and transfer of securities and various aspects relating to company management. It provides for standard of disclosure in public issues of capital, particularly in the fields of company management and projects, information about other listed companies under the same management, and management perception of risk factors.

The Indian Contract Act, 1872 (“Contract Act”)

The Indian Contract Act lays down the essentials of a valid contract, it provides a framework of rules and regulations that govern the validity, execution and performance of a contract and 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. The Contract Act consists of limiting factors subject to which contract may be entered into, executed and the breach enforced. The contracting parties themselves decide the rights and duties of parties and terms of agreement.

Shops and Establishments Legislations

Under the provisions of local shops and establishments legislations applicable in the states in which such establishments are set up, establishments are required to be registered. Such legislations regulate the working and employment conditions of the workers employed in shops and establishments including commercial establishments and provide for fixation of working hours, rest intervals, overtime, holidays, leave, termination of service, maintenance of shops and establishments and other rights and obligations of the employers and employees. Our offices, stores and warehouses have to be registered under the shops and establishments legislations of the states where they are located. In the State of Tamil Nadu, the Tamil Nadu Shops and Establishments Act, 1947 and the rules framed thereunder regulate the conditions of work and employment in shops and commercial establishments, including offices, and require such establishments to be registered with the Labour Department of the State Government.

Sale of Goods Act, 1930 (the “Sale of Goods Act”)

The Sale of Goods Act governs contracts relating to sale of goods in India. The contracts for sale of goods are subject to the general principles of the law relating to contracts. A contract of sale may be an absolute one or based on certain conditions. The Sale of Goods Act contains provisions in relation to the essential aspects of such contracts, including the transfer of ownership of the goods, delivery of goods, rights and duties of the buyer and seller, remedies for breach of contract and the conditions and warranties implied under a contract for sale of goods.

The Motor Vehicles Act, 1988 (“Motor Vehicles Act”) and the Central Motor Vehicles Rules, 1989 (“CMV Rules”)

The Motor Vehicles Act regulates all aspects of motor vehicles in India, including the registration of vehicles, the grant of permits, certificates of fitness, the licensing of drivers and compulsory third-party insurance. The CMV Rules contain specific provisions governing the transport of goods of a dangerous or hazardous nature, which require, among other things, that vehicles carrying such goods display the prescribed class labels and emergency information panels and are fitted with the prescribed safety equipment, that such vehicles are driven by drivers who meet the prescribed qualifications and training requirements, and that the consignor furnishes the transporter with the requisite information in respect of the goods being transported. Vehicles used for the transport of explosives are also required to comply with the requirements under the Explosives Act and the Explosives Rules.

Competition Act, 2002 (“Competition Act”)

The Competition Act aims to prevent anti-competitive practices that cause or are likely to cause an appreciable adverse effect on competition in the relevant market in India. The Competition Act regulates anti-competitive agreements, abuse of dominant position and combinations. The Competition Commission of India **(“Competition Commission”)** which became operational from May 20, 2009, has been established under the Competition Act to deal with inquiries relating to anti-competitive agreements and abuse of

dominant position and regulate combinations. The Competition Act also provides that the Competition Commission has the jurisdiction to inquire into and pass orders in relation to an anti-competitive agreement, abuse of dominant position or a combination, which even though entered into, arising, or taking place outside India or signed between one or more non-Indian parties, but causes an appreciable adverse effect in the relevant market in India. The Competition (Amendment) Act, 2023 introduced, among other things, settlement and commitment mechanisms and a deal value threshold, in force from September 10, 2024, under which a transaction with a value exceeding ₹2,000 crore requires prior approval of the Competition Commission where the target has substantial business operations in India.

The Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act")

The MSMED Act was enacted to promote and enhance the competitiveness of Micro, Small and Medium Enterprises ("MSME"). A National Board shall be appointed and established by the Central Government for MSME enterprises with its head office at Delhi. The term "enterprise" under the Act covers, inter alia, enterprises engaged in the manufacture or production of goods pertaining to any industry mentioned in the First Schedule to the Industries (Development and Regulation) Act, 1951. The Government, in the Ministry of Micro, Small and Medium Enterprises, had earlier issued a notification dated June 1, 2020 revising the definitions and criteria for classification of MSMEs, which came into effect from July 1, 2020. Pursuant to the Union Budget 2025-26, the Government further revised the investment and turnover thresholds for classification of MSMEs with effect from April 1, 2025. The revised criteria are as follows: "Micro enterprise", where the investment in plant and machinery or equipment does not exceed ₹2.5 crore and turnover does not exceed ₹10 crore; "Small enterprise", where the investment in plant and machinery or equipment does not exceed ₹25 crore and turnover does not exceed ₹100 crore; "Medium enterprise", where the investment in plant and machinery or equipment does not exceed ₹125 crore and turnover does not exceed ₹500 crore.

Municipality and Panchayat Laws

State governments are empowered to endow municipalities with such powers and authority as may be necessary to enable them to perform functions in relation to permitting the carrying on of trade and operations. Accordingly, State governments have enacted laws authorizing municipalities to regulate use of premises, including regulations for issuance of a trade license to operate, along with prescribing penalties for non-compliance. In the State of Tamil Nadu, the Tamil Nadu Panchayats Act, 1994 empowers village panchayats, among other things, to regulate and license certain trades and industrial activities carried on within their limits and to levy taxes, including property tax and profession tax.

The Insolvency and Bankruptcy Code, 2016 (the "Code")

The Insolvency and Bankruptcy Code, 2016 cover Insolvency of companies, Limited Liability partnerships (LLPs), unlimited liability partnerships, and individuals. The IBC 2016 has laid down a collective mechanism for resolution of insolvencies in the country by maintaining a delicate balance for all stakeholders to preserve the economic value of the process in a time bound manner. The code empowers any creditor of a Corporate Debtor (CD), irrespective of it being a Financial Creditor (FC) or Operational Creditor (OC) or secured or unsecured creditor, or the Corporate Debtor itself, to make an application before the Adjudicating Authority (AA) to initiate Corporate Insolvency Resolution Process (CIRP) against a Corporate Debtor, at their discretion, in the event of there being a default by the Corporate Debtor in payment of their dues for an amount as specified from time to time. On initiation of the said CIRP, a resolution to be sought for the company within a time bound time period of 180 days.

Fire Safety Legislations (the "Fire Safety Legislations")

Fire safety legislations enacted by several states in India provide for, amongst other things, the establishment of state fire services departments in respective State. Under these laws, owners of certain premises or certain class of premises, which are used for purposes which may cause a risk of fire, are required to obtain an approval from the relevant authority of such fire services department. Owners are further required to implement adequate fire prevention and safety measures and appoint a fire safety officer for inspection of premises from time to time, as may be prescribed under applicable law. Further, restrictions have been imposed on the working of high-risk premises in case these approvals are not acquired or for other violations of the provisions of the fire safety laws.

H. Other Laws

In addition to the above, our Company is required to comply with the provisions of the Prevention of Corruption Act, 1988, Rent Control Act, Information technology act and other applicable laws and regulations imposed by the Central and State Governments and other authorities for its day-to

HISTORY AND CERTAIN CORPORATE MATTERS

Brief History of Our Company

Our Company "Vetrivel Explosives Limited" was originally incorporated as a private limited company under the Companies Act, 1956 with the Registrar of Companies ("ROC"), Coimbatore pursuant to Certificate of Incorporation dated November 24th, 1999. Subsequently, our Company was converted into Public Limited Company and name of company was changed from "Vetrivel Explosives Private Limited" to "Vetrivel Explosives Limited" pursuant to a special resolution passed by our shareholders at the Extra Ordinary General Meeting held on September 16, 2026 and a fresh certificate of incorporation was issued by the Registrar of Companies, Central Processing Centre dated September 26, 2026. The CIN of the Company is U24292TZ1999PLC009092.

Change in registered office of our Company

Our Company was originally incorporated with its registered office at 135-F, Kennedy Nagar, Salem-636005, Tamil Nadu, India. Details of subsequent change in the registered office of our Company is set as below:

Effective Date	Details of Change	Reasons for Change
August 17, 2026	Change of registered office from 135-F, Kennedy Nagar, Salem-636005, Tamil Nadu, India to Balaji Towers, 1st Floor, 83/2 Ramakrishna Road, Hasthampatti, Salem- 636007 Tamil Nadu, India	Administrative Purpose

Main Objects of our Company

The main objects of our Company are as follows:

1. To carry on the business as manufactures, producers, processors, makers, convertors, importers, exporters, traders, buyers, sellers, retailers, wholesalers, suppliers, indenters, packers, movers, preserves, stocklists, agents, sub-agents, merchants, distributors, consignors, jobbers, brokers, concessionaries or otherwise deal in all kinds of explosives, ammunition, fireworks and other explosive products and accessories, whether for mining, industrial purpose or sporting purpose or for pyrotechnical display or for any other purpose.
2. To carry on the trade or business of ammunition manufactures and for that purpose to manufacture, purchase, process, transport and deal in cartridges, cartridge cases, detonators, fuses and other substances and articles required for or incidental to the carrying out of the above objects or any of them.
3. To manufacture high grade Gelatine, Gun powder and other allied products after obtaining necessary approvals under Explosive Act and other related relative acts.
4. To carry on all or any of the business of proprietors of flats, marionettes, dwelling houses, shops, offices, and clubs and for these purpose, take on lease or otherwise acquire and hold any lands or buildings or any tenure or description where ever situate, or rights or interest therein or connected therewith to prepare building sites and construct, reconstruct, pull down, alter, improve, decorate, and furnish and deal in them on Hire Purchase System or otherwise,
5. To carry on all kinds of promotion business and in particular to form, constitute, float, lend money to assist and control Companies, associations or undertakings whatsoever.
6. To carry on the business of buying, selling, letting on hire, hire purchase or easy payment systems as dealers in household or office furniture and domestic or business appliance, installations, fittings, machinery, motor-car, motor lorries and wagons and motor vehicles of all kinds whatsoever and all machinery, mechanical and other parts, tools, plants, and implements, furniture and wireless and television receivers and other things of whatsoever in nature of description capable of being used therewith or in the manufacture, maintenance of working thereof.
7. To carry on the business of merchants, importers, commission agents, forwarding agents, broker, and to establish agencies or branches anywhere and to carry on the business of shipping agents, or clearing agents and transport contractors.
8. To carry on all or any of the following business, namely of builders, contractors, decorators, merchants and dealers in stone, sand, lime, bricks, cement, timber and other building materials and other requisites job matters and house agents.
9. To carry on the business of hotel, restaurants, cafe, refreshment room and lodging house keepers, licensed bars, and sprit merchants, importers and manufacturers of aerated, mineral, artificial waters and other drinks, caterers for the public, general carriage, taxi, motor car and lorry proprietors, dairymen, ice merchants, proprietors of clubs, baths and dressing room, beauty saloons, laundries, writing news, paper rooms, libraries, grounds and places of amusement recreation, sports and entertainments, tobacco, cigars, and cigarette merchants, agents for railway, shipping and other Companies and carriers, theaters and opera box office proprietors and general agents, promoters of tourism and caterers to tourist traffic, and other business which can conveniently be carried on in connection therewith or allied thereto.
10. To manufacture all kinds of asbestos, bricks, tiles, pipes, pottery, earth ware, ceramic wares, and cement products, manufacturers and dealers in artificial stone and to carry on the business of painters.
11. To carry on the business of cloth manufacturers, weavers and dress makers.
12. To acquire by purchase, lease, exchange, hire or otherwise develop or operate land, buildings and heriditament of any tenure or description including agricultural land, mines, quarries, tea or coffee gardens, farms, orchards, groves, plantations and any estate or interest therein, and any right over or connected with land and buildings so situated and to develop or to turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining hotels, rooms, flats, houses, restaurants,

markets, shops, workshops, mills, factories, warehouses, cold storages, wharves, godowns, offices, hostels, gardens, swimming pools, play grounds, building, works and conveniences of all kinds and by leasing, hiring or disposing of the same.

Amendments to the Memorandum of Association

The following amendments have been made to the Memorandum of Association of our Company in the last ten (10) years:

Date of meeting	Type of Meeting	Nature of amendments
September 16, 2026	EGM	Change in name of the Company from "Vetrivel Explosives Private Limited" to "Vetrivel Explosives Limited" to reflect conversion of our Company from a private limited company to a public limited company.
September 16, 2026	EGM	Alteration of Clause III (A) of the Memorandum of Association of the Company, being the clause setting out the main objects of the Company, in the following manner: (i) the existing clauses (1),(2) and (3) of Clause III (A) shall remain as they are, without any change and (ii) the nine objects presently appearing at clause (1) to clause (9) of clause III C of the Memorandum of Association, headed "OTHER OBJECTS OF THE COMPANY NOT INCLUDING IN A AND B ABOVE ARE", shall be shifted in their entirety to Clause III (A) and inserted therein, immediately after the existing clause (3), as clause (4) to clause (12) respectively, in same order and without any change their wording reading as under: **(4)** To carry on all or any of the business of proprietors of flats, marionettes, dwelling houses, shops, offices, and clubs and for these purpose, take on lease or otherwise acquire and hold any lands or buildings or any tenure or description where ever situate, or rights or interest therein or connected therewith to prepare building sites and construct, reconstruct, pull down, alter, improve, decorate, and furnish and deal in them on Hire Purchase System or otherwise, **(5)** To carry on all kinds of promotion business and in particular to form, constitute, float, lend money to assist and control Companies, associations or undertakings whatsoever. **(6)** To carry on the business of buying, selling, letting on hire, hire purchase or easy payment systems as dealers in household or office furniture and domestic or business appliance, installations, fittings, machinery, motor-car, motor lorries and wagons and motor vehicles of all kinds whatsoever and all machinery, mechanical and other parts, tools, plants, and implements, furniture and wireless and television receivers and other things of whatsoever in nature of description capable of being used therewith or in the manufacture, maintenance of working thereof. **(7)** To carry on the business of merchants, importers, commission agents, forwarding agents, broker, and to establish agencies or branches anywhere and to carry on the business of shipping agents, or clearing agents and transport contractors. **(8)** To carry on all or any of the following business, namely of builders, contractors, decorators, merchants and dealers in stone, sand, lime, bricks, cement, timber and other building materials and other requisites job matters and house agents. **(9)** To carry on the business of hotel, restaurants, cafe, refreshment room and lodging house keepers, licensed bars, and sprit merchants, importers and manufacturers of aerated, mineral, artificial waters and other drinks, caterers for the public, general carriage, taxi, motor car and lorry proprietors, dairymen, ice merchants, proprietors of clubs, baths and dressing room, beauty saloons, laundries, writing news, paper rooms, libraries, grounds and places of amusement recreation, sports and entertainments, tobacco, cigars, and cigarette merchants, agents for railway, shipping and other Companies and carriers, theaters and opera box office proprietors and general agents, promoters of tourism and caterers to tourist traffic, and other business which can conveniently be carried on in connection therewith or allied thereto.

Date of meeting	Type of Meeting	Nature of amendments
		(10) To manufacture all kinds of asbestos, bricks, tiles, pipes, pottery, earth ware, ceramic wares, and cement products, manufacturers and dealers in artificial stone and to carry on the business of painters. **(11)** To carry on the business of cloth manufacturers, weavers and dress makers. **(12)** To acquire by purchase, lease, exchange, hire or otherwise develop or operate land, buildings and heriditament of any tenure or description including agricultural land, mines, quarries, tea or coffee gardens, farms, orchards, groves, plantations and any estate or interest therein, and any right over or connected with land and buildings so situated and to develop or to turn the same to account as may seem expedient and in particular by preparing building sites and by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining hotels, rooms, flats, houses, restaurants, markets, shops, workshops, mills, factories, warehouses, cold storages, wharves, godowns, offices, hostels, gardens, swimming pools, play grounds, building, works and conveniences of all kinds and by leasing, hiring or disposing of the same.

Corporate profile of our Company

For details regarding the description of our Company's activities, services, products, market, growth, technology, managerial competence, standing with reference to prominent competitors, launch of key products or services, entry in new geographies or exit from existing markets, major suppliers, distributors and customers, segment, marketing and competition, please refer to the chapters titled "***Our Business***", "***Our Management***" and "***Management's Discussion and Analysis of Financial Position and Results of Operations***" on pages 102, 131 and 162 respectively, of this Draft Red Herring Prospectus.

Major Events and Milestones

The table below sets forth some of the key events, milestones in our history since its incorporation.

Calender Year	Events
2016	Certificate of Recognition One Star Export House from Ministry of Commerce & Industry
2026	Conversion of Public Limited Company from Private Limited Company

Awards and Accreditations

Our Company has received Certificate of Recognition One Star Export House from Ministry of Commerce & Industry.

Time and Cost Overrun

Our Company has not experienced any significant time and cost overrun in setting up projects.

Defaults or Rescheduling of Borrowings with Financial Institutions/ Banks

As of date of this Draft Red Herring Prospectus, there are no defaults or rescheduling of borrowings from financial institutions or banks or conversion of loans into equity in relation to our Company.

Details regarding material acquisition or disinvestments of business / undertakings, mergers, amalgamation

Except mentioned below our Company has not acquired any business or undertaking and has not undertaken any merger, amalgamation, or revaluation of assets in last 10 years.

Proceedings in relation to Composite Scheme of Arrangement before the NCLT

The Company is party to proceedings before the National Company Law Tribunal, Division Bench-I, Chennai ("NCLT"), bearing C.A.(CAA)/65(CHE)/2026, under Sections 230 to 232 of the Companies Act, 2013, in relation to a Composite Scheme of Arrangement ("Scheme") between Vetrivel Explosives Private Limited ("Company" or "Demerged Company") and Sivasakthi Hospitality Private Limited ("Resulting Company"), together with their respective shareholders and creditors. The Scheme contemplates the demerger, transfer and vesting, on a going-concern basis, of the Hotel Undertaking, including the College Division, of the Company into the Resulting Company, while all businesses, units, divisions, undertakings and assets and liabilities of the Company other than the Hotel Undertaking including the College Division ("Remaining Business") shall continue to vest in and be owned and managed by the Company.

Under the Scheme, the Hotel Undertaking including the College Division proposed to be demerged comprises the businesses, undertakings, activities, properties and liabilities pertaining to or related to such undertaking. The stated rationale for the demerger

is to segregate the Company's businesses having different business profiles, risks, competition, financial characteristics and stakeholder requirements, and to enable the respective businesses to operate with greater management focus and independently pursue opportunities for expansion, financing and strategic collaboration. The Scheme also contemplates that the Remaining Business shall continue to belong to and be managed by the Company, and the Resulting Company shall have no liability or obligation in relation to the Remaining Business.

As consideration for the demerger, the Resulting Company shall issue and allot one fully paid-up equity share of ₹10 each for every one fully paid-up equity share of ₹10 each held in the Company by the eligible shareholders as on the Record Date. Accordingly, the Resulting Company proposes to issue and allot 1,60,00,000 equity shares of ₹10 each, aggregating to ₹16 crore, to the equity shareholders of the Company. Immediately prior to such issue, the existing issued, subscribed and paid-up equity share capital of the Resulting Company comprising 10,000 equity shares of ₹10 each shall stand cancelled and extinguished. The authorised share capital of the Resulting Company shall thereafter stand increased from ₹2 crore to ₹16 crore, divided into 1,60,00,000 equity shares of ₹10 each.

The Appointed Date under the Scheme is April 1, 2026. The Board of Directors of the Company and the Resulting Company approved the Scheme at their respective meetings held on July 6, 2026.

The NCLT, vide its order dated September 11, 2026, recorded that the requisite consents of the shareholders and creditors had been obtained and allowed the Company Application, dispensing with the meetings of the equity shareholders and creditors of the Company and the Resulting Company. In respect of the Company, the NCLT recorded 100% consent from its equity shareholders, consent representing 93.11% of the value of its secured creditors and consent from 91.11% of its unsecured creditors. In respect of the Resulting Company, 100% consent of its equity shareholders and unsecured creditors was recorded, and it had no secured creditors.

As on the date of this Draft Red Herring Prospectus, the aforesaid order dated September 11, 2026 relates to the Company Application for directions and dispensation of meetings and the Scheme is subject to obtaining the requisite further approvals and the final sanction of the NCLT, as applicable.

Defaults or re-scheduling/ restructuring of borrowings with financial institutions/banks

As on the date of this Draft Red Herring Prospectus, there have been no instances of defaults or rescheduling/restructuring of borrowings with financial institutions/ banks in respect of our borrowings.

Capacity/facility creation, location of facilities

For details regarding locations of our hospitals, see "***Our Business***" on page 102.

Launch of key products or services, entry into new geographies or exit from existing markets

For details of key products of our Company, entry into new geographies or exit from existing markets, see "***Our Business***" on page no. 102.

Revaluation of assets

Our Company has neither revalued its assets nor has issued any Equity Shares (including bonus shares) by capitalizing any revaluation reserves in the last ten years.

Holding Company

As on the date of this Draft Red Herring Prospectus, our Company does not have a holding company.

Subsidiaries of our Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any subsidiary company.

Associate or Joint ventures of our Company

As on the date of this Draft Red Herring Prospectus, our Company does not have any joint ventures or associate companies.

Strategic and Financial Partners

As on date of this Draft Red Herring Prospectus our Company does not have any strategic and financial partners.

Shareholders and Other Agreements

There are no shareholders and other material agreements, apart from those entered into in the ordinary course of business carried on or intended to be carried on by us.

Agreements with key managerial personnel or a Director or Promoters or any other employee of the Company

There are no agreements entered into except in the ordinary course of business by a Key Managerial Personnel or Director or Promoters 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.

Guarantees given by Promoters offering its shares in the Offer for Sale

Our promoters have issued no guarantee in relation to the Equity shares offered by them in this issue.

Material Agreements

That there are no other agreements/ arrangements and clauses / covenants which are material and which needs 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 offer document.

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OUR MANAGEMENT

Our Board of Directors

In terms of Companies Act and other rules & regulations frame thereunder our Company is required to have a minimum of three Directors and a maximum of up to fifteen Directors, provide that our shareholders may appoint more than Fifteen Directors after passing a Special Resolution in General Meeting.

As on the date of filling of this Draft Red Herring Prospectus, our company currently has Six (6) Directors on our Board, which includes One (1) Chairman and Managing Director, Two (2) Whole-time Directors, One (1) Non-Executive Director and Two (02) Independent Directors including one woman director.

Vijayakannan Ramalingam	-	Chairman and Managing Director
Vetrivel Ramalingam	-	Non-Executive Director
J. Senthilnathan	-	Whole time Director
J Sivanandham	-	Whole time Director
B Akilan Arumugam Bhoopathy	-	Independent Director
Soundaria R Ramakrishnan	-	Independent Director

The following table Set forth below, are details regarding our Board of Directors as on the date of this Draft Red Herring Prospectus:

Vijayakannan Ramalingam	
DIN	01876560
Date of Birth	January 23, 1978
Age	48 years
Designation	Chairman and Managing Director
Status	Executive
Qualification	Bachelor of Engineering.
No. of Years of Experience	He has over 26 years of experience.
Address	176, Main Road, Kannadi Nagar, Suramangalam, Salem-636005, Tamilnadu, India
Occupation	Business
Nationality	Indian
Date of Appointment	Director since incorporation
Term of Appointment and date of expiration of current term of office	Five years w.e.f. April 1, 2024
Other Directorships	**Indian Companies** • Krishnaswamy Homes Private Limited • Sivasakthi Hospitality Private Limited • Capexil • Sri Dhurga Power Private Limited **Foreign Companies** • Nil **Limited Liability Partnership** • Nil
Vetrivel Ramalingam	
DIN	01876584
Date of Birth	April 21, 1984
Age	42 years
Designation	Non-Executive Director
Status	Non-Executive
Qualification	Master of Science (Engineering) and Bachelor of Engineering degree in Electronics and Communication Engineering
No. of Years of Experience	He has 15 years experience in the hotel industry
Address	176A, Kennedy Nagar Salem-636005 Tamil Nadu, India
Occupation	Business
Nationality	Indian
Date of Appointment	September 21, 2026

Term of Appointment and date of expiration of current term of office	Liable to retire by rotation
Other Directorships	**Indian Companies** • Krishnaswamy Homes Private Limited • Sivasakthi Hospitality Private Limited **Foreign Companies** • Nil **Limited Liability Partnership** • Nil
J. Senthilnathan	
DIN	08689029
Date of Birth	July 5, 1973
Age	53
Designation	Whole time Director
Status	Executive
Qualification	He has completed Secondary School examination
No. of Years of Experience	He has 8 years of experience
Address	10-9/16B, Puthutheru Line-2, Vathiyar Thottam, Salem- 636502, Tamilnadu, India
Occupation	Service
Nationality	Indian
Date of Appointment	September 21, 2026
Term of Appointment and date of expiration of current term of office	Five Years w.e.f. September 21, 2026
Other Directorships	**Indian Companies** **Foreign Companies** • Nil **Limited Liability Partnership** • Nil
J Sivanandham	
DIN	08689030
Date of Birth	July 5, 1979
Age	47
Designation	Whole time Director
Status	Executive
Qualification	He has completed the course of training at Sri Sakthi Industrial Training Institute, Dharampur and passed the prescribed test in the trade of Electrician
No. of Years of Experience	He has 12 years of experience
Address	D No 10/34, Supramaniyar Kovil Theru, Salem- 636457, Tamilnadu, India
Occupation	Service
Nationality	Indian
Date of Appointment	September 21, 2026
Term of Appointment and date of expiration of current term of office	Five Years w.e.f. September 21, 2026
Other Directorships	**Indian Companies** • Trident Explosives Private Limited **Foreign Companies** • Nil **Limited s Partnership** • Nil
B Akilan Arumugam Bhoopathy	
DIN	10670386
Date of Birth	July 13, 1985

Age	41 years
Designation	Non-Executive Independent Director
Status	Independent Director
Qualification	Company Secretary
No. of Years of Experience	He has More than 10 years of Experience in the Secretarial field
Address	30/1, Vijayaragava Chariar Road, Kumarasamypatti, Salem-636007, Tamilnadu, India
Occupation	Practicing Company Secretary
Nationality	Indian
Date of Appointment	September 21, 2026
Term of Appointment and date of expiration of current term of office	Five consecutive years with effect from September 21, 2026
Other Directorships	• Shanmuga Hospital Limited
Soundaria R Ramakrishnan	
DIN	11141180
Date of Birth	October 22, 1988
Age	37 years
Designation	Non-Executive Independent Director
Status	Independent Director
Qualification	Company Secretary
No. of Years of Experience	She has more than 8 years of experience in the Secretarial field
Address	H.No 100/79 A, Kannankurichi Main Road, Chinnathiruppathy, Salem-636008, Tamilnadu, India
Occupation	Practicing Company Secretary
Nationality	Indian
Date of Appointment	September 21, 2026
Term of Appointment and date of expiration of current term of office	Five consecutive years with effect from September 21, 2026
Other Directorships	• Annai Infra Developers Limited

BRIEF BIOGRAPHIES OF OUR DIRECTORS

Vijayakannan Ramalingam, aged 48 years, is the Promoter, Chairman and Managing Director of our Company. He holds a Bachelor of Engineering degree in Chemical Engineering from Bangalore University. He has over 26 years of experience in the explosives industry. He is currently serving as the Chairman of the Chemical & Allied Products Export Promotion Council. With his extensive experience in the industry, he is responsible for overseeing the overall operations and management of our Company. His key responsibilities include supervision of manufacturing operations and production processes, procurement of raw materials, regulatory affairs and strategic business expansion.

Vetrivel Ramalingam, aged 42 years, is a Promoter and Non-Executive Director of our Company. He holds a Master of Science (Engineering) degree from The University of Leeds and a Bachelor of Engineering degree in Electronics and Communication Engineering from Anna University, Chennai. He has over 15 years of experience in the hotel industry. He is responsible for advising the management on public relations, stakeholder engagement and crisis communication, and for effectively addressing public affairs, community concerns and media interactions. He has been associated with the Company since 2018.

J. Senthilnathan, aged 53 years, is the Whole-time Director of our Company. He has completed his Secondary School Examination and has 8 years of experience in the commercial explosives industry. He is responsible for overseeing the day-to-day sales order execution, dispatch and transportation logistics, and customer deliveries, ensuring timely and uninterrupted fulfilment of customer requirements. He also coordinates with the transport division and monitors the order-to-delivery process to facilitate efficient movement of finished products and maintain continuity in business operations. He has been associated with our Company since 2018.

J. Sivanandham, aged 47 years, is the Whole-time Director of the Company. He has completed his training from Sri Sakthi Industrial Training Institute, Dharampur, and has passed the prescribed trade test in the field of Electrician. He has approximately 12 years of experience in the electrical field. He is responsible for overseeing production planning and plant operations, including maintenance of electrical systems, boilers, utilities and Effluent Treatment Plant (ETP), with a focus on ensuring optimal capacity utilisation, operational efficiency, safety and uninterrupted manufacturing activities. He also oversees compliance with applicable PESO, environmental, electrical and boiler regulations, including statutory inspections, prescribed safety standards, hazardous material handling and effluent discharge requirements. He has been associated with our company since 2014.

B. Akilan Arumugam Bhoopathy, aged 41 years, is an Independent Director of our Company. He is a qualified Company Secretary and a member of the Institute of Company Secretaries of India ("ICSI"). He is engaged in his own professional practice and has over 10 years of experience in secretarial and corporate compliance matters. He has experience in advising companies on matters

relating to the Companies Act, 2013, secretarial compliances, corporate governance, statutory filings and other regulatory requirements.

Soundaria R. Ramakrishnan, aged 37 years, is an Independent Director of our Company. She is a qualified Company Secretary and holds a Bachelor of Commerce degree from Bharathiar University, Coimbatore, and a Master of Commerce degree from Annamalai University. She is a Practising Company Secretary and has over 8 years of professional experience in the field of corporate secretarial and compliance matters.

As on the date of the Draft Red Herring Prospectus

A. None of the above-mentioned Directors are on the RBI List of willful defaulters or Fraudulent Borrowers.

B. Neither Promoters nor persons forming part of our Promoter Group, our directors or persons in control of our Company or our Company are debarred from accessing the capital market by SEBI.

C. None of the Promoters, Directors or persons in control of our Company, has been or is 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.

D. None of our Directors are/were director of any company whose shares were delisted from any stock exchange(s) up to the date of filling of this Draft Red Herring Prospectus.

E. None of Promoters or Directors of our Company are a fugitive economic offender.

F. None of our Directors are/were director of any company whose shares were suspended from trading by stock exchange(s) or under any order or directions issued by the stock exchange(s)/ SEBI/ other regulatory authority in the last five years.

G. In respect of the track record of the directors, there have been no criminal cases filed or investigations being undertakenwith regard to alleged commission of any offence by any of our directors and none of our directors have been charge-sheeted with serious crimes like murder, rape, forgery, economic offence.

RELATIONSHIP BETWEEN OUR DIRECTORS

Except following None of the Directors are related to each other as of the date of this Draft Red Herring Prospectus.

Sr no.	Name	Relationship
1.	Vijayakannan Ramalingam	Brother of Vetrivel Ramalingam
2.	Vetrivel Ramalingam	Brother of Vijayakannan Ramalingam

ARRANGEMENTS AND UNDERSTANDING WITH MAJOR SHAREHOLDERS

None of our Key Managerial Personnel, Senior Management or Directors have been appointed pursuant to any arrangement or understanding with our major shareholders, customers, suppliers or others pursuant to which any of the directors was selected as a director or member of senior management.

PAYMENT OR BENEFIT TO OFFICERS OF OUR COMPANY

Except as stated otherwise in this Draft Red Herring Prospectus and any statutory payments made by our Company, no non-salary amount or benefit has been paid, in two preceding years, or given or is intended to be paid or given to any of our Company's officers except remuneration of services rendered as Directors, officers or employees of our Company.

SERVICE CONTRACTS

Other than the statutory benefits that the KMPs are entitled to, upon their retirement, Directors and the Key Managerial Personnel of our Company have not entered into any service contracts pursuant to which they are entitled to any benefits upon termination of employment or retirement.

BORROWING POWERS OF OUR BOARD

Our Articles of Association, subject to applicable law, authorize our Board to raise or borrow money or secure the payment of any sum of money for the purposes of our Company. Our Company has, pursuant to an Extra-ordinary General Meeting held on September 22,2026 resolved that in accordance with the provisions of the Companies Act, 2013, our Board is authorised to borrow, from time to time, such sum or sums of moneys as the Board which together with the moneys already borrowed by our Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed at any time the aggregate of the paid – up capital of our Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount of money/moneys borrowed by the Board of Directors and outstanding at one time shall not exceed ₹ 20,000 lakhs.

TERMS OF APPOINTMENT AND REMUNERATION OF OUR MANAGING DIRECTOR AND WHOLE-TIME DIRECTORS

Name	Vijayakannan Ramalingam	J. Senthilnathan	J Sivanandham
Designation	Chairman and Managing Director	Whole time Director	Whole time Director
Date of Appointment/ Change in Designation	April 1, 2024	September 21, 2026	September 21, 2026
Period	Five years w.e.f April 1, 2024	Five years w.e.f September 21, 2026	Five years w.e.f September 21, 2026
Salary (Rs. In lakhs per annum)	150.00	6.15	7.68
Bonus	Nil	Nil	Nil
Perquisite/Benefits	Nil	Nil	Nil
Commission	Nil	Nil	Nil
Compensation/remuneration paid during FY 2025-26 (Rs. In lakhs per annum)	72.00	4.86	4.80

Remuneration details of our Directors

(i) Remuneration of our Executive Directors

The aggregate value of the remuneration paid to the Executive Directors in Fiscal 2026 is as follows:

S. No.	Name of the Director	Remuneration (₹ in Lakhs)
1.	Vijayakannan Ramalingam	72.00
2.	J. Senthilnathan*	4.86
3.	J Sivanandham*	4.80

**J. Senthilnathan and J Sivanandham is appointed as whole time director w.e.f September 21, 2026*

(ii) Sitting fee details of our Non-Executive Non- Independent Directors and Non-Executive Independent Directors

Non-Executive Director

Our Non-Executive Director is entitled to a sitting fee of ₹ 15000/- for attending meetings of the Board and ₹10,000 for attending meetings of any Committee of the Board. Other than the aforesaid sitting fees for attending Board or Committee meetings, she is not entitled to any other remuneration.

Non- Executive Independent Directors

The Company appointed the Non-Executive Independent Directors on September 21, 2026. Accordingly, no sitting fees were paid during Fiscal 2026. Our Non-Executive Independent Directors are entitled to a sitting fee of ₹15000/- for attending meetings of the Board and ₹10,000/- for attending meetings of any Committee of the Board. Other than the aforesaid sitting fees for attending Board or Committee meetings, they are not entitled to any other remuneration.

PAYMENT OR BENEFIT TO DIRECTORS OF OUR COMPANY

Except as disclosed in this Draft Red Herring Prospectus, no amount or benefit has been paid or given within the two preceding years or is intended to be paid or given to any of the Executive Directors except the normal remuneration for services rendered as a Director of our Company. Additionally, there is no contingent or deferred compensation payable to any of our Directors.

REMUNERATION PAID TO OUR DIRECTORS BY OUR SUBSIDIARIES

None of the Directors of our Company has been paid any remuneration by our Subsidiaries, including any contingent or deferred compensation accrued for Financial Year 2025-26.

LOANS TO DIRECTORS

There are no loans that have been availed by the Directors from our Company that are outstanding as on the date of this Draft Red Herring Prospectus.

SHAREHOLDING OF DIRECTORS IN OUR COMPANY

Except as stated below, none of our directors holds any Equity Shares of our Company as on the date of filing of this Draft Red Herring Prospectus:

Sr. No.	Name of the Director	Pre-Issue		Post-Issue	
		Number of Equity Shares	% of Pre-Issue Equity Share Capital	Number of Equity Shares	% of Post-Issue Equity Share Capital
1.	Vijayakannan Ramalingam	48,50,000	30.31	[•]	[•]
2.	Vetrivel Ramalingam	48,50,000	30.31	[•]	[•]
Total		**97,00,000**	**60.62**	[•]	[•]

SHAREHOLDING OF DIRECTORS IN OUR SUBSIDIARIES

Our Company does not have any Subsidiary Company as on the date of this Draft Red Herring prospectus. Hence none of our directors held any shares in our subsidiary company.

INTEREST OF OUR DIRECTORS

Our Executive Directors may be deemed to be interested to the extent of remuneration paid to them for services rendered as a Director of our Company and reimbursement of expenses, if any, payable to them. For details of remuneration paid to our see "*Terms of appointment and remuneration of our Executive Directors*" above.

All the non-executive directors of the company may be deemed to be interested to the extent of fees, payable to them for attending meetings of the Board or Committee if any as well as to the extent of other remuneration and/or reimbursement of expenses payable to them as per the applicable laws.

Ramalingam Vijayakannan the Promoters of our Company and may be deemed to be interested in the promotion of our Company to the extent they have promoted our Company. Except as stated above, our Directors have no interest in the promotion of our Company other than in the ordinary course of business. Our Directors may also be regarded as interested to the extent of Equity Shares held by them in our Company, if any, details of which have been disclosed above under the heading "*Shareholding of Directors in our Company*". All of our Directors may also be deemed to be interested to the extent of any dividend payable to them and other distributions in respect of the Equity Shares.

Our Directors may also 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 kartas or coparceners 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 this Issue. Except as disclosed in "***Financial Information***" and "***Our Promoters and Promoter Group***" beginning on Page Nos 153 and 144 respectively of this Draft Red Herring Prospectus, our Directors are not interested in any other company, entity or firm.

Our Promoter, have extended personal guarantees in favour of certain banks with respect to the loan facilities availed by our Company from them. For further details, please refer to the chapter titled — "***Financial Indebtedness***" on page 156 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, in cash or shares or otherwise, by any person, either to induce them to become, or to qualify them as, as a director, or otherwise for services rendered by our directors or by the firm or company in which they are interested, in connection with the promotion or formation of our Company.

Further, our Directors are not interested in the properties of our Company.

Except as stated in "***Restated Financial Information – Note no. – 2 Significant Accounting Policies and Explanatory Notes to the Restated Financial Statements***" beginning on Page No. 153 of this Draft Red Herring Prospectus, our Directors do not have any other interest in the business of our Company.

INTEREST AS TO PROPERTY

Except as disclosed in this Draft Red Herring Prospectus, our Directors do not have any interest in any property acquired or proposed to be acquired by our Company or of our Company.

BONUS OR PROFIT SHARING PLAN FOR OUR DIRECTORS

None of our Directors are a party to any bonus or profit-sharing plan.

CHANGES IN OUR BOARD DURING THE LAST THREE YEARS

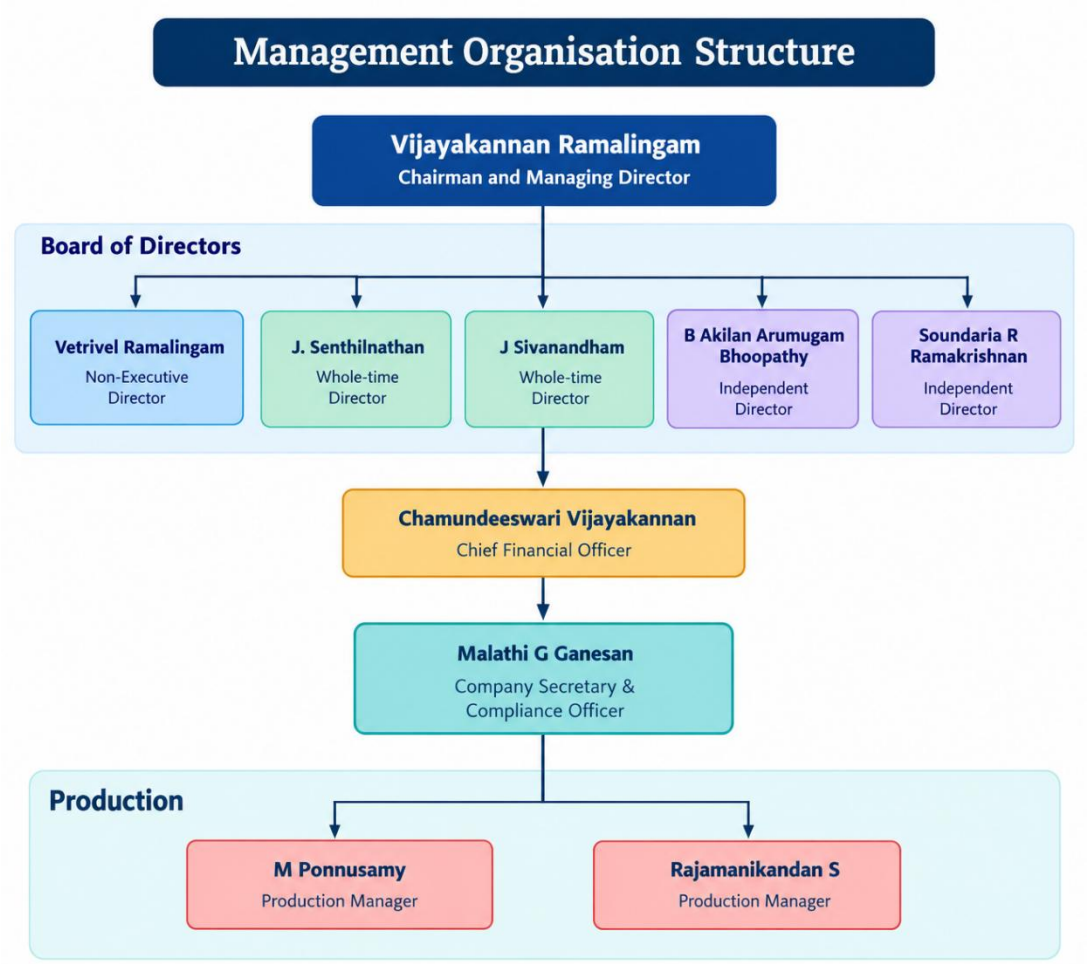
Except as disclosed below, there have been no changes in our Board during the last three years.

Name of Director	Date of Appointment/Change in Designation	Date of Cessation	Reasons for Change/ Appointment
J. Senthilnathan	September 21, 2026	-	Change in Designation from Director to Whole time Director
J Sivanandham	September 21, 2026	-	Change in Designation from Director to Whole

Name of Director	Date of Appointment/Change in Designation	Date of Cessation	Reasons for Change/ Appointment
			time Director
B Akilan Arumugam Bhoopathy	September 21, 2026	-	Appointed as Non-Executive Independent Director
Soundaria R Ramakrishnan	September 21, 2026	-	Appointed as Non-Executive Independent Director
Vetrivel Ramalingam	September 21, 2026	-	Change in designation as Additional Non-Executive Director
Vetrivel Ramalingam	September 21, 2026	-	Appointment of Non-Executive Director
Palaniappan Prakasam	September 28, 2026	-	Resignation of Palaniappan Prakasam due to personal reasons

Management Organization Structure

Set forth is the management organization structure of our Company:



Corporate Governance

In additions to the applicable provisions of the Companies Act, 2013 with respect to the Corporate Governance, provisions of the SEBI Listing Regulations will be applicable to our company immediately up on the listing of Equity Shares on the Stock Exchanges.

As on date of this Draft Red Herring Prospectus, as our Company is coming with an issue in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, the requirements specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 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. In spite of certain regulations and schedules of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 is not applicable to our Company, our Company endeavours to comply with the good Corporate Governance and accordingly certain exempted regulations have been compiled by our Company.

Our Company has complied with the corporate governance requirement, particularly in relation to appointment of independent directors including woman director on our Board, constitution of an Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. Our Board functions either on its own or through committees constituted thereof, to oversee specific operational areas.

Committees of our Board

Our Board has constituted following committees in accordance with the requirements of the Companies Act and SEBI Listing Regulations:

a) Audit Committee;

b) Stakeholders' Relationship Committee; and

c) Nomination and Remuneration Committee

Details of each of these committees are as follows:

a. Audit Committee

Our Audit Committee was constituted on September 21, 2026 with the following members forming a part of the said Committee:

Sr. No.	Name of Member	Nature of Directorship	Designation in the Committee
1.	B Akilan Arumugam Bhoopathy	Non-Executive Independent Director	Chairperson
2.	Soundaria R Ramakrishnan	Non-Executive Independent Director	Member
3.	Vijayakannan Ramalingam	Managing Director	Member

The Audit Committee is in compliance with Section 177 of the Companies Act 2013 and Regulation 18 of the SEBI Listing Regulations. The Company Secretary shall act as the secretary of the Audit Committee.

The scope, functions and the terms of reference of our Audit Committee, is in accordance with Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations which are as follows:

Powers of Audit Committee

The Audit Committee shall have the following powers:

- To investigate any activity within its terms of reference;
- To seek information from any employee;
- To obtain outside legal or other professional advice; and
- To secure attendance of outsiders with relevant expertise, if it considers necessary
- To approve the disclosure of the Key Performance Indicators to be disclosed in the documents in relation to the initial public issue of the equity shares of the Company; and
- Such powers as may be prescribed under the Companies Act and SEBI Listing Regulations

Role of the Audit Committee

The role of the audit committee shall include the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
    a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause I of sub-section 3 of section 134 of the Companies Act, 2013;
    b. Changes, if any, in accounting policies and practices and reasons for the same;
    c. Major accounting entries involving estimates based on the exercise of judgment by management;
    d. Significant adjustments made in the financial statements arising out of audit findings;
    e. Compliance with listing and other legal requirements relating to financial statements;
    f. Disclosure of any related party transactions; and

g. Modified opinion(s) in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application 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 / Draft Red Herring Prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Monitoring the end use of funds raised through public offers and related matters;
8. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
9. Approval of any subsequent modification of transactions of the company with related parties;

   Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2 (zc) of the SEBI Listing Regulations and/or the Accounting Standards.
10. Scrutiny of inter-corporate loans and investments;
11. Valuation of undertakings or assets of the company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
14. 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;
15. Discussion with internal auditors of any significant findings and follow up there on;
16. 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;
17. 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;
18. 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;
19. Reviewing the functioning of the whistle blower mechanism;
20. Approval of appointment of CFO (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;
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee; and
22. Reviewing the utilization of loans and/or advances from/investments by the holding company in the subsidiary exceeding rupees hundred crores or 100% of the asset size of the subsidiary, whichever is lower including existing loans / advances/ investments, as may be applicable.
23. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

Further, the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- Appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- statement of deviations:

a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations.

b. Annual statement of funds utilized for purposes other than those stated in the offer document/Draft Red Herring Prospectus/notice in terms of Regulation 32(7) the SEBI Listing Regulations.

As required under the SEBI Listing Regulations, the Audit Committee shall meet at least four times a year with maximum interval of four months between two meetings and the quorum for each meeting of the Audit Committee shall be two members or one third of the members, whichever is greater, provided that there should be a minimum of two independent directors present.

b. Stakeholders' Relationship Committee

Our Stakeholder' Relationship Committee was constituted on September 21, 2026 The members of the said Committee are as follows:

Sr. No.	Name of Member	Nature of Directorship	Designation in the Committee
1.	Vetrivel Ramalingam	Non-Executive Non Independent Director	Chairperson
2.	B Akilan Arumugam Bhoopathy	Non-Executive Independent Director	Member
3.	Vijayakannan Ramalingam	Managing Director	Member

The Stakeholders' Relationship Committee is in compliance with Section 178 (5) of the Companies Act 2013 and Regulation 20 of the SEBI Listing Regulations. The Company Secretary shall act as the secretary of the Stakeholders' Relationship Committee.

The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and the SEBI Listing Regulations and the terms of reference, powers and scope of the Stakeholders' Relationship Committee of our Company include:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipts of annual reports, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;
2. Review of measures taken for effective exercise of voting rights of by shareholders;
3. Reviewing the adherence to the service standards by the Company with respect to various services rendered by the registrar and transfer agent of the Company and to recommend measures for overall improvement in the quality of investor services;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipts of dividend warrants/ annual reports/ statutory notices by the shareholders of the Company; and
5. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;
6. Considering and specifically looking into various aspects of interest of shareholders, debenture holders or holders of any other securities;
7. Carrying out any other function as prescribed under the SEBI Listing Regulations as and when amended from time to time.

As required under the SEBI Listing Regulations, the chairperson of the committee shall be present at the annual general meetings to answer queries of the security holders. The quorum of the meeting shall be either two members or one third of the members of the committee whichever is greater.

c. Nomination and Remuneration Committee

Our Nomination and Remuneration Committee was constituted on September 21, 2026 with the following members:

Sr. No.	Name of Member	Nature of Directorship	Designation in the Committee
1.	Soundaria R Ramakrishnan	Non-Executive Independent Director	Chairperson
2.	B Akilan Arumugam Bhoopathy	Non-Executive Independent Director	Member
3.	Vetrivel Ramalingam	Non-Executive Non-Independent Director	Member

The Nomination and Remuneration Committee is in compliance with Section 178 of the Companies Act 2013 and Regulation 19 of the SEBI Listing Regulations. The Company Secretary shall act as the secretary of the Nomination and Remuneration Committee.

The scope and function of the Nomination and Remuneration Committee is in accordance with Section 178 of the Companies Act, 2013 and SEBI Listing Regulations and the terms of reference, powers and role of our Nomination and Remuneration Committee are as follows:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare 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 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 performance of independent directors and the board of directors;
4. devising a policy on diversity of board of directors;
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 of directors their appointment and removal;
6. Ensuring proper induction program for new directors, key managerial personnel and senior management and reviewing its effectiveness along-with ensuring that on appointment, they receive a formal letter of appointment in accordance with guidelines provided under the Companies Act, 2013;
7. 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. recommend to the board, all remuneration, in whatever form, payable to senior management;
9. framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:
    - the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992or the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 to the extent each is applicable; or
    - the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003;
10. evaluating the performance of the independent directors and on the basis of their performance evaluation recommending the Board of Directors and the members of the Company to extend or continue the term of appointment of the independent director; and
11. Developing a succession plan for the Board and senior management and regularly reviewing the plan;
12. performing such other activities as may be delegated by the Board of Directors and/or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.
13. carrying out any other activities as may be delegated by the Board of Directors of the Company functions required to be carried out by the Nomination and Remuneration Committee as provided under the Companies Act, 2013, the SEBI Listing Regulations or any other applicable law, as and when amended from time to time

As required under the SEBI Listing Regulations, the chairperson of the committee shall be present at the annual general meetings to answer queries of the shareholders. The quorum for each meeting of the said committee shall be either two members or one-third of the members of the committee whichever is greater, including at least one independent director in presence.

OUR KEY MANAGERIAL PERSONNEL

In addition to our Managing Director and Whole Time Director, whose details have been provided under paragraph above titled *'Brief Profile of our Directors'*, set forth below are the details of our Key Managerial Personnel and Senior Management as on the date of filing of this Draft Red Herring Prospectus:

Name, Designation and Date of Joining		**Qualification**	**Remuneration Paid in FY 2025-2026 (In lakhs) ***
Name	Chamundeeswari Vijayakannan	Bachelor of Commerce from Periyar University	Nil
Age	44 years		
Designation	Chief Financial Officer		
Date of Appointment	September 21, 2026		
Overall Experience	She has three years of experience in the field of Accounting and finance		
Name, Designation and Date of Joining		**Qualification**	**Remuneration Paid in FY 2025-2026 (In lakhs) ***
Name	Malathi G Ganesan	She is a qualified Company Secretary and holds a valid membership with the Institute of	Nil
Age	38		
Designation	Company Secretary and Compliance Officer		

Name, Designation and Date of Joining		Qualification	Remuneration Paid in FY 2025-2026 (In lakhs) *
Date of Appointment	September 1, 2026	Company Secretaries of India (ICSI).	
Overall Experience	She has three years of experience in the field of secretarial and corporate compliance. Prior to joining our company, she has been associated with Mahendra Next Wealth IT India Private Limited and Tattva Home Healthcare Private Limited.		

* *Malathi G Ganesan and Chamundeeswari Vijayakannan is appointed as the Company Secretary and Compliance Officer on September 1, 2026 and Chief Financial Officer on September 21, 2026 hence no remuneration paid to her.*

OUR SENIOR MANAGEMENT PERSONNEL

Details of our Senior management personnel as of the date of this Draft Red Herring Prospectus are set forth below:

Name, Designation and Date of Joining		Qualification	Remuneration Paid in FY 2025-2026 (In lakhs.)
Name	M Ponnusamy	Diploma in Chemical Technology	7.8
Designation	Production Manager		
Date of Joining	Since 2003		
Overall Experience	He has Twenty-Three years of experience in the explosive industry		
Name, Designation and Date of Joining		**Qualification**	**Remuneration Paid in FY 2025-2026 (In lakhs.)**
Name	Rajamanikandan S	Bachelor of Technology in Chemical Engineering from Bharathiar University	9.24
Designation	Production Manager		
Date of Joining	Since 2002		
Overall Experience	He has Twenty-Four years of experience in the explosive industry		

All our Key Managerial Personnel and Senior Management are permanent employees of our Company.

RELATIONSHIP OF KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT WITH OUR DIRECTORS, PROMOTERS AND / OR OTHER KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

Except as disclosed below, none of the key managerial personnel and senior management are related to each other or to our Promoters or to any of our Directors.

Sr no.	Name	Relation
1.	Vijayakannan Ramalingam	Spouse of Chamundeeswari Vijayakannan, Brother of Vetrivel and Ramalingam and Son of Premalatha Rangasamy Mudaliar
2.	Chamundeeswari Vijayakannan	Spouse of Vijayakannan Ramalingam, Daughter in law of Premalatha Rangasamy Mudaliar and Sister-in-law of Vetrivel Ramalingam

SHAREHOLDING OF THE KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

Except as disclosed below none of our KMPs holds any Equity Shares of our Company as on the date of filing of this Draft Red Herring Prospectus.

Sr no.	Name	Number of Shares
1.	Vijayakannan Ramalingam	4850000
2.	Chamundeeswari Vijayakannan	50

BONUS OR PROFIT-SHARING PLAN FOR OUR KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

None of our Key Managerial Personnel and Senior Management is a party to any profit-sharing plan and Bonus.

PAYMENT OR BENEFIT TO KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT OF OUR COMPANY

Except as disclosed in this Draft Red Herring Prospectus, no amount or benefit has been paid or given within two preceding years or is intended to be paid or given to any of the Key Managerial Personnel and Senior Management except the normal remuneration for services rendered by them. Additionally, there is no contingent or deferred compensation payable to any of our Key Managerial Personnel and Senior Management.

INTEREST OF KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

Except as disclosed in this Draft Red Herring Prospectus, none of our Key Managerial Personnel's and Senior Managements have any interest in our Company other than to the extent of the remuneration, equity shares held by them 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.

Further, there is no arrangement or understanding with the major shareholders, customers, suppliers or others, pursuant to which any of our Key Managerial Personnel and Senior Management have been appointed.

CHANGES IN KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT IN THE LAST THREE YEARS

Set forth below, are the changes in our Key Managerial Personnel and Senior Management in the last three years immediately preceding the date of filing of this Draft Red Herring Prospectus:

Name	Designation	Date of Appointment/ change	Reason
Malathi G Ganesan	Company Secretary and Compliance Officer	September 1, 2026	Appointment of Company Secretary and Compliance Officer
Chamundeeswari Vijayakannan	Chief Financial Officer	September 21, 2026	Appointment of Chief Financial Officer
J. Senthilnathan	Whole time Director	September 21, 2026	Change in Designation from Director to Whole time Director
J Sivanandham	Whole time Director	September 21, 2026	Change in Designation from Director to Whole time Director

The attrition of the key management personnel and Senior Management is as per the industry standards.

EMPLOYEES' STOCK OPTION PLAN

As on date of this Draft Red Herring Prospectus, our Company does not have any employee stock option plan or purchase schemes for our employees.

LOANS TAKEN BY DIRECTORS / KEY MANAGEMENT PERSONNEL AND SENIOR MANAGEMENT

Our Company has granted loans to the Directors and Senior Management as on the date of this Draft Red Herring Prospectus. For further details, please refer to the chapter titled — "***Financial Indebtedness***" on page 156 of this Draft Red Herring Prospectus.

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OUR PROMOTER AND PROMOTER GROUP

As on the date of this Draft Red Herring Prospectus, our Promoters holds 1,59,99,800 Equity Shares, constituting 100% of our pre-issue, subscribed and paid-up equity share capital of our Company. For details of the build-up of our Promoters' shareholding in our Company, see "***Capital Structure***" on page 60 of this Draft Red Herring Prospectus.

Details of our Promoters

	**Vijayakannan Ramalingam**
	Vijayakannan Ramalingam, aged 48 years, is the Promoter, Chairman and Managing Director of our Company. He holds a Bachelor of Engineering degree in Chemical Engineering from Bangalore University. He has over 26 years of experience in the explosives industry. He is currently serving as the Chairman of the Chemical & Allied Products Export Promotion Council. With his extensive experience in the industry, he is responsible for overseeing the overall operations and management of our Company. His key responsibilities include supervision of manufacturing operations and production processes, procurement of raw materials, regulatory affairs and strategic business expansion
Date of Birth	January 23, 1978
Age	48 years
PAN	ACPPV1306H
Educational Qualification	Bachelor of Engineering
Address	176, Main Road, Kannadi Nagar, Suramangalam, Salem-636005, Tamilnadu, India
Directorship held	• Krishnaswamy Homes Private Limited • Sivasakthi Hospitality Private Limited • CAPEXIL • Sri Dhurga Power Private Limited
Other Ventures	NA

	**Vetrivel R Ramalingam**
	Vetrivel Ramalingam, aged 42 years, is a Promoter and Non-Executive Director of our Company. He holds a Master of Science (Engineering) degree from The University of Leeds and a Bachelor of Engineering degree in Electronics and Communication Engineering from Anna University, Chennai. He has over 15 years of experience in the hotel industry. He is responsible for advising the management on public relations, stakeholder engagement and crisis communication, and for effectively addressing public affairs, community concerns and media interactions. He has been associated with the Company since 2018.
Date of Birth	April 21, 1984
Age	42 years
PAN	AHHPV8176A
Educational Qualification	Master of Science (Engineering) and Bachelor of Engineering degree in Electronics and Communication Engineering

Address	176A Kennedy Nagar, Suramangalam, 636005, Salem, Tamilnadu, India
Directorship held	• Krishnaswamy Homes Private Limited • Sivasakthi Hospitality Private Limited
Other Ventures	NA



Premalatha Rangasamy Mudaliar	
	Premalatha Rangasamy Mudaliar, aged 69 years is the promoter of the Company. She holds 62,99,800 shares in the Company. She is the initial subscriber the company.
Date of Birth	April 18, 1957
Age	69 years
PAN	AIMPP8335K
Address	175, Main Road Kannadi Nagar, Suramangalam- 636005, Salem Tamil Nadu -
Directorship held	NA
Other Ventures	NA

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 the Promoter will be submitted at the time of submission of this DRHP with NSE for listing of the securities of our Company on Emerge Platform of National Stock Exchange of India Limited.

Our Promoters 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 Promoters or members of our Promoter Group in the past or are currently pending against them.

None of (i) our Promoters and members of our Promoter Group or persons in control of or on the boards of bodies corporate forming part of our Group (ii) the Companies with which any of our Promoters are or were associated as a promoters, director or person in control, 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.

CHANGE IN CONTROL OF OUR COMPANY

Vijayakannan Ramalingam and Premalatha Rangasamy Mudaliar are the original promoters of our Company and the control of our Company has not been acquired during five years immediately preceding this Draft Red Herring Prospectus.

EXPERIENCE OF OUR PROMOTER IN THE BUSINESS OF OUR COMPANY

For details in relation to experience of our Promoter in the business of our Company, please refer to the chapter titled **"*Our Management*"** beginning on page 131 of this Draft Red Herring Prospectus.

INTEREST OF OUR PROMOTER AND COMMON PURSUITS

Interest in promotion of our Company

Our Promoters are interested in our Company to the extent that they have promoted our Company and to the extent of their shareholding in our Company and the dividends payable, if any, and any other distributions in respect of their shareholding in our

Company or the shareholding of their relatives in our Company. For details of the shareholding and directorships of our Promoter in our Company, please refer to the chapter titled "***Capital Structure***", "***Our Management***" and "***Related Party Transactions***" beginning on page 60, 131 and 48 respectively of this Draft Red Herring Prospectus.

Interest of Promoter in our Company other than as a Promoter

Our Promoter Vijayakannan Ramalingam is the Managing Director of our Company therefore, may deemed to be considered interested to the extent of any remuneration which shall be payable to him in such capacity. Except as stated in this section and the section titled ***"Our Management"*** and ***"Related Party Transactions"*** on pages 131 and 48 respectively, our Promoter do not have any interest in our Company other than as a Promoter.

Except as stated in this section and the section titled "***Restated Financial Statements***" on page 153 of this DRHP, our Promoter does not have any interest in our Company other than as a Promoter.

Interest in the properties of our Company

Except as disclosed in the section titled "***Our Business***", "***Financial Information***" and the chapter titled "***Related Party Transaction***" on pages 102, 153 and 48 our Promoter is not interested in the properties acquired by our Company in the three years preceding the date of filing of this with SEBI or proposed to be acquired by our Company, or in any transaction by our Company for the acquisition of land, construction of building or supply of machinery.

No sum has been paid or agreed to be paid to our Promoter or to the firms or companies in which our Promoter is interested as a member, in cash or shares or otherwise by any person, either to induce him to become or to qualify him, as director or promoter or otherwise for services rendered, by our Promoter or by such firms or companies in connection with the promotion or formation of our Company.

Except as mentioned in the Draft Red Herring Prospectus, our Promoters do not have any interest in any venture that is involved in any activities similar to those conducted by the Company.

OTHER INTEREST AND DISCLOSURES

Except as stated in this section and the section titled ***"Our Management"***, ***"Related Party Transactions"*** under the chapter title "***Financial Information***" on pages 131, 48 and 153 respectively, our Promoters do not have any interest in our Company other than as a Promoters.

Our Promoters are not interested in any transaction in acquisition of land or property, construction of building and supply of machinery, or any other contract, agreement or arrangement entered into by the Company and no payments have been made or are proposed to be made in respect of these contracts, agreements or arrangements.

PAYMENT OR BENEFITS TO OUR PROMOTER AND PROMOTER GROUP DURING THE LAST TWO YEARS

Except as stated in this chapter and the benefits mentioned in the related party transactions as per AS-18 there has been no payment of any amount of benefits to our Promoter or the members of our Promoter Group during the last two years from the date of this nor is there any intention to pay or give any benefit to our Promoter or Promoter group as on the date of this. For further details, please refer to the chapter titled "***Related Party Transactions***" on page 48 of this Draft Red Herring Prospectus.

LITIGATIONS INVOLVING OUR PROMOTER

There are no litigations filed by or against our Promoters except as Specified in the "***Outstanding Litigation & Material Developments***" on Page no 178.

GUARANTEES

Our Promoter has given personal guarantee to third parties. For further details, please refer to the chapter titled "***Restated Financial Statements***" on page 153 of this Draft Red Herring Prospectus.

DETAILS OF COMPANIES / FIRMS FROM WHICH OUR PROMOTER HAVE DISASSOCIATED IN THE LAST THREE YEARS

Our Promoters have not disassociated themselves from any company/firm during the three years preceding this.

OUR PROMOTER GROUP

In addition to our Promoter, the following individuals and entities form part of our Promoter Group in terms of Regulation 2(1) (pp) of the SEBI (ICDR) Regulations:

B. Natural persons who are part of our Individual Promoter Group:

Name of the Promoter	Name of the member of Promoter Group	Relationship with the Promoter
Vijayakannan Ramalingam	Krishnasamy Ramaligam	Father
	Premalatha Rangasamy Mudaliar	Mother
	Chamundeeswari Vijayakannan	Spouse
	Nithyapriya S	Sister

Name of the Promoter	Name of the member of Promoter Group	Relationship with the Promoter
	Vetrivel Ramalingam	Brother
	Nanda Kishore Vijayakannan	Son
	Raghav V	Son
	Late S. Alakarasan	Spouse's father
	Padmini Alagarasan	Spouse's mother

Name of the Promoter	Name of the member of Promoter Group	Relationship with the Promoter
Vetrivel Ramalingam	Krishnasamy Ramaligam	Father
	Premalatha Rangasamy Mudaliar	Mother
	Preethi Venkatesh	Spouse
	Nithyapriya S	Sister
	Vijayakannan Ramalingam	Brother
	Darshan V	Son
	Late Venkatesh E	Spouse's Father
	Geethamala Venkatesh	Spouse's Mother

Name of the Promoter	Name of the member of Promoter Group	Relationship with the Promoter
Premalatha Rangasamy Mudaliar	Late Rangasamy Velayutha Mudaliar	Father
	Late Saradmbal Mariyammal	Mother
	Krishnasamy Ramaligam	Spouse
	Kathirvel Rangasamy	Brother
	Rangasamy Sukumar	Brother
	Santhi M	Sister
	S Sakunthala	Sister
	Usharani Thangaraju	Sister
	Vijayakannan Ramalingam	Son
	Vetrivel R Ramalingam	Son
	Nithyapriya S	Daughter
	Late Krishnasamy	Spouse's father
	Late Ponnuthayee	Spouse's mother
	Kodeeswaran	Spouse's Brother
	Selvaraju K	Spouse's Brother
	Subramaniam K	Spouse's Brother
	V Deivanai	Spouse's Sister

C. **Companies related to our Promoter Company: Not Applicable as our Promoter is not Company**.

Nature of Relationship	Name of Entities
Subsidiary or holding company of Promoter Company.	Not Applicable
Any Body corporate in which Promoter (Body Corporate) holds 20% or more of the equity share capital or which holds 20% or more of the equity share capital of the Promoter (Body Corporate).	Not Applicable

D. Companies, Proprietary concerns, HUF's related to our Promoter

Nature of Relationship	Name of Entities
Any Body Corporate in which twenty percent or more of the equity share capital is held by Promoter or an immediate relative of the Promoter or a firm or HUF in which Promoter or any one or more of his immediate relatives are a member.	• Hanuman Explosives Private Limited • Krishnaswamy Homes Private Limited • Sivasakthi Hospitality Private Limited • Sri Dhurga Power Private Limited • Sunpenta Mining Service Private Limited • Trident Explosives Private Limited
Any Body corporate in which Body Corporate as provided above holds twenty percent or more of the equity share capital.	Not Applicable
Any Hindu Undivided Family or Firm in which the aggregate shareholding of the Promoter and his immediate relatives is equal to or more than twenty percent.	• Krishnasamy Ramalingam HUF

OTHER CONFIRMATIONS

None of our Promoter and members of the Promoter Group have been declared as wilful defaulters or as a fraudulent borrower by the RBI or any other governmental authority and there are no violations of securities laws committed by them in the past or are currently pending against them.

Our Promoter has not been declared as a Fugitive Economic Offender under Section 12 of the Fugitive Economic Offenders Act, 2018.

None of our Promoter or Promoter Group entities have been debarred or prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority. Our Promoter and members of the Promoter Group are not and have never been promoters, directors or person in control of any other company, which is debarred or prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or governmental authority.

There is no litigation or legal action pending or taken by any ministry, department of the Government or statutory authority during the last 5 (five) years preceding the date of the offer against our Promoters except mentioned in the chapter titled "***Outstanding Litigations and Material Developments***" on page no 178.

There is no conflict of interest between the lessors of immovable properties (crucial for operations of our Company) our Promoters and members of our Promoter Group.

There is no conflict of interest between the suppliers of raw materials or any third-party service providers (crucial for operations of our Company) and our Promoters and members of our Promoter Group.

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OUR GROUP COMPANIES

As per the SEBI (ICDR) Regulations, 2018, for the purpose of identification of Group Companies, our Company has considered those companies as our Group companies with which there were related party transactions as per the Restated Financial Statements of our Company in any of the last three financial years and other Companies as considered material by our Board. Further, pursuant to a resolution of our Board dated September 28, 2026 for the purpose of disclosure in relation to Group companies in connection with the offer, a company shall be considered material and disclosed as a Group company if such company fulfils both the below mentioned conditions: -

a. the companies with which there were related party transactions (in accordance with AS-18), as disclosed in the Restated Financial Statements **("Restated Financial Statements")**; or

b. if such a company fulfills both the below-mentioned conditions: -

i. Such a company that forms part of the Promoter Group of the Company in terms of Regulation 2(1)(pp) of the SEBI (ICDR) Regulations; and
ii. Where the Company has entered into one or more transactions with such company(ies) in the last audited financial year, cumulatively exceeding 10% of the total revenue of the company for the last audited financial year.
iii. Any other company/entities that the Board may decide to consider material.

Except as stated below, based on the parameters outlined above, as on the date of this Draft Red Herring Prospectus, there are no companies/entities falling under the definition of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, which are to be identified as group companies/entities ("Group Companies").

The Group Company of our Company is as follows:

1. Sivasakthi Hospitality Private Limited
2. Trident Explosives Private Limited
3. Krishnasamy Homes Private Limited
4. Hanuman Explosives Private Limited
5. Sunpenta Mining Services Private Limited
6. Sri Dhurga Power Private Limited

Details of our Group Company

1. Sivasakthi Hospitality Private Limited

Registered Office:

The registered office of Sivasakthi Hospitality Private Limited (SHPL) is situated at 157/3-A, Omalur Main Road, Mamangam, Salem-636302, Tamilnadi, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

2. Trident Explosives Private Limited

Registered Office:

The registered office of Trident Explosives Private Limited (TEPL) is situated at 85/11 Ramakrishna Road, Salem- 636007**,** Tamil Nadu, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

3. Krishnasamy Homes Private Limited

Registered Office:

The registered office of Krishnasamy Homes Private Limited (KHPL) is situated at 85/11 Ramakrishna Road, Salem- 636007**,** Tamil Nadu, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

4. Hanuman Explosives Private Limited

Registered Office:

The registered office of Hanuman Explosives Private Limited (HEPL) is situated at D.NO.278/J2, 1st Floor, Karur Main Road Mulanur Post, Dharapuram Taluk, Coimbatore-638106, Tamil Nadu, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

5. Sunpenta Mining Services Private Limited

Registered Office:

The registered office of Sunpenta Mining Services Private Limited (SMSPL) is situated at S.F.No.140/5 Krishna Nagar, Mamangam, Jagir Reddypatti, Salem- 636302, Tamil Nadu, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

6. Sri Dhurga Power Private Limited

Registered Office:

The registered office of SDPPL is situated at D2 Flat Sri Srinivasa, Apartment, Gandhi Road, Hasthampatti, Salem- 636007, Tamil Nadu, India.

Financial Information

In accordance with the SEBI ICDR Regulations, details of reserves (excluding revaluation reserves), sales, profit after tax, basic earnings per share, diluted earnings per share and Net Asset Value, derived from the latest audited financial statements available on a standalone basis of our group company are available on the website of Company at https://vetrivelexplosives.com/.

Interests of Group Companies in our Company

In the promotion of our Company

Our Group Company do not have any interest in the promotion of our Company.

In the properties acquired by our Company in the past three years preceding the filing of this Draft Red Herring Prospectus or proposed to be acquired

Our Group Company is not interested in the properties acquired by our Company in the three years immediately preceding the filing of this Draft Red Herring Prospectus or proposed to be acquired by our Company.

In transactions for acquisition of land, construction of building and supply of machinery

Our Group Company is not interested in any transactions for the acquisition of land, construction of building or supply of machinery, etc. For details in relation to our related party transactions as per the requirements, see "***Restated Financial Statements***" on page 153 of this Draft Red Herring Prospectus.

Litigation

Except as disclosed in the section titled '***Outstanding Litigations and Material Developments***' beginning on page 178 of this Draft Red Herring Prospectus, there are no litigations involving our Group Companies which may have a material impact on our Company.

Common pursuits amongst the Group Companies with our Company

As on the date of this Draft Red Herring Prospectus, our group companies mentioned above are engaged inter-alia in the business of which is partly or fully similar line of business as our Company. For details in relation to Related Party Transaction, please refer section titled "***Restated Financial Statement***" on page no. 153 of this Draft Red Herring Prospectus.

We cannot assure that our Promoters, Promoter Group/Group Company will not promote any new entity in the similar line of business and will not favor the interests of the said entities over our interest or that the said entities will not expand their businesses which may increase our chances of facing competition. This may adversely affect our business operations and financial condition of our Company.

Related business transactions within our Group Companies and significance on the financial performance of our Company

Other than the transactions appearing in the section titled "***Annexure-V Related Party Transactions***" in "***Restated Financial Statements***" on page 48, there are no other related business transactions between the Group Companies and our Company.

Business interests or other interests

Other than as stated in "***Restated Financial Information- Note Annexure-V Related Party Transactions***" on page 153, our group company has no business interests in our Company.

Confirmations

Securities of our Group Company are not listed on any stock exchange. Further, our Group Companies have not made any public or rights issue (as defined under the SEBI ICDR Regulations) of securities in the three years preceding the date of this Draft Red Herring Prospectus.

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DIVIDEND POLICY

The declaration and payment of dividends, if any, will be recommended by the Board of Directors and approved by the Shareholders, at their discretion, subject to the provisions of the Articles of Association and applicable law, including the Companies Act. The dividend, if any, will depend on a number of factors, including but not limited to, net operating profit after tax, working capital requirements, capital expenditure requirements, cash flow required to meet contingencies, outstanding borrowings, and applicable taxes including dividend distribution tax payable by our Company. In addition, our ability to pay dividends may be impacted by a number of factors, including restrictive covenants under loan or financing arrangements our Company is currently availing of, or may enter into, to finance our fund requirements for our business activities.

Upon listing of the Equity Shares of our Company and subject to the SEBI Listing Regulations, we may be required to formulate a dividend distribution policy which shall be required to include, among others, details of circumstances under which the shareholders may or may not expect dividend, the financial parameters that shall be considered while declaring dividend, internal and external factors that shall be considered for declaration of dividend, policy as to how the retained earnings will be utilized and parameters that shall be adopted with regard to various classes of shares, as applicable.

Our Company has not declared any dividends during the last three Financial Years. Further, our Company has not declared any dividend in the current Fiscal. There is no guarantee that any dividends will be declared or paid in future. For details in relation to the risk involved, please refer section titled "***Risk Factors***" on page 22 of this Draft Red Herring Prospectus.

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SECTION V – FINANCIAL INFORMATION

RESTATED FINANCIAL INFORMATION

S.No.	Details	Page Number
1.	Examination Report	F-1 to F-3
2.	Restated Financial Information	F-4 to F-43

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Independent Auditor's Examination Report on Restated Financial Information

To,
The Board of Directors
Vetrivel Explosives Limited,
(Formerly known as "Vetrivel Explosives Private Limited")
Balaji Towers, 1st Floor,
83/2 Ramakrishna Road,
Hasthampatti, Salem,
Tamil Nadu - 636007

1. We have examined the attached Restated Financial Information of **Vetrivel Explosives Limited** (Formerly Known as "**Vetrivel Explosives Private Limited**") (hereinafter referred as the "**Company**" or the "**Issuer**") comprising the Restated Statement of Assets and Liabilities of the Company as at March 31, 2026, 2025 and 2024, the Restated Statements of Profit and Loss and the Restated Cash Flow Statement of the company for the year ended on March 31, 2026, 2025 and 2024 and the Summary Statement of Significant Accounting Policies adopted by the company and other explanatory information (collectively hereinafter referred as **"Restated Financial Statement"** or **"Restated Financial Information"**) annexed to this report and initialed by us for identification purposes. These Restated Financial Statements have been prepared by the management of the Company and approved by the Board of Directors of the Company at their meeting held on September 28, 2026 in connection with its proposed Initial Public Offer on Emerge platform (**"IPO"** or **"SME IPO"**) of National Stock Exchange of India Limited ("**NSE**") of the company.

2. These Restated Summary Statement have been prepared in terms of 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 ("ICDR Regulations"); and related amendments / clarifications from time to time issued by the Securities and Exchange Board of India ("SEBI");

   c) The Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the Institute of Chartered Accountants of India ("ICAI"), as amended from time to time (the "Guidance Note").

3. The Company's Board of Directors is responsible for the preparation of the Restated Financial Information for the purpose of inclusion in the Draft Red-Herring Prospectus/ Red-Herring Prospectus/ Prospectus (**"Offer Document"**) to be filed with Securities and Exchange Board of India ("SEBI"), NSE and Registrar of Companies (Coimbatore) in Connection with the proposed IPO of the company. The Restated Financial Information of the company have been extracted and prepared by the management of the Company on the basis of preparation stated in Annexure IV to the Restated Financial Information. The responsibility of the board of directors of the Company includes designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Restated Financial Statements. The board of directors are also responsible for identifying and ensuring that the Company complies with the Act, ICDR Regulations and the Guidance Note.

4. We have examined such Restated Financial Information taking into consideration:

   a) The terms of reference and terms of our engagement agreed upon with you in accordance with our engagement letter requesting us to carry out the assignment, in connection with proposed SME IPO of the company;

   b) The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

   c) Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and

   d) 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 IPO.

5. This Restated Financial Information have been compiled by the management from the audited financial statements of the Company for the year ended March 31, 2026, 2025 and 2024.

6. Audit for the financial year ended March 31, 2026, March 31, 2025 and March 31, 2024 was conducted by Elangovan & Natarajan via their audit report dated September 05, 2026, September 29, 2025 and September 29, 2024 respectively. There are no audit qualifications in the audit reports issued by us or previous auditors which would require adjustments in the Restated Financial Statements of the Company. The financial report included for these years is based solely on the report submitted by them.

7. We have audited the special purpose financial information of the company for the year ended March 31, 2026 prepared by the Company in accordance with the IGAAP for the limited purpose of complying with the requirement of getting its financial statements audited by an audit firm holding a valid peer review certificate issued by the "Peer Review Board" of the ICAI as required by ICDR Regulations in relation to proposed IPO. We have issued our report dated September 28, 2026 on these special purposes financial information to the Board of Directors who have approved these in their meeting held on September 28, 2026.

8. Based on our examination and according to information and explanations given to us, we are of the opinion that the Restated Financial Statements:

   a) Have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping / reclassifications retrospectively for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024;

   b) do not require any adjustment for modification as there is no modification in the underlying audit reports;

   c) have no extra-ordinary items that need to be disclosed separately in the accounts and requiring adjustments;

   d) have been prepared in accordance with the Act, ICDR Regulations and Guidance Note.

9. Based on our examination and in accordance with the requirements of the Act including the rules made there under, ICDR Regulations, Guidance Note and engagement letter, we report that:

   a) The "Restated Statement of Assets and Liabilities" as set out in **Annexure I** to this report, of the Company as at March 31, 2026, 2025 and 2024 are prepared by the Company and approved by the Board of Directors. These Restated Statement of Assets and Liabilities have been arrived at after making such adjustments and regroupings to the individual 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 IV** to this Report.

   b) The "Restated Statement of Profit and Loss" as set out in **Annexure II** to this report, of the Company for the year ended March 31, 2026, 2025 and 2024 are prepared by the Company and approved by the Board of Directors. These Restated Statement of Profit and Loss have been arrived at after making such adjustments and regroupings to the individual 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 IV** to this Report.

   c) The "Restated Cash Flow Statement" as set out in **Annexure III** to this report, of the Company for the year ended March 31, 2026, 2025 and 2024 are prepared by the Company and approved by the Board of Directors. These Restated Cash Flow Statement have been arrived at after making such adjustments and regroupings to the individual 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 IV** to this Report.

10. This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by the Auditor, nor should this report be construed as a new opinion on any of the financial statements referred to herein.

11. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

12. Our report is intended solely for use of the Board of Directors for inclusion in the offer documents to be filed with Securities and Exchange Board of India ("SEBI"), NSE and Registrar of Companies (Coimbatore) in connection with the proposed SME IPO of the company. 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.

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 034807C

Sd/-

CA Shubham Jain
(Proprietor)
MRN: 441604
Place: Salem
Date: September 28, 2026
UDIN: 26441604JZDPPD8202

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF ASSETS AND LIABILITIES AS RESTATED **ANNEXURE -** I

(₹ In Lakhs)

Sr. No.	Particulars	Annexure No.	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
	EQUITY AND LIABILITIES				
1)	**Shareholders Funds**				
	a. Share Capital	V	1,600.00	1,600.00	1,600.00
	b. Reserves & Surplus	VI	9,409.68	6,396.71	3,152.57
2)	**Non - Current Liabilities**				
	a. Long-term Borrowings	VII	3,398.40	3,100.57	2,179.45
	b. Deferred Tax Liabilities (net)	VII	96.57	127.61	138.57
	c. Long-term Provisions	VIII	144.47	135.47	102.31
3)	**Current Liabilities**				
	a. Short Term Borrowings	IX	7,279.54	7,413.43	4,908.08
	b. Trade Payables	X			
	- Payable to Micro and Small Enterprises		77.73	45.55	82.05
	- Payable to other than Micro and Small Enterprises		1,944.12	2,091.59	1,887.61
	c. Other Current liabilities	XI	311.40	228.01	281.30
	d. Short Term Provisions	XII	747.60	521.41	361.72
	T O T A L		**25,009.51**	**21,660.35**	**14,693.66**
	ASSETS				
1)	**Non Current Assets**				
	a. Property, Plant & Equipment and Intangible Assets	XIII			
	- Property, Plant & Equipment		9,590.49	8,277.47	5,173.99
	- Capital Work in Progress		583.28	22.27	150.08
	b. Non-Current Investments	XIV	4.93	4.93	4.93
	c. Long-term Loans & Advances	XV	390.00	390.00	390.00
	d. Other Non-current assets	XVI	103.67	95.84	70.04
2)	**Current Assets**				
	a. Inventories	XVII	11,109.88	8,011.71	4,657.58
	b. Trade Receivables	XVIII	1,058.94	1,169.18	941.09
	c. Cash and Bank Balance	XIX	88.72	172.78	858.59
	d. Short term loan and advances	XX	2,052.94	3,180.06	2,401.15
	e. Other current assets	XXI	26.66	336.11	46.21
	T O T A L		**25,009.51**	**21,660.35**	**14,693.66**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-
CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026
UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)
DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)
DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)
Place: Salem
Date: September 28, 2026

Sd/-
Malathi G Ganesan
(Company Secretary)

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF PROFIT AND LOSS AS RESTATED **ANNEXURE -** II

(₹ In Lakhs)

Sr. No.	Particulars	Annexure No.	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
A	**INCOME**				
	Revenue from Operations	XXII	23,209.77	29,015.68	25,082.11
	Other Income	XXIII	26.70	199.96	133.67
	Total Income (A)		**23,236.47**	**29,215.64**	**25,215.78**
B	**EXPENDITURE**				
	Cost of Material Consumed	XXIV	15,559.67	15,710.85	14,671.10
	Purchases of Stock-in-Trade	XXV	124.92	1,433.45	1,043.27
	Direct Expenses	XXVI	1,272.58	2,326.27	1,239.26
	Details of Changes In Inventories of Work- In- Progress, Finished Goods and Stock-In-Trade	XXVII	(2,344.11)	378.73	(178.42)
	Employee benefits expense	XXVIII	1,635.54	1,732.03	1,645.39
	Finance costs	XXIX	1,192.87	1,136.51	763.26
	Depreciation expense	XXX	766.79	604.97	463.92
	Other expenses	XXXI	3,044.70	4,543.76	4,145.36
	Total Expenses (B)		**21,252.96**	**27,866.57**	**23,793.14**
C	**Profit before tax (A-B)**		**1,983.51**	**1,349.07**	**1,422.64**
D	**Tax Expense:**				
	(i) Current tax	XL	551.38	363.18	351.40
	(ii) Deferred tax expenses/(credit)	VII	(31.04)	(10.95)	17.61
	Total Tax Expenses (D)		**520.34**	**352.23**	**369.01**
E	**Profit for the year (C-D)**		**1,463.17**	**996.84**	**1,053.63**
F	**Earnings per share (Face value of ₹ 10/- each):**	XXXIX			
	i. Basic		**9.14**	**6.23**	**6.59**
	ii. Diluted		**9.14**	**6.23**	**6.59**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-

CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026
UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)

DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)

DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)

Sd/-
Malathi G Ganesan
(Company Secretary)

Place: Salem
Date: September 28, 2026

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

STATEMENT OF CASH FLOW AS RESTATED **ANNEXURE -** III

(₹ In Lakhs)

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:			
Net Profit before tax as per Profit And Loss A/c	1,983.51	1,349.07	1,422.64
Adjustments for:			
Interest Cost	1,065.02	935.71	625.26
Gratuity Provision / (Reversal)	9.77	42.73	4.80
Interest Income	(5.05)	(43.90)	(23.23)
Unrealised Foreign Exchange (Gain)/Loss	(30.36)	11.35	-
(Profit)/Loss on sale of asset	(16.12)	(0.87)	(24.01)
Depreciation Expense	766.79	604.97	463.92
Operating Profit Before Working Capital Changes	**3,773.56**	**2,899.06**	**2,469.38**
Adjusted for (Increase)/Decrease in operating assets			
Inventories	(3,098.17)	(3,354.13)	(719.49)
Trade Receivables	140.60	(239.44)	337.00
Loans and Advances	1,127.12	(778.91)	(923.55)
Other Non Current Assets	(7.83)	(25.80)	(25.95)
Other Current Assets (Including Other Bank balances)	325.64	(379.31)	547.91
Adjusted for Increase/(Decrease) in operating liabilities:			
Trade Payables	(115.29)	167.48	(69.65)
Other Liabilities & Provisions	40.56	(30.45)	(394.90)
Cash Generated From Operations Before Extra-Ordinary Items	**2,186.19**	**(1,741.50)**	**1,220.75**
Net Income Tax (paid)/ refunded	(283.13)	(235.91)	(215.36)
Net Cash Flow from/(used in) Operating Activities: (A)	**1,903.06**	**(1,977.41)**	**1,005.39**
Cash Flow from Investing Activities:			
Purchase of property, plant & equipment	(1,129.04)	(1,334.11)	(1,248.71)
Sale of property, plant & equipment	54.14	1.64	51.35
Interest Income Received	5.05	43.90	23.23
Net Cash Flow from/(used in) Investing Activities: (B)	**(1,069.85)**	**(1,288.57)**	**(1,174.13)**
Cash Flow from Financing Activities:			
Proceeds from Borrowings	2,991.89	4,015.18	3,321.04
Repayment of Borrowings	(2,827.95)	(588.71)	(1,819.99)
Interest Cost	(1,065.02)	(935.71)	(625.26)
Net Cash Flow from/(used in) Financing Activities (C)	**(901.08)**	**2,490.76**	**875.79**
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	**(67.87)**	**(775.22)**	**707.05**
Cash & Cash Equivalents As At Beginning of the year	83.37	858.59	151.54
Cash & Cash Equivalents As At End of the year	**15.50**	**83.37**	**858.59**

See accompanying annexures forming part of the restated financial statements (Refer Annexure No. IV to XLVIII)

Component of cash and cash equivalent consist of :

Cash-in-Hand	15.50	10.60	9.84
Bank Balance	-	72.77	68.39
Fixed Deposits (having original maturity of less than 3 months)	-	-	780.36
Total	**15.50**	**83.37**	**858.59**

Note: The Cash Flow Statements has been prepared under Indirect Method as set out in Accounting Standard 3, 'Cash Flow Statements' notified under section 133 of the Companies Act, 2013.

For: Shubham D Jain & Co.
Chartered Accountants
FRN: 003509S

Sd/-
CA Shubham Jain
Partner
MRN: 024268

Place: Salem
Date: September 28, 2026

UDIN : 26441604JZDPPD8202

For and on behalf of the Board of Directors of
Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)
DIN - 1876560

Sd/-
Vetrivel Ramalingam
(Director)
DIN - 1876584

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)

Sd/-
Malathi G Ganesan
(Company Secretary)

Place: Salem
Date: September 28, 2026

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

1. CORPORATE INFORMATION

Our Company "Vetrivel Explosives Limited" was originally incorporated as a private limited company under the Companies Act, 1956 with the Registrar of Companies ("ROC"), Coimbatore pursuant to Certificate of Incorporation dated November 24th, 1999. Subsequently, our Company was converted into Public Limited Company and name of company was changed from "Vetrivel Explosives Private Limited" to "Vetrivel Explosives Limited" and a fresh certificate of incorporation was issued by the Registrar of Companies, Coimbatore dated September 26, 2026. Our Company's Corporate Identity Number is U24292TZ1999PLC009092. The company has an explosives manufacturing unit in Trichy District, Tamil nadu, a hotel and a hotel management institution in Salem District, Tamil nadu.

2. SIGNIFICANT ACCOUNTING POLICIES

2.01 BASIS OF ACCOUNTING AND PREPARATION OF STANDALONE RESTATED FINANCIAL STATEMENTS

The restated summary statement of standalone assets and liabilities of the Company as at March 31, 2026, March 31, 2025, and March 31, 2024 and the related restated summary statement of standalone profits and loss and cash flows for the year ended March 31, 2026, March 31, 2025, and March 31, 2024 (herein collectively referred to as ("Restated Summary Statements") have been compiled by the management from the standalone audited Financial Statements of the Company for the year ended on March 31, 2026, March 31, 2025 and March 31, 2024 approved by the Board of Directors of the Company. Restated Summary Statements have been prepared to comply in all material respects with the provisions of Part I of Chapter III of the Companies Act, 2013 (the "Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") issued by SEBI and Guidance note on Reports in Companies Prospectuses (Revised 2019) ("Guidance Note"). Restated Summary Statements have been prepared specifically for inclusion in the offer document to be filed by the Company with the NSE in connection with its proposed SME IPO. The Company's management has recast the Financial Statements in the form required by Schedule III of the Companies Act, 2013 for the purpose of restated Summary Statements.

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles in India.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

2.02 USE OF ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses, during the reporting year. Examples of such estimates include estimates of provision for slow moving and obsolete stock, provision for doubtful trade receivables, provision for warranty. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods.

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

2.03 CURRENT & NON-CURRENT CLASSIFICATION

All assets and liabilities are classified into current and non-current.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

a) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is expected to be realised within 12 months after the reporting date; or

d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

a) It is expected to be settled in the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is due to be settled within 12 months after the reporting date; or

d) The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

2.04 OPERATING CYCLE

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and the time between the acquisition of assets for providing of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current & non-current classification of assets and liabilities.

2.05 PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(i) Property, Plant & Equipment

Property, Plant and Equipment would be stated at the cost of acquisition or construction, less accumulated depreciation. All costs incurred in bringing the assets to its working condition for intended use to be capitalized.

Subsequent expenditures related to an item of Property, Plant and Equipment are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Land is carried at fair value based on periodic valuations by independent valuers, under the revaluation model. Revaluations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period. Any revaluation surplus is credited to Reserves and Surplus and accumulated in equity under the heading of revaluation surplus.

Property, Plant and Equipment acquired in a used condition are initially recognised at their fair value as on the date of acquisition, including directly attributable costs necessary to bring the asset to its working condition for its intended use. Such assets are depreciated over their remaining useful lives as estimated by the management, in accordance with Schedule II of the Companies Act, 2013.

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

(ii) Intangible Assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises of its materials, service costs and other direct related expenses (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use.

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

2.06 DEPRECIATION / AMORTIZATION

The depreciation is computed by considering the useful life of the asset as per Schedule II of the Companies Act, 2013 under Written Dowm Value (WDV). If the Management's estimate of the useful life of a fixed asset at the time of the acquisition of the asset or of the remaining useful life on a subsequent review is different from the aforesaid schedule, depreciation is provided at the applicable rate based on such different useful life as per the advice obtained from a competent technician.
Intangibles assets are amortized over their estimated useful life on Straight Line Method.

2.07 DIRECT EXPENSES

The Direct expenses covers clearing & forwarding charges, Freight inwards, Repairs to machinery and Wages. The same is presented for better presentation purpose as per Schedule III.

2.08 INVENTORIES

Inventories comprises of Raw Material, Work-in-Progress and Finished Goods.Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in, first-out principle.Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Finished goods and work-in-progress are valued at lower of cost and net realizable value. The cost of finished goods and work-in-progress includes raw material costs (net of recoverable taxes), direct cost of conversion and proportionate allocation of indirect costs incurred in bringing the inventories to their present location and condition.

2.09 IMPAIRMENT OF ASSETS

The Company periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that do not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of profit and loss. If at the balance sheet date, there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined; if no impairment loss had been recognised.

2.10 INVESTMENTS:

Non-current investments are carried at cost less any other-than-temporary diminution in value, determined on the specific identification basis.
Profit or loss on sale of investments is determined as the difference between the sale price and carrying value of investment, determined individually for each investment. Cost of investments sold is arrived using average method.

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

2.11 FOREIGN CURRENCY TRANSLATIONS

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Any income or expense on account of exchange difference either on settlement or on translation at the balance sheet date is recognized in Profit & Loss Account in the year in which it arises.

2.12 BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

2.13 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

The Company recognizes a provision when there is a present obligation as a result of past (or obligating) event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

2.14 REVENUE RECOGNITION

Sale of goods: Revenue from sale of goods is recognised when all the significant risks and rewards of ownership of goods are transferred to the buyer as per the terms of the contract. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainity exists regarding the amount of the consideration that will be derived from the sale of goods. Sales exclude Goods and Service Tax.

Sale of services: Revenue from services is recognised in accordance with the specific terms of contract on performance.

Other operating revenues: Other operating revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract.

2.15 OTHER INCOME

Interest Income on fixed deposit is recognized on time proportion basis. Other Income is accounted for when right to receive such income is established.

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

2.16 TAXES ON INCOME

Income taxes are accounted for in accordance with Accounting Standard (AS-22) – "Accounting for taxes on income", notified under Companies (Accounting Standard) Rules, 2021. Income tax comprises of both current and deferred tax.
Current tax is measured on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using substantially enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization.

2.17 CASH AND BANK BALANCES

Cash and cash equivalents comprises Cash-in-hand, Current Accounts, Fixed Deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Other Bank Balances are short-term balance (with original maturity is more than three months but less than twelve months).

2.18 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equities shares outstanding, without a corresponding change in resources.
For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share or increase the net loss per share. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

2.19 EMPLOYEE BENEFITS

Defined Contribution Plan:

Contributions payable to the recognised provident fund, which is a defined contribution scheme, are charged to the statement of profit and loss.

Defined Benefit Plan:

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service without any monetary limit. Vesting occurs upon completion of five years of service. Provision for gratuity has been made in the books as per actuarial valuation done as at the end of the year/period.

2.20 SEGMENT REPORTING

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.
Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES, RECONCILIATION OF NET PROFIT/(LOSS) AND RECONCILIATION OF NETWORTH

3. NOTES ON RECONCILIATION OF RESTATED PROFITS

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Net Profit/(Loss) after Tax as per Audited Profit & Loss Account	**1,525.76**	**1,018.52**	**768.09**
Adjustments for:			
Arrears of Wages	-	-	413.70
CSR expense	(16.95)	(12.99)	0.43
Gratuity expense	(9.76)	(42.74)	(4.80)
Interest on late payment of taxes	(60.68)	(33.11)	(22.40)
Deferred Tax	1.65	10.44	(4.51)
Income Tax	23.15	56.72	(96.88)
Net Profit/ (Loss) After Tax as Restated	**1,463.17**	**996.84**	**1,053.63**

Explanatory notes to the above restatements to profits made in the audited Financial Statements of the Company for the respective years:

a. Arrears of Wages: The company has booked wages pertaing to PYs in FY23-24, hence the same is restated to the opening reserves.
b. CSR Expense: The company had booked the CSR expense on payment basis, but now the same is restated to year on year provision basis.
c. Gratuity Expense: The company has failed to recognise gratuity expense which has now been restated to respective years.
d. Interest on Late payment of taxes: The company had failed to recognize the interest as per Income Tax Act which is now restated and recorded in respective years.
e. Deferred Tax: The company has calculated Deferred tax incorrectly and with the change in Gratuity, the deferred tax expense is also restated.
f. Income Tax: With the change in profit from the above mentioned line items the Income tax expense is also restated.

4. NOTES ON RECONCILIATION OF RESTATED SHAREHOLDER'S FUND

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Shareholder's Fund as audited (a)	**10,320.61**	**8,194.33**	**4,928.51**
Adjustments for:			
Opening Balance of Adjustments	**(197.62)**	**(175.94)**	**-**
Change in Profit/(Loss)	(62.59)	(21.68)	285.54
Opening restated adjustments			
Arrears of Wages	-	-	(413.70)
Deferred Tax liability	949.28	-	51.49
Provision for gratuity	-	-	(91.93)
Interest on Income tax	-	-	(7.34)
Closing Balance of Adjustments (b)	**689.07**	**(197.62)**	**(175.94)**
Shareholder's Fund as restated (a +b)	**11,009.68**	**7,996.71**	**4,752.57**

Explanatory notes to the above restatements to Shareholder's made in the audited Financial Statements of the Company for the respective years:

a. Arrears of Wages: The company has booked wages pertaing to PYs in FY23-24, hence the same is restated to the opening reserves.
b. Deferred Tax: The company has calculated Deferred tax incorrectly and with the change in Gratuity, the deferred tax expense is also restated.
c. Provision for Gratuity: The company has failed to recognise gratuity expense which has now been restated.
d. Interest on Income tax: The company had failed to recognize the interest as per Income Tax Act which is now restated.
e. Change in Profit/(Loss): Refer Note 3 above**.**

a. Material Regrouping

Appropriate regroupings have been made in the Restated Summary Statements, wherever required, by a reclassification of the corresponding items of income, expenses, assets, liabilities and cash flows in order to bring them in line with the groupings as per the audited Financial Statements of the Company, prepared in accordance with Schedule III and the requirements of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018 (as amended).

Vetrivel Explosives Limited
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DETAILS OF SHARE CAPITAL AS RESTATED **ANNEXURE -** V

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
AUTHORISED:			
Equity Shares of ₹ 10 each	2,550.00	2,550.00	2,550.00
(As at March 31, 2026 2,55,00,000 Equity shares of Rs. 10 each, As at March 31, 2025 2,55,00,000 Equity shares of Rs. 10 each, As at March 31, 2024 2,55,00,000 Equity shares of Rs. 10 each)	2,550.00	2,550.00	2,550.00
ISSUED, SUBSCRIBED AND PAID UP			
Equity Shares of ₹ 10 each fully paid up	1,600.00	1,600.00	1,600.00
(As at March 31, 2026 1,60,00,000 Equity shares of Rs.10 each fully paid up, As at March 31,2025 1,60,00,000 Equity shares of Rs.10 each fully paid up, As at March 31,2024 1,60,00,000 Equity shares of Rs.10 each fully paid up)			
TOTAL	**1,600.00**	**1,600.00**	**1,600.00**

Reconciliation of number of shares outstanding at the end of the year:

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Equity Shares at the beginning of the year	1,60,00,000	1,60,00,000	1,60,00,000
Add: Shares issued during the year	-	-	-
Add: Bonus Shares issued during the year	-	-	-
Equity Shares at the end of the year	**1,60,00,000**	**1,60,00,000**	**1,60,00,000**

Aggregated no. of shares issued for consideration other than cash/ as bonus shares/ shares bought back during the last 5 years:

Particulars	As at March 31, 2026
Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash.	5,267
Aggregate number and class of shares allotted as fully paid up by way of bonus shares	1,25,08,200
Aggregate number and class of shares bought back	-

Note:

1) Terms/Rights attached to Equity Shares: The company has only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity share will be entitled to receive remaining Assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the Share holders.

2) The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provisions of the Companies Act, 2013.

3) Every member of the company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the company.

Details of Shareholders holding more than 5% of the aggregate shares of the company:

Name of Shareholders	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Equity Share Holders			
R.Vijayakannan	48,50,000	48,50,000	48,50,000
R.Vetrivel	48,50,000	48,50,000	48,50,000
P.Premalatha	63,00,000	63,00,000	63,00,000

% of Shareholders holding more than 5% of the aggregate shares of the company:

Name of Shareholders	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Equity Share Holders			
R.Vijayakannan	30.31%	30.31%	30.31%
R.Vetrivel	30.31%	30.31%	30.31%
P.Premalatha	39.38%	39.38%	39.38%

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Details of equity shares held by promoters:

Name of Promoter	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
R.Vijayakannan	48,50,000	48,50,000	48,50,000
R.Vetrivel	48,50,000	48,50,000	48,50,000
P.Premalatha	63,00,000	63,00,000	63,00,000

% of holding of equity shares held by promoters:

Name of Promoter	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
R.Vijayakannan	30.31%	30.31%	30.31%
R.Vetrivel	30.31%	30.31%	30.31%
P.Premalatha	39.38%	39.38%	39.38%

% Change in holding of equity shares held by promoters during the year:

Name of Promoter	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
R.Vijayakannan	-	-	-
R.Vetrivel	-	-	-
P.Premalatha	-	-	-

DETAILS OF RESERVE & SURPLUS AS RESTATED **ANNEXURE -** VI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Capital Reserves			
Opening Balance	309.00	309.000	309.00
Add: Transferred from P&L During the year	-	-	-
Less: Utilised during the year	-	-	-
Closing Balance (a)	**309.00**	**309.00**	**309.00**
Revaluation Reserve			
Opening Balance	**2,247.30**	**-**	**-**
Add: On Revaluation of Assets	1,549.80	2,247.30	-
Less: Utilised during the year	-	-	-
Closing Balance (b)	**3,797.10**	**2,247.30**	**-**
Balance in profit & Loss A/c			
Opening Balance	3,840.41	2,843.57	2,250.53
Opening restated adjustments			
-Arrears of Wages	-	-	(413.70)
-Gratuity Expense	-	-	(91.93)
-Interest on Income tax expense	-	-	(7.34)
-Depreciation and Amortization Expenses	-	-	0.89
-Deferred tax expense	-	-	51.49
Add : Net profit / (Loss) after Tax for the year	1,463.17	996.84	1,053.63
Closing Balance (c)	**5,303.58**	**3,840.41**	**2,843.57**
TOTAL (a + b + c)	**9,409.68**	**6,396.71**	**3,152.57**

Vetrivel Explosives Limited
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DETAILS OF LONG TERM BORROWINGS AS RESTATED **ANNEXURE -** VII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Secured			
Term Loan			
- Banks	1,702.12	1,590.66	1,528.09
- Others	2,087.47	1,607.18	1,177.08
Vehicle Loan			
- Banks	57.57	86.77	52.34
- Others	47.75	59.20	2.44
Unsecured			
- Others	14.75	188.72	-
Current maturities of long-term debt	(511.26)	(431.96)	(580.50)
TOTAL	**3,398.40**	**3,100.57**	**2,179.45**

(Refer Annexure XXXII for terms of security, repayment and other relevant details)

DETAILS OF DEFERRED TAX LIABILITIES (NET) AS RESTATED **ANNEXURE -** VII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Deferred Tax Liabilities arising on account of:			
-Difference of WDV as per Companies Act, 2013 and Income Tax Act, 1961	134.13	162.71	162.91
Deferred Tax Assets arising on account of:			
-Expenses disallowed under Income Tax Act, 1961	(37.56)	(35.10)	(24.34)
TOTAL	**96.57**	**127.61**	**138.57**

DETAILS OF LONG TERM PROVISIONS AS RESTATED **ANNEXURE -** VIII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Provision for Gratuity	135.47	126.47	93.31
Provision for others	9.00	9.00	9.00
TOTAL	**144.47**	**135.47**	**102.31**

DETAILS OF SHORT TERM BORROWINGS AS RESTATED **ANNEXURE -** IX

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Loan Payable on Demand			
- Banks	6,460.94	5,941.94	3,560.76
Loan from Directors*	307.34	1,039.53	766.82
Current maturities of long-term debt	511.26	431.96	580.50
TOTAL	**7,279.54**	**7,413.43**	**4,908.08**
(Refer Annexure XXXII for terms of security, repayment and other relevant details)			
**Loan from Directors & Related Parties are interest-free.*			

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DETAILS OF TRADE PAYABLES AS RESTATED **ANNEXURE -** X

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Payable to Micro and Small Enterprises	77.73	45.55	82.05
Payable to other than Micro and Small Enterprises	1,944.12	2,091.59	1,887.61
TOTAL	**2,021.85**	**2,137.14**	**1,969.66**

(Refer Annexure - XXXIII for ageing)

DETAILS OF OTHER CURRENT LIAIBILITES AS RESTATED **ANNEXURE -** XI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Customer Advances	193.86	36.72	104.08
Statutory Dues Payable (EPF, ESIC, TDS, Custom duty and GST)	92.62	161.92	153.27
Expenses Payables	24.92	29.37	23.95
TOTAL	**311.40**	**228.01**	**281.30**

DETAILS OF SHORT TERM PROVISIONS AS RESTATED **ANNEXURE -** XII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Provision for Taxation (Net of Advance Tax, TDS and TCS)	627.81	359.56	232.28
Provision for employee benefits	70.50	130.29	120.02
Provision for Gratuity	13.76	12.99	3.42
Provision for Expenses	6.00	6.00	6.00
Provision for CSR	29.53	12.57	-
	747.60	**521.41**	**361.72**

DETAILS OF NON CURRENT INVESTMENTS AS RESTATED **ANNEXURE -** XIV

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Unquoted, Non-Trade (At Cost)			
A. Investment in Equity Instruments			
Shree M.T.K. Textiles Private Limited (As at March 31,2026 - 4930 shares of Rs. 100 each, As at March 31, 2025 - 4930 shares of Rs. 100 each and As at Match 31, 2024 - 4930 shares of Rs. 100 each)	4.93	4.93	4.93
TOTAL	**4.93**	**4.93**	**4.93**
Aggregate value of quoted investments	**-**	**-**	**-**
Aggregate market value of quoted investments	**-**	**-**	**-**
Aggregate carrying value of unquoted investments	**4.93**	**4.93**	**4.93**
Aggregate provision for diminution in value of investments	**-**	**-**	**-**

DETAILS OF LONG-TERM LOANS & ADVANCES AS RESTATED **ANNEXURE -** XV

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Capital Advances	390.00	390.00	390.00
TOTAL	**390.00**	**390.00**	**390**

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DETAILS OF OTHER NON CURRENT ASSETS AS RESTATED **ANNEXURE -** XVI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Security Deposit	103.67	95.84	70.04
TOTAL	**103.67**	**95.84**	**70.04**

DETAILS OF INVENTORIES AS RESTATED **ANNEXURE -** XVII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Raw Material	8,193.43	7,454.14	3,493.44
Work In Progress	-	17.54	46.45
Stock-in-trade	220.06	171.16	219.07
Finished goods	2,658.95	346.20	648.11
Stores & Spares and consumables	37.44	22.67	250.51
TOTAL	**11,109.88**	**8,011.71**	**4,657.58**

DETAILS OF TRADE RECEIVABLES AS RESTATED **ANNEXURE -** XVIII

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Unsecured, Considered Good			
Trade Receivable More than Six Months	156.02	180.20	157.31
Trade Receivable Less than Six Months	902.92	988.98	783.78
Unsecured, Considered Doubtful			
Trade Receivable More than Six Months	-	-	-
Less: Provision for Bad & Doubtful Debts	-	-	-
Trade Receivable Less than Six Months	-	-	-
Less: Provision for Bad & Doubtful Debts	-	-	-
TOTAL	**1,058.94**	**1,169.18**	**941.09**

(Refer Annexure - XXXIV for ageing)

DETAILS OF CASH AND BANK BALANCE AS RESTATED **ANNEXURE -** XIX

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
a. Cash and Cash Equivalents			
Cash-in-Hand	15.50	10.60	9.84
Bank Balance*	-	72.77	68.39
Fixed Deposits (having original maturity of less than 3 months)*	-	-	780.36
b. Other Bank Balances with Scheduled Bank			
Balance with Banks in Fixed Deposits*	73.22	89.41	-
(having original maturity of more than 3 months and remaining maturity of less than 12 months including given as collateral or margin money)			
TOTAL	**88.72**	**172.78**	**858.59**

** Balance confirmations for the FD not received and the same is not verified, Bank statements of few accounts not receiced, hence the same is not verified*

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DETAILS OF SHORT TERM LOAN AND ADVANCES AS RESTATED **ANNEXURE -** XX

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Prepaid expenses (Including IPO expense)	37.94	64.75	69.38
Loans and advances to related parties	1,794.30	2,464.67	1,884.71
Other loans and advances	105.99	650.64	447.06
Vendor advances	114.71	-	-
TOTAL	**2,052.94**	**3,180.06**	**2,401.15**

DETAILS OF OTHER CURRENT ASSETS AS RESTATED **ANNEXURE -** XXI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
Excess Spend on CSR	-	-	0.43
Balance with Revenue Authorities	25.09	315.64	39.81
TDS Reimbursement Receivable	1.57	20.47	5.97
TOTAL	**26.66**	**336.11**	**46.21**

Vetrivel Explosives Limited
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DETAILS OF PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS AS RESTATED **ANNEXURE-** XIII

(₹ In Lakhs)

Particulars	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK	
	AS AT 01.04.2025	ADDITIONS	DEDUCTIONS	AS AT 31.03.2026	UPTO 01.04.2025	FOR THE PERIOD	DEDUCTIONS	UPTO 31.03.2026	AS AT 31.03.2026	AS AT 31.03.2025
Property, Plant & Equipment										
Land	2,905.36	1,549.80	-	4,455.16	-	-	-	-	4,455.16	2,905.36
Building	5,274.55	4.67	-	5,279.22	2,277.82	177.38	-	2,455.20	2,824.02	2,996.73
Plant and Equipment	4,918.22	484.03	58.53	5,343.72	3,370.19	323.21	20.90	3,672.50	1,671.22	1,548.03
Furniture and Fixtures	1,412.04	29.62	7.73	1,433.93	1,180.03	50.54	7.34	1,223.23	210.70	232.01
Vehicles	1,360.03	23.09	-	1,383.12	1,086.02	66.07	-	1,152.09	231.03	274.01
Office equipment	396.25	14.27	-	410.52	95.28	138.47	-	233.75	176.77	300.97
Computers	220.01	12.35	-	232.36	199.67	11.11	-	210.78	21.58	20.34
	16,486.46	**2,117.83**	**66.26**	**18,538.03**	**8,209.01**	**766.78**	**28.24**	**8,947.55**	**9,590.48**	**8,277.45**
Capital work in progress	22.27	580.05	19.04	583.28	-	-	-	-	583.28	22.27
	22.27	**580.05**	**19.04**	**583.28**	**-**	**-**	**-**	**-**	**583.28**	**22.27**
Total	**16,508.73**	**2,697.88**	**85.30**	**19,121.31**	**8,209.01**	**766.78**	**28.24**	**8,947.55**	**10,173.76**	**8,299.72**

(₹ In Lakhs)

Particulars	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK	
	AS AT 01.04.2024	ADDITIONS	DEDUCTIONS	AS AT 31.03.2025	UPTO 01.04.2024	FOR THE YEAR	DEDUCTIONS	UPTO 31.03.2025	AS AT 31.03.2025	AS AT 31.03.2024
Property, Plant & Equipment										
Land	654.01	2,251.35	-	2,905.36	-	-	-	-	2,905.36	654.01
Building	4,734.55	540.00	-	5,274.55	2,142.60	135.22	-	2,277.82	2,996.73	2,591.95
Plant and Equipment	4,547.94	376.23	5.95	4,918.22	3,081.47	293.90	5.18	3,370.19	1,548.03	1,466.47
Furniture and Fixtures	1,288.85	123.19	-	1,412.04	1,143.14	36.89	-	1,180.03	232.01	145.71
Vehicles	1,274.97	85.06	-	1,360.03	1,012.21	73.81	-	1,086.02	274.01	262.76
Office equipment	73.06	323.19	-	396.25	40.23	55.05	-	95.28	300.97	32.83
Computers	209.81	10.20	-	220.01	189.57	10.10	-	199.67	20.34	20.24
	12,783.19	**3,709.22**	**5.95**	**16,486.46**	**7,609.22**	**604.97**	**5.18**	**8,209.01**	**8,277.45**	**5,173.97**
Capital work in progress	150.08	412.64	540.45	22.27	-	-	-	-	22.27	150.08
	150.08	**412.64**	**540.45**	**22.27**	**-**	**-**	**-**	**-**	**22.27**	**150.08**
Total	**12,933.27**	**4,121.86**	**546.40**	**16,508.73**	**7,609.22**	**604.97**	**5.18**	**8,209.01**	**8,299.72**	**5,324.05**

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DETAILS OF PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS AS RESTATED **ANNEXURE-** XIII

(₹ In Lakhs)

Particulars	GROSS BLOCK				DEPRECIATION & AMORTIZATION				NET BLOCK	
	AS AT 01.04.2023	ADDITIONS	DEDUCTIONS	AS AT 31.03.2024	UPTO 01.04.2023	FOR THE YEAR	DEDUCTIONS	UPTO 31.03.2024	AS AT 31.03.2024	AS AT 31.03.2023
Property, Plant & Equipment										
Land	652.57	1.44	-	654.01	-	-	-	-	654.01	652.57
Building	4,715.89	18.66	-	4,734.55	2,002.73	139.87	-	2,142.60	2,591.95	2,713.16
Plant and Equipment	3,772.98	908.54	133.58	4,547.94	2,966.70	224.55	109.78	3,081.47	1,466.47	806.28
Furniture and Fixtures	1,284.58	38.76	34.49	1,288.85	1,147.63	28.06	32.55	1,143.14	145.71	136.95
Vehicles	1,200.18	82.23	7.44	1,274.97	962.19	55.86	5.84	1,012.21	262.76	237.99
Office equipment	37.82	35.24	-	73.06	32.04	8.19	-	40.23	32.83	5.78
Computers	196.05	13.76	-	209.81	182.19	7.38	-	189.57	20.24	13.86
	11,860.07	**1,098.63**	**175.51**	**12,783.19**	**7,293.48**	**463.91**	**148.17**	**7,609.22**	**5,173.97**	**4,566.59**
Capital work in progress	-	150.08	-	150.08	-	-	-	-	150.08	-
	-	**150.08**	**-**	**150.08**	**-**	**-**	**-**	**-**	**150.08**	**-**
Total	**11,860.07**	**1,248.71**	**175.51**	**12,933.27**	**7,293.48**	**463.91**	**148.17**	**7,609.22**	**5,324.05**	**4,566.59**

Vetrivel Explosives Limited
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DETAILS OF REVENUE FROM OPERATIONS AS RESTATED **ANNEXURE -** XXII

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from Sale of Products			
-Domestic Sales	20,402.43	20,051.89	18,870.19
-Export Sales	782.21	5,341.33	2,530.26
Revenue from Sale of Services			
-Domestic Sales	2,010.70	3,543.64	3,623.11
Other Operating Income	14.43	78.82	58.55
TOTAL	**23,209.77**	**29,015.68**	**25,082.11**

DETAILS OF OTHER INCOME AS RESTATED **ANNEXURE -** XXIII

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest Income	5.05	43.90	23.23
Commission	-	44.98	76.95
Discount Received	5.39	108.29	1.40
Foreign Exchange Gain	-	-	3.73
Profit on sale of Asset	16.12	0.87	24.01
Miscellaneous Income	0.14	1.92	4.35
TOTAL	**26.70**	**199.96**	**133.67**

DETAILS OF COST OF MATERIAL CONSUMED AS RESTATED **ANNEXURE -** XXIV

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw Material			
Opening Stock	7,454.14	3,493.44	3,013.25
Purchases	16,165.75	17,305.75	13,541.94
Less : Closing Stock	(8,193.43)	(7,454.14)	(3,493.44)
	15,426.46	**13,345.05**	**13,061.75**
Stores and spares and consumables			
Opening Stock	22.67	250.51	189.63
Purchases	147.98	2,137.96	1,670.23
Less : Closing Stock	(37.44)	(22.67)	(250.51)
	133.21	**2,365.80**	**1,609.35**
TOTAL	**15,559.67**	**15,710.85**	**14,671.10**

DETAILS OF PURCHASE OF STOCK-IN-TRADE AS RESTATED **ANNEXURE -** XXV

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Purchase of stock - in - trade	124.92	1,433.45	1,043.27
TOTAL	**124.92**	**1,433.45**	**1,043.27**

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DETAILS OF DIRECT EXPENSES AS RESTATED **ANNEXURE -** XXVI

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Clearing & Forwarding Charges	72.01	179.14	131.36
Freight Inwards	438.91	1,256.04	249.85
Repairs to Machinery	189.74	259.74	266.19
Wages	571.92	631.35	591.86
TOTAL	**1,272.58**	**2,326.27**	**1,239.26**

DETAILS OF CHANGES IN INVENTORIES OF WORK- IN- PROGRESS, FINISHED GOODS and STOCK-IN-TRADE AS RESTATED **ANNEXURE -** XXVII

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Work in Progress			
Opening Stock	17.54	46.45	39.45
Less : Closing Stock	-	(17.54)	(46.45)
	17.54	**28.91**	**(7.00)**
Finished goods			
Opening Stock	346.20	648.11	449.53
Less : Closing Stock	(2,658.95)	(346.20)	(648.11)
Opening stock Adjustment			
	(2,312.75)	**301.91**	**(198.58)**
Stock-in-Trade			
Opening Stock	171.16	219.07	246.23
Less : Closing Stock	(220.06)	(171.16)	(219.07)
	(48.90)	**47.91**	**27.16**
TOTAL	**-2,344.11**	**378.73**	**(178.42)**

DETAILS OF EMPLOYEE BENEFIT EXPENSES AS RESTATED **ANNEXURE -** XXVIII

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Salaries	1,174.11	1,224.13	1,302.96
Staff Welfare Expenses	107.14	120.98	98.24
Director Remuneration	239.66	239.26	173.40
Contribution to Provident Fund and Other funds	59.86	57.90	65.99
Keyman Insurance Premium	45.00	47.03	-
Gratuity expense	9.77	42.73	4.80
TOTAL	**1,635.54**	**1,732.03**	**1,645.39**

DETAILS OF FINANCE COST AS RESTATED **ANNEXURE -** XXIX

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Interest on Borrowings	1,004.34	902.59	602.86
Interest on late payment of taxes	60.68	33.12	22.40
Bank and loan Processing Charges	57.59	14.14	123.54
Other borrowing costs	70.26	186.66	14.46
TOTAL	**1,192.87**	**1,136.51**	**763.26**

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DETAILS OF DEPRECIATION AND AMORTIZATION EXPENSE AS RESTATED **ANNEXURE -** XXX

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation Expenses	766.79	604.97	463.92
TOTAL	**766.79**	**604.97**	**463.92**

DETAILS OF OTHER EXPENSES AS RESTATED **ANNEXURE -** XXXI

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Auditors' Remuneration	6.00	6.00	3.00
Advertisement	44.66	51.64	31.17
Freight outward	94.22	536.31	275.31
Insurance	44.80	29.88	36.12
Power and fuel	600.79	604.08	696.18
Professional fees	106.76	103.61	81.56
Rent	60.16	67.58	42.58
Repairs to buildings	202.36	155.06	294.71
Repairs to machinery	-	-	-
Repairs others	30.77	70.31	60.36
Rates and taxes	179.52	87.63	142.21
Royalty	139.28	115.95	129.30
Travelling Expenses	50.30	43.14	66.35
Miscellaneous expenses	60.12	34.39	42.11
Cleaning & Washing	41.52	55.25	78.55
Commission & Brokerage	138.10	157.17	106.09
Communication	15.20	17.61	19.10
CSR Expenditure	21.21	15.00	11.87
Discount Allowed	3.16	2.58	220.87
Donation	2.11	2.33	9.25
Export Expenses	107.81	1,207.35	859.21
Foreign Exchange loss	25.85	49.50	-
Other Hotel Operating Cost	47.75	47.85	35.49
Printing & Stationery	111.43	79.22	27.28
Repairs to Vehicles	877.11	979.61	839.77
Sales Promotion	28.65	21.68	31.27
Subscription	5.06	3.03	5.65
Total	**3,044.70**	**4,543.76**	**4,145.36**

Details of Payment made to Auditors : (₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Statutory Audit fees	3.00	3.00	2.00
Tax Audit fees	2.00	2.00	1.00
Others	1.00	1.00	-

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ANNEXURE - XXXII

ANNEXURE FOR TERMS OF BORROWINGS AS RESTATED:

S.No	Name of Lender	Nature of Security	Repayment Terms	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	No of O/S Instalments	Instalment (₹)	Outstanding as on March 31, 2026 (₹ In Lakhs)	Outstanding as on March 31, 2025 (₹ In Lakhs)	Outstanding as on March 31, 2024 (₹ In Lakhs)
1	Aditya Birla Finance Limited	Charge Created against commercial property located on SF No. 64/1, 67/1A, Junction Road, Suramangalam village, Salem Taluk, Salem 636005	Repayable in 139 monthly installments	750.00	LTRR+ Margin of -7.90% p.a.	139	97	10,22,541	591.04	639.93	687.69
2	Aditya Birla Finance Limited	Exclusive Charge on property located on New Survey No.29 1A, New Patta 113, O.S No. 93,94,95, Old Patta 37, House no: Annathanapatty Village, Dadagapatty, Salem, Tamil Nadu 636002 Personal Guarantee: Premalatha	Repayable in 144 monthly installments	515.04	LTRR+ Spread of -8.65% p.a.	144	109	10,59,164	431.70	464.47	489.38
3	Aditya Birla Finance Limited	Charge created against property located on T.S. No.56, Ward N Block- 6, Old S No.67/1A, Junction Main Road , Near Salem Junction, Suramangalam Village & Corporation, Suramangalam SRO, Salem taluk, Salem-636005	Repayable in 84 monthly installments	600.00	LTTR+ Margin of -8.45% p.a.	84	61	10,59,164	433.30	502.76	-
4	Bajaj Finserv Limited	Unsecured Loan	Repayable in 24 monthly EMIs	51.84	17%p.a.	24	3	2,56,294	7.48	34.42	-
5	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	450.00	Repo Rate+ Spread of 4%p.a.	6	NA	NA	100.01	-	-
6	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	450.00	Repo Rate + Spread of 3.75% p.a.	6	NA	NA	450.00	-	-
7	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	400.00	Repo Rate + Spread of 3.75% p.a.	6	NA	NA	400.00	-	-
8	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	548.00	Repo Rate + Spread of 4.25% p.a.	6	NA	NA	548.00	-	-
9	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	670.00			NA	NA	-	-	676.01

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ANNEXURE - XXXII

ANNEXURE FOR TERMS OF BORROWINGS AS RESTATED:

S.No	Name of Lender	Nature of Security	Repayment Terms	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	No of O/S Instalments	Instalment (₹)	Outstanding as on March 31, 2026 (₹ In Lakhs)	Outstanding as on March 31, 2025 (₹ In Lakhs)	Outstanding as on March 31, 2024 (₹ In Lakhs)
10	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	636.00			NA	NA	-	-	496.84
11	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	750.00			NA	NA	-	-	750.00
12	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	250.00			NA	NA	-	250.00	-
13	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	648.00			NA	NA	-	648.00	-
14	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	260.00			NA	NA	-	260.00	-
15	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	640.00			NA	NA	-	640.00	-
16	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	560.00			NA	NA	-	560.00	-
17	HDFC Bank - EPCL*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	140.00			NA	NA	-	140.00	-

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ANNEXURE - XXXII

ANNEXURE FOR TERMS OF BORROWINGS AS RESTATED:

S.No	Name of Lender	Nature of Security	Repayment Terms	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	No of O/S Instalments	Instalment (₹)	Outstanding as on March 31, 2026 (₹ In Lakhs)	Outstanding as on March 31, 2025 (₹ In Lakhs)	Outstanding as on March 31, 2024 (₹ In Lakhs)
18	HDFC Bank OD	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable on demand	5,000.00		NA	NA	NA	4,962.93	3,443.95	1,629.89
19	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 84 monthly installments	497.49	10.08% p.a.	84	65	8,41,914.00	357.88	423.30	-
20	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 72 monthly installments	487.00	9.5% p.a.	72	66	8,89,978	456.13	-	-
21	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 33 monthly installments	648.36	11.52% p.a.	33	-	23,01,576	-	7.42	268.11
22	HDFC Bank Term Loan*	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam							62.46	52.62	
23	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 61 monthly installments	169.00	10.05% p.a.	61	17	3,54,931	57.15	92.44	124.27
24	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 60 Monthly Installments	581.00		60	19		225.06	353.57	468.97
25	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 73 monthly installments including 6 month moratotium period	749.99	9.61% p.a.	73	45	14,69,262	543.46	661.32	666.75

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ANNEXURE - XXXII

ANNEXURE FOR TERMS OF BORROWINGS AS RESTATED:

S.No	Name of Lender	Nature of Security	Repayment Terms	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	No of O/S Instalments	Instalment (₹)	Outstanding as on March 31, 2026 (₹ In Lakhs)	Outstanding as on March 31, 2025 (₹ In Lakhs)	Outstanding as on March 31, 2024 (₹ In Lakhs)
26	HDFC Bank - Commercial Card	Unsecured Loan	Repayable on demand	NA	NA	NA	NA	NA	-	-	0.94
27	HDFC Bank - Corporate Card	Unsecured Loan	Repayable on demand	NA	NA	NA	NA	NA	-	-	7.08
28	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	10.60	9.01% p.a.	60	44	22,009	8.22	10.03	-
29	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.70	9.01% p.a.	60	36	34,675	10.90	13.93	-
30	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.70	9.01% p.a.	60	36	34,675	10.90	13.93	-
31	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.80	9.01% p.a.	60	40	34,883	12.01	14.97	-
32	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.80	9.01% p.a.	60	40	34,883	12.01	14.97	-
33	Kisetsu Saison Finance India Pvt Ltd	Unsecured Loan	Repayable in 24 monthly EMIs	50.00	17.997% p.a.	24	3	2,98,676	5.23	28.62	-
34	Kotak Prime Limited	Charge created against Property	Repayable in 121 monthly installments	656.89	Benchamark rate + Spread of 0.75% p.a.	120	114	8,50,000	631.41	-	-
35	Kotak Mahindra Bank Ltd	Unsecured Loan	Repayable in 18 monthly installments	75.00	16.25%p.a.	18	NA	4,72,310	-	39.85	-
36	Poonawalla Fincorp Limited	Unsecured Loan	Repayable in 18 monthly installments	40.00	17% p.a.	18	1	2,55,933	2.04	30.01	-
37	Protium Finance Limited - Unsecured Loans	Unsecured Loan	Repayable in 18 monthly installments	35.00	18% p.a.	18	NA	2,23,320	-	18.57	-
38	Shriram Finance*	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments		13.15% p.a.	60	-	20,541	47.75	59.20	0.82
39	Shriram Finance*	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments		13.14% p.a	60	NA	20,548	-	-	0.82
40	Shriram Finance*	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments		13.15% p.a.	60	NA	20,548	-	-	0.80
41	SMFG India Credit	Unsecured Loan	Repayable in 12 monthly installments	40.26	16% p.a.	12	NA	3,65,243	-	10.67	-
42	Hdfc Vehicle Loan*	First and exclusive charge on vehicle							3.53	18.94	18.94
43	Hdfc Vehicle Loan*	First and exclusive charge on vehicle							-	-	5.54
44	HDFC Vehicle Loan*	First and exclusive charge on vehicle							-	-	27.86
45	Vetrivel Ramalingam	Unsecured Loan	Repayable on Demand	1,100.00	NA	NA	NA	NA	307.34	-	-
46	Vijayakannan Ramalingam	Unsecured Loan	Repayable on Demand	1,100.00	NA	NA	NA	NA	-	1,039.53	766.82
47	Tata Capital Limited - Unsecured Loan	Unsecured Loan	Repayable in 18 monthly installments	50.00	17%p.a.	18	NA	3,16,650	-	26.58	-
	Total								**10,677.94**	**10,514.00**	**7,087.53**
	Aggregate amount of loan guaranteed by directors and others								8,594.78	7,997.09	5,570.22

* For some of the loans - Sanction letter or repayment schedule or Balance confirmation is not available, hence the terms of borrowings for such loans is not verified

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AGEING OF TRADE PAYABLES AS RESTATED **ANNEXURE -** XXXIII

(₹ In Lakhs)

I. Ageing of Creditors as at March 31, 2026

Particulars	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(a) MSME	-	77.73	-	-	-	77.73
(b) Others	-	1,944.12	-	-	-	1,944.12
(c) Disputed Dues - MSME	-	-	-	-	-	-
(d) Disputed Dues - Others	-	-	-	-	-	-
Total	**-**	**2,021.85**	**-**	**-**	**-**	**2,021.85**

II. Ageing of Creditors as at March 31, 2025

Particulars	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(a) MSME	-	45.55	-	-	-	45.55
(b) Others	-	2,052.52	39.07	-	-	2,091.59
(c) Disputed Dues - MSME	-	-	-	-	-	-
(d) Disputed Dues - Others	-	-	-	-	-	-
Total	**-**	**2,098.07**	**39.07**	**-**	**-**	**2,137.14**

III. Ageing of Creditors as at March 31, 2024

Particulars	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(a) MSME	-	82.05	-	-	-	82.05
(b) Others	-	1,854.10	33.51	-	-	1,887.61
(c) Disputed Dues - MSME	-	-	-	-	-	-
(d) Disputed Dues - Others	-	-	-	-	-	-
Total	**-**	**1,936.15**	**33.51**	**-**	**-**	**1,969.66**

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AGEING OF TRADE RECEIVABLES AS RESTATED **ANNEXURE -** XXXIV

(₹ In Lakhs)

I. Ageing of Debtors as at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(a) Undisputed Trade receivables - considered good	902.94	7.48	-	-	148.52	1,058.94
(b) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(c) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(d) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-
Total	**902.94**	**7.48**	**-**	**-**	**148.52**	**1,058.94**
Add: Unbilled Revenue	-	-	-	-	-	-
Total	**902.94**	**7.48**	**-**	**-**	**148.52**	**1,058.94**

II. Ageing of Debtors as at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(a) Undisputed Trade receivables - considered good	988.99	27.79	2.48	1.40	148.52	1,169.18
(b) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(c) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(d) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-
Total	**988.99**	**27.79**	**2.48**	**1.40**	**148.52**	**1,169.18**
Add: Unbilled Revenue	-	-	-	-	-	-
Total	**988.99**	**27.79**	**2.48**	**1.40**	**148.52**	**1,169.18**

III. Ageing of Debtors as at March 31, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(a) Undisputed Trade receivables - considered good	783.78	2.48	1.40	40.10	113.33	941.09
(b) Undisputed Trade Receivables - considered doubtful	-	-	-	-	-	-
(c) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(d) Disputed Trade Receivables - considered doubtful	-	-	-	-	-	-
Total	**783.78**	**2.48**	**1.40**	**40.10**	**113.33**	**941.09**
Add: Unbilled Revenue						-
Total	**783.78**	**2.48**	**1.40**	**40.10**	**113.33**	**941.09**

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DETAILS OF OTHER INCOME AS RESTATED **ANNEXURE -** XXXV

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024	Nature
Other Income	26.70	199.96	133.67	
Net Profit Before Tax as Restated	1,983.51	1,349.07	1,422.64	
Percentage	**1.35%**	**14.82%**	**9.40%**	

Source of Income

Interest Income	5.05	43.90	23.23	Recurring and not related to Business Activity
Commission	-	44.98	76.95	Non-Recurring and not related to Business Activity
Discount Received	5.39	108.29	1.40	Non-Recurring and related to Business Activity
Foreign Exchange Gain	-	-	3.73	Non-Recurring and related to Business Activity
Profit on sale of Asset	16.12	0.87	24.01	Non-Recurring and not related to Business Activity
Miscellaneous Income	0.14	1.92	4.35	Non-Recurring and not related to Business Activity
Total Other income	**26.70**	**199.96**	**133.67**	

36 Related party disclosures

A. Names of related parties and nature of relationship :

a) Related parties where interest exists of company or its KMP's:

S.No.	Relationship	Name
(i)	Company in which Directors are interested	Sivasakthi Hospitality Private Limited
(ii)	Company in which Directors are interested	Trident Explosives Private Limited
(iii)	Company in which Directors are interested	Krishnasamy Homes Private Limited
(iv)	Company in which Directors are interested	Hanumam Explosives Private Limited
(v)	Company in which Directors are interested	Sunpenta Mining Services Private Limited
(vi)	Company in which Directors are interested	Sri Dhurga Power Private Limited

b) Key managerial personnel:

S.No.	Relationship	Name
(i)	Managing Director	R.Vijayakannan
(ii)	Director	P.Prakasam
(iii)	Director	R.Vetrivel
(iv)	Director	J.Senthilnathan
(v)	Director	Jayapal Sivanandham

c) Relatives of Key managerial personnel:

S.No.	Relationship	Name
(i)	Relatives of KMP	K.Ramalingam
(ii)	Relatives of KMP	R.Premalatha
(iii)	Relatives of KMP	V.Chamundeswari
(iv)	Relatives of KMP	V.Preethi

36 Related party disclosures

B. Transactions with related parties are as follows: **(Rs. In lakhs)**

S.No.	Nature of transaction	Year/period ended	Company in which Directors are interested	Key Managerial Personnel	Relative of Key Managerial Personnel	Total
(i)	Sales	March 31, 2026	733.95	-	-	733.95
		March 31, 2025	877.63	-	-	877.63
		March 31, 2024	821.24	-	-	821.24
(ii)	Purchases	March 31, 2026	641.38	-	-	641.38
		March 31, 2025	1,217.10	-	-	1,217.10
		March 31, 2024	-	-	-	-
(iii)	Remuneration to directors and other Key managerial persons	March 31, 2026	-	239.66	-	239.66
		March 31, 2025	-	239.26	-	239.26
		March 31, 2024	-	173.40	-	173.40
(iv)	Salary	March 31, 2026	-	-	120.00	120.00
		March 31, 2025	-	-	168.00	168.00
		March 31, 2024	-	-	168.00	168.00
(v)	Lease Rent	March 31, 2026	-	0.40	0.40	0.80
		March 31, 2025	-	0.40	0.40	0.80
		March 31, 2024	-	0.40	0.40	0.80
(vi)	Sale of Asset	March 31, 2026	61.69	-	-	61.69
		March 31, 2025	-	-	-	-
		March 31, 2024	47.80	-	-	47.80

36 Related party disclosures

C. Balances outstanding are as follows:

S.No.	Nature of transaction	As at	Company in which Directors are interested	Key Managerial Personnel	Relative of Key Managerial Personnel	Total
(i)	Tade Receivables	March 31, 2026	-	-	-	-
		March 31, 2025	-	-	-	-
		March 31, 2024	37.34	-	-	37.34
(ii)	Trade Payables	March 31, 2026	31.68	-	-	31.68
		March 31, 2025	-	-	-	-
		March 31, 2024	-	-	-	-
(iii)	Unsecured loans	March 31, 2026	-	307.34	-	307.34
		March 31, 2025	-	1,039.53	-	1,039.53
		March 31, 2024	-	766.82	-	766.82
(iv)	Advance Given	March 31, 2026	1,794.30	-	-	1,794.30
		March 31, 2025	2,464.67	-	-	2,464.67
		March 31, 2024	1,884.71	-	-	1,884.71
						-

* **Details of Remuneration to KMP's is given below**

Name of KMP's	Designation	Nature of payment	For year ending March 2026	For year ending March 2025	For year ending March 2024
R.Vijayakannan	Managing Director	Remuneration	150.00	150.00	72.00
P.Prakasam	Director	Remuneration	20.00	26.30	34.60
R.Vetrivel	Director	Remuneration	60.00	60.00	60.00
J.Senthilnathan	Director	Remuneration	4.86	1.57	3.61
Jayapal Sivanandham	Director	Remuneration	4.80	1.39	3.19

Vetrivel Explosives Limited
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DISCLOSURE UNDER AS-15 AS RESTATED **ANNEXURE -** XXXVII

A. DEFINED CONTRIBUTION PLAN

Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
Contribution to Provident and Other funds	59.86	57.90	65.99

B. DEFINED BENEFIT OBLIGATION

1) Gratuity

The gratuity benefit payable to the employees of the Company is as per the provisions of the Payment of Gratuity Act, 1972, as amended. Under the gratuity plan, every employee who has completed at least 5 years of service gets gratuity on separation or at the time of superannuation calculated for equivalent to 15 days salary for each completed year of service calculated on last drawn basic salary. The Company does not have a funded plan for gratuity liability.

I. ASSUMPTIONS:	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
Discount Rate	7.27%	6.75%	7.24%
Salary Escalation	5.00%	5.00%	5.00%
Attrition Rate	10.00%	10.00%	10.00%
Mortality Table	Indian Assured Lives Mortality	Indian Assured Lives Mortality	Indian Assured Lives Mortality
Retirement Age	60 years	60 years	60 years

II. CHANGE IN THE PRESENT VALUE OF DEFINED BENEFIT OBLIGATION:	**As at March 31, 2026**	**As at March 31, 2025**	**As at March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
Present Value of Benefit Obligation as at the beginning of the year	139.46	96.73	91.93
Current Service Cost	7.26	7.12	4.80
Past Service Cost	-	-	-
Interest Cost	9.42	7.00	-
(Benefit paid)	-	-	-
Actuarial (gains)/losses	(6.91)	28.61	-
Present value of benefit obligation as at the end of the year	**149.23**	**139.46**	**96.73**

III. ACTUARIAL GAINS/LOSSES:	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
Actuarial (gains)/losses on obligation for the year	(6.91)	28.61	-
Actuarial (gains)/losses recognized in income & expenses Statement	**(6.91)**	**28.61**	**-**

Vetrivel Explosives Limited
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DISCLOSURE UNDER AS-15 AS RESTATED **ANNEXURE -** XXXVII

IV. EXPENSES RECOGNISED	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
Current service cost	7.26	7.12	4.80
Interest cost	9.42	7.00	-
Actuarial (gains)/losses	(6.91)	28.61	-
Expense charged to the Statement of Profit and Loss *	**9.77**	**42.73**	**4.80**

V. BALANCE SHEET RECONCILIATION:	**As at March 31, 2026**	**As at March 31, 2025**	**As at March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
Opening net liability	139.46	96.73	91.93
Expense as above	9.77	42.73	4.80
Net liability/(asset) recognized in the balance sheet	**149.23**	**139.46**	**96.73**

VI. EXPERIENCE ADJUSTMENTS	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**	**For the year ended March 31, 2024**
	(₹ in Lakhs)	**(₹ in Lakhs)**	**(₹ in Lakhs)**
On Plan Liability (Gains)/Losses	(6.91)	28.61	-

VII. The estimates of rate of salary increase considered in the actuarial valuation takes into account inflation, seniority, promotion and all other relevant factors including supply and demand in the employment market.

DETAILS OF SEGMENT REPORTING AS RESTATED **ANNEXURE - XXXVIII**

Business Segment

Vetrivel Explosives Private Limited operates in three different segments, viz., Explosives, Hotel & College Divisions.

Particulars	Year ended on 31-March-2026			Year ended on 31-March-2025			Year ended on 31-March-2024		
	External	Intersegment	Total	External	Intersegment	Total	External	Intersegment	Total
Revenue									
Explosives Division	19,347.25	-	19,347.25	25,225.09	-	25,225.09	21,183.40	-	21,183.40
Hotel Division	3,767.26	-	3,767.26	3,719.47	-	3,719.47	3,838.24	-	3,838.24
College Division	95.26	-	95.26	71.12	-	71.12	60.47	-	60.47
Total Revenue	**23,209.77**	**-**	**23,209.77**	**29,015.68**	**-**	**29,015.68**	**25,082.11**	**-**	**25,082.11**
Result									
Explosives Division	3,079.54	-	3,079.53	1,964.70	-	1,964.70	1,707.79	-	1,707.79
Hotel Division	90.57	-	90.57	321.32	-	321.32	365.92	-	365.92
College Division	-20.42	-	-20.42	-0.40	-	-0.40	-21.48	-	-21.48
Total Segment Result	**3,149.69**		**3,149.68**	**2,285.62**	**-**	**2,285.62**	**2,052.23**	**-**	**2,052.23**
Operating Profit			**3,149.68**			**2,285.62**			**2,052.23**
Finance Costs			1,192.87			1,136.51			763.26
Other Income			26.70			199.96			133.67
Profit before tax			**1,983.51**			**1,349.07**			**1,422.64**
Provision for current tax			551.38			363.18			351.40
Provision for deferred tax			-31.04			-10.95			17.61
Profit for the period			**1,463.17**			**996.84**			**1,053.63**

Segment Assets & Liabilities

Particulars	Segment Assets			Segment Liabilites		
	As at 31-March-2026	As at 31-March-2025	As at 31-March-2024	As at 31-March-2026	As at 31-March-2025	As at 31-March-2024
Explosives Division	19,376.61	16,350.60	9,933.36	12,778.86	12,791.71	9,004.94
Hotel Division	5,351.15	5,010.46	4,459.70	1,133.38	823.11	542.05
College Division	281.75	299.29	300.60	6.13	3.23	4.13
Total	**25,009.51**	**21,660.35**	**14,693.66**	**13,918.37**	**13,618.05**	**9,551.12**
Unallocable corporate assets/liabilities	**-**	**-**	**-**	**81.46**	**45.59**	**389.97**
Total assets/liabilities	**25,009.51**	**21,660.35**	**14,693.66**	**13,999.83**	**13,663.64**	**9,941.09**

Other Information

Particulars	Capital Expenditure			Depreciation			Non-cash expenses other than depreciation		
	Year ended on 31-March-2026	Year ended on 31-March-2025	Year ended on 31-March-2024	Year ended on 31-March-2026	Year ended on 31-March-2025	Year ended on 31-March-2024	Year ended on 31-March-2026	Year ended on 31-March-2025	Year ended on 31-March-2024
Explosives Division	1,016.81	855.38	1,026.02	381.60	299.11	187.80	-	-	-
Hotel Division	112.23	478.73	222.69	384.97	305.46	275.36	-	-	-
College Division	-	-	-	0.22	0.40	0.76	-	-	-
Total	**1,129.04**	**1,334.11**	**1,248.71**	**766.79**	**604.97**	**463.92**	**-**	**-**	**-**

Vetrivel Explosives Limited
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DETAILS OF ACCOUNTING RATIOS AS RESTATED **ANNEXURE -** XXXIX

(₹ In Lakhs, except per share data and ratios)

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 Profit & Loss Statement (A)	1,463.17	996.84	1,053.63
Tax Expense (B)	520.34	352.23	369.01
Depreciation Expense (C)	766.79	604.97	463.92
Interest Cost (D)	1,065.02	935.71	625.26
Weighted Average Number of Equity Shares at the end of the Year (E)	1,60,00,000	1,60,00,000	1,60,00,000
Number of Equity Shares outstanding at the end of the Year (F)	1,60,00,000	1,60,00,000	1,60,00,000
Nominal Value per Equity share (₹) (G)	10.00	10.00	10.00
Restated Net Worth of Equity Share Holders as per Statement of Assets and Liabilities (H)	6,903.58	5,440.41	4,443.57
Restated Net-Assets as per Statement of Assets and Liabilities (I)	11,009.68	7,996.71	4,752.57
Current Assets (J)	14,337.14	12,869.84	8,904.62
Current Liabilities (K)	10,360.39	10,299.99	7,520.76
Earnings Per Share - Basic & Diluted[1 & 4] (₹)	**9.14**	**6.23**	**6.59**
Return on Net Worth[1] (%)	**21.19%**	**18.32%**	**23.71%**
Net Asset Value Per Share[1 & 4] (₹)	**68.81**	**49.98**	**29.70**
Current Ratio[1]	**1.38**	**1.25**	**1.18**
Earning before Interest, Tax and Depreciation and Amortization[1] (EBITDA)	**3,815.32**	**2,889.75**	**2,511.82**

Notes -

1. Ratios have been calculated as below:

Earnings Per Share (₹) (EPS) : $\frac{A}{E}$

Return on Net Worth (%): $\frac{A}{H}$

Net Asset Value per equity share (₹): $\frac{I}{F}$

Current Ratio: $\frac{J}{K}$

Earning before Interest, Tax and Depreciation and Amortization (EBITDA): A + (B+C+D)

2. Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018).

3. Net-assets value means the total of all the assets as reduced by total of all the liabilities of the company.

Vetrivel Explosives Limited
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DETAILS OF ACCOUNTING RATIOS AS RESTATED

STATEMENT OF TAX SHELTERS **ANNEXURE -** XL

(₹ In Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit before tax as per books (A)	**1,983.51**	**1,349.07**	**1,422.64**
Income Tax Rate* (%)	25.17%	25.17%	25.17%
MAT Rate* (%)	0.00%	0.00%	0.00%
Tax at notional rate on profits	**499.21**	**339.53**	**358.05**
Adjustments :			
Permanent Differences(B)			
Expenses disallowed under Income Tax Act, 1961			
- Donation	2.11	2.33	9.25
- Interest on Late payment of taxes	60.68	33.12	22.40
- CSR Expenditure	21.21	15.00	11.87
Total Permanent Differences(B)	**84.00**	**50.45**	**43.52**
Income considered separately (C)			
Interest Income	(5.05)	(43.90)	(23.23)
Total Income considered separately (C)	**(5.05)**	**(43.90)**	**(23.23)**
Timing Differences (D)			
Depreciation as per Companies Act, 2013	766.79	604.97	463.92
Depreciation as per Income Tax Act, 1961	(637.12)	(603.31)	(514.67)
Profit on sale of Asset	(16.12)	(0.87)	(24.01)
Gratuity	9.76	42.74	4.80
Total Timing Differences (D)	**123.31**	**43.53**	**(69.96)**
Net Adjustments E = (B+C+D)	**202.26**	**50.08**	**(49.67)**
Tax expense / (saving) thereon	**50.90**	**12.60**	**(12.50)**
Income from Other Sources (F)			
Interest Income	5.05	43.90	23.23
Income from Other Sources (F)	**5.05**	**43.90**	**23.23**
Set-off from Brought Forward Losses (G)	-	-	-
Taxable Income/(Loss) as per Income Tax (H) - (A+E+F+G)	**2,190.82**	**1,443.05**	**1,396.20**
Set-off from Brought Forward Losses for MAT (I)	-	-	-
Taxable Income/(Loss) as per MAT (A+I)	**1,983.51**	**1,349.07**	**1,422.64**
Deduction under chapter VI-A (J)	**-**	**-**	**-**
Taxable Income/(Loss) as per Income Tax (H - J)	**2,190.82**	**1,443.05**	**1,396.20**
Income Tax as returned/computed	551.39	363.19	351.40
Tax paid as per normal or MAT	Normal	Normal	Normal

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DETAILS OF ACCOUNTING RATIOS AS RESTATED

ANNEXURES FORMING PART OF THE RESTATED FINANCIAL STATEMENTS

DETAILS OF CONTINGENT LIABILITIES & COMMITMENTS AS RESTATED — **ANNEXURE -** XLI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
I. Contingent Liabilities			
(a) claims against the company not acknowledged as debt;	1,467.25	1,080.72	773.57
(b) guarantees; and	6,000.00	-	-
(c) other money for which the company is contingently liable	-	-	-
II. Commitments			
(a) estimated amount of contracts remaining to be executed on capital account and not provided for		-	-
(b) uncalled liability on shares and other investments partly paid	-	-	-
(c) other commitments	-	-	-

Note:
1) The company has outstanding GST demand of Rs. 24.78 lakhs dated 13-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2018-19.
2)The comapany has outstanding GST demand of Rs. 5.55 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2019-20.
3)The comapany has outstanding GST demand of Rs. 57.67 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2020-21.
4)The comapany has outstanding GST demand of Rs. 43.33 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2021-22.
5)The comapany has outstanding GST demand of Rs. 7.38 lakhs dated 18-01-2025 passed by State Tax Officer, Roving Squad-II/ Adjudication Intelligence, Salem for period pertaining to Financial Year 2022-23.
6)The comapany has outstanding GST demand of Rs. 56.20 lakhs dated 31-03-2025 passed by State Tax Officer(Intelligence), Adjudication Cell, Cuddalore for period pertaining to Financial Year 2024-25.
7)Income Tax demand under Section 154 of the IT Act amounting to Rs. 183.77 lakhs and Rs. 31.88 lakhs including accrued interest pertaining to Assessment Year 25-26 and Assessment Year 2023-24 respectively.
8)Income Tax demand under Section 143(3) of the IT Act amounting to Rs. 44.11 lakhs, Rs. 66.65 lakhs and Rs. 895.98 lakhs including accrued interest pertaining to Assessment Year 2024-25, Assessment Year 2022-23 and Assessment Year 2017-18 respectively.
9) The company has given corporate gurantee for one of its group company amounting to ₹ 6,000 lakhs.

RESTATED VALUE OF IMPORTS CALCULATED ON C.I.F BASIS BY THE COMPANY DURING THE FINANCIAL YEAR IN RESPECT OF: — **ANNEXURE -** XLII

(₹ In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
		₹	₹	₹
(a)	Raw Material	4,762.38	8,070.83	4,015.56
(b)	Components and spare parts	-	-	-
(c)	Capital goods	-	-	-

DETAILS OF VALUE (INCLUDING INCIDENTAL EXPENSES) OF IMPORTED AND INDIGENOUS RAW MATERIALS CONSUMED — **ANNEXURE -** XLIII

(₹ In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
		₹	₹	₹
(a)	Raw Material - Imported	4,762.38	8,070.83	4,015.56
(b)	Raw Material - Indigenous	10,664.08	5,274.22	9,046.19
	Total	**15,426.46**	**13,345.05**	**13,061.75**

Percentage to the total consumption :

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
		(%)	(%)	(%)
(a)	Raw Material - Imported	30.87%	60.48%	30.74%
(b)	Raw Material - Indigenous	69.13%	39.52%	69.26%
	Total	**100.00%**	**100.00%**	**100.00%**

EXPENDITURE IN FOREIGN CURRENCY DURING THE FINANCIAL YEAR AS RESTATED : — **ANNEXURE -** XLIV

(₹ In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
		₹	₹	₹
(a)	Others	191.47	1,199.20	834.51

EARNINGS IN FOREIGN EXCHANGE AS RESTATED: — **ANNEXURE -** XLV

(₹ In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
		₹	₹	₹
(a)	Export of goods calculated on F.O.B. basis	782.21	5,341.33	2,530.26

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DETAILS OF ACCOUNTING RATIOS AS RESTATED

ANNEXURES FORMING PART OF THE RESTATED FINANCIAL STATEMENTS

DUES OF SMALL ENTERPRISES AND MICRO ENTERPRISES AS RESTATED **ANNEXURE -** XLVI

(₹ In Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2024
	₹	₹	₹
(a) Dues remaining unpaid to any supplier at the end of each accounting year			
-Principal	77.73	45.55	82.05
-Interest on the above	-	-	-
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-	-
(c) 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 Micro, Small and Medium Enterprises Development Act, 2006;	-	-	-
(d) the amount of interest accrued and remaining unpaid at the end of accounting year	-	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-	-
Note : During the period under consideration, the Company does not have a system in place to determine the bifurcation of the creditors as Micro, Small or Medium Enterprises. Based on the information available with the Company, there are dues to Small and Micro enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006. The information regarding Micro and Small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.			

ADDITIONAL REGULATORY INFORMATION AS PER PARA Y OF SCHEDULE III TO COMPANIES ACT, 2013: **ANNEXURE -** XLVII

i. The Company does not have any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the company

ii. The Company has revalued its Property, Plant and Equipment during the periods under review. The details of the same is as follows:

For Financial Year ended 31st, March, 2026

The Company has revalued its land properties situated at T. Murungapatti Village, Tiruchirappalli, Anathanapatti, Yercaud and Moolanur, based on an independent valuation carried out by a Re Valuer. The valuation has been determined using the Market Approach, considering the prevailing market prices of comparable land in the respective surrounding localities.

The land situated at T. Murungapatti Village, Tiruchirappalli is used for factory purposes, while the properties situated at Anathanapatti, Yercaud and Moolanur are other land holdings of the C

Pursuant to the revaluation, the carrying amount of the said land properties has increased by ₹1549.80 lakhs. The resulting increase has been recognised under "Revaluation Reserve" and disclos "Reserves and Surplus" in the Balance Sheet.

For Financial Year ended 31st, March, 2025

During the year, the company revalued its factory land situated at T. Murungapatti Village, Thiruchirapaali. The revaluation was carried out by an independent registered valuer, as per the valua using the market approach based on prevailing land prices in the surrounding locality. The revaluation resulted in an increase of Rs. 2247.30 lakhs over the carrying amount of the land. This inc been credited to Revaluation Reserve under "Reserves & Surplus" in the Balance Sheet.

For Financial Year ended 31st, March, 2024

The company has not revalued its Property, Plant and Equipment during the year.

iii. The Company has not granted loans or advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment

iv. The Company has capital work-in-progress. Ageing of capital work-in-progress is as follows:

As at March 31, 2026

Particulars	Amount in Capital Work-in-progress for a period of			
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years
Projects in progress	580.05	3.23	-	-
Projects temporarily suspended	-	-	-	-
Total	**580.05**	**3.23**	**-**	**-**

As at March 31, 2025

Particulars	Amount in Capital Work-in-progress for a period of			
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years
Projects in progress	22.27	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**22.27**	**-**	**-**	**-**

As at March 31, 2024

Particulars	Amount in Capital Work-in-progress for a period of			
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years
Projects in progress	150.08	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**150.08**	**-**	**-**	**-**

DETAILS OF ACCOUNTING RATIOS AS RESTATED

ANNEXURES FORMING PART OF THE RESTATED FINANCIAL STATEMENTS

v. The Company does not have any Intangible Asset under Development for the periods under review. Hence the ageing is not provided.

vi. No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

vii The Company has borrowings from banks or financial institutions on the basis of security of current assets and quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts except as follows:

For the year ended March 31, 2026

Qtr	Name of Bank	Particulars of Securities Provided	Amount as per Books of Account (₹ in Lakhs)	Amount as reported in the quarterly return/ statement (₹ in Lakhs)	Amount of difference (₹ in Lakhs)
Q1	HDFC Bank	Stock Statement	6,828.46	6,828.46	-
		Trade Receivable	1,569.25	1,569.25	-
		Trade Payables	2,219.88	916.37	1,303.51
Q2	HDFC Bank	Stock Statement	7,634.38	7,634.38	-
		Trade Receivable	1,795.71	1,795.71	-
		Trade Payables	3,340.12	928.49	2,411.63
Q3	HDFC Bank	Stock Statement	8,264.46	8,264.46	-
		Trade Receivable	1,305.74	1,305.74	-
		Trade Payables	3,865.74	965.37	2,900.37
Q4	HDFC Bank	Stock Statement	11,109.88	9,336.29	1,773.59
		Trade Receivable	1,058.94	1,499.24	-440.30
		Trade Payables	2,021.85	1,342.15	679.70

For Year ended 31st March , 2025

Qtr	Name of Bank	Particulars of Securities Provided	Amount as per Books of Account (₹ in Lakhs)	Amount as reported in the quarterly return/ statement (₹ in Lakhs)	Amount of difference (₹ in Lakhs)
Q1	HDFC Bank	Stock Statement	5,690.07	5,690.07	0.00
		Trade Receivable	1,835.70	1,835.70	0.00
		Trade Payables	2,582.32	467.28	2,115.04
Q2	HDFC Bank	Stock Statement	6,251.01	6,251.01	0.00
		Trade Receivable	1,927.28	1,927.28	0.00
		Trade Payables	2,712.52	547.67	2,164.85
Q3	HDFC Bank	Stock Statement	6,495.81	6,495.81	0.00
		Trade Receivable	1,595.06	1,595.06	0.00
		Trade Payables	2,653.50	786.26	1,867.24
Q4	HDFC Bank	Stock Statement	8,011.71	7,539.41	472.30
		Trade Receivable	1,169.18	1,034.05	135.13
		Trade Payables	2,137.14	1,186.48	950.66

For Year ended 31st March , 2024

Qtr	Name of Bank	Particulars of	Amount as per Books of	Amount as reported in the	Amount of difference
Q1	HDFC Bank	Stock Statement	3,998.48	3,998.48	0.00
		Trade Receivable	527.49	527.49	0.00
		Trade Payables	1,493.81	413.36	1,080.45
Q2	HDFC Bank	Stock Statement	4,174.45	4,174.45	0.00
		Trade Receivable	674.38	674.38	0.00
		Trade Payables	1,273.96	472.57	801.39
Q3	HDFC Bank	Stock Statement	4,674.80	4,674.80	0.00
		Trade Receivable	673.37	673.37	0.00
		Trade Payables	1,968.39	468.49	1,499.90
Q4	HDFC Bank	Stock Statement	4,657.58	4,541.99	115.59
		Trade Receivable	941.09	683.42	257.67
		Trade Payables	1,969.66	428.27	1,541.39

DETAILS OF ACCOUNTING RATIOS AS RESTATED

ANNEXURES FORMING PART OF THE RESTATED FINANCIAL STATEMENTS

viii. The company is not declared as wilful defaulter by any bank or financial institution or other lender.

ix. The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

x. There are no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

xi. The company has no investments in its subsidiary company and it complies with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017

xii. Significant Accounting Ratios:

Ratios	For the year ended March 31, 2026	For the year ended March 31, 2025	Variation (%)
(a) Current Ratio	1.38	1.25	10.40%
(b) Debt-Equity Ratio	0.97	1.31	(25.95%)
(c) Debt Service Coverage Ratio	0.32	0.25	28.00%
(d) Return on Equity Ratio	15.40%	15.64%	(1.53%)
(e) Inventory turnover ratio	2.43	4.58	(46.94%)
(f) Trade Receivables turnover ratio	20.83	27.50	(24.25%)
(g) Trade payables turnover ratio	7.91	10.17	(22.22%)
(h) Net capital turnover ratio	5.84	11.29	(48.27%)
(i) Net profit ratio	6.30%	3.44%	83.14%
(j) Return on Capital employed	13.99%	12.26%	14.11%

Reasons for Variation more than 25%:

(a) Debt-Equity Ratio: The variance in ratio can be linked to decrease in loans of the company which was disbursed at the year end.

(b) Debt Service Coverage Ratio: The variance in ratio is due to decrease of loans by the company.

(c) Inventory Turnover Ratio: The variance in ratio due to increase in Inventory as compared to Revenue from operations.

(d) Net Capital Turnover Ratio: The Variance in ratio is due to increase in working capital as compared to Revenue from opereations.

(e) Net profit ratio: The ratio has improved due to better operational efficiency.

Ratios	For the year ended March 31, 2025	For the year ended March 31, 2024	Variation (%)
(a) Current Ratio	1.25	1.18	5.93%
(b) Debt-Equity Ratio	1.31	1.49	(12.08%)
(c) Debt Service Coverage Ratio	0.25	0.33	(24.24%)
(d) Return on Equity Ratio	15.64%	24.93%	(37.26%)
(e) Inventory turnover ratio	4.58	5.84	(21.58%)
(f) Trade Receivables turnover ratio	27.50	22.60	21.68%
(g) Trade payables turnover ratio	10.17	8.14	24.94%
(h) Net capital turnover ratio	11.29	18.12	(37.69%)
(i) Net profit ratio	3.44%	4.20%	(18.10%)
(j) Return on Capital employed	12.26%	17.10%	(28.30%)

Reasons for Variation more than 25%:

(a) Return on Equity Ratio: The ratio has decreased due to increase in average equity due to revaluation reserves.

(b) Net Capital Turnover Ratio: The Variance in ratio is due to increase in working capital as compared to Revenue from opereations.

(c) Return on Capital employed: The ratio has decreased due to increase in average equity due to revaluation reserves.

xiii. The Company does not have any scheme of arrangements which has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

xiv. The Company does not have undisclosed 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).

xv. The Company has neither traded nor invested in Crypto currency or Virtual Currency during the financial year.

xvi. A. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

B. No funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xvii. The provisions of Section 135 of the Companies Act, 2013 is applicable to the company and its details are presented below:

Paritculars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
1. Amount required to be spent by the company during the year.	21.21	15.00	11.87
2. Amount spent by the company	4.25	2.00	12.30
3. (Excess) / Short Fall at the end of the period	16.96	13.00	-0.43
4. Total of Previous year shortfall amounts	13.00	-	-
5. Reason of Shortfall	-	-	-
6. Nature of CSR activities	Promoting Education, promoting health care including preventive health care and measures for the benefit of armed forces veterans, war widows and their dependents		
7. Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	-	-	-
8. Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	Yes	Yes	Yes
9. Excess amount spent as per the sec 135 (5) of the act	-	-	-
10. Payment during the year	4.25	2.00	12.30
11. Balance Liability / carry forward	16.96	13.00	-0.43

Vetrivel Explosives Limited
(Formerly Known as "Vetrivel Explosives Private Limited")
CIN: U24292TZ1999PLC009092

DETAILS OF ACCOUNTING RATIOS AS RESTATED

ANNEXURES FORMING PART OF THE RESTATED FINANCIAL STATEMENTS

Note 1 : Movement of CSR Provision

Paritculars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Opening provision for the year	**12.57**	**-0.43**	**-**
Add : Provision for the year	21.21	15.00	11.87
less : Paid during the year	4.25	2.00	12.30
Excess/(Shortfall) at the end of the year	**(29.53)**	**(12.57)**	**0.43**

CAPITALISATION STATEMENT AS AT MARCH 31, 2026 **ANNEXURE -** XLVIII

(₹ In Lakhs)

Particulars	Pre Issue	Post Issue
Borrowings		
Short term debt (A)	6,768.28	
Long Term Debt (Including Current Maturities) (B)	3,909.66	
Total debts (C)	**10,677.94**	**-**
Shareholders' funds		
Share capital	1,600.00	
Reserve and surplus	9,409.68	
Total shareholders' funds (D)	**11,009.68**	**-**
Long term debt / shareholders funds (B/D)	**0.36**	**-**
Total debt / shareholders funds (C/D)	**0.97**	**-**

Signatures to Annexures Forming Part Of The Restated Financial Statements

For and on behalf of the Board of Directors of Vetrivel Explosives Limited

Sd/-
Vijayakannan Ramalingam
(Chairman & Managing Director)
DIN - 1876560

Sd/-
Chamundeeswari Vijayakannan
(Chief Financial Officer)

Sd/-
Vetrivel Ramalingam
(Director)
DIN - 1876584

Sd/-
Malathi G Ganesan
(Company Secretary)

Date: September 28, 2026
Place: Salem

OTHER FINANCIAL INFORMATION

DETAILS OF ACCOUNTING RATIOS AS RESTATED:

(₹ In Lakhs, except per share data and ratios)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Restated Profit after Tax as per Profit & Loss Statement (A)	996.84	1,053.63
Tax Expense (B)	352.23	369.01
Depreciation and amortization expense (C)	604.97	463.92
Interest Cost (D)	935.71	625.26
Weighted Average Number of Equity Shares at the end of the Year (E)	1,60,00,000	1,60,00,000
Number of Equity Shares outstanding at the end of the Year (F)	1,60,00,000	1,60,00,000
Nominal Value per Equity share (₹) (G)	10.00	10.00
Restated Net Worth of Equity Share Holders as per Statement of Assets and Liabilities (H)	5,440.41	4,443.57
Restated Net-Assets as per Statement of Assets and Liabilities (I)	7,996.71	4,752.57
Current Assets (J)	12,869.84	8,904.62
Current Liabilities (K)	10,299.99	7,520.76
Earnings Per Share - Basic & Diluted[1 & 4] (₹)	**6.23**	**6.59**
Return on Net Worth[1] (%)	**18.32%**	**23.71%**
Net Asset Value Per Share[1 & 4] (₹)	**49.98**	**29.70**
Current Ratio[1]	**1.25**	**1.18**
Earning before Interest, Tax and Depreciation and Amortization[1] (EBITDA)	**2,889.75**	**2,511.82**

Notes –

1. Ratios have been calculated as below:	
Earnings Per Share (₹) (EPS) :	A
	E
Return on Net Worth (%):	A
	H
Net Asset Value per equity share (₹):	I
	F
Current Ratio:	J
	K
Earning before Interest, Tax and Depreciation and Amortization (EBITDA):	A + (B+C+D)

2. Net-worth means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the restated balance sheet, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation (Refer Regulation 2 of Chapter - I of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018).

3. Net-assets value means the total of all the assets as reduced by total of all the liabilities of the company.

CAPITALISATION STATEMENT

(₹ In Lakhs)

Particulars	Pre Issue	Post Issue
Borrowings		
Short term debt (A)	6,768.29	[●]
Long Term Debt (Including Current Maturities) (B)	3,909.66	[●]
Total debts (C)	**10,677.95**	[●]
Shareholders' funds		
Share capital	1,600.00	[●]
Reserve and surplus	9,409.68	[●]
Total shareholders' funds (D)	**11,009.68**	[●]
Long term debt / shareholders funds (B/D)	**0.36**	[●]
Total debt / shareholders funds (C/D)	**0.97**	[●]

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FINANCIAL INDEBTEDNESS

Our Company avails loans and facilities in the ordinary course of its business. For details of the borrowing powers of our Board, please see "***Our Management – Borrowing Powers" on*** *page 131***.**

The aggregate outstanding borrowings of our Company as on March 31, 2026 are as follows:

(Rs. In lakhs)

Particulars	Sanctioned amount	Amount Rs.
Secured		
Term Loan		
- Banks	2,484.48	1,702.14
- Others	2,521.93	2,087.45
Vehicle Loan		
- Banks	77.60	57.57
- Others	NA	47.75
WC Loan Payable on Demand	6,848.00	6,460.95
Unsecured		
- Others	141.84	14.75
Loan from Directors*	1,100.00	307.34
Total	**13,174**	**10,678**

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Principal terms of borrowings currently availed by the Company:

S.No	Name of Lender	Nature of Security	Repayment Terms	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	No of O/S Instalments	Instalment (₹)	Outstanding as on March 31, 2026 (₹ In Lakhs)
1	Aditya Birla Finance Limited	Charge Created against commercial property located on SF No. 64/1, 67/1A, Junction Road, Suramangalam village, Salem Taluk, Salem 636005	Repayable in 139 monthly installments	750.00	LTRR+ Margin of -7.90% p.a.	139	97	10,22,541	591.04
2	Aditya Birla Finance Limited	Exclusive Charge on property located on New Survey No.29 1A, New Patta 113, O.S No. 93,94,95, Old Patta 37, House no: Annathanapatty Village, Dadagapatty, Salem, Tamil Nadu 636002 Personal Guarantee: Premalatha	Repayable in 144 monthly installments	515.04	LTRR+ Spread of -8.65% p.a.	144	109	10,59,164	431.70
3	Aditya Birla Finance Limited	Charge created against property located on T.S. No.56, Ward N Block- 6, Old S No.67/1A, Junction Main Road , Near Salem Junction, Suramangalam Village & Corporation, Suramangalam SRO, Salem taluk, Salem-636005	Repayable in 84 monthly installments	600.00	LTTR+ Margin of -8.45% p.a.	84	61	10,59,164	433.30
4	Bajaj Finserv Limited	Unsecured Loan	Repayable in 24 monthly EMIs	51.84	17%p.a.	24	3	2,56,294	7.48

5	HDFC Bank - EPCL	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	450.00	Repo Rate+ Spread of 4%p.a.	6	NA	NA	100.01
6	HDFC Bank - EPCL	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	450.00	Repo Rate + Spread of 3.75% p.a.	6	NA	NA	450.00
7	HDFC Bank - EPCL	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	400.00	Repo Rate + Spread of 3.75% p.a.	6	NA	NA	400.00
8	HDFC Bank - EPCL	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Bullet Repayment on maturity	548.00	Repo Rate + Spread of 4.25% p.a.	6	NA	NA	548.00

9	HDFC Bank	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable on demand	5,000.00		NA	NA	NA	4,962.94
10	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 84 monthly installments	497.49	10.08% p.a.	84	65	8,41,914.00	357.88
11	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 72 monthly installments	487.00	9.5% p.a.	72	66	8,89,978	456.13
12	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam							62.46

13	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 61 monthly installments	169.00	10.05% p.a.	61	17	3,54,931	57.15
14	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 60 Monthly Installments	581.00		60	19		225.06
15	HDFC Bank Term Loan	First and exclusive charge on Stock, Book Debts, Factory Land and building, Plant and machinery, other Assets and Personal gurantees of R Vijayakannan, R Vetrivel, P Premlatha and Krishnasamy Ramalingam	Repayable in 73 monthly installments including 6 month moratotium period	749.99	9.61% p.a.	73	45	14,69,262	543.46
16	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	10.60	9.01% p.a.	60	44	22,009	8.22
17	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.70	9.01% p.a.	60	36	34,675	10.90
18	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.70	9.01% p.a.	60	36	34,675	10.90

19	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.80	9.01% p.a.	60	40	34,883	12.01
20	HDFC Vehicle Loan	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	16.80	9.01% p.a.	60	40	34,883	12.01
21	Kisetsu Saison Finance India Pvt Ltd	Unsecured Loan	Repayable in 24 monthly EMIs	50.00	17.997% p.a.	24	3	2,98,676	5.23
22	Kotak Prime Limited	Charge created against Property	Repayable in 121 monthly installments	656.89	Benchamark rate + Spread of 0.75% p.a.	120	114	8,50,000	631.41
23	Poonawalla Fincorp Limited	Unsecured Loan	Repayable in 18 monthly installments	40.00	17% p.a.	18	1	2,55,933	2.04
24	Shriram Finance	First and exclusive charge on vehicle	Repayable in 60 Monthly Installments	9.00	13.15% p.a.	60	-	20,541	47.75
25	Hdfc Vehicle Loan	First and exclusive charge on vehicle							3.53
26	Vetrivel Ramalingam	Unsecured Loan	Repayable on Demand	1,100.00	NA	NA	NA	NA	307.34

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MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

You should read the following discussion and analysis of financial condition and results of operations together with our restated financial statements included in this Draft Red Herring Prospectus. The following discussion relates to our Company and is based on our restated financial statements. Our financial statements have been prepared in accordance with Indian GAAP, the accounting standards and other applicable provisions of the Companies Act.

Note: Statement in the Management Discussion and Analysis Report describing our objectives, outlook, estimates, expectations or prediction may be "Forward looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to our operations include, among others, economic conditions affecting demand/supply and price conditions in domestic and overseas market in which we operate, changes in Government Regulations, Tax Laws and other Statutes and incidental factor.

BUSINESS OVERVIEW

Our Company, Vetrivel Explosives Limited, is an integrated manufacturer of industrial explosives, explosive accessories and blasting systems with an operating history of over 25 years since our incorporation in 1999. We cater to the requirements of the mining, quarrying, infrastructure, construction, tunnelling, oil exploration, and water development sectors. We operate a licensed manufacturing facility admeasuring 7.92 acres at Thalugai Majara, T. Murungapatty Village, Thuraiyur Taluk, Tiruchirappalli District, Tamil Nadu, where we manufacture emulsion and slurry explosives, detonating cord and Pentaerythritol Tetranitrate (PETN), and have the licensed capacity to manufacture bulk explosives. Our manufacturing operations are supported by our licensed magazines for the storage of explosives and our own fleet of transport vehicles for their distribution.

Our revenues from operations were ₹ 25,082.11 lakhs in F.Y. 2023-24, ₹ 29,015.68 lakhs in F.Y. 2024-25 and ₹ 23,209.77 lakhs in F.Y. 2025-26. Our Net Profit after tax for the above-mentioned periods was ₹ 1,053.63 lakhs, ₹ 996.84 lakhs and ₹ 1,463.17 lakhs respectively.

FINANCIAL KPIs OF THE COMPANY

Particulars	For the year ended March 31,		
	2026	2025	2024
Revenue from Operations (₹ in Lakhs) (1)	23,209.77	29,015.68	25,082.11
Growth in Revenue from Operations (%) (2)	(20.01)%	15.68%	N/A
Total Income (₹ in Lakhs) (3)	23,236.47	29,215.64	25,215.78
EBITDA (₹ in Lakhs) (4)	3,815.32	2,889.75	2,511.82
EBITDA Margin (%) (5)	16.42%	9.89%	9.96%
Profit After Tax (₹ in Lakhs) (6)	1,463.17	996.84	1,053.63
PAT Margin (%) (7)	6.30%	3.44%	4.20%
Net Worth (₹ in Lakhs) (8)	6,903.58	5,440.41	4,443.57
Return on Equity ("RoE") (%) (9)	15.40%	15.64%	24.93%
Return on Capital Employed ("RoCE") (%) (10)	13.99%	12.26%	17.10%
Net Asset Value per Equity Share (₹) (11)	68.81	49.98	29.70
Debt-Equity Ratio (in times) (12)	0.97	1.31	1.49

Notes:

(1) Revenue from operations represents the revenue from sale of service & product & other operating revenue of our Company as recognized in the Restated financial information.

(2) Growth in Revenue from Operations (%) is calculated as revenue from operations for the relevant financial year less revenue from operations for the preceding financial year, divided by revenue from operations for the preceding financial year.

(3) Total income includes revenue from operations and other income.

(4) EBITDA means Earnings before interest, taxes, depreciation and amortization expense, which has been arrived at by obtaining the restated profit after tax for the year and adding back total tax expense, finance costs, depreciation and amortization expense.

(5) EBITDA margin is calculated as EBITDA as a percentage of total income.

(6) Profit after tax represents the restated profit for the year.

(7) PAT Margin (%) is calculated as Profit after tax for the year as a percentage of Revenue from Operations.

(8) Restated Net worth of the company is calculated as share capital plus total reserves & surplus.

(9) Return on Equity is calculated as Profit after tax, as restated, for the year divided by average net worth. Average net worth is calculated as average of opening and closing balance of net worth for the year.

(10) Return on capital employed is calculated as Earnings before interest and taxes (EBITDA less depreciation and amortization expense) divided by capital employed as at the end of the respective year. Capital employed is calculated as the aggregate value of tangible net worth (net worth less intangible assets), total debt (borrowings and lease liabilities) and deferred tax liabilities (net).

(11) Net asset value per share is calculated as net worth divided by the total number of equity shares outstanding at the end of the year.

(12) Debt-equity ratio is calculated by dividing total debt by net worth. Total debt represents long-term and short-term borrowings and lease liabilities, if any. Net worth is the sum of share capital and reserves & surplus.

FACTORS AFFECTING OUR RESULT OF OPERATIONS

Except as otherwise stated in this Draft Red Herring Prospectus and the Risk Factors given in the Draft Red Herring Prospectus, the following important factors could cause actual results to differ materially from the expectations include, among others:

1.Our business is geographically concentrated in the State of Tamilnadu and any adverse developments affecting this region could have a material adverse effect on our business, financial condition, results of operations and cash flows.

2.Proceedings in relation to the Composite Scheme of Arrangement before the NCLT may result in uncertainty regarding the implementation of the Scheme and the demerger of the Hotel Undertaking

3.A significant portion of our revenue from operations is derived from the sale of our [Sun 90-25mm] product, and any decline in demand for, or disruption in the sale of, this product may adversely affect our business, results of operations, financial condition and cash flows.

4. We require certain approvals, licenses, registration and permits for our business, and the failure to obtain or renew them in a timely manner may adversely affect our operations.

5. We rely substantially on our top 10 suppliers for procurement of raw materials, and any shortage, delay or disruption in their supply could materially impact our business, financial condition, results of operations and cash flows.

6. We derived 22.01%, 40.04%, and 34.75% of our revenue from operations from our top 10 customers in Fiscals 2026, 2025 and 2024 respectively, and we do not have long-term contracts with all of these customers. The loss of one or more such customers or any reduction in their purchases could adversely affect our business, results of operations, cash flows and financial condition.

7. We operate from a single manufacturing facility located at Tiruchirappalli district, Tamilnadu, India and any disruption at this facility could adversely affect our operations, business and financial condition

8. Certain raw materials used and products manufactured by our Company are hazardous in nature, and we have experienced a blast incident in the past. Any accident involving such hazardous materials or products could result in significant operational, financial, regulatory and legal consequences.

9. The Restated Financial Statements of our Company may not have been prepared by our Statutory Auditor, and our Statutory Auditor does not possess a valid Peer Review Certificate

10.Our Company and its Promoter are party to certain legal proceeding. These legal proceedings are pending at different levels of adjudication before regulatory authorities. Any adverse decision may make us liable to liabilities/penalties and may adversely affect our reputation, business and financial status.

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF ACCOUNTING AND PREPARATION OF STANDALONE RESTATED FINANCIAL STATEMENTS

The restated summary statement of standalone assets and liabilities of the Company as at March 31, 2026, March 31, 2025, and March 31, 2024 and the related restated summary statement of standalone profits and loss and cash flows for the year ended March 31, 2026, March 31, 2025, and March 31, 2024 (herein collectively referred to as ("Restated Summary Statements") have been compiled by the management from the standalone audited Financial Statements of the Company for the year ended on March 31, 2026, March 31, 2025 and March 31, 2024 approved by the Board of Directors of the Company. Restated Summary Statements have been prepared to comply in all material respects with the provisions of Part I of Chapter III of the Companies Act, 2013 (the "Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") issued by SEBI and Guidance note on Reports in Companies Prospectuses (Revised 2019) ("Guidance Note"). Restated Summary Statements have been prepared specifically for inclusion in the offer document to be filed by the Company with the NSE in connection with its proposed SME IPO. The Company's management has recast the Financial Statements in the form required by Schedule III of the Companies Act, 2013 for the purpose of restated Summary Statements.

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable. The financial statements have been

prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles in India.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

2. USE OF ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses, during the reporting year. Examples of such estimates include estimates of provision for slow moving and obsolete stock, provision for doubtful trade receivables, provision for warranty. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognized prospectively in current and future periods.

3. CURRENT & NON-CURRENT CLASSIFICATION

All assets and liabilities are classified into current and non-current.

Assets:

An asset is classified as current when it satisfies any of the following criteria:

a) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is expected to be realised within 12 months after the reporting date; or

d) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities:

A liability is classified as current when it satisfies any of the following criteria:

a) It is expected to be settled in the Company's normal operating cycle;

b) It is held primarily for the purpose of being traded;

c) It is due to be settled within 12 months after the reporting date; or

d) The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

4. OPERATING CYCLE

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act. Based on the nature of services and the time between the acquisition of assets for providing of services and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current & non-current classification of assets and liabilities.

5. PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS

(i) Property, Plant & Equipment

Property, Plant and Equipment would be stated at the cost of acquisition or construction, less accumulated depreciation. All costs incurred in bringing the assets to its working condition for intended use to be capitalized.

Subsequent expenditures related to an item of Property, Plant and Equipment are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Property, Plant and Equipment acquired in a used condition are initially recognised at their fair value as on the date of acquisition, including directly attributable costs necessary to bring the asset to its working condition for its intended use. Such assets are depreciated over their remaining useful lives as estimated by the management, in accordance with Schedule II of the Companies Act, 2013.

(ii) Intangible Assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises of its materials, service costs and other direct related expenses (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the company.

6. DEPRECIATION / AMORTIZATION

The depreciation is computed by considering the useful life of the asset as per Schedule II of the Companies Act, 2013 under Written Dowm Value (WDV). If the Management's estimate of the useful life of a fixed asset at the time of the acquisition of the asset or of the remaining useful life on a subsequent review is different from the aforesaid schedule, depreciation is provided at the applicable rate based on such different useful life as per the advice obtained from a competent technician.

Intangibles assets are amortized over their estimated useful life on Straight Line Method.

7. INVENTORIES

Inventories comprises of Raw Material, Work-in-Progress and Finished Goods.Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in, first-out principle.Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Finished goods and work-in-progress are valued at lower of cost and net realizable value. The cost of finished goods and work-in-progress includes raw material costs (net of recoverable taxes), direct cost of conversion and proportionate allocation of indirect costs incurred in bringing the inventories to their present location and condition.

8. IMPAIRMENT OF ASSETS

The Company periodically assesses whether there is any indication that an asset or a group of assets comprising a cash generating unit may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset or group of assets that do not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of profit and loss. If at the balance sheet date, there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined; if no impairment loss had been recognised.

9. INVESTMENTS:

Non-current investments are carried at cost less any other-than-temporary diminution in value, determined on the specific identification basis.

Profit or loss on sale of investments is determined as the difference between the sale price and carrying value of investment, determined individually for each investment. Cost of investments sold is arrived using average method.

10. FOREIGN CURRENCY TRANSLATIONS

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Any income or expense on account of exchange difference either on settlement or on translation at the balance sheet date is recognized in Profit & Loss Account in the year in which it arises.

11. BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

12. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

The Company recognizes a provision when there is a present obligation as a result of past (or obligating) event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a

contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognized when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

13. REVENUE RECOGNITION

Sale of goods: Revenue from sale of goods is recognised when all the significant risks and rewards of ownership of goods are transferred to the buyer as per the terms of the contract. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainity exists regarding the amount of the consideration that will be derived from the sale of goods. Sales exclude Goods and Service Tax.
Sale of services: Revenue from services is recognised in accordance with the specific terms of contract on performance.

Other operating revenues: Other operating revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract.

14. OTHER INCOME

Interest Income on fixed deposit is recognized on time proportion basis. Other Income is accounted for when right to receive such income is established.

15. TAXES ON INCOME

Income taxes are accounted for in accordance with Accounting Standard (AS-22) – "Accounting for taxes on income", notified under Companies (Accounting Standard) Rules, 2021. Income tax comprises of both current and deferred tax.

Current tax is measured on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

The tax effect of the timing differences that result between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or deferred tax liability. They are measured using substantially enacted tax rates and tax regulations as of the Balance Sheet date.

Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization.

16. CASH AND BANK BALANCES

Cash and cash equivalents comprises Cash-in-hand, Current Accounts, Fixed Deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Other Bank Balances are short-term balance (with original maturity is more than three months but less than twelve months).

17. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue that have changed the number of equities shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share or increase the net loss per share. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

18. EMPLOYEE BENEFITS

Defined Contribution Plan:

Contributions payable to the recognised provident fund, which is a defined contribution scheme, are charged to the statement of profit and loss.

Defined Benefit Plan:

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service without any monetary limit. Vesting occurs upon completion of five years of service. Provision for gratuity has been made in the books as per actuarial valuation done as at the end of the year/period.

19. SEGMENT REPORTING

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

RESULTS OF OUR OPERATIONS

Based on Financial Statements of Profit & Loss as Restated

(Amount ₹ in lakhs)

Particulars	For the year ended March 31, 2026	% of Total**	For the year ended March 31, 2025	% of Total**	For the year ended March 31, 2024	% of Total**
INCOME						
Revenue from Operations	23,209.77	99.89%	29,015.68	99.32%	25,082.11	99.47%
Other Income	26.70	0.11%	199.96	0.68%	133.67	0.53%
Total Income (A)	**23,236.47**	**100.00%**	**29,215.64**	**100.00%**	**25,215.78**	**100.00%**
EXPENDITURE						
Cost of Material Consumed	15,559.67	66.96%	15,710.85	53.78%	14,671.10	58.18%
Purchases of Stock-in-Trade	124.92	0.54%	1,433.45	4.91%	1,043.27	4.14%
Direct Expenses	1,272.58	5.48%	2,326.27	7.96%	1,239.26	4.91%
Changes in Inventories of Work-in-Progress, Finished Goods and Stock-in-Trade	(2,344.11)	(10.09)%	378.73	1.30%	(178.42)	(0.71)%
Employee benefits expense	1,635.54	7.04%	1,732.03	5.93%	1,645.39	6.53%
Finance costs	1,192.87	5.13%	1,136.51	3.89%	763.26	3.03%
Depreciation expense	766.79	3.30%	604.97	2.07%	463.92	1.84%
Other expenses	3,044.70	13.10%	4,543.76	15.55%	4,145.36	16.44%
Total Expenses (B)	**21,252.96**	**91.46%**	**27,866.57**	**95.38%**	**23,793.14**	**94.36%**
Profit before tax (C) = (A-B)	**1,983.51**	**8.54%**	**1,349.07**	**4.62%**	**1,422.64**	**5.64%**
Tax expense/ (benefit)						
(i) Current tax	551.38	2.37%	363.18	1.24%	351.40	1.39%
(ii) Deferred tax expenses/(credit)	(31.04)	(0.13)%	(10.95)	(0.04)%	17.61	0.07%
Net tax expense/ (benefit) (D)	**520.34**	**2.24%**	**352.23**	**1.21%**	**369.01**	**1.46%**
Profit/(Loss) for the year (E) = (C-D)	**1,463.17**	**6.30%**	**996.84**	**3.41%**	**1,053.63**	**4.18%**

*****Total refers to Total Income***

Components of our Profit and Loss Account
Income

Our total income comprises of revenue from operations and other income.

Revenue from Operations

The Revenue from operations as a percentage of our total income was 99.89%, 99.32% and 99.47% for the Financial Years ended March 31, 2026, March 31, 2025 and March 31, 2024 respectively.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Sale of Products – Domestic Sales	20,212.35	20,051.89	18,870.19
Sale of Products – Export Sales	972.29	5,341.33	2,530.26
Sale of Services – Domestic Sales	2,010.70	3,543.64	3,623.11
Other Operating Income	14.43	78.82	58.55
TOTAL	**23,209.77**	**29,015.68**	**25,082.11**

Other Income

Our other income consists of interest income, commission, discount received, foreign exchange gain, profit on sale of assets and miscellaneous income.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest Income	5.05	43.90	23.23
Commission	-	44.98	76.95
Discount Received	5.39	108.29	1.40
Foreign Exchange Gain	-	-	3.73
Profit on Sale of Asset	16.12	0.87	24.01
Miscellaneous Income	0.14	1.92	4.35
TOTAL	**26.70**	**199.96**	**133.67**

Expenditure

Our total expenditure primarily consists of cost of material consumed, purchases of stock-in-trade, direct expenses, changes in inventories of work-in-progress, finished goods and stock-in-trade, employee benefits expense, finance costs, depreciation expense and other expenses.

Cost of Material Consumed

Our cost of material consumed comprises of raw materials and stores, spares and consumables consumed, computed as opening stock plus purchases less closing stock.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Raw Material			
Opening Stock	7,454.14	3,493.44	3,013.25
Add: Purchases	16,165.75	17,305.75	13,541.94
Less: Closing Stock	(7,317.43)	(7,454.14)	(3,493.44)
Raw Material Consumed (i)	**16,302.46**	**13,345.05**	**13,061.75**
Stores, Spares and Consumables			
Opening Stock	22.67	250.51	189.63
Add: Purchases	147.98	2,137.96	1,670.23
Less: Closing Stock	(913.44)	(22.67)	(250.51)
Stores, Spares and Consumables Consumed (ii)	**(742.79)**	**2,365.80**	**1,609.35**
TOTAL (i) + (ii)	**15,559.67**	**15,710.85**	**14,671.10**

Purchases of Stock-in-Trade

Purchases of stock-in-trade amounted to ₹ 124.92 Lakhs, ₹ 1,433.45 Lakhs and ₹ 1,043.27 Lakhs for the Financial Years ended March 31, 2026, March 31, 2025 and March 31, 2024, respectively.

Direct Expenses

Our direct expenses comprise of clearing & forwarding charges, freight inwards, repairs to machinery and wages.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Clearing & Forwarding Charges	72.01	179.14	131.36
Freight Inwards	438.91	1,256.04	249.85
Repairs to Machinery	189.74	259.74	266.19
Wages	571.92	631.35	591.86
TOTAL	**1,272.58**	**2,326.27**	**1,239.26**

Changes in Inventories of Work-in-Progress, Finished Goods and Stock-in-Trade

Changes in inventories of work-in-progress, finished goods and stock-in-trade represent the difference between the opening and closing stock of work-in-progress, finished goods and stock-in-trade. A negative figure indicates that inventories increased during the year.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening Stock			
Work-in-Progress	17.54	46.45	39.45
Finished Goods	346.20	648.11	449.53
Stock-in-Trade	171.16	219.07	246.23
Total Opening Stock (A)	**534.90**	**913.63**	**735.21**
Less: Closing Stock			
Work-in-Progress	-	(17.54)	(46.45)
Finished Goods	(2,658.95)	(346.20)	(648.11)
Stock-in-Trade	(220.06)	(171.16)	(219.07)
Total Closing Stock (B)	**(2,879.01)**	**(534.90)**	**(913.63)**
TOTAL (A) + (B)	**(2,344.11)**	**378.73**	**(178.42)**

Employee Benefit Expenses

Our employee benefits expense comprises of salaries, staff welfare expenses, director remuneration, contribution to provident fund and other funds, keyman insurance premium and gratuity expense.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries	1,263.77	1,284.13	1,362.96
Staff Welfare Expenses	107.14	120.98	98.24
Director Remuneration	150.00	179.26	113.40
Contribution to Provident Fund and Other Funds	59.86	57.90	65.99
Keyman Insurance Premium	45.00	47.03	-
Gratuity Expense	9.77	42.73	4.80
TOTAL	**1,635.54**	**1,732.03**	**1,645.39**

Finance costs

Our finance costs comprise of interest on borrowings, interest on late payment of taxes, bank and loan processing charges and other borrowing costs.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on Borrowings	1,004.34	902.59	602.86
Interest on Late Payment of Taxes	60.68	33.12	22.40
Bank and Loan Processing Charges	57.59	14.14	123.54
Other Borrowing Costs	70.26	186.66	14.46
TOTAL	**1,192.87**	**1,136.51**	**763.26**

Depreciation Expense

Depreciation expense comprises depreciation of property, plant and equipment, which amounted to ₹ 766.79 Lakhs, ₹ 604.97 Lakhs and ₹ 463.92 Lakhs for the Financial Years ended March 31, 2026, March 31, 2025 and March 31, 2024, respectively. Depreciation is provided on the written down value method over the useful lives prescribed under Schedule II to the Companies Act, 2013.

Other Expenses

Our other expenses primarily comprise of auditors' remuneration, advertisement, freight outward, insurance, power and fuel, professional fees, rent, repairs to buildings, repairs others, rates and taxes, royalty, travelling expenses, miscellaneous expenses, cleaning & washing, commission & brokerage, communication, CSR expenditure, discount allowed, donation, export expenses, foreign exchange loss, other hotel operating cost, printing & stationery, repairs to vehicles, sales promotion and subscription.

(Amount ₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended 31 March 2024
- Auditors' Remuneration	6.00	6.00	3.00
- Advertisement	44.66	51.64	31.17
- Freight Outward	94.22	536.31	275.31
- Insurance	44.80	29.88	36.12
- Power and Fuel	600.79	604.08	696.18
- Professional Fees	106.76	103.61	81.56
- Rent	60.16	67.58	42.58
- Repairs to Buildings	202.36	155.06	294.71
- Repairs Others	30.77	70.31	60.36
- Rates and Taxes	179.52	87.63	142.21
- Royalty	139.28	115.95	129.30
- Travelling Expenses	50.30	43.14	66.35
- Miscellaneous Expenses	60.12	34.39	42.11
- Cleaning & Washing	41.52	55.25	78.55
- Commission & Brokerage	138.10	157.17	106.09
- Communication	15.20	17.61	19.10
- CSR Expenditure	21.21	15.00	11.87
- Discount Allowed	3.16	2.58	220.87
- Donation	2.11	2.33	9.25
- Export Expenses	107.81	1,207.35	859.21
- Foreign Exchange Loss	25.85	49.50	-
- Other Hotel Operating Cost	47.75	47.85	35.49
- Printing & Stationery	111.43	79.22	27.28
- Repairs to Vehicles	877.11	979.61	839.77
- Sales Promotion	28.65	21.68	31.27
- Subscription	5.06	3.03	5.65
Total	**3,044.70**	**4,543.76**	**4,145.36**

Provision for Tax

The provision for current taxation is computed in accordance with relevant tax regulation. Deferred tax is recognized on timing differences between the taxable income and accounting income that are capable of reversal in one or more subsequent periods and quantified using the tax rates and laws substantially enacted as on balance sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws are recognized only if there is virtual certainty of their realization, supported by convincing evidence, and deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of their realization.

Fiscal 2026 compared with fiscal 2025

Revenue from Operations

The Revenue from Operations of our company for fiscal year 2026 was ₹ 23,209.77 Lakhs against ₹ 29,015.68 Lakhs for Fiscal year 2025. A decrease of 20.01% in revenue from operations. This decrease was primarily due to lower sales of PETN, which decreased to ₹ 783.00 Lakhs from ₹ 5,183.00 Lakhs, as the Company executed fewer export orders during the year; our PETN sales are order-driven and may vary from year to year. Revenue was also lower as the Company did not undertake trading during the year and sales of our other explosives products were lower, partly offset by higher revenue from our Hotel and College Divisions.

Other Income

The other income of our company for fiscal year 2026 was ₹ 26.70 Lakhs against ₹ 199.96 Lakhs for Fiscal year 2025. The decrease of 86.65% in other income. This decrease was primarily because Fiscal 2025 included non-recurring income in the form of commission income on an export transaction (₹ 44.98 Lakhs) and discount received (₹ 108.29 Lakhs), which did not recur in Fiscal 2026, together with lower interest income.

Total Income

The total income of the company for fiscal year 2026 was ₹ 23,236.47 Lakhs against ₹ 29,215.64 Lakhs of total income for Fiscal year 2025 with a decrease of 20.47% in total income. This decrease was due to lower revenue from operations and lower other income, as explained above.

Expenditure

Cost of Material Consumed

In Fiscal 2026, cost of material consumed of our company was ₹ 15,559.67 Lakhs against ₹ 15,710.85 Lakhs in fiscal 2025. A decrease of 0.96%. Cost of material consumed remained broadly stable despite lower revenue, as higher raw material consumption on account of increased production of slurry and emulsion explosives (30,572.25 MT as against 27,551.25 MT) was offset by lower consumption of stores, spares and consumables. A part of the production of the year was held as finished goods inventory at the end of Fiscal 2026.

Purchases of Stock-in-Trade

In Fiscal 2026, purchases of stock-in-trade of our company were ₹ 124.92 Lakhs against ₹ 1,433.45 Lakhs in fiscal 2025. A decrease of 91.29%. This decrease was because the Company did not undertake trading during Fiscal 2026, as against trading revenue of ₹ 475.00 Lakhs in Fiscal 2025. Purchases of stock-in-trade during the year related mainly to beverages purchased for resale at our hotel.

Direct Expenses

The direct expenses of our company for fiscal year 2026 were ₹ 1,272.58 Lakhs against ₹ 2,326.27 Lakhs for Fiscal year 2025. The decrease of 45.30% in direct expenses. This decrease was primarily due to lower freight inwards and clearing and forwarding charges, as imports of raw materials were lower during Fiscal 2026 (₹ 4,762.38 Lakhs as against ₹ 8,070.83 Lakhs on C.I.F. basis).

Changes in Inventories of Work-in-Progress, Finished Goods and Stock-in-Trade

In Fiscal 2026, changes in inventories of work-in-progress, finished goods and stock-in-trade was a credit of ₹ 2,344.11 Lakhs against a charge of ₹ 378.73 Lakhs in Fiscal 2025. This was primarily due to higher closing stock of finished goods of ₹ 2,658.95 Lakhs at the end of Fiscal 2026 as against ₹ 346.20 Lakhs at the beginning of the year

Employee Benefit Expenses

In Fiscal 2026, the Company incurred employee benefit expenses of ₹ 1,635.54 Lakhs against ₹ 1,732.03 Lakhs expenses in fiscal 2025. A decrease of 5.57%. This decrease was primarily due to lower gratuity expense of ₹ 9.77 Lakhs (as against ₹ 42.73 Lakhs) based on the actuarial valuation, lower director remuneration and cost reduction measures undertaken by the Company, including bringing food-related expenses in-house instead of outsourcing.

Finance Costs

The finance costs for the Fiscal 2026 were ₹ 1,192.87 Lakhs while it was ₹ 1,136.51 Lakhs for Fiscal 2025. An increase of 4.96%. This increase was primarily due to higher interest on borrowings of ₹ 1,004.34 Lakhs (as against ₹ 902.59 Lakhs), as the borrowings availed during Fiscal 2025 were outstanding for the full year and the Company availed fresh term loans during Fiscal 2026, and higher interest on delayed payment of taxes, partly offset by lower other borrowing costs, as Fiscal 2025 included one-time loan processing fees.

Depreciation Expense

In Fiscal 2026, depreciation expense of our company was ₹ 766.79 Lakhs against ₹ 604.97 Lakhs in fiscal 2025. An increase of 26.75%. This increase was primarily due to depreciation for the full year on assets capitalised during Fiscal 2025, including buildings, plant and machinery and office equipment, and additions to plant and machinery during Fiscal 2026.

Other Expenses

In fiscal 2026, our other expenses were ₹ 3,044.70 Lakhs against ₹ 4,543.76 Lakhs in fiscal 2025. A decrease of 32.99%. This decrease was mainly due to lower export expenses of ₹ 107.81 Lakhs (as against ₹ 1,207.35 Lakhs) and freight outward of ₹ 94.22 Lakhs (as against ₹ 536.31 Lakhs), in line with lower export sales, as export shipments of our products, being hazardous cargo, involve higher freight costs. This was partly offset by higher rates and taxes, repairs to buildings and printing and stationery expenses.

Total Expenses

The total expenses of our company for Fiscal 2026 were ₹ 21,252.96 Lakhs against ₹ 27,866.57 Lakhs in fiscal 2025. A decrease of 23.73%. This decrease was primarily due to the increase in finished goods inventory and lower other expenses, purchases of stock-in-trade and direct expenses, as explained above, partly offset by higher depreciation and finance costs.

Profit/ (Loss) before Tax

Our Company had reported a profit before tax for the Fiscal 2026 of ₹ 1,983.51 Lakhs against profit before tax of ₹ 1,349.07 Lakhs in Fiscal 2025. An increase of 47.03%. This increase was primarily due to improved profitability of our Explosives Division, whose segment result increased to ₹ 3,079.54 Lakhs from ₹ 1,964.70 Lakhs, on account of lower export-related expenses and freight costs, lower freight on imported raw materials and lower material cost as a proportion of revenue. This was partly offset by lower profitability of our Hotel Division, mainly due to higher depreciation following capital expenditure on the hotel, higher finance costs and lower other income.

Tax Expense

Our total tax expense for Fiscal 2026 was ₹ 520.34 Lakhs against ₹ 352.23 Lakhs in Fiscal 2025, an increase of 47.73%. This increase was primarily due to higher profit before tax during Fiscal 2026.

Profit/ (Loss) after Tax

Profit after tax for the Fiscal 2026 was ₹ 1,463.17 Lakhs against profit after tax of ₹ 996.84 Lakhs in fiscal 2025, an increase of 46.78%. This increase was due to higher profit before tax, as explained above, partly offset by higher tax expense.

Fiscal 2025 compared with fiscal 2024

Revenue from Operations

The Revenue from Operations of our company for fiscal year 2025 was ₹ 29,015.68 Lakhs against ₹ 25,082.11 Lakhs for Fiscal year 2024. An increase of 15.68% in revenue from operations. This increase was primarily due to higher sales of PETN, which increased to ₹ 5,183.00 Lakhs from ₹ 2,324.00 Lakhs on account of higher export orders from Vietnam, together with higher sales of our emulsion and slurry explosives and detonating cord, partly offset by lower trading sales and lower revenue from our Hotel Division.

Other Income

The other income of our company for fiscal year 2025 was ₹ 199.96 Lakhs against ₹ 133.67 Lakhs for Fiscal year 2024. The increase of 49.59% in other income. This increase was primarily due to discount received of ₹ 108.29 Lakhs (as against ₹ 1.40 Lakhs) and higher interest income, partly offset by lower commission income and lower profit on sale of assets.

Total Income

The total income of the company for fiscal year 2025 was ₹ 29,215.64 Lakhs against ₹ 25,215.78 Lakhs of total income for Fiscal year 2024 with an increase of 15.86% in total income. This increase was due to higher revenue from operations and higher other income, as explained above.

Expenditure

Cost of Material Consumed

In Fiscal 2025, cost of material consumed of our company was ₹ 15,710.85 Lakhs against ₹ 14,671.10 Lakhs in fiscal 2024. An increase of 7.09%. This increase was primarily due to higher revenue and increased production of PETN (526.98 MT as against 393.18 MT), to meet higher export orders, and of detonating cord, resulting in higher consumption of raw materials and stores, spares and consumables.

Purchases of Stock-in-Trade

In Fiscal 2025, purchases of stock-in-trade of our company were ₹ 1,433.45 Lakhs against ₹ 1,043.27 Lakhs in fiscal 2024. An increase of 37.40%.

Direct Expenses

The direct expenses of our company for fiscal year 2025 were ₹ 2,326.27 Lakhs against ₹ 1,239.26 Lakhs for Fiscal year 2024. The increase of 87.71% in direct expenses. This increase was primarily due to higher freight inwards and clearing and forwarding charges, on account of higher imports of raw materials during Fiscal 2025 (₹ 8,070.83 Lakhs as against ₹ 4,015.56 Lakhs on C.I.F. basis).

Changes in Inventories of Work-in-Progress, Finished Goods and Stock-in-Trade

In Fiscal 2025, changes in inventories of work-in-progress, finished goods and stock-in-trade was a charge of ₹ 378.73 Lakhs against a credit of ₹ 178.42 Lakhs in Fiscal 2024. This was primarily due to lower closing stock of finished goods at the end of Fiscal 2025 as compared to the beginning of the year.

Employee Benefit Expenses

In Fiscal 2025, the Company incurred employee benefit expenses of ₹ 1,732.03 Lakhs against ₹ 1,645.39 Lakhs expenses in fiscal 2024. An increase of 5.27%. This increase was primarily due to higher director remuneration on revision of the remuneration of our Managing Director to ₹ 150.00 Lakhs from ₹ 72.00 Lakhs, keyman insurance premium paid during the year and higher gratuity expense based on the actuarial valuation, partly offset by lower salaries.

Finance Costs

The finance costs for the Fiscal 2025 were ₹ 1,136.51 Lakhs while it was ₹ 763.26 Lakhs for Fiscal 2024. An increase of 48.90%. This increase was primarily due to higher borrowings, which increased to ₹ 10,514.00 Lakhs as at March 31, 2025 from ₹ 7,087.53 Lakhs as at March 31, 2024, including higher utilisation of our overdraft and export packing credit facilities to meet working capital requirements and fresh term loans, together with one-time loan processing fees.

Depreciation Expense

In Fiscal 2025, depreciation expense of our company was ₹ 604.97 Lakhs against ₹ 463.92 Lakhs in fiscal 2024. An increase of 30.40%. This increase was primarily due to additions to property, plant and equipment during Fiscal 2025, including buildings, plant and machinery and office equipment, and depreciation for the full year on plant and machinery added during Fiscal 2024.

Other Expenses

In fiscal 2025, our other expenses were ₹ 4,543.76 Lakhs against ₹ 4,145.36 Lakhs in fiscal 2024. An increase of 9.61%. This increase was primarily due to higher export expenses of ₹ 1,207.35 Lakhs (as against ₹ 859.21 Lakhs) and freight outward in line with the increase in export sales, and higher running expenses of our transport vehicles, partly offset by lower discount allowed, repairs to buildings and power and fuel expenses.

Total Expenses

The total expenses of our company for Fiscal 2025 were ₹ 27,866.57 Lakhs against ₹ 23,793.14 Lakhs in fiscal 2024. An increase of 17.12%. This increase was primarily due to higher direct expenses, cost of material consumed, other expenses and finance costs, as explained above.

Profit/ (Loss) before Tax

Our Company had reported a profit before tax for the Fiscal 2025 of ₹ 1,349.07 Lakhs against profit before tax of ₹ 1,422.64 Lakhs in Fiscal 2024. A decrease of 5.17%. This decrease was primarily due to higher finance costs, which increased by ₹ 373.25 Lakhs on increased borrowings, and higher freight and export-related costs associated with the higher export business, which offset the benefit of higher revenue.

Tax Expense

Our total tax expense for Fiscal 2025 was ₹ 352.23 Lakhs against ₹ 369.01 Lakhs in Fiscal 2024, a decrease of 4.55%. This decrease was primarily due to lower profit before tax and a deferred tax credit in Fiscal 2025 as against a deferred tax charge in Fiscal 2024.

Profit/ (Loss) after Tax

Profit after tax for the Fiscal 2025 was ₹ 996.84 Lakhs against profit after tax of ₹ 1,053.63 Lakhs in fiscal 2024, a decrease of 5.39%. This decrease was due to lower profit before tax, as explained above, partly offset by lower tax expense.

Fiscal 2026 compared with fiscal 2025 (Balance sheet items)

Property, Plant & Equipment

In Fiscal 2026, the Company reported property, plant & equipment including Capital work in progress of ₹ 10,173.77 Lakhs as against ₹ 8,299.74 Lakhs in Fiscal 2025, an increase of 22.58%. This increase was primarily due to revaluation of the Company's land by an independent registered valuer, which increased its carrying amount by ₹ 1,549.80 Lakhs, additions to plant and machinery and an increase in capital work-in-progress to ₹ 583.28 Lakhs on account of ongoing projects pending completion and commissioning [●] (Company to provide brief details of the ongoing projects). During the year, the Company established Process IV facilities for the manufacture of slurry and emulsion explosives and additional PETN plants, which increased its installed capacities.

Other Non-Current Assets

In Fiscal 2026, the Company reported other non-current assets of ₹ 103.67 Lakhs as against ₹ 95.84 Lakhs in Fiscal 2025, an increase of 8.17%. This was due to an increase in security deposits placed by the Company.

Inventories

In Fiscal 2026, the Company reported inventories of ₹ 11,109.88 Lakhs as against ₹ 8,011.71 Lakhs in Fiscal 2025, an increase of 38.67%. This was mainly due to higher finished goods of ₹ 2,658.95 Lakhs (as against ₹ 346.20 Lakhs) and higher stores, spares and consumables at the end of the year, as explained under 'Changes in Inventories of Work-in-Progress, Finished Goods and Stock-in-Trade' above.

Trade Receivables

In Fiscal 2026, the Company reported trade receivables of ₹ 1,058.94 Lakhs as against ₹ 1,169.18 Lakhs in Fiscal 2025, a decrease of 9.43%. This was primarily on account of lower revenue from operations in Fiscal 2026.

Short-term Loans and Advances

In Fiscal 2026, the Company reported short-term loans and advances of ₹ 2,052.94 Lakhs as against ₹ 3,180.06 Lakhs in Fiscal 2025, a decrease of 35.44%. This decrease was primarily due to settlement of loans and advances by certain related parties, recovery of other loans and advances and lower prepaid expenses, partly offset by fresh advances to a related party and advances to vendors.

Other Current Assets

In Fiscal 2026, the Company reported other current assets of ₹ 26.66 Lakhs as against ₹ 336.11 Lakhs in Fiscal 2025, a decrease of 92.07%. This was due to a reduction in balance with revenue authorities.

Long-term Borrowings

In Fiscal 2026, the Company reported long-term borrowings of ₹ 3,398.40 Lakhs as against ₹ 3,100.57 Lakhs in Fiscal 2025, an increase of 9.61%. This increase was due to fresh secured term loans availed by the Company during the year, partly offset by repayment of unsecured loans and scheduled repayment of existing loans.

Short-term Borrowings

In Fiscal 2026, the Company reported short-term borrowings of ₹ 7,279.55 Lakhs as against ₹ 7,413.43 Lakhs in Fiscal 2025, a decrease of 1.81%. This decrease was primarily due to repayment of loans from Directors, which decreased to ₹ 307.34 Lakhs from ₹ 1,039.53 Lakhs, and lower export packing credit in line with lower exports, largely offset by higher utilisation of our overdraft facility for working capital requirements.

Trade Payables

In Fiscal 2026, the Company reported trade payables of ₹ 2,021.85 Lakhs as against ₹ 2,137.14 Lakhs in Fiscal 2025, a decrease of 5.39%. This decrease was primarily due to lower purchases during Fiscal 2026, partly offset by a longer holding period of trade payables.

Other Current Liabilities

In Fiscal 2026, the Company reported other current liabilities of ₹ 311.40 Lakhs as against ₹ 228.01 Lakhs in Fiscal 2025, an increase of 36.57%. This was due to an increase in advances received from customers, partly offset by lower statutory dues payable.

Fiscal 2025 compared with fiscal 2024 (Balance sheet items)

Property, Plant & Equipment

In Fiscal 2025, the Company reported property, plant & equipment including Capital work in progress of ₹ 8,299.74 Lakhs as against ₹ 5,324.07 Lakhs in Fiscal 2024, an increase of 55.89%. This increase was primarily due to revaluation of the Company's factory land by an independent registered valuer, which increased its carrying amount by ₹ 2,247.30 Lakhs, and additions to buildings, plant and machinery, office equipment and furniture and fixtures during the year.

Other Non-Current Assets

In Fiscal 2025, the Company reported other non-current assets of ₹ 95.84 Lakhs as against ₹ 70.04 Lakhs in Fiscal 2024, an increase of 36.84%. This was due to an increase in security deposits placed by the Company.

Inventories

In Fiscal 2025, the Company reported inventories of ₹ 8,011.71 Lakhs as against ₹ 4,657.58 Lakhs in Fiscal 2024, an increase of 72.01%. This was mainly due to higher stock of raw materials of ₹ 7,454.14 Lakhs (as against ₹ 3,493.44 Lakhs), as raw materials, including imported raw materials, were bought in larger quantities to support production and sales.

Trade Receivables

In Fiscal 2025, the Company reported trade receivables of ₹ 1,169.18 Lakhs as against ₹ 941.09 Lakhs in Fiscal 2024, an increase of 24.24%. This was primarily on account of higher revenue from operations in Fiscal 2025.

Short-term Loans and Advances

In Fiscal 2025, the Company reported short-term loans and advances of ₹ 3,180.06 Lakhs as against ₹ 2,401.15 Lakhs in Fiscal 2024, an increase of 32.44%. This increase was primarily due to higher loans and advances given to related parties and other parties.

Other Current Assets

In Fiscal 2025, the Company reported other current assets of ₹ 336.11 Lakhs as against ₹ 46.21 Lakhs in Fiscal 2024, an increase of 627.35%. This was due to an increase in balance with revenue authorities.

Long-term Borrowings

In Fiscal 2025, the Company reported long-term borrowings of ₹ 3,100.57 Lakhs as against ₹ 2,179.45 Lakhs in Fiscal 2024, an increase of 42.26%. This increase was primarily due to a fresh secured term loan, unsecured term loans and new vehicle loans availed during the year. The borrowings were utilised towards funding capital expenditure on the Company's manufacturing facilities and related infrastructure.

Short-term Borrowings

In Fiscal 2025, the Company reported short-term borrowings of ₹ 7,413.43 Lakhs as against ₹ 4,908.08 Lakhs in Fiscal 2024, an increase of 51.05%. This increase was primarily due to higher utilisation of our overdraft facility, which increased to ₹ 3,443.95 Lakhs from ₹ 1,629.89 Lakhs, to fund working capital requirements, including higher raw material inventory, higher export packing credit for the execution of export orders and higher loans from Directors.

Trade Payables

In Fiscal 2025, the Company reported trade payables of ₹ 2,137.14 Lakhs as against ₹ 1,969.66 Lakhs in Fiscal 2024, an increase of 8.50%. This increase was primarily due to higher purchases during Fiscal 2025, partly offset by a shorter holding period of trade payables.

Other Current Liabilities

In Fiscal 2025, the Company reported other current liabilities of ₹ 228.01 Lakhs as against ₹ 281.30 Lakhs in Fiscal 2024, a decrease of 18.94%. This was due to a reduction in advances received from customers.

Cash Flows

(Amount ₹ in lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2024
Net Cash Flow from/ (used in) Operating Activities	1,903.98	(1,977.41)	1,005.39
Net Cash Flow from/ (used in) Investing Activities	(1,069.85)	(1,288.57)	(1,174.13)
Net Cash Flow from/ (used in) Financing Activities	(901.07)	2,490.76	875.79

Cash Flows from Operating Activities

1. For the year ended March 31, 2026, Net cash flow from operating activities was ₹ 1,903.98 Lakhs. This comprised of the net profit before tax of ₹ 1,983.51 Lakhs, which was primarily adjusted for depreciation expense of ₹ 766.79 Lakhs, interest cost of ₹ 1,065.02 Lakhs, gratuity provision of ₹ 9.77 Lakhs, interest income of ₹ 5.05 Lakhs, unrealised foreign exchange gain of ₹ 30.36 Lakhs and profit on sale of assets of ₹ 16.12 Lakhs. The resultant operating profit before working capital changes was ₹ 3,773.56 Lakhs, which was primarily adjusted for an increase in inventories of ₹ 3,098.17 Lakhs, other non-current assets of ₹ 7.83 Lakhs and other liabilities & provisions of ₹ 40.56 Lakhs. Additionally, there was a decrease in trade receivables of ₹ 140.60 Lakhs, loans and advances of ₹ 1,127.12 Lakhs, other current assets (including other bank balances) of ₹ 326.56 Lakhs and trade payables of ₹ 115.29 Lakhs.

   Cash generated from operations was ₹ 2,187.11 Lakhs, which was reduced by net income tax paid of ₹ 283.13 Lakhs, resulting into net cash flow from operating activities of ₹ 1,903.98 Lakhs.

2. For the year ended March 31, 2025, Net cash used in operating activities was ₹ 1,977.41 Lakhs. This comprised of the net profit before tax of ₹ 1,349.07 Lakhs, which was primarily adjusted for depreciation expense of ₹ 604.97 Lakhs, interest cost of ₹ 935.71 Lakhs, gratuity provision of ₹ 42.73 Lakhs, interest income of ₹ 43.90 Lakhs, unrealised foreign exchange loss of ₹ 11.35 Lakhs and profit on sale of assets of ₹ 0.87 Lakhs. The resultant operating profit before working capital changes was ₹ 2,899.06 Lakhs, which was primarily adjusted for an increase in inventories of ₹ 3,354.13 Lakhs, trade receivables of ₹ 239.44 Lakhs, loans and advances of ₹ 778.91 Lakhs, other non-current assets of ₹ 25.80 Lakhs, other current assets (including other bank balances) of ₹ 379.31 Lakhs and trade payables of ₹ 167.48 Lakhs. Additionally, there was a decrease in other liabilities & provisions of ₹ 30.45 Lakhs.

Cash used in operations was ₹ 1,741.50 Lakhs, which, together with net income tax paid of ₹ 235.91 Lakhs, resulted into net cash used in operating activities of ₹ 1,977.41 Lakhs.

3. For the year ended March 31, 2024, Net cash flow from operating activities was ₹ 1,005.39 Lakhs. This comprised of the net profit before tax of ₹ 1,422.64 Lakhs, which was primarily adjusted for depreciation expense of ₹ 463.92 Lakhs, interest cost of ₹ 625.26 Lakhs, gratuity provision of ₹ 4.80 Lakhs, interest income of ₹ 23.23 Lakhs and profit on sale of assets of ₹ 24.01 Lakhs. The resultant operating profit before working capital changes was ₹ 2,469.38 Lakhs, which was primarily adjusted for an increase in inventories of ₹ 719.49 Lakhs, loans and advances of ₹ 923.55 Lakhs and other non-current assets of ₹ 25.95 Lakhs. Additionally, there was a decrease in trade receivables of ₹ 337.00 Lakhs, other current assets (including other bank balances) of ₹ 547.91 Lakhs, trade payables of ₹ 69.65 Lakhs and other liabilities & provisions of ₹ 394.90 Lakhs.

   Cash generated from operations was ₹ 1,220.75 Lakhs, which was reduced by net income tax paid of ₹ 215.36 Lakhs, resulting into net cash flow from operating activities of ₹ 1,005.39 Lakhs.

Cash Flows from Investment Activities

1. For the year ended March 31, 2026, net cash used in investing activities was ₹ 1,069.85 Lakhs, which primarily comprised of cash used for purchase of property, plant and equipment of ₹ 1,129.04 Lakhs, partly offset by proceeds from sale of property, plant and equipment of ₹ 54.14 Lakhs and interest received of ₹ 5.05 Lakhs.

2. For the year ended March 31, 2025, net cash used in investing activities was ₹ 1,288.57 Lakhs, which primarily comprised of cash used for purchase of property, plant and equipment of ₹ 1,334.11 Lakhs, partly offset by proceeds from sale of property, plant and equipment of ₹ 1.64 Lakhs and interest received of ₹ 43.90 Lakhs.

3. For the year ended March 31, 2024, net cash used in investing activities was ₹ 1,174.13 Lakhs, which primarily comprised of cash used for purchase of property, plant and equipment of ₹ 1,248.71 Lakhs, partly offset by proceeds from sale of property, plant and equipment of ₹ 51.35 Lakhs and interest received of ₹ 23.23 Lakhs.

Cash Flows from Financing Activities

1. For the year ended March 31, 2026, net cash used in financing activities was ₹ 901.07 Lakhs, which primarily comprised of repayment of borrowings of ₹ 2,827.94 Lakhs and interest cost paid of ₹ 1,065.02 Lakhs, partly offset by proceeds from borrowings of ₹ 2,991.89 Lakhs.

2. For the year ended March 31, 2025, net cash flow from financing activities was ₹ 2,490.76 Lakhs, which primarily comprised of proceeds from borrowings of ₹ 4,015.18 Lakhs, partly offset by repayment of borrowings of ₹ 588.71 Lakhs and interest cost paid of ₹ 935.71 Lakhs.

3. For the year ended March 31, 2024, net cash flow from financing activities was ₹ 875.79 Lakhs, which primarily comprised of proceeds from borrowings of ₹ 3,321.04 Lakhs, partly offset by repayment of borrowings of ₹ 1,819.99 Lakhs and interest cost paid of ₹ 625.26 Lakhs.

SIGNIFICANT DEVELOPMENTS SUBSEQUENT TO THE LAST FINANCIAL YEAR

In the opinion of the Board of Directors of our Company, since the date of the last financial statements disclosed in this Draft Red Herring Prospectus, there have not arisen any circumstances that materially or adversely affect or are likely to affect the trading or profitability of our Company, or the value of its assets or its ability to pay its material liabilities within the next twelve months, except as stated below:

1. Our Company was converted into a public limited company and its name was changed from "Vetrivel Explosives Private Limited" to "Vetrivel Explosives Limited", and a fresh certificate of incorporation was issued by the Registrar of Companies, Coimbatore on September 26, 2026.

OTHER MATTERS

1. Unusual or infrequent events or transactions

Except mentioned in the Draft Red Herring prospectus, there have been no other events or transactions to the best of our knowledge which may be described as "unusual" or "infrequent".

2. Significant economic changes that materially affected or are likely to affect income from continuing Operations

Other than as described in the Section titled "***Financial Information***" and chapter titled "***Management's Discussion and Analysis of Financial Conditions and Results of Operations***," beginning on Page 153 and 162 respectively of this Draft Red Herring Prospectus, to our knowledge there are no significant economic changes that materially affected or are likely to affect income from continuing Operations.

3. ***Known trends or uncertainties that have/had or are expected to have a material adverse impact on revenue or income from continuing operations***

   Apart from the risks as disclosed under Chapter titled "***Risk Factors***" beginning on page no 22 in this Draft Red Herring Prospectus, in our opinion there are no other known trends or uncertainties that have had or are expected to have a material adverse impact on revenue or income from continuing operations.

4. ***Future changes in relationship between costs and revenues, in case of events such as future increase in labour or material costs or prices that will cause a material change are known***

   Our Company's future costs and revenues will be determined by demand/supply situation, both of the end services as well as the government policies and other economic factors

5. ***Extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or increased sales prices.***

   Increases in revenues are by and large linked to increases in volume of business and also dependent on the price realization on our products.

6. ***Total turnover of each major industry segment in which the issuer company operated.***

   Relevant Industry data and, as available, has been included in the chapter titled "***Industry Overview***" beginning on page no. 92 of this Draft Red Herring Prospectus.

7. ***The extent to which business is seasonal.***

   Our Company is engaged in the business of manufacturing of explosives hence the business is not seasonal.

8. ***Any significant dependence on a single or few suppliers or customers***

   Our business is dependent on few clients and suppliers. Our top 10 customers contributed 22.01%, 40.04% and 34.75% of revenue from operations for fiscal 2026, 2025 and 2024 respectively. Our top 10 suppliers contributed 39.01%, 55.01% and 66.42% respectively of total purchase.

SECTION VI – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

*Except as stated in this section, there are no outstanding: (a) criminal proceedings; (b) actions by statutory or regulatory authorities; (c) claims relating to direct and indirect taxes; or (d) Material Litigation (as defined below); involving our Company, its Directors, the Promoters, KMPs and SMPs ("**Relevant Parties**"). Further, there are no disciplinary actions (including penalties) imposed by SEBI or the Stock Exchanges against our Promoters in the last five (5) FYs, including any outstanding action.*

*For the purpose of material litigation in (d) above, our Board in its meeting held on September 28, 2026 has considered and adopted the following policy on materiality for identification of material outstanding litigation involving the Relevant Parties ("**Materiality Policy**"). In accordance with the Materiality Policy, all outstanding litigation, including any litigation involving the Relevant Parties, other than criminal proceedings and actions by regulatory authorities and statutory authorities, will be considered material if:*

(i) the omission of an event or information, whose value or the expected impact in terms of value exceeds the limits as prescribed under the SEBI Listing Regulations (as amended from time to time) i.e.:

a) two percent of turnover, as per the last annual restated financial statements of the Company i.e. ₹462.20 lakhs; or

b) two percent of net worth, except in case of the arithmetic value of the networth is negative, as per the last annual restated financial statements of the Company i.e. 220.19 lakhs ; or

c) five percent of the average of absolute value of profit or loss after tax, as per the last three annual restated financial statements of the Company i.e. 56.56 lakhs .

Accordingly, any transaction exceeding the lower of a, b or c above will be considered for the above purpose;

(ii) where the decision in one case is likely to affect the decision in similar cases, even though the amount involved in individual litigation does not exceed the amount determined as per clause (i) above, and the amount involved in all of such cases taken together exceeds the amount determined as per clause (i) above; and

(iii) any such litigation which does not meet the criteria set out in (i) above and an adverse outcome in which would materially and adversely affect the operations or financial position of the Company.

In terms of the materiality policy above any litigations (apart from (a) criminal proceedings; (b) actions by statutory or regulatory authorities and (c) claims relating to direct and indirect taxes), the monetary value of which or the adverse impact resulting from such litigation exceeds 56.56 lakhs shall be considered Material Litigation.

It is clarified that for the above purposes, pre-litigation notices received by Relevant Parties, unless otherwise decided by our Board, are not evaluated for materiality until such time that the Relevant Parties are impleaded as defendants in litigation proceedings before any judicial forum.

Except as stated in this Section, there are no outstanding material dues to creditors of our Company. For this purpose, our Board has considered and adopted a policy of materiality for identification of material outstanding dues to creditors by way of its resolution dated September 28, 2026. In terms of the materiality policy, creditors of our Company to whom amounts outstanding dues to any creditor of our Company exceeding 5% i.e. 101.09 as per the Restated Financial Statements of our Company disclosed in this Draft Red Herring Prospectus, would be considered as material creditors. Details of outstanding dues to micro, small and medium enterprises and other creditors separately giving details of number of cases and amount involved, shall be uploaded and disclosed on the website of the Company as required under the SEBI ICDR Regulations.

For outstanding dues to any micro, small or 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.

I. Litigation involving our Company.

A. *Litigation filed against our Company.*

1. Criminal proceedings

Nil

2. Outstanding actions by regulatory and statutory authorities

Nil

3. Material civil proceedings

a. ***Sridevi Explosives and Others vs. Vetrivel Explosives Limited - Appeal (CAD) No. 65 of 2025***

Sri Devi Explosives ("Appellant no. 1"), C. Arjunan ("Appellant no. 2"), Selva Vinayaga Explosives ("Appellant no. 3") and Sri Venkateswara Explosives ("Appellant no. 4") (together referred as "Appellants") have filed an appeal before the Commercial Appellate Division of the High Court of Madras against Vetrivel Explosives Private Limited ("Respondent"). The appeal is against the order passed by the Commercial Court, Salem in C.O.S. No. 29 of 2022, wherein the Appellant was directed to pay ₹20.91 lakhs together with interest at 12% p.a. on ₹16.45 lakhs from the date of suit until the date of decree and thereafter at 6% p.a. until realization, along with ₹1 lakh towards costs of the suit ("Order"). The Respondent had supplied explosives to the Appellants on credit between November 26, 2015 and June 17, 2016. Appellant no. 2, later gave a letter of undertaking dated November 4, 2016, agreeing to pay ₹39.82 lakhs towards the dues. To pay this amount, the Appellants issued six post-dated cheques: five cheques of ₹2.00 lakhs each, dated between October 2016 and February 2017, and one cheque dated May 23, 2017 for ₹16.45 lakhs. When presented, all six cheques were dishonoured for insufficient funds. . The Appellants has filed the present suit opposing the Order , stating that it was time-barred, that pre-institution mediation had not been undertaken, and that the cheques were given only as security. The matter is currently pending and is yet to be listed for hearing.

b. ***K. Subramaniam vs Vetrivel Explosives Limited - Appeal (CAD) No. 24 of 2025***

K. Subramaniam ("Petitioner") has filed an appeal bearing Appeal (CAD) No. 24 of 2025 before the High Court of Madras before the Commercial Appellate Division of the High Court of Madras against Vetrivel Explosives Private Limited ("Respondent"). The Appeal is against the order passed in COS No. 3 of 2025dated April 28, 2025, by the Commercial Court, Salem, wherein the Petitioner was directed to pay ₹116.63 lakhs together with interest at 9% p.a. on ₹112.34 lakhs from the date of suit until the date of decree and thereafter at 6% p.a. until realization, along with ₹9.75 lakh towards costs of the suit The Respondent had supplied goods to the Appellant through a commission agent, and in discharge of the outstanding dues, the Appellant issued a cheque in favour of the respondent, which was dishonoured upon presentation.. The Appellant in the above appeal had filed a Miscellaneous Application bearing number C.M.P.No.13101 of 2025, the Hon'ble High Court granted an interim stay of the Decree on the condition that the Appellant should deposit a sum of ₹120.00 lakhs to the Registrar General of the Hon'ble High Court, within a period of six (6) weeks from the date of receipt of the order copy. Failure to deposit as ordered would automatically result in the vacation of the interim stay without further reference to the Court. Pursuant to the orders of the Hon'ble High Court the appellant deposited the above said amount. The matter is currently pending and was last listed on March 04, 2025 and the next date of hearing is not yet posted.

B. Litigation filed by our Company.

1. Criminal proceedings

Nil

2. Material civil proceedings

a. ***Vetrivel Explosives Limited vs. The Assistant Commissioner (Commercial Taxes) and Others - W.P. No. 14709 of 2017***

Vetrivel Explosives Private Limited ("Petitioner") has filed a writ petition before the High Court of Madras against the Assistant Commissioner (Commercial Taxes) (FAC), Sooramangalam Assessment Circle, Salem ("Respondent No. 1"), the Authority for Clarification and Advance Ruling (Commercial Taxes), Chennai ("Respondent No. 2"), the Commissioner of Commercial Taxes, Chennai ("Respondent No. 3") and Neyveli Lignite Corporation Limited ("Respondent No. 4") (collectively, "Respondents"). The Petitioner had effected sales of explosives to Respondent No. 4 at the concessional value added tax ("VAT") rate of 5% under G.O. Ms. No. 77 dated July 11, 2011. Respondent No. 1 passed a revision order for the assessment year 2012-13 applying the full rate of 14.5%, aggregating to ₹131.40 lakhs. The Petitioner thereafter sought a clarification from the Authority under Section 48-A of the TNVAT Act, and the Authority, by its order dated April 13, 2017 in ACAAR No. 42/2016-17 (Acts Cell-II/28823/2016) ("Impugned Order") and clarified that explosives supplied to Respondent No. 4 are used for mining and not directly for generation of electricity, and are therefore taxable at 14.5%. Aggrieved by the Impugned Order, the Petitioner filed the present writ petition praying for quashing of the Impugned Order as being non-speaking and passed without a hearing, and for a stay on recovery of tax in excess of 5% pending disposal. The matter is currently pending and is yet to be listed for hearing.

b. ***Vetrivel Explosives Limited vs. The New India Assurance Company Limited – SC/33/A/284/2024***

Vetrivel Explosives Private Limited ("Appellant") has filed a first appeal bearing number SC/33/A/284/2024 under Section 41 of the Consumer Protection Act, 2019 before the Tamil Nadu State Consumer Disputes Redressal Commission, Chennai ("State Commission") against the New India Assurance Company Limited ("Respondent"). The appeal challenges the order dated September 26, 2023 passed by the District Consumer Disputes Redressal Commission, Salem ("District Commission") in C.C. No. 186 of 2022 ("Impugned Order"). The Appellant had filed complaint alleging deficiency in service after the Respondent repudiated its claim under a fire insurance policy for loss caused by a fire at its factory on December 2016. The District Commission declined relief, holding that the Appellant had failed to prove deficiency in service. The Appellant has challenged the order on the grounds that the burden of justifying repudiation lies on the insurer, that surveyors were appointed repeatedly to obtain a favourable result, and that the Respondent's counter raised reasons different from those in the repudiation. The Appellant has prayed for setting aside the Impugned Order and settlement of the insurance claim of ₹600.00 lakhs along with compensation. The matter is currently pending, and the next date of hearing is October 26, 2026.

c. ***Vetrivel Explosives Limited vs. K. Subramaniam - E.P. No. 92 of 2025***

Vetrivel Explosives Private Limited ("Decree Holder") has filed an execution petition bearing before the Principal District Court, Chengalpattu against Mr. K. Subramaniam ("Judgment Debtor"). The Decree Holder had supplied goods to the Judgment Debtor through a commission agent, and in discharge of the outstanding dues, the Judgment Debtor issued a cheque in favour of the Decree Holder, which was dishonoured upon presentation. The Decree Holder thereafter initiated proceedings under section 138 of the Negotiable Instruments Act, 1881 bearing Filing No. CMP-156671/2024, which were disposed of by order dated March 10, 2025. The Decree Holder also instituted a commercial suit bearing C.O.S. No. 3 of 2025 before the Commercial District Judge, Salem for recovery of the outstanding dues, which was decreed in favour of the Decree Holder by decree dated April 28, 2025 ("Decree"). The Decree Holder filed a petition under section 39 of the Code of Civil Procedure, 1908 before the Commercial District Judge, Salem seeking transmission of the Decree to the Principal District Court, Chengalpattu for execution against the Judgment Debtor's land admeasuring 7.49 acres situated in Murugamangalam Village, Chengalpattu Taluk. Through the present execution petition, the Decree Holder seeks recovery of ₹224.90 lakhs, comprising the principal amount of ₹116.63 lakhs, interest of ₹98.26 lakhs computed up to October 13, 2025 and costs of ₹10.01 lakhs, together with subsequent interest. The execution petition is currently pending, and the next date of hearing is December 2, 2026.

For further details, please see "***Outstanding Litigation and Material Developments- K. Subramaniam vs Vetrivel Explosives Limited - Appeal (CAD) No. 24 of 2025***" on page 178.

d. ***Composite Scheme of Arrangement between Vetrivel Explosives Limited, the Demerged Company, and Sivasakthi Hospitality Private Limited, the Resulting Company (C.A.(CAA)/65(CHE)/2026)***

An application for a composite scheme of arrangement between Vetrivel Explosives Private Limited (the "Demerged Company") and Sivasakthi Hospitality Private Limited (the "Resulting Company") and their respective shareholders and creditors was jointly filed before the National Company Law Tribunal, Division Bench-I, Chennai (the "NCLT") under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013. The scheme provides for the demerger of the Hotel Undertaking, including the College Division, of the Demerged Company into the Resulting Company on a going-concern basis, with an Appointed Date of April 1, 2026. The NCLT, vide its order dated September 11, 2026, dispensed with the meetings of the equity shareholders, secured creditors and unsecured creditors of the Demerged Company and the equity shareholders and unsecured creditors of the Resulting Company, the Resulting Company having no secured creditors. The scheme is currently pending final sanction by the NCLT.

For further details, please see "***History and Certain Corporate Matters- Details regarding material acquisition or disinvestments of business / undertakings, mergers, amalgamation*** " on page 126.

C. *Tax proceedings*

*(₹ in lakhs)^*

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable
Direct Tax	9*	1,222.39
Indirect Tax	6#	237.36
Total	**15**	**1,459.75**

^Rounded off to the closest decimal

*Includes**

Income Tax demands amounting to (i) ₹8,95,98,218 for the AY 2017 under Section 143(3) of the Income Tax Act, 1961, raised on December 31, 2019; (ii) ₹66,65,147 for the AY 2022 under Section 143(3) of the Income Tax Act, 1961, raised on March 23, 2024; (iii) ₹31,88,294 for the AY 2023 under Section 154 of the Income Tax Act, 1961, raised on October 17, 2025; (iv) ₹44,10,973 for the AY 2024 under Section 143(3) of the Income Tax Act, 1961, raised on March 29, 2026 and (v) ₹1,83,77,021 for the AY 2025 under Section 154 of the Income Tax Act, 1961, raised on July 15, 2026.

Includes#

(i)GST demand bearing reference no. ZD330125116890Q, dated January 13, 2025, for FY 2018-19, aggregating to ₹24,06,871, was confirmed pursuant to show cause notice bearing reference no. ZD330524313863I, dated May 30, 2024, issued under Section 74 of the Tamil Nadu Goods and Services Tax Act, 2017. Our Company filed an appeal on April 12, 2025. The matter is currently pending.

(ii) GST demand bearing reference no. ZD330125130269P, dated January 18, 2025, for FY 2019-20, aggregating to ₹53,92,734, was confirmed pursuant to show cause notice bearing reference no. ZD330524314440X, dated May 30, 2024, issued under Section 74 of the Tamil Nadu Goods and Services Tax Act, 2017. Our Company filed an appeal on April 17, 2025. The matter is currently pending.
(iii) GST demand bearing reference no. ZD3301251302326, dated January 18, 2025, for FY 2020-21, aggregating to ₹55,37,043, was confirmed pursuant to show cause notice bearing reference no. ZD330524315600W, dated May 30, 2024, issued under Section 74 of the Tamil Nadu Goods and Services Tax Act, 2017. Our Company filed an appeal on April 17, 2025. The matter is currently pending.
(iv) GST demand bearing reference no. ZD3301251301831, dated January 18, 2025, for FY 2021-22, aggregating to ₹41,77,012, was confirmed pursuant to show cause notice bearing reference no. ZD330524315772J, dated May 30, 2024, issued under Section 74 of the Tamil Nadu Goods and Services Tax Act, 2017. Our Company filed an appeal on April 17, 2025. The matter is currently pending.
(v) GST demand bearing reference no. ZD330125130120D, dated January 18, 2025, for FY 2022-23, aggregating to ₹7,37,636, was confirmed pursuant to show cause notice bearing reference no. ZD330524025287J, dated May 30, 2024, issued under Section 74 of the Tamil Nadu Goods and Services Tax Act, 2017. Our Company filed an appeal on April 17, 2025. The matter is currently pending.
(vi) GST demand bearing reference no. ZD330325265396A, dated March 31, 2025, for FY 2024-25, aggregating to ₹56,20,104, was confirmed pursuant to show cause notice bearing reference no. ZD330325265385D, dated March 31, 2025, issued under Section 129(3) of the Central Goods and Services Tax Act, 2017 read with Section 20 of the Integrated Goods and Services Tax Act, 2017.

II. Litigation involving our Directors (other than Promoters)

A. *Litigation filed against our Directors (other than Promoters)*

1. Criminal proceedings

Nil

2. Outstanding actions by regulatory and statutory authorities

Nil

3. Material civil proceedings

Nil

B. *Litigation filed by our Directors (other than Promoters)*

1. Criminal proceedings

Nil

2. Material civil proceedings

Nil

C. *Tax proceedings*

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable
Direct Tax	Nil	Nil
Indirect Tax	Nil	Nil
Total	**Nil**	**Nil**

III. Litigation involving our Promoters

A. *Litigation filed against our Promoters*

1. Criminal proceedings

a. ***The Deputy Superintendent of Police, Trichy PS, Cr.no. 1/2016 vs. Vijaya Kannan and Others- S.C. No. 17 of 2020***

The Deputy Superintendent of Police, Tiruchirappalli Police Station ("Complainant") has instituted a sessions case bearing S.C. No. 17 of 2020 before the Hon'ble First Additional District and Sessions Court (PCR), Tiruchirappalli against Vijaya Kannan ("Accused no. 1"), Prakasham ("Accused no. 2"), Ananthan SS ("Accused no. 3") and Rajagobal ("Accused no. 4") (together referred to as "Accused") for offences punishable under Section 304 (Part II) of the Indian Penal Code, 1860 and Sections 4(b), 5 and 9B(3)(c) of the Explosives Act, 1884. The case arises out of Crime No. 1 of 2016, registered in relation to an explosion which occurred on December 1, 2016, at the Unit-II plant of Vetrivel Explosives Private Limited ("Company") situated at T. Murungapatti Village, Thuraiyur Taluk, Tiruchirappalli District. The matter is currently pending and the next date of hearing is October 9, 2026.

2. Outstanding actions by regulatory and statutory authorities

Nil

3. Material civil proceedings

Nil

4. Disciplinary actions including penalties imposed by SEBI or stock exchanges against the Promoters in the last five financial years, including outstanding action

Nil

B. *Litigation filed by our Promoters*

1. Criminal proceedings

Nil

2. Material civil proceedings

Nil

C. *Tax proceedings*

*(₹ in lakhs)^*

Particulars	Number of cases	Aggregate amount involved to the extent ascertainable
Direct Tax	6*	3.75
Indirect Tax	Nil	Nil
Total	**6**	**3.75**

^Rounded off to the closest decimal
-Income Tax demand (including accrued interest) amounting to (i) ₹1,48,517 for the AY 2016 under Section 271(1)(c) of the Income Tax Act, 1961, raised on September 25, 2024, (ii) ₹6,200 for the AY 2016 under Section 271F of the Income Tax Act, 1961, raised on September 25, 2024, (iii) ₹24,800 for the AY 2016 under Section 271(1)(b) of the Income Tax Act, 1961, raised on September 25, 2024 and (iv) ₹12,700 for the AY 2015 under Section 143(3) of the Income Tax Act, 1961, raised on October 26, 2017 against Vijayakannan Ramalingam
-Income Tax demand amounting to (v) ₹1,76,599 for the AY 2016 under Section 271(1)(c) of the Income Tax Act, 1961, raised on September 17, 2024 and (vi) ₹6,200 for the AY 2016 under Section 271F of the Income Tax Act, 1961, raised on September 17, 2024 against Vetrivel R Ramalingam.

IV. **Litigation involving our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoters)**

A. Litigation filed against our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoters)

1. Criminal proceedings

Nil

2. Outstanding actions by regulatory and statutory authorities

Nil

B. Litigation filed by our Key Managerial Personnel and Senior Managerial Personnel (Other than Directors and Promoters)

1. Criminal proceedings

Nil

Outstanding dues to creditors

Our Board, in its meeting held on September 28, 2026 has considered and adopted the Materiality Policy. In terms of the Materiality Policy, creditors of our Company, to whom an amount Rs.101.09 lakhs as on the date of the latest period in the Restated Financial Statements was outstanding, were considered material creditors.

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:

*(₹ in lakhs)^*

Type of creditors	Number of creditors	Amount involved
Material creditors	3	865.37
Micro, Small and Medium Enterprises	10	77.73
Other creditors	193	1078.75
Total	**206**	**2,021.85**

The details pertaining to net outstanding dues towards our material creditors as on March 31, 2026 (along with the names and amounts involved for each such material creditor) are available on the website of our Company at www.vetrivelexplosives.com **Error! Hyperlink reference not valid.**. It is clarified that such details available on our website do not form a part of this Draft Red Herring Prospectus.

Material Developments

Other than as stated in the section entitled "***Management's Discussion and Analysis of Financial Condition and Results of Operations – Significant Developments after March 31, 2026"*** on beginning on page 162 there have not arisen, since the date of the last financial information disclosed in this Draft Red Herring Prospectus, any circumstances which materially and adversely affect, or are likely to affect, our operations, our profitability taken as a whole or the value of our assets or our ability to pay our liabilities within the next 12 months.

GOVERNMENT AND OTHER STATUTORY APPROVALS

*We have set out below an indicative list of approvals obtained by our Company which are considered material and necessary for the purpose of undertaking this Issue and carrying on our present business activities. In view of these key approvals, our Company can undertake this Issue and its business activities. In addition, certain of our key approvals may expire in the ordinary course of business and our Company will make applications to the appropriate authorities for renewal of such key approvals, as necessary. Unless otherwise stated herein and in the section "**Risk Factors**" beginning on page 22, these material approvals are valid as of the date of this Draft Red Herring Prospectus. For details in connection with the regulatory and legal framework within which we operate, see "**Key Regulations and Policies**" on page 119.*

The main objects clause of the Memorandum of Association and objects incidental to the main objects enable our Company to undertake its present business activities.

Following statement sets out the details of licenses, permissions and approvals obtained by the Company under various central and state legislations for carrying out its business activities.

Our Company is in the process to submit necessary application(s) with all regulatory authorities for change of its name in the approvals, licenses, registrations and permits issued to our Company.

I. Material approvals obtained in relation to the Issue

a. The Board of Directors has, pursuant to a resolution passed at its meeting held on September 21, 2026, authorized the Issue, subject to the approval of the shareholders of the Company under Section 23, 62(1)(c) of the Companies Act, 2013 and approvals by such other authorities, as may be necessary.

b. The shareholders of the Company have, pursuant to a special resolution passed in the shareholders meeting held on September 22, 2026, authorized the Issue under Section 23, 62(1)(c) of the Companies Act, 2013, subject to approvals by such other authorities, as may be necessary.

c. The Company has obtained the in-principle listing approval from NSE Emerge, dated [●].

II. Material approvals obtained by our Company in relation to our business and operations

Our Company has obtained the following material approvals to carry on our business and operations. Some of these may expire in the ordinary course of business and applications for renewal of these approvals are submitted in accordance with applicable procedures and requirements.

A. Incorporation details of our Company

a. Our Company was originally incorporated as a private limited company in the name of '*Vetrivel Explosives Private Limited'* vide Certificate of Incorporation dated November 24,1999, issued by the Registrar of Companies.

b. Fresh Certificate of Incorporation dated September 26, 2026 issued to our Company by the RoC, pursuant to the conversion of our Company from private limited to public limited and the ensuing change in the name of our Company from '*Vetrivel Explosives Private Limited'* to '*Vetrivel Explosives Limited'* .

B. Tax related approvals obtained by our Company

Sr. No.	Nature of Registration/ License	Registration/License /Certificate No.	Issuing Authority	Date of Issue	Date of Expiry
1.	Permanent Account Number (PAN)	AABCV1123B	Income Tax Department	November 24, 1999	Valid till cancelled
2.	Tax Deduction Account Number (TAN)	CHEV06602B	Income Tax Department	-	Valid till cancelled
3.	GST Registration Certificate – Tamil Nadu	33AABCV1123B1Z7	Goods and Services Tax Department	November 28, 2024	Valid till cancelled
4.	GST Registration Certificate – Tamil Nadu*	33AABCV1123B2Z6	Goods and Services Tax Department	December 12, 2025	Valid till cancelled

Note: Our Company is governed by the local Panchayat regulations governing Professional Tax. Accordingly, no separate Professional Tax Registration Number is obtained for Tamil Nadu. Further, the Professional Tax deducted from eligible employees has been duly remitted to the Salem City Municipal

Corporation, Tamil Nadu.

Our Company has obtained GST registration for its hotel division. Pursuant to a scheme of arrangement filed before the National Company Law Tribunal, Division Bench-I, Chennai in C.A.(CAA)/65(CHE)/2026, the hotel division of our Company is proposed to be demerged into Sivasakthi Hospitality Private Limited. Accordingly, upon the scheme becoming effective and completion of the demerger, the said GST registration will cease to be used by our Company in connection with the hotel division, and will be surrendered/cancelled, as applicable, in accordance with applicable law. For further details, please see "History and Certain Corporate Matters - Details regarding material acquisitions or disinvestments of business / undertakings, mergers, amalgamations**" on page 126*

C. Regulatory & Labour / employment related approvals obtained by our Company:

Sr. No.	Nature of Registration/ License	Registration/ License/ Certificate No.	Issuing Authority	Date of Issue/ Renewal	Date of Expiry
1.	Certificate of registration – Employee's Provident Fund Code	CBTRY0044283000	Employees' Provident Fund Organisation, Ministry of Labour and Employment	March 23, 2015	Valid till cancelled
2.	Certificate of registration - ESIC Tamil Nadu	63001234710000399	Employees' State Insurance Corporation	-	Valid till cancelled
3.	UDYAM Registration Certificate	UDYAM-TN-20-0091973	Ministry of Micro, Small and Medium Enterprises, Government of India	April 12, 2023	Valid till cancelled
4.	Importer-Exporter Code Registration	3201010731	Ministry of Commerce and Industry	January 02, 2002	Valid till cancelled
5.	ISO 9001: 2015*	407218/2026/R	Robust Certifications Private Limited	August 12, 2026	August 11, 2028
6.	Legal Entity Identifier (LEI)	335800G1QR76VSMJVF16	LEI Register India Private Limited	October 06, 2021	October 05, 2026

**Manufacture and export of industrial and civil explosives and related accessories.*

III. Manufacturing related approvals obtained by our Company:

Sr. No.	Nature of Registration/ License	Registration/ License/ Certificate No.	Issuing Authority	Date of Issue/ Renewal	Date of Expiry
1.	License to work a factory	TPL02377	Directorate of Industrial Safety and Health, Trichy	November 25, 2025	December 31, 2028
2.	Consent to Operate- Air	2508265000258	Tamil Nadu Pollution Control Board	May 07, 2025	March 31, 2030
3.	Consent to Operate- Water	2508165000258	Tamil Nadu Pollution Control Board	May 07, 2025	March 31, 2030
4.	Authorisation under the Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016	22HFC35284544	Tamil Nadu Pollution Control Board	April 29, 2022	March 31, 2027
5.	NOC for Fire Fighting Installation work	44488/RFL/NMSB/2026	Tamil Nadu Fire and Rescue Service Department	June 29, 2026	June 28, 2027
6.	Boiler Certificate	T-10458	Directorate of Boilers, Tamil Nadu	July 01, 2026	June 30, 2027
7.	Boiler Certificate	T-14167	Directorate of Boilers, Tamil Nadu	September 14, 2026	March 13, 2027

Sr. No.	Nature of Registration/ License	Registration/ License/ Certificate No.	Issuing Authority	Date of Issue/ Renewal	Date of Expiry
8.	Weight and Measurement Certificate – *Machine no. 2K20WB219*	TRP/358/010552	Government of Tamil Nadu, Department of Legal Metrology	May 29, 2026	June 01, 2027
9.	Weight and Measurement Certificate – *Machine no.* 2300307	TRP/541/022328	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
10.	Weight and Measurement Certificate – *Machine no. P100604*	TRP/541/022332	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
11.	Weight and Measurement Certificate – *Machine no. C-12128*	TRP/541/022333	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
12.	Weight and Measurement Certificate – *Machine no. 100772942*	TRP/541/022336	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
13.	Weight and Measurement Certificate – *Machine no. 100772318*	TRP/541/022334	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
14.	Weight and Measurement Certificate – *Machine no. 0373119*	TRP/541/022339	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
15.	Weight and Measurement Certificate – *Machine no. 12883*	TRP/541/022341	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
16.	Weight and Measurement Certificate – *Machine no. 100772341*	TRP/541/022335	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
17.	Weight and Measurement Certificate – *Machine no. 110315*	TRP/541/022342	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
18.	Weight and Measurement Certificate – *Machine no. 121281203*	TRP/541/022329	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
19.	Weight and Measurement Certificate – *Machine no. A-50146*	TRP/541/022340	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
20.	Weight and Measurement Certificate – *Machine no. 151090123*	TRP/541/022331	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
21.	Weight and Measurement Certificate – *Machine no. 121281211*	TRP/541/022330	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026
22.	Weight and Measurement Certificate – *Machine no. 100772943*	TRP/541/022337	Government of Tamil Nadu, Department of Legal Metrology	November 12, 2025	November 11, 2026

Sr. No.	Nature of Registration/ License	Registration/ License/ Certificate No.	Issuing Authority	Date of Issue/ Renewal	Date of Expiry
23.	Certificate of registration under Contract Labour (Regulation and Abolition) Act, 1970	CLA/R/TPL023 77/2022	Directorate of Industrial Safety and Health, Ariyalur	March 19, 2025	December 31, 2026
24.	Certificate of registration under Contract Labour (Regulation and Abolition) Act, 1970	CLA/L/TPL0237 7/002	Directorate of Industrial Safety and Health, Ariyalur	July 21, 2026	December 31, 2027
25.	License to possess for sale of Detonators in Magazine *(2,400,000 Nos.)*	E/HQ/TN/21/10 11 (E5108)	Chief Controller of Explosives, Chennai	February 11, 2025	March 31, 2030
26.	License to possess for sale of PETN in Magazine *(5,000 Kg)*	E/HQ/TN/21/10 82 (E5179)	Chief Controller of Explosives, Chennai	March 03, 2026	March 31, 2031
27.	License to possess for sale of PETN in Magazine *(5,000 Kg)*	E/HQ/TN/21/10 84 (E5181)	Chief Controller of Explosives, Chennai	February 20, 2024	March 31, 2029
28.	License to possess for use in Magazine *(Slurry 100 Kg, PETN 9,000 Kg, TNT 200 Kg, Boosters 200 Kg, Fuse 1,000 Mtrs., Detonators 12,500 Nos.)*	E/HQ/TN/22/93 (E31947)	Chief Controller of Explosives, Chennai	February 07, 2022	March 31, 2027
29.	License to possess for sale in Magazine *(*Chief Controller of Explosives, Chennai *(Nitrate Mixture Slurry/ Emulsion 40,000 kg and PETN 30,000 Kg)*	E/HQ/TN/21/12 53 (E35458)	Chief Controller of Explosives, Chennai	February 20, 2024	March 31, 2029
30.	License to possess for sale of PETN in Magazine *(20,000 Kg)*	E/HQ/TN/21/12 86 (E35508)	Chief Controller of Explosives, Chennai	February 07, 2022	March 31, 2027
31.	License to possess for sale in Magazine (*Nitrate Mixture Slurry/ Emulsion 1,49,000 Kg, PETN 15,000 Kg, Detonating Fuse 3,000,000 Mtrs)*	E/HQ/TN/21/15 56 (E38987)	Chief Controller of Explosives, Chennai	February 20, 2024	March 31, 2029
32.	License to Manufacture of (*Nitrate Mixture – Slurry & Emulsion Explosives 25,000 MT)*	E/HQ/TN/20/1 (E5805)	Chief Controller of Explosives, Chennai	February 11, 2025	March 31, 2030
33.	License to Manufacture of Detonating Fuse *(80M Mtrs), PETN (1,860 MT), and Cast Booster (20 MT)*	E/HQ/TN/20/81 0 (E31524)	Chief Controller of Explosives, Chennai	February 20, 2024	March 31, 2029
34.	License to Manufacture of Site Mixed Explosives *(SME – Slurry/Emulsion, 25,000 MT/year; 5 BMD vehicles)*	E/HQ/TN/SM/1 (E51215)	Chief Controller of Explosives, Chennai	February 19, 2024	March 31, 2029

IV. Licenses and approvals obtained by the Company in relation to the transportation of explosives by road:

Our Company holds 55 (fifty-five) licenses for transportation of explosives in road vans via *Form LE-7*, granted under the Explosives Act, 1884 and the rules framed thereunder, by the Controller of Explosives, Vellore and the Joint Chief Controller of Explosives, South Circle, Chennai. These licenses were issued between February 16, 2023 and March 19, 2026, and are valid until dates falling between March 31, 2027 and March 31, 2031. These licenses authorize the transportation of explosives with carrying capacities ranging from 590 kg to 15,000 kg per vehicle. As on the date of this Draft Red Herring Prospectus, all such licenses are valid and subsisting.

V. Material approvals or renewals for which applications are currently pending before relevant authorities

Sr. No	Details of Application	Application Number	Date of application
1	Application for registration of Shops & Establishment Certificate for *First Floor, Door No. 83/2, Balaji Tower, Ramakrishna Road, Opposite ATC Depot, Salem, Tamil Nadu*	330111-481151	September 24, 2026

VI. Material approvals expired and renewal yet to be applied for

Nil

VII. Material approvals required but not obtained or applied for

Nil

VIII. Intellectual Property

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:

Date of Issue	Particulars of the Mark	Trade Mark No.	Class of Registration
December 24, 2024 (Renewed)	Sun 90(E)	1328199	13
December 24, 2024 (Renewed)	SUN PRIME	1328200	13
December 24, 2024 (Renewed)	SUN CORD	1328198	13
December 27, 2017 (Renewed)		1635289	13
February 18, 2020 (Renewed)	Sun Det	1923870	13

IX. Pending Intellectual property related approvals Application

Date of Application	Particulars of the Mark	Application Number	Class of Registration
September 25, 2026		8022687	13

For risk associated with our intellectual property please see, "***Risk Factors***" beginning on page 22.

OTHER REGULATORY AND STATUTORY DISCLOSURES

AUTHORITY FOR THE ISSUE

The Board of Directors has, pursuant to a resolution passed at its meeting held on September 21, 2026 authorized the Issue, subject to the approval of the shareholders of the Company under Section 62(1)(c) and all other applicable provisions of the Companies Act, 2013.

The shareholders of the Company have, pursuant to a special resolution passed in EGM held on September 22, 2026 authorized the Issue under Section 62(1)(c) and all other applicable provisions of the Companies Act, 2013.

Our Company has received an In-Principal Approval letter dated [●] from NSE for using its name in this Draft Red Herring Prospectus for listing our shares on the Emerge Platform of NSE. NSE is the Designated Stock Exchange for the purpose of this Issue.

PROHIBITION BY SEBI OR OTHER GOVERNMENTAL AUTHORITIES

Our Company, our Promoters, our Directors and our Promoter's Group, person(s) in control of the promoter or issuer, have not been prohibited from accessing the capital market or debarred from buying, selling, or dealing in securities under any order or direction passed by the Board or any securities market regulators in any other jurisdiction or any other authority/court.

Our Promoters and Directors are not Directors or Promoters of any other company which is debarred from accessing the capital market under any order or direction passed by SEBI or any other authorities.

Our Company, Promoters or Directors have neither been declared as wilful defaulters by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters or fraudulent borrowers issued by the RBI.

Our Promoters and our Directors have not been declared as Fugitive Economic Offenders under Section 12 of Fugitive Economic Offenders Act, 2018.

The listing of any securities of our Company has never been refused by any of the stock exchanges in India

ASSOCIATION WITH SECURITIES MARKET

None of our Directors in any manner are associated with the securities market and there has been no action taken by the SEBI against the Directors or any other entity with which our directors are associated as promoters or directors.

PROHIBITION BY RBI

Neither our Company, our Promoters, our Directors and the relatives (as defined under the Companies Act, 2013) of Promoter have been identified as a wilful defaulter or a fraudulent borrower by the RBI or other governmental authority and there has been no violation of any securities law committed by any of them in the past and no such proceedings are pending against any of them except as details provided in the chapter **"*Outstanding Litigations and Material Development*"** beginning on page 178 of this Draft Red Herring Prospectus.

CONFIRMATION UNDER COMPANIES (SIGNIFICANT BENEFICIAL OWNERS) RULES, 2018

Our Company, our Directors, our Promoter and members of Promoter Group are in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, to the extent applicable, as on the date of this Draft Red Herring Prospectus.

ELIGIBILITY FOR THE ISSUE

Our Company is not ineligible in terms of Regulations 228 of SEBI ICDR Regulations for this Issue as:

- Neither our company, nor any of its promoters, promoter group or directors are debarred from accessing the capital market by the Board.
- Neither our promoters, nor any directors of our company are a promoter or director of any other company which is debarred from accessing the capital market by the Board.
- Neither our Promoters nor any of our directors is declared as Fugitive Economic Offender.
- Neither our Company, nor our Promoters, relatives (as defined under the Companies Act, 2013) of our Promoters nor our directors, are Wilful Defaulters or a fraudulent borrower
- There are no outstanding convertible securities or any other right which would entitle any person with any option to receive equity shares of the issuer
- Our company has not been converted from any Proprietorship firm, partnership firm or LLP

Our Company is eligible for the Issue in accordance with Regulation 229(2) and other provisions of Chapter IX of the SEBI (ICDR) Regulations 2018, as we are an Issuer whose post Issue face value paid-up capital is more than 10 crore and can Issue Equity Shares to the public and propose to list the same on the Emerge Platform of NSE.

Our Company complies with the eligibility requirements prescribed by the EMERGE Platform of National Stock Exchange India Limited for the listing of its Equity Shares which are as follows:

1. ***The Issuer should be a company incorporated under the Companies Act 1956 / 2013 in India.***

   Our Company was incorporated on November 24th, 1999 under the provisions of the Companies Act, 1956 vide certificate of incorporation.

2. ***The post Issue paid up capital of our Company (face value) shall not be more than Rs. 25 crores***

   The present paid-up capital of our Company is ₹ 1600 lakhs and we are proposing Fresh issue Upto 61,00,000 Equity Shares of ₹ 10/- each at issue price of ₹ [●] per Equity Share including share premium of ₹ [●] per Equity Share, aggregating to ₹ [●] Lakh. Hence, our Post Issue Paid up Capital will be ₹ [●] lakhs. So, the company has fulfilled the criteria of post Issue paid up capital shall not be more than ₹ 2500 lakhs.

3. ***Track Record***

   The Company has a track record of at least 3 years as on the date of filling Draft Offer Document/offer document.

4. ***Operating Profit***

   The Company confirms that it has operating profits (earnings before interest, depreciation and tax) from operations for at least 2 financial years out of preceding three financial years, March 31, 2026, March 31, 2025 and March 31, 2024 is positive. Company also have positive net worth as on March 31, 2026

(₹in lakhs)

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Operating Profit	3,788.62	2,689.79	2,378.15
Net Worth	6903.58	5,440.41	4,443.57

5. ***Free Cash flow to Equity***

   The company/entity has positive Free cash flow to Equity (FCFE) for at least 2 out of 3 financial years as per audited financials preceding the application.

(₹in lakhs)

Particulars	March 31, 2026	March 31, 2025	March 31, 2024
Net Cash flow from operating	1,903.98	-1,977.41	1,005.39
Purchase of Fixed Assets (net of sale proceeds of Fixed Assets)	-1,074.90	-1,332.47	-1,197.36
Net Total Borrowings	163.95	3,426.47	1,501.05
Less: Interest (1-T)	-785.63	-691.40	-463.08
FCFE	**207.40**	**-574.82**	**846.00**

6. Our Company confirms that there is no material regulatory or disciplinary action by a stock exchange or regulatory authority in past three years in respect of promoter and Group Companies of the Company.

7. Our Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR) or no proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies.

8. Our Company has not been referred to the National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code, 2016.

9. None of the Directors of our Company have been categorized as a Wilful Defaulter or fraudulent borrowers.

10. There is no winding up petition against our Company that has been admitted by the Court or a liquidator has not been appointed of competent Jurisdiction against the Company.

11. No material regulatory or disciplinary action by a stock exchange or regulatory authority in the past three years against the company.

12. The directors of the issuer are not associated with the securities market in any manner, and there is no outstanding action against them initiated by the Board in the past five years.

13. We confirm that:

    i. There is no material regulatory or disciplinary action taken by a stock exchange or regulatory authority in the past one year in respect of promoters/promoting company(ies) and group companies of the applicant company.

    ii. There is no default in respect of payment of interest and/or principal to the debenture/bond/fixed deposit holders, banks, FIs by the applicant, promoters/promoting company(ies) and group companies during the past three years.

iii. There are no litigations record against the applicant, promoters/promoting company(ies) and group companies except as stated in the section titled "***Outstanding Litigation and Material Developments***" beginning on page 178 of this Draft Red Herring Prospectus.

iv. There are no criminal cases/investigation/offences filed against the director of the company except as stated in the section titled "***Outstanding Litigation and Material Developments***" beginning on page 178 of this Draft Red Herring Prospectus.

14. No material clause of the Articles of Association of the Company, having a bearing on the IPO/disclosures, has been left out from disclosure.

15. Other Requirement

We confirm that;

- The Company has a website: https://vetrivelexplosives.com/
- 100% of the promoter's shareholding in the company is in dematerialized form.
- The Company shall mandatorily facilitate trading in Demat securities for which we have entered into an agreement with the Central Depositary Services Limited (CDSL) dated September 30, 2026 and National Securities Depository Limited dated September 11, 2026 for establishing connectivity.
- The composition of the board is in compliance with the requirements of Companies Act, 2013.
- The Net worth of our company as mentioned above computed as per the definition given in SEBI (ICDR) Regulations.
- The Company has not been referred to the Board for Industrial and Financial Reconstruction (BIFR).
- The Company has not been referred to NCLT under IBC, 2016.
- There is no winding up petition against our company, which has been admitted by the court.
- No material regulatory or disciplinary action has been taken by any stock exchange or regulatory authority in the past three years against the Company.
- The directors of the issuer are not associated with the securities market in any manner, and there is no outstanding action against them initiated by the Board in the past five years
- We further confirm that we comply with all the above requirements / conditions so as to be eligible to be listed on the Emerge Platform of NSE Limited
- In cases where there is a complete change of promoter of the Company or there are new promoter(s) of the issuer who have acquired more than fifty per cent of the shareholding of the issuer, the issuer shall file draft Issue document only after a period of one year from the date of such final change(s): **Not Applicable**
- In case of the Company, which had been a proprietorship or a partnership firm or a limited liability partnership before conversion to a company or body corporate, such issuer may make an initial public Issue only if the issuer company has been in existence for at least one full financial year before filing of draft Issue document: **Not Applicable**

Our Company is an "Unlisted Issuer" in terms of the SEBI (ICDR) Regulations; and this Issue is an "Initial Public Issue" in terms of the SEBI (ICDR) Regulations.

In terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, we confirm that:

1. In accordance with Regulation 245(1) and (2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, the Issue documents shall contain the following:
    a. All material disclosures which are true and adequate so as to enable the applicants to take an informed investment decision;
    b. Disclosures specified in the Companies Act, 2013;
    c. Disclosures specified in Part A of Schedule VI;
    d. Details pertaining to Employees' Provident Fund and Employee State Insurance Corporation;
    e. Site visit report of issuer prepared by the lead manager(s) shall be made available as a material document for inspection
    f. Fees of Book Running Lead Manager.
2. In accordance with regulation 260 of the SEBI ICDR Regulations, this Issue is 100% underwritten by the BRLM in compliance of Regulations 260(1) and 260(2) of the SEBI (ICDR) Regulations, 2018. For details pertaining to underwriting by BRLM, please refer to Section titled **"*General Information*"** beginning on page 50 of this Draft Red Herring Prospectus.

3. In accordance with Regulation 261 of the SEBI (ICDR) Regulations, 2018, the BRLM will ensure compulsory market making for a minimum period of three years from the date of listing of Equity Shares Issue in the Initial Public Issue. For details of the market making arrangement, see Section titled **"*General Information*"** beginning on page 50 of this Draft Red herring Prospectus.
4. In accordance with Regulation 268 of the SEBI (ICDR) Regulations, we shall ensure that the total number of proposed Allottee's in the Issue shall be greater than or equal to Two Hundred (200), otherwise, the entire application money will be refunded within 4 (Four) days of such intimation. If such money is not repaid within 4 (Four) days from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of 4 (Four) days, be liable to repay such application money, with interest at the rate 15% per annum. 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.
5. In terms of Regulation 246(4) of the SEBI (ICDR) Regulations, 2018 the Issue document will be displayed from the date of filling in terms of sub-regulation (1) on the website of our company, of the SEBI, the Book Running Lead Manager and the SME exchange(s).
6. In terms of Regulation 246(5) of the SEBI (ICDR) Regulations, we shall ensure that our Book Running Lead Manager submits a soft copy of the Red Herring Prospectus/ Prospectus along with a Due Diligence Certificate including additional confirmations as required to SEBI at the time of filing the Red Herring Prospectus/ Prospectus with the Stock Exchange and the Registrar of Companies. However, as per Regulation 246(2) of the SEBI (ICDR) Regulations, 2018, the SEBI shall not issue any observation on the Issue document.
7. In accordance with Regulation 228(a) of the SEBI (ICDR) Regulations, our Company, its promoters, promoter group or directors are not debarred from accessing the capital markets by the Board;
8. In accordance with Regulation 228(b) of the SEBI (ICDR) Regulations, the companies with which our promoters or directors are associated as a promoter or director are not debarred from accessing the capital markets by the Board;
9. In accordance with Regulation 228(c) of the SEBI (ICDR) Regulations, Neither the issuer nor any of its promoter or directors is a Wilful defaulter or a fraudulent borrower.
10. In accordance with Regulation 228(d) of the SEBI (ICDR) Regulations, None of the Issuer's promoter or directors is a fugitive economic offender.
11. In accordance with Regulation 228(e) of the SEBI (ICDR) Regulations there are no any outstanding convertible securities or any other right which would entitle any person with any option to receive equity shares of the issuer.
12. We confirm that there is no material clause of Article of Association that has been left out from disclosure having bearing on the IPO.
13. 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, 2018 as amended from time to time and Subsequent circulars and guidelines issued by SEBI and the Stock Exchange.
14. In accordance with Regulation 230(1)(a) of the SEBI (ICDR) Regulations, Application is being made to Emerge Platform of National Stock Exchange India Limited ("NSE EMERGE") which has been chosen as the Designated Stock Exchange.
15. In accordance with Regulation 230(1)(b) of the SEBI (ICDR) Regulations, our Company has entered into agreement with depositories for dematerialisation of specified securities already issued and proposed to be issued.
16. In accordance with Regulation 230(1)(c) of the SEBI (ICDR) Regulations, all the present Equity share Capital is fully Paid-up.
17. In accordance with Regulation 230(1)(d) of the SEBI (ICDR) Regulations, all the specified securities held by the promoters is already in dematerialised form.

As per Regulation 230 (1) of the SEBI ICDR Regulation, 2018 and SEBI ICDR (Amendment) Regulations, 2025, our Company has ensured that:

- The Draft Red Herring Prospectus has been filed with NSE and our Company has made an application to NSE for listing of its Equity Shares on the NSE EMERGE. NSE is the Designated Stock Exchange.
- We have entered into an agreement with NSDL: September 11, 2026 and CDSL: September 30, 2026.
- The entire Equity Shares held by the Promoters are in dematerialized form.
- The entire pre-Issue capital of our Company has fully paid-up Equity Shares and the Equity Shares proposed to be issued pursuant to this IPO are fully paid-up.
- The size of Issue for sale by selling shareholders shall not exceed twenty per cent of the total Issue size. – ***Not Applicable***
- The shares being issued for sale by selling shareholders shall not exceed fifty per cent of such selling shareholders pre – Issue shareholding on a fully diluted basis. – ***Not Applicable***

- The repayment/prepayment shall not consist of repayment of loan taken from promoter, promoter group or any related party, from the Issue proceeds, directly or indirectly. – ***Not Applicable***
- We have made firm arrangements of finance through verifiable means towards seventy-five per cent. of the stated means of finance for the project proposed to be funded from the Issue proceeds, excluding the amount to be raised through the proposed public Issue or through existing identifiable internal accruals. – ***Not Applicable***

18. 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 2018, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.
19. The Compliance Officer appointed by the Company is a Qualified Company Secretary.
20. The price per share for determining securities ineligible for minimum promoter contribution is determined after adjusting corporate actions such as share split, bonus issue etc. undertaken by us.
21. Our Company has not undertaken any Pre-IPO placement, accordingly the requirement of reporting the same to the stock exchange was not applicable to our Company.
22. We hereby undertake to comply with the provisions of the SEBI (LODR) Regulations, as applicable to companies listed on the main board of the stock exchange(s), in the event that the post-Issue paid-up capital, pursuant to a further issue of capital including by way of rights issue, preferential issue, or bonus issue, increases to more than ₹25 crores without migrating from the SME exchange to the main board.

SEBI DISCLAIMER CLAUSE

"IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THE DRAFT RED HERRING PROSPECTUS TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (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 THE DRAFT RED HERRING PROSPECTUS. THEBOOK RUNNING LEAD MANAGER HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE DRAFT RED HERRING PROSPECTUS GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THE DRAFT RED HERRING PROSPECTUS / RED HERRING PROSPECTUS AND WILL BE RESPONSIBLE ONLY FOR THE STATEMENTS SPECIFICALLY CONFIRMED OR UNDERTAKEN BY HIM IN THE DRAFT RED HERRING PROSPECTUS IN RELATION TO HIMSELF FOR ITS RESPECTIVE PORTION OF ISSUEED SHARES, THE BOOK RUNNING LEAD MANAGER IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES THEIR RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER, GYR CAPITAL ADVISORS PRIVATE LIMITED SHALL FURNISH TO STOCK EXCHANGE/SEBI, A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 30, 2026 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V(A) OF THE SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

THE FILING OF THE DRAFT RED HERRING PROSPECTUS DOES NOT, HOWEVER, ABSOLVE THE ISSUER FROM ANY LIABILITIES UNDER THE COMPANIES ACT, 2013 OR FROM THE REQUIREMENT OF OBTAINING SUCH STATUTORY OR OTHER CLEARANCES AS MAY BE REQUIRED FOR THE PURPOSE OF THE PROPOSED ISSUE. SEBI FURTHER RESERVES THE RIGHT TO TAKE UP, AT ANY POINT OF TIME, WITH THE BOOK RUNNING LEAD MANAGER, ANY IRREGULARITIES OR LAPSES IN THE DRAFT RED HERRING PROSPECTUS.

ALL LEGAL REQUIREMENTS PERTAINING TO THIS ISSUE WILL BE COMPLIED WITH AT THE TIME OF FILING OF THE PROSPECTUS WITH THE REGISTRAR OF COMPANIES, HYDERABAD, IN TERMS OF SECTION 26, 30 AND SECTION 32 OF THE COMPANIES ACT, 2013.

DISCLAIMER CLAUSE OF THE NSE

As required, a copy of the Draft Red Herring Prospectus shall be submitted to the NSE EMERGE. The Disclaimer Clause as intimated by the NSE EMERGE to us, post scrutiny of the Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus and Prospectus prior to the filing with RoC.

CAUTION- DISCLAIMER FROM OUR COMPANY AND THE BOOK RUNNING LEAD MANAGER

Our Company and the Book Running Lead Manager accept no responsibility for statements made otherwise than those contained in this Draft Red Herring Prospectus or, in case of the Company, in any advertisements or any other material issued by or at our Company's instance and anyone placing reliance on any other source of information would be doing so at their own risk.

The BRLM accept no responsibility, save to the limited extent as provided in the Issue Agreement entered between the BRLM (GYR Capital Advisors Private Limited) and our Company on August 31, 2026 and the Underwriting Agreement dated [●] entered into between the Underwriters, our Company and the Market Making Agreement dated [●] entered into among 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 Issue, 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 and associates 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 or our affiliates or associates for which they have received and may in future receive compensation.

Note:

Investors that apply in this Issue will be required to confirm and will be deemed to have represented to our Company, the Underwriters and BRLM 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 Issue, 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 BRLM 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

This Issue is being made in India to persons resident in India including Indian nationals resident in India who are not minors, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorised to invest in shares, Indian mutual funds registered with SEBI, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under the applicable trust law and who are authorized under their constitution to hold and invest in shares, and any FII sub –account registered with SEBI which is a foreign corporate or Foreign individual, permitted insurance companies and pension funds and to FIIs and Eligible NRIs. This Draft Red Herring Prospectus does not, however, constitute an invitation to subscribe to Equity Shares Issue hereby in any other jurisdiction to any person to whom it is unlawful to make an Issue or invitation in such jurisdiction. Any person into whose possession the Draft Red Herring Prospectus comes is required to inform him or herself about and to observe, any such restrictions. Any dispute arising out of this Issue will be subject to the jurisdiction of appropriate court(s) in Tamil Nadu only.

No action has been or will be taken to permit a public issuing in any jurisdiction where action would be required for that purpose.

Accordingly, the Equity Shares represented hereby may not be issued or sold, directly or indirectly, and this 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 this Draft Red Herring Prospectus nor any 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.

DISCLAIMER CLAUSE UNDER RULE 144A OF THE U.S. SECURITIES ACT, 1993

The Equity Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "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 of 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 (i) in the United States only to "qualified institutional buyers", as defined in Rule 144A of the Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulation S under the Securities Act and in compliance with the applicable laws of the jurisdiction where those Issues and sales occur.

Accordingly, the Equity Shares are being issued and sold only outside the United States in offshore transactions in compliance with Regulation S 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. Further, each applicant, wherever requires, agrees that such applicant will not sell or transfer any Equity Share 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.

FILING OF DRAFT RED HERRING PROSPECTUS/ RED HERRING PROSPECTUS/PROSPECTUS WITH THE BOARD AND THE REGISTRAR OF COMPANIES

The Draft Red Herring Prospectus is being filed with NSE India, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051, Maharashtra.

The Draft Red Herring Prospectus will not be filed with SEBI, nor will SEBI issue any observation on the Offer Document in terms of Regulation 246(2) of SEBI (ICDR) Regulations, 2018. Pursuant to Regulation 246(5) of SEBI (ICDR) Regulations, 2018 and SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, a copy of Prospectus along with the Abridged Prospectus will be filed online through SEBI Intermediary Portal at https://siportal.sebi.gov.in.

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

LISTING

The Equity Shares issued through this Draft Red Herring Prospectus are proposed to be listed on NSE Emerge. Application have been made to NSE Emerge for obtaining permission for listing of the Equity Shares being issued and sold in the issue on its NSE Emerge after the allotment in the Issue. NSE is the Designated Stock Exchange, with which the Basis of Allotment will be finalized for the Issue.

Our company has obtained In-principle approval from NSE vide letter dated [●] to use name of NSE in the Red Herring Prospectus for listing of equity shares on NSE Emerge.

If the permissions to deal in and for an official quotation of our Equity Shares are not granted by the NSE Emerge the Company shall unblock, without interest, all moneys received from the applicants in pursuance of the Red Herring Prospectus. Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading at the NSE Emerge mentioned above are taken within three (3) Working Days of the Issue Closing Date or such period as may be prescribed by SEBI.

If our Company does not allot Equity Shares pursuant to the issue within such timeline as prescribed by SEBI, it shall repay without interest all monies received from applicants, failing which interest shall be due to be paid to the applicants at the rate of 15% per annum for the delayed period in accordance with applicable law.

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 - any person who is found to be guilty of fraud involving an amount of at least ten lakh rupees or one per cent. of the turnover of the company, whichever is lower shall be punishable with imprisonment for a term which shall not be less than six months but which may extend to ten years (provided that where the fraud involves public interest, such term shall not be less than three years) and shall also be liable to fine which shall not be less than the amount involved in the fraud, but which may extend to three times the amount involved in the fraud.

Provided further that where the fraud involves an amount less than ten lakh rupees or one per cent. 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 years or with fine which may extend to fifty lakh rupees or with both.

CONSENTS

The written consents of Promoters, Directors, Company Secretary and Compliance Officer, Chief Executive Officer, Chief Financial Officer, Statutory Auditor and Peer Review Auditor, Bankers to the Company, Legal Advisor to the Issue, the BRLM to the Issue and Registrar to the Issue, Banker(s) to the Issue*, Underwriter(s) to the Issue * and Market Maker to the Issue * to act in their respective capacities have been obtained.

Above consents will be filed along with a copy of the Red Herring Prospectus/Prospectus with the ROC, as required under Sections 26 and 32 of the Companies Act, 2013 and such consents have not been withdrawn up to the time of delivery of the Red Herring Prospectus/Prospectus for registration with the ROC.

* The consents will be taken while registering the Red Herring Prospectus with RoC.

EXPERTS

Except as stated below, our Company has not obtained any expert opinion:

1. Our Company has received written consent dated September 30, 2026, from the Peer Review Auditors Shubham D Jain & Co, Chartered Accountants 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 as an "expert" as defined under Section 2(38) of the Companies Act, 2013 to the extent and in its capacity as Peer Review Auditor and in respect of its (i) examination report dated September 28, 2026 on our restated financial information; and (ii) its report dated September 28, 2026 on the statement of special tax benefits as on this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus.
2. Our Company has received a written consent dated September 28, 2026 from Axium Valuation Services LLP, Chartered Engineer, to include his name as an "expert" to include their name as required under Section 26(5) of the Companies Act 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 the certificates issued by them in their capacity as an Independent Chartered Engineer to our Company, and such consents have not been withdrawn as on the date of this Draft Red Herring Prospectus.
3. Our Company has received written consent dated September 30, 2026 from the practicing company secretary Kokila & Associates, Company Secretaries to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 in its capacity as practicing company secretary and in respect of their certificate dated September 30, 2026 issued in connection with inter alia the share capital buildup and such consent has not been withdrawn as of the date of this Draft Red Herring Prospectus. However, the term 'expert' shall not be construed to mean an 'expert' as defined under U.S. Securities Act.

However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act, 1933.

PARTICULARS REGARDING PUBLIC OR RIGHTS ISSUES DURING THE LAST FIVE (5) YEARS AND PERFORMANCE VIS-À-VIS OBJECTS

Our Company has not made any previous public Issue 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 60 of this Draft Red Herring Prospectus.

PREVIOUS ISSUES OF EQUITY SHARES OTHERWISE THAN FOR CASH

For detailed description please refer to section titled **"*Capital Structure*"** beginning on page 60 of this Draft Red Herring Prospectus.

UNDERWRITING COMMISSION, BROKERAGE AND SELLING COMMISSION ON PREVIOUS ISSUES

Since this is the initial public Issuing of our Company's Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing for or procuring or agreeing to procure subscription for any of the Equity Shares since our incorporation.

FEES PAYABLE TO REGISTRAR OF THE ISSUE

The fees payable to the Registrar to the Issue for processing of applications, data entry, printing of CAN, tape and printing of bulk mailing register will be as per the agreement between our Company and the Registrar to the Issue dated September 01, 2026 a copy of which is available for inspection at our Company's Registered Office.

The Registrar to the Issue will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, stamp duty, and communication expenses. Adequate funds will be provided to the Registrar to the Issue to enable it to send allotment advice by registered post/speed post.

CAPITAL ISSUE DURING THE LAST THREE YEARS

For details of the capital issued in past three years, please refer chapter titled "***Capital Structure***" beginning on page 60 of this Draft Red Herring Prospectus.

PERFORMANCE VIS-À-VIS OBJECTS –PUBLIC/ RIGHTS ISSUE OF THE LISTED SUBSIDIARIES/LISTED PROMOTER OF OUR COMPANY

As on the date of this Draft Red Herring Prospectus, our Company does not have any listed subsidiary or listed promoters.

OUTSTANDING DEBENTURES OR BOND ISSUES OR REDEEMABLE PREFERENCE SHARES AND OTHER INSTRUMENTS

Our Company does not have any outstanding debentures or bonds or Preference Redeemable Shares as on the date of filing this Draft Red Herring Prospectus.

OUTSTANDING CONVERTIBLE INSTRUMENTS

Our Company does not have any outstanding convertible instruments as on the date of filing this Draft Red Herring Prospectus.

OPTION TO SUBSCRIBE

Equity Shares being issued through the Draft Red Herring Prospectus can be applied for in dematerialized form only.

STOCK MARKET DATA OF THE EQUITY SHARES

This being an initial public issuing of the Equity Shares of our Company, the Equity Shares are not listed on any Stock Exchanges.

PRICE INFORMATION AND THE TRACK RECORD OF THE PAST ISSUES HANDLED BY THE BRLM

Sr. No.	Issuer Name	Issue size (₹ In Cr.)	Issue Price (₹)	Listing date	Opening price onlisting date	+/- % change in Price on closing price, [+/- % change in closing benchmark]- 30th calendar days from listing*		+/- % change in Price on closing price, [+/- % change in closing benchmark] - 90th calendar days from listing*		+/- % change in Price on closing price, [+/- % change in closing benchmark]- 180th calendar days from listing*	
1.	Gabion Technologies India Limited*	29.16	81	13.01.2026	89	-17.23%	0.06%	-26.54%	-8.11%	-3.70%	-7.19%
2.	Indo SMC Limited*	91.95	149	21.01.2026	149	5.23%	1.10%	33.26%	-3.22%	N. A	N. A
3.	Accord Transformer & Switchgear Limited*	25.59	46.00	02.03.2026	50.00	25.15%	-8.85%	27.76%	-7.44%	N. A	N. A
4.	Merritronix Limited*	70.03	149.00	08.06.2026	283.10	244.35	163.99	4.05%	N.A	N. A	N. A
5.	Horizon Reclaim (India)*	54.27	103	19.06.2026	151.00	50.29	1.18	N. A	N. A	N. A	N. A
6.	Millworks Technologies Limited*	160.34	331	21.07.2026	628.90	N. A	N. A	N. A	N. A	N. A	N. A
7.	Shree Balaji (Mala) Textiles Limited	18.90	70	29.07.2026	133.00	N. A	N. A	N. A	N. A	N. A	N. A
8.	LAPL Automotive Limited*	32.39	94.00	13.08.2026	135.00	12.45%	-5.22%	N. A	N. A		
9.	Sumax Engineering Limited*	53.40	101.00	02.09.2026	111.00	N. A	N. A	N. A	N. A		
10.	Robokidz Eduventures Limited*	31.09	106.00	28.09.2026	201.40	N. A	N. A	N. A	N. A		

** Companies have been listed on 08.06.2026, 19.06.2026 ,21.07.2026, 29.07.2026,13.08.2026, 02.09.2026 and 28.09.2026 hence not applicable*

DISCLOSURE OF PRICE INFORMATION OF PAST MAINBOARD ISSUES HANDLED BY GYR CAPITAL ADVISORS PRIVATE LIMITED

Sr. No.	Issue Name	Issue size (₹ In Cr.)	Issue Price (₹)	Listing date	Opening price on listing date	+/- % change in Price on closing price, [+/-% change in closing benchmark]- 30th calendar	+/- % change in Price on closing price, [+/-% change in closing benchmark]- 90th calendar	+/- % change in Price on closing price, [+/-% change in closing benchmark]- 180th calendar

						days from listing*	days from listing*	days from listing*
1.	Jinkushal Industries Limited*	116.15	121	03.10.2025	126.95	-2.69/3.41	-24.79/4.90	-58.04/-9.94
2.	Sunshine Pictures Limited*	282.14	360	25.08.2026	395.90	2.36/-5.22	-	-

**Listed on August 25, 2026.*
Price on Designated Stock Exchange of the Issuer is considered for all the above calculations.

SUMMARY STATEMENT OF DISCLOSURE

Financial Year	Total no. of IPOs	Total Funds Raised (₹ in Cr.)	Nos. of IPOs trading at discount - 30th calendar day from listing day*			Nos. of IPOs trading at premium - 30th calendar day from listing day*			Nos. of IPOs trading at discount - 180th calendar day from listing day*			Nos. of IPOs trading at premium – 180th calendar day from listing day*		
			Over 50 %	Between 25-50%	Less than 25 %	Over 50 %	Between 25-50%	Less than 25 %	Over 50 %	Between 25-50%	Less than 25 %	Over 50 %	Between 25-50%	Less than 25 %
2021-2022	03	9.85	-	-	1	-	-	-	-	-	2	-	-	1
2022-2023	10	91.97	-	1	2	5	1	2	1	1	2	-	4	2
2023-2024	10	261.49	-	1	1	6	2	-	-	-	1	9	-	-
2024-2025	16	915.48	1	2	2	10	1	1	-	-	-	5	3	2
2025-2026	18	981.90	-	-	5	5	2	6	2	2	5	5	-	3
2026-2027	08	699.49	-	-	1	3	2	-	-	-	-	-	-	-

**Companies have been listed on 08.06.2026, 19.06.2026 ,21.07.2026, 29.07.2026,13.08.2026, 02.09.2026 and 28.09.2026 hence not applicable*

Break -up of past issues handled by GYR Capital Advisors Private Limited:

Financial Year	No. of SME IPOs	No. of Main Board IPOs
2021-2022	3	0
2022-2023	10	0
2023-2024	09	0
2024-2025	17	0
2025-2026	17	1
2026-2027	7	1

Notes:
1. In the event any day falls on a holiday, the price/index of the immediately preceding working day has been considered. If the stock was not traded on the said calendar days from the date of listing, the share price is taken of the immediately preceding trading day.
2. Source: www.bseindia.com and www.nseindia.com

As per SEBI Circular No. CIR/CFD/DIL/7/2015 dated October 30, 2015, the above table should reflect maximum 10 issues (Initial Public Issues) managed by the Book Running Lead Manager. Hence, disclosure pertaining to recent 10 ds handled by the lead manager are provided.

MECHANISM FOR REDRESSAL OF INVESTOR GRIEVANCES

The Registrar Agreement provides for the retention of records with the Registrar to the Issue for a minimum period of three years from the date of listing and commencement of trading of the Equity Shares on the Stock Exchanges, subject to agreement with our Company for storage of such records for longer period, to enable the investors to approach the Registrar to the Issue for redressal

of their grievances. The Registrar to the Issue shall obtain the required information from the SCSBs for addressing any clarifications or grievances of ASBA Bidders.

All grievances, other than of Anchor Investors may be addressed to the Registrar to the Issue with a copy to the relevant Designated Intermediary with whom the ASBA Form was submitted, giving full details such as name of the sole or First Bidder, ASBA Form number, Bidder's DP ID, Client ID, PAN, address of Bidder, number of Equity Shares applied for, ASBA Account number in which the amount equivalent to the Bid Amount was blocked or the UPI ID (for UPI Bidders who make the payment of Bid Amount through the UPI Mechanism), date of ASBA Form and the name and address of the relevant Designated Intermediary where the Bid was submitted. Further, the Bidder shall enclose the Acknowledgment Slip or the application number from the Designated Intermediary in addition to the documents or information mentioned hereinabove. All grievances relating to Bids submitted through Registered Brokers may be addressed to the Stock Exchange with a copy to the Registrar to the Issue.

All grievances of the Anchor Investors may be addressed to the Registrar to the Issue, giving full details such as the name of the sole or First Bidder, Bid cum Application Form number, Bidders' DP ID, Client ID, PAN, date of the Bid cum Application Form, address of the Bidder, number of the Equity Shares applied for, Bid Amount paid on submission of the Bid cum Application Form and the name and address of the Book Running Lead Manager where the Bid cum Application Form was submitted by the Anchor Investor

In case of any delay in unblocking of amounts in the ASBA Accounts exceeding four Working Days from the Bid / Issue Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day for the entire duration of delay exceeding four Working Days from the Bid / Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

In terms of SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/22 dated February 15, 2018, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI/HO/CFD/DIL2/CIR/P/2022/51 date April 20, 2021 and SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 subject to applicable law, 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. SCSBs are required to resolve these complaints within 15 days, failing which the concerned SCSB would have to pay interest at the rate of 15% per annum for any delay beyond this period of 15 days. Further, the investors shall be compensated by the SCSBs at the rate higher of ₹100 per day or 15% per annum of the application amount in the events of delayed or withdrawal of applications, blocking of multiple amounts for the same UPI application, blocking of more amount than the application amount, delayed unblocking of amounts for non-allotted/partially allotted applications for the stipulated period. In an event there is a delay in redressal of the investor grievance in relation to unblocking of amounts, the Book Running Lead Manager shall compensate the investors at the rate higher of ₹100 per day or 15% per annum of the application amount.

Scenario	Compensation Amount	Compensation Period
Delayed unblock for cancelled / withdrawn / deleted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the date on which the request for cancellation / withdrawal / deletion is placed on the bidding platform of the Stock Exchange till the date of actual unblock
Blocking of multiple amounts for the same Bid made through the UPI Mechanism	1. Instantly revoke the blocked funds other than the original application amount and 2. ₹100 per day or 15% per annum of the total cumulative blocked amount except the original Bid Amount, whichever is higher	From the date on which multiple amounts were blocked till the date of actual unblock
Blocking more amount than the Bid Amount	1. Instantly revoke the difference amount, i.e., the blocked amount less the Bid Amount and 2. ₹100 per day or 15% per annum of the difference amount, whichever is higher	From the date on which the funds to the excess of the Bid Amount were blocked till the date of actual unblock
Delayed unblock for non – Allotted / partially Allotted applications	₹100 per day or 15% per annum of the Bid Amount, whichever is higher	From the Working Day subsequent to the finalization of the Basis of Allotment till the date of actual unblock

Further, in the event there are any delays in resolving the investor grievance beyond the date of receipt of the complaint from the investor, for each day delayed, the Book Running Lead Manager shall be liable to compensate the investor ₹ 100 per day or 15% per annum of the Bid Amount, whichever is higher. The compensation shall be payable for the period ranging from the day on which the investor grievance is received till the date of actual unblock.

Our Company, the Book Running Lead Manager and the Registrar to the Issue accept no responsibility for errors, omissions, commission, or any acts of SCSBs including any defaults in complying with its obligations under applicable SEBI (ICDR) Regulations. In terms of SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/22, dated February 15, 2018, 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. SCSBs are required to resolve these complaints within 15 days, failing which the concerned SCSB would have to pay interest at the rate of 15% per annum for any delay beyond this period of 15 days. For helpline details of the Book Running Lead Manager pursuant to the SEBI/HO/CFD/DIL-2/OW/P/2021/2481/1/M dated March 16, 2021, see "***General Information – Book Running Lead Manager***" on page 50 of this Draft red Herring Prospectus.

Further, the Bidder shall also enclose a copy of the Acknowledgment Slip duly received from the concerned Designated Intermediary in addition to the information mentioned hereinabove.

The Registrar to the Issue shall obtain the required information from the SCSBs and Sponsor Bank for addressing any clarifications or grievances of ASBA Bidders. Our Company, the Book Running Lead Manager, and the Registrar to the Issue accept no responsibility for errors, omissions, commission, or any acts of SCSBs including any defaults in complying with its obligations under the SEBI (ICDR) Regulations. Bidders can contact our Company Secretary and 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, non-credit of Allotted Equity Shares in the respective beneficiary account, nonreceipt of refund intimations and non-receipt of funds by electronic mode.

Our Company has also appointed Malathi G Ganesan, Company Secretary and Compliance officer for the Issue. For details, see **"*General Information*"** beginning on page 50 of this Draft Red Herring Prospectus.

Our Company has obtained authentication on the SCORES in terms of SEBI circular no. CIR/OIAE/1/2013 dated April 17, 2013 and complied with the SEBI circular (CIR/OIAE/1/2014/CIR/OIAE/1/2013) dated December 18, 2014 in relation to redressal of investor grievances through SCORES. Our Company has not received any complaints as on the date of the Red Herring Prospectus/Prospectus. - ***Noted for Compliance***

DISPOSAL OF INVESTOR GRIEVANCES BY OUR COMPANY

Our Company estimates that the average time required by our Company or the Registrar to the Issue or the SCSB (in case of ASBA Bidders) or Sponsor Bank (in case of UPI Mechanism) or for redressal of routine investor grievances including through SEBI Complaint Redress System (SCORES) shall be 10 Working Days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

Our Company has constituted Stakeholders Relationship Committee as follows:

Name of Director	Nature of Directorship	Designation in Committee
Vetrivel Ramalingam	Non-Executive Director	Chairman
B Akilan Arumugam Bhoopathy	Non-Executive Independent Director	Member
Vijayakannan Ramalingam	Managing Director	Member

Our Company has appointed Malathi G Ganesan as the Company Secretary and Compliance Officer, who may be contacted in case of any pre-Issue or post-Issue related problems at the following address:

Ms. Malathi G Ganesan
Company Secretary & Compliance officer
Vetrivel Explosives Limited
Balaji Towers, 1st Floor, 83/2 Ramakrishna Road,
Hasthampatti, Salem- 636007 Tamil Nadu, India
Telephone: +91 427 2336628
Website: https://vetrivelexplosives.com/
Investor Grieviance Email: investor@vetrivelindustries.com
Company Identification Number: U24292TZ1999PLC009092

STATUS OF INVESTOR COMPLAINTS

We confirm that we have not received any investor complaint during the three 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.

FEES PAYABLE TO BRLM TO THE ISSUE

The total fees payable to the BRLM will be as per the Memorandum of Understanding for Initial Public Issue, a copy of which is available for inspection at the Registered Office of our Company.

FEES PAYABLE TO THE REGISTRAR TO THE ISSUE

The fees payable to the Registrar to the Issue, for processing of Bidding application, data entry, printing of refund order, preparation of refund data on magnetic tape, printing of bulk mailing register will be as per the Agreement between the Company and the Registrar to the Issue.

The Registrar to the Issue will be reimbursed for all out-of-pocket expenses including cost of stationery, postage, communication expenses etc. Adequate funds will be provided to the Registrar to the Issue to enable it to send refund orders or Allotment advice by registered post/speed post or email.

FEES PAYABLE TO OTHERS

The total fees payable to the Sponsor Bank, Legal Advisor, Statutory Auditor and Peer Review Auditor, Market maker and Advertiser etc. will be as per the terms of their respective engagement letters.

EXEMPTION FROM COMPLYING WITH ANY PROVISIONS OF SECURITIES LAWS, IF ANY, GRANTED BY SEBI

Our Company has not applied or received any exemptions from SEBI from complying with any provisions of securities laws.

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SECTION VII – ISSUE RELATED 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, NSE, 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 Public Issue of up to 61,00,000 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 21, 2026 and was approved by the Shareholders of the Company by passing Special Resolution at the Extraordinary General Meeting held on September 22, 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.

Ranking of 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 right to receive dividends and other corporate benefits, if any, declared by us after the date of Allotment. For further details, please refer to Section titled "***Description of Equity Shares and terms of the Articles of Association***" beginning on page 250 of the 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 and 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 chapter titled *"**Dividend Policy**"* beginning on page 152 of the 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 Hindi national daily newspaper, and Tamil regional 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 79 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 72 of this Draft Red Herring Prospectus**.**

Compliance with SEBI (ICDR) Regulations, 2018

Our Company shall comply with all requirements of the SEBI (ICDR) Regulations.

Compliance with Disclosure and Accounting Norms

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 shall have the following rights:

- Right to receive dividend, if declared;
- Right to receive Annual Reports & notices to members;
- Right to attend general meetings and exercise voting rights, unless prohibited by law;
- Right to vote on a poll either in person or by proxy;
- Right to receive Issue for rights shares and be allotted bonus shares, if announced;
- Right to receive surplus on liquidation; subject to any statutory or preferential claims being satisfied;
- Right of free transferability of the Equity Shares; and
- Such other rights, as may be available to a shareholder of a listed Public Limited Company under the Companies Act, terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2018 and the Memorandum and Articles of Association of our Company.

Minimum Application Value, Market Lot and Trading Lot

In accordance with Regulation 267(2) of the SEBI ICDR (Amendment) Regulations, 2025, our Company shall ensure that the minimum application size shall be two lots per application:

"Provided that the minimum application size shall be above ₹ 2 lakhs."

Allotment Only in Dematerialised Form

Pursuant to Section 29 of the Companies Act, the Equity Shares shall be Allotted only in dematerialised form. As per SEBI ICDR Regulations, the trading of the Equity Shares shall only be in dematerialised form. In this context, two agreements will be signed by our Company with the respective Depositories and the Registrar to the Issue before filing this Draft Red Herring Prospectus:

- Tripartite agreement among the NSDL, our Company and Registrar to the Issue dated September 11, 2026
- Tripartite agreement among the CDSL, our Company and Registrar to the Issue dated September 30, 2026

As per the provisions of the Depositories Act, 1996 & regulations made there under and Section 29(1) of the Companies Act, 2013, the equity shares of an issuer shall be 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. The trading of the Equity Shares will happen in the minimum contract size of [●] Equity Shares and the same may be modified by the National Stock exchange India Limited from time to time by giving prior notice to investors at large. Allocation and allotment of Equity Shares through this Issue will be done in multiples of [●] Equity Shares subject to a minimum allotment of [●] Equity Shares to the successful Applicants in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012.

Minimum Number of Allottees

Further in accordance with the Regulation 268(1) of SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, 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 all the monies blocked by SCSBs shall be unblocked within two (2) working days of closure of Issue.

Joint Holders

Where 2 (two) or more persons are registered as the holders of any Equity Shares, they will be deemed to hold such Equity Shares as joint-holders with benefits of survivorship.

Jurisdiction

Exclusive Jurisdiction for the purpose of this Issue is with the competent courts/authorities in Tamil Nadu only.

The Equity Share have not been and will not be registered under the U.S. 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. personal (as defined in Regulations), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being issued and sold only outside the United States in off-shore transactions in reliance on Regulation S under the U.S. 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, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Nomination Facility to Investor

In accordance with Section 72 of the Companies Act, 2013, the sole or first applicant, along with other joint applicant, may nominate any one person in whom, in the event of the death of sole applicant or in case of joint applicant, death of all the applicants, as the case may be, the Equity Shares allotted, if any, shall vest. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall in accordance with Section 72 of the Companies Act, 2013 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 of equity share(s) by the person nominating. 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 the Registered Office of our Company or to the Registrar and Transfer Agent of our Company.

In accordance with Section 72 of the Companies Act, 2013, any Person who becomes a nominee by virtue of Section 72 of the Companies Act, 2013 shall upon the production of such evidence as may be required by the Board, elect either:

- To register himself or herself as the holder of the Equity Shares; or
- To make such transfer of the Equity Shares, as the deceased holder could have made.

Further, the 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 90 (ninety) days, the Board may thereafter withhold payment of all dividends, bonuses or other moneys 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 is in dematerialized form, there is no need to make a separate nomination with us. Nominations registered with the respective depository participant of the applicant would prevail. If the investors require changing the nomination, they are requested to inform their respective depository participant.

Restrictions, if any on Transfer and Transmission of Equity Shares

Except for the lock-in of the pre-Issue capital of our Company, Promoter's minimum contribution as provided under the chapter titled "***Capital Structure***" on page of 60 this Draft Red Herring Prospectus and except as provided in the Articles of Association there are no restrictions on transfer of Equity Shares. Further, there are no restrictions on the transmission of shares/debentures and on their consolidation/splitting, except as provided in the Articles of Association. For details, please refer chapter titled "***Description of Equity Shares and terms of the articles of association***" on page 250 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 herein above. 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 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 BRLM, reserve the right to not to proceed with the Issue after the Issue Opening Date but before the 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) 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 Bidders within one (1) Working Day from the date of receipt of such notification. Our Company shall also inform the same to the Stock Exchanges on which Equity Shares are proposed to be listed.

Notwithstanding the foregoing, this 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 BRLM withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an Issue for sale of the Equity Shares, our Company shall file a fresh Draft Red Herring Prospectus/Red Herring Prospectus with Stock Exchange.

Issue Program

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 before [●]
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account**	On or before [●]
Credit of Equity Shares to Demat accounts of Allottees	On or before [●]
Commencement of trading of the Equity Shares on the Stock Exchange	On or before [●]

***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 (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	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 1.00 p.m. IST
Submission of Physical Applications (Syndicate Non-Individual, Non-Individual Applications)	Only between 10.00 a.m. and up to 12.00 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 Emerge Platform of National Stock Exchange India 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 60 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 NSE from the Emerge 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 Emerge Platform of NSE 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 Emerge Platform of NSE 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)."

OR

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.

As per NSE Circular dated April 24, 2025 our Company may migrate its securities from SME Platform of NSE Limited to main board platform of the NSE Limited:

Parameter	Migration policy from NSE SME Platform to NSE Main Board
Paid up Capital & Market Capitalization	Paid-up equity capital is not less than INR 10 crores And Average capitalisation shall not be less than INR 100 crores. For this purpose, capitalisation will be the product of the price (average of the weekly high and low of the closing prices of the related shares quoted on the stock exchange for 3 months preceding the application date) and the post issue number of equity shares

Revenue from Operation & EBITDA	The revenue from operations should be greater than INR 100 Cr in the last financial year and Should have positive operating profit from operations for at least 2 out 3 financial years.
Listing Period	Should have been listed on SME platform of the Exchange for at least 3 years.
Public Shareholders	The total number of public shareholders should be at least 500 on the date of application.
Promoter & Promoter Group Holding	Promoter and Promoter Group shall be holding at least 20% of the Company at the time of making application. Further, as on date of application for migration the holding of Promoter's should not be less than 50% of shares held by them on the date of listing.
Other Listing Conditions	• No proceedings have been admitted under Insolvency and Bankruptcy Code against Applicant company and promoting company. • The company has not received any winding up petition admitted by NCLT/IBC. • The net worth of the company should be at least 75 crores. • No Material regulatory action in the past 3 years like suspension of trading against the applicant Company and Promoter by any Exchange. • No debarment of Company/Promoter, subsidiary Company by SEBI. • No Disqualification/Debarment of director of the Company by any regulatory authority. • The applicant company has no pending investor complaints in SCORES. • Cooling period of two months from the date the security has come out of the trade-to-trade category or any other surveillance action, by other exchanges where the security has been actively listed. • No Default in respect of payment of interest and /or principal to the debenture/bond/fixed deposit holders by the applicant, promoter/ Subsidiary Company.

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 NSE 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 NSE 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.
- NSE decision w.r.t admission of securities for listing and trading is final.
- NSE 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 NSE'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 EMERGE Platform of National Stock Exchange India 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 EMERGE Platform of National Stock Exchange India Limited. For further details of the market making arrangement please refer to chapter titled "***General Information***" beginning on page 50 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.

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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 EMERGE Platform of National Stock Exchange India 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 202 and 216 respectively of this Draft Red Herring Prospectus.

The present Public Issue of up to 61,00,000 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 21, 2026 and was approved by the Shareholders of the Company by passing Special Resolution at the Extraordinary General Meeting held on September 22, 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[(1)]	Non-Institutional Applicants	Individual Investors
Number of Equity Shares available for allocation* [(2)]	Up to [●] Equity Shares of face value of ₹10/- each	Not more than [●] Equity Shares of face value of ₹10/- each	Not less than [●] Equity Shares of face value of ₹ 10/- each available for allocation or Net Issue less allocation to QIB Bidders and Individual Investors who apply for Minimum Application Size*	Not less than [●] Equity Shares of face value of ₹ 10/- each available for allocation or Net Issue less allocation to QIB Bidders and Non-Institutional Investors*
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 Forty per cent of the anchor investor portion, within the limits specified shall be reserved as under – (i) 33.33 per cent for domestic mutual funds; and (ii) 6.67 per cent for life insurance companies and	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 portion in either the sub-	Not less than 35.00% of the Issue

Particulars of the Issue [2]	Market Maker Reservation Portion	QIBs[1]	Non-Institutional Applicants	Individual Investors
		pension funds: Any under-subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual funds, subject to valid Bids being received from domestic Mutual Funds, life insurance companies and pension funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations 2018.	categories mentioned above could be allocated to applicants in the other sub-category of Non - Institutional Bidders.	
Basis of Allotment	Firm Allotment	Proportionate as follows (excluding the Anchor Investor Portion): a) Up to [●] Equity Shares of face value of ₹10/- each shall be available for allocation on a proportionate basis to Mutual Funds only; and b) Up to [●] Equity Shares of face value of ₹10/- each shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. c) 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 domestic Mutual Funds and life insurance companies and pension funds at or above the Anchor Investor Allocation Price For further details please refer to the section titled "***Issue Procedure***" on page 216 this Draft Red Herring Prospectus.	Subject to the availability of shares in non-institutional investors' category, the allotment of equity shares to each non-institutional 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 216 of this Draft Red Herring Prospectus.	Allotment to each Individual Bidder shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Individual Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details see, "***Issue Procedure***" on page 216 of Draft Red Herring Prospectus.
Mode of Bid	Only through the ASBA Process	ASBA Process only (excluding UPI Mechanism) (except in	Through ASBA Process through banks or by using UPI ID for	Through ASBA Process through banks

Particulars of the Issue [2]	Market Maker Reservation Portion	QIBs[1]	Non-Institutional Applicants	Individual Investors
		case of Anchor Investors)	payment to the extent of Bids up to ₹5,00,000	or by using UPI ID for payment
Mode of Allotment ^	Compulsorily in dematerialized form			
Minimum Bid Size	[●] Equity Shares in multiple of [●] 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 the Bid Amount exceeds ₹ 2,00,000	Such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹10/- each that Bid size exceeds ₹ 2,00,000	[●] Equity Shares in multiple of [●] Equity shares of face value of ₹10/- each so that the Bid Amount exceeds ₹ 2,00,000
Maximum Bid Size	[●] Equity Shares of face value of ₹10/- each	Such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹10/- each not exceeding the size of the Net Issue, subject to applicable limits	Such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹10/- each not exceeding the size of the Net Issue (excluding the QIB portion), subject to limits as applicable to the Bidder	Such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹10/- each so that the Bid Amount exceeds ₹ 2,00,000
Trading Lot	**[●]** Equity Shares of face value of ₹ 10/- each and in multiples thereof, however, the Market Maker may accept odd lots if any in the market as required under the SEBI ICDR Regulations	[●] Equity Shares of face value of ₹ 10/- each and in multiples thereof	[●] Equity Shares of face value of ₹ 10/- each and in multiples thereof	[●] Equity Shares of face value of ₹ 10/- each and in multiples thereof
Terms of Payment	**In case of Anchor Investors:** Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids [4] **In case of all other bidders:** Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) 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.			
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	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 which are recategorized as Category II FPIs and registered with SEBI.	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.

Particulars of the Issue [2]	Market Maker Reservation Portion	QIBs[1]	Non-Institutional Applicants	Individual Investors
		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.		

**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 ings 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. 40% (Forty percent) of the anchor investor portion, within the limits as specified here shall be reserved (i) 33.33% for domestic Mutual Fund; and (ii) 6.67% for Life Insurance Companies and Pension Funds, subject to valid bids being received from the domestic Mutual Funds and Life Insurance Companies and Pensions Funds. Any under subscription in the reserved category specified in clause (ii) above may be allocated to domestic mutual 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 216 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 202.

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.

WITHDRAWAL OF THE ISSUE

In accordance with SEBI (ICDR) Regulations, the Company, in consultation with the Book Running Lead Manager, reserves the right to not to proceed with the Issue at any time before the Bid/Issue Opening Date, without assigning any reason thereof.

In case, the Company wishes to withdraw the Issue after Bid/ Issue Opening but before allotment, the Company will give public notice giving reasons for withdrawal of Issue. The public notice will appear in all editions [●], an English national daily newspaper, all editions of [●], a Hindi national daily newspaper each with wide circulation and Hindi editions of [●], a Tamil daily newspaper (Tamil being the regional language of Salem, Tamil Nadu, where our Registered Office is located) each with wide circulation.

The Book Running Lead Manager, through the Registrar to the Issue, will instruct the SCSBs, to unblock the ASBA Accounts within one Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same newspapers where the pre-Issue and price band advertisements have appeared and the Stock Exchange will also be informed promptly. If our Company withdraws the Issue after the Bid/ Issue Closing Date and subsequently decides to undertake a public offering of Equity Shares, our Company will file a fresh Draft Red Herring Prospectus with the stock exchange where the Equity Shares may be proposed to be listed.
Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approval of the Stock Exchange, which our Company will apply for only after Allotment; and (ii) the registration of Draft Red Herring Prospectus with RoC.

JURISDICTION

Exclusive jurisdiction for the purpose of this Issue is with the competent courts/authorities at Salem, Tamil Nadu.

BID/ ISSUE PROGRAMME

Events	Indicative Dates
Anchor Portion Offer Opens/Closes On	[●]
Bid/Issue Opening Date[1]	[●]
Bid/Issue Closing Date[2]	[●]
Finalization of Basis of Allotment with the Designated Stock Exchange	On or before [●]
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account or UPI ID linked bank account	On or before [●]
Credit of Equity Shares to Demat accounts of Allottees	On or before [●]
Commencement of trading of the Equity Shares on the Stock Exchange	On or before [●]

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

[2] Our Company in consultation with the Book Running Lead Manager, 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.

Bids and any revisions to the same will be accepted only between 10.00 a.m. to 5.00 p.m. (Indian Standard Time) during the Issue Period at the Bidding Centers mentioned in the Bid cum Application Form.

Standardization of cut-off time for uploading of bids on the Bid/Issue closing date:

i. A standard cut-off time of 3.00 p.m. for acceptance of bids.
ii. A standard cut-off time of 4.00 p.m. for uploading of bids received from other than individual applicants.
iii. A standard cut-off time of 5.00 p.m. for uploading of bids received from only individual applicants, which may be extended up to such time as deemed fit by NSE after taking into account the total number of bids received up to the closure of timings and reported by BRLM to NSE within half an hour of such closure.

It is clarified that Bids not uploaded in the book, would be rejected. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid form, for a particular bidder, the details as per physical bid cum application form of that Bidder may be taken as the final data for the purpose of allotment.

Bids will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holiday).

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ISSUE PROCEDURE

Please note that the information stated/covered in this section may not 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 should read the General Information Document for Investing in Public Issue ("GID") prepared and issued in accordance with the SEBI Circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 and UPI Circulars which highlight the key rules, processes and procedures applicable to public issues in general in accordance with the provisions of the Companies Act, the SCRA, the SCRR and the SEBI ICDR Regulations. The General Information Document is available on the website of Stock Exchange, the Company and the Book Running Lead Manager, before opening of the issue. The investors should note that the details and process provided in the General Information Document should be read along with this section.

SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 effective 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 regarding SMS Alerts, web portal to CUG etc. shall apply to Public Issue opening on or after January 1, 2022 and October 1, 2021 respectively.

Additionally, all Applicants may refer to the General Information Document for information in relation to (i) category of investors eligible to participate in the Issue; (ii) maximum and minimum Bid size; (iii) price discovery and allocation of shares; (iv) payment Instructions for ASBA Applicants; (v) issuance of Confirmation of Allocation Note ("CAN") and Allotment in the Issue; (vi) General Instructions (limited to instructions for completing the Application Form); (vii) Submission of Application Form; (viii) Designated Dated (ix) Other Instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds); (x) applicable provisions of Companies Act relating to punishment for fictitious applications; (xi) mode of making refunds; and (xii) interest in case of delay in Allotment or refund.

Further, SEBI through the SEBI ICDR (Amendment) Regulations, 2025 dated March 03, 2025 effective from the date of their publication in official gazette, our Company shall ensure that the minimum application size shall be two lots per application:

"Provided that the minimum application size shall be above ₹ 2 lakhs."

SEBI through the UPI Circulars has proposed to introduce an alternate payment mechanism using Unified Payments Interface ("UPI") and consequent reduction in timelines for listing in a phased manner. UPI has been introduced in a phased manner as a payment mechanism with the ASBA for applications by Individual Investors through intermediaries from January 1, 2019. The UPI Mechanism for Individual Investors applying through Designated Intermediaries, in phase I, was effective along with the prior process and existing timeline of T+6 days ("UPI Phase I"), until June 30, 2019. Subsequently, for applications by 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 was applicable until further notice pursuant to SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 ("UPI Phase II"). Thereafter, the final reduced timeline of T+3 days for the UPI Mechanism for applications by UPI Bidders ("UPI Phase III") and modalities of the implementation of UPI Phase III was notified by SEBI vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 and made effective 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 ("T+3 Notification"). Accordingly, the Issue will be undertaken pursuant to the processes and procedures under UPI Phase III on mandatory basis, subject to any circulars, clarification or notification issued by the SEBI pursuant to the T+3 Notification.

Further, pursuant to SEBI master circular bearing reference no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 ("SEBI RTA Master Circular") and circular (SEBI/HO/CFD/DIL2/P/CIR/2022/75) dated May 30, 2022, has introduced certain additional measures for streamlining the process of initial public offers and redressing investor grievances. The provisions of these circulars are deemed to form part of this Draft Red Herring Prospectus. Furthermore, pursuant to circular (SEBI/HO/CFD/DIL2/P/CIR/P/2022/45) dated April 5, 2022, all individual bidders in initial public offerings whose Bid sizes are up to ₹500,000 shall use the UPI Mechanism for submitting their bids. Additionally, pursuant to circular (SEBI/HO/CFD/DIL2/P/CIR/2022/75) dated May 30, 2022, applications made using the ASBA facility in initial public offerings shall be processed only after application monies are blocked in the bank accounts of investors (all categories).

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 Emerge to act as intermediaries for submitting Application Forms are provided on the website of NSE at https://www.nseindia.com/. For details on their designated branches for submitting Application Forms, please see the above-mentioned website of NSE EMERGE.
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 abovementioned 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 the website of NSE at https://www.nseindia.com/. For details on their designated branches for submitting Application Forms, please refer the above-mentioned NSE website.

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, the Bidder shall be compensated in accordance with applicable law. The BRLM shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. Further, Investors shall be entitled to compensation in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, in case of delays in resolving investor grievances in relation to blocking/unblocking of funds.

Our Company and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated in this section and the 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 and the 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 this Draft Red Herring Prospectus, Red Herring Prospectus and the 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, Red Herring Prospectus and the Prospectus.

The BRLM shall be the nodal entity for any Issue arising out of public issuance process.

Further, our Company and the Syndicate are not liable for any adverse occurrence's consequent to the implementation of the UPI Mechanism for application in this Issue.

BOOK BUILT PROCEDURE

The Issue is being made in terms of Rule 19(2)(b) of the SCRR, read with Regulation 252 of the SEBI ICDR Regulations. The Issue is being made through the Book Building Process, in compliance with Regulation 253 (1) and 253 (2) of the SEBI ICDR Regulation, 2018 read along with SEBI ICDR (Amendment) Regulations, 2025, wherein not more than 50% of the Net Issue shall be available for allocation on a proportionate basis to QIBs, provided that our Company in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors and the basis of such allocation will be on a discretionary basis by our Company in consultation with the BRLM, of which one-third shall be reserved for the domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations, of which forty percent shall be reserved for domestic mutual funds to the extent of 33.33 percent and for life insurance companies and pension funds to the extent of 6.67 percent, subject to valid Bids being received from domestic Mutual Funds and life insurance companies and pension funds at or above the Anchor Investor Allocation Price. In the event of undersubscription 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). Further, 5% of the Net QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis only to Mutual Funds, subject to valid Bids being received at or above the Issue Price, and the remainder of the Net 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. However, if the aggregate demand from Mutual Funds is less than 5% of the Net QIB Portion, the balance Equity Shares available for allocation in the Mutual Fund Portion will be added to the remaining QIB Portion for proportionate allocation to QIBs. 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.

Subject to valid Bids being received at or above the Issue Price, under-subscription, 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 BRLM, and the Designated Stock Exchange and subject to applicable laws. Under-subscription, if any, in the QIB Portion, would not be allowed to be met with spill- over from any other category or a combination of categories

The Equity Shares, on Allotment, shall be traded only in the dematerialized mode of the Stock Exchange.

Investors should note that according to Section 29(1) of the Companies Act, 2013, allotment of Equity Shares to all successful Applicants will only be in the dematerialized form. It is mandatory to furnish the details of Applicant's depository account along with Application Form. The Application Forms which do not have the details of the Applicant's depository account, including the DP ID Numbers and the beneficiary account number shall be treated as incomplete and rejected. Application Forms which do not have the details of the Applicant's PAN, (other than Applications made on behalf of the Central and the State Governments, residents of the state of Sikkim and official appointed by the courts) shall be treated as incomplete and are liable to be rejected. Applicants will not have the option of being Allotted Equity Shares in physical form. The Equity Shares on Allotment shall be traded only in the dematerialized segment of the Stock Exchange. However, investors may get the specified securities rematerialized subsequent to allotment.

Investors must ensure that their Permanent Account Number ("PAN") is linked with Aadhaar and are in compliance with the notification issued by Central Board of Direct Taxes on February 13, 2020, and press release dated June 25, 2021, and September 17, 2021, CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023, read with subsequent circulars issued in relation thereto.

AVAILABILITY OF DRAFT RED HERRING PROSPECTUS, RED HERRING PROSPECTUS, PROSPECTUS AND APPLICATION FORMS

The Memorandum containing the salient features of the Draft Red Herring Prospectus together with the Application Forms and copies of the Draft Red Herring Prospectus/Red Herring Prospectus/Abridged Prospectus/ Prospectus may be obtained from the Registered Office of our Company, from the Registered Office of the BRLM to the offer, Registrar to the Issue as mentioned in the Application form.

An electronic copy of the Application Form will also be available for download on the websites of SCSBs (via Internet Banking) and NSE EMERGE the website of NSE at https://www.nseindia.com/

Applicants shall only use the specified Application Form for the purpose of making an Application in terms of the Draft Red Herring Prospectus. All the applicants shall have to apply only through the ASBA process. ASBA Applicants shall submit an Application Form either in physical or electronic form to the SCSB 's authorizing blocking of funds that are available in the bank account specified in the Applicants shall only use the specified Application Form for the purpose of making an Application in terms of the Draft Red Herring Prospectus. The Application Form shall contain space for indicating number of specified securities subscribed for in demat form.

PHASED IMPLEMENTATION OF UNIFIED PAYMENTS INTERFACE

SEBI has issued UPI Circulars in relation to streamlining the process of public issue of equity shares and convertibles. Pursuant to the UPI Circulars, UPI 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 the ASBA) for applications by Individual Investors through intermediaries with the objective to reduce the time duration from public issue closure to listing from six Working Days to upto three Working Days. Considering the time required for making necessary changes to the systems and to ensure complete and smooth transition to the UPI Mechanism, the UPI Circulars proposes to introduce and implement the UPI Mechanism in three phases in the following manner:

Phase I: This phase is applicable from January 1, 2019 and will continue up to June 30, 2019. Under this phase, a Individual Investor would also have 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 would continue to be six Working Days.

Phase II: This phase commenced on completion of Phase I, i.e., with effect from July 1, 2019 and was to be continued for a period of three months or launch of five main board public issues, whichever is later. Further, as per the SEBI circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, the UPI Phase II has been extended until March 31, 2020. Further still, as per SEBI circular No. 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 will be continued till further notice. Under this phase, submission of the Application Form by a Individual Investor through intermediaries to SCSBs for blocking of funds will be discontinued and will be replaced by the UPI Mechanism. However, the time duration from public Issue closure to listing would continue to be six Working Days during this phase.

Phase III: The commencement period of Phase III is notified pursuant to SEBI press release bearing number 12/2023 and as per the SEBI Circular No. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 09, 2023, where the revised timeline of T+3 days shall be made applicable in two phases i.e. (i) voluntary for all public issues opening on or after September 01, 2023; and (ii) mandatory on or after December 01, 2023. The issue will be made under UPI Phase III of the UPI Circulars.

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. Accordingly, the Issue has been undertaken pursuant to the processes and procedures under UPI Phase III, subject to any circulars, clarification or notification issued by the SEBI pursuant to the T+3 Notification. The Issue will be advertised in all editions of [●] (a widely circulated English national daily newspaper) and all editions of [●] (a widely circulated Hindi national daily newspaper) and [●] Tamil regional newspaper also being the regional language of Tamil Nadu, where our registered office is located), on or prior to the Bid/Issue Opening Date and such advertisement has also been made available to the Stock Exchange for the purpose of uploading on their websites.

All SCSBs offering the facility of making applications in public issues are required to provide a facility to make applications using the UPI Mechanism. Further, in accordance with the UPI Circulars, our Company has appointed [●] as the Sponsor Bank to act as a conduit between the Stock Exchange and NPCI in order to facilitate collection of requests and / or payment instructions of the Individual Investors into the UPI mechanism.

Pursuant to the UPI Circulars, SEBI has set out specific requirements for redressal of investor grievances for applications that have been made through the UPI Mechanism. The requirements of the UPI Circulars include appointment of a nodal officer by the SCSB and submission of their details to SEBI, the requirement for SCSBs to send SMS alerts for the blocking and unblocking of UPI mandates, the requirement for the Registrar to submit details of cancelled, withdrawn or deleted applications, and the requirement for the bank accounts of unsuccessful applicants to be unblocked no later than one day from the date on which the Basis of Allotment is finalised. Failure to unblock the accounts within the timeline would result in the SCSBs being penalised under the relevant securities law. Additionally, if there is any delay in the redressal of investors' complaints, the relevant SCSB as well as the Book Running Lead Manager will be required to compensate the concerned investor.

SEBI through its circular SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 05, 2022, has prescribed that all individual investors applying in initial public offerings opening on or after May 01, 2022, where the application amount is up to ₹5,00,000, shall use UPI. Individual investors bidding under the Non-Institutional Portion bidding for more than ₹2,00,000 and up to ₹5,00,000, 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.

The processing fees for applications made by Individual Investors 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 02, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021.

For further details, refer to the *"General Information Document"* available on the websites of the Stock Exchange and the BRLM. The General Information Document will be available on the website of the Exchange and BRLM after the filing of the Red Herring Prospectus.

BID CUM APPLICATION FORM

Copies of the Bid cum Application Form (other than for Anchor Investors) and the abridged prospectus will be available with the Designated Intermediaries at the Bidding Centres, and our Registered Office. An electronic copy of the Bid cum Application Form will also be available for download on the website of NSE at https://www.nseindia.com/ the Registered Brokers, the RTAs and the CDPs at least one day prior to the Bid/Offer opening Date.

Copies of the Anchor Investor Application Form will be available at the office of the BRLM.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Issue only through the ASBA process. Anchor Investors are not permitted to participate in the Issue through the ASBA process. The Bidding in the Individual Investors Portion can additionally Bid through the UPI Mechanism.

An Individual Investor making applications using the UPI Mechanism shall use only his / her own bank account or only his / her own bank account linked UPI ID to make an application in the Offer. The SCSBs, upon receipt of the Application Form will upload the Bid details along with the UPI ID in the bidding platform of the Stock Exchange. Applications made by the Individual Investors using third party bank accounts or using UPI IDs linked to the bank accounts of any third parties are liable for rejection. The Bankers to the Issue shall provide the investors' UPI linked bank account details to the RTA for the purpose of reconciliation. Post uploading of the Bid details on the bidding platform, the Stock Exchange will validate the PAN and demat account details of Individual Investors with the Depositories.

ASBA Applicants shall submit an Application Form either in physical or electronic form to the SCSB's authorizing blocking funds that are available in the bank account specified in the Application Form used by ASBA applicants.

ASBA Bidders (other than Individual Investors using UPI Mechanism) must provide bank account details and authorization to block funds in their respective ASBA Accounts in the relevant space provided in the ASBA Form and the ASBA Forms that do not contain such details are liable to be rejected.

ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the Designated Intermediary, submitted at the Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stamp are liable to be rejected. ASBA Bidders could submit the ASBA Form in the manner below:

Individual Investors Bidding in the Individual Investors Portion using UPI Mechanism, may submit their ASBA Forms, including details of their UPI IDs, 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.

Individual Investors authorizing an SCSB to block the Bid Amount in the ASBA Account may submit their ASBA Forms with the 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.

QIBs and NIBs (other than UPI Bidders) could submit their ASBA Forms with SCSBs, Syndicate, Sub- Syndicate Members, Registered Brokers, RTAs or CDPs.

ASBA Bidders must ensure that the ASBA Account has sufficient credit balance such that an amount equivalent to the full Bid Amount can be blocked by the SCSB or the Sponsor Bank, as applicable at the time of submitting the Bid.

In accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Applicants have to compulsorily apply through the ASBA Process. Applicants shall only use the specified Application Form for the purpose of making an Application in terms of this Draft Red Herring Prospectus.

The prescribed colour of the Application Form for various categories is as follows:

Category	**Colour of Application Form**[(1)]
Resident Indians, including resident QIBs, Non-Institutional Investors, Individual Investors and Eligible NRIs applying on a non-repatriation basis[(2)]	[●]
Non-Residents including Eligible NRIs, FII's, FVCIs etc. applying on a repatriation basis	[●]
Anchor Investor[(3)]	[●]

(1) *Excluding electronic Bid cum Application Form*
(2) *Electronic Bid cum Application forms will also be available for download on the website of NSE (https://www.nseindia.com/)*
(3) *Bid cum Application Forms for Anchor Investors will be made available at the office of the BRLM*

Note:

- *Details of depository account are mandatory and applications without depository account shall be treated as incomplete and rejected. Investors will not have the option of getting the allotment of specified securities in physical form. However, they may get the specified securities re-materialized subsequent to allotment.*
- *The shares of the Company, on allotment, shall be traded on stock exchange in demat mode only.*
- *Single bid from any investor shall not exceed the investment limit/maximum number of specified securities that can be held by such investor under the relevant regulations/statutory guidelines.*
- *The correct procedure for applications by Hindu Undivided Families and applications by Hindu Undivided Families would be treated as on par with applications by individuals.*

In case of ASBA Forms, the relevant Designated Intermediaries uploaded the relevant Bid details in the electronic bidding system of the Stock Exchange. For ASBA Forms (other than through the UPI Mechanism) Designated Intermediaries (other than SCSBs) submitted/ delivered the ASBA Forms to the respective SCSB where the Bidder has an ASBA bank account and not submit it to any non-SCSB bank or any Escrow Collection Bank.

For UPI Bidders using the UPI Mechanism, the Stock Exchange shall share the Bid details (including UPI ID) with the Sponsor Bank(s) on a continuous basis to enable the Sponsor Bank(s) to initiate the UPI Mandate Request to UPI Bidders for blocking of funds. The Sponsor Bank(s) shall initiate request for blocking of funds through NPCI to UPI Bidders, who shall accept the UPI Mandate Request for blocking of funds on their respective mobile applications associated with UPI ID linked bank account. The NPCI shall maintain an audit trail for every bid entered in the Stock Exchange bidding platform, and the liability to compensate UPI Bidders (using the UPI Mechanism) in case of failed transactions shall be with the concerned entity (i.e., the Sponsor Bank(s), NPCI or the Bankers to an Offer) at whose end the lifecycle of the transaction has come to a halt. The NPCI shall share the audit trail of all disputed transactions/ investor complaints to the Sponsor Bank(s) and the Bankers to the Offer. The BRLM shall also be required to obtain the audit trail from the Sponsor Bank(s) and the Bankers to the Issue for analyzing the same and fixing liability. For ensuring timely information to investors, SCSBs shall send SMS alerts as specified in the SEBI circular no.

SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to the SEBI circulars dated June 2, 2021, and April 20, 2022.

For all pending UPI Mandate Requests, the Sponsor Bank(s) shall initiate requests for blocking of funds in the ASBA Accounts of relevant Bidders with a confirmation cut-off time of 5:00 pm on the Bid/Issue Closing Date ("Cut-Off Time"). Accordingly, UPI Bidders Bidding through the UPI Mechanism should accept UPI Mandate Requests for blocking off funds prior to the Cut-Off Time and all pending UPI Mandate Requests at the Cut-Off Time shall lapse.

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 on compliance with the UPI Circulars.

The Sponsor Bank(s) will undertake a reconciliation of Bid responses received from Stock Exchange and sent to NPCI and will also ensure that all the responses received from NPCI are sent to the Stock Exchange platform with detailed error code and description, if any. Further, the Sponsor Bank(s) will undertake reconciliation of all Bid requests and responses throughout their lifecycle on daily basis and share reports with the BRLM in the format and within the timelines as specified under the UPI Circulars. Sponsor Bank(s) and issuer banks shall download UPI settlement files and raw data files from the NPCI portal after every settlement cycle and do a three-way reconciliation with UPI switch data, CBS data and UPI raw data. NPCI is to coordinate with issuer banks and Sponsor Bank(s) on a continuous basis.

The Sponsor Bank(s) shall host a web portal for intermediaries (closed user group) from the date of Bid/Issue Opening Date until the date of listing of the Equity Shares with details of statistics of mandate blocks/unblocks, performance of apps and UPI handles, down-time/network latency (if any) across intermediaries and any such processes having an impact/bearing on the Issue Bidding process.

ELECTRONIC REGISTRATION OF BIDS

a. The Designated Intermediary may register the Bids using the on-line facilities of the Stock Exchange. The Designated Intermediaries can also set up facilities for off-line electronic registration of Applications, subject to the condition that they may subsequently upload the off-line data file into the on-line facilities for Issue on a regular basis before the closure of the issue.

b. On the Bid/ Issue closing Date, the Designated Intermediaries may upload the Bids till such time as may be permitted by the Stock Exchange and as disclosed in the Prospectus.

c. Only Bids that are uploaded on the Stock Exchanges Platform are considered for allocation/Allotment. The Designated Intermediaries are given till 1:00 pm on the next working day following the Bid/ Closing Date to modify select fields uploaded in the Stock Exchange Platform during the Bid/ Issue period after which the Stock Exchange(s) send the Application information to the Registrar to the issue for further processing.

SUBMISSION AND ACCEPTANCE OF APPLICATION FORMS

An Investor, intending to subscribe to this offer, 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 stockbroker 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)

Individual Investors submitting application with any of the entities at (2) to (5) 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 SCSB's	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 resubmission 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 Red Herring Prospectus, without prior or subsequent notice of such changes to the Bidders.

WHO CAN APPLY?

Please note that, in accordance with the SEBI circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI ICDR Regulations, all the investors (Except Anchor investors) applying in a public issue shall use only ASBA facility for making payment. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019, Individual Investors applying in public Issue may use either ASBA process or UPI payment mechanism by providing UPI ID in the Application Form which is linked from Bank Account of the investor.

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:

1. 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);

2. Hindu Undivided Families or HUFs, in the individual name of the Karta. The Applicant should specify that the application is being made in the name of the HUF in the 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. Applications by HUFs would be considered at par with those from individuals;

3. 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;

4. Mutual Funds registered with SEBI;

5. Eligible NRIs on 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;

6. 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);

7. FIIs and sub-accounts of FIIs registered with SEBI, other than a sub-account which is a foreign corporate or a foreign individual under the QIB Portion;

8. Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;

9. Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the non-Institutional investor's category;

10. Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;

11. Foreign Venture Capital Investors registered with the SEBI;

12. 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;

13. Scientific and/or Industrial Research Organizations authorized to invest in equity shares;

14. Insurance Companies registered with Insurance Regulatory and Development Authority, India;

15. Provident Funds with minimum corpus of ₹25 crores and who are authorized under their constitution to hold and invest in equity shares;

16. Pension Funds with minimum corpus of ₹25 crores and who are authorized under their constitution to hold and invest in equity shares;

17. 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;

18. Insurance funds set up and managed by army, navy or air force of the Union of India;

19. Multilateral and bilateral development financial institution;

20. Eligible QFIs;

21. Insurance funds set up and managed by the Department of Posts, India;

22. Any other person eligible to apply in this issue, under the laws, rules, regulations, guidelines and policies applicable to them.

23. Applications not to be made by:

    a. Minors (except through their Guardians);
    b. Partnership firms or their nominations;
    c. Foreign Nationals (except NRIs);
    d. 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 incorporated non-resident entities in terms of Regulation 5(1) of RBI Notification No.20/2000-RB dated May 3, 2000 under the 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 prior approval from the RBI. On submission of such approval along with the Application Form, the OCB shall be eligible to be considered for share allocation.

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 and all editions of Hindi national newspaper, Tamil newspaper 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 may be extended, if required, by an additional three 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 and all editions of Hindi national newspaper, Tamil Newspaper, Tamil being the regional language 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, Individual Investors, 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 Offer. 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 *"**Issue Procedure- Payment into Escrow Account(s) for Anchor Investors**"* on page 216 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 finalization of the Basis of 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 Offer, 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. Individual Investors may Bid at the Cut-off Price. However, bidding at the Cut-off Price is prohibited for QIB and Non-Institutional Investors and such Bids from QIB and Non- Institutional Investors shall be rejected.

d. Individual Investors, who Bid at Cut-off Price agree that they shall purchase the Equity Shares at any price within the Price Band. Individual Investors 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 applicants.

AVAILABILITY OF PROSPECTUS AND APPLICATION FORMS

The Memorandum containing the salient features of the Draft Red Herring Prospectus together with the Application Forms and copies of the Draft Red Herring Prospectus may be obtained from the Registered Office/Corporate Office of our Company, BRLM to the issue and the Registrar to the issue as mentioned in the Application Form. The application forms may also be downloaded from the *website of NSE (https://www.nseindia.com/)*

OPTION TO SUBSCRIBE IN THE OFFER

a. As per Section 29(1) of the Companies Act 2013, Investors will get the allotment of Equity Shares in dematerialization form only.

b. The Equity Shares, on allotment, shall be traded on Stock Exchange in demat segment only.

c. In a single Application Form any investor shall not exceed the investment limit/minimum number of specified securities that can be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

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 undersubscription 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. 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.

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 up to ₹2,500.00 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 ₹2,500.00 Lakhs: (i) minimum of 5 (five) and maximum of 15 (fifteen) Anchor Investors for allocation up to ₹2,500.00 Lakhs; and (ii) an additional 10 Anchor Investors for every additional allocation of ₹2,500.00 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. 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.

10. 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.

11. Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

12. Anchor Investors are not permitted to Bid in the Issue through the ASBA process.

APPLCATION BY INDIAN PUBLIC INCLUSING ELIGIBLE NRIs

Application must be made only in the names of individuals, limited companies or Statutory Corporations/institutions and not in the names of minors, foreign nationals, non-residents (except for those applying on non-repatriation), trusts (unless the trust is registered under the Societies Registration Act, 1860 or any other applicable trust laws and is authorized under its constitution to hold shares and debentures in a company), Hindu Undivided Families, Partnership firms or their nominees. In case of HUF's, application shall be made by the Karta of the HUF. An applicant in the Net Public Category cannot make an application for that number of Equity Shares exceeding the number of Equity Shares issued to the public.

PARTICIPATION BY ASSOCIATES/AFFILIATES OF BOOK RUNNING LEAD MANAGER, PROMOTERS, PROMOTERS GROUP AND PERSONS RELATED TO PROMOTER/PROMOTERS GROUP

The Book Running Lead Manager shall not be allowed to purchase Equity Shares in this Issue in any manner, except towards fulfilling their underwriting obligations. However, associates and affiliates of the Book Running Lead Manager may subscribe to or purchase Equity Shares in the Offer, either in the QIB Portion or in Non- Institutional Portion as may be applicable to such Applicants. Applying and subscription may be on their own account or on behalf of their clients. All categories of investors, including associates or affiliates of Book Running Lead Manager, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

The Book Running Lead Manager or any associates of the Book Running Lead Manager, except Mutual Funds sponsored by entities which are associates of the Book Running Lead Manager or insurance companies promoted by entities which are associate of Book Running Lead Manager or AIFs sponsored by the entities which are associate of the Book Running Lead Manager or FPIs (other than individuals, corporate bodies and family offices), sponsored by the entities which are associates of the Book Running Lead Manager, pension funds sponsored by entities which are associate of the BRLM, shall apply in the Issue under the Anchor Investor Portion.

Our Promoters and the members of our Promoter Group will not participate in the Offer. Further, persons related to our Promoters and Promoter Group shall not apply in the Issue under the Anchor Investor Portion.

For the purposes of this section, a QIB who has any of the following rights shall be deemed to be a "person related to the Promoters and members of the Promoter Group": (a) rights under a shareholders' agreement or voting agreement entered into with the Promoters and members of the Promoter Group; (b) veto rights; or (c) right to appoint any nominee director on our Board.

Further, an Anchor Investor shall be deemed to be an "associate of the BRLM" if: (i) either of them controls, directly or indirectly through its subsidiary or holding company, not less than 15% of the voting rights in the other; or (ii) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other; or (iii) there is a common director, excluding nominee director, amongst the Anchor Investors and the BRLM.

APPLICATION BY MUTUAL FUNDS

With respect to Applications by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Application Form. Failing this, our Company in consultation with the Book Running Lead Manager, reserves the right to accept or reject any Application in whole or in part, in either case, without assigning any reason thereof, subject to applicable law. The Applications 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.

In case of a Mutual Fund, a separate 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 Applications clearly indicate the scheme concerned for which the Application has been made.

No mutual fund scheme shall invest more than 10% of its net asset value in the Equity Shares or equity related instruments of any 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.

APPLICATION BY HUFs

Applications by HUF can be made in the individual name of the Karta. The Applicant should specify that the Application is being made in the name of the HUF in the 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". Applications by HUFs may be considered at par with Applications from individuals.

APPLICATION BY ELIGIBLE NRIs

Eligible NRIs may obtain copies of the Application Form from the Designated Intermediaries. Only Applications accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment. Eligible NRI Applicant applying on a repatriation basis by using the Non-Resident Form should authorize their SCSB or should confirm/accept the UPI Mandate Request (in case of Individual Investors using the UPI Mechanism) to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") ASBA Accounts, and Eligible NRI Applicant applying on a non-repatriation basis by using Resident Forms should authorize their SCSB or should confirm/accept the UPI Mandate Request (in case of Individual Investors applying using the UPI Mechanism) to block their Non-Resident Ordinary ("NRO") accounts for the full Application Amount, at the time of the submission of the Application Form. However, NRIs applying in the Issue through the UPI Mechanism are advised to enquire with the relevant bank where their account is UPI linked prior to submitting their application.

In case of Eligible NRIs bidding under the individual Investor portion through the UPI mechanism, depending on the nature of the investment whether repatriable or non-repatriable, the Eligible NRI may mention the appropriate UPI ID in respect of the NRE account or the NRO account, in the Application Form.

Participation of Eligible NRIs in the Issue shall be subject to the Foreign Exchange Management Act ("FEMA") Non-debt Instrument Rules. Only bids accompanied by payment in Indian rupees or fully convertible foreign exchange shall be considered for allotment. Companies are required to file the declaration in the prescribed form to the concerned Regional Office of RBI within 30 (thirty) days from the date of Issue of shares of allotment to NRIs on repatriation basis. Allotment of Equity Shares to non-residents Indians shall be subject to the prevailing Reserve Bank of India guidelines. Sale proceeds of such investments in equity Shares will be allowed to be repatriated along with an income thereon subject to permission of the RBI and subject to the Indian Tax Laws and Regulations and any other applicable laws.

Eligible NRIs are permitted to apply in the Issue through Channel I or Channel II (as specified in the SEBI UPI Circulars). Further, subject to applicable law, Eligible NRIs could use Channel IV (as specified in the SEBI UPI Circulars) to apply in the Offer, provided the UPI facility is enabled for their NRE/NRO accounts. In accordance with the FEMA Non-Debt Instruments Rules, the total holding by any individual NRI, on a repatriation basis, could not exceed 5% of the total paid-up Equity Share capital on a fully diluted basis or shall 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 Overseas Citizen of India ("OCI") put together could not exceed 10% of the total paid-up Equity Share capital on a fully diluted basis or could not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrant.

Eligible NRIs applying on non-repatriation basis are advised to use the Application Form for residents (white in color). Eligible NRIs applying on a repatriation basis are advised to use the Application Form meant for non- Residents (blue in color).

For further details, see "***Restrictions on Foreign Ownership of Indian Securities***" on page 249 of this Draft Red Herring Prospectus.

APPLICATION BY FIIs/ FPIs

In terms of the SEBI FPI Regulations, the issue of Equity Shares to a single FPI or an investor group (which means the same multiple entities having common ownership directly or indirectly of more than 50% or common control) must be below 10% of our post-Issue Equity Share capital. Further, in terms of the FEMA NDI Rules, with effect from April 1, 2020, the aggregate FPI investment limit is the sectoral cap applicable to an Indian company as prescribed in the FEMA NDI Rules with respect to its paid-up equity capital on a fully diluted basis. Currently, the sectoral cap for retail trading of food products manufactured and/ or produced in India is 100% under automatic route.

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. In case of Bids made by FPIs, a certified copy of the certificate of registration issued under the SEBI 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. FPIs who wish to participate in the Issue are advised to use the Bid cum Application Form for Non-Residents.

In terms of the FEMA, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

The FEMA NDI Rules were enacted on October 17, 2019 in supersession of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, except as respects things done or omitted to be done before such supersession. 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 21 of the SEBI FPI Regulations, an FPI, may issue, subscribe to 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 a FPI against securities held by it in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only by persons registered as Category I FPIs; (ii) such offshore derivative instruments are issued only to persons eligible for registration as Category I FPIs; (iii) such offshore derivative instruments are issued after compliance with 'know your client' norms; and (iv) such other conditions as may be specified by SEBI from time to time.

An FPI issuing off-shore derivate instruments is also required to ensure that any transfer of off-shore derivative instruments issued by, or on behalf of it subject to, inter alia, the following conditions:

i. such offshore derivative instruments are transferred to person subject to fulfilment of SEBI FPI Regulations; and
ii. prior consent of the FPI is obtained for such transfer, except when the persons to whom the offshore derivative instruments are to be transferred are pre-approved by the FPI.

Bids by FPIs which utilize the multi-investment manager structure in accordance with the Operational Guidelines for Foreign Portfolio Investors and Designated Depository Participants issued to facilitate implementation of the SEBI FPI Regulations ("Operational FPI Guidelines"), submitted with the same PAN but with different beneficiary account numbers, Client IDs and DP IDs shall not be treated as multiple Bids ("MIM Bids"). It is hereby clarified that FPIs bearing the same PAN may be treated as multiple Bids by a Bidder and may be rejected, except for Bids from FPIs that utilize the multi- investment manager structure in accordance with the Operational FPI Guidelines (such structure referred to as "MIM Structure"). In order to ensure valid Bids, FPIs making MIM Bids using the same PAN and with different beneficiary 311 account numbers, Client IDs and DP IDs, are required to submit a confirmation that their Bids are under the MIM Structure and indicate the name of their investment managers in such confirmation which shall be submitted along with each of their Bid cum Application Forms. In the absence of such confirmation from the relevant FPIs, such MIM Bids shall be rejected.

For details of investment by FPIs, see chapter titled *"**Restrictions on Foreign Ownership of Indian Securities**"* beginning on page 249 Participation of FPIs in the Issue is subject to the FEMA Rules.

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.

APPLICATION BY SEBI REGISTERED AIF, VCF AND FVCI

The Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996 as amended, (the "SEBI VCF Regulations") and the Securities and Exchange Board of India (Foreign Venture Capital Investor) Regulations, 2000, as amended, among other things prescribe the investment restrictions on VCFs and FVCIs registered with SEBI. Further, the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the "SEBI AIF Regulations") prescribe, amongst others, the investment restrictions on AIFs.

The holding by any individual VCF or FVCI 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 Regulations 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 non-residents' Investors should note that refunds, dividends and other distributions, if any, will be payable in Indian Rupees only and net of Bank charges and commission.

Participation of AIFs, VCFs and FVCIs shall also be subject to the FEMA Rules.

Our Company or the Book Running Lead Manager will not be responsible for loss, if any, incurred by the Applicant on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Applicants will be treated on the same basis with other categories for the purpose of allocation.

APPLICATIONS BY LIMITED LIABILITY PARTNERSHIPS

In case of applications made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of the certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Application Form, failing which, our Company in consultation with the Book Running Lead Manager, reserves the right to reject any Application, without assigning any reason thereof.

APPLICATIONS BY INSURANCE COMPANIES

In case of Applications made by insurance companies registered with the IRDA, a certified copy of the certificate of registration issued by IRDA must be attached to the Application Form, failing which, our Company in consultation with the Book Running Lead Manager reserves the right to reject any Application without assigning any reason thereof.

The exposure norms for insurers prescribed in Regulation 9 of the Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016 ("IRDAI Investment Regulations") are set forth below:

a. Equity shares of a company: the lower of 10%* of the investee company's outstanding equity shares (face value) or 10% of the respective fund in case of a life insurer or 10% of investment assets in case of a general insurer or a reinsurer;

b. 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 a reinsurer or 15% of the investment assets in all companies belonging to the group, whichever is lower; and

c. The industry sector in which the investee company operates; not more than 15% of the respective fund of a life insurer or a reinsurer or health insurer or general insurance or 15% of the investment assets, 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 points (i), (ii) or (iii) above, as the case may be.

**The above limit of 10% shall stand substituted as 15% of outstanding equity shares (face value) for insurance companies with investment assets of ₹25,00,000 million or more and 12% of outstanding equity shares (face value) for insurers with investment assets of ₹5,00,000 million or more but less than ₹2,500,000 million*.

Insurer companies participating in this Issue shall comply with all applicable regulations, guidelines and circulars issued by the IRDA from time to time, including the IRDA Investment Regulations.

APPLICATION BY PROVIDENT FUNDS / PENSION FUNDS

In case of applications made by provident funds/pension funds, subject to applicable laws, with minimum corpus of ₹25 crores, registered with the Pension Fund Regulatory and Development Authority established under sub- section (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013, a certified copy of the certificate from a chartered accountant certifying the corpus of the provident fund/ pension fund must be attached to the Application Form. Failing this, the Company, in consultation with the Book Running Lead Manager, reserves the right to reject any application, without assigning any reason thereof.

APPLICATIONS BY BANKING COMPANIES

In case of Applications 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 must to be attached to the Application Form, failing which our Company, in consultation with the Book Running Lead Manager, reserves the right to reject any Application without assigning any reason.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended ("Banking Regulation Act"), and the Reserve Bank of India ("Financial Services provided by Banks") Directions, 2016, as amended, 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. Further, the aggregate investment in subsidiaries and other entities engaged in financial and non-financial services company cannot exceed 20% of the bank's paid-up share capital and reserves. 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.

provided that the bank is required to submit a time-bound action plan for disposal of such shares (in this sub- clause(b)) within a specified period to the 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 non-financial 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.

APPLICATION BY SYSTEMICALLY IMPORTANT NON-BANKING FINANCIAL COMPANIES

In case of Applications made by systemically important non-banking financial companies registered with RBI, certified copies of: (i) the certificate of registration issued by the RBI, (ii) certified copy of its last audited financial statements on a standalone basis and a net worth certificate from its statutory auditors, and (iii) such other approval as may be required by the Systemically Important NBFCs must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the Book Running Lead Manager, reserves the right to reject any Application, without assigning any reason thereof. Systemically Important NBFCs participating in the issue shall comply with all applicable regulations, guidelines and circulars issued by RBI from time to time.

APPLICATIONS BY SCSBs

SCSBs participating in the issue must comply with the terms of the SEBI circulars Nos. CIR/CFD/DIL/12/2012 and CIR/CFD/DIL/1/2013 dated September 13, 2012 and January 2, 2013, respectively. Such SCSBs are required to ensure that for making 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 application in public Issue and clear demarcated funds should be available in such account for such applications.

APPLICATION UNDER POWER OF ATTORNEY

In case of Applications made pursuant to a power of attorney by limited companies, corporate bodies, registered societies, eligible FPIs, AIFs, Mutual Funds, insurance companies, insurance funds set up by the army, navy or air force of the Union of India, insurance funds set up by the Department of Posts, India or the National Investment Fund and provident funds with a minimum corpus of ₹2,500 Lakhs (subject to applicable laws) and pension funds with a minimum corpus of ₹2,500 Lakhs (subject to applicable laws), 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, as applicable, must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject any application in whole or in part, in either case, without assigning any reason therefore.

In addition to the above, certain additional documents are required to be submitted by the following entities:

a. With respect to applications by VCFs, FVCIs, FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Application Form. Failing this, our Company reserves the right to accept or reject any application, in whole or in part, in either case without assigning any reasons thereof.

b. With respect to applications 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 with the Application Form as applicable. Failing this, our Company reserves the right to accept or reject any application, in whole or in part, in either case without assigning any reasons thereof.

c. With respect to applications made by provident funds with minimum corpus of ₹ 2,500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹ 2,500 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 Application Form. Failing this, our Company reserves the right to accept or reject such application, in whole or in part, in either case without assigning any reasons thereof.

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.

Our Company in its absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Application Form, subject to such terms and conditions that our Company, the BRLM may deem fit.
Our Company, in its absolute discretion, reserves the right to permit the holder of the power of attorney to request the Registrar to the issue that, for the purpose of mailing of the Allotment Advice / CANs / letters notifying the unblocking of the bank accounts of ASBA applicants, the Demographic Details given on the Application Form should be used (and not those obtained from the Depository of the application). In such cases, the Registrar to the issue shall use Demographic Details as given on the Application Form instead of those obtained from the Depositories.

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 any single Application from them does not exceed the applicable investment limits or maximum number of the Equity Shares that can be held by them under applicable law or regulation or as specified in this Draft Red Herring Prospectus, Red Herring Prospectus or the Prospectus.

MAXIMUM AND MINIMUM APPLICATION SIZE

1. For Individual Investors

"The Application must be for a minimum application size of two lots and in multiples of [●] Equity Shares thereafter, so as to ensure that the Application Amount payable by the Bidder is above ₹ 2,00,000, in terms of Regulation 267(2) of the SEBI ICDR Regulations. In case of revision of Applications, the Individual Bidders have to ensure only upward revision and they shall not withdraw or lower their bid."

For Other than Individual Investors (Non-Institutional Investors and QIBs)

The Application must be for a minimum of such number of Equity Shares that the Application is for more than 2 lots 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 Investors, who are individuals, must ensure that the Application Amount is more than two lots for being considered for allocation in the Non-Institutional Portion.

Applicants 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 Applicants. The 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.

INFORMATION FOR THE APPLICANTS:

(a) Our Company and the Book Running Lead Manager shall declare the Bid/ Issue Opening Date and Bid/ 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, Hindi and Tamil, Tamil being the regional language where the registered office is situated) with wide circulation. This advertisement shall be in the prescribed format.

(b) Our Company will file a copy of the Red Herring Prospectus with the Registrar of Companies, Tamil Nadu, at least 3 (three) days before the Issue Opening Date.

(c) Any investor (who is eligible to invest in our Equity Shares) who would like to obtain the Draft Red Herring Prospectus/ Red Herring Prospectus and/ or the Application Form can obtain the same from our Registered Office or from the office of the BRLM.

(d) Copies of the Bid Cum Application Form along with the Abridged Prospectus and copies of the Red Herring Prospectus will be available with 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.

(e) Applicants who are interested in subscribing to the Equity Shares should approach the BRLM or their authorized agent(s) to register their applications.

(f) Bid Cum Application Form 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 Applicants whose beneficiary account is inactive shall be rejected.

(g) 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 Individual Investors have to apply only through UPI Channel, they have to provide the UPI ID and validate the blocking of the finds and such Bid Cum Application Forms that do not contain such details are liable to be rejected.

(h) Applicants 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 SCSBs 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.

(i) 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 applications 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 in 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.

(j) The Applicants 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.

(k) Applications made in the name of minors and/ or their nominees shall not be accepted.

INSTRUCTIONS FOR COMPLETING THE BID CUM APPLICATION FORM

The Bids should be submitted on the prescribed Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Bid cum application form. Bids not so made are liable to be rejected. ASBA Application Forms should bear the stamp of the SCSBs. ASBA Application Forms, which do not bear the stamp of the SCSB, will 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 application forms in public issues using the stock broker (broker) network of Stock Exchange, who may not be syndicate members in an issue with effect from January 01, 2013. The list of Broker Centre is available on the website of NSE i.e. https://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 centers for collecting the application shall be disclosed is available on the website of NSE i.e. https://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 Bids that do not contain such details are liable to be rejected.

Bidders should note that on the basis of name of the Applicants, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Bid cum Application Form, the Registrar to the issue will obtain from the Depository the demographic details including address, Bidders' bank account details, MICR code and occupation (hereinafter referred to as Demographic Details'). Bidders should carefully fill in their Depository Account details in the Bid cum Application Form.

These Demographic Details would be used for all correspondence with the Bidders including mailing of the CANs / Allocation 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 Bidders 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 BIDS

1. During the Bid/Issue period, Bidders may approach any of the Designated Intermediaries to register their Bids.

2. In case of Bidders (excluding NIIs) Bidding at Cut-off Price, the Bidders may instruct the SCSBs to block Bid Amount based on the Cap Price less Discount (if applicable).

BASIS OF ALLOTMENT

a) For Individual Investors

Bids received from the Individual Investors at or above the Issue Price shall be grouped together to determine the total demand under this category. The Allotment to all the successful Individual Investors will be made at the Issue Price.

The Issue size less Allotment to Non-Institutional and QIB Bidders shall be available for Allotment to Individual Investors 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 of the face value of ₹ 10/- each at or above the Issue Price, full Allotment shall be made to the Individual Investors to the extent of their valid Bids.

If the aggregate demand in this category is greater than [●] Equity Shares of the face value of ₹10/- each at or above the Issue Price, the Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares of face value of ₹10/- each and in multiples of [●] Equity Shares of face value of ₹10/- each 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 Issue Size less allotment to QIBs and Individual Investors 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 of the face value of ₹10/- each 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 of the face value of ₹10/- each at or above the Issue Price, Allotment shall be made on a proportionate basis up to a minimum of [●] Equity Shares of the face value of ₹10/- each and in multiples of [●] Equity Shares of the face value of ₹10/- each thereafter. For the method of proportionate Basis of Allotment refer below.

c) For QIBs

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:

1. 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 Funds 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 (2) below;

2. 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 of face value of ₹10/- each on a proportionate basis, up to a minimum of [●] Equity Shares of face value of ₹10/- each and in multiples of [●] Equity Shares thereafter for [●]% of the QIB Portion.

   - Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis, up to a minimum of [●] Equity Shares of face value of ₹10/- each and in multiples of [●] Equity Shares of face value of ₹10/- each thereafter, along with other 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 of face value of ₹10/- each.

d) Allotment to Anchor Investor

1. 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:

   - not more than 60% of the QIB Portion will be allocated to Anchor Investors;

   - 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 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 a 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.

2. 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.

3. 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.

4. 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.

5. 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 finalize the Basis of Allotment in consultation with the NSE (The Designated Stock Exchange). The allocation may be made in marketable lots on a 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 the 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 of the face value of ₹10/- each the allotment will be made as follows:

      - Each successful Bidder shall be allotted [●] Equity Shares of face value of ₹10/- each; and

      - The successful Bidder out of the total bidders for that category shall be determined by drawing 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.

6. If the proportionate allotment to a Bidder works out to a number that is not a multiple of [●] Equity Shares of face value of ₹10/- each, the Bidder would be allotted Shares by rounding off to the nearest multiple of [●] Equity Shares of face value of ₹10/- subject to a minimum allotment of [●] Equity Shares of face value of ₹10/- each.

7. If the Shares allotted on a proportionate basis to any category is more than the Equity 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 of face value of ₹10/- each, 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 Draft Red Herring Prospectus.

Flow of events from the closure of Bidding period (T DAY) till Allotment:

- On T Day, RTA to validate the electronic bid details with the depository records and also reconcile the final certificates received from the Sponsor Bank for UPI process and the SCSBs for ASBA and Syndicate ASBA process with the electronic bid details.

- RTA identifies cases with mismatch of account number as per bid file / FC and as per applicant's bank account linked to depository demat account and seek clarification from SCSB to identify the applications with third party account for rejection.

- Third party confirmation of applications to be completed by SCSBs on T+1 day.

- RTA prepares the list of final rejections and circulate the rejections list with BRLM(s)/ Company for their review/ comments.

- Post rejection, the RTA submits the basis of allotment with the Designated Stock Exchange (DSE).

- The DSE, post verification approves the basis and generates drawal of lots wherever applicable, through a random number generation software.

- The RTA uploads the drawal numbers in their system and generates the final list of allotees as per process mentioned below:

Process for generating list of allotees: -

- Instruction is given by RTA in their Software System to reverse category wise all the application numbers in the ascending order and generate the bucket /batch as per the allotment ratio. For example, if the application number is 78654321 then system reverses it to 12345687 and if the ratio of allottees to applicants in a category is 2:7 then the system will create lots of 7. If the drawal of lots provided by DSE is 3 and 5 then the system will pick every 3rd and 5th application in each of the lot of the category and these application s will be allotted the shares in that category.

- In categories where there is proportionate allotment, the Registrar will prepare the proportionate working based on the oversubscription times.

- In categories where there is undersubscription, the Registrar will do full allotment for all valid applications.

- On the basis of the above, the RTA will work out the allotees, partial allotees and non- allottees, prepare the fund transfer letters and advice the SCSBs to debit or unblock the respective accounts.

Individual Investor means an investor who applies for Minimum Application Size. Investors may note that in case of oversubscription, allotment shall be on a proportionate basis and will be finalized in consultation with NSE.

The authorized employee of the Designated Stock Exchange along with the Book Running Lead Manager and Registrar to the 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.

INFORMATION FOR BIDDERS

The relevant Designated Intermediary will enter a maximum of three Bids at different price levels opted in the Bid cum Application Form and such options are not considered as multiple Bids. It is the Bidder's responsibility to obtain the acknowledgment slip from the relevant Designated Intermediary. The registration of the Bid by the Designated Intermediary does not guarantee that the Equity Shares shall be allocated/Allotted. Such Acknowledgement Slip will be non-negotiable and by itself will not create any obligation of any kind. When a Bidder revises his or her Bid, he /she shall surrender the earlier Acknowledgement Slip and may request for a revised acknowledgment slip from the relevant Designated Intermediary as proof of his or her having revised the previous Bid. In relation to electronic registration of Bids, the permission given by the Stock Exchange to use their network and software of the electronic bidding system should not in any way be deemed or construed to mean that the compliance with various statutory and other requirements by our Company, the BRLM are cleared or approved by the Stock Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of compliance with the statutory and other requirements, nor does it take any responsibility for the financial or other soundness of our Company, the 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 the Draft Red Herring Prospectus or the Red Herring Prospectus; nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchange.

GENERAL INSTRUCTIONS

Please note that 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 Investors can revise their Bid(s) during the Bid/ Issue Period and withdraw or lower the size of their Bid(s) until Bid/ Issue Closing Date. Anchor Investors shall not be allowed to withdraw their Bids after the Anchor Investor Bid/ Issue Period.

Do's:

1. Check if you are eligible to apply as per the terms of this Draft Red Herring Prospectus and under applicable laws, rules, regulations, guidelines and approvals; All Applicants (other than Anchor Investors) should submit their applications through the ASBA process only;

2. Ensure that you have Bid within the Price Band;

3. Read all the instructions carefully and complete the Application Form in the prescribed form;

4. Ensure that the details about the PAN, DP ID, Client ID and Bank Account Number (UPI ID, as applicable) are correct and the Applicant depository account is active, as Allotment of the Equity Shares will be in the dematerialized form only;

5. Ensure that your Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre (except in the case of electronic Bids) within the prescribed time;

6. UPI Bidders Bidding using the UPI Mechanism in the Issue are required to ensure that they use only their own ASBA Account or only their own bank account linked UPI ID to make an application in the Issue and not ASBA Account or bank account linked UPI ID of any third party;
7. Ensure that you have funds equal to the Bid Amount in the ASBA Account maintained with the SCSB before submitting the ASBA Form to the relevant Designated Intermediaries;
8. Ensure that you have accepted the UPI Mandate Request received from the Sponsor Banks prior to 5:00 pm on the Bid/ Issue Closing Date;

9. In case of joint Bids, ensure that 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 Application Form;

10. Ensure that the names given in the Bid cum Application Form is/are exactly the same as the names in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form should contain the name of only the first bidder whose name should also appear as the first holder of the beneficiary account held in joint names;
11. In the case of QIBs and NIIs, ensure that while Bidding through a Designated Intermediary, the ASBA Form is submitted to a Designated Intermediary in a Bidding Centre and that the SCSB where the ASBA Account, as specified in the ASBA Form, is maintained has named at least one branch at that location for the Designated Intermediary to deposit ASBA Forms (a list of such branches is available on the website of SEBI at http://www.sebi.gov.in). Individual Investors bidding through the non-UPI Mechanism should either submit the physical Application Form with the SCSBs or Designated Branches of SCSBs under Channel I (described in the UPI Circulars) or submit the Application Form online using the facility of 3- in-1 type accounts under Channel II (described in the UPI Circulars);

12. Ensure that you have mentioned the correct ASBA Account number (for all Bidders other than Individual Investors using the UPI Mechanism) in the Application Form;

13. Applicants using the UPI Mechanism should ensure that the correct UPI ID (with a maximum length of 45 characters including the handle) is mentioned in the Application Form;

14. Applicants using UPI Mechanism through the SCSBs and mobile applications shall ensure that the name of the Bank appears in the list of SCSBs which are live on UPI, as displayed on the SEBI website. Individual Investors shall ensure that the name of the app and the UPI handle which is used for making the application appears in Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/COR/P/2019/85 dated July 26, 2019;

15. Applicants submitting an Application Form using the UPI Mechanism should ensure that: (a) the bank where the bank account linked to their UPI ID is maintained; and (b) the Mobile App and UPI handle being used for making the Bid is listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40;

16. If the first applicant is not the account holder, ensure that the Application Form is signed by the account holder. Ensure that you have mentioned the correct bank account number in the Application Form;

17. QIBs and Non-Institutional Bidders should submit their Bids through the ASBA process only. Pursuant to SEBI circular dated November 01, 2018, and July 26, 2019.

18. Ensure that you request for and receive a stamped acknowledgement of the Application Form for all your Bid options;

19. Submit revised Bids to the same Designated Intermediary, through whom the original Bid is placed and obtain a revised acknowledgement;

20. 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 I.T. 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 in "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;

21. FPIs making MIM Bids using the same PAN, and different beneficiary account numbers, Client IDs and DP IDs, are required to submit a confirmation that their Bids are under the MIM structure and indicate the name of their investment managers in such confirmation which shall be submitted along with each of their Bid cum Application Forms. In the absence of such confirmation from the relevant FPIs, such MIM Bids shall be rejected;

22. Ensure that the Demographic Details are updated, true and correct in all respects;

23. 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;

24. Ensure that the category and the investor status is indicated;

25. Ensure that in case of Bids under power of attorney or by limited companies, corporates, trust etc., relevant documents are submitted;

26. Ensure that Bids submitted by any person outside India should be in compliance with applicable foreign and Indian laws;

27. Bidders should note that in case the DP ID, Client ID and PAN mentioned in their 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 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 Application Form;

28. Ensure that the Application Forms are delivered by the Bidders within the time prescribed as per the Application Form and the Red Herring Prospectus;

29. Ensure that you have correctly signed the authorization/undertaking box in the Application Form, or have otherwise provided authorization to the SCSB via the electronic mode, for blocking funds in the ASBA

30. Applicants shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorize the UPI Mandate Request using his/her UPI PIN. Upon the authorization of the mandate using his/her UPI PIN, an Applicant may be deemed to have verified the attachment containing the application details of the Individual Investors in the UPI Mandate Request and have agreed to block the entire Bid Amount and authorized the Sponsor Bank to block the Bid Amount mentioned in the Application Form;

31. Applicants using the UPI Mechanism, who have revised their Bids subsequent to making the initial Bid, should also approve the revised Mandate Request generated by the Sponsor Bank to authorize the blocking of funds equivalent to the revised Bid Amount and subsequent debit of funds in case of Allotment in a timely manner; and

32. The ASBA Bidders are required to ensure that bids above ₹ 5,00,000, are uploaded only by the SCSBs;

33. UPI Bidders bidding using the UPI Mechanism are required to mention valid UPI ID of only the Bidder (in case of a single account) and of the first bidder (in case of a joint account) in the Bid cum Application Form;

34. Ensure that Anchor Investors submit their Bid cum Application Forms only to the BRLM.

35. Ensure that their PAN is linked with Aadhaar and are in compliance with the notification issued by Central Board of Direct Taxes on February 13, 2020, and press release dated June 25, 2021, and September 17, 2021, CBDT circular no.7 of 2022, dated March 30, 2022, read with press release dated March 28, 2023, read with subsequent circulars issued in relation thereto.

The Application Form is liable to be rejected if the above instructions, as applicable, are not complied with. Application made using incorrect UPI handle or using a bank account of an SCSB or SCSBs which is not mentioned in the Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, is liable to be rejected.

Don'ts:

1. Do not apply for lower than the minimum Application Size;

2. Do not submit a Bid using UPI ID, if you are not a UPI Bidder;

3. Do not Bid for a Bid Amount exceed ₹500,000 by UPI Bidders;

4. Do not Bid on another Bid cum Application Form and the Anchor Investor Application Form, as the case maybe, after you have submitted a Bid to any of the Designated Intermediary;

5. Do not apply/ revise the Bid amount less than the Floor Price or higher than the Cap Price mentioned herein or in the Application Form;

6. Do not pay the Application Amount in cash, by money order, cheques, demand drafts, postal order, stock investment or any mode, other than blocked amounts in the bank account maintained with SCSB;

7. Applicants should not submit a Bid using the UPI Mechanism, unless the name of the bank where the bank account linked to your UPI ID is maintained, is listed on the website of the SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40;

8. Applicants should not submit a Bid using the UPI Mechanism, using a Mobile App or UPI handle, not listed on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40;

9. Do not send Application Forms by post; instead submit the same to the Designated Intermediary only;

10. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Investors);

11. Do not submit the Application Forms to any non-SCSB bank or our Company;
12. Do not apply on an Application Form that does not have the stamp of the relevant Designated Intermediary;

13. Do not instruct your respective Banks to release the funds blocked in the ASBA Account under the ASBA process;

14. Do not submit more than one Application Form per ASBA Account;

15. Do not submit the Bid for an amount more than the funds available in your ASBA Account;

16. Do not fill up the Application Form such that the Equity Shares applied for 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 this Draft Red Herring Prospectus;

17. Do not Bid for Equity Shares more than specified by the Stock Exchange for each category;

18. Do not make the Bid cum Application Form using a third-party bank account or using a third-party linked bank account UPI ID;

19. Anchor Investors should not bid through the ASBA process;

20. Do not submit the General Index Register number instead of the PAN as the application is liable to be rejected on this ground;

21. If you are a QIB, do not submit your Bid after 3 p.m. on the QIB Bid/Issue Closing Date;

22. Do not withdraw your Bid or lower the size of your Bid (in terms of quantity of the Equity Shares or the Bid Amount) at any stage, if you are a QIB or a Non-Institutional Investor. Individual Investors can revise or withdraw their Bids on or before the Bid/Issue Closing Date;

23. Do not submit Bids to a Designated Intermediary at a location other than at the relevant Bidding Centres. If you are a UPI Bidder and are using the UPI mechanism, do not submit the ASBA Form directly with SCSBs;

24. Do not submit incorrect details of the DP ID, Client ID and PAN or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the issue;

25. Do not submit applications on plain paper or incomplete or illegible Application Forms in a color prescribed for another category of Applicant;

26. All investors submit their applications through the ASBA process only except as mentioned in SEBI Circular No. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 & SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021;

27. Do not apply 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);

28. Do not link the UPI ID with a bank account maintained with a bank that is not UPI 2.0 certified by the NPCI in case of Applications submitted by Individual Investors using the UPI mechanism;

29. Do not Bid if you are an OCB;

30. The Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

OTHER INSTRUCTION FOR BIDDERS

Joint Applications in the case of Individuals

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.

Applications may be made in single or joint names (not more than three). In the case of joint Applications, all payments will be made out in favour of the Applicant whose name appears first in the Application Form or Revision Form. All communications will be addressed to the First Applicant and will be dispatched to his or her address as per the Demographic Details received from the Depository.

Multiple Applications

An Applicant should submit only one Application (and not more than one) for the total number of Equity Shares required. Two or more Applications will be deemed to be multiple Applications if the sole or First Applicant is one and the same.

In this regard, the procedures which would be followed by the Registrar to the issue to detect multiple applications are given below:

a) All applications are electronically strung on first name, address (1st line) and applicant's status. Further, these applications are electronically matched for common first name and address and if matched, these are checked manually for age, signature and father/ husband's name to determine if they are multiple applications.

b) Applications which do not qualify as multiple applications as per above procedure are further checked for common DP ID/ beneficiary ID. In case of applications with common DP ID/ beneficiary ID, are manually checked to eliminate possibility of data entry error to determine if they are multiple applications.

c) Applications which do not qualify as multiple applications as per above procedure are further checked for common PAN. All such matched applications with common PAN are manually checked to eliminate possibility of data capture error to determine if they are multiple applications.

In case of a mutual fund, a separate 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 Applications clearly indicate the scheme concerned for which the Application has been made.

In cases where there are more than 20 valid applications having a common address, such shares will be kept in abeyance, post allotment and released on confirmation of know your client's norms by the depositories. The Company reserves the right to reject, in our absolute discretion, all or any multiple Applications in any or all categories.

After submitting an ASBA Application either in physical or electronic mode, an ASBA Applicant cannot apply (either in physical or electronic mode) to either the same or another Designated Branch of the SCSB. Submission of a second Application in such manner will be deemed a multiple Application and would be rejected. More than one ASBA Applicant may apply for Equity Shares using the same ASBA Account, provided that the SCSBs will not accept a total of more than five Application Forms with respect to any single ASBA Account.

Duplicate copies of Application Forms downloaded and printed from the website of the Stock Exchange bearing the same application number shall be treated as multiple applications and are liable to be rejected. The Company, in consultation with the BRLM reserves the right to reject, in its absolute discretion, all or any multiple applications in any or all categories. In this regard, the procedure which would be followed by the Registrar to the issue to detect multiple applications is given below:

i. All Applications will be checked for common PAN. For Applicants other than Mutual Funds and FII subaccounts, Applications bearing the same PAN will be treated as multiple Applications and will be rejected.

ii. For Applications from Mutual Funds and FII sub-accounts, submitted under the same PAN, as well as Applications on behalf

of the Applicants for whom submission of PAN is not mandatory such as the Central or State Government, an official liquidator or receiver appointed by a court and residents of Sikkim, the Application Forms will be checked for common DP ID and Client ID.

PERMANENT ACCOUNT NUMBER OR PAN

Pursuant to the circular MRD/DoP/Circ 05/2007 dated April 27, 2007, SEBI has mandated Permanent Account Number (PAN) to be the sole identification number for all participants transacting in the securities market, irrespective of the amount of the transaction w.e.f. July 02, 2007. Each of the Applicants should mention his/her PAN allotted under the IT Act. Bid submitted without this information will be considered incomplete and are liable to be rejected. It is to be specifically noted that Applicants should not submit the GIR number instead of the PAN, as the Application is liable to be rejected on this ground.

RIGHT TO REJECT APPLICATIONS

In case of QIB Applicants, the Company in consultation with the Book Running Lead Manager, may reject Applications provided that the reasons for rejecting the same shall be provided to such Applicant in writing. In case of Non-Institutional Applicants, Individual Investors who applied, the Company has a right to reject Applications based on technical grounds.

GROUNDS FOR TECHNICAL REJECTIONS

In addition to the grounds for rejection of Application on technical grounds as provided in the "*General Information Document*", Applicants are requested to note that Applications may be rejected on the following additional technical grounds.

1. Bids submitted without instruction to the SCSBs to block the entire Application Amount;
2. Bids which do not contain details of the Bid Amount and the bank account details in the ASBA Form;
3. Bids submitted on a plain paper;
4. Bids submitted by Individual Investors using the UPI Mechanism through an SCSBs and/or using a mobile application or UPI handle, not listed on the website of SEBI;
5. Bids under the UPI Mechanism submitted by Individual Investors 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);
6. ASBA Form submitted to a Designated Intermediary does not bear the stamp of the Designated Intermediary;
7. Bids submitted without the signature of the First Bidder or sole Bidder;
8. The ASBA Form not being signed by the account holders, if the account holder is different from the Bidder;
9. 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;
10. GIR number furnished instead of PAN;
11. Bids by Individual Investors with Bid Amount of a value of less than Minimum Application Size;
12. Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals;
13. Bids accompanied by stock invest, money order, postal order or cash; and
14. Bids uploaded by QIBs after 4.00 pm on the QIB Bid/ Issue closing Date and by Non-Institutional Bidders uploaded after 4.00 p.m. on the Bid/ Issue closing Date, and Bids by Individual Investors uploaded after 5.00 p.m. on the Bid/ Issue closing Date, unless extended by the Stock Exchange.
15. Applications by OCBs;

For helpline details of the BRLM pursuant to the SEBI/HO.CFD.DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, see "***General Information – Book Running Lead Manager***" on page 50 of this Draft Red Herring Prospectus.

SIGNING OF UNDERWRITING AGREEMENT

Our company has entered into an Underwriting Agreement dated [●], 2026.

FILING OF THE RED HERRING PROSPECTUS WITH THE ROC

A copy of the Red Herring Prospectus and Prospectus will be filled with the ROC in terms of Section 26 of the Companies Act.

EQUITY SHARES IN DEMATERIALISED FORM WITH NSDL/ CDSL

To enable all shareholders of the Company to have their shareholding in electronic form, the Company is in process of entering following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

We have entered into a tripartite agreement between NSDL, the Company and the Registrar to the issue on September 11, 2024.
We have entered into a tripartite agreement between CDSL, the Company and the Registrar to the issue on September 30, 2026.

The Company's International Securities Identification Number (ISIN) is INE152601014.

An Applicant applying for Equity Shares must have at least one beneficiary account with either of the Depository Participants of either NSDL or CDSL prior to making the Application.

- The Applicant must necessarily fill in the details (including the Beneficiary Account Number and Depository Participant's identification number) appearing in the Application Form or Revision Form.

- Allotment to a successful Applicant will be credited in electronic form directly to the beneficiary account (with the Depository Participant) of the Applicant.

- Names in the Application Form or Revision Form should be identical to those appearing in the account details in the Depository. In case of joint holders, the names should necessarily be in the same sequence as they appear in the account details in the Depository.

- If incomplete or incorrect details are given under the heading 'Applicants Depository Account Details' in the Application Form or Revision Form, it is liable to be rejected.

- The Applicant is responsible for the correctness of his or her Demographic Details given in the Application Form vis à vis those with his or her Depository Participant.

- Equity Shares in electronic form can be traded only on the stock exchange having electronic connectivity with NSDL and CDSL. The Stock Exchange where our Equity Shares are proposed to be listed has electronic connectivity with CDSL and NSDL.

- The allotment and trading of the Equity Shares of the Company would be in dematerialized form only for all investors.

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 Applicants.
SCSBs or Sponsor Bank 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 or Sponsor Bank.

The applicants 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 Applicants.

PAYMENT MECHANISM

The applicants shall specify the bank account number in their Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Application Form sent by the Sponsor Bank. The SCSB or Sponsor Bank 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- Individual Investors shall neither withdraw nor lower the size of their applications at any stage. In the event of withdrawal or rejection of the Application Form or for unsuccessful 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 Applicant, 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 ICDR Regulations, all 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, Individual Investors applying in public issue have to use UPI as a payment mechanism with Application Supported by Blocked Amount for making application or also can use UPI as a payment mechanism with Application Supported by Blocked Amount for making application. 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 offerings opening on or after May 1, 2022, where the application amount is up to ₹5,00,000, may use UPI.

PAYMENT BY STOCK INVEST

In terms of the Reserve Bank of India Circular No. DBOD No. FSC BC 42/ 24.47.001/2003-04 dated November 05, 2003; the option to use the stock invest instrument in lieu of cheques or banks for payment of Application
money has been withdrawn. Hence, payment through stock invest would not be accepted in this issue.

PAYMENT INTO ESCROW ACCOUNT(S) FOR ANCHOR INVESTORS

Our Company, in consultation with the BRLM, 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. Anchor Investors are not permitted to Bid on the Issue through the ASBA process. Instead, Anchor Investors are required to transfer the Bid Amount (through direct credit, real-time gross settlement ("RTGS"), national automated clearing house ("NACH") or national electronic fund transfer ("NEFT") to the Escrow Account(s). For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favor of:

In case of resident Anchor Investors: "[●]"; and
In case of Non-Resident Anchor Investors: "[●]".

Anchor Investors should note that the escrow mechanism is not prescribed by the SEBI and has been established as an arrangement between our Company and the Syndicate, if any the Escrow Collection Bank and the Registrar to the issue to facilitate collections of Bid amounts from Anchor Investors.

PRE-ISSUEAND PRICE BAND ADVERTISEMENT

Subject to Section 30 of the Companies Act, our Company shall, after registering the Draft Red Herring Prospectus with the ROC, publish a pre-Issue and price band advertisement, in the form prescribed by the SEBI ICDR Regulations, in all editions of the [●] (a widely circulated English national daily newspaper) and all editions of [●] (a widely circulated Hindi national daily newspaper) [●] Tamil edition (Tamil being the regional language of Tamil Nadu, where our registered office is located).

In the pre-Issue and price band advertisement, we shall state the Bid/ Issue Opening Date and the Bid/ Issue Closing Date. This advertisement, subject to the provisions of Section 30 of the Companies Act, 2013 and Regulation 264 of SEBI ICDR Regulations, shall be in the format prescribed in Part A of Schedule X of the SEBI ICDR Regulations.

ALLOTMENT ADVERTISEMENT

The Allotment Advertisement shall be uploaded on the websites of our Company, the BRLM and the Registrar to the Issue, before 9:00 p.m. IST, on the date of receipt of the final listing and trading approval from the Stock Exchange where the Equity Shares are proposed to be listed, provided such final listing and trading approval from the Stock Exchange is received prior to 9:00 p.m. IST on that day. In the event, that the final listing and trading approval from the Stock Exchange is received post 9:00 p.m. IST on the date of receipt of the final listing and trading approval from the Stock Exchange where the Equity Shares of the Issuer are proposed to be listed, then the Allotment Advertisement shall be uploaded on the websites of our Company, the BRLM and the Registrar to the Issue, following the receipt of the final listing and trading approval from the Stock Exchange.

Our Company, the BRLM and the Registrar to the Issue shall publish an allotment advertisement not later than one Working Day after the commencement of trading, disclosing the date of commencement of trading in all editions of the [●] (a widely circulated English national daily newspaper) and all editions of [●] (a widely circulated Hindi national daily newspaper) and editions of [●] (Tamil also being the regional language of Tamil Nadu, where our registered office is located).

ISSUANCE OF ALLOTMENT ADVICE

On the Designated date, the SCSBs shall transfer the funds represented by allocation of equity shares into public issue account with the banker to the issue. Upon approval of the basis of the allotment by the Designated Stock Exchange, the Registrar to the issue shall upload the same on its website. On the basis of approved basis of allotment, the issuer shall pass necessary corporate action to facilitate the allotment and credit of equity shares. Applicants are advised to instruct their respective depository participants to accept the equity shares that may be allotted to them pursuant to the issue. Pursuant to confirmation of such corporate actions the Registrar to the issue will dispatch allotment advice to the applicants who have been allotted equity shares in the issue. The dispatch of allotment advice shall be deemed a valid, binding and irrevocable contract.

The Company will issue and dispatch letters of allotment/ securities certificates and/ or letters of regret or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the issue Closing Date. The issuer also ensures the credit of shares to the successful Applicants 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.

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 2 working days of the 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.

NAMES OF ENTITIES RESPONSIBLE FOR FINALISING THE BASIS OF ALLOTMENT IN A FAIR AND PROPER MANNER

The authorized employees of the Stock Exchange, along with the BRLM and the Registrar, shall ensure that the Basis of Allotment is finalized in a fair and proper manner in accordance with the procedure specified in SEBI ICDR Regulations.

METHOD OF ALLOTMENT AS MAY BE PRESCRIBED BY SEBI FROM TIME TO TIME

Our Company will not make any allotment in excess of the Equity Shares issued through the issue document except in case of oversubscription for the purpose of rounding off to make allotment, in consultation with the Designated Stock Exchange. Further, upon oversubscription, an allotment of not more than 10% of the Net Issue to the public may be made for the purpose of making allotment in minimum lots.

The allotment of Equity Shares to Bidders other than to the Individual Investors, NIIs and Anchor Investors shall be on a proportionate basis within the respective investor categories and the number of securities allotted shall be rounded off to the nearest integer, subject to the minimum allotment being equal to the minimum application size as determined and disclosed.

The allotment of Equity Shares to each Individual Investors shall not be less than the minimum bid lots, subject to the availability of shares in the Individual Investors category, and the remaining available shares, if any, shall be allotted on a proportionate basis. The allotment to each Non-Institutional Investor shall not be less than the minimum application size, subject to the availability of Equity Shares in the Non-Institutional Portion, and the remaining Equity Shares, if any, shall be allotted on a proportionate basis in accordance with the conditions specified in Schedule XIII to the SEBI ICDR Regulations.

ISSUE PROCEDURE FOR APPLICATION SUPPORTED BY BLOCKED ACCOUNT (ASBA)

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015, all Applicants 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 Applicants are advised to make their independent investigations and to ensure that the ASBA 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 Application Form, please refer the above-mentioned SEBI link.

METHOD AND PROCESS OF APPLICATIONS

1. The Designated Intermediaries shall accept applications from the Applicants during the Issue Period.

2. The Issue Period shall be for a minimum of 3 (three) Working Days and shall not exceed 10 (ten) Working Days. The Issue Period may be extended, if required, by an additional three Working Days, subject to the total Issue period not exceeding 10 (ten) Working Days.

3. During the Issue Period, Applicants who are interested in subscribing to the Equity Shares should approach the Designated Intermediaries to register their applications.

4. The Applicant cannot apply on another Application Form after applications on one Application Form have been submitted to the Designated Intermediaries. Submission of a second Application form to either the same or to another Designated Intermediary will be treated as multiple applications and is liable to be rejected either before entering the application into the electronic collecting system or at any point prior to the allocation or Allotment of Equity Shares in this issue.

5. Designated Intermediaries accepting the application forms shall be responsible for uploading the application along with other relevant details in application forms on the electronic bidding system of stock exchange and submitting the form to SCSBs for blocking of funds (except in case of SCSBs, where blocking of funds will be done by respective SCSBs only). All applications shall be stamped and thereby acknowledged by the Designated Intermediaries at the time of receipt.

6. The Designated Intermediaries will enter each application option into the electronic collecting system as a separate application and generate a TRS and give the same to the applicant.

7. Upon receipt of the Application Form, submitted whether in physical or electronic mode, the Designated Intermediary shall verify if sufficient funds equal to the Application Amount are available in the ASBA Account, as mentioned in the Application Form, prior to uploading such applications with the Stock Exchange.

8. If sufficient funds are not available in the ASBA Account, the Designated Intermediary shall reject such applications and shall not upload such applications with the Stock Exchange.

9. If sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Application Amount mentioned in the Application Form and will enter each application option into the electronic collecting system as a separate application and generate a TRS for each price and demand option. The TRS shall be furnished to the Applicant on request. The registration of the Application by the Designated Intermediary does not guarantee that the Equity Shares shall be allocated/ allotted. Such Acknowledgement will be non-negotiable and by itself will not create any obligation of any kind. When an Applicant revises his or her Application (in case of revision in the Price), he /she shall surrender the earlier Acknowledgement Slip and may request for a revised TRS from the relevant Designated Intermediary as proof of his or her having revised the previous Application.

10. The Application Amount shall remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment and consequent transfer of the Application Amount against the Allotted Equity Shares to the Public Issue Account, or until withdrawal/ failure of the issue or until withdrawal/ rejection of the Application Form, as the case may be. Once the Basis of Allotment if finalized, the Registrar to the issue shall send an appropriate request to the Controlling Branch of the SCSB for unblocking the relevant ASBA Accounts and for transferring the amount allocable to the successful Applicants 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.

APPLICANT'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 application form is mandatory and applications that do not contain such details are liable to be rejected.

Applicants should note that on the basis of name of the Applicants, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Application Form as entered into the Stock Exchange online system, the Registrar to the Issue will obtain from the Depository the demographic details including address, Applicants bank account details, MICR code and occupation (**hereinafter referred to as 'Demographic Details'**). These Demographic Details would be used for all correspondence with the Applicants including mailing of the Allotment Advice. The Demographic Details given by Applicants in the Application Form would not be used for any other purpose by the Registrar to the Issue.
By signing the Application Form, the Applicant 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 APPLICATION FORM

All 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 the investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the 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 Applicant, Application Form number, Applicants Depository Account Details, number of Equity Shares applied for, date of Application form, name and address of the Designated Intermediary where the Application is 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 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 1 (one) Working Day of date of Allotment of Equity Shares.

The Company shall use best efforts to ensure that all steps for completion of necessary formalities for listing and commencement of trading at EMERGE Platform of NSE ("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 2 (two) 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 the SEBI ICDR Regulations, the Companies Act 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.

RIGHT TO REJECT APPLICATIONS

In the case of QIB Applicants, the Company in consultation with the Book Running Lead Manager, may reject Applications provided that the reasons for rejecting the same shall be provided to such Applicant in writing. In the case of Non-Institutional Applicants, Individual Investors who applied, the Company has a right to reject Applications based on technical grounds.

INVESTOR GRIEVANCE

In case of any pre-issue or post-issue related issues regarding share certificates/demat credit/refund orders/unblocking etc., investors may reach out to the Company Secretary and Compliance Officer. For details of the Company Secretary and Compliance Officer, please refer to the chapter titled "***General Information- Company Secretary and Compliance Officer***" on page 50 of this Draft Red Herring Prospectus.

In case of any delay in unblocking amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding two Working Days from the Issue Closing Date, the Applicant shall be compensated at a uniform rate of ₹100 per day for the entire duration of delay exceeding two Working Days from the Issue Closing Date by the intermediary responsible for causing such delay in unblocking. The Book Running Lead Manager shall, in its sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking.

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, for fraud involving an amount of at least ₹1 million or 1% of the turnover of the company, whichever is lower, includes imprisonment for a term which shall not be less than 6 (six) months extending up to 10 (ten) years and fine of an amount not less than the amount involved in the fraud, extending up to three times such amount (provided that where the fraud involves public interest, such term shall not be less than three years.) Further, where the fraud involves an amount less than ₹1 million or 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 years or with fine which may extend to ₹5 million or with both.

DEPOSITORY ARRANGEMENTS

The Allotment of the Equity Shares in the issue shall be only in a dematerialised form, (i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through the electronic mode). In this context, tripartite agreements had been signed amongst our Company, the respective Depositories and the Registrar to the issue:

Agreement dated September 11, 2024 among NSDL, our Company and the Registrar to the issue.
Agreement dated September 30, 2026, among CDSL, our Company and Registrar to the issue.

Our Company's equity shares bear an ISIN No. INE152601014.

UNDERTAKINGS BY OUR COMPANY

Our Company undertakes the following:

1. That the complaints received in respect of the issue shall be attended expeditiously and satisfactorily;

2. That all steps will be taken for 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 closing date.

3. If our Company does not proceed with the issue after the 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 issue Closing Date. The public notice shall be issued in the same newspapers where the pre-issue and price band advertisement were published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;

4. 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;

5. Where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the applicant within the time prescribed under applicable law, giving details of the bank where refunds shall be credited along with amount and expected date of electronic credit of refund;

6. That our Promoters' contribution in full has already been brought in;

7. That no further Issue of Equity Shares shall be made till the Equity Shares issued through the Red Herring Prospectus are listed or until the application monies are refunded on account of non-listing, under subscription etc.;

8. That adequate arrangement shall be made to collect all Applications Supported by Blocked Amount while finalizing the Basis of Allotment;

9. If our Company withdraws the issue after the 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, the SEBI Regulations and applicable law for the delayed period;

11. The certificates of the securities/refund orders to Eligible NRIs shall be dispatched within specified time; and

12. None of the promoters or directors of the company are a wilful defaulter under Section 5(c) of SEBI ICDR Regulations.

UTILISATION OF NET 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 Section 40(3) of the Companies Act;

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;

4. Our Company shall comply with the requirements of SEBI LODR Regulations, in relation to the disclosure and monitoring of the utilization of the proceeds of the Issue; and

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.

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.

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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 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. The responsibility of granting approval for foreign investment under the Consolidated FDI Policy and FEMA has been entrusted to the concerned ministries / departments.

The Government of India has from time to time made policy pronouncements on FDI through press notes and press releases. The Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry (formerly Department of Industrial Policy and Promotion), Government of India ("**DPIIT**") issued the Consolidated FDI Policy, which consolidates and supersedes all previous press notes, press releases and clarifications on FDI issued by the DPIIT that were in force and effect prior to October 15, 2020. Under the current FDI Policy, 100% foreign direct investment is permitted in the manufacturing sector under the automatic route, subject to compliance with certain prescribed conditions.

The transfer of shares between an Indian resident and a non-resident does not require the prior approval of RBI, provided that: (i) the activities of the investee company are under the automatic route under the Consolidated FDI Policy and transfer does not attract the provisions of the SEBI Takeover Regulations, (ii) the non-resident shareholding is within the sectoral limits under the Consolidated FDI policy, and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI / RBI.

Further, in accordance with Press Note No. 3 (2020 Series), dated April 17, 2020 issued by the DPIIT and the Foreign Exchange Management (Non-debt Instruments) Amendment Rules, 2020 which came into effect from April 22, 2020, any investment, subscription, purchase or sale of equity instruments by entities of a country which shares land border with India or where the beneficial owner of an investment into India is situated in or is a citizen of any such country ("**Restricted Investor**"), will require prior approval of the Government, as prescribed in the Consolidated FDI Policy and the FEMA Rules. Further, in the event of transfer of ownership of any existing or future FDI in an entity in India, directly or indirectly, resulting in the beneficial ownership falling within the aforesaid restriction / purview, such subsequent change in the beneficial ownership will also require approval of the Government. Furthermore, on April 22, 2020, the Ministry of Finance, Government of India has also made a similar amendment to the FEMA Rules. Each Applicant should seek independent legal advice about its ability to participate in the Issue. In the event such prior approval of the Government of India is required, and such approval has been obtained, the Applicant shall intimate our Company and the Registrar to the Issue in writing about such approval along with a copy thereof within the Issue Period.

As per the existing policy of the Government of India, OCBs cannot participate in this Issue.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and unless so registered may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, such Equity Shares are being offered and sold (i) outside of the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers, 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 offered or sold, and Bids 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 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.

For further details, see "***Issue Procedure"*** beginning on page 216 of this Draft Red Herring Prospectus.

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SECTION VIII - DESCRIPTION OF EQUITY SHARES AND TERMS OF ARTICLES OF ASSOCIATION

ARTICLES OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

VETRIVEL EXPLOSIVES LIMITED

Company to be governed by these Articles

1. The Regulations contained in Table F, in the First Schedule to the Companies Act, 2013 (Table F), as are applicable to a Public Company Limited by Shares, shall apply to this Company, so far as they are not inconsistent with any of the provisions contained in these Articles or modifications thereof and only to the extent that there are no specific provisions in these Articles.

The regulations for the management of the Company and for the observance by the members thereto and their representatives shall, subject to any exercise of the statutory powers of the Company with reference to the deletion or alterations of, or addition to, its regulations by Resolution, as prescribed or permitted by the Companies Act, 2013, be such as are contained in these Articles.

General Powers

2. Wherever in the Act or other laws, it has been provided that the company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is authorized by its articles, then and in that case, this Article authorizes and empowers the Company and its board of directors to have such rights, privileges or authorities to carry such transaction as have been permitted by the Act, without there being any specific article in that behalf and it shall be deemed that the said rights, privileges or authorities are existing in these Articles

Act to override these Articles in case of inconsistency

3. Notwithstanding anything contained in these Articles, if any provision of these Articles is inconsistent with the provisions of the Act or any other laws or becomes inconsistent or repugnant with the provisions of the Act or any other laws on account of any amendment or modification or statutory re-enactment thereof, the Company shall be governed and bound by, and the Board shall be deemed to be authorized by these Articles to comply with, the provisions of the Act or any other laws to the extent of inconsistency or repugnancy.

Note: Members, vide a Special Resolution dated 28th September 2026, approved the adoption of a new set of Articles of Association in substitution of the existing Articles.

Interpretation Clause

I. 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, 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 and any adjournment thereof 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 and Act.

- **"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.
- **"Charge"** means an interest or lien created on the property or assets of a Company or any of its undertakings or both as security and includes a mortgage.
- **"Chairman / Chairperson"** shall mean Chairman of Board of Directors.
- **"Company" or "this Company"** shall mean **VETRIVEL EXPLOSIVES LIMITED.**
- **"Company Secretary" or "Secretary"** shall mean a Company Secretary as defined in Section (c) of subsection (1) of Section 2 of the Company Secretary Act, 1980 and who is appointed by a Company to perform the functions of a Company Secretary under this Act.
- **"Debenture"** includes debenture stock, bonds or any other instrument of the Company evidencing a debt, whether constituting a charge on the assets of the Company or not.
- **"Depositories Act"** shall mean The Depositories Act, 2018 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.
- **"Document"** includes summons, notice, requisition, order, declaration, form and register, whether issued, sent or kept in pursuance of this Act or under any other law for the time being in force or otherwise, maintained on paper or in electronic form.
- **"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 per equity shares 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 members duly called and constituted and adjourned holding in accordance with the provisions of the Articles and 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.
- **"Member"** – means duly registered holder for the time being of the shares of the Company and in case of shares held in dematerialized form, such person whose name is entered as a beneficial owner in the records of a depository
- **"Month"** means a calendar month.
- **"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.
- **"Registrar"** shall mean the Registrar of Companies, from time to time having jurisdiction over the Company.
- **"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 or any other method of authentication of documents as specified under the Act or amendment thereto.
- **"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 Shares), scrips, 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, preference shares and includes stock.
- **"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 the BSE Limited, the National Stock Exchange of India Limited and any other stock exchange in India where the Securities will be / are listed.

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.

Save as aforesaid, any words or expressions defined in the Act shall, if not inconsistent with the subject or context, bear the same meaning in these Articles.

Public Company

II. (1) "public company" means a company which—
(a) is not a private company;
(b) has a minimum paid-up share capital as may be prescribed:
Provided that a company which is a subsidiary of a company, not being a private company, shall be deemed to be public company for the purposes of this Act even where such subsidiary company continues to be a private company in its articles

Share capital and Variation of Rights

III.

1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

2. (i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided, -

(a) One certificate for all his shares without payment of any charges; or
(b) Several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

(ii) Every certificate shall specify the shares to which it relates and the amount of paid-up thereon and shall be signed by two directors or by director and the company secretary, where the company has appointed a company secretary:
Provided that in case the company has a common seal, it shall be affixed in the presence of the persons required to sign certificate.
(iii) In respect of any 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 for a share to one of several joint holders shall be sufficient delivery to all such holders.

3. (*i*) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back 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 deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued without payment of fee if the directors so decide or on payment of not exceeding twenty rupees for each certificate as the directors shall prescribe.

4. Every Certificate shall be issued in such manner as prescribed under the Act or Rules framed thereunder or under other applicable laws applicable from time to time.

The particulars of every renewed or duplicate share certificate issued shall be entered forthwith in a Register of Renewed and Duplicate Share Certificates maintained in prescribed format indicating against the name(s) of the person(s) to whom the certificate is issued, the number and date of issue of the share certificate in lieu of which the new certificate is issued, and the necessary changes indicated in the Register of Members by suitable cross-references in the "Remarks" column.

Provided that notwithstanding what is stated above the Directors shall comply with such Rules or Regulation or requirements of any Stock Exchange or the Rules made under the Act or the rules made under Securities Contracts (Regulation) Act, 1956, or any other Act, or rules applicable in this behalf.

(ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures and other securities of the company.

5. Except as required by law, no person shall be recognized by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

6. (*i*) The company may exercise the powers of paying commissions conferred by sub-section (*6*) of section 40, provided that the rate per cent. or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.

(ii) The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.

(iii) The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

7. (*i*) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(*ii*) To every such separate meeting, the provisions of these regulations 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.

8. 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.

Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.

Any debentures, debenture-stock or other securities may be issued at a discount, premium or otherwise and may be issued on condition that they shall be convertible into shares of any denomination and with any privileges and conditions as to redemption, surrender, drawing, allotment of shares, attending (but not voting) at the General Meeting, the appointment of Directors and otherwise. Debentures with the right to conversion into or allotment of shares shall be issued only with the consent of the Company in the General Meeting by a Special Resolution.

The Company may exercise the powers of issuing sweat equity shares conferred by Section 54 of the Act of a class of shares already issued subject to such conditions as may be specified in the Act and Rules framed thereunder.

The Company may provide share-based benefits including but not limited to Stock Options, Stock Appreciation Rights, or any other co-investment share plan and other forms of share-based compensations to Employees including its Directors other than independent directors and such other persons as the rules may allow, under any scheme, subject to the provisions of the Act, the Rules made thereunder and any other law for the time being in force, by whatever name called.

Subject to compliance with applicable provision of the Act and Rules framed thereunder and other applicable laws, the Company shall have power to issue depository receipts and other permissible securities in any foreign country and to seek listing thereof on any foreign stock exchange(s).

Subject to compliance with applicable provisions of the Act and Rules framed thereunder, the Company shall have power to issue any kind of securities or kinds of share capital as permitted to be issued under the Act and rules framed thereunder.

The Company may issue warrants subject to compliance with the provisions of the Act, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any statutory modifications or re-enactment thereof and other applicable laws as may be applicable.

The provisions of these Articles relating to share capital and variation of rights thereon shall mutatis mutandis apply to Debentures and other securities of the Company, as applicable.

The Board shall comply with such Rules or Regulations or Requirements of any stock exchange or the Rules made under Securities Contract (Regulations) Act, 1956 or any other Act or Rules as may be applicable for the purpose of these Articles.

Provided that any restriction, condition or prohibition required to be included in the Articles of Association pursuant to any such Rules, Regulations or Requirements of any stock exchange or the Rules made under Securities Contract (Regulations) Act, 1956 or any other Act and which are not incorporated in these Articles shall be deemed have effect as if such restriction, condition or prohibition are expressly provided by or under these Articles.

Company shall not give whether directly or indirectly, by means of a loan, guarantee, the provision of security or otherwise, any financial assistance for or in connection with the purchase or subscription of any shares in the Company or in its holding Company, save as provided by Section 67 of the Act.

If by the conditions of allotment of any share the whole or part of the amount or issue price thereof shall be payable by installment, every such installment shall when due be paid to the Company by the person who for the time being and from time to time shall be the registered holder of the share or his legal representative.

Dematerialization

8A. Subject to the provisions of the Act and Rules made thereunder the Company shall offer its members facility to hold securities issued by it in dematerialized form and will offer the Securities for subscription in dematerialized form pursuant to the Depositories Act, 1996 and the rules framed thereunder, if any, and the register and index of beneficial owners maintained by the relevant Depository under section 11 of the Depositories Act, 1996, shall be deemed to be the corresponding register and index maintained by the Company.

Notwithstanding anything contained herein, the Company shall be entitled to treat the person whose names appear in the register of members as a holder of any share or whose names appear as beneficial owners of shares in the records of the Depository, as the absolute owner thereof and accordingly shall not (except as ordered by a Court of competent jurisdiction or as required by law) be bound to recognize any benami trust or equity or equitable contingent or other claim to or interest in such share on the part of any other person whether or not it shall have express or implied notice thereof.

Unless otherwise permitted under the Act or the Depositories Act, 1996, the Company shall offer and allot, and every person subscribing to securities offered by the Company shall hold, the securities in dematerialized form with a Depository. The Company shall intimate such Depository the details of allotment of the security, and on receipt of the information, the Depository shall enter in the records the name of the allottee as the beneficial owner of the security. Such a person who is a beneficial owner of the securities can at any time opt out of a Depository, if permitted by the law, in respect of any security in the manner provided by the Depositories Act, 1996, and the Company shall, in the manner and within the time prescribed issue to the beneficial owner the required Certificates of Securities.

All securities held by a depository shall be dematerialized and be in fungible form. Nothing contained in Sections 89 and 90 and such other applicable provisions of the Act shall apply to a Depository in respect of the securities held by it on behalf of the beneficial owners.

(a) Notwithstanding anything to the contrary contained in the Act or these Articles, a Depository shall be deemed to be the registered owner for the purpose of effecting transfer of ownership of securities on behalf of the beneficial owner. (b) Save and otherwise provided 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. (c) Every person holding securities of the Company and whose name is entered as the beneficial owner in the records of the Depository shall be deemed to be a member of the Company. The beneficial owner of securities shall be entitled to all rights and benefits and be subject to all liabilities in respect of the securities held by a Depository on behalf of the beneficial owner.

Notwithstanding anything contained in these Articles, where securities issued by the Company are dealt with by a Depository, the Company shall intimate the details thereof to the Depository immediately on allotment of such securities.

Nothing contained in Section 45 of the Act or these Articles regarding the necessity of having distinctive numbers for securities issued by the Company, shall apply to securities held with a Depository.

Lien

9. (i). The company shall have a first and paramount lien

a. on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and

b. on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company: Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause.

(ii) The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.

(iii) That fully paid shares shall be free from all lien and that in the case of partly paid shares the Issuer's lien shall be restricted to moneys called or payable at a fixed time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:
Provided that no sale shall be made—

(*a*) unless a sum in respect of which the lien exists is presently payable; or
(*b*) until the expiration of fourteen 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.

11. (*i*) To give effect to any such sale, the Board may authorize some person to transfer the shares sold to the purchaser thereof.
(ii) The purchaser shall be registered as the holder of the shares comprised in any such transfer.
(iii) The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.

12. (*i*) The proceeds of the 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.
(*ii*) 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.

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.

Underwriting and Brokerage

12A. (a) 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.
(b) The Company may also, on any issue of shares or Debentures, pay such reasonable brokerage as may be lawful.

Calls on Shares

13. (*i*) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:

Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.
(*ii*) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.
(*iii*) A call may be revoked or postponed at the discretion of the Board
(iv) That any amount paid up in advance of calls on any share may carry interest but shall not in respect thereof confer a right to dividend or to participate in profits

14. A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16. (*i*) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent. per annum or at such lower rate, if any, as the Board may determine.

(*ii*) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17. (*i*) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(*ii*) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board—

(*a*) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and
(*b*) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of Shares

19. (*i*) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.
(*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.
(iii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register—

(*a*) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or
(*b*) any transfer of shares on which the company has a lien.

21. The Board may decline to recognize any instrument of transfer unless—

(*a*) the instrument of transfer is in the form as prescribed in rules made under sub-section (*1*) of section 56;
(*b*) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and
(*c*) the instrument of transfer is in respect of only one class of shares.

22. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of Shares

23. (*i*) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognized by the company as having any title to his interest in the shares.

(*ii*) Nothing in clause (*i*) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

24. (*i*) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—

(*a*) to be registered himself as holder of the share; or
(*b*) to make such transfer of the share as the deceased or insolvent member could have made.

(*ii*) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25. (*i*) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(*ii*) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(*iii*) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.

In the case of transfer and transmission of shares or other marketable 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, 1996 shall apply.
Every holder of securities of the Company who intends to transfer such securities shall get such securities dematerialized before the transfer;

Provided that, requests for effecting transfer of securities shall not be processed by the Company unless the securities are held in the dematerialized form with a depository.
Nothing contained in Section 56 of the Act or these Articles shall apply to transfer of securities issued by the Company, affected by a transferor and transferee both of whom are entered as beneficial owners in the records of a Depository.

NOMINATION

a) Notwithstanding anything contained in these Articles, every holder of securities of the Company may, at any time, nominate a person in whom his/her securities shall vest in the event of his/her death and the provisions of Section 72 of the Act, shall apply in respect of such nomination.

b) No person shall be recognized by the Company as a nominee unless an intimation of the appointment of the said person as nominee has been given to the Company during the lifetime of the holder(s) of the securities of the Company in the manner specified under Section 72 of the Act, read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014.

c) The Company shall not be in any way responsible for transferring the securities consequent upon such nomination.
If the holder(s) of the securities survive(s) nominee, then the nomination made by the holder(s) shall be of no effect and shall automatically stand revoked.
A nominee, upon production of such evidence as may be required by the Board and subject as hereinafter provided, elect, either-

a) to be registered himself as holder of the security, as the case may be; or
b) to make such transfer of the security, as the case may be, as the deceased security holder, could have made;
c) if the nominee elects to be registered as holder of the security, himself, he shall deliver or send to the Company, a notice in writing signed by him stating that he so elects and such notice shall be accompanied with the death certificate of the deceased security holder;
d) a nominee shall be entitled to the same dividends and other advantages to which he would be entitled to, if he were the registered holder of the security except that he shall not, before being registered as a member in respect of his security, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the Company.

Forfeiture and Surrender of shares

27. If a member fails to pay any call, or instalment of a call, or any moneys due in respect of any shares either by way of principal or interest on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment any part thereof or other moneys as aforesaid remains unpaid, serve a notice on him or his legal representatives or to any of the Persons entitled to the shares by transmission requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

28. notice aforesaid shall—

(*a*) Name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and
(*b*) State that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.

29. If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment 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.

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.

30. (*i*) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.
(*ii*) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

31. (*i*) A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares.

(*ii*) The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.

32. (*i*) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited 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 share;

(*ii*) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(*iii*) The transferee shall thereupon be registered as the holder of the share; and

(*iv*) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

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.

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.
The Directors may, subject to the provisions of the Act, accept a surrender of any share from or by any Member desirous of surrendering on such terms the Directors may think fit.

33. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

34. The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.

35. Subject to the provisions of section 61, the company may, by ordinary resolution, —

(*a*) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
(*b*) convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination;
(*c*) sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum;
(*d*) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
(e) Permission for sub-division/ consolidation of share certificates

36. Where shares are converted into stock, —

(*a*) the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit:
Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares 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 privilege or advantage (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*) such of the regulations of the company 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.

37. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorized and consent required by law, —

(*a*) its share capital;
(*b*) any capital redemption reserve account; or
(*c*) any share premium account.

Capitalization of Profits

38. (*i*) 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 profit and loss account, or otherwise available for distribution; and
(*b*) that such sum be accordingly set free for distribution in the manner specified in clause (*ii*) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions.
(*ii*) The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (*iii*), either in or towards—
(*A*) paying up any amounts for the time being unpaid on any shares held by such members respectively;
(*B*) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;
(*C*) partly in the way specified in sub-clause (*A*) and partly in that specified in sub-clause (*B*);
(*D*) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;
(*E*) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

39. (*i*) Whenever such a resolution as aforesaid shall have been passed, the Board shall—

(*a*) make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issues of fully paid shares if any; and
(*b*) generally, do all acts and things required to give effect thereto.

(*ii*) The Board shall have power—

(*a*) to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and

(*b*) to authorize any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalization, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalized, of the amount or any part of the amounts remaining unpaid on their existing shares;

(iii) Any agreement made under such authority shall be effective and binding on such members.

Buy-back of shares

40. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

41. All general meetings other than annual general meeting shall be called extraordinary general meeting.

42. (*i*) The Board may, whenever it thinks fit, call an extraordinary general meeting.
(*ii*) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

43. (*i*) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
(*ii*) Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.

44. The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.

45. If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.

46. If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.

Adjournment of meeting

47. (i). The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.
(ii). No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
(iii). When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.
(iv). 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.

Voting rights

48. (i). Subject to any rights or restrictions for the time being attached to any class or classes of shares
(ii). on a show of hands, every member present in person shall have one vote; and
(iii). on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.

49. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once.

50. (i). In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.
(ii). For this purpose, seniority shall be determined by the order in which the names stand in the register of members.

51. A member 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, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

52. Any business other than that upon which a poll has been demanded maybe proceeded with, pending the taking of the poll.

53. No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid

54. (i). No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.
(ii). Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.

Proxy

55. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarized copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

56. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

57. A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given:
Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.

Board of Directors

58. **(a)** Unless otherwise determined by General Meeting, the number of Directors shall not be less than three (3) and not more than fifteen (15), and at least one (1) Director shall be resident of India in the previous year
Provided that the Company may appoint more than fifteen (15) directors after passing a Special Resolution.
(b) The Persons named hereinafter are the Directors of the Company at the time of adoption of new set of Articles:

1) **RAMALINGAM VIJAYAKANNAN**
2) **RAMALINGAM VETRIVEL**
3) **SENTHILNATHAN**
4) **JAYAPAL SIVANANDHAM**
5) **BHOOPATHY AKILAN**
6) **RAMAKRISHNAN SOUNDARIA**

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 or any other Law, if applicable to the Company. The Board shall have an optimum combination of executive, Non-executive and Independent Directors with at least 1 (one) woman Director, as may be prescribed by Law from time to time.

(c) Subject to Article 41(a), Sections 149, 152 and 164 of the Act and other provisions of the Act, the Company may increase or reduce the number of Directors.

(d) 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.

(e) Whenever the Company enters 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 under-writing, the Directors shall have, subject to the provisions of the Act and notwithstanding anything to the contrary contained in these Articles, the power to agree

that such appointer, to appoint by a notice in writing addressed to the Company, one or more persons as a Director or Directors of the Company for such period and upon such conditions as may be mentioned in the agreement. Any Director so appointed is herein referred to as a Nominee Director.

(f) The Nominee Director/s so appointed shall not be required to hold any qualification shares in the Company nor shall be liable to retire by rotation. The Board of Directors of the Company shall have no power to remove from office the Nominee Director/s so appointed. The said Nominee Director/s shall be entitled to the same rights and privileges including receiving of notices, copies of the minutes, sitting fees, etc. as any other Director of the Company is entitled.

(g) If the Nominee Director/s is an officer of any of the financial institution the sitting fees in relation to such nominee Directors shall accrue to such financial institution and the same accordingly be paid by the Company to them. The Financial Institution shall be entitled to depute observer to attend the meetings of the Board or any other Committee constituted by the Board.

The Nominee Director/s shall, notwithstanding anything to the contrary contained in these Articles, be at liberty to disclose any information obtained by him/them to the Financial Institution appointing him/them as such Director/s.

The Board may appoint an Alternate Director to act for a Director (hereinafter called "The Original Director") during his absence for a period of not less than three months from India. An Alternate Director appointed under this Article shall not hold office for 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 office of the Original Director is determined before he so returns to India, any provision in the Act or in these Articles for the automatic re-appointment of retiring Director in default of another appointment shall apply to the Original Director and not to the Alternate Director.
Subject to the provisions of the Act, the Board shall have power at any time and from time to time to appoint any other person to be an Additional Director but so that the total number of Directors shall not at any time exceed the maximum fixed under these Articles. Any such Additional Director shall hold office only up to the date of the next Annual General Meeting but shall be eligible for appointment by the Company as a Director at that Meeting subject to the provisions of the Act.

Subject to the provisions of the Act, the Board shall have power at any time and from time to time to appoint a Director, whose appointment shall be subsequently approved by members in the immediate next general meeting, if the office of any director appointed by the company in general meeting is vacated before his term of office expires in the normal course, who shall hold office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been vacated by him.

The Company shall appoint such number of Independent Directors as it may deem fit, for a term specified in the resolution appointing him. An Independent Director may be appointed to hold office for a term of up to five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of Special Resolution and such other compliances as may be required in this regard. No Independent Director shall hold office for more than two consecutive terms. The provisions relating to retirement of directors by rotation shall not be applicable to appointment of Independent Directors.

The office of a Director shall be deemed to be vacated in accordance with Section 167 of the Act
The Company may by an ordinary resolution remove any Director (not being a Director appointed by the Tribunal in pursuance of Section 242 of the Act) in accordance with the provisions of Section 169 of the Act. A Director so removed shall not be re-appointed a Director by the Board of Directors.
Subject to the provisions of Section 168 of the Act a Director may at any time resign from his office upon giving notice in writing to the Company of his intention so to do, and thereupon his office shall be vacated.

59. (*i*) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.
(*ii*) 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.

60. The Board may pay all expenses incurred in getting up and registering the company.

61. The company may exercise the powers conferred on it by section 88 with regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.

62. All cheques, promissory notes, drafts, *hundis*, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine.

63. Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.

64. (*i*) Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles.

(*ii*) Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.

Proceedings of the Board

65. (*i*) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.
(*ii*) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
(iii) 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.
(iv) 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 recognizing 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.

66. **(*i*)** The quorum for a meeting of the Board shall, unless otherwise provided under the Act or other applicable laws, be one-third of its total strength (any fraction contained in that one third being rounded off as one), or two directors whichever is higher and the directors participating by video conferencing or by other permitted means shall also counted for the purposes of this Article. 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, being not less than two, shall be the quorum during such time.

Explanation: The expressions "interested Director" shall have the meanings given in Section 184(2) of the said Act and the expression "total strength" shall have the meaning as given in Section 174 of the Act.
Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
(*ii*) Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
(iii) In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.

67. The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

68. (*i*) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

(*ii*) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

69. (*i*) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.
(*ii*) The Meetings and proceedings of any such Committee of the Board consisting of two or 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. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.

70. (*i*) A committee may elect a Chairperson of its meetings.
(*ii*) If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.

71. (*i*) A committee may meet and adjourn as it thinks fit.
(*ii*) Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.

72. All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.

73. 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.

Resolution by Circulation

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, 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 prescribed and has been approved by a majority of the Directors or members, who are entitled to vote on the resolution:
Provided that, where not less than one-third of the total number of Directors of the company for the time being require that any resolution under circulation must be decided at a meeting, the chairperson shall put the resolution to be decided at a meeting of the Board.
A resolution approved by way of circulation 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.

Powers of the Board

The business of the Company shall be managed by the Board who may exercise all such powers of the Company and do all such acts and things as may be necessary, unless otherwise restricted by the Act, or by any other law or by the Memorandum or by these Articles required to be exercised by the Company in General Meeting. However, 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.

Managing and Whole-Time Directors

(a) Subject to the provisions of the Act and of these Articles, the Directors may from time to time appoint one or more of their body to be a Managing Director, Joint Managing Director or Managing Directors or Whole-time Director or Whole-time Directors or Manager either for a fixed term or for such term not exceeding five years at a time as they may think fit to manage the affairs and business of the Company and may from time to time (subject to the provisions of any contract between him or them and the Company if any) remove or dismiss him or them from office and appoint another or others in his or their place or places.
(b) Subject to the provisions of the Act and these Articles, the Managing Director, or the Whole Time Director shall not, while he continues to hold that office, be subject to retirement by rotation but he shall, subject to the provisions of any contract between him and the Company, be subject to the same provisions as the resignation and removal of any other Directors of the Company and he shall ipso facto and immediately cease to be a Managing Director or Whole Time Director if he ceases to hold the office of Director from any cause provided that if at any time the number of Directors (including Managing Director or Whole Time Directors) as are not subject to retirement by rotation shall exceed one-third of the total number of the Directors for the time being, then such of the Managing Director or Whole Time Director or two or more of them as the Directors may from time to time determine shall be liable to retirement by rotation to the intent that the Directors not so liable to retirement by rotation shall not exceed one-third of the total number of Directors for the time being.
(c)A Managing Director or Whole-time Director who is appointed as Director immediately on the retirement by rotation shall continue to hold his office as Managing Director or Whole-time Director and such re-appointment as such Director shall not be deemed to constitute a break in his appointment as Managing Director or Whole-time Director.

(d)(a) Subject to control, direction and supervision of the Board of Directors, the day-to-day management of the company will be in the hands of the Managing Director or Whole-time Director appointed in accordance with regulations of these Articles with powers to the Directors to distribute such day-to-day management functions among such Directors and in any manner as may be directed by the Board. (b) The Directors may from time to time entrust to and confer upon the Managing Director or Whole-time Director for the time being save as prohibited in the Act, such of the powers exercisable under these presents by the Directors as they may think fit, and may confer such objects and purposes, and upon such terms and conditions, and with such restrictions as they think expedient; and they may subject to the provisions of the Act and these Articles confer such powers, either collaterally with or to the exclusion of, and in substitution for, all or any of the powers of the Directors in that behalf, and may from time to time revoke, withdraw, alter or vary all or any such powers. (c) The Company's General Meeting may also from time to time appoint any Managing Director or Managing Directors or Whole-time Director or Whole-time Directors of the Company and may exercise all the powers referred to in these Articles. (d) The Managing Director or Whole-time Director shall be entitled to sub-delegate (with the sanction of the Directors where necessary) all or any of the powers, authorities and discretions for the time being vested in them to any officers of the Company or any persons/firm/company/ other entity for the management and transaction of the affairs of the Company in any specified locality in such manner as they may think fit. (e) Notwithstanding anything contained in these Articles, the Managing Director or Whole-time Director is expressly allowed generally to work for and contract on behalf of the Company and specially to do the work of Managing Director or Whole-time Director and also to do any work for the Company upon such terms and conditions and for such remuneration (subject to the provisions of the Act) as may from time to time be agreed between them and the Directors of the Company.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

74. Subject to the provisions of the Act, —

(i) A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may thinks fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board;

(j) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

75. A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.

The Seal

76. Common seal is not mandatory under the Companies Act 2013, therefore not required.

Dividends and Reserve

77. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

78. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.

79. (*i*) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit.

(*ii*) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

80. (*i*) Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares.

(*ii*) No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share.

(*iii*) 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 share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.

81. The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.

82. (*i*) Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct. The Company shall not be bound to register more than three persons as the joint holders of any share. The Company shall not be liable or responsible for any cheque or warrant lost in transmission or for any dividend lost to the member or person entitled thereto by forged endorsements on any cheque or warrant, or the fraudulent or improper recovery thereof by any other means.

(*ii*) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

83. Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.

Except as ordered by a Court of competent jurisdiction or as by law required, the Company shall not be bound to recognize (even when having notice thereof) any equitable, contingent, future or partial interest in any share or any interest in any fractional part of a share, or (except only as is by these Articles otherwise expressly provided or by law otherwise provided) any right in respect of a share other than an absolute right thereto, in accordance with these Articles, in the person from time to time registered as the holder thereof but the Board shall be at liberty at its sole discretion to register any share in the joint names of any two or more persons or the survivor or survivors of them.

84. Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act. A transfer of shares does not pass the right to any dividend declared thereon before the registration of the transfer.

85. No unclaimed dividend shall be forfeited before the claim becomes barred by law and no unpaid dividend shall bear interest against the company.

Documents and service of Notices

Any document or notice to be served or given by the Company be signed by a Director or such person duly authorized by the Board for such purpose and the signature may be written or printed or lithographed or through electronic transmission. Save as otherwise expressly provided in the Act, a document or proceeding requiring authentication by the company may be signed by a Director, any Key Managerial Personnel or other Authorized Officer of the Company (digitally or electronically) and need not be under the Common Seal of the Company and the signature thereto may be written, facsimile, printed, lithographed, Photostat.

A document may be served on the Company or an officer thereof by sending it to the Company or officer at the registered office of the Company by Registered Post or by speed post or by courier service or by leaving it at its registered office or by means of such electronic or other mode as may be prescribed: Provided that where securities are held with a Depository, the records of the beneficial ownership may be served by such Depository on the Company by means of electronic or other mode.

Accounts

86. (*i*) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(*ii*) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorized by the Board or by the company in general meeting.

Winding up

87. Subject to the provisions of Chapter XX of the Act and rules made thereunder—

(*i*) 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 members, 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.

(*ii*) 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 members or different classes of members.

(*iii*) 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

88. 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.

Inspection and Extract of Documents

89. Subject to provisions of the Act and other applicable laws and of these Articles, the Company may allow the inspection of documents, register and returns maintained under the Act to members, creditors and such other persons as are permitted subject to such restrictions as the Board may prescribe and also furnish extract of documents, registers and returns to such persons as are permitted to obtain the same on payment of such fees as may be decided by Board which shall, in no case, exceed the limits prescribed under the Act.

Shares at the Disposal of the Directors

90. (a) 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.

(b) Subject to applicable Law, the Directors are hereby authorized 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 under SEBI Listing Regulations or any other Law, if applicable to the Company, 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.

(c) If, by the conditions of allotment of any share, the whole or part of the amount thereof shall be payable by instalments, every such instalment 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.

(d) 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.

(e) In accordance with Section 56 and other applicable provisions of the Act and the Rules:

- 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 thereunder. 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.
- 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).

- 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.

- 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.

Further issue of Shares

91. Where at any time the Board or the Company, as the case may be, proposes to increase the subscribed capital by the issue of further shares then such shares shall be offered, subject to the provisions of section 62 of the Act, and the rules made thereunder:

(i) To the persons who at the date of the offer are holders of the Equity Shares, in proportion, as nearly as circumstances admit, to the paid-up share capital on those shares at that date, by sending a letter of offer subject to the conditions mentioned in (ii) to (iv) below;

(j) The offer aforesaid shall be made by notice specifying the number of shares offered and limiting a time not being less than fifteen days, or such lesser number of days as may be prescribed and not exceeding thirty days from the date of the offer, within which the offer, if not accepted, shall be deemed to have been declined.

(k) (iii) Provided that the notice shall be dispatched through registered post or speed post or through electronic mode or courier or any other mode having proof of delivery to all the existing shareholders at least three days before the opening of the issue;

(iii) 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 sub-clause (ii) shall contain a statement of this right;

(iv) After the expiry of time specified in the notice aforesaid or on receipt of earlier intimation from the person to whom such notice is given that the person declines to accept the shares offered, the Board of Directors may dispose of them in such manner which is not disadvantageous to the Members and the Company;

(v) to employees under any scheme of employees' stock option subject to Special Resolution passed by the shareholders of the Company and subject to the Rules and such other conditions, as may be prescribed under applicable law; or

(vi) to any person(s), if it is authorized by a Special Resolution, whether or not those persons include the persons referred to in clause (A) or clause (B) 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 such conditions as may be prescribed under the Act and the rules made thereunder;

(2) Nothing in sub-clause (iii) of Clause (1)(A) shall be deemed:

(i) To extend the time within which the offer should be accepted; or

(ii) To authorize any person to exercise the right of renunciation for a second time on the ground that the person in whose favour the renunciation was first made has declined to take the shares compromised in the renunciation.

(3) Nothing in this Article shall apply to the increase of the subscribed capital of the Company caused by the exercise of an option as a term attached to the debentures issued or loans raised by the Company to convert such debentures or loans into shares in the Company or to subscribe for shares of the Company:

Provided that the terms of issue of such debentures or loans containing such an option have been approved before the issue of such debentures or the raising of such loans by a Special Resolution passed by the shareholders in a General Meeting.

(4) Notwithstanding anything contained in Articles hereof, where any debentures have been issued, or loan has been obtained from any government by the Company, and if that government considers it necessary in the public interest so to do, it may, by order, direct that such debentures or loans or any part thereof shall be converted into shares in the Company on such terms and conditions as appear to the government to be reasonable in the circumstances of the case even if terms of the issue of such debentures or the raising of such loans do not include a term for providing for an option for such conversion:

Provided that where the terms and conditions of such conversion are not acceptable to the Company, it may, within sixty days from the date of communication of such order, appeal to National Company Law Tribunal which shall after hearing the Company and the government pass such order as it deems fit.

The Board may issue and allot shares in the capital of the Company on payment or part payment for any property or assets of any kind whatsoever sold or transferred, goods or machinery supplied or for services rendered to the Company in the conduct of its business and any shares which may be so allotted may be issued as fully paid-up or partly paid-up otherwise than for cash, and if so issued, shall be deemed to be fully paid-up or partly paid-up shares, as the case may be.

The Company may issue securities in any manner whatsoever as the Board may determine including by way of a preferential offer or private placement, to any persons whether or not those persons include the persons referred to in clause (a) or clause (b) of sub-section (1) of section 62 subject to compliance with section 42 and / or 62 of the Act and rules framed thereunder as amended from time to time.

No fee on transfer or transmission

92. No fee shall be charged for registration of transfer, transmission, probate, succession certificate and Letters of administration, Certificate of Death or Marriage, Power of Attorney or similar other document.

Payment in anticipation of call may carry interest

93. The Directors may, if they think fit, subject to the provisions of Section 92 of the Act, agree to and receive from any member willing to advance the same whole or any part of the moneys due upon the shares held by him beyond the sums actually called for, and upon the amount so paid or satisfied in advance, or so much thereof as from time to time exceeds the amount or the calls then made upon the shares in respect of which such advance has been made, the company may pay interest at such rate, as the member paying such sum in advance and the Directors agree upon provided that money paid In advance of calls shall not confer a right to participate in profits or dividend. The Directors may at any time repay the amount so advanced.

The members shall not be entitled to any voting rights in respect of the moneys so paid by him until the same would but for such payment, become presently payable.

The provisions of these Articles shall mutatis mutandis apply to the calls on debentures of the company.

Nomination for Deposits

94. 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

95. 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

96. (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.

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 holder's 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

97.

(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 recognized 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 Warrant 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.

Passing of Resolutions by Postal Ballot

98.

(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.

Special Remuneration for Extra Services Rendered by A Director

99. 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.

Disqualification and Vacation Of Office By A Director

100.

(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 164 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.

Committees and Delegation by The Board

101. (a) The Company shall constitute such Committees as may be required under the Act, applicable provisions of Law and the SEBI Listing Regulations or any other Law, if applicable to the Company. 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

102. (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.

Notice by Advertisement

103. 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.

Director's etc. Not liable for certain acts

104. 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 judgement 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.

General Powers

105. Wherever in the Act, it has been provided that the Company shall have any right, privilege or authority or that the Company could carry out any transaction only if the Company is so authorized by its Articles, then and in that case this Article authorizes and empowers the Company to have such rights, privileges or authorities and to carry out such transactions as have been permitted by the Act, without there being any specific Article in that behalf herein provided.

Copies of Memorandum and Articles to be sent to Members

106. A copy of the Memorandum and Articles of Association of the Company and of any other document referred to in Section 17 of the Act shall be sent by the Company to a Member at his request on payment of Rs. 100 or such reasonable sum for each copy as the Directors may, from time to time, decide. The fees can be waived off by the Company.

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SECTION IX - OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the following contracts which have been entered or are to be entered into by our Company (not being contracts entered into in the ordinary course of business carried on by our Company) or contracts entered into more than two years before the date of this Draft Red Herring Prospectus which are or may be deemed material will be attached to the copy of the Red Herring Prospectus/ Prospectus which will be delivered to the RoC for filing. Copies of the contracts and also the documents for inspection referred to hereunder, may be inspected at the Registered office between 10 a.m. and 5 p.m. on all Working Days from date of the Red Herring Prospectus until the Issue Closing Date.

Any of the contracts or documents mentioned in this Draft 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 law.

Material Contracts for the Issue

a. Issue Agreement dated September 29, 2026 entered between our Company and the Book Running Lead Manager.

b. Registrar Agreement dated September 29, 2026 entered into amongst our Company and the Registrar to the Issue.

c. Tripartite Agreement dated September 11, 2026 between our Company, NSDL and the Registrar to the Issue.

d. Tripartite Agreement dated September 30, 2026 between our Company, CDSL and the Registrar to the Issue.

e. Banker to the Issue Agreement dated [●] among our Company, Book Running Lead Manager, Banker to the Issue and the Registrar to the Issue.

f. Market Making Agreement dated [●] between our Company, Book Running Lead Manager and Market Maker.

g. Underwriting Agreement dated [●] amongst our Company and the Underwriters.

h. Syndicate Agreement dated [●], executed between our Company, Book Running Lead Manager and Syndicate Member.

i. Sub-Syndicate Agreement dated [●], executed between our Company, Book Running Lead Manager and Sub-Syndicate Member.

Material Documents

a. Certified true copies of the Memorandum and Articles of Association of our Company, as amended from time to time.

b. Certificate of Incorporation dated November 24, 1999 under the Companies Act, 1956 issued by Registrar of Companies, Coimbtore.

c. Fresh Certificate of Incorporation dated September 26, 2026 under the Companies Act, 2013 issued by Registrar of Companies, consequent upon conversion of our Company from a private limited company to a public limited company and subsequent change of name to "*Vetrivel Explosives Limited*".

d. Resolution of the Board of Directors dated September 21, 2026 in relation to the Issue.

e. Shareholders' resolution dated September 22, 2026 in relation to the Issue.

f. Resolution of the Board of Directors of the Company dated September 30, 2026 taking on record and approving this Draft Red Herring Prospectus.

g. The examination reports dated September 28, 2026 of the Peer Review Auditor, on our Company's Restated Financial Statements, included in this Draft Red Herring Prospectus.

h. Copies of the annual reports of our Company for the last three Fiscals.

i. Copies of Restated Financial Statements of our Company for the financial years ended March 31, 2026, March 31, 2025 and March 31, 2024

j. Consents of the Promoters, Directors, the BRLM, Legal Counsel, Registrar to the Issue, Bankers to our Company, Company Secretary and Compliance Officer and Chief Financial Officer as referred to in their specific capacities.

k. Consent of Shubham D Jain & Co., Chartered Accountants Peer Review Auditors, to include their name in this Draft Red Herring Prospectus and as an "*Expert*" defined under Section 2(38) of the Companies Act, 2013, read with Section 26 of the Companies Act, 2013, in respect of the reports of the Peer Reviewed Auditors on the Restated Financial Statements dated September 28, 2026.

l. Company has received written consent dated September 30, 2026 from the practicing company secretary Kokila & Associates, Company Secretaries to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 in its capacity as practicing company secretary and in respect of their certificate dated September 30, 2026 issued in connection with inter alia the share capital buildup and such consent has not been withdrawn as of the date of this Draft Red Herring Prospectus. However, the term 'expert' shall not be construed to mean an 'expert' as defined under U.S. Securities Act.

m. Copy of the Statement of Possible Special Tax Benefits dated September 28, 2026 from the Peer Review Auditor.

n. Key Performance Indicator Certificate dated September 30, 2026 from the Chartered Accountant included in this Draft Red Herring Prospectus;

o. Site Visit Report of the Issuer Company dated August 20, 2026 issued by the BRLM;

p. Due diligence certificate dated September 30, 2026 issued by Book Running Lead Manager;

q. In principle listing approvals dated [●] issued by NSE.

Any of the contracts or documents mentioned in this Draft 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, 2013 and other relevant statutes.

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DECLARATION

We, the undersigned, hereby certify and declare that all the relevant provisions of the Companies Act, 2013 and the guidelines issued by the Government of India or the regulations issued by Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, 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, 2013, the Securities and Exchange Board of India Act, 1992 or rules made there under or regulations issued there under, as the case may be. We further certify that all statements in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE CHAIRPERSON AND MANAGING DIRECTOR OF OUR COMPANY **Sd/-** **Vijayakannan Ramalingam** **Chairman & Managing Director** **(DIN: 01876560)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu	**SIGNED BY THE WHOLE TIME DIRECTOR OF OUR COMPANY** **S/d** **J. Senthilnathan** **Whole Time Director** **(DIN: 08689029)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu
SIGNED BY THE WHOLE TIME DIRECTOR OF OUR COMPANY **Sd/-** **J Sivanandham** **Non-Executive Director** **(DIN: 08689030)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu	**SIGNED BY THE NON-EXECUTIVE DIRECTOR OF OUR COMPANY** **Sd/-** **Vetrivel Ramalingam** **Non-Executive Director** **(DIN: 01876584)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu
SIGNED BY THE INDEPENDENT DIRECTOR OF OUR COMPANY **Sd/-** **B Akilan Arumugam Bhoopathy** **Independent Director** **(DIN: 10670386)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu	**SIGNED BY THE INDEPENDENT DIRECTOR OF OUR COMPANY** **Sd/-** **Soundaria R Ramakrishnan** **Independent Director** **(DIN: 11141180)** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu
SIGNED BY THE COMPANY SECRETARY & COMPLIANCE OFFICER OF OUR COMPANY **Sd/-** **Malathi G Ganesan** **Company Secretary & Compliance Officer** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu	**SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY** **Sd/-** **Chamundeeswari Vijayakannan** **Chief Executive Officer** **Date:** September 30, 2026 **Place:** Salem, Tamilnadu