DRAFT RED HERRING PROSPECTUS
Dated September 5, 2025
(This Draft Red Herring Prospectus will be updated upon filing with the RoC)
(Please read Section 32 of the Companies Act, 2013)
100% Book Built Issue

(Please scan this QR code to view the DRHP)

A SPECIALTY CHEMICAL COMPANY

SUPREET CHEMICALS LIMITED

Corporate Identity Number: U24231GJ1992PLC017944

REGISTERED AND CORPORATE OFFICE	CONTACT PERSON	TELEPHONE AND EMAIL	WEBSITE
Plot No. A1/5401 and 5402, Fourth Phase, G.I.D.C., Pardi, Vapi, Gujarat – 396 195, India	Indrajeet Kumar Panday, Company Secretary and Compliance Officer	**Telephone:** +91 2602422624 **Email:** cs@supreetgroup.com	www.supreetchemicals.com

OUR PROMOTERS: HARJINDERSINGH JASWANTSINGH SARNA, NARENDRAKAUR H. SARNA AND MANJEETSINGH GURBIRSINGH SARNA

DETAILS OF THE ISSUE TO THE PUBLIC

Type	Fresh Issue size[#]	Offer for Sale size	Total Issue size	Eligibility and Reservations among QIBs, NIIs and RIBs
Fresh Issue	Up to [●] Equity Shares of face value of ₹ 2 each aggregating up to ₹ 4,990.00 million	Not applicable	Up to [●] Equity Shares of face value of ₹ 2 each aggregating to ₹ 4,990.00 million	The Issue is being made pursuant to Regulation 6(1) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations, 2018, as amended ("**SEBI ICDR Regulations**"). For further details, see "*Other Regulatory and Statutory Disclosures – Eligibility for the Issue*" on page 326. For details in relation to share reservation among Qualified Institutional Buyers (QIBs), Non-Institutional Investors (NIIs) and Retail Individual Investors (RIBs), see "*Issue Structure*" on page 341.

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of our Equity Shares is ₹ 2 each. The Floor Price, Cap Price and the Issue Price, as determined and justified by our Company, in consultation with the BRLM, on the basis of the assessment of market demand for Equity Shares by way of the Book Building Process, in accordance with SEBI ICDR Regulations, and as stated in "*Basis for Issue Price*" on page 109 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 or 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 the 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 offered in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does the SEBI guarantee the accuracy or adequacy of the contents of this Draft Red Herring Prospectus. Specific attention of the investors is invited to "*Risk Factors*" on page 27.

ISSUER'S ABSOLUTE RESPONSIBILITY

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

LISTING

The Equity Shares of face value of ₹ 2 each to be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges being BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**" together with BSE, the "**Stock Exchanges**"). For the purposes of the Issue, [●] is the Designated Stock Exchange.

BOOK RUNNING LEAD MANAGER

Logo of the Book Running Lead Manager	Name of Book Running Lead Manager	Contact Person	Email and Telephone
IIFL CAPITAL	**IIFL Capital Services Limited** (*formerly known as IIFL Securities Limited*)	Dhruv Bhavsar / Pawan Kumar Jain	**Telephone:** +91 22 4646 4728 **Email:** supreetchemicals.ipo@iiflcap.com

REGISTRAR TO THE ISSUE

Logo of the Registrar	Name of Registrar	Contact Person	Email and Telephone
MUFG MUFG Intime	**MUFG Intime India Private Limited** *(Formerly Link Intime India Private Limited)*	Shanti Gopalkrishna	**Telephone:** +91 810 811 4949 **E-mail**: supreetchemicals.ipo@in.mpms.mufg.com

BID/ ISSUE PERIOD

ANCHOR INVESTOR BID/ ISSUE PERIOD	**[●]***	**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 Bid/ Issue Period shall be one Working Day prior to the Bid/ Issue Opening Date.*

** *Our Company, in consultation with the BRLM, may decide to close 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.*

\# *Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC (the "**Pre-IPO Placement**"). The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.*

DRAFT RED HERRING PROSPECTUS
Dated September 5, 2025
(This Draft Red Herring Prospectus will be updated upon filing with the RoC)
(Please read Section 32 of the Companies Act, 2013)
100% Book Built Issue

A SPECIALTY CHEMICAL COMPANY

SUPREET CHEMICALS LIMITED

Our Company was originally incorporated as "Supreet Chemicals Private Limited" at Gujarat, under the Companies Act, 1956, pursuant to a certificate of incorporation dated July 7, 1992, by the Registrar of Companies, Gujarat at Dadra and Nagar Haveli. Thereafter, our Company's name was changed to "Supreet Chemicals Limited" upon conversion to a public limited company pursuant to a Board resolution dated October 10, 2022 and a special resolution passed in the extra ordinary general meeting of the Shareholders held on November 10, 2022 and consequently a fresh certificate of incorporation dated November 21, 2022 was issued by the Registrar of Companies, Gujarat at Ahmedabad ("**RoC**"). For further details, see "*History and Certain Corporate Matters – Brief History of our Company*" on page 194.

Corporate Identity Number: U24231GJ1992PLC017944
Registered and Corporate Office: Plot No. A1/5401 and 5402, Fourth Phase, G.I.D.C., Pardi, Vapi, Gujarat – 396 195, India;
Contact Person: Indrajeet Kumar Panday, Company Secretary and Compliance Officer; **Telephone:** +91 2602422624
E-mail: cs@supreetgroup.com; **Website**: www. supreetchemicals.com

OUR PROMOTERS: HARJINDERSINGH JASWANTSINGH SARNA, NARENDRAKAUR H. SARNA AND MANJEETSINGH GURBIRSINGH SARNA

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF SUPREET CHEMICALS LIMITED (OUR "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [●] PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING UP TO ₹ 4,990.00 MILLION ("FRESH ISSUE" OR THE "ISSUE"). THE ISSUE SHALL CONSTITUTE [●] % OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE FACE VALUE OF THE EQUITY SHARES IS ₹2 EACH AND THE ISSUE PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT SIZE WILL BE DECIDED BY OUR COMPANY IN CONSULTATION WITH THE BRLM, AND WILL BE ADVERTISED IN ALL EDITIONS OF THE [●], AN ENGLISH LANGUAGE NATIONAL DAILY NEWSPAPER WITH WIDE CIRCULATION, ALL EDITIONS OF [●], A HINDI LANGUAGE NATIONAL DAILY NEWSPAPER WITH WIDE CIRCULATION, AND [●] EDITIONS OF [●], A GUJARATI LANGUAGE DAILY NEWSPAPER WITH WIDE CIRCULATION (GUJARATI BEING THE REGIONAL LANGUAGE OF GUJARAT WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/ISSUE OPENING DATE AND SHALL BE MADE AVAILABLE TO THE STOCK EXCHANGES FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES, IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

OUR COMPANY, IN CONSULTATION WITH THE BRLM, MAY CONSIDER AN ISSUE OF SPECIFIED SECURITIES, AS MAY BE PERMITTED UNDER APPLICABLE LAW, TO ANY PERSON(S), AGGREGATING UP TO ₹ 990.00 MILLION AT ITS DISCRETION, PRIOR TO FILING OF THE RED HERRING PROSPECTUS WITH THE ROC (THE "PRE-IPO PLACEMENT"). THE PRE-IPO PLACEMENT, IF UNDERTAKEN, WILL BE AT A PRICE TO BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BRLM. IF THE PRE-IPO PLACEMENT IS COMPLETED, THE AMOUNT RAISED PURSUANT TO THE PRE-IPO PLACEMENT WILL BE REDUCED FROM THE FRESH ISSUE, SUBJECT TO COMPLIANCE WITH RULE 19(2)(B) OF THE SCRR, AS AMENDED. THE PRE-IPO PLACEMENT, IF UNDERTAKEN, SHALL NOT EXCEED 20% OF THE SIZE OF THE FRESH ISSUE. PRIOR TO THE COMPLETION OF THE ISSUE, OUR COMPANY SHALL APPROPRIATELY INTIMATE THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT, PRIOR TO ALLOTMENT PURSUANT TO THE PRE-IPO PLACEMENT, THAT THERE IS NO GUARANTEE THAT OUR COMPANY MAY PROCEED WITH THE ISSUE OR THE ISSUE MAY BE SUCCESSFUL AND WILL RESULT INTO LISTING OF THE EQUITY SHARES ON THE STOCK EXCHANGES. OUR COMPANY SHALL REPORT ANY PRE-IPO PLACEMENT TO THE STOCK EXCHANGES, WITHIN 24 HOURS OF SUCH PRE-IPO PLACEMENT (IN PART OR IN ENTIRETY). FURTHER, RELEVANT DISCLOSURES IN RELATION TO SUCH INTIMATION TO THE SUBSCRIBERS TO THE PRE-IPO PLACEMENT (IF UNDERTAKEN) SHALL BE APPROPRIATELY MADE IN THE RELEVANT SECTIONS OF THE RED HERRING PROSPECTUS AND THE PROSPECTUS.

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

The Issue is being made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "**SCRR**"), read with Regulation 31 of the SEBI ICDR Regulations. The Issue is being made in accordance with Regulation 6(1) of the SEBI ICDR Regulations, through the Book Building Process wherein not more than 50% of the Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("**QIBs**") (such portion referred to as "**QIB Portion**"), provided that our Company in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations (the "**Anchor Investor Portion**"), out of which one-third shall be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the price at which allocation is made to Anchor Investors ("**Anchor Investor Allocation Price**"), in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the QIB Portion (excluding the Anchor Investor Portion) (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. 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 Net QIB Portion for proportionate allocation to all QIBs. Further, not less than 15% of the Issue shall be available for allocation on a proportionate basis to Non-Institutional Investors out of which (a) one-third of such portion shall be reserved for applicants with application size of more than ₹0.20 million and up to ₹1.00 million; and (b) two third of such portion shall be reserved for applicants with application size of more than ₹1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Investors and not less than 35% of the Issue shall be available for allocation to Retail Individual Investors in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price. All potential Bidders (except Anchor Investors) are required to mandatorily use the Application Supported by Blocked Amount ("**ASBA**") process providing details of their respective ASBA accounts, and UPI ID in case of UPI Bidders, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank(s) under the UPI Mechanism, as applicable, to the extent of the respective Bid Amounts. Anchor Investors are not permitted to participate in the Issue through the ASBA process. For further details, see '*Issue Procedure'* on page 345.

RISKS IN RELATION TO FIRST ISSUE

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹ 2. The Issue Price/ Floor Price/ Cap Price, as determined and justified by our Company, in consultation with the BRLM, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, in accordance with the SEBI ICDR Regulations and as stated in '*Basis for Issue Price*' on page 109 should not be taken to be indicative of the market price of the Equity Shares after such 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 this 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 have not been recommended or approved by the 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 "*Risk Factors*" on page 27.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this Draft Red Herring Prospectus contains all information with regard to our Company and the Issue, which is material in the context of 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 to be offered through the Red Herring Prospectus are proposed to be listed on the Stock Exchanges. Our Company has received in-principle approvals from BSE and NSE for listing of the Equity Shares pursuant to their letters dated [●] and [●], respectively. For the purposes of the Issue [●] shall be the Designated Stock Exchange. A signed copy of the Red Herring Prospectus and the Prospectus will be filed with the RoC in accordance with Section 26(4) and 32 of the Companies Act, 2013. For details of the material contracts and documents available for inspection from the date of the Red Herring Prospectus up to the Bid/Issue Closing Date, see "*Material Contracts and Documents for Inspection*" on page 393.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE
IIFL CAPITAL	MUFG Intime
IIFL Capital Services Limited (*formerly known* as *IIFL Securities Limited*) 24th Floor, One Lodha Place, Senapati Bapat Marg Lower Parel (West), Mumbai 400013 Maharashtra, India **Telephone:** +91 22 4646 4728 **E-Mail:** supreetchemicals.ipo@iiflcap.com **Website:** www.iiflcap.com **Investor Grievance e-mail:** ig.ib@iiflcap.com **Contact person:** Dhruv Bhavsar / Pawan Kumar Jain **SEBI registration No:** INM000010940	**MUFG Intime India Private Limited** *(Formerly Link Intime India Private Limited)* C-101, 1st Floor, Embassy 247, Lal Bhadur Shastri Marg Vikhroli (West), Mumbai 400 083 Maharashtra, India **Telephone:** +91 810 811 4949 **E-mail:** supreetchemicals.ipo@in.mpms.mufg.com **Website:** www.in.mpms.mufg.com **Investor grievance e-mail:** supreetchemicals.ipo@in.mpms.mufg.com **Contact person:** Shanti Gopalkrishnan **SEBI Registration No**.: INR000004058

BID/ISSUE PROGRAMME

ANCHOR INVESTOR BID/ ISSUE PERIOD	[●]*	**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 Investors shall Bid during the Anchor Investor Bid/ Issue Period, i.e., 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 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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SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

This Draft Red Herring Prospectus uses certain definitions and abbreviations which, unless otherwise specified or the context otherwise indicates, requires or implies, shall have the meanings as provided below. References to any legislation, act, regulation, rule, guideline, policy, circular, notification or clarification shall be deemed to include all amendments, supplements, re-enactments and modifications thereto, from time to time, and any reference to a statutory provision shall include any subordinate legislation made from time to time thereunder.

The words and expressions used but not defined in this Draft Red Herring Prospectus will have the same meaning as assigned to such terms under the Companies Act, the SEBI Act, the SEBI ICDR Regulations, SEBI Listing Regulations, the SCRA, the Depositories Act and the rules and regulations made thereunder, as applicable. Further, the Issue related terms used but not defined in this Draft Red Herring Prospectus shall have the meaning ascribed to such terms under the General Information Document. In case of any inconsistency between the definitions given below and the definitions contained in the General Information Document, the definitions given below shall prevail.

Notwithstanding the foregoing, the terms used in "Objects of the Issue", "Basis for Issue Price", "Statement of Special Tax Benefits", "Industry Overview", "Key Regulations and Policies in India", "History and Certain Corporate Matters", "Financial Information", "Financial Indebtedness", "Outstanding Litigation and Material Developments", "Other Regulatory and Statutory Disclosures", and "Description of Equity Shares and Terms of the Articles of Association Interpretation" on pages 94, 109, 117, 123, 184, 194, 230, 313, 315, 326 and 364 respectively, shall have the respective meanings ascribed to them in the relevant sections.

General Terms

Term(s)	Description
"Our Company" or "the Company" or "the Issuer"	Supreet Chemicals Limited, a company incorporated under the Companies Act, 1956 and having its Registered and Corporate Office at Plot No. A1/5401 and 5402, Fourth Phase, G.I.D.C., Pardi, Vapi, Gujarat – 396 195, India.
"We" or "us" or "our"	Unless the context otherwise indicates, requires or implies, refers to our Company together with our Subsidiary, on a consolidated basis

Company related terms

Term(s)	Description
"Articles of Association" or "Articles" or "AoA"	The articles of association of our Company, as amended from time to time
Audit Committee	The audit committee of our Board constituted and/ or re-constituted in accordance with the Companies Act, 2013 and the SEBI Listing Regulations and as described in "*Our Management – Committees of our Board – Audit Committee*" on page 210
"Auditors" or "Statutory Auditors"	The statutory auditors of our Company, namely, Maheshwari & Co., Chartered Accountants
"Board" or "Board of Directors"	The board of directors of our Company, as constituted from time to time or any duly constituted committee thereof, and as described in "*Our Management – Board of Directors*" on page 204
Chairman	The chairman of our Board, namely, Harjindersingh Jaswantsingh Sarna
Chartered Engineer	The independent chartered engineer appointed by our Company for the Issue, being Pankaj Jayantilal Gandhi
"Chief Financial Officer" or "CFO"	The chief financial officer of our Company, being Dineshchandra Manubhai Patel. For further details, see *"Our Management – Key Managerial Personnel and Senior Management Personnel"* on page 221
Committee(s)	Duly constituted committee(s) of our Board
Company Secretary and Compliance Officer	The company secretary and compliance officer of our Company, being Indrajeet Kumar Panday. For further details, see *"Our Management – Key Managerial Personnel and Senior Management Personnel"* on page 221
Corporate Social Responsibility Committee	The corporate social responsibility committee of our Board constituted in accordance with the Companies Act, 2013 as described in "*Our Management – Committees of our Board– Corporate Social Responsibility Committee*" on page 215
Director(s)	The director(s) on the Board of Directors
Equity Shares	The equity shares of our Company of face value of ₹ 2 each
Executive Director(s)	The executive on the Board of Directors. For further details of the Executive Director(s), see "*Our Management – Board of Directors*" on page 204
F&S	Frost & Sullivan (India) Private Limited
F&S Report	The report titled "*Industry Report on Global and Indian Chemicals and Specialty Chemicals"* dated September 2025, prepared and issued by Frost & Sullivan (India) Private Limited, which has been commissioned by and paid for by our Company exclusively for the purposes of the Issue pursuant to an engagement letter dated March 24, 2025

Term(s)	Description
	A copy of the F&S Report shall be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date and has been included in "*Material Contracts and Documents for Inspection – Material Documents*" on page 393
IPO Committee	The IPO committee of our Board constituted to facilitate the process of the Issue, and as described in "*Our Management – Committees of our Board– IPO Committee*" on page 216
"Key Managerial Personnel" or "KMP"	Key managerial personnel of our Company in terms of Regulation 2(1)(bb) of the SEBI ICDR Regulations and Section 2(51) of the Companies Act, 2013, as disclosed in "*Our Management – Key Managerial Personnel and Senior Management Personnel*" on page 221
Managing Director	The managing director of our Company, being Manjeetsingh Gurbirsingh Sarna. For further details, see *"Our Management – Board of Directors"* on page 204
Materiality Policy	The policy adopted by our Board of Directors pursuant to its resolution dated September 5, 2025 for identification of group companies, material outstanding litigation and outstanding dues to material creditors, in accordance with the disclosure requirements under the SEBI ICDR Regulations and for the purposes of disclosure in this Draft Red Herring Prospectus, the Red Herring Prospectus and Prospectus
"Memorandum of Association" or "Memorandum" or "MoA"	The memorandum of association of our Company, as amended from time to time
Nomination and Remuneration Committee	The nomination and remuneration committee of our Board constituted and/ or re-constituted in accordance with the Companies Act, 2013 and the SEBI Listing Regulations, and as described in "*Our Management – Committees of our Board– Nomination and Remuneration Committee*" on page 212
Non-Executive, Independent Director	A non-executive, independent Director appointed as per the Companies Act, 2013 and the SEBI Listing Regulations. For further details of our Non-Executive Director(s), see "*Our Management – Board of Directors*" on page 204
Promoters	The promoters of our Company being Harjindersingh Jaswantsingh Sarna, Narendrakaur H. Sarna and Manjeetsingh Gurbirsingh Sarna
Promoter Group	The persons and entities constituting the promoter group of our Company in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations and as disclosed in "*Our Promoters and Promoter Group*" on page 223
"Registered Office" or "Registered and Corporate Office"	The registered and corporate office of our Company situated at Plot No. A1/5401 and 5402, Fourth Phase, G.I.D.C., Pardi, Vapi, Gujarat – 396 195, India.
"Registrar of Companies" or "RoC"	Registrar of Companies, Gujarat at Ahmedabad
Restated Financial Information	The Restated Financial Information of our Company comprises the restated statement of assets and liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, the restated statement of profit and loss (including other comprehensive income), the restated statement of changes in equity and the restated statement of cash flows for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and a summary of material accounting policies and other explanatory notes of our Company, compiled from audited financial statements as at and for each of the financial year ended March 31, 2025, March 31, 2024 and March 31, 2023, each prepared in accordance with Ind AS and restated by our Company in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, relevant provisions of the SEBI ICDR Regulations, and the Guidance Note on Reports on Company Prospectuses (Revised 2019) issued by the ICAI.
Risk Management Committee	The risk management committee of our Board constituted in accordance with the SEBI Listing Regulations, and as described in "*Our Management - Committees of our Board – Risk Management Committee*" on page 216
"Shareholder(s)"	The holders of the Equity Shares from time to time.
"Senior Management Personnel" or "SMP"	Senior management personnel of our Company in terms of Regulation 2(1)(bbbb) of the SEBI ICDR Regulations as described in "*Our Management – Key Managerial Personnel and Senior Management Personnel*" on page 221
Stakeholders' Relationship Committee	The stakeholders' relationship committee of our Board constituted in accordance with the Companies Act, 2013 and the SEBI Listing Regulations, as described in "*Our Management – Committees of our Board– Stakeholders' Relationship Committee*" on page 214
Specified Securities	Specified securities means 'equity shares' and 'convertible securities' as defined under Regulation 30(2)(1)(eee) of SEBI ICDR Regulations
Subsidiary	The subsidiary of our Company, being M S Foundation, as described in "*Our Subsidiary*" on page 202
TEV Report	The report titled "*Techno-Economic Viability Report for the Proposed Greenfield Project*" dated September 5, 2025 issued by Pankaj Jayantilal Gandhi, Chartered Engineer
Whole-Time Director(s)	The whole-time director(s) on the Board of Directors. For further details of Whole-Time Director(s), see "*Our Management – Board of Directors*" on page 204

Issue related terms

Term	Description
Abridged Prospectus	The memorandum containing such salient features of a prospectus as may be specified by the SEBI in this regard

Term	Description
Acknowledgement Slip	The slip or document issued by the relevant Designated Intermediary(ies) to a Bidder as proof of registration of the Bid cum Application Form
"Allot" or "Allotment" or "Allotted"	Allotment of the Equity Shares pursuant to the Fresh Issue, to the successful Bidders
Allotment Advice	The note or advice or intimation of Allotment, sent to all the Bidders who have bid in the Issue after the Basis of Allotment has been approved by the Designated Stock Exchange
Allottee	A successful Bidder to whom Equity Shares are Allotted
Anchor Investor	A Qualified Institutional Buyer, who applies under the Anchor Investor Portion in accordance with the SEBI ICDR Regulations and the Red Herring Prospectus who has Bid for an amount of at least ₹100 million
Anchor Investor Allocation Price	The price at which allocation will be done to the Anchor Investors in terms of the Red Herring Prospectus and the Prospectus. The Anchor Investor Allocation Price shall be determined by our Company, in consultation with the BRLM
Anchor Investor Application Form	The application form used by an Anchor Investor to make a Bid in the Anchor Investor Portion in accordance with the requirements specified under the SEBI ICDR Regulations and which will be considered as an application as an application for Allotment in terms of the Red Herring Prospectus and the 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, prior to and after which the Book Running Lead Manager will not accept any Bids from Anchor Investors 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 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 BRLM
Anchor Investor Pay-in Date	With respect to Anchor Investor(s), the Anchor Investor Bid/ Issue Period, and in the event the Anchor Investor Allocation Price is lower than the Anchor Investor Issue Price, not later than one Working Day after the Bid/Issue Closing Date
Anchor Investor Portion	Up to 60% of the QIB Portion which may be allocated by our Company, in consultation with the BRLM, to Anchor Investors, on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price, in accordance with the SEBI ICDR Regulations
"Application Supported by Blocked Amount" or "ASBA"	An application, whether physical or electronic, used by ASBA Bidders to make a Bid and to authorise an SCSB to block the Bid Amount in the relevant ASBA Account and will include applications made by UPI Bidders using the UPI Mechanism where the Bid Amount will be blocked upon acceptance of the UPI Mandate Request by UPI Bidders using the UPI Mechanism
ASBA Account	A bank account maintained with an SCSB by an ASBA Bidder, as specified in the ASBA Form submitted by ASBA Bidders, for blocking the Bid Amount mentioned in the relevant ASBA Form and includes the account of a UPI Bidder, which is blocked upon acceptance of a UPI Mandate Request made by the UPI Bidder using the UPI Mechanism
ASBA Bid	A Bid made by an ASBA Bidder
ASBA Bidders	Bidder(s), except Anchor Investors
ASBA Form	An application form, whether physical or electronic, used by ASBA Bidders to submit Bids which will be considered as the application for Allotment in terms of the Red Herring Prospectus and the Prospectus
Bankers to the Issue	The Escrow Collection Bank(s), the Refund Bank(s), the Public Issue Account Bank(s) and the Sponsor Bank(s), as the case may be
Basis of Allotment	The basis on which the Equity Shares will be Allotted to successful Bidders under the Issue, described in "*Issue Procedure*" on page 345
Bid	An indication to make an offer during the Bid/Issue Period by ASBA Bidders pursuant to submission of the ASBA Form, or during the Anchor Investor Bid/ Issue Period by the Anchor Investors 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, in accordance with the SEBI ICDR Regulations and the Red Herring Prospectus and the relevant Bid cum Application Form. The term "Bidding" shall be construed accordingly
Bid Amount	In relation to each Bid, the highest value of the Bids indicated in the Bid cum Application Form and payable by the Bidder or blocked in the ASBA Account of the ASBA Bidder, as the case may be, upon submission of the Bid and in the case of Retail Individual Bidders, Bidding at the Cut- off Price, the Cap Price multiplied by the number of Equity Shares Bid for by such Retail Individual Bidder, and mentioned in the Bid cum Application Form and payable by the Bidder or blocked in the ASBA Account of the ASBA Bidder, as the case may be, upon submission of such Bid
Bid cum Application Form	The Anchor Investor Application Form or the ASBA Form, as the case may be
Bid Lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter
Bid/Issue Closing Date	Except in relation to any Bids received from the Anchor Investors, the date after which the Designated Intermediaries will not accept any Bids, which shall be notified in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati

Term	Description
	daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation. 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 shall also be notified on the website of the BRLM and at the terminals of the Syndicate Members and communicated to the Designated Intermediaries and the Sponsor Bank(s), which shall also be notified in an advertisement in the same newspapers in which the Bid/Issue Opening Date was published, as required under the SEBI ICDR Regulations
Bid/Issue Opening Date	Except in relation to any Bids received from Anchor Investors, the date on which the Designated Intermediaries shall start accepting Bids, which shall be notified in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation. In case of any revisions, the extended Bid/ Issue Closing Date will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the website of the Book Running Lead Manager and at the terminals of the other members of the Syndicate and by intimation to the Designated Intermediaries and the Sponsor Banks, which shall also be notified in an advertisement in the same newspapers in which the Bid/ Issue Opening Date was published, as required under the SEBI ICDR Regulations
Bid/Issue Period	Except in relation to any bids received from the Anchor Investors, 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. Provided that the Bid/Issue Period shall be kept open for a minimum of three Working Days for all categories of Bidders, other than Anchor Investors In case of force majeure, banking strike or similar unforeseen circumstances, the Bid/Issue Period may, for reasons that will be recorded in writing, be extended for a minimum period of one working days, subject to the total Bid/Issue Period not exceeding ten Working Days
Bidder	Any prospective investor who makes a Bid pursuant to the terms of the Red Herring Prospectus and the Bid cum Application Form and unless otherwise stated or implied, includes an Anchor Investor
Bidding Centres	Centres at which the Designated Intermediaries shall accept the ASBA Forms, i.e., the Designated Branches for SCSBs, Specified Locations for the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs
Book Building Process	The book building process as described in Schedule XIII of the SEBI ICDR Regulations, in terms of which the Issue is being made
"Book Running Lead Manager" or "BRLM"	The book running lead manager to the Issue, being IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*)
Broker Centres	The broker centres notified by the Stock Exchanges where ASBA Bidders can submit the ASBA Forms to a Registered Broker (in case of UPI Bidders, using the UPI Mechanism). The details of such Broker Centres, along with the names and contact details of the Registered Brokers are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com), updated from time to time
"CAN" or "Confirmation of Allocation Note"	Notice or intimation of allocation of the Equity Shares to be sent to Anchor Investors, who have been allocated the Equity Shares, after the Anchor Investor Bid/ Issue Period
Cap Price	The higher end of the Price Band, subject to any revision thereto, above which the Issue Price and Anchor Investor Issue Price will not be finalised and above which no Bids will be accepted. The Cap Price shall be at least 105% of the Floor Price and shall not exceed 120% of the Floor Price
Cash Escrow and Sponsor Bank(s) Agreement	The agreement to be entered into among our Company, the Registrar to the Issue, the BRLM, Syndicate Members, and the Bankers to the Issue for collection of the Bid Amounts from Anchor Investors, transfer of funds to the Public Issue Account(s) and where applicable, remitting refunds of the amounts collected from Bidders, on the terms and conditions thereof
Client ID	Client identification number maintained with one of the Depositories in relation to a dematerialised account
"Collecting Depository Participant" or "CDPs"	A depository participant, as defined under the Depositories Act and registered with SEBI and who is eligible to procure Bids at the Designated CDP Locations in terms of circular no. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the UPI Circulars, issued by SEBI as per the list available on the websites of the Stock Exchanges, as updated from time to time
Cut-off Price	The Issue Price, finalised by our Company, in consultation with the BRLM, which shall be any price within the Price Band. Only Retail Individual Investors Bidding in the Retail Portion are entitled to Bid at the Cut-off Price. No other category of Bidders is entitled to Bid at the Cut-off Price
Demographic Details	The demographic details of the Bidders including the Bidder's address, name of the Bidder's father/husband, investor status, occupation, bank account details and UPI ID, as applicable
Designated Branches	Such branches of the SCSBs which will collect the ASBA Forms used by the ASBA Bidders and a list of which is available on the website of the SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time, or any such other website as may be prescribed by the SEBI
Designated CDP Locations	Such centres of the CDPs where ASBA Bidders can submit the ASBA Forms

Term	Description
	The details of such Designated CDP Locations, along with the names and contact details of the CDPs eligible to accept ASBA Forms are available on the respective websites of the Stock Exchanges (www.bseindia.com and www.nseindia.com) and updated from time to time
Designated Date	The date on which funds are transferred by the Escrow Collection Bank(s) from the Escrow Account(s) to the Public Issue Account(s) or the Refund Account(s), as the case may be, and/or the instructions are issued to the SCSBs (in case of UPI Bidders using the UPI Mechanism, instructions issued through the Sponsor Bank(s)) for the transfer of amounts blocked by the SCSBs in the ASBA Accounts to the Public Issue Account(s), in terms of the Red Herring Prospectus and the Prospectus, following which Equity Shares will be Allotted in the Issue
Designated Intermediaries	Collectively, the Syndicate, Sub-Syndicate Members/agents, SCSBs (other than in relation to RIBs using the UPI Mechanism), Registered Brokers, CDPs and RTAs, who are authorised to collect Bid cum Application Forms from the Bidders in the Issue In relation to ASBA Forms submitted by RIBs Bidding in the Retail Portion, and HNIs bidding with an application size of up to ₹0.50 million (not using the UPI Mechanism) 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 will be blocked upon acceptance of UPI Mandate Request by such UPI Bidders using the UPI Mechanism, Designated Intermediaries shall mean Syndicate, Sub-Syndicate Members, Registered Brokers, SCSBs, CDPs and RTAs In relation to ASBA Forms submitted by QIBs (excluding Anchor Investors) and NIIs (not using the UPI Mechanism), Designated Intermediaries shall mean SCSBs, Syndicate, Sub- Syndicate Members, Registered Brokers, SCSBs, CDPs and RTAs
Designated RTA Locations	Such locations of the RTAs where Bidders can submit the ASBA Forms to the 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) and updated from time to time
Designated SCSB Branches	Such branches of the SCSBs which shall collect the ASBA Forms, a list of which is available on the website of SEBI 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
Designated Stock Exchange	[●]
"Draft Red Herring Prospectus" or "DRHP"	This draft red herring prospectus dated September 5, 2025 filed with SEBI and issued in accordance with the SEBI ICDR Regulations, which does not contain complete particulars of the price at which the Equity Shares will be Allotted and the size of the Issue, including any addenda or corrigenda hereto
Eligible FPIs	FPIs that are eligible to participate in the Issue from such jurisdictions outside India where it is not unlawful to make an offer/ invitation under the Issue and in relation to whom the Bid cum Application Form and the Red Herring Prospectus constitutes an invitation to purchase the Equity Shares offered thereby
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 Red Herring Prospectus and the Bid cum Application Form will constitute an invitation to subscribe to or purchase the Equity Shares
Escrow Account(s)	The 'no-lien' and 'non-interest bearing' account(s) to be opened with the Escrow Collection Bank(s) and in whose favour the Anchor Investors will transfer money through direct credit or NACH or NEFT or RTGS in respect of the Bid Amount when submitting a Bid
Escrow Collection Bank(s)	The bank(s), which are clearing member(s) and registered with SEBI as a banker to an issue under the SEBI BTI Regulations and with whom the Escrow Account(s) will be opened, in this case, being [●]
First Bidder	The Bidder whose name appears first in the Bid cum Application Form or the Revision Form and in case of joint Bids, whose name appears as the first holder of the beneficiary account held in joint names
Floor Price	The lower end of the Price Band, subject to any revisions thereof, at or above which the Issue Price and Anchor Investor Issue Price will be finalised and below which no Bids will be accepted and which shall not be less than the face value of the Equity Shares
Fraudulent Borrower	A company or person, as the case may be, categorised as a fraudulent borrower by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on fraudulent borrowers issued by the RBI and as defined under Regulation 2(1)(lll) of the SEBI ICDR Regulations
Fresh Issue	The fresh issue component of the Issue comprising an issuance of up to [●] Equity Shares at ₹ 2 per Equity Share (including a premium of ₹ [●] per Equity Share) aggregating up to ₹4,990.00 million by our Company Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be

Term	Description
	successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.
Fugitive Economic Offender	A fugitive economic offender as defined under Section 12 of the Fugitive Economic Offenders Act, 2018 and Regulation 2(1)(p) of the SEBI ICDR Regulations
"General Information Document" or "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 Exchanges and the BRLM
Gross Proceeds	The proceeds of the Fresh Issue that will be available to our Company, including the proceeds, if any, received pursuant to the Pre-IPO Placement
IIFL	IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*)
Issue	The initial public offering of up to [●] Equity Shares of face value of ₹ 2 each for cash at a price of ₹[●], aggregating up to ₹4,990.00 million, comprising of the Fresh Issue. Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.
Issue Agreement	The agreement dated September 5, 2025 entered into among our Company, and the BRLM, pursuant to which certain arrangements have been agreed to in relation to the Issue
Issue Price	The final price (within the Price Band) at which Equity Shares will be Allotted to the successful Bidders (except for the Anchor Investors), in terms of the Red Herring Prospectus and the Prospectus, which shall not be lower than the face value of the Equity Shares. Equity Shares will be Allotted to Anchor Investors at the Anchor Investor Issue Price which will be decided by our Company, in consultation with the BRLM in terms of the Red Herring Prospectus. The Issue Price will be determined by our Company, in consultation with the BRLM, on the Pricing Date in accordance with the Book Building Process and the Red Herring Prospectus
Issue Proceeds	The proceeds of the Fresh Issue which shall be available to our Company. For details about use of the Issue Proceeds, see "*Objects of the Issue*" on page 94
Monitoring Agency	[●]
Monitoring Agency Agreement	The agreement to be entered into between our Company and the Monitoring Agency prior to filing of the Red Herring Prospectus
Mutual Fund(s)	Mutual fund(s) registered with the SEBI under the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996
Mutual Fund Portion	5% of the Net QIB Portion or [●] Equity Shares which shall be available for allocation to Mutual Funds only, on a proportionate basis, subject to valid Bids being received at or above the Issue Price
Net Proceeds	Gross Proceeds of the Fresh Issue less the Issue-related expenses. For further details regarding the use of the Net Proceeds and the Issue-related expenses, see "*Objects of the Issue*" on page 94
Net QIB Portion	The portion of the QIB Portion less the number of Equity Shares Allocated to the Anchor Investors
Non-Institutional Portion	The portion of the Issue being not less than 15% of the Issue consisting of [●] Equity Shares, which shall be available for allocation to Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, out of which (a) one-third of such portion shall be reserved for Bidders with application size of more than ₹0.20 million and up to ₹1.00 million; and (b) two-thirds of such portion shall be reserved for Bidders with application size of more than ₹1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders, subject to valid Bids being received at or above the Issue Price
"Non-Institutional Bidders" or "NIBs" or "Non- Institutional Investors"	All Bidders, including FPIs other than individuals, corporate bodies and family offices, registered with SEBI that are not QIBs (including Anchor Investors) or Retail Individual Bidders who have Bid for Equity Shares for an amount of more than ₹0.20 million (but not including NRIs other than Eligible NRIs)

Term	Description
Pre-IPO Placement	Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.
Price Band	Price band of a minimum price of ₹[●] per Equity Share (*i.e.,* the Floor Price) and the maximum price of ₹[●] per Equity Share (*i.e.*, the Cap Price), including any revisions thereof. The Cap Price shall be at least 105% of the Floor Price and shall be less than or equal to 120% of the Floor Price. The Price Band and the minimum Bid Lot for the Issue will be decided by our Company, in consultation with the BRLM, and shall be notified in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation, at least two Working Days prior to the Bid/Issue Opening Date and shall be made available to the Stock Exchanges for the purpose of uploading on their respective websites
Pricing Date	The date on which our Company, in consultation with the BRLM, shall finalize the Issue Price
Promoters' Contribution	Aggregate of 20% of the fully diluted post-Issue Equity Share capital of our Company that is eligible to form part of the minimum promoter's contribution, as required under the provisions of the SEBI ICDR Regulations, held by our Promoters, which shall be locked-in for a period of three years from the date of Allotment
Prospectus	The prospectus for the Issue to be filed with the RoC on or after the Pricing Date in accordance with the provisions of Section 26 of the Companies Act, 2013 and the SEBI ICDR Regulations, and containing, *inter alia*, the Issue Price that is determined at the end of the Book Building Process, the size of the Issue and certain other information, including any addenda or corrigenda thereto
Public Issue Account(s)	'No-lien' and 'non-interest-bearing' bank account(s) opened in accordance with Section 40(3) of the Companies Act, 2013, with the Public Issue Account Bank(s) to receive money from the Escrow Account(s) and the ASBA Accounts maintained with the SCSBs on the Designated Date
Public Issue Account Bank(s)	The bank(s) which are clearing members and registered with the SEBI as a banker to an issue under the SEBI BTI Regulations, with which the Public Issue Account(s) shall be opened, being [●]
"Qualified Institutional Buyer(s)" or "QIBs"	A qualified institutional buyer as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations
QIB Bidders	QIBs who Bid in the Issue
QIB Portion	The portion of the Issue (including Anchor Investor Potion) being not more than 50% of the Issue comprising [●] Equity Shares, which shall be available for allocation on a proportionate basis to QIBs (including Anchor Investors), subject to valid Bids being received at or above the Issue Price or the Anchor Investor Issue Price, as applicable
"Red Herring Prospectus" or "RHP"	The red herring prospectus for the Issue to be issued by our Company in accordance with the Companies Act and the SEBI ICDR Regulations which will not have complete particulars of the Issue Price and size of the Issue, including any addenda or corrigenda thereto. The Red Herring Prospectus will be filed with the RoC at least three Working Days before the Bid/Issue Opening Date and will become the Prospectus after filing with the RoC after the Pricing Date, including any addenda or corrigenda thereto
Refund Account(s)	The 'no-lien' and 'non-interest bearing' account opened with the Refund Bank(s) from which refunds, if any, of the whole or part of the Bid Amount to the Bidders shall be made
Refund Bank(s)	The bank which are a clearing member registered with SEBI under the SEBI BTI Regulations, with whom the Refund Account(s) will be opened, in this case being [●]
Registered Brokers	Stock brokers registered with the SEBI under the Securities and Exchange Board of India (Stock Brokers and Sub-Brokers) Regulations, 1992, as amended and the Stock Exchanges having nationwide terminals, other than the members of the Syndicate, and eligible to procure Bids in terms of SEBI circular number no. CIR/CFD/14/2012 dated October 4, 2012 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations) and the UPI Circulars, issued by SEBI
Registrar Agreement	The agreement dated September 5, 2025 entered into 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 and Share Transfer Agents" or "RTAs"	Registrar and share transfer agents registered with SEBI and eligible to procure Bids from relevant Bidders at the Designated RTA Locations in terms of SEBI circular number CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 issued by SEBI and as per the list available on the websites of BSE and NSE, and the UPI Circulars
"Registrar to the Issue" or "Registrar"	MUFG Intime India Private Limited (*Formerly Link Intime India Private Limited*)

Term	Description
"Retail Individual Bidders" or "RIBs" or "RII" or "Retail Individual Investors"	Individual Bidders who have Bid for Equity Shares for an amount of not more than ₹0.20 million in any of the bidding options in the Issue (including HUFs applying through the *karta* and Eligible NRIs and does not include NRIs other than Eligible NRIs)
Retail Portion	Portion of the Issue being at least 35% of the Issue, consisting of [●] Equity Shares, which shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, which shall not be less than the minimum Bid Lot, subject to valid Bids being received at or above the ISsue Price
Revision Form	The form used by the Bidders to modify the quantity of Equity Shares or the Bid Amount in their Bid cum Application Forms or any previous Revision Forms. QIB Bidders and Non-Institutional Bidders are not allowed to withdraw or lower their Bids (in terms of the quantity of Equity Shares or the Bid Amount) at any stage. Retail Individual Bidders Bidding in the Retail Portion (subject to the Bid Amount being up to ₹0.20 million) can revise their Bids during the Bid/Issue Period and can withdraw their Bids until the Bid/Issue Closing Date
"Self-Certified Syndicate Banks" or "SCSBs"	The banks registered with SEBI, offering services: (a) in relation to ASBA (other than using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35, as applicable or such other website as may be prescribed by SEBI from time to time; and (b) in relation to ASBA (using the UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40, or such other website as may be prescribed by SEBI from time to time In accordance with the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, and SEBI Circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022, issued by SEBI, (to the exent not rescinded by the SEBI RTA Master Circular), UPI Bidders using UPI Mechanism may apply through the SCSBs and mobile applications (apps) whose name appears on the SEBI website. The said list is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId =43, as updated from time to time
Specified Locations	Bidding Centres where the Syndicate shall accept ASBA Forms from the Bidders, a list of which is which is available on the website of SEBI (www.sebi.gov.in) and updated from time to time
Sponsor Bank(s)	Bank(s) registered with SEBI which will be appointed by our Company to act as a conduit between the Stock Exchanges and the National Payments Corporation of India in order to push the mandate collect requests and/or payment instructions of the UPI Bidders into the UPI, in this case being [●]
"Syndicate" or "members of the Syndicate"	Collectively, the BRLM and the Syndicate Members
Syndicate Agreement	The agreement to be entered into among the members of the Syndicate, our Company, and the Registrar to the Issue in relation to the collection of Bid cum Application Forms by the Syndicate
Syndicate Members	Syndicate members as defined under Regulation 2(1)(hhh) of the SEBI ICDR Regulations, namely, [●]
Underwriters	[●]
Underwriting Agreement	The agreement to be entered into among our Company, and the Underwriters, on or after the Pricing Date but before filing of the Prospectus with the RoC
UPI	Unified Payments Interface, which is an instant payment mechanism, developed by NPCI
UPI Bidders	Collectively, individual investors applying as (i) Retail Individual Bidders in the Retail Portion and (ii) individuals applying as Non-Institutional Bidders with a Bid Amount of up to ₹0.50 million in the Non-Institutional Portion. Pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), all individual investors applying in public issues where the application amount is up to ₹0.50 million shall use the UPI Mechanism and shall provide their UPI ID in the Bid cum Application Form submitted with: (i) a Syndicate Member, (ii) a stock broker registered with a recognised 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 website 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 Circulars	The SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 (to the extent not rescinded by the SEBI RTA Master Circular), along with the circular issued by the National Stock Exchange of India Limited having reference no. 25/2022 dated August 3, 2022, and the circular issued by BSE Limited having reference no. 20220803-40 dated August 3, 2022 (to the extent these circulars are not rescinded by the SEBI RTA Master Circular, to the extent applicable), SEBI ICDR Master Circular and any subsequent circulars or notifications issued by SEBI or the Stock Exchanges in this regard
UPI ID	An ID created on UPI for single-window mobile payment system developed by the NPCI
UPI Mandate Request	A request (intimating the UPI Bidder by way of a notification on the UPI linked mobile application and by way of an SMS on directing the UPI Bidder to such UPI linked mobile application) to the UPI Bidder initiated by the Sponsor Bank(s) to authorise blocking of funds in the relevant ASBA Account through the UPI application equivalent to Bid Amount and subsequent debit of funds in case of Allotment
UPI Mechanism	The bidding mechanism that may be used by a UPI Bidder in accordance with the UPI Circulars to make an ASBA Bid in the Issue

Term	Description
UPI PIN	Password to authenticate UPI transaction
Wilful Defaulter	A company or person, as the case may be, categorised as a wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the RBI and as defined under Regulation 2(1)(lll) of the SEBI ICDR Regulations
Working Day(s)	All days on which commercial banks in Mumbai, India are open for business; provided however, with reference to (a) announcement of Price Band; and (b) Bid/Issue Period, the term Working Day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in Mumbai are open for business; and (c) the time period between the Bid/Issue Closing Date and the listing of the Equity Shares on the Stock Exchanges, "Working Day" shall mean all trading days of the Stock Exchanges, excluding Sundays and bank holidays, as per circulars issued by SEBI, including the UPI Circulars

Technical/ Industry and business-related terms

Term	Description
AES	Alcohol ether sulfates
Amino Phenols	Amino phenols are specialty chemicals typically produced by catalytic reduction of nitrophenols using iron or hydrogen, or through substitution reactions.
AOS	Alfa olefins sulfonates
APAC	Asia-Pacific
API	Active Pharmaceutical Ingredient
API intermediates	AP Intermediates are chemical compounds that serve as precursors or building blocks in the synthesis of APIs. They undergo one or more chemical transformations before being converted into the final API used in pharmaceutical formulations.
Aromatic Amines	Aromatic Amines are derived when one or more hydrogen atoms are replaced by aryl group(s). Aromatic Amines are less basic than aliphatic amines and ammonia. One of the simplest primary amines is aniline or benzamine. Aromatic amines are also known as arylamines.
Biocide	Normal Biocide, are classified as cleaning agents and are primarily used as disinfectants to prevent the growth of harmful bacteria. They are widely applied across various industries to control microbial contamination. The manufacturing process typically involves the production of chlorine-based chemicals, which serve as the active agents responsible for inhibiting the growth of microorganisms.
CAGR	Compounded Annual Growth Rate, mean annualized growth rate for compounding values over a given time period.
CSR	Corporate social responsibility
DDP	Delivery duty paid
EAH	Etheramine, is the hydrochloride salt of an ether amine compound. Ether amines are organic molecules containing both an ether (-O-) and an amine ($-NH_2$ or its derivatives) functional group.
FAMES	Fatty acid methyl esters sulfonates
GDP	Gross domestic product
HR	Human resource
ISO	International Organization for Standardization
IT	Information Technology
LABS	Linear alkyl benzene sulfonates
Manufacturing Facilities	Manufacturing Facility 1, Manufacturing Facility 2 and Manufacturing Facility 3
Manufacturing Facility 1	The manufacturing facility operated by our Company located at, Plot No. 5401 + Shed No. A1/5402 in the Vapi Industrial Estate consisting of Revenue Survey No. 412/P within the village limit of Karwad, Taluka Pardi, District Valsad – 396 195
Manufacturing Facility 2	The manufacturing facility operated by our Company located at, Plot No. Ex/3/A in the Vapi Notified Industrial Area forming part of the lands bearing Revenue Survey Nos. 921/P within the village limits of Vapi Taluka, Pardi District and Regulation Sub District Valsad – 396 195
Manufacturing Facility 3	The manufacturing facility operated by our Company (*along with a boiler*) located at, Plot No. 2808 in the Vapi Notified Industrial Area consisting of Revenue Survey Nos. 1/P, 113/P within the limits of Chhiri Taluka, Pardi, Dist. Valsad – 396 195
Manufacturing Facility 4	The manufacturing facility proposed to be set up pursuant to the Proposed Greenfield Project which is located at Plot No. 5202, Phase III, GIDC, Vapi, Gujarat – 396 195
MCA	Meta Chloro Aniline is an intermediate used in the manufacture of antimalarial drugs such as Chloroquine. It is produced by the reduction of Metanitro Chloro Benzene at elevated temperatures under reflux conditions. Once the reaction is complete, the reaction mass is washed to isolate the crude product, which is then purified through distillation to obtain the final pure form of Meta Chloro Aniline.
MNCB	Meta Nitro Chloro Benzene
MT	Metric tonne
NAPSA	4-Nitro-2-Amino Phenol-6-Sulfonic Acid, is a sulfonated aromatic compound extensively used as a key intermediate in the production of azo dyes and pigments, particularly for applications in the textile, leather, and paper industries. The manufacturing process involves sulfonation and nitration of NCB to produce the nitro sulfo derivative, which is subsequently reacted and reduced to yield the desired end product.

Term	Description
NASH	A chemical solution used to detect aldehydes, especially formaldehyde, through a colorimetric reaction that produces a yellow compound.
NCB	Nitro Chloro Benzene
ONCB	Ortho Nitro Chloro Benzene
PNCB	Para Nitro Chloro Benzene
Proposed Greenfield Project	The proposed expansion plan which involves setting up a greenfield project at Manufacturing Facility 4 in Vapi, Gujarat
PTC	Phase Transfer Catalysts, are specialized agents that enable reactions between reactants present in different, immiscible phases. In production, butyl bromides and their salts are synthesized through a series of complex reactions, yielding products tailored to the requirements of the intended end-use applications.
Raw Material Cost	Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.
Revenue from Exports	Revenue from Exports is used by the management to track the revenue from sale of products in overseas markets and in turn helps assess the overall financial performance of the Company and size of the business in overseas markets.
R&D	Research and development
Sulfone	3-Amino-4-Methyl Amino Phenyl Methyl Sulfone, derivatives are produced through chlorosulfonation reactions carried out at high temperatures, followed by condensation with the required intermediates to obtain the target sulfone molecule. The overall synthesis typically involves multiple steps, including sulfonation, nitration, condensation, and reduction, culminating in the formation of the final product.
Sulphonamides	2-Aminophenol-4-Sulphonamide and their derivatives are key intermediates in various end-use applications, such as high-performance pigments and specialty textile formulations. They are also used in the pharmaceutical and food colour industries, particularly for tablet coatings and other colorant applications.
US-EPA	United States Environmental Protection Agency

Conventional Terms/Abbreviations

Term	Description
AGM	Annual General Meeting
"Alternative Investment Funds" or "AIFs"	Alternative investment funds as defined in, and registered under the SEBI AIF Regulations
BSE	BSE Limited
Category I AIF	AIFs who are registered as "Category I Alternative Investment Funds" under the SEBI AIF
Category I FPIs	FPIs registered as "Category I foreign portfolio investors" under the SEBI FPI Regulations
Category II AIF	AIFs who are registered as "Category II Alternative Investment Funds" under the SEBI AIF
Category II FPIs	FPIs registered as "Category II foreign portfolio investors" under the SEBI FPI Regulations
Category III AIF	AIFs who are registered as "Category III Alternative Investment Funds" under the SEBI AIF
CDSL	Central Depository Services (India) Limited
CIN	Corporate identity number
Companies Act, 1956	The Companies Act, 1956, read with the rules, regulations, clarifications and modifications notified thereunder
"Companies Act" or "Companies Act, 2013"	The Companies Act, 2013, read with the rules, regulations, clarifications and amendments notified thereunder
CSR	Corporate social responsibility
Depositories	NSDL and CDSL
Depositories Act	Depositories Act, 1996, as amended
"DP" or "Depository Participant"	A depository participant as defined under the Depositories Act
DIN	Director Identification Number
DP ID	Depository Participant's identity number
DPIIT	Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India
EGM	Extraordinary General Meeting
EPS	Earnings per share
FDI	Foreign direct investment
FDI Policy	Consolidated Foreign Direct Investment Policy notified by the DPIIT under DPIIT File Number 5(2)/2020-FDI Policy dated October 15, 2020, effective from October 15, 2020 issued by the Department of Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India, and any modifications thereto or substitutions thereof, issued from time to time
FEMA	Foreign Exchange Management Act, 1999, read with rules and regulations notified thereunder
"FEMA Non-debt Instruments Rules" or the "FEMA NDI Rules"	The Foreign Exchange Management (Non-debt Instruments) Rules, 2019

Term	Description
"Financial Year" or "Fiscal(s)" or "Fiscal Year" or "FY"	The period of 12 months ending March 31 of that particular calendar year and as defined under section 2(41) of the Companies Act, 2013
FPIs	Foreign portfolio investors as defined in, and registered with SEBI under the SEBI FPI Regulations
FVCI	Foreign Venture Capital Investors (as defined under the SEBI FVCI Regulations) registered with SEBI
GDP	Gross Domestic Product
"Government of India" or "Central Government" or "GoI"	The Government of India
GST	Goods and Services Tax
HUF(s)	Hindu undivided family(ies)
ICAI	The Institute of Chartered Accountants of India
IFRS	International Financial Reporting Standards by by International Accounting Standards Board
Income Tax Act	Income-tax Act, 1961
Ind AS	Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Companies Act, 2013, as amended
Ind AS 24	Indian Accounting Standard 24, "Related Party Disclosures", notified under Section 133 of the Companies Act 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended
Ind AS 37	Indian Accounting Standard 37, "Provisions, Contingent Liabilities and Contingent Assets", notified under Section 133 of the Companies Act 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended
Ind AS Rules	Companies (Indian Accounting Standards) Rules, 2015, as amended
Indian GAAP	Generally Accepted Accounting Principles in India notified under Section 133 of the Companies Act 2013 and read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016, as amended
"INR" or "Rupee" or "₹" or "Rs."	Indian Rupee, the official currency of the Republic of India
IPO	Initial public offering
IRDAI	Insurance Regulatory and Development Authority of India
IRDAI Investment Regulations	Insurance Regulatory and Development Authority of India (Investment) Regulations, 2016
IST	Indian Standard Time
IT	Information technology
IT Act	The Information Technology Act, 2000
Kms	Kilometres
KYC	Know Your Customer
"KPI" or "Key Performance Indicators"	The key performance indicators which have been used historically by our Company to understand and analyse our business performance, which in result, help us in analysing the growth of business in comparison to our peers. For further details please see "*Basis for Issue Price*" and "*Our Business*" sections beginning on pages 109 and 159, respectively
MCA	Ministry of Corporate Affairs, Government of India
MSMEs	Micro, small and medium enterprises
N.A./ NA	Not Applicable
NACH	National Automated Clearing House
NBFC	Non-Banking Financial Companies
Net Asset Value (NAV)	Net Asset Value per equity share represents net worth as at the end of the fiscal year, as restated, divided by the number of Equity Shares outstanding at the end of the period/year. The Net Asset Value per share disclosed above is after considering the impact of sub-division and bonus issue of equity shares
NEFT	National electronic fund transfer
Net worth	Net Worth means the aggregate of paid-up share capital and other equity created out of profits, along with the debit or credit balance of the profit and loss account, after adjusting for accumulated losses, deferred expenditure, and miscellaneous expenditure not written off, as derived from the Restated Financial Information. It excludes reserves created from the revaluation of assets but includes the General Reserve of the Company
NPCI	National Payments Corporation of India
"NR" or "Non-resident"	A person resident outside India, as defined under the FEMA, including Eligible NRIs, FPIs and FVCIs registered with the SEBI
NRI	A person resident outside India, as defined under FEMA
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
"OCB" or "Overseas Corporate Body"	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly and which was in existence on October 3, 2003 and immediately before such date had taken benefits under the general permission granted to OCBs under FEMA. OCBs are not allowed to invest in the Issue

Term	Description
P/E Ratio	Price/earnings ratio
PAN	Permanent Account Number allotted under the Income Tax Act
PAT	Profit after tax
RBI	The Reserve Bank of India
Regulation S	Regulation S under the U.S. Securities Act
RTGS	Real time gross settlement
SCORES	SEBI Complaints Redress System
SCRA	Securities Contracts (Regulation) Act, 1956
SCRR	Securities Contracts (Regulation) Rules, 1957
SMS	Short message service
SEBI	Securities and Exchange Board of India constituted under the SEBI Act
SEBI Act	Securities and Exchange Board of India Act, 1992
SEBI AIF Regulations	Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012
SEBI BTI Regulations	Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994
SEBI FPI Regulations	Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019
SEBI FVCI Regulations	Securities and Exchange Board of India (Foreign Venture Capital Investors) Regulations, 2000
SEBI ICDR Master Circular	SEBI master circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2024/0154, dated November 11, 2024
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended
SEBI Listing Regulations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
SEBI Mutual Fund Regulations	Securities and Exchange Board of India (Mutual Funds) Regulations, 1996
SEBI RTA Master Circular	SEBI master circular bearing SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025
SEBI SBEB Regulations	Securities and Exchange Board of India (Share Based Employees Benefits and Sweat Equity) Regulations, 2021
SEBI Takeover Regulations	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
SEBI VCF Regulations	The erstwhile Securities and Exchange Board of India (Venture Capital Fund) Regulations, 1996, as repealed pursuant to the SEBI AIF Regulations
"Systemically Important NBFCs" or "NBFC-SI"	Systemically important non-banking financial company registered with the RBI and as defined under Regulation 2(1)(iii) of the SEBI ICDR Regulations
Stock Exchanges	The BSE and the NSE
TAN	Tax deduction and collection account number
U.S. GAAP	Generally accepted accounting principles in the United State of America
U.S. Securities Act	The United States Securities Act of 1933, as amended
"US$" or "USD" or "US Dollar"	United States Dollar, the official currency of the United States of America
"USA" or "U.S." or "US"	United States of America
VCFs	Venture capital funds as defined in and registered with SEBI under the SEBI VCF Regulations or the SEBI AIF Regulations, as the case may be
"Year" or "Calendar Year"	Unless the context otherwise requires, shall mean the twelve-month period ending December 31

Key Performance Indicators ("**KPIs**") (as defined in "*Basis for Issue Price*" on page 109)

Metric	Description
Revenue from Operations	Revenue from Operations is used by the management to track the revenue profile of the business and in turn helps assess the overall financial performance of the Company and size of the business.
EBIDTA	EBITDA provides information regarding operational profitability and efficiency of the business
EBIDTA Margin	EBITDA Margin is an indicator of the operational efficiency of the business in comparison to revenue from operations
PAT	Profit after tax for the year provides information regarding the overall profitability of the business
PAT Margin	PAT margin (%) is an indicator of the overall profitability of the business and provides financial benchmarking against peers as well as to compare against the historical performance of the business.
ROCE	Return on Capital Employed measures a company's profitability and the efficiency with which it utilizes its capital to generate profits.
ROE	Return on Equity measures a company's profitability by revealing how much profit a company generates with the money shareholders have invested.

CERTAIN CONVENTIONS, PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Certain conventions

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

All references to the "U.S.", "U.S.A." or the "United States" are to the United States of America and its territories and possessions.

Unless otherwise specified, all references to 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 page numbers of this Draft Red Herring Prospectus.

Financial data

Our Company's Financial Year commences on April 1 of the immediately preceding calendar year and ends on March 31 of that particular calendar year, so all references to a particular Financial Year, Fiscal or Fiscal Year, unless stated otherwise, are to the 12 months period commencing on April 1 of the immediately preceding calendar year and ending on March 31 of that particular calendar year.

The Restated Financial Information of our Company comprising the restated statement of assets and liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, the restated statement of profit and loss (including other comprehensive income), the restated statement of changes in equity and the restated statement of cash flows for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and a summary of material accounting policies and other explanatory notes of our Company, compiled from audited financial statements as at and for each of the financial year ended March 31, 2025, March 31, 2024 and March 31, 2023, each prepared in accordance with Ind AS and restated by our Company in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, relevant provisions of the SEBI ICDR Regulations, and the Guidance Note on Reports on Company Prospectuses (Revised 2019) issued by the ICAI.

Unless otherwise stated or the context otherwise indicates, any percentage amounts, (excluding certain operational metrics), as set out in "*Issue Document Summary*", "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 18, 27, 159 and 286.

Ind AS, Indian GAAP, IFRS and U.S. GAAP differ in certain significant respects from other accounting principles and standards with which investors may be more familiar. Our Company has not attempted to explain those differences or quantify their impact on the financial data included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial statements to those of Indian GAAP, IFRS, U.S. GAAP or any other accounting principles or standards. If we were to prepare our financial statements in accordance with such other accounting principles, our results of operations, financial condition and cash flows may be substantially different. For details in connection with risks involving differences between Ind AS, Indian GAAP, IFRS and U.S. GAAP, see "*Risk Factors – Significant differences exist between Ind AS used to prepare our financial information and other accounting principles, such as US GAAP and IFRS, which may affect investors' assessments of our Company's financial condition*" on page 57. Prospective investors should consult their own professional advisers for an understanding of the differences between these accounting principles and those with which they may be more familiar. 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, Ind AS, the Companies Act and the SEBI ICDR Regulations. Any reliance by persons not familiar with these accounting principles and regulations on our financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited.

All figures, including financial information, in decimals (including percentages) have been rounded off to two decimals. However, where any figures may have been sourced from third-party industry sources, such figures may be rounded-off to such number of decimal points as provided in such respective sources. In this Draft Red Herring Prospectus, (i) the sum or percentage change of certain numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row; any such discrepancies are due to rounding off.

All figures in diagrams and charts, including those relating to financial information, operational metrics and key performance indicators, have been rounded to the nearest decimal place, whole number, thousand or million, as applicable.

Non-Generally Accepted Accounting Principles Financial Measures

Certain Non-Generally Accepted Accounting Principles ("**Non-GAAP**") measures presented in this Draft Red Herring Prospectus such as EBIT, EBITDA, EBITDA Margin, PAT Margin, ROCE, ROE, Net Debt/Equity Ratio, Net Debt/EBITDA, Net Fixed Asset Turnover Ratio (including CWIP, Intangible Assets, Intangible Assets under Development) are a supplemental measure of our performance and liquidity 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, or IFRS and should not be considered in isolation or construed as an alternative to cash flows, profit / (loss) for the year / 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, or IFRS. In addition, these Non-GAAP 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, a comparison of similarly titled Non-GAAP measures or statistical or other information relating to operations and financial performance between companies may not be possible. Other companies may calculate the Non-GAAP measures differently from us, limiting their usefulness as a comparative measure. Although the Non-GAAP measures are not a measure of performance calculated in accordance with applicable accounting standards, we compute and disclose them as our Company's management believes that they are useful information in relation to our business and financial performance.

Currency and units of presentation

All references to:

(i) "₹" or "Rupees" or "Rs." or "INR" are to Indian Rupees, the official currency of the Republic of India;

(ii) "USD" or "US$" or "$" or "U.S. Dollar" are to the United States Dollar, the official currency of the United States of America.

In this Draft Red Herring Prospectus, our Company has presented certain numerical information. All figures have been expressed in millions, except where specifically indicated. One million represents 10 lakh or 1,000,000 and ten million represents 1 crore or 10,000,000. However, where any figures that may have been sourced from third party industry sources are expressed in denominations other than millions in their respective sources, such figures appear in this Draft Red Herring Prospectus expressed in such denominations as provided in such respective sources.

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 information with respect to the exchange rate between the Indian Rupee and the U.S. Dollar, as on the dates indicated, is set out below:

(in ₹)

Currency	Exchange Rate as on		
	March 31, 2025	March 31, 2024	March 31, 2023
1 US$	85.58	83.37	82.22

Source: www.fbil.org.in

Note: If the reference rate is not available on a particular date due to a public holiday, exchange rates of the previous Working Day has been disclosed. Exchange rate is rounded off to the nearest two decimal places.

Industry and market data

Unless stated otherwise, industry related information and market data contained in this Draft Red Herring Prospectus, including in "*Risk Factors*", "*Industry Overview*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 27, 123, 159 and 286, respectively, have been obtained or derived from the report titled "*Industry Report on Global and Indian Chemicals and Specialty Chemicals* " dated September 2025 that has been prepared by F&S ("**F&S Report**") which has been prepared exclusively for the purpose of understanding the industry in connection with the Issue and commissioned and paid for by our Company which will be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/Issue Closing Date and has also been included in "*Material Contracts and Documents for Inspection – Material Documents*" on page 393. F&S was appointed by our Company and does not have direct/ indirect interest in or relationship with our Company, Subsidiary, Promoters, Directors, KMPs, SMPs or the Book Running Lead Manager as confirmed pursuant to their consent letter dated September 4, 2025 except to the extent of issuing the F&S Report. For risks in relation to the F&S Report, see "*Risk Factors – Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks.*" on page 52.

Except for the F&S Report, we have not commissioned any report for purposes of this Draft Red Herring Prospectus and any market and industry related data, other than that extracted or obtained from the F&S Report, used in this Draft Red Herring Prospectus has been obtained or derived from publicly available documents and other industry sources.

The F&S Report is subject to the following disclaimer:

"Frost & Sullivan has taken due care and caution in preparing this report based on the information obtained by Frost & Sullivan from sources which it considers reliable ("Data"). This Report is not a recommendation to invest / disinvest in any entity covered in the Report and no part of this Report should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. Without limiting the generality of the foregoing, nothing in the Report is to be construed as Frost & Sullivan providing or intending to provide any services in jurisdictions where Frost & Sullivan does not have the necessary permission and/or registration to carry out its business activities in this regard. Supreet Chemicals Limited will be responsible for ensuring compliances and consequences of non-compliances for use of the Report or part thereof outside India. No part of this Frost & Sullivan Report may be published/reproduced in any form without Frost & Sullivan's prior written approval."

Although the industry and market data used in the Draft Red Herring Prospectus is reliable, the data used in these sources may have been reclassified or re-ordered by us for the purposes of presentation. Data from these sources may also not be comparable. The extent to which the industry and market data presented in this Draft Red Herring Prospectus is meaningful depends upon the reader's familiarity with, and understanding of, the methodologies used in compiling such information. There are no standard data gathering methodologies in the industry in which our Company conducts business and methodologies and assumptions may vary widely among different market and industry sources. The F&S Report is disclosed in the Issue Documents and there are no parts, information, data (which may be relevant for the proposed Issue), left out or changed in any manner. Such data involves risks, uncertainties and numerous assumptions and is subject to change based on various factors, including those disclosed in "*Risk Factors – Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks*" on page 52.

In accordance with the SEBI ICDR Regulations, "*Basis for Issue Price*" on page 109 includes information relating to our peer group companies. Such information relating to our peer group has been derived from publicly available sources or the F&S Report, believed to be reliable and verified by Maheshwari & Co., Chartered Accountants.

FORWARD-LOOKING STATEMENTS

This Draft Red Herring Prospectus contains certain statements which are not statements of historical fact and may be described as "forward-looking statements". These forward-looking statements generally can be identified by words or phrases such as "aim", "anticipate", "believe", "goal", "expect", "estimate", "intend", "objective", "plan", "project", "should" "will", "will continue", "seek to", "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 and assumptions about us that could cause actual results to differ materially from those contemplated by the relevant forward-looking statement. For the reasons described below, we cannot assure investors that the expectations reflected in these forward-looking statements will prove to be correct. Therefore, 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.

These forward-looking statements are based on our present plans, estimates and expectations and actual results may differ materially from those suggested by such forward-looking statements.

Although we believe that the assumptions on which such statements are based are reasonable, any such assumptions as well as statements based on them could prove to be inaccurate. Actual results may differ materially from those suggested by the forward-looking statements due to risks or uncertainties associated with our expectations with respect to, but not limited to, regulatory changes pertaining to the industry 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 and globally, which have an impact on our business activities or investments, the monetary and fiscal policies of India, inflation, deflation, volatility 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 laws, regulations and taxes, changes in competition in our industry, incidence of natural calamities and/or acts of violence.

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 operations involve certain inherent risks arising from the use, storage, and transportation of hazardous substances, and engagement in complex chemistries and multi-step unit operations and processes, which may expose us to the risk of industrial accidents that could result in personal injury, property damage, environmental harm, regulatory action, and adverse impact on our business, financial condition, results of operations, and prospects.

2. Our business is dependent on our Manufacturing Facilities for our operations, all of which including our warehouses and our Proposed Greenfield Project are located in Vapi, Gujarat. Any slowdown or shutdown in our Manufacturing Facilities and our inability to expand to new geographies or any significant social, political, economic, or seasonal disruptions, as well as natural calamities or civil disturbances in Vapi, Gujarat could have an adverse effect on our business, results of operations, financial condition and cash flows.

3. We are reliant on certain end use industries including textiles, pharmaceuticals, performance chemicals, personal care and agro-chemicals which collectively contributed to 71. 87%, 64.80% and 55.75% of our Revenue from Operations for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse developments affecting these key end-use industries could have an adverse effect on our business, results of operations, financial condition and cash flows.

4. Our top 10 customers contributed to a significant portion of our Revenue from Operations and 56.25%, 54.06% and 60.31% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 customers. Further, we rely on purchase orders and do not have long term contracts with any of these customers. If one or more of such customers choose not to source their requirements from us or to terminate our business relationship or our failure to adhere to the terms of purchase orders entered into with our customers may have an adverse effect on our business, financial conditions and results of operations.

5. Our business and operations are reliant on the timely and sufficient procurement of key raw materials. Any restriction, delay or disruption to the timely and adequate procurement of raw materials, or volatility in the prices of raw materials on account of increase in shipment costs or rising geopolitical tensions or trade restrictions, could have an adverse impact on our business, financial condition, and results of operations. Further, improper storage, processing and handling of our raw materials, work in progress and finished goods could damage our inventories and adversely affect our business and operations.

6. Our top 10 suppliers contributed to a significant portion of our Raw Material Cost and 64.79%, 49.43% and 47.96% of our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 suppliers. We do not have firm commitments for supply or exclusive arrangements with any of our third-party suppliers and are required to pay advances from time to time. Any disruption or change in our business relationship, owing to a supplier's decision to cease or reduce supply, alter terms, or our inability to comply with their requirements could adversely affect our business, financial condition, and results of operations.

7. Our R&D efforts are critical for product development and portfolio expansion which is crucial for our competitiveness and future growth, and any failure to advance these efforts in a timely and cost-effective manner could adversely affect our business, financial condition, cash flows, and results of operations. Further, our investments in new products may not be successful and may be less profitable or may be loss-making.

8. We derive a significant portion of our Revenue from Operations from our top 10 products and our top 10 products contributed to 52.73%, 42.81% and 43.83% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. If our products do not perform as expected or if competing products become available and gain wider market acceptance, our business, results of operations, financial condition and cash flows may be adversely affected.

9. Our Revenue from Exports constituted 25.54%, 29.80% and 26.22% of our Revenue from Operations, for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse changes in export markets or export regulations may materially and adversely affect our business, financial condition, and results of operations. Further, our inability to diversify into new export markets may affect our business and results of operations.

10. Our proposed expansion plans which involve setting up of a new greenfield manufacturing facility in Vapi, Gujarat ("Proposed Greenfield Project") is subject to the risk of unanticipated delays in implementation and cost overruns.

Certain information in "*Risk Factors*", "*Industry Overview*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 27, 123, 159 and 286, respectively, of this Draft Red Herring Prospectus have been obtained from the F&S Report prepared by F&S.

For further discussion of factors that could cause the actual results to differ from the expectations, see "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 27, 159 and 286, respectively. 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 in the future could materially differ from those that have been estimated and are not a guarantee of future performance.

Forward-looking statements reflect the current views of our Company as of 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. None of our Company, our Promoters, our Directors, our KMPs, SMPs, the Syndicate or any of their respective affiliates has 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 will ensure that investors are informed of material developments from the date of the Red Herring Prospectus until the date of Allotment pursuant to the Issue.

ISSUE DOCUMENT SUMMARY

The following is a general summary of certain disclosures and terms of the Issue included in this Draft Red Herring Prospectus and is neither exhaustive, nor purports to contain a summary of all the disclosures in this Draft Red Herring Prospectus or the Red Herring Prospectus or the Prospectus when filed, or all details relevant to prospective investors. This summary should be read in conjunction with, and is qualified in its entirety by, the detailed information appearing elsewhere in this Draft Red Herring Prospectus, including "Risk Factors", "The Issue", "Capital Structure", "Objects of the Issue", "Industry Overview", "Our Business", "Our Promoters and Promoter Group", "Financial Information", "Outstanding Litigation and Material Developments", "Issue Procedure" "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Description of Equity Shares and Terms of the Articles of Association Interpretation" on pages 27, 68, 77, 94, 123, 159, 223, 230, 315, 345, 286 and 364, respectively.

*Unless otherwise indicated, industry and market data used in this section has been derived from industry report titled 'Industry Report on Global and Indian Chemicals and Specialty Chemicals' dated September 2025 ("**F&S Report**") prepared and issued by F&S, appointed by us, and exclusively commissioned and paid for by us in connection with the Issue. Unless otherwise indicated, all industry and other related information derived from the F&S Report and included herein with respect to any particular year refers to such information for the relevant calendar year. F&S was appointed by our Company and is not connected to our Company, our Directors, and our Promoters. A copy of the F&S Report shall be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date.*

Summary of the primary business of our Company

We are a specialty chemical intermediates manufacturer with expertise in handling more than 15 complex chemistries and up to 15 multi-step unit operations and processes. Our products cater to end-use industries including textiles, pharmaceuticals, performance chemicals, personal care, agro-chemicals and others. Our business is categorized into product families, namely (a) Aromatic Amines and Sulphonamides; (b) Amino Phenols; and (c) Other Specialties. We are one of the leading manufacturers, of certain specialty chemical intermediates such as MCA, Sulphonamides and NAPSA based on Aromatic Amines and Sulphonamides and Amino Phenols families, respectively. (*Source: F&S Report*)

For further details, see "*Our Business*" on page 159.

Summary of the industry in which our Company operates

The specialty chemicals industry is defined by high value-added, low-volume production, serving applications such as agrochemicals, textiles, pharmaceuticals, electronic chemicals, polymers, adhesives, coatings, and food colorants. While fragmented, it is undergoing consolidation and faces challenges from regulations, shifting customer needs, and the need for strong R&D. The global specialty chemical intermediates market is valued at USD 1,309 billion in 2024 and projected to reach USD 1,802 billion by 2029 at a 6.6% CAGR. APAC leads with 56% share, followed by North America and Europe. India is expected to grow at 10.02% CAGR (2025–2030), driven by demand and constrained supply. (*Source: F&S Report*)

For further details, see "*Industry Overview*" on page 123.

Names of our Promoters

Our Promoters are Harjindersingh Jaswantsingh Sarna, Narendrakaur H. Sarna and Manjeetsingh Gurbirsingh Sarna. For further details, see "*Our Promoters and Promoter Group*" on page 223.

Issue size

The details of the Issue are summarised below:

Issue of Equity Shares[(1)(2)]	Up to [●] Equity Shares of face value of ₹ 2 each aggregating up to ₹ 4,990.00 million
of which:	
Fresh Issue[(1)(2)]	Up to [●] Equity Shares of face value of ₹ 2 each aggregating up to ₹ 4,990.00 million

(1) The Issue has been authorised by a resolution of our Board of Directors at their meeting held on August 8, 2025. The Issue has been authorised by our Shareholders pursuant to a special resolution passed on August 16, 2025.

(2) Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

For details, see "*Other Regulatory and Statutory Disclosures*" on page 326.

The Issue would constitute [●]% of the post-Issue paid up Equity Share capital of our Company. The above table summarises the details of the Issue. For further details of the issue, see "*The Issue*" and "*Issue Structure*" on pages 68 and 341, respectively.

Objects of the Issue

The objects for which the Net Proceeds from the Fresh Issue shall be utilised are as follows:

Particulars	Estimated Amount (in ₹ million)[3]
Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4 ("**Proposed Greenfield Project**")	3,100.00
Repayment or prepayment, in full or in part, of all or a portion of certain outstanding borrowings availed by our Company	650.00
General corporate purposes[1][2]	[●]
Net Proceeds[1]	[●]

(1) To be finalized upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.

(2) The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds, in accordance with the SEBI ICDR Regulations.

(3) Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

For further details, see "*Objects of the Issue*" on page 94.

Aggregate pre-Issue and post-Issue shareholding of our Promoters, and members of the Promoter Group as a percentage of the paid-up Equity Share capital of our Company on the date of this Draft Red Herring Prospectus

The aggregate pre-Issue and post-Issue shareholding of our Promoters, and members of our Promoter Group as a percentage of the pre-Issue paid-up and post-Issue paid-up Equity Share capital of our Company as on the date of this Draft Red Herring Prospectus is set out below:

Name of the Shareholder	Pre-Issue number of Equity Shares held	Percentage of the pre-Issue paid-up Equity Share capital (%)	Post-Issue number of Equity Shares held[#]	Percentage of the post-Issue paid-up Equity Share capital (%)[#*]
Promoters				
Harjindersingh Jaswantsingh Sarna	33,900,660	53.37	[●]	[●]
Narendrakaur H. Sarna	10,501,931	16.53	[●]	[●]
Manjeetsingh Gurbirsingh Sarna	3,646,336	5.74	[●]	[●]
Total holding of the Promoters (A)	**48,048,927**	**75.64**	[●]	[●]
Members of our Promoter Group				
Samardeepsingh Sarna	3,169,600	4.99	[●]	[●]
Gurbirsingh Jasvantsingh Sarna	398,000	0.63	[●]	[●]
Total holding of the members of the Promoter Group (other than Promoters) (B)	**3,567,600**	**5.62**	[●]	[●]
Total (A + B)	**51,616,527**	**81.26**	[●]	[●]

 # To be updated in the Prospectus

** Subject to completion of the Issue and finalisation of the Allotment*

For further details, see "*Capital Structure*" on page 77.

Shareholding of Promoters, members of our Promoter Group and additional top 10 Shareholders of the Company

The Shareholding of Promoters, members of our Promoter Group and additional top 10 Shareholders of the Company is set out below:

S. No.	Name of the Shareholders	Pre-Issue shareholding as at the date of DRHP[1]		Post-Issue shareholding as at Allotment[2][3]			
				At the lower end of the price band (₹[●])		At the upper end of the price band (₹[●])	
		Number of Equity Shares of face value of ₹2 each	Percentage of shareholding (%)	Number of Equity Shares of face value of ₹2 each	Percentage of shareholding (%)	Number of Equity Shares of face value of ₹2 each	Percentage of shareholding (%)
Promoters							
1.	Harjindersingh Jaswantsingh Sarna	33,900,660	53.37	[●]	[●]	[●]	[●]
2.	Narendrakaur H. Sarna	10,501,931	16.53	[●]	[●]	[●]	[●]
3.	Manjeetsingh Gurbirsingh Sarna	3,646,336	5.74	[●]	[●]	[●]	[●]
Members of our Promoter Group							
4.	Samardeepsingh Sarna	3,169,600	4.99	[●]	[●]	[●]	[●]
5.	Gurbirsingh Jasvantsingh Sarna	398,000	0.63	[●]	[●]	[●]	[●]
Additional top 10 Shareholders							
6.	Protons Corporate Services Private Limited	1,776,471	2.80	[●]	[●]	[●]	[●]
7.	Rajesh Bhushan Munoor	783,044	1.23	[●]	[●]	[●]	[●]
8.	Hemant Jawaharlal Jhaveri	655,000	1.03	[●]	[●]	[●]	[●]
9.	Hemaja Advisors LLP	555,500	0.87	[●]	[●]	[●]	[●]
10.	Hi -Shine Inks Private Limited	330,000	0.52	[●]	[●]	[●]	[●]
11.	Pankaj Chimanlal Doshi	300,000	0.47	[●]	[●]	[●]	[●]
12.	Nipa Viren Doshi	300,000	0.47	[●]	[●]	[●]	[●]
13.	Bindiya Kirit Doshi	300,000	0.47	[●]	[●]	[●]	[●]
14.	Binita Hitesh Doshi	300,000	0.47	[●]	[●]	[●]	[●]
15.	Rajesh Sadhwani	275,000	0.43	[●]	[●]	[●]	[●]

[1] *To be further updated at Price Band*
[2] *To be updated in the Prospectus*
[3] *Subject to finalization of Basis of Allotment*

For further details, see "*Capital Structure*" beginning on page 77.

Summary of Selected Financial Information

Summary of selected financial information derived from our Restated Financial Information is as follows:

(in ₹ million, except per share data)

Particulars	As at and for the Fiscal		
	Fiscal ended March 31, 2025	Fiscal ended March 31, 2024	Fiscal ended March 31, 2023
(A) Equity Share capital[1]	127.04	127.04	127.04
(B) Net worth[2]	2,372.13	1,864.79	1,621.61
(C) Revenue from operations	3625.47	2,397.56	3,127.41
(D) Profit/ (loss) after tax[3]	519.18	255.94	563.41
(E) Basic earnings per equity share (in ₹/share)[4]	8.17	4.03	8.87
(F) Diluted earnings per equity share (in ₹/share)[4]	8.17	4.03	8.87
(G) Net Asset Value per share (in ₹/share)[5]	37.35	29.36	25.53
(H) Total borrowings[6]	2,007.03	808.94	46.60

Notes:

1. *Equity Share Capital refers to the aggregate of paid-up share capital instruments classified as entirely equity in nature.*
2. *Net Worth refers to the aggregate of paid-up share capital and other equity created out of profits, along with the debit or credit balance of the profit and loss account, after adjusting for accumulated losses, deferred expenditure, and miscellaneous expenditure not written off, as derived from the Restated Financial Information. It excludes reserves created from the revaluation of assets but includes the General Reserve of the Company.*
3. *Profit After Tax: The profit for the relevant fiscal year attributable to the owners of the Company, as disclosed in the Restated Financial Information for that fiscal year.*
4. *Basic and diluted earnings/ (loss) per equity share: Basic and diluted earnings/ (loss) per equity share are computed in accordance with Indian Accounting Standard 33 notified under the Companies (Indian Accounting Standards) Rules of 2015 (as amended).*
5. *Net Asset Value per equity share represents net worth as at the end of the fiscal year, as restated, divided by the number of Equity Shares outstanding at the end of the period/year. The Net Asset Value per share disclosed above is after considering the impact of sub-division and bonus issue of equity shares.*
6. *Total borrowing is calculated as non-current borrowings plus current borrowings.*

For further details, see "*Restated Financial Information*" on page 230.

Qualifications which have not been given effect to in the Restated Financial Information

There are no auditor qualifications in the auditor's examination report for the for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and accordingly, there are no qualifications which have not been given effect to in the Restated Financial Information.

Summary of outstanding litigation

A summary of outstanding litigation proceedings involving our Company, Directors, Subsidiary, Promoters, Key Managerial Personnel and Senior Management Personnel in accordance with the SEBI ICDR Regulations and the Materiality Policy, as of the date of this Draft Red Herring Prospectus is disclosed below:

Name of Individual/Entity	Number of Criminal Proceedings	Number of Tax Proceedings	Number of Statutory or Regulatory Proceedings	Number of Disciplinary Actions by the SEBI or the stock exchanges against our Promoters in the last five Fiscals	Number of Material Civil Proceedings	Aggregate amount involved (*in ₹ million*)*
Company						
Against our Company	Nil	1	1	Not applicable	1	2.58
By our Company	Nil	1	Nil	Not applicable	Nil	0.84
Subsidiary						
Against our Subsidiary	Nil	Nil	Nil	Not applicable	Nil	Nil
By our Subsidiary	Nil	Nil	Nil	Not applicable	Nil	Nil
Directors*						
Against our Directors	Nil	1	Nil	Not applicable	Nil	274.85
By our Directors	Nil	Nil	Nil	Not applicable	Nil	Nil
Promoters						
Against our Promoters	Nil	1	Nil	-	Nil	274.85
By our Promoters	Nil	Nil	Nil	Not applicable	Nil	Nil
Key Managerial Personnel						
Against our Key Managerial Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
By our Key Managerial Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
Senior Management Personnel						
Against our Senior Management Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
By our Senior Management Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil

* *To the extent quantifiable*

** *Includes Directors who are Promoters*

Further, as on the date of this Draft Red Herring Prospectus, our Company does not have any 'group companies' in terms of the SEBI ICDR Regulations. For further details, see "*Our Group Companies*" on page 227.

For further details, see "*Outstanding Litigation and Material Developments*" on page 315.

Risk Factors

Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. The following is a summary of the top ten risk factors in relation to our Company:

1. Our operations involve certain inherent risks arising from the use, storage, and transportation of hazardous substances, and engagement in complex chemistries and multi-step unit operations and processes, which may expose us to the risk of industrial accidents that could result in personal injury, property damage, environmental harm, regulatory action, and adverse impact on our business, financial condition, results of operations, and prospects.

2. Our business is dependent on our Manufacturing Facilities for our operations, all of which including our warehouses and our Proposed Greenfield Project are located in Vapi, Gujarat. Any slowdown or shutdown in our Manufacturing Facilities and our inability to expand to new geographies or any significant social, political, economic, or seasonal disruptions, as well as natural calamities or civil disturbances in Vapi, Gujarat could have an adverse effect on our business, results of operations, financial condition and cash flows.

3. We are reliant on certain end use industries including textiles, pharmaceuticals, performance chemicals, personal care and agro-chemicals which collectively contributed to 71.87%, 64.80% and 55.75% of our Revenue from Operations for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse developments affecting these key end-use industries could have an adverse effect on our business, results of operations, financial condition and cash flows.

4. Our top 10 customers contributed to a significant portion of our Revenue from Operations and 56.25%, 54.06% and 60.31% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 customers. Further, we rely on purchase orders and do not have long term contracts with any of these customers. If one or more of such customers choose not to source their requirements from us or to terminate our business relationship or our failure to adhere to the terms of purchase orders entered into with our customers may have an adverse effect on our business, financial conditions and results of operations.

5. Our business and operations are reliant on the timely and sufficient procurement of key raw materials. Any restriction, delay or disruption to the timely and adequate procurement of raw materials, or volatility in the prices of raw materials on account of increase in shipment costs or rising geopolitical tensions or trade restrictions, could have an adverse impact on our business, financial condition, and results of operations. Further, improper storage, processing and handling of our raw materials, work in progress and finished goods could damage our inventories and adversely affect our business and operations.

6. Our top 10 suppliers contributed to a significant portion of our Raw Material Cost and 64.79%, 49.43% and 47.96% of our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 suppliers. We do not have firm commitments for supply or exclusive arrangements with any of our third-party suppliers and are required to pay advances from time to time. Any disruption or change in our business relationship, owing to a supplier's decision to cease or reduce supply, alter terms, or our inability to comply with their requirements could adversely affect our business, financial condition, and results of operations.

7. Our R&D efforts are critical for product development and portfolio expansion which is crucial for our competitiveness and future growth, and any failure to advance these efforts in a timely and cost-effective manner could adversely affect our business, financial condition, cash flows, and results of operations. Further, our investments in new products may not be successful and may be less profitable or may be loss-making.

8. We derive a significant portion of our Revenue from Operations from our top 10 products and our top 10 products contributed to 52.73%, 42.81% and 43.83% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. If our products do not perform as expected or if competing products become available and gain wider market acceptance, our business, results of operations, financial condition and cash flows may be adversely affected.

9. Our Revenue from Exports constituted 25.54%, 29.80% and 26.22% of our Revenue from Operations, for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse changes in export markets or export regulations may materially and adversely affect our business, financial condition, and results of operations. Further, our inability to diversify into new export markets may affect our business and results of operations.

10. Our proposed expansion plans which involve setting up of a new greenfield manufacturing facility in Vapi, Gujarat ("Proposed Greenfield Project") is subject to the risk of unanticipated delays in implementation and cost overruns.

For details, please see the section entitled "*Risk Factors"* beginning on page 27.

Summary of contingent liabilities

The details of our contingent liabilities (as per Ind AS 37) as on March 31, 2025, derived from the Restated Financial Information are as set out below:

(in ₹ million)

Particulars	As of March 31, 2025
Civil Liabilities	2.92
TDS Liabilities	0.08

For details, see "*Restated Financial Information – Note 34*" on page 268.

Summary of related party transactions

A summary of the related party transactions for the Fiscals ended March 31, 2025, 2024 and 2023 as per Ind AS 24 – Related Party Disclosures read with the SEBI ICDR Regulations and derived from our Restated Financial Information is set out below:

Particulars	Relationship with the Company	Fiscal 2025		Fiscal 2024		Fiscal 2023	
		Amount (in ₹ million)	Percentage of Revenue from operations (%)	Amount (in ₹ million)	Percentage of Revenue from operations (%)	Amount (in ₹ million)	Percentage of Revenue from operations (%)
Harjindersingh Jaswantsingh Sarna	Chairman and Whole-time Director-Remuneration	22.20	0.61%	22.20	0.93%	46.00	1.47%
Manjeetsingh Gurbirsingh Sarna	Managing director-Remuneration	7.20	0.20%	7.20	0.30%	7.20	0.23%
Rajkumar Singh	Whole-time director-Remuneration	0.75	0.02%	0.69	0.03%	0.66	0.02%
Dineshchandra Manubhai Patel	Chief financial officer-Remuneration	2.72	0.08%	2.50	0.10%	1.81	0.06%
Indrajeet Kumar Panday	Company secretary-Remuneration	0.53	0.01%	0.46	0.02%	0.44	0.01%
Narendrakaur H. Sarna	Relative of KMP-Remuneration	-	0.00%	-	0.00%	11.00	0.35%
Dr Hemangs Laboratory	Entities in which KMP or relatives of KMP can exercise significant influence- Purchase of raw materials	0.15	0.00%	-	0.00%	5.67	0.18%
Dr Hemangs Laboratory	Entities in which KMP or relatives of KMP can exercise significant influence- Sale of goods & services	10.32	0.28%	18.70	0.78%	39.68	1.27%
Narendrakaur H. Sarna	Relative of KMP-Rent paid	-	0.00%	2.43	0.10%	12.00	0.38%
Royal international	Entities in which KMP or relatives of KMP can exercise significant influence- Rent paid	-	0.00%	5.40	0.23%	1.35	0.04%
Harjindersingh Jaswantsingh Sarna	Whole-time director-Loan received	1027.90	28.35%	114.75	4.79%	109.13	3.49%
Narendrakaur H. Sarna	Relatives of KMP-Loan received	-	0.00%	-	0.00%	6.90	0.22%
Harjindersingh Jaswantsingh Sarna	Whole-time director-Repayment of loan	407.54	11.24%	12.32	0.51%	145.07	4.64%
Narendrakaur H. Sarna	Relatives of KMP-Repayment of loan	-	0.00%	4.96	0.21%	10.85	0.35%
Narendrakaur H. Sarna	Relatives of KMP-Purchase of land & building	-	0.00%	250.00	10.43%	-	0.00%
Harjindersingh Jaswantsingh Sarna	Whole-time director-Outstanding loans	723.33	19.95%	102.97	4.29%	0.53	0.02%
Narendrakaur H. Sarna	Relatives of KMP-Outstanding loans	-	0.00%	-	0.00%	4.96	0.16%
Royal International	Entities in which KMP or relatives of KMP can exercise significant influence- Trade payables	-	0.00%	1.46	0.06%	-	0.00%
Dr Hemangs Laboratory	Entities in which KMP or relatives of	-	0.00%	0.01	0.00%	-	0.00%

Particulars	Relationship with the Company	Fiscal 2025		Fiscal 2024		Fiscal 2023	
		Amount (in ₹ million)	Percentage of Revenue from operations (%)	Amount (in ₹ million)	Percentage of Revenue from operations (%)	Amount (in ₹ million)	Percentage of Revenue from operations (%)
	KMP can exercise significant influence- Trade payables						
Dr Hemangs Laboratory	Entities in which KMP or relatives of KMP can exercise significant influence- Trade receivables	-	0.00%	-	0.00%	21.34	0.68%
Prajapati Mulshankar Dhulabhai	Non -Executive Director – Sitting fees	0.07	0.00%	-	0.00%	-	0.00%
Ruta Krunal Vashi	Non -Executive Director – Sitting fees	0.02	0.00%	-	0.00%	-	0.00%
Tanvi Premal Desai	Non -Executive Director – Sitting fees	-	0.00%	-	0.00%	-	0.00%
Hemang Thakorlal Desai	Non -Executive Director – Sitting fees	-	0.00%	-	0.00%	-	0.00%

For further details of the related party transactions, see "*Restated Financial Information – Note 35*" on page 269.

Details of all financing arrangements

There have been no financing arrangements whereby our Promoters, members of our Promoter Group, our Directors or their relatives have financed the purchase by any person of securities of our Company (other than in the normal course of business of the relevant financing entity) during the period of six months immediately preceding the date of this Draft Red Herring Prospectus.

Details of price at which Specified Securities were acquired in the last three years preceding the date of this Draft Red Herring Prospectus by our Promoters, the Promoter Group or Shareholder(s) with rights to nominate Director(s) or other special rights

Except as stated below, there have been no Specified Securities that were acquired in the last three years preceding the date of this Draft Red Herring Prospectus, by our Promoters, and members of our Promoter Group. There are no Shareholders with nominee director or other special rights. The details of the price at which these acquisitions were undertaken are stated below:

Name of the Acquirer	Nature of Transaction	Face value (in ₹)	Date of acquisition of securities	Number of securities acquired	Acquisition price per security (in ₹)
Promoters					
Manjeetsingh Sarna	Transfer (Gift) from Gurbirsingh Sarna	2	November 11, 2022	1	Nil[#]
	Transfer (Gift) from Gurbirsingh Sarna	2	December 05, 2024	1,823,167	Nil[#]
	Transfer (Gift) from Swaran Kaur Sarna	2	December 05, 2024	1,823,167	Nil[#]
	Transfer (Gift) from Ashjeetsingh Sarna	2	July 23, 2025	1	Nil[#]
Promoter Group					
Samardeepsingh Sarna	Transfer (Gift) from Harjindersingh Sarna	2	October 10, 2022	2	Nil[#]
	Transfer (Gift) from Narendrakaur H. Sarna	2	March 10, 2023	3,169,598	Nil[#]
Mankhushkaur Sarna	Transfer (Gift) from Harjindersingh Sarna	2	October 10, 2022	2	Nil[#]
	Transfer (Gift) from Narendrakaur H. Sarna	2	March 10, 2023	3,169,598	Nil[#]

Name of the Acquirer	Nature of Transaction	Face value (in ₹)	Date of acquisition of securities	Number of securities acquired	Acquisition price per security (in ₹)
Ashjeetsingh Sarna	Transfer (Gift) from Gurbirsingh Sarna	2	November 01, 2022	1	Nil[#]
Gurbirsingh Sarna	Transfer (Gift) from Harjindersingh Sarna	2	October 10, 2022	4	Nil[#]
	Transfer (Gift) from Harjindersingh Sarna	2	August 06, 2024	4,446,330	Nil[#]
Swarankaur Sarna	Transfer (Gift) from Harjindersingh Sarna	2	October 10, 2022	2	Nil[#]
	Transfer (Gift) from Gurbirsingh Sarna	2	September 13, 2024	2,223,165	Nil[#]
	Transfer (Gift) from Gurbirsingh Sarna	2	July 09, 2025	2,000	Nil[#]

[#] *Acquired by way of gift*

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

Weighted average price at which the Specified Securities were acquired by our Promoters, in the last one year preceding the date of this Draft Red Herring Prospectus

The weighted average price at which the Equity Shares were acquired by our Promoters in the last one year preceding the date of this Draft Red Herring Prospectus are:

Name	Face Value (in ₹)	Number of Equity Shares held as of the date of this certificate	Number of Equity Shares acquired in the last one year	Weighted Average Price at which the Equity Shares acquired in the last one year (in ₹)
Promoters				
Harjindersingh Jaswantsingh Sarna	2	33,900,660	Nil	Nil
Narendrakaur H. Sarna	2	10,501,931	Nil	Nil
Manjeetsingh Sarna	2	3,646,336	3,646,335	Nil[#]
Promoter Group				
Gurbirsingh Sarna	2	398,000	Nil	Nil
Swarankaur Sarna	2	Nil	2,225,165	Nil[#]
Samardeep Sarna	2	3,169,600	Nil	Nil

[#] *Acquired by way of gift*

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025*

Average cost of acquisition of shares for our Promoters

The average cost of acquisition of Equity Shares for our Promoters is as set out below:

Name of acquirer	Number of Equity Shares held as on the date of DRHP	Average cost of Acquisition per Equity Share (in ₹)[*]
Promoters		
Harjindersingh Jaswantsingh Sarna	33,900,660	Nil
Narendrakaur H. Sarna	12,878,402	Nil
Manjeetsingh Gurbirsingh Sarna	3,646,336	Nil[#]

[#] *Acquired by way of gift*

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

The weighted average cost of acquisition of all shares transacted in the last one year, eighteen months and three years preceding the date of this Draft Red Herring Prospectus

The weighted average cost of acquisition of all shares transacted in the last one year, eighteen months and three years preceding the date of this Draft Red Herring Prospectus is as follows:

Period	Weighted average cost of acquisition per Equity Share (in ₹)[*@]	Floor Price is 'X' times the weighted average cost of acquisition[#]	Cap Price is 'X' times the weighted average cost of acquisition[#]	Range of acquisition price: Lowest price – Highest price (in ₹)[*$@]
Last one year preceding the date of this Draft Red Herring Prospectus	Nil	[●]	[●]	Nil – 153.00

Period	Weighted average cost of acquisition per Equity Share (in ₹)*@	Floor Price is 'X' times the weighted average cost of acquisition#	Cap Price is 'X' times the weighted average cost of acquisition#	Range of acquisition price: Lowest price – Highest price (in ₹)*$@
Last eighteen months preceding the date of this Draft Red Herring Prospectus	Nil	[●]	[●]	Nil – 153.00
Last three years preceding the date of this Draft Red Herring Prospectus	Nil	[●]	[●]	Nil – 153.00

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

\# *To be updated in the Prospectus, once the Price Band information is available.*

$ *Acquisition price is adjusted for bonus allotment.*

@ *Includes various transfer of equity shares at face value ₹2 each by way of gift.*

Pre-IPO Placement

Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

Issuance of equity shares in the last one year for consideration other than cash or bonus issue

Our Company has not issued any Equity Shares in the last one year from the date of this Draft Red Herring Prospectus, for consideration other than cash or bonus issue.

Split/ consolidation of Equity Shares in the last one year

Our Company has not undertaken split or consolidation of its Equity Shares in the one year preceding the date of this Draft Red Herring Prospectus.

Exemption from complying with any provisions of securities laws, if any, granted by SEBI

Our Company has not applied for any exemption under regulation 300 (2) of the SEBI ICDR Regulations from complying with any provisions of securities laws from SEBI, as on the date of this Draft Red Herring Prospectus.

SECTION II – RISK FACTORS

An investment in our 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 our Equity Shares. If any or some combination of the following risks actually occur, our business, prospects, financial condition and results of operations could suffer, the trading price of the Equity Shares could decline and prospective investors may lose all or part of their investment. The risks set out in this section may not be exhaustive and additional risks and uncertainties, not currently known to us or that we currently do not deem material, may arise or may become material in the future and may also adversely affect our business, results of operations, cash flows and financial condition. If any or a combination of the following risks, or other risks that are not currently known or are not currently deemed material, 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 investors may lose all or part of their investment. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify the financial implication of any of the risks mentioned below. If any or a combination of the following risks, or other risks that are not currently known or are not currently deemed material, 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 investors may lose all or part of their investment. Further, some events may be material collectively rather than individually In order to obtain a complete understanding of our Company and our business, prospective investors should read this section in conjunction with "Industry Overview", "Our Business", "Restated Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 123, 159, 230 and 286, respectively, as well as the other financial and statistical information contained in this Draft Red Herring Prospectus. In making an investment decision, prospective investors must rely on their own examination of us and our business and the terms of the Issue including the merits and risks involved.

Prospective investors should consult their tax, financial and legal advisors about the particular consequences of investing in the Issue. Unless specified or quantified in the relevant risk factors below, we are unable to quantify the financial or other impact of any of the risks described in this section. Prospective investors should pay particular attention to the fact that our Company is incorporated under the laws of India and is subject to a legal and regulatory environment which may differ in certain respects from that of other countries.

This Draft Red Herring Prospectus also contains certain forward-looking statements that involve risks, assumptions, estimates and uncertainties. Our actual results could differ from those anticipated in these forward-looking statements as a result of certain factors, including the considerations described below and elsewhere in this Draft Red Herring Prospectus. For further information, see "Forward-Looking Statements" on page 16.

*Unless otherwise indicated, the financial information included herein is based on our Restated Financial Information included in this Draft Red Herring Prospectus. For further information, see "Restated Financial Information" on page 230. Unless the context otherwise requires, in this section, references to "we", "us", or "our" refers to Supreet Chemicals Limited on a consolidated basis and references to "the Company" or "our Company" refers to Supreet Chemicals Limited on a standalone basis. Unless otherwise indicated, industry and market data used in this section has been derived from the industry report titled "Industry Report on Global and Indian Chemicals and Specialty Chemicals" dated September 2025 (the "**F&S Report**") which is exclusively prepared for the purpose of the Issue and issued by Frost & Sullivan ("**F&S**") and is exclusively commissioned for an agreed fee and paid for by the Company in connection with the Issue. F&S was appointed on March 24, 2025, pursuant to an engagement letter entered into with our Company. F&S is not related in any manner to our Company. F&S is not, and has not in the past, been engaged or interested in the formation, or promotion, or management, of our Company. Further, it is an independent agency and neither our Company, nor our Directors, Promoters, KMPs, SMPs, and Subsidiary, nor the BRLM are a related party to F&S as per the definition of "related party" under the Companies Act, 2013. The data included herein includes excerpts from the F&S Report and may have been reordered by us for the purposes of presentation. There are no parts, data or information (which may be relevant for the proposed Issue), that has been left out or changed in any manner. Further, the F&S Report was prepared on the basis of information as of specific dates and opinions in the F&S Report may be based on estimates, projections, forecasts and assumptions that may be as of such dates. F&S has prepared this study in an independent and objective manner, and it has taken all reasonable care to ensure its accuracy and completeness. Further, the F&S Report is not a recommendation to invest or disinvest in any company covered in the F&S Report. Prospective investors are advised not to unduly rely on the F&S Report. Unless otherwise indicated, financial, operational, industry and other related information derived from the F&S Report and included herein with respect to any particular year refers to such information for the relevant calendar year. A copy of the F&S Report will be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date. For more information and risks in relation to commissioned reports, see "Risk Factors – Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks." on page 52. Also see, "Certain Conventions, Presentation of Financial, Industry and Market Data-Currency and units of Presentation – Industry and Market Data" on page 14.*

Internal Risk Factors

1. ***Our operations involve certain inherent risks arising from the use, storage, and transportation of hazardous substances, and engagement in complex chemistries and multi-step unit operations and processes, which may expose us to the risk of industrial accidents that could result in personal injury, property damage, environmental harm, regulatory action, and adverse impact on our business, financial condition, results of operations, and prospects.***

   Our manufacturing processes involve the use, storage and transportation of various hazardous substances including, nitric acid, sulfuric acid, hydrochloric acid and hydrogen gas in the manufacture of products which involve complex chemistries and multi-step unit operations and processes. We are required to obtain approvals from various authorities for handling and dealing with hazardous substances. Despite compliance with requisite safety requirements and standards, we are subject to operating risks associated with handling of such hazardous materials and undertaking complex chemistries and hazardous multi-step unit operations, such as possibility for leakages and ruptures from containers, and the discharge or release of toxic or hazardous substances, which in turn may cause personal injury, property damage and environmental contamination. In the event of occurrence of any such accidents, our business operations may be interrupted. Any of these occurrences may result in the shutdown of one or more of our Manufacturing Facilities and expose us to civil liability and / or criminal adjudication which could have an adverse effect on our business, cash flows, financial condition and results of operations. Further, such occurrences may result in the termination of our approvals for handling and dealing with such hazardous substances or penalties thereunder. Moreover, certain environmental laws impose strict liability for accidents and damages resulting from hazardous substances and any failure to comply with such laws may lead to closure, penalties, fines and imprisonment. While there have been no instances of non-compliance with regulatory and safety standards in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that such non-compliances will not occur in the future. Further, any unanticipated regulatory or other developments, future environmental and regulatory related expenditures may vary substantially from those currently anticipated.

   Further, our manufacturing operations are subject to risks from industrial accidents at our Manufacturing Facilities. Our operations involve dealing with various chemical chemistries and undertaking multi-step unit operations and processes and these activities, at times, can be dangerous and cause serious injury and/or loss, of people and/or property, and this may adversely affect our business and results of operations. For instance, on September 16, 2022, a fire broke out in our Manufacturing Facility 3 in Vapi, Gujarat which resulted in three employee fatalities, as well as significant damage to our property, building, machinery and loss of raw material and products for which we have made an insurance claim of ₹ 186.94 million. Pursuant to which the Manufacturing Facility 3 was entirely not operational until October 21, 2022 and partially not operational until April 1, 2024.

   Any disruption in the operation of our existing Manufacturing Facilities due to any of the foregoing risks could adversely affect our business, financial condition, results of operation and prospects. In addition, many of these operating and other risks may cause personal injury and/or loss of life, severe damage to or destruction of property and equipment, and environmental damage, and may result in suspension of our operations and the imposition of civil liabilities or criminal penalties.

2. ***Our business is dependent on our Manufacturing Facilities for our operations, all of which including our warehouses and our Proposed Greenfield Project are located in Vapi, Gujarat. Any slowdown or shutdown in our Manufacturing Facilities and our inability to expand to new geographies or any significant social, political, economic, or seasonal disruptions, as well as natural calamities or civil disturbances in Vapi, Gujarat could have an adverse effect on our business, results of operations, financial condition and cash flows.***

   We conduct our operations through three Manufacturing Facilities at Vapi, Gujarat with an aggregate capacity of 6,962 MT per annum.

   Our operations at our Manufacturing Facilities are critical and play a key role in our business operations. Any disruptions, breakdown or shutdown of our Manufacturing Facilities, due to, inter alia, (i) breakdown or failure of equipment, (ii) natural disasters and severe weather conditions, (iii) performance below expected levels of efficiency, (iv) obsolescence, (v) labour disputes, (vi) infectious diseases (*such as the COVID-19 pandemic*), and (vii) political instability, could result in the disruption in our manufacturing abilities, significant delays in the transport of our products and/or otherwise adversely affect our business and operations. For instance, there was an incident of flooding at our Manufacturing Facility 1 in Vapi, Gujarat in 2014 which resulted in damage to office furniture, electronic equipment and certain corporate records. Such disruptions may lead to loss of records, delays in meeting customer demand, increased production costs, or a reduction in overall output. For further details, see *"- Certain documents filed by us with the RoC and certain corporate records and other documents, are not traceable. While we have conducted a search with the RoC, in respect of the unavailability of such forms and other records, we cannot assure you that such forms or records will be available at all or any time in the future."* on page 40.

Any significant malfunction or breakdown of our machinery, equipment or any other part of our manufacturing processes or systems (together, our "**Manufacturing Assets**") may entail significant repair and maintenance costs and cause delays in our operations. If we are unable to repair our Manufacturing Assets in a timely manner or at all, our operations may need to be suspended until we procure the appropriate Manufacturing Assets to replace them. In addition, we may be required to carry out planned shutdowns of our facilities for maintenance, statutory inspections, customer audits and testing, or may shut down certain facilities for capacity expansion and equipment upgrades. Although we have not experienced any significant slowdown or shutdown at our Manufacturing Facilities in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that there will not be any disruptions in our operations in the future. Our inability to effectively respond to such events and rectify any disruption, in a timely manner and at an acceptable cost, could lead to the slowdown or shutdown of our operations or the under-utilization of our manufacturing facilities, which in turn may have an adverse effect on our business, financial condition and results of operations.

Further, the concentration of all of our operations through our Manufacturing Facilities and warehouses in Vapi, Gujarat heightens our exposure to adverse developments related to regulation, as well as political or economic, demographic and other changes in Gujarat as well as the occurrence of natural and man-made disasters in Gujarat, which may adversely affect business, financial condition and results of operations. Our manufacturing operations require significant labour and are also reliant on government policies in terms of taxes, duties and incentives made applicable by the state government. As a result, any unfavourable policies of the state government or state or local governments in this region, could adversely affect our business, financial condition and results of operations.

Moreover, all our Manufacturing Facilities are located on industrial land allotted to us by Gujarat Industrial Development Corporation ("**GIDC**") on a leasehold basis, in terms of which we are required to comply with certain ongoing conditions. If we fail to meet any such conditions, we may be required to incur liability. Further, according to the various statutory rules governing GIDC functioning, GIDC also retains the power to cancel allotment of land in the event of breach of any rules of allotment. Cancellation of the land allotted to us due to, among other things, non-compliance of the conditions of the offer-allotment letter could have an impact on our financial condition, which could adversely impact our results of operations and financial condition. Furthermore, Gujarat has experienced social and civil unrest in the past within the state and such tensions could lead to political or economic instability in Gujarat and a possible adverse effect on our business, financial condition and results of operations. There can be no assurance that such situations will not recur or be more intense than in the past. Further, any significant social, political, economic, or seasonal disruptions, as well as natural calamities or civil unrest in these states, could materially adversely affect our operations. Disruptions such as political instability, regulatory changes, labour strikes, or changes in local economic conditions could result in delays, increased costs, or restrictions on our ability to conduct business effectively. Further, natural disasters such as floods, earthquakes, or severe weather conditions could disrupt transportation, supply chains, and production processes, leading to delays and additional operational costs. Civil disruptions or unrest in these regions could also affect the safety and security of our personnel, the integrity of our facilities, and the continuity of our manufacturing operations. Although we have not experienced any significant disruption on account of such geographical concentration of our Manufacturing Facilities in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that there will not be any disruptions in our operations in the future.

3. We are reliant on certain end use industries including textiles, pharmaceuticals, performance chemicals, personal care and agro-chemicals which collectively contributed to 71.87%, 64.80% and 55.75% of our Revenue from Operations for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse developments affecting these key end-use industries could have an adverse effect on our business, results of operations, financial condition and cash flows.

We cater to various end-use industries such as textiles, pharmaceuticals, performance chemicals, personal care, and agro-chemicals. Consequently, our revenues are dependent on these end-use industries that use our products as an input. The table below provides details of our Revenue from Operations for key end-use industries for the periods indicated.

End-use industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Textile	1,287.23	35.51	870.00	36.29	978.11	31.28
Pharmaceuticals	427.99	11.81	456.01	19.02	526.53	16.84
Performance chemicals	486.69	13.42	-	0.00	119.39	3.82
Personal care	372.13	10.26	192.54	8.03	-	0.00
Agro-chemicals	31.36	0.87	35.07	1.46	119.22	3.81
Other end-use industries^	596.79	16.45	385.27	16.07	540.58	17.28
Others*	423.28	11.68	458.67	19.13	843.58	26.97

End-use industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

^ *Other end-use industries includes optical brighteners, paints and pigments, food colours and electronic chemicals.*
**Others includes duty drawback, contract manufacturing and trading.*

Factors affecting any of these end-use industries in general, or any of our customers in particular, could have a cascading adverse effect on our business, cash flow, financial condition and results of operations. Such factors include, but are not limited to, the following:

a. seasonality of sectoral demand for our customers' products, which may cause our manufacturing capacities to be underutilised during specific periods;

b. change in any registration requirements or non-renewal of registrations or imposition of a regulatory ban, or trade sanctions imposed across the country or any such restrictions in the end-use industries;

c. imposition of global tariffs or trade barriers impacting any of the end-use industries or markets we cater to;

d. regulatory issues faced by these end-use industries in India and internationally;

e. prohibitions/ limitations on usage of any chemicals or products made by our end-user industries;

f. any new epidemic, renewed outbreaks of COVID-19 or similar public health emergencies, and the resulting disruptions to our operations, supply chain or end-use demand;

g. downturns or industry cycles that impact demand; and

h. changes in technology or consumer tastes and requirements that alter demands for our products in the end-use industries.

For instance, textile-related sales declined during the COVID-19 pandemic, as restrictions on social gatherings and events adversely impacted end-use demand and the share of agro-chemicals in our overall revenue mix has declined from 3.81% in Fiscal 2023 to 0.87% in Fiscal 2025 on account of sectoral challenges in the agro-chemicals industry, globally (*Source: F&S Report*) For any of the above reasons or for any other reason whatsoever, in the event sales in any of these sectors were to substantially decrease, our business, financial condition and results of operations could be adversely affected.

4. ***Our top 10 customers contributed to a significant portion of our Revenue from Operations and 56.25%, 54.06% and 60.31% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 customers. Further, we rely on purchase orders and do not have long term contracts with any of these customers. If one or more of such customers choose not to source their requirements from us or to terminate our business relationship or our failure to adhere to the terms of purchase orders entered into with our customers may have an adverse effect on our business, financial conditions and results of operations.***

We cater to both domestic as well as international markets. Set forth below is our revenue contribution, in terms of percentage of Revenue from Operations from our top customers:

Customers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Top customer	437.86	12.08	195.17	8.14	438.17	14.01
Top five customers	1,545.99	42.64	829.64	34.60	1,406.60	44.98
Top 10 customers	2,039.43	56.25	1,296.06	54.06	1,886.18	60.31

Note: While our top 10 customers contributed 56.25%, 54.06%, and 60.31% to our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 customers has varied year-on-year due to sectoral shifts and resultant changes in demand.

For further details in relation to our key customers, see "*Our Business – Description of our Business – Our Customers*" on page 171.

We expect that we will continue to be reliant on our major customers for the foreseeable future. Accordingly, any failure to retain these customers and/or negotiate and execute purchase orders/contracts on terms that are commercially viable, failure to adhere to the terms of the contracts entered into with these select customers, could adversely affect our business, financial condition and results of operations. In addition, any defaults or delays in payments by a major customer or the insolvency or financial distress by a major customer may have an adverse effect on business, financial condition and results of operations. Our reliance on a select group of customers may also constrain our ability to negotiate our arrangements, which may have an impact on our profit margins and financial performance.

We rely on purchase orders issued by our customers, to govern the volume and other terms of our sales of products. Many of the purchase orders we receive from our customers specify a price per unit and delivery schedule. However, such orders may be amended or cancelled prior to finalisation, and should such an amendment or cancellation take place, it may adversely impact our production schedules and inventories.

Cancellation by customers or delay or reduction in their orders or instances where anticipated orders fail to materialize can result in mismatch between our inventories of raw materials and of manufactured products, thereby increasing our costs relating to maintaining our inventory and reduction of our margins, which may adversely affect our profitability and liquidity. Further, we may not find any customers or purchasers for the surplus or excess capacity, in which case we would be forced to incur a loss. Further, our inability to find customers for surplus products may result in excessive inventories which may become obsolete and may be required to be written off in the future.

Additionally, our customers have high and stringent standards for product quality and quantity as well as delivery schedules. Any failure to meet our customers' expectations could result in the termination of our business relationship with such customers. While no such instances have occurred in Fiscal 2025, Fiscal 2024 or Fiscal 2023, we cannot assure you that such instances will not occur in the future. There are also a number of factors, other than our performance that could cause the loss of a customer, which include those customers who may demand price reductions, set-off any payment obligations, require indemnification for themselves or their affiliates, or replace their existing products with alternative products, any of which may have an adverse effect on our business, financial condition, results of operations and prospects.

5. Our business and operations are reliant on the timely and sufficient procurement of key raw materials. Any restriction, delay or disruption to the timely and adequate procurement of raw materials, or volatility in the prices of raw materials on account of increase in shipment costs or rising geopolitical tensions or trade restrictions, could have an adverse impact on our business, financial condition, and results of operations. Further, improper storage, processing and handling of our raw materials, work in progress and finished goods could damage our inventories and adversely affect our business and operations.

The costs of materials consumed amounts to a significant portion of our operating expenses. The table below sets forth details of our raw materials cost for the periods indicated.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	As a % of Total Operating Expenses^	Amount (*in ₹ million*)	As a % of Total Operating Expenses	Amount (*in ₹ million*)	As a % of Total Operating Expenses
Raw Material Cost*	2,246.37	79.06	1,465.45	73.48	1,574.34	72.72

** Raw material cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

^ Total Operating Expenses is calculated as Total Expenses less finance costs and depreciation and amortisation expense.

We source raw materials primarily from third-party suppliers, including imports. Our primary raw materials include MNCB, PNCB, ONCB, NASH, various acids and caustic soda lye amongst others. Increases in prices of raw materials, or the unavailability thereof, could have a material adverse effect on our business, financial condition and results of operations. Further, some of our raw material imports are regulated by the Manufacture, Storage and Import of Hazardous Chemical Rules, 1989, as amended, which empowers the relevant authority to undertake any measures that it deems fit, particularly in relation to chemicals proposed to be imported that may result in industrial accidents. Such measures include denying approval for import of such chemicals. We are unable to assure you that such regulations would not be made more stringent which would consequently restrict our ability to import raw materials from other jurisdictions. We also cannot assure you that, under these circumstances, we will be successful in identifying alternate suppliers for raw materials or we will be able to source the raw materials at favourable terms in a timely manner. Any restriction on import of raw materials could have an adverse effect on our ability to deliver products to our customers, and our business, financial condition and results of operations. Set forth below are details of our raw material imports for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*
Raw material imports	261.15	11.63	207.21	14.14	173.18	11.00

* *Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

Prices of some of the raw materials, specifically benzene derivative products, that we use are closely linked to crude oil prices. Crude prices globally have been volatile due to geopolitical tensions such as the ongoing conflict in the Middle East, disruptions caused by the Russia-Ukraine war and hostilities between Israel and Iran and increasing trade and diplomatic frictions between major global economies. The imposition of new global tariffs or trade restrictions on key raw materials could lead to supply chain disruptions, and production cuts by major oil-producing countries. Further, in the future, if there are any trade restrictions, sanctions or higher tariffs being placed by India on imports from another country or similar restrictions placed by the exporting country for supply of products to India, such trade restrictions, sanctions or higher tariffs may significantly impact our sourcing decisions which may lead to increased cost of purchase, and shortages of materials. Such tensions have led to uncertainty in global oil supply and pricing, and any further escalation may result in sustained volatility in crude oil prices which may lead to increased costs of raw materials, which could adversely affect our ability to price our products competitively and consequently, would adversely affect our business, financial condition and results of operations.

During such periods of shortages in raw materials, we may not be able to manufacture our products according to our pre-determined time frames, at our previously estimated product costs, or at all, which may adversely affect our business, results of operations, cash flows and reputation. While we have not faced any instances of shortage of raw material in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that such instances may not occur in the future.

In the event that our raw materials, work in progress and finished goods are improperly stored, processed or handled, the quality our raw materials, work in progress or finished foods, could be affected. Further, this could also result in damage to our raw materials, work in progress and finished goods. As a result, our production outputs could be adversely affected, which could have a material adverse effect on our business, financial condition, results of operations and cash flows. While we have not faced any instances of improper storage of raw materials in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that such instances may not occur in the future.

6. ***Our top 10 suppliers contributed to a significant portion of our Raw Material Cost and 64.79%, 49.43% and 47.96% of our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 suppliers. We do not have firm commitments for supply or exclusive arrangements with any of our third-party suppliers and are required to pay advances from time to time. Any disruption or change in our business relationship, owing to a supplier's decision to cease or reduce supply, alter terms, or our inability to comply with their requirements could adversely affect our business, financial condition, and results of operations.***

Our top 10 suppliers contributed to a significant portion of our Raw Material Cost and 64.79%, 49.43% and 47.96% of our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 suppliers. The table below sets forth the contribution of our top supplier, top five suppliers and top 10 suppliers to our cost of goods sold for the periods indicated below:

Suppliers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*
Top supplier	449.66	20.02	253.42	17.29	127.66	8.11
Top five suppliers	1,113.04	49.55	547.51	37.36	530.62	33.70
Top ten suppliers	1,455.53	64.79	724.41	49.43	755.08	47.96

Note: *While our top 10 suppliers contributed 64.79%, 49.43%, and 47.96% to our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 suppliers has varied year-on-year based on raw materials requirements.*

* *Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

We do not enter into long-term supply contracts and do not have exclusive arrangements for supply with any of our raw material suppliers and typically source raw materials from various third-party suppliers, including domestic and global suppliers, under contracts of shorter periods or the open market through purchase orders. The absence of long-term contracts at fixed prices exposes us to volatility in the prices of raw materials that we require and we may be unable to pass these costs onto our customers, which may reduce our profit margins. We face a risk that one or more of our existing suppliers may discontinue their supplies to us, and any inability on our part to procure raw materials from alternate suppliers in a timely fashion, or on commercially acceptable terms, may adversely affect our business, financial condition and results of operations. Furthermore, as we typically do not have exclusive arrangements with

our suppliers, our suppliers could engage with our competitors and prioritize supplies of their other customers, which could adversely impact our ability to procure a sufficient quantity of raw materials at competitive rates. Further, as we source our raw materials from third parties, our supply chain may be interrupted by circumstances beyond our control. Poor quality roads and other transportation-related infrastructure problems, inclement weather and road accidents may disrupt the transportation of raw materials. Additionally, if we experience any delays in receiving raw materials due to supply chain disruptions, transportation bottlenecks, or issues with our suppliers, it could lead to production delays, impacting our ability to meet customer demand on time. This could damage customer relationships and potentially result in lost sales or contractual penalties. While we have not faced any such instances in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that such instances will not occur in the future.

7. ***Our R&D efforts are critical for product development and portfolio expansion which is crucial for our competitiveness and future growth, and any failure to advance these efforts in a timely and cost-effective manner could adversely affect our business, financial condition, cash flows, and results of operations. Further, our investments in new products may not be successful and may be less profitable or may be loss-making.***

The specialty chemicals industry is characterised by technological advancements, introduction of innovative products, price fluctuations and intense competition. Our future results of operations depend, to a significant degree, on our ability to successfully develop new products and continue our product portfolio expansion in a timely and cost-effective manner. In addition, our business is dependent on our R&D capabilities to assist our customers on their projects including development of their products. From time to time, based on customer requirements, we may have to spend time, resources and costs on developing products suited to the desired outcome. To illustrate, we are in the process of developing products for our customers that involve 20 multi-step unit operations and processes and have currently progressed from lab scale (*gm level*) to pilot scale (*kg level*) and such efforts may or may not fructify.

Further, we intend to expand our capacities in existing products as well as expand and strengthen our R&D capabilities in order to ensure product development. As indicated in the table below, we have 107 products at various stages of development, of which 12 have reached the commercialization stage as of March 31, 2025. The continuous addition of new products to our portfolio strengthens our diversification strategy and helps increase our wallet share with customers.

Product Category	Product development stage						
	Desk Research	Proof of Concept	Process Safety Evaluation	Lab Synthesis	Pilot	Commercial	Total
Dyes and pigment intermediates	10	5	4	4	6	6	35
API intermediates	12	6	6	6	6	6	42
API	13	-	4	9	4	-	30
Total	**35**	**11**	**14**	**19**	**16**	**12**	**107**

The development and commercialisation of new products is complex, time-consuming, costly and involves a high degree of business risk. We may be unable to successfully create these new products or encounter unexpected delays in the launch of these products and even if launched as planned, such products may not perform as we expect.

In accordance with our strategy, we are investing in developing new products to add to our product mix. For details, see "*Our Business – Our Strategies - Continue diversification of product portfolio and focus on high-margin products" and "Our Business - Description of our business – Manufacturing Process*" on pages 167 and 174. The success of our new product offerings will depend on several factors, including our ability to properly anticipate customer needs; obtain timely regulatory approvals; establish collaborations with suppliers and customers; develop and manufacture our products in a timely and cost-effective manner through our R&D efforts; and successfully market and sell our products. In addition, the development and commercialisation of new products is characterised by significant upfront costs, including costs associated with R&D, product development activities, obtaining regulatory approvals, building inventory and sales and marketing. Additionally, some of our competitors may have greater financial, research and technological resources. They may also be in a better position to identify market trends, adapt to changes in industry and offer innovative new products. Accordingly, if we do not successfully develop new products or continue our product portfolio expansion in a timely, cost-effective manner that is attractive to our customers or If our investments in new products, is less profitable than what we have experienced historically or which we have estimated, it may lead to losses, consume substantial financial resources and/or may divert management's attention from existing operations, all of which could materially and adversely affect our business, cash flows, results of operations and financial condition.

8. ***We derive a significant portion of our Revenue from Operations from our top 10 products and our top 10 products contributed to 52.73%, 42.81% and 43.83% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. If our products do not perform as expected or if competing products become available and gain***

wider market acceptance, our business, results of operations, financial condition and cash flows may be adversely affected.

We generate a significant portion of our Revenue from Operations from our top 10 products contributed 52.73%, 42.81% and 43.83% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The table below sets forth details of the revenue generated from our top product, top five products and top 10 products for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**
Top product	418.38	11.54	257.22	10.73	282.93	9.05
Top five products	1,365.62	37.67	744.29	31.04	926.55	29.63
Top 10 Products	1,911.65	52.73	1,026.45	42.81	1,370.88	43.83

Note: *While our top 10 products contributed 52.73%, 42.81%, and 43.83% to our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 products has varied year-on-year due to shifts in customer demand.*

Our revenues from sales of products may decline as a result of increased competition, adverse outcomes of regulatory action, pricing pressures or fluctuations in the demand for or supply of our products, and other factors beyond our control. If growth in our top products decreases, market acceptance of our competitors' products increases resulting in substitution, or if we are required to lower the prices of our products, our revenue and/or profit margins from these therapeutic areas may decline. This could adversely affect our business, financial condition, results of operations and cash flows.

9. Our Revenue from Exports constituted 25.54%, 29.80% and 26.22% of our Revenue from Operations, for Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Any adverse changes in export markets or export regulations may materially and adversely affect our business, financial condition, and results of operations. Further, our inability to diversify into new export markets may affect our business and results of operations.

Our Revenue from Exports were 25.54%, 29.80% and 26.22% of our Revenue from Operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. China, Mexico and Thailand comprised majority of our export revenues contributing to 17.68%, 20.41% and 19.10% of our Revenue from Operations over the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. Set forth below are details of our Revenue from Exports for the applicable periods.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**
- China	211.30	5.83	174.58	7.28	239.31	7.65
- Mexico	159.44	4.40	171.55	7.16	154.82	4.95
- Thailand	270.31	7.46	143.10	5.97	203.23	6.50
- Others^	285.00	7.85	225.14	9.39	222.63	7.12
Total	**926.05**	**25.54**	**714.37**	**29.80**	**819.99**	**26.22**

^ Others includes Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hong Kong, Spain and the USA.

While we have recently seen increasing revenues from certain international markets such as Indonesia, Canada, Switzerland, Taiwan, Japan, and South Korea, our export revenue continues to remain geographically concentrated, and our presence in other key international markets remains limited. Our inability to meaningfully diversify our geographical presence may expose us to region-specific risks and limit our growth potential. Our inability to meaningfully diversify our international presence exposes us to a range of region-specific risks, including fluctuations in customer demand, changes in trade policies and tariffs, currency exchange rate volatility, and geopolitical developments. In addition, international operations are subject to other risks such as logistical challenges, evolving regulatory frameworks, import/export restrictions, and delays in customs clearance. Any of these factors could materially and adversely affect our ability to service international customers, disrupt our supply chain, and impact our business, financial condition, and results of operations.

Further, expansion into new export markets subjects us to various challenges, including those relating to our lack of familiarity with the culture and economic conditions of these new regions, language barriers, difficulties in staffing and managing such operations, and the lack of brand recognition and reputation in such regions. In addition, the risks involved in entering new geographic markets and expanding operations, may be higher than expected, and we may face significant competition in such markets. By expanding into new geographical regions, we could be subject to additional risks associated with establishing and conducting operations, including compliance with a wide range of

laws, regulations and practices; exposure to expropriation or other government actions; and political, economic and social instability, all of which could affect our ability to successfully penetrate new export markets.

10. Our proposed expansion plans which involve setting up of a new greenfield manufacturing facility in Vapi, Gujarat ("Proposed Greenfield Project") is subject to the risk of unanticipated delays in implementation and cost overruns.

We have made and intend to continue making investments to expand our Manufacturing Facilities. We intend to use a part of the Net Proceeds to set-up the Proposed Greenfield Project to expand capacities for certain products and launch new products. The Proposed Greenfield Project is intended to be funded from a combination of internal accruals and proceeds of the Fresh Issue. The total estimated cost for the Proposed Greenfield Project is ₹3,977.44 million. Set forth below is the manner in which we propose to fund the cost of the Proposed Greenfield Project:

Sr. No.	Particulars	Amount (₹ in million)
1.	Proposed Greenfield Project Cost (A)	3,977.44
2.	Funds already deployed till August 31, 2025 (B)[(1)]	724.70
3.	Balance Project Cost (C) = (A-B)	3,252.74
4.	From the Net Proceeds (D)	3,100.00
5.	From internal accruals (E) = (C – D)	152.74

[(1)] As certified by our Statutory Auditors, by way of their certificate dated September 5, 2025, ₹ 724.70 million is utilized towards the Proposed Greenfield Project as on August 31, 2025. Out of ₹ 724.70 million, Company has utilized ₹ 390.00 million from ICICI Bank term loan, as sanctioned vide letter dated May 18, 2024 and ₹334.70 million from Internal accruals

Our Proposed Greenfield Project remains subject to the potential uncertainties that construction projects face including cost overruns or delays. Problems that could adversely affect our expansion plans include labour shortages, increased costs of equipment or manpower, inadequate performance of the equipment and machinery installed in our manufacturing facilities, delays in completion, defects in design or construction, the possibility of unanticipated future regulatory restrictions, delays in receiving governmental, statutory and other regulatory approvals, incremental pre-operating expenses, taxes and duties, interest and finance charges, working capital margin, environment and ecology costs and other external factors which may not be within the control of our management. Further, there can be no assurance that our budgeted costs may be sufficient to meet our proposed capital expenditure requirements. If our actual capital expenditures significantly exceed our budgets, or even if our budgets were sufficient to cover these projects, we may not be able to achieve the intended economic benefits of these projects, which in turn may materially and adversely affect our financial condition, results of operations, cash flows, and prospects. There can be no assurance that we will be able to complete the aforementioned expansion and additions in accordance with the proposed schedule of implementation and any delay could have an adverse impact on our growth, prospects, cash flows and financial condition.

The Proposed Greenfield Project will require us to obtain various approvals, which are obtained by us in the ordinary course of business including approvals such as consent to establish and environmental clearances. For further details, see "*Objects of the Issue- Approvals*" on page 101. In addition to such pending approvals, we will also need to apply for certain additional approvals required for the Proposed Greenfield Project at the relevant stages of the project. There can be no assurance that we will be able to obtain these registrations and approvals including approvals in relations to power and water procurement in a timely manner or at all. Further, in the event of any unanticipated delay in receipt of such approvals, the proposed schedule implementation and deployment of the Net Proceeds may be extended or may vary accordingly.

11. The objects of the Issue for which funds have been raised and proposed deployment of the Net Proceeds of the Issue have not been appraised by a bank or a financial institution. The deployment of funds is entirely at the discretion of our management. Any revision in the estimates may require us to reschedule our expenditure and may have a bearing on our business and results of operations. Further, if there are any delays or cost overruns, our business, financial condition and results of operations may be adversely affected.

We intend to utilise the Net Proceeds of the Issue as set forth in "*Objects of the Issue*" on page 94. The funding requirements mentioned for the objects of the Issue are purely based on internal management estimates and have not been appraised by any bank or financial institution. They are based on current conditions and are subject to change on account of a variety of factors such as our financial condition, business strategies and external factors such as market conditions, geopolitical situations, the competitive environment or other external factors, which may not be within the control of our management. Our actual expenditure may exceed our internal estimates which may have a bearing on our expected revenues and earnings further requiring us to reschedule our planned expenditure. Further, the deployment of the funds towards the Objects of the Issue is entirely at the discretion of our management. The exact amounts that shall be utilised from the Net Proceeds towards the stated Objects shall depend upon our business plans, market conditions, our Board's analysis of economic trends and business requirements, competitive landscape, as well as general factors affecting our results of operations, financial condition and access to capital. Further, if there are any delays or cost overruns, our business, financial condition and results of operations may be adversely affected. Various

risks and uncertainties, 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. We may also use funds for future businesses which may have risks significantly different from what we currently face or may expect. Accordingly, use of the Net Proceeds for purposes identified by our management may not result in actual growth of our business, increased profitability or an increase in the value of our business.

However, the deployment of the Gross Proceeds will be monitored by a monitoring agency, which will be appointed pursuant to the SEBI ICDR Regulations. We may have to reconsider our estimates or business plans due to changes in underlying factors, some of which are beyond our control, such as interest rate fluctuations, changes in input cost, and other financial and operational factors. Accordingly, prospective investors in the Issue will need to rely upon our management's judgment with respect to the use of Net Proceeds. If we are unable to deploy the Net Proceeds in a timely or an efficient manner, it may affect our business and the results of operations. For further details, see "*Objects of the Issue*" beginning on page 94.

12. We have not placed orders in relation to the capital expenditure for the purchase of equipment and machinery for the Proposed Greenfield Project from the Net Proceeds. In the event of any delay in placing orders, or in the event the vendor is not able to provide the equipment in a timely manner, or at all, it may affect our business and results of operations may be adversely affected.

We intend to utilize a portion of the Net Proceeds for the Proposed Greenfield Project which includes purchase of machinery and equipment and undertaking civil works for installation of machinery. While we have procured quotations from vendors in relation to the Proposed Greenfield Project, we have not placed orders for the any plant and machinery and equipment proposed to be funded from the Net Proceeds and have not entered into any definitive agreements with the vendors in relation to such capital expenditure as of the date of this Draft Red Herring Prospectus. Such quotations are valid for a certain period of time and may be subject to revisions, and other commercial and technical factors. For further details, see "*Objects of the Issue*" on page 94.

We cannot assure you that we will be able to undertake such capital expenditure within the cost indicated in the respective quotations or that there will not be cost escalations. Further, the actual amount and timing of our future capital requirements may differ from our estimates as a result of, among other things, unforeseen delays or cost overruns, unanticipated expenses, regulatory changes, design changes and technological changes. In the event of any delay in placing the orders, or an escalation in the cost of acquisition of the equipment/machinery or in the event the vendor is not able to provide the equipment/ machinery in a timely manner, or at all, we may encounter time and cost overruns. Further, if we are unable to procure the requisite machinery and equipment from the vendors from whom we have procured quotations, we cannot assure you that we may be able to identify alternate vendor to provide us with the materials which satisfy our requirements at acceptable prices. Our inability to procure the machinery and equipment at acceptable prices or in a timely manner, may result in an increase in capital expenditure, the proposed schedule of implementation and deployment of the Net Proceeds may be extended or may vary accordingly, thereby resulting in an adverse effect on our business, prospects and results of operations.

13. The aggregate capacity utilization of our Manufacturing Facilities was 74.29%, 71.27% and 61.36% for Fiscal 2025, Fiscal 2024 and Fiscal 2023. Under-utilization of our Manufacturing Facilities and an inability to effectively utilize our expanded Manufacturing Facilities could have an adverse effect on our business, future prospects and future financial performance.

The table below sets forth the installed production capacity, actual production and the capacity utilization at each of our Manufacturing Facilities for Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Production Units	Fiscal 2025			Fiscal 2024			Fiscal 2023		
	Installed Production Capacity *(in MT)*	Actual Production *(in MT)*	Capacity Utilization (in %)	Installed Production Capacity *(in MT)*	Actual Production *(in MT)*	Capacity Utilization (in %)	Installed Production Capacity *(in MT)*	Actual Production *(in MT)*	Capacity Utilization (in %)
Manufacturing Facility 1	1,979	1,426	72.06	1,979	1,296	65.49	1,979	1,176	59.42
Manufacturing Facility 2	708	492	69.49	708	456	64.41	708	420	59.32
Manufacturing Facility 3	4,275	3,264	76.35	4,275	2,940	68.77	4,275	2,676	62.60
Total	**6,962**	**5,172**	**74.29**	**6,962**	**4,962**	**71.27**	**6,962**	**4,272**	**61.36**

Notes:

- *The manufacturing site & installed capacity is designed according to the chemistry involved*
- *The manufacturing is done of multiple products & involving multiple stages of reactions & unit operations*
- *Processes are designed on aqueous based reactions & solvent based reactions having concentration based calculations*

- *Installed Volume handling capacity is used as basis for calculation of Installed capacity and actual production records provided by the company are examined to arrive at actual production details.*
- *The information relating to the installed capacity of the manufacturing facilities as of the dates included above are based on various assumptions and estimates that have been taken into account for calculation of the installed capacity. These assumptions and estimates include the standard capacity calculation practice of specialty chemicals industry after examining the calculations and explanations provided by the Company and the reactor capacities and other ancillary equipment installed at the facilities, time cycle of products, raw material consumption norms based on molar ratios.*
- *The information related to the actual production and the capacity utilization of the unit 1, 2 & 3 included above is based on a number of assumptions and estimates of the management including number of reaction stages and unit operations involved in manufacturing process of the products, availability of raw material, facility utilization levels, downtime resulting from scheduled maintenance activities, downtime resulting from change in stock keeping units for a particular product, unscheduled breakages, as well as expected operational efficiencies.*
- *The assumption for installed capacity is also based on the three shifts that the Company is running for eight hours a day. The assumptions and estimates taken into account include the following: (i) Number of working days in a fiscal year –365; (ii) Number days in a month –30; (iii) Number of shifts in a day –3; (iv) Number of hours each shift –8 and (v) Schedule preventive maintenance days –8. This typically constitutes 357 days of production during the year*
- *Capacity utilization % has been calculated on the basis of actual production during the relevant period divided by installed capacity of that facility for the relevant period.*
- *Actual production levels and utilization rates vary depending on the kind of product manufactured, number of process / reactions required to derive desired chemical and processes undertaken.*

Under-utilization of our Manufacturing Facilities over extended periods, or significant under-utilization in the short term, could materially and adversely impact our business, growth prospects and future financial performance.

We also face the risk that our customers might not place any order or might place orders of lesser than expected size or may even cancel existing orders or make change in their policies, which may result in reduced quantities being manufactured by us resulting in under-utilization of our existing manufacturing capacity. Further, we make significant decisions, including determining the levels of business that we will seek and accept, production schedules, personnel requirements and other resource requirements, based on our estimates of customer orders. The changes in demand for their products (which are in turn manufactured by us) could reduce our ability to estimate future customer requirements accurately, making it difficult to schedule production and leading to over production and utilization of our manufacturing capacity for a particular product. The requirements of our customers are not restricted to one type of product and therefore variations in demand for certain types of products also requires us to make certain changes in our manufacturing processes thereby affecting our production schedules. This may lead to over production of certain products and under production of some other products resulting in a complete mismatch of capacity and capacity utilization. Any such mismatch leading to over or under utilization of our Manufacturing Facilities could adversely affect our business, results of operations, financial condition and cash flows. While there have been no such instances of under-utilization of our Manufacturing Facilities in Fiscal 2025, Fiscal 2024 or Fiscal 2023, we cannot assure you that such instances will not occur in the future.

14. We are subject to strict quality requirements, regular inspections and audits by our customers, and any failure to comply with quality standards may lead to cancellation of existing and future orders and could negatively impact our business, financial condition, results of operations and prospects.

Our customers maintain strict qualification and/or certification procedures for the diverse range of advanced speciality chemical intermediate products. Our products go through rigorous quality checks at various stages including random sampling checks and quality checks internally Certain of our key customers have audited and approved our facilities and manufacturing processes in the past and may undertake similar audits periodically in the future. Further, failure of our products to meet prescribed quality standards may result in rejection and reworking of our products. This may result in our customers cancelling present or future purchases of our products and could adversely affect our business, financial condition and results of operations.

We also have procured ISO 9001:2015 and ISO 14001:2015 certifications for our major operations at our Manufacturing Facilities. While we have put in place quality control procedures, we cannot assure that our products will always be able to satisfy our prescribed quality standards. Our quality control procedures may fail to test for all possible conditions of use or identify all defects in the manufacturing of our products. Any failure on our part to successfully maintain quality standards for our products may affect our customer relationships, which may adversely affect our business, financial condition, results of operations and prospects. While there have been no such instances of non-compliance with quality requirements and quality standards in Fiscal 2025, Fiscal 2024 or Fiscal 2023, we cannot assure you that such instances will not occur in the future.

15. Non-compliance with and changes in, safety, health, environmental and labour laws and other applicable regulations may adversely affect our business, financial condition and results of operations.

We are subject to laws and government regulations, including in relation to safety, health, environmental protection and labour. These laws and regulations including, inter alia, the Factories Act, 1948, the Environment (Protection) Act, 1986, Water (Prevention and Control of Pollution) Act, 1974, the Legal Metrology Act, 2009, the Contract Labour (Regulation and Abolition) Act, 1970 and the Hazardous and Other Wastes (Management and Transboundary

Movement) Rules, 2016, impose controls on air and water discharge, noise levels, processing, handling, storage, transport or disposal of hazardous substances including employee exposure to hazardous substances and other aspects of our manufacturing operations. Further, our products, including the process of manufacture, storage and distribution of such products, are subject to numerous laws and regulations in relation to quality, safety and health. We handle and use hazardous materials in our R&D and manufacturing activities and the improper handling or storage of these materials could result in accidents, injure our personnel, property and damage the environment. Any accident at our facilities may result in personal injury or loss of life, substantial damage to or destruction of property and equipment resulting in the suspension of operations. Further, laws and regulations may limit the amount of hazardous and pollutant discharge that our manufacturing facilities may release into the air and water. The discharge of materials that are chemical in nature or of other hazardous substances into the air, soil or water beyond these limits may cause us to be liable to regulatory bodies or third parties. Any of the foregoing could subject us to legal proceedings, which could lower our profits in the event we were found liable and could also adversely affect our reputation. Additionally, the government or the relevant regulatory bodies may require us to shut down our Manufacturing Facilities, which in turn could lead to product shortages that delay or prevent us from fulfilling our obligations to customers. We are also inspected at regular intervals by various environmental protection agencies to ensure our compliance with applicable laws and regulations. We are also required to obtain permits from governmental authorities for certain aspects of our operations. These laws, regulations and permits often require us to purchase and install expensive pollution control equipment or to make operational changes to limit impacts or potential impacts on the environment and/or health of our employees.

Our operations, particularly at our Manufacturing Facilities, are subject to stringent scrutiny, inspection and audit from third party environmental agencies, including governmental authorities. While we have not received any notice stemming from any scrutiny, inspection, audit or otherwise from any regulatory authorities during Fiscal 2025, Fiscal 2024 or Fiscal 2023, we cannot assure you that no notices will be issued by any regulatory authority in the future. Moreover, these notices may also culminate in legal proceedings in the future, for which, we cannot assure you that fines, penalties or damages will not be imposed on us pursuant to such notices.

Furthermore, if the authorities deem that our responses do not sufficiently address the concerns raised in these notices, there is also a possibility that the environmental authorities may cancel, suspend or withdraw the approvals, permits or consents granted to us, or may order the closure of the Manufacturing Facility until the concerns are sufficiently addressed or remedied. In the event that such environmental notices result in litigations, fines or the cancellation of our licenses, it could adversely affect our business, financial condition and results of operations.

Further, we are also subject to the laws and regulations governing employees, including in relation to minimum wage and maximum working hours, overtime, working conditions, hiring and termination of employees, contract labour and work permits. We have incurred and expect to continue incurring costs for compliance with such laws and regulations. We have also made and expect to continue making capital expenditures on an on-going basis to comply with all applicable environmental, health and safety and labour laws and regulations. These laws and regulations have, however, become increasingly stringent and it is possible that they will become significantly more stringent in the future. While there have been no instances of non-compliance with all applicable environmental, health and safety and labour laws and regulations, we cannot assure you that we will not be found to be in non-compliance with, or remain in compliance with all applicable environmental, health and safety and labour laws and regulations or the terms and conditions of any consents or permits in the future or that such compliance will not result in a curtailment of production, or a material increase in the costs of production.

Additionally, the Government of India has introduced (a) the Code on Wages, 2019, as amended; (b) the Code on Social Security, 2020, as amended; (c) the Occupational Safety, Health and Working Conditions Code, 2020, as amended; and (d) the Industrial Relations Code, 2020, as amended. These new enactments, once implemented, are intended to consolidate, subsume and replace numerous existing central labour legislations. While the rules for implementation under these codes have not been notified, we are yet to determine the impact of all or some such laws on our business and operations which may restrict our ability to grow our business in the future and increase our expenses. In the absence of any precedents on the subject, the application of these provisions is uncertain and may or may not have an adverse impact on us. Once these enactments are implemented, we may be required to incur additional expenditure to achieve compliance with such enactments. For further details, see "*Key Regulations and Policies in India*" on page 184.

While there have been no such instances of non-compliance with safety, health, environmental and labour laws and other applicable regulations in Fiscal 2025, Fiscal 2024 or Fiscal 2023, we cannot assure you that such instances will not occur in the future.

16. Our success largely depends upon the knowledge and experience of our Promoters, Directors and our Key Management Personnel and Senior Management as well as our ability to attract and retain personnel with technical expertise. Any loss of our Promoters, Directors, Key Management Personnel or Senior Management or our ability

to attract and retain them and other personnel with technical expertise could adversely affect our business, financial condition and results of operations.

Our success largely depends upon the knowledge and experience of our Promoters, Directors, Key Management Personnel and Senior Management as well as our ability to attract and retain skilled personnel. Any attrition of our Promoters, Directors, Key Management Personnel and Senior Management or our inability to attract and retain them and other skilled personnel could adversely affect our business, financial condition and results of operations. We depend on the management skills and guidance of our Promoters for development of business strategies, monitoring their successful implementation and meeting future challenges. Further, we also significantly depend on the expertise, experience and continued efforts of our Key Management Personnel and Senior Management. Our future performance will depend largely on our ability to retain the continued service of our management team. If one or more of our Key Management Personnel or Senior Management are unable or unwilling to continue in his or her present position, it could be difficult for us to find a suitable or timely replacement and our business, financial condition and results of operations could be adversely affected.

In addition, we may require a long period of time to hire and train replacement personnel when personnel with technical expertise terminate their employment with us. We may also be required to increase our levels of employee compensation more rapidly than in the past to remain competitive in attracting and retaining personnel with technical expertise that our business requires. During the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our attrition rate was 10.21%, 12.2% and 6.13%, respectively. The loss of the services of such persons could have an adverse effect on our business, results of operations, cash flows and financial condition. While we have not faced any significant adverse instances regarding attrition of our Promoters, Directors, Key Management Personnel and Senior Management in Fiscal 2025, Fiscal 2024 and Fiscal 2023, we cannot assure you that such instances will not occur in the future.

There is significant competition for management and other skilled personnel in the chemicals industry in which we operate, and it may be difficult to attract and retain the personnel we require in the future. There can be no assurance that our competitors will not offer better compensation packages, incentives and other perquisites to such skilled personnel. In the event that we are not able to attract and retain talented employees as required for conducting our business, or if we experience high attrition levels which are largely out of our control, or if we are unable to motivate and retain existing employees, our business, financial condition and results of operations may be adversely affected.

17. Our inability to successfully implement some or all our business strategies in a timely manner or at all could have an adverse effect on our business.

As part of our strategy aimed towards business growth and improvement of market position, we intend to implement several business strategies, which include:

- Setting up of a new manufacturing facility to enhance capacities
- Continued diversification of product portfolio and focus on high-margin products
- Enhancing competencies to capitalize on market opportunities
- Increase wallet share through strategic focus on our key customers

The aforesaid strategies are subject to certain risks and uncertainties. Our strategies may not succeed due to various factors, including our inability to reduce our operating costs, our failure to develop new products and services with sufficient growth potential as per the changing market preferences and trends, our failure to effectively market these new products and services or foresee challenges with respect to our business initiatives, our failure to sufficiently upgrade our infrastructure, machines, automation, equipment and technology as required to cater to the requirement of changing demand and market preferences, our failure to maintain highest quality and consistency in our operations or to ensure scaling of our operations to correspond with our strategy and customer demand, changes in GoI policy or regulation, our inability to respond to regular competition, and other operational and management difficulties. Any failure on our part to implement our strategies due to many reasons as attributed aforesaid could be detrimental to our long-term business outlook and our growth prospects and may materially adversely affect our business, financial condition and results of operations. For further details of our strategies, see "*Our Business - Our Strategies*" on page 166.

18. We face competition from both domestic as well as multinational corporations and our inability to compete effectively may have a material adverse impact on our business, financial condition and results of operations.

The chemicals industry provides for significant entry barriers and competition in our business is based on pricing, relationships with customers, research and development, product registration, product quality, customisation, and innovation (*Source: F&S Report*). We face pricing pressures from both domestic and multinational companies, that

are able to produce chemicals at competitive costs and consequently, may supply their products at cheaper prices. Additionally, some of our competitors in the chemicals industry 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, innovative new products, offer competitive prices due to economies of scale and also ensure product quality and compliance. While there have been no instances of pricing pressures from any of our competitors in Fiscal 2025, Fiscal 2024 or Fiscal 2023, we are unable to assure you that we will not face such pricing pressures imposed by such multinational competitors which would adversely affect our business, financial condition and results of operations in the future.

19. Our failure to manage growth effectively may adversely impact our business, prospects, financial condition and results of operations.

Our ability to sustain growth depends primarily upon our ability to manage key issues such as our ability to sustain existing relationships with our customers, ability to obtain raw materials at better prices, ability to compete effectively, ability to scaling up our operations, adhering to high quality and execution standards, our ability to expand our manufacturing capabilities and our presence in India as well as globally, the effectiveness of our marketing initiatives, selecting and retaining skilled personnel. Many of these factors are beyond our control and there is no assurance that we will succeed in implementing our strategy. We may face increased risks when we enter new markets in India and internationally, and may find it more difficult to hire, train and retain qualified employees in new regions. In addition, we may have difficulty in finding reliable suppliers with adequate supplies of raw materials meeting our quality standards. Sustained growth also puts pressure on our ability to effectively manage and control historical and emerging risks. Our inability to effectively manage any of these issues may adversely affect our business growth and, as a result, impact our businesses, financial condition, results of operations and prospects.

Our Revenue from Operations grew from ₹ 3,127.41 in Fiscal 2023 to ₹3,625.47 in Fiscal 2025, with a CAGR of 7.67% from Fiscal 2023 to Fiscal 2025. Our ability to manage future growth will depend on our ability to continue to implement and improve operational, financial and management information systems on a timely basis and to expand, train, motivate and manage our workforce. There can be no assurance that our personnel, systems, procedures and controls will be adequate to support our future growth. Failure to effectively manage our expansion may lead to increased costs and reduced profitability and may adversely affect our growth prospects.

20. Certain documents filed by us with the RoC and certain corporate records and other documents, are not traceable. While we have conducted a search with the RoC, in respect of the unavailability of such forms and other records, we cannot assure you that such forms or records will be available at all or any time in the future.

Company is unable to trace certain corporate records and regulatory filings made by us. These include corporate records and regulatory filings made in relation to an allotment, including a form filing and share transfer forms. Accordingly, we had commissioned a physical and electronic search of the RoC records through an independent practicing company secretary, Prachi Bansal & Associates, to ascertain the details of all corporate actions undertaken by our Company since incorporation. Pursuant to the foregoing, the practicing company secretary firm has issued its report dated September 5, 2025 (the "**Search Report**").

The nature of forms and records which the practicing company secretary was unable to locate include the form 2 and accompanying challan for allotment of equity shares dated December 6, 1993 and form 32 in relation to the appointment of the first directors of our Company, being Harjindersingh Jaswantsingh Sarna and Narendrakaur H. Sarna. We have included details of such allotments and appointments in this Draft Red Herring Prospectus based on other corporate records such as the board resolutions and memorandum of association.

We are also unable to locate certain share transfer forms in relation to transfers to and by our Promoters and members of the Promoter Group and have relied on the board resolutions, share transfer register and gift deeds to include the details in this Draft Red Herring Prospectus. There are also discrepancies in our corporate records, such as the spellings of the names of the allottees in relation to certain allotments.

We have by way of our letter dated September 4, 2025, informed the RoC of the corporate records that we were unable to trace pursuant to a search undertaken by the independent practicing company secretary. We cannot assure you that the regulatory filings or corporate records which we have not been able to locate will be available in the future, or that the information gathered in this regard is correct, or that the regulatory filings were done in accordance with applicable law or at all or in timely manner. Additionally, while no notices, disputes or penalties have arisen or been imposed in connection with these challans as of the date of this Draft Red Herring Prospectus, we cannot assure you that no notices, dispute or penalties will arise or be imposed on us in this regard in the future.

21. There are pending litigations against our Company, Subsidiary, Directors, Promoters, Key Managerial Personnel and Senior Management. Any adverse decision in such proceedings may render us/them liable to liabilities/penalties and may adversely affect our business, results of operations and financial condition.

In the ordinary course of our business, our Company, Subsidiary, Promoters, Directors, Key Managerial Personnel and Senior Management Personnel may be involved in certain legal proceedings pending at different levels of adjudication before various courts and tribunals.

A summary of outstanding litigation proceedings involving our Company, Subsidiary, Promoters, Directors, Key Managerial Personnel and Senior Management Personnel, as disclosed in "*Outstanding Litigation and Material Developments*" on page 315, in terms of the SEBI ICDR Regulations and the Materiality Policy, as of the date of this Draft Red Herring Prospectus is provided below

Name of Individual/Entity	Number of Criminal Proceedings	Number of Tax Proceedings	Number of Statutory or Regulatory Proceedings	Number of Disciplinary Actions by the SEBI or the stock exchanges against our Promoters in the last five Fiscals	Number of Material Civil Proceedings	Aggregate amount involved (*in ₹ million*)*
Company						
Against our Company	Nil	1	1	Not applicable	1	2.58
By our Company	Nil	1	Nil	Not applicable	Nil	0.84
Subsidiary						
Against our Subsidiary	Nil	Nil	Nil	Not applicable	Nil	Nil
By our Subsidiary	Nil	Nil	Nil	Not applicable	Nil	Nil
Directors*						
Against our Directors	Nil	1	Nil	Not applicable	Nil	274.85
By our Directors	Nil	Nil	Nil	Not applicable	Nil	Nil
Promoters						
Against our Promoters	Nil	1	Nil	-	Nil	274.85
By our Promoters	Nil	Nil	Nil	Not applicable	Nil	Nil
Key Managerial Personnel						
Against our Key Managerial Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
By our Key Managerial Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
Senior Management Personnel						
Against our Senior Management Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil
By our Senior Management Personnel	Nil	Not applicable	Nil	Not applicable	Not applicable	Nil

Our Company is one of the 500 industrial units against which an application was filed by Aryavart Foundation against M/s Vapi Green Enviro Limited (the "**Respondent**") before the National Green Tribunal, Principal Bench, New Delhi, ("**NGT**") for the discharge of untreated effluents from industrial units consequently polluting the rivers, Daman Ganga and Bill Khadi. Pursuant to the NGT orders dated January 11, 2019 and August 28, 2019 ("**NGT Orders**") and notice dated February 6, 2019 from Gujarat Pollution Control Board, our Company paid a compensation of ₹ 2.50 million for failing to comply with the pollution norms. An appeal was filed by the Respondent before the Supreme Court, which was subsequently allowed via order dated November 28, 2022, putting a stay order on the NGT Orders. The matter is currently pending.

For further information, see "*Outstanding Litigation and Material Development*" on page 315.

There can be no assurance that these legal proceedings shall be decided in favour of our Company, Subsidiary, Promoters, Directors, Key Managerial Personnel or Senior Management Personnel, as the case may be, or that no further liability shall arise out of these proceedings. Further, such legal proceedings could divert management time

and attention and consume financial resources. Any adverse outcome in any of these proceedings may adversely affect our profitability and reputation and may have an adverse effect on our results of operations and financial condition

22. Our performance may be adversely affected if we are not successful in forecasting customer demands, managing our inventory or working capital.

We maintain relatively high inventory levels of raw material requirements to cater to future demand arising from our consistent addition of new products and our R&D initiatives. We use SAP B1 to evaluate our inventory balances of materials based on expected sourcing levels, known uses and anticipated demand based on forecasted customer order activity and changes in our product sales mix. Efficient inventory management is a key component of the success of our business, financial condition and results of operations. To be successful, we must maintain sufficient inventory levels and an appropriate product sales mix to meet our customers' demands, without allowing those levels to increase to such an extent that the costs associated with storing and holding other inventory adversely affects our results of operations. If our raw materials purchase decisions do not accurately predict sourcing levels, customer trends or our expectations about customer demands and needs are inaccurate, we may have to take unanticipated markdowns or impairment charges to dispose of the excess or obsolete inventory, which can adversely affect our results of operations. If a client defaults in making its payment on a product to which we have devoted significant resources, it may also affect our profitability and liquidity and decrease the capital resources that are otherwise available for other uses. All of these factors may result, or have resulted, in increasing our working capital requirements. For Fiscal 2025, Fiscal 2024 and Fiscal 2023, our net working capital days were 135, 167 and 125 days, respectively. Of which, our inventory days for Fiscal 2025, Fiscal 2024 and Fiscal 2023 were 94, 100 and 76 days, respectively. Our inventory and net working capital is primarily driven by

(i) the increase in the number of products: We increased our product portfolio from 102 in Fiscal 2023 to 135 in Fiscal 2025, which has resulted in the need to hold higher levels of inventory;
(ii) R&D and product pipeline: Pursuant to our R&D initiatives, we are working on several new products across end-use industries such as dyes and pigments and pharmaceuticals. As of March 31, 2025, we had 107 products at various stages of development, of which 12 have been commercialized. Products that are newly introduced typically require a longer time to gain market acceptance which can initially lead to higher inventory holding.
(iii) Geopolitical and operational considerations: In view of ongoing uncertainties, we maintained higher raw material inventories at times to mitigate potential supply chain disruptions.

Additionally, during Fiscal 2023, inventory levels were impacted by plant upgradation activities and a fire accident, which temporally affected production and inventory turnover. If we are unable to finance our working capital needs, or secure other financing when needed, on acceptable commercial terms or at all, it may adversely affect our business, financial condition, results of operations and prospects.

23. Our insurance coverage may not adequately protect us against all losses or the insurance cover may not be available for all the losses as per the insurance policy, which could adversely affect business, financial condition and results of operations.

Our operations are subject to various risks inherent to the chemicals industry and to the sale and maintaining inventory of products, as well as other risks such as theft, robbery, acts of terrorism and other force majeure events. We maintain insurance coverage for anticipated risks which are standard for our type of business and operations. As of March 31, 2025, we had a total insurance coverage of ₹ 2,021.10 million aggregating to 85.20% of our total assets. We have obtained Public Liability (Industrial Risks) Insurance, Fire Floater Policy and Industrial All Risks Policy. Our insurance policies cover our manufacturing facilities, R&D facilities, warehouses and offices from losses in the case of natural calamities, fire, special perils, burglary and theft.

The table below sets out the total insured net assets as well as the percentage of insurance coverage as of Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Particulars	As of March 31, 2025	As of March 31, 2024	As of March 31, 2023
Insurance Coverage (*in ₹ million*)	2,021.10	1,451.20	1,283.50
Net Assets as per Restated Financial Information (*in ₹ million*)	2,372.13	1,864.79	1,621.61
Percentage of insurance coverage (*in %*)	85.20%	77.82%	79.15%

Further, pursuant to the fire incident, on September 16, 2022, there was significant damage to our property, building, machinery and loss of raw material and products for which we have made an insurance claim of ₹ 186.94 million.

We maintain insurance policies that are customary for companies operating in our industry and which are necessary for our business. Our principal types of coverage include insurance for all standard risk relating to our business as mentioned above, burglary, public liability, group medical claim, group personal accident, third party accidents and damages to vehicle, employees' compensation policy, fidelity guarantee policy and commercial general liability policy.

Although we attempt to obtain coverage for and mitigate our liability for damages arising from negligent acts, errors or omissions through insurance policies, our liability may sometimes not be covered as a result of the limitations of liability set forth in our insurance policies. In such event, our insurance policies may not protect us from liability for damages, which may lead to financial liability and other adverse consequences.

Further, while we believe that adequate insurance coverage shall be available in the future, there can be no assurance that such coverage shall be available at costs and terms acceptable to us or that such coverage shall be adequate with respect to future claims that may arise. If we are not able to adequately insure against the risks we face, or the insurance coverage we have taken is inadequate to cover our losses, our business, financial condition and results of operations could be adversely affected. In addition, our insurance policies are subject to annual review, and there can be no assurance that we shall be able to renew these policies on similar or otherwise acceptable terms, or at all. If we were to incur a serious uninsured loss or a loss that significantly exceeds the limits of our insurance policies, it could have an adverse effect on our financial condition, results of operations and cash flows.

24. We have not been able to obtain certain records of educational qualifications for some of our Promoters, Directors and Senior Management Personnel, and have relied on certificates and marksheets furnished by them for such details of their profile, included in this Draft Red Herring Prospectus.

Our Promoters and Directors, Harjindersingh Jaswantsingh Sarna and Manjeetsingh Gurbirsingh Sarna, have been unable to trace copies of documents pertaining to their educational qualification, namely their bachelor's degrees from C. S. J. M. University, Kanpur for Harjindersingh Jaswantsingh Sarna and Diploma in chemical engineering from Pune University for Manjeetsingh Gurbirsingh Sarna. Further, one of our Senior Management Personnel, our General Manager, Procurement, V.P. Shaju, has also been unable to trace copies of documents pertaining to his educational qualification, namely his bachelor degree from University of Calicut. While they have written to their respective universities, they have not received any communication as of the date of this Draft Red Herring Prospectus. For further details, see "*Our Management – Brief profile of our Directors*" and "*Our Management – Key Managerial Personnel and Senior Management Personnel*" on pages 206 and 221, respectively.

Accordingly, reliance has been placed on certificates and marksheets furnished by them in relation to their educational qualifications, to us and the BRLM to disclose details of their educational qualifications, in this Draft Red Herring Prospectus. We and the BRLM have been unable to independently verify these details prior to inclusion in this Draft Red Herring Prospectus. Further, there can be no assurances that such Promoters, Directors, Senior Management Personnel will be able to trace the relevant documents pertaining to their educational qualifications in future, or at all.

25. Exchange rate fluctuations may adversely affect our results of operations as our sales from exports and a portion of our expenditures are denominated in foreign currencies.

Our financial statements are prepared in Indian Rupees. However, our sales from exports and a portion of our raw materials expenditures are denominated in foreign currencies, mostly the U.S. Dollars. In Fiscal 2025, we exported our products to fourteen countries including Thailand, Mexico and China. Accordingly, we have currency exposures relating to buying and selling in currencies other than in Indian Rupees, particularly the U.S. Dollar. The tables below set forth details of our Revenue from Exports and raw material imports for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	**As a % of Revenue from Operations**	**Amount** (*in ₹ million*)	**As a % of Revenue from Operations**	**Amount** (*in ₹ million*)	**As a % of Revenue from Operations**
Revenue from Exports	926.05	25.54	714.37	29.80	819.99	26.22

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***
Raw material imports	261.15	11.63	207.21	14.14	173.18	11.00

** Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

Therefore, changes in the relevant exchange rates could also affect sales, operating results and assets and liabilities reported in Indian Rupees as part of our financial statements. While we hedge a portion of the resulting net foreign exchange position, we are still affected by fluctuations in exchange rates among the U.S. dollar and the Indian Rupee and we cannot assure you whether hedging or other risk management strategies will be effective. Accordingly, while we enter into hedging transactions to minimize our currency exchange risks, there can be no assurance that such measures will enable us to avoid the effect of any adverse fluctuations in the value of the Indian Rupee against the U.S. Dollar or other foreign currencies. Additionally, we have earned gains due to these fluctuations in foreign currency in Fiscal 2025, Fiscal 2024 and Fiscal 2023 of ₹ 14.70 million, ₹ 7.70 million and ₹ 11.91 million, respectively, we cannot assure you that we will continue to earn such gains in the future. For further information on our exchange rate risk management, see *"Management's Discussion and Analysis of Financial Condition and Results of Operations"* on page 286.

26. We rely on our permanent employees and contract labour for our business and operations, and we may be subject to strikes, work stoppages or increased wage demands by our employees, which could adversely affect our business, results of operations and financial condition.

Our operations are labour intensive, making us susceptible to strikes, work stoppages, or increased wage demands from our employees. These disruptions could affect our ability to maintain regular operations and could lead to higher labour costs. As of March 31, 2025, we had 255 employees and more than 132 contract workers. For more details, see "*Our Business – Description of our Business – Human Resources*" on page 181. The success of our operations depend on availability of labour and good relationships with our labour force. As of the date of this Draft Red Herring Prospectus, our employees are not members of any organised labour unions. Strikes and lockouts as a result of disputes with our labour force may adversely affect our operations. While we have not had any instances of strikes, lockouts or labour disputes in the past, we cannot assure you that we shall not experience any strikes or lockouts on account of labour disputes in the future. Such events could disrupt our operations and may have a material adverse effect on our business, financial condition and results of operations. In addition, we also may face protests from local citizens at our existing facilities or while setting up new facilities, which may delay or halt our operations.

27. If we are unable to establish and maintain effective internal controls and compliance systems, 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, such as India, including within the chemicals sector. 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 and results of operations. 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.

28. Our Statutory Auditors have included certain emphasis of matters in their auditor's report for the Financial Year ended March 31, 2023 and the annexures to the auditor's reports as required under the Companies (Auditor's Report) Order, 2020 and as required under section 143(3)(i) of the Companies Act, 2013. If such observations are

included in future audit reports or examination reports, the trading price of the Equity Shares may be adversely affected.

Our Statutory Auditors have included the following emphasis of matters and CARO observation in their auditor's report for the financial year ended March 31, 2023:

Emphasis of matter:

The fire took place on September 16, 2022 damaging the company's property, plant and equipment and also raw material, packing material and stores and consumables resulting into loss amounting to ₹152.15 million. These assets are fully secured through insurance. The company has recognized insurance receivable of ₹152.15 million against such loss. No amount has been received from insurance company till end of the reporting period. The management has estimated amount receivable from insurance company of ₹185.89 million being Reinstatement Value and it is under process with the insurance company. However, this event does not affect the concept of going concern.

Our Opinion is not Modified is respect of the above matter.

CARO observation

Clause (vii) (b) of CARO 2020 Order

Name of statute	Nature of dues	Forum where dispute is pending	Year to which the amount relates	Amount involved (₹ in. millions)
Tax deducted at source	Income tax	TDS demand	2024-25	0.08
Tax deducted at source	Income tax	TDS demand	2023-24	0.08
Tax deducted at source	Income tax	TDS demand	2022-23	0.08

For further details and treatment please see *"Restated Financial Information – Annexure VI*" on page 248.

There can be no assurance that the audit reports for any future fiscal periods will not contain such matters or that such matters will not otherwise affect our results of operations in such future periods, as well as our financial condition, and the trading price of the Equity Shares. Investors should consider these emphasis of matters of our Statutory Auditors while evaluating our financial condition, results of operations and cash flows.

29. We are required to comply with various government regulations, including obtaining licenses, permits, approvals and consents under certain environmental laws, which are critical for operating our Manufacturing Facilities. If we fail to obtain, maintain or renew our statutory and regulatory licenses, permits and approvals required to operate our business, results of operations and cash flows may be adversely affected.

Our operations are subject to extensive government regulations, and we are required to obtain and maintain a number of statutory and regulatory permits and approvals under central, state and local government rules in India and in respective regions that we have operations, generally for carrying out our business, producing and marketing our products and for our facilities. For details of applicable regulations and approvals relating to our business and operations, see "*Government and Other Approvals*" on page 321.

We may, in the future, be subjected to regulatory actions for violations including closure of our Manufacturing Facilities, imposition of penalties and other penal actions against our Company and management, which may have a negative impact on our business, reputation, results of operations and cash flows. Further, any failure to comply with environmental laws and/or the terms and conditions of approvals issued under such environmental laws and regulations could also impact our ability to obtain or renew the approvals with respect to our Manufacturing Facilities in a timely manner or at all and may also adversely affect our ability to operate our units and consequently affect our results of operations. Failure by us to renew, maintain or obtain the required permits or approvals at the requisite time may result in the interruption of our operations and may have an adverse effect on our business, financial condition and results of operations. The approvals required by our Company are subject to numerous conditions and there can be no assurance that these would 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.

30. Our Company has unsecured loans which are repayable on demand. Any demand from lenders for repayment of such unsecured loans may adversely affect our cash flows.

As of July 31, 2025, our Company has unsecured loans amounting to ₹768.28 million, and may in the future continue to avail unsecured borrowings (such as loans from our directors / promoters and financial institution), which may be recalled at any time, with or without the existence of an event of default, on short or no notice. Such recalls on borrowed amounts may be contingent upon happening of an event beyond our control and there can be no assurance that we will be able to persuade our lender to give us extensions or to refrain from exercising such recalls, which may adversely

affect our results of operations and cash flows. Our Whole-Time Director and Chairman, Harjindersingh Jaswantsingh Sarna, has also provided an unsecured loan to the Company. For further details, see "*Financial Indebtedness*" and "*Restated Financial Information – Note 35 – Related Party Transactions*" on pages 313 and 269, respectively.

31. Our Manufacturing Facilities and our Registered and Corporate Office are located on leased premises. There can be no assurance that these lease agreements shall be renewed upon termination or that we shall be able to obtain other premises on lease on same or similar commercial terms, which could adversely affect our business, results of operations, financial conditions and cash flows.

Our properties are located on leased premises. The details of our leasehold properties are set out below:

Facility	Property Description	Area (in Sq. meters)	Nature of holding	Term
Manufacturing Facility 1	Plot No. 5401 + Shed No. A1/5402 in the Vapi Industrial Estate consisting of Revenue Survey No. 412/P within the village limit of Karwad, Taluka Pardi, District Valsad – 396 195	4,960.00	Leased	Plot No. 5401 leased from GIDC for a term of 99 years from November 8, 1989 Shed No. A1/5402 leased from GIDC for a term of 99 years from March 27, 1992
Manufacturing Facility 2	Plot No. Ex/3/A in the Vapi Notified Industrial Area forming part of the lands bearing Revenue Survey Nos. 921/P within the village limits of Vapi Taluka, Pardi District and Regulation Sub District Valsad – 396 195	840.00	Leased	Leased from GIDC for a term of 99 years from April 28, 1988.
Manufacturing Facility 3 (*along with the boiler*)	Plot No. 2808 in the Vapi Notified Industrial Area consisting of Revenue Survey Nos. 1/P, 113/P within the limits of Chhiri Taluka, Pardi, Dist. Valsad – 396 195.	3,888.00	Leased	Leased from GIDC for a term of 99 years from October 1, 1988 and the boiler shed has been leased from Rajesh Bhushan Munoor for a period of 11 months from February 19, 2025.
Warehouse 1	Industrial A-1, Plot No. 4311/5, G.I.D.C., Vapi - 396 195	4,464.00	Leased	Leased through a deed of assignment dated January 8, 2024, by which our Promoter, Narendrakaur H. Sarna, has assigned the leasehold rights to our Company.
Manufacturing Facility 4 ("**Proposed Greenfield Project**")	Plot No. 5202, Phase III, GIDC, Vapi, Gujarat – 396 195	19,912.47	Leased	Leased from GIDC for a term of 99 years from December 14, 1989 to December 13, 2088.

Our leases may expire in ordinary course. We cannot assure you that we shall continue to be able to operate out of our existing premises or renew our existing leases at favourable terms or at all. Any such event may adversely impact our operations and cash flows and may divert management attention from our business operations. In case of any encumbrance or adverse impact or deficiency in the title of the owners or development rights from whose premises we operate, breach of the contractual terms of any lease, or if any of the owners of these premises do not renew the agreements under which we occupy the premises, or if they seek to renew such agreements on terms and conditions unfavourable to us, or if they terminate our agreements, we may suffer a disruption in our operations and shall have to look for alternate premises. In the event of relocation, we may be required to obtain fresh regulatory licenses and approvals. Until we receive these, we may suffer disruptions in our operations and our business which may adversely affect our financial condition.

Except as disclosed below, our Promoters do not have an interest in any property acquired by our Company during the three preceding years immediately preceding the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company, or in any transaction by our Company for acquisition of land, construction of building or supply of machinery:

1. Our Company has entered into a deed of assignment dated January 8, 2024, by which our Promoter, Narendrakaur H. Sarna, has assigned the leasehold rights of the land on which our Warehouse 1 is situated to the Company. For further details, please see "*Our Business – Properties*" on page 182; and

2. Our Company has entered into an agreement for sale dated June 26, 2023, with our Promoter, Narendrakaur H. Sarna for the land on which our Warehouse 2 is situated. For further details, please see "*Our Business – Properties*" on page 182.

If any conflict of interest arises in the future between our Promoter, members of the Promoter Group, Company, KMPs, Directors, Subsidiary and its directors, and lessors of immovable properties, which are crucial for the operations of our Company, it may result in an adverse effect on our business and results of operations. Further, our Company does not have any 'group companies' in terms of the SEBI ICDR Regulations.

32. Our Company may not be able to secure additional funding in the future. In the event our Company is unable to obtain sufficient funding, it may delay our Company's growth plans and have a material adverse effect on the business, cash flows and financial condition of our Company.

From time to time, our Company's plans may change due to changing circumstances, new business developments, new challenges or investment opportunities or unforeseen contingencies. If our Company's plans change or if our Company is required to adapt to changing circumstances or business realities, our Company may need to obtain additional financing to meet inter alia capital expenditure requirements. Such financing may be in the form of debt funding, which may be raised through borrowings from commercial banks, issue of debentures or other debt securities. If our Company raises funds in future by incurring additional debt, the interest and debt repayment obligations of our Company will increase, and our Company may be subject to supplementary or new covenants, which could limit the ability to access cash flow from operations and/or other means of financing by our Company. Moreover, these additional funds could come at a higher cost which may impact the profitability of our Company. Further, our Company cannot assure you that it will be able to obtain adequate financing to find future capital requirements on acceptable terms, in time.

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

We intend to use the net proceeds raised pursuant to the Fresh Issue as set forth under "*Objects of the Issue*" on page 94. 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 Sections 13(8) and 27 of the Companies Act 2013, we cannot undertake any variation in the utilisation of the Net Proceeds without obtaining the shareholders' approval through a special resolution. In the event of any such circumstances that require us to undertake variation in the disclosed utilisation 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. However, we will have flexibility in utilizing the balance Net Proceeds, if any, for general corporate purposes, subject to such utilisation not exceeding 25% of the Gross Proceeds from the Fresh Issue in accordance with Regulation 7(2) of the SEBI ICDR Regulations.

Further, our Promoters would be required to provide an exit opportunity to 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 to provide an exit opportunity to such dissenting shareholders may deter the Promoter from agreeing to the variation of the proposed utilisation of the Net Proceeds, even if such variation is in the interest of our Company. Further, we cannot assure you that the Promoters 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 unutilised portion of Net Proceeds, if any, or varying the terms of contract, which may adversely affect our business and results of operations.

34. Failure to maintain confidential information of our customers could adversely affect our results of operations or damage our reputation.

We enter into confidentiality agreements and non-disclosure agreements with our customers and other third parties. Our agreements with our customers also contain confidentiality and non-disclosure clauses. As per these agreements, we are required to keep confidential, the know-how and technical specifications, if any, provided to us by these customers.

Our business is exposed to the risk of employee misconduct or the failure of our internal processes and procedures. For example, misconduct by employees could involve the improper use or disclosure of confidential information, which could result in costly litigation and serious reputational or financial harm. While we strive to monitor, detect and prevent fraud or misappropriation by our employees, through various internal control measures and internal

policies, the precautions we take to prevent and detect such activity may not be effective in all cases and we may be unable to adequately prevent or deter such activities in all cases. While we have not experienced such issues in Fiscal 2025, Fiscal 2024 and Fiscal 2023, there could be instances of fraud and misconduct by our employees which may go unnoticed for certain periods of time before corrective action is taken.

In the event of any breach or alleged breach of our confidentiality agreements with our customers, these customers may terminate their engagements with us or initiate litigation for breach of contract. Moreover, most of these contracts do not contain provisions limiting our liability with respect to breaches of our obligation to keep the information we receive from them confidential. As a result, if our customers' confidential information is misappropriated by us or our employees, our customers may consider us liable for that act and seek damages and compensation from us, in addition, to seeking termination of the contract. Assertions of misappropriation of confidential information or the intellectual property of our customers against us, if successful, could have a material adverse effect on our business, financial condition and results of operations. Even if such assertions against us are unsuccessful, they may cause us to incur reputational harm and substantial cost.

35. An inability to comply with repayment and other covenants in the financing agreements could adversely affect our business, financial condition, cash flows and credit rating.

We have entered into agreements in relation to financing arrangements with certain banks for working capital facilities and bank guarantees. As of July 31, 2025, we had total outstanding borrowings of ₹ 2,035.13 million comprising of fund-based borrowings of ₹ 1,255.59 million, non-fund based borrowings of ₹ 11.26 million and total unsecured borrowings of ₹ 768.28 million. The agreements with respect to our borrowings contain restrictive covenants, including, but not limited to, requirements that we obtain consent from the lenders prior to undertaking certain matters including, among others, approaching capital market for mobilizing additional resources either in the form of debt or equity, undertaking any new project, undertaking any new project or implementing any scheme of expansion/ diversification or capital expenditure, acquiring fixed assets, drastic change in the management set-up of our Company, change in the capital structure of our Company or the constitutional documents of our Company, change in the nature of the entity or legal personality of the Company, or change in the threshold prescribed for shareholding of certain shareholders of our Company. For details, see "*Financial Indebtedness*" beginning on page 313.

Further, under the terms of our borrowings, we are required to create a charge on our current and fixed assets, mortgage our properties and provide personal guarantees by our Promoters. As our assets are hypothecated in favour of lenders, our rights in respect of transferring or disposing of these assets are restricted. This may also limit our ability to incur future debt and create security thereby requiring us to obtain the respective lenders' consent prior to entering into certain transactions. While, as on the date of this Draft Red Herring Prospectus, we have obtained all requisite consents from our lenders for undertaking the Issue, there can be no assurance that we will be able to comply with the financial or other covenants prescribed under the documentation for our financing arrangements or that we will be able to obtain consents necessary to take the actions that may be required to operate and grow our business in the future. Further, if we fail to service our debt obligations, the lenders have the right to enforce the security created in respect of our secured borrowings. A default under certain of our financing agreements may also result in cross-defaults under other financing agreements and result in the outstanding amounts under such other financing agreements becoming due and payable immediately. If the lenders choose to enforce security and dispose our assets to recover the amounts due from us, our business, financial condition and results of operations may be adversely affected.

Any failure to comply with the conditions and covenants in our financing agreements or the creation of additional encumbrances that is not waived by our lenders or guarantors or otherwise cured or occurrence of a material adverse event could lead to an event of default and consequent termination of our credit facilities or acceleration of amounts due under such facilities could adversely affect our business, financial condition, results of operations and cash flows.

36. We have in the past entered into related party transactions and may continue to do so in the future, which may potentially involve conflicts of interest with the equity shareholders.

We have entered into transactions with related parties in the past and we may, from time to time, enter into related party transactions in the future. All such transactions have been conducted on an arm's length basis, in accordance with the Companies Act and applicable law. We cannot assure you that we will receive similar terms in our related party transactions in the future, and that we could not have achieved more favourable terms had such transactions been entered into with unrelated parties. It is likely that our future related party transactions may potentially involve conflicts of interest which may be detrimental to us. We cannot assure you that such transactions, individually or in the aggregate, shall not have an adverse effect on our business, financial condition, and results of operations. For details of the related party transactions see "*Restated Financial Information – Related Party Transactions – Note 35*" on page 269.

For details of a summary of the related party transactions for Fiscal 2025, Fiscal 2024 and Fiscal 2023 as per Ind AS 24 – Related Party Disclosures read with the SEBI ICDR Regulations and derived from our Restated Financial Information, see "*Issue Document Summary - Summary of related party transactions*" on page 23.

37. In the event our contingent liabilities and capital commitments materialize, our financial condition and profitability may be adversely affected.

The following table sets forth certain information relating to our contingent liabilities and capital commitments in accordance with Ind AS 37 as of March 31, 2025:

(in ₹ millions)

Particulars	As of March 31, 2025
(i) Contingent liabilities:	
Civil liabilities	2.92
TDS Liabilities	0.08
(ii) Commitments	
Expenditure towards suppliers	103.30

We cannot assure you that these contingent liabilities shall not become established as liabilities. In the event any of these contingent liabilities become established as liabilities, it may have an adverse effect on our financial condition and results of operations. Further, there can be no assurance that we shall not incur similar or increased levels of contingent liabilities in the future. For further details, see also "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 286.

38. If we are unable to obtain, protect or use our intellectual property rights, our business may be adversely affected.

We have made an application dated August 22, 2025, to obtain registration of our logo under the Trade Marks Act. Further, our logo, for which we have made a trademark application dated December 19, 2022, is currently objected and the matter has not been decided. In case we are not able to register our logo, we may face risks of third parties using our logo. Until such time it is granted protection, we may have limited legal recourse in case of unauthorized use or infringement by third parties. While we intend to defend against any threats to our intellectual property, we cannot assure you that our intellectual property rights can be adequately protected in a timely manner. For details, see "*Government and Other Approvals – Intellectual Property*" on page 324.

If we fail to register the appropriate intellectual property, or our efforts to protect relevant intellectual property prove to be inadequate, the value attached to our brand and proprietary property could deteriorate, which could have a material adverse effect on our business growth and prospects, financial condition, results of operations, and cash flows. As a result, we cannot be certain that our technical knowledge will remain confidential in the long run. While there have been no instances in Fiscal 2025, Fiscal 2024 and Fiscal 2023, in relation to the illegal use and impersonation of our trademark or logos by third parties, there is no assurance that such incidents will not occur in the future and adversely affect our business and results of operations.

Further, while we take care to ensure that we comply with the intellectual property rights of others, we cannot determine with certainty as to whether we are infringing on any existing third-party intellectual property rights. We may therefore be susceptible to claims from third parties asserting infringement and other related claims. If claims or actions are asserted against us, we may be required to litigate on such claims. In addition, we may decide to settle a claim or action against us, the settlement of which could be costly. We may also be liable for any past infringement. This could have an adverse effect on our business, results of operations and damage our reputation.

Any adverse findings in infringement proceedings or inability to protect or enforce our intellectual property could harm our brand, disrupt operations, and negatively affect our business, financial condition, and reputation.

39. Our Promoters, Directors, Key Management Personnel and Senior Management may have interests other than reimbursement of expenses incurred and normal remuneration or benefits in our Company.

Our Promoters, Directors, Key Management Personnel and Senior Management may be interested in our Company, in addition to regular remuneration or benefits and reimbursement of expenses, to the extent of the Equity Shares and held by them in our Company, and any dividends, bonuses or other distributions on such Equity Shares. Additionally, as on March 31, 2025 our Whole-Time Director and Chairman and Promoter, Harjindersingh Jaswantsingh Sarna, has an outstanding interest free, unsecured loan of ₹ 723.33 million, primarily to fund our growth needs. For further details,

other than reimbursement of expenses incurred or normal remuneration or benefits, see "*Our Management – Interest of our Directors*" on page 209.

40. Some of our Directors and Promoter may have interest in entities, which are in businesses similar to ours and this may result in conflict of interest with us.

As of the date of this Draft Red Herring Prospectus, some of our Directors and Promoters are interested in certain Promoter Group members, including Evince Specialties Private Limited and Virtue Speciality Private Limited, that are engaged in the same business as ours.

Further, our Promoter Group entity, Sarna Chemicals Private Limited, is engaged in a similar line of business as that of our Company. However, there have been no related party transactions, common directorship or common shareholding between our Company and the Promoter Group entity in the last three Fiscals.

We cannot assure you that our Directors and our Promoter Group will not provide competitive services or otherwise compete in business lines in which we are already present or will enter into in the future. In such event, our business, financial condition and results of operations may be adversely affected. For details, see "*Our Management – Interest of Directors*" and "*Our Promoter and Promoter Group – Interests of our Promoter*" on pages 209 and 224, respectively.

41. Our Directors on our Board do not have prior experience of directorship in any of companies listed on recognized stock exchanges, therefore, they will be able to provide only limited guidance in relation to the affairs of our Company from a listing perspective.

Our Directors do not have prior experience as directors of companies listed on recognized stock exchanges. While our Directors have experience in various industries, directors of listed companies have a wide range of responsibilities, including, among others, ensuring compliance with continuing listing obligations, monitoring and overseeing management, operations, financial condition and trajectory of the company. We cannot assure you that our Directors will be able to adequately advice or guide our Company after we become a listed company, due to their lack of prior experience as directors of companies listed on recognized stock exchanges. Accordingly, we will get limited guidance from them and accordingly, may fail to adhere to requirements in connection with disclosure controls, procedures and internal control as required for a listed entity under the applicable law.

42. We are dependent on third party transportation and logistics service providers. Any increase in the charges of these entities could adversely affect our business, financial condition and results of operations.

Pursuant to certain of our arrangements with our customers, based on customer preferences, we are required to pay the freight costs for the products we sell. In addition, we may have to pay for transportation costs through road and sea, in relation to the delivery of some of the raw materials and other inputs to our manufacturing facilities. We do not have any long-term contractual arrangements with such third-party transportation and logistics providers. Disruptions of logistics could impair our ability to procure raw materials and/or deliver our products on time, which could materially and adversely affect our business, financial condition and results of operations.

If we cannot fully offset any increase in freight costs, through increase in the prices for our products, we would experience lower margins. In addition, any increase in export tariffs also will increase expenses which in turn may adversely affect our business, financial condition and results of operations. We may be responsible for the transport of our products and accordingly be exposed to the risk of theft, accidents and/or loss of our products in transit. While there have been no material instances of theft, accident or loss in the past three years, we cannot assure you that such incidents will not occur in future. Any such acts could result in serious liability claims (for which we may not be adequately insured) which could have an adverse effect on our business, financial condition and results of operations.

43. We have been assigned a long term rating of CRISIL BBB/Positive and a short-term rating of CRISIL A3+ by CRISIL on August 13, 2025. Any downgrading of our credit rating by a credit rating agency may increase interest rates for our future borrowings, which would increase our cost of borrowings, and adversely affect our ability to borrow on a competitive basis.

Credit ratings reflect the opinions of rating agencies on our financial strength, operating performance, strategic position and ability to meet our obligations. A decrease in these credit ratings could limit our access to capital markets and increase our borrowing costs, which could materially and adversely affect our financial condition and operating results. The table below sets out the credit ratings assigned by CRISIL to our long-term bank facilities and our short term bank facilities for the periods set out below:

Date of the credit rating letter	Long term rating	Short term rating	Rating watch/outlook
August 13, 2025	CRISIL BBB	-	Positive
June 13, 2025	-	CRISIL A3+	Positive

While we have not had any credit rating downgrades in Fiscal 2025, Fiscal 2024 and Fiscal 2023, our credit rating may be downgraded in the future due to various factors, including factors which may be beyond our control. Any future downgrade of our credit ratings may increase interest rates for refinancing our borrowings, which would increase our cost of borrowings, and may have an adverse effect on our future issuances of debt and our ability to borrow on a competitive basis. If any of these risks materialise, it could have a material adverse effect on our business, reputation, results of operations and financial condition.

44. Our Promoters shall continue to retain significant control in our Company after the Issue, which shall allow them to influence the outcome of matters submitted to shareholders for approval. Such a concentration of ownership may also have the effect of delaying, preventing or deterring a change in control.

Currently, our Promoters own an aggregate of 75.64% of our pre-issue paid-up Equity Shares. Following the completion of the Issue, certain Promoter Shareholders will continue to hold a majority of our post-Issue Equity Share capital which will allow them to exercise significant control over the outcome of the matters submitted to our shareholders for approval. For details of their shareholding pre- and post-Issue, see "*Capital Structure*" on page 77. This concentration of ownership may delay, defer or even prevent a change in control of our Company and may make some transactions more difficult without the support of these shareholders. In addition, these Shareholders have the ability to exercise influence over our business and may cause us take actions that are not in, or may conflict with, our or our other shareholder's best interests, including matters relating to our management and policies and the election of our directors and senior management, the approval of lending and investment policies, revenue budgets, capital expenditure, dividend policy, strategic acquisitions and fund-raising activities. The interests of our significant shareholders could conflict with our interests or the interests of our other shareholders. Any such conflict may adversely affect our ability to execute our business strategy or to operate our business.

45. Any delays in payment of statutory dues may attract financial penalties from the respective government authorities and in turn may have an adverse impact on our financial condition and cash flows.

We are subject to ongoing reporting and compliance requirements and are required to make payments of periodic statutory dues, which we may not be able to undertake at all times. While there has been no delay in the payment of statutory dues/liabilities under the applicable acts in Fiscal 2025, Fiscal 2024 and Fiscal 2023. We cannot assure you that we will not face delays of payments of statutory dues in the future any may subsequently be subject to penalties and fines in the future which may have a material adverse effect on our financial condition and cash flows.

46. We cannot assure payment of dividends on the Equity Shares in the future. Our ability to pay dividends in the future will depend on our earnings, financial condition, working capital requirements, capital expenditures and restrictive covenants of our financing arrangements.

Our ability to pay dividends in the future will depend on a number of factors identified in the dividend policy of our Company, liquidity position, profits, capital requirements, financial commitments and financial requirements including business expansion plans, cost of borrowings, other corporate actions and other relevant or material factors considered relevant by our Board, and external factors, such as the state of the economy and capital markets, applicable taxes, regulatory changes and other relevant or material factors considered relevant by our Board. The declaration and payment of dividends will be recommended by the Board of Directors and/ or approved by the Shareholders, at their discretion, subject to the provisions of the Articles of Association, Dividend Policy, and applicable law, including the Companies Act, 2013. We may retain all future earnings, if any, for use in the operations and expansion of the business. As a result, we may not declare dividends in the foreseeable future. We cannot assure you that we will be able to pay dividends in the future. Accordingly, realisation of a gain on Shareholders' investments will depend on the appreciation of the price of the Equity Shares. There is no assurance that our Equity Shares will appreciate in value.

47. The Issue Price, market capitalisation to revenue multiple and price to earnings ratio based on the Issue Price of our Company, may not be indicative of the market price of the Equity Shares on listing

Our market capitalisation (based on the Issue Price) to revenue (Fiscal 2025) multiple is [●] times; our market capitalisation (based on the Issue Price) to price to earnings ratio (based on profit after tax for Fiscal 2025) is [●] at the upper end of the Price Band.

The Issue Price will be determined by our Company in consultation with BRLM based on various factors and assumptions. Furthermore, the Issue Price of the Equity Shares will be determined by our Company in consultation with BRLM through the Book Building Process, and will be based on numerous factors, including factors as described

under "*Basis for Issue Price*" beginning on page 109 and may not be indicative of the market price for the Equity Shares after the Issue. Accordingly, the Issue Price, multiples and ratio may not be indicative of the market price of the Equity Shares on listing or thereafter. The factors that could affect the market price of the Equity Shares include, among other, broad market trends, our financial performance and results post-listing, and other factors beyond our Company's control.

Prior to the Issue, there has been no public market for our 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 relevant financial parameters based on which the Price Band would be determined, shall be disclosed in the advertisement that would be issued for publication of the Price Band. The market price of the Equity Shares may be subject to significant fluctuations in response to, among other factors, variations in our operating results, market conditions specific to the industry we operate in, developments relating to India, announcements by us or our competitors of significant acquisitions, strategic alliances, announcements by third parties or governmental entities of significant claims or proceedings against us, volatility in the securities markets in India and other jurisdictions, 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. As a result, the market price of the Equity Shares 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.

48. Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks.

Certain sections of this Draft Red Herring Prospectus include information based on, or derived from, the F&S Report or extracts of the F&S Report prepared by Frost & Sullivan, which is not related to our Company, Directors or Promoters, KMPs, SMPs or the Book Running Lead Manager. We commissioned and paid for this report for the purpose of confirming our understanding of the industry in connection with the Issue. All such information in this Draft Red Herring Prospectus indicates the F&S Report as its source. Accordingly, any information in this Draft Red Herring Prospectus derived from, or based on, the F&S Report should be read taking into consideration the foregoing.

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, projections, forecasts and assumptions that may prove to be incorrect. Industry sources do not guarantee the accuracy, adequacy or completeness of the data. Further, the F&S Report is not a recommendation to invest / disinvest in any company covered in the F&S Report. Accordingly, prospective investors should not place undue reliance on, or base their investment decision solely on this information.

In view of the foregoing, you may not be able to seek legal recourse for any losses resulting from undertaking any investment in the Issue pursuant to reliance on the information in this Draft Red Herring Prospectus based on, or derived from, the F&S Report. You should consult your own advisors and undertake an independent assessment of information in this Draft Red Herring Prospectus based on, or derived from, the F&S Report before making any investment decision regarding the Issue. See "*Industry Overview*" on page 123. For the disclaimers associated with the F&S Report, see "*Certain Conventions, Presentation of Financial, Industry and Market Data-Currency and units of Presentation- Industry and Market Data*" on page 14.

49. We track certain operational metrics with internal systems and tools. Certain of our operational metrics are subject to inherent challenges in measurement which may adversely affect our business and reputation.

We track certain operational metrics, including transaction volumes and key business and non-GAAP metrics such as EBITDA, EBITDA margin, ROCE, ROE, return on net worth, working capital, net worth, net asset value per share and debt equity ratio, among others, with internal systems and tools which may differ from estimates or similar metrics published by third parties due to differences in sources, methodologies, or the assumptions on which we rely. Our internal systems and tools have a number of limitations, and our methodologies for tracking these metrics may change over time, which could result in unexpected changes to our metrics. If the internal systems and tools we use to track these metrics undercount or over count performance or contain algorithmic or other technical errors, the data we report may not be accurate. While these numbers are based on what we believe to be reasonable estimates of our metrics for the applicable period of measurement, there are inherent challenges in measuring how our platforms are used across large populations. Further, these metrics are not a measurement of our financial performance or liquidity under relevant accounting standards and should not be considered in isolation or construed as an alternative to cash flows, profit/(loss) for a particular period/year 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 relevant accounting standards. In addition, limitations or errors with respect to how we measure data or with respect to the data that we measure may affect our understanding of certain details of our business, which could

affect our long-term strategies. If our operating metrics are not accurate representations of our business, if investors do not perceive our operating metrics to be accurate, or if we discover material inaccuracies with respect to these figures, we expect that our business, reputation, results of operations and financial condition would be adversely affected.

50. Upon listing, we may be subject to additional costs/unanticipated expenses arising from the obligations that a listed public company has to comply with, under the applicable regulatory framework in India.

We are not a publicly listed company and have not, historically, been subjected to the increased scrutiny of our affairs by shareholders, regulators and the public at large that is associated with being a listed company. As a listed public company, we shall incur legal, accounting, insurance and other expenses that we have not incurred as an unlisted public company, including costs associated with listed company reporting and corporate governance requirements. We expect that rules and regulations shall increase our legal and financial compliance costs and make some activities more time-consuming and costly, although we are currently unable to estimate these costs with any degree of certainty. Laws and regulations could also make it more difficult or costly for us to obtain certain types of insurance, including director and officer liability insurance, and we may be forced to accept reduced policy limits and coverage or incur substantially higher costs to obtain the same or similar coverage. Laws and regulations could also make it more difficult for us to attract and retain qualified persons to serve on our board of directors, our board committees or as our senior management. Furthermore, if we are unable to satisfy our obligations as a public company, we could be subject to delisting, fines, sanctions and other regulatory action and potentially civil litigation. Any such action could adversely affect our business, financial condition and results of operations and cash flow.'

For instance, we shall be subject to the Listing Regulations which shall require us to file audited annual and unaudited quarterly reports with respect to our business and financial condition. If we experience any delays, we may fail to satisfy our reporting obligations and/or we may not be able to readily determine and accordingly report any changes in our results of operations as promptly as other listed companies. Further, as a publicly listed company, we shall 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 disclosure controls and procedures and internal control over financial reporting, significant resources and management attention shall be required. As a result, our management's attention may be diverted from our business concerns, which may adversely affect our business, prospects, financial condition, results of operations, and cash flows. In addition, we may need to hire additional legal and accounting staff with appropriate experience and technical accounting knowledge, but there can be no assurance that we shall be able to do so in a timely and efficient manner.

External Risks

51. A slowdown in economic growth in India could cause our business to suffer.

Our performance and the growth of our business are dependent on the health of the overall Indian economy. Any slowdown or perceived slowdown in the Indian economy or future volatility in global commodity prices could adversely affect our business. Additionally, an increase in trade deficit, a downgrading in India's sovereign debt rating or a decline in India's foreign exchange reserves could negatively affect interest rates and liquidity, which could adversely affect the Indian economy and our business. Any downturn in the macroeconomic environment in India could also adversely affect our business, financial condition, results of operations and prospects.

India's economy could be adversely affected by a general rise in interest rates or inflation, adverse weather conditions affecting agriculture, commodity and energy prices as well as various other factors. A slowdown in the Indian economy could adversely affect the policy of the GoI towards our industry, which may in turn adversely affect our financial performance and our ability to implement our business strategy.

The Indian economy is also influenced by economic development and market conditions in other countries, particularly emerging market conditions in Asia. A decline in India's foreign exchange reserves and exchange rate fluctuations may also affect liquidity and interest rates in the Indian economy, which could adversely impact our financial condition. A loss of investor confidence in other emerging market economies or any worldwide financial instability may adversely affect the Indian economy, which could materially and adversely affect our business, financial condition, results of operations and prospects.

India has experienced instances of social, religious and civil unrest and hostilities between neighboring countries from time to time. Military activity or terrorist attacks in the future could influence the Indian economy by disrupting communications and making travel more difficult and such political tensions could create a greater perception that investments in Indian companies involve higher degrees of risk. Events of this nature in the future, as well as social and civil unrest within other countries in Asia, could influence the Indian economy negatively.

Further, other factors which may adversely affect the Indian economy are scarcity of credit or other financing in India, resulting in an adverse impact on economic conditions in India and scarcity of financing of our expansions; volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges; changes in India's tax, trade, fiscal or monetary policies, like application of GST; political instability, terrorism or military conflict in India or in countries in the region or globally, including in India's various neighboring countries; occurrence of natural or man-made disasters; infectious disease outbreaks or other serious public health concerns; prevailing regional or global economic conditions, including in India's principal export markets; and other significant regulatory or economic developments in or affecting India or its financial services sectors.

Any slowdown or perceived slowdown in the economic growth of the Indian economy, or in specific sectors of the Indian economy, could adversely affect our business, financial condition and results of operations, and the price of the Equity Shares.

52. Our business is affected by global economic conditions, which may have an adverse effect on our business, financial condition, results of operations and prospects

Our business depends substantially on global economic conditions. Financial turmoil in Asia, U.S. and elsewhere in the world in recent years has affected the Indian economy. Although economic conditions are different in each country, investors' reactions to developments in one country can have adverse effects on the securities of companies in other countries, including India. Financial disruptions may occur and could harm our business, results of operations and financial condition.

The global credit and equity markets have experienced substantial dislocations, liquidity disruptions and market corrections in recent years. Financial markets and the supply of credit could continue to be negatively impacted by ongoing concerns surrounding the sovereign debts and/or fiscal deficits of several countries in Europe, the possibility of further downgrades of, or defaults on, sovereign debt, concerns about a slowdown in growth in certain economies and uncertainties regarding the stability and overall standing of the European Monetary Union.

A loss of investor confidence in the financial systems of other emerging markets may cause increased volatility in the Indian financial markets and indirectly in the Indian economy in general. Any worldwide financial instability could influence the Indian economy. In response to such developments, legislators and financial regulators in the United States, Africa and other jurisdictions, including India, have implemented several policy measures designed to add stability to the financial markets. In addition, any increase in interest rates by the United States Federal Reserve will lead to an increase in the borrowing costs in the United States which may in turn impact global borrowing as well. Furthermore, in several parts of the world, there are signs of increasing retreat from globalization of goods, services and people, as pressure for the introduction of a protectionist regime is building and such developments could adversely affect Indian exports. However, the overall impact of these and other legislative and regulatory efforts on the global financial markets is uncertain, and they may not have the intended stabilizing effects. In the event that the current adverse conditions in the global credit markets continue or if there is any significant financial disruption, this could have an adverse effect on our business, results of operations and financial condition. Recent developments in the ongoing conflict between India and Pakistan, Russia and Ukraine and in the state of Israel has resulted in and may continue to result in a period of sustained instability across global financial markets, induce volatility in commodity prices, adversely impact availability of natural gas, increase in supply chain, logistics times and costs, increase borrowing costs, cause outflow of capital from emerging markets and may lead to overall slowdown in economic activity in India.

A prolonged war or a protracted period of hostilities may lead to global economic disturbances. If we are unable to successfully anticipate and respond to changing economic and market conditions, our business, results of operations and financial condition and prospects may be adversely affected.

53. Natural or man-made disasters, fires, epidemics, pandemics, acts of war, terrorist attacks, civil unrest and other events could materially and adversely affect our business.

Natural disasters (such as typhoons, cyclones, storms, tsunamis, fires, explosions, flooding, and/or earthquakes), epidemics, pandemics such as COVID-19, and man-made disasters, including acts of war, military actions, terrorist attacks, and other events, many of which are beyond our control, may lead to economic instability, including in India or globally, which may in turn materially and adversely affect our business, financial condition, and results of operations.

Developments in the ongoing conflict between Russia and Ukraine has resulted in and may continue to result in a period of sustained instability across global financial markets, induce volatility in commodity prices, adversely impact availability of natural gas, increase in supply chain, logistics times and costs, increase borrowing costs, cause outflow of capital from emerging markets and may lead to overall slowdown in economic activity in India.

Our operations may be adversely affected by fires, natural disasters, and/or severe weather, which can result in damage to our property or inventory and generally reduce our productivity and may require us to evacuate personnel and suspend operations.

India has experienced instances of social, religious and civil unrest and hostilities between neighbouring countries from time to time. Military activity or terrorist attacks in the future could influence the Indian economy by disrupting communications and making travel more difficult and such political tensions could create a greater perception that investments in Indian companies involve higher degrees of risk. Events of this nature in the future, as well as social and civil unrest within other countries in Asia, could influence the Indian economy negatively. Any terrorist attacks or civil unrest as well as other adverse social, economic, and political events in India could have a negative effect on us. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the price of the Equity Shares.

A number of countries in Asia, including India, as well as countries in other parts of the world, are susceptible to contagious diseases and, for example, have had confirmed cases of diseases such as the highly pathogenic H7N9, H5N1, and H1N1 strains of influenza in birds and swine and more recently, the SARS-CoV-2 virus. Any future outbreaks of SARS-CoV-2 virus or a similar contagious disease could adversely affect the global economy and economic activity in the region. As a result, any present or future outbreak of a contagious disease could have a material adverse effect on our business and the trading price of the Equity Shares.

Further, other factors which may adversely affect the Indian economy are scarcity of credit or other financing in India, resulting in an adverse impact on economic conditions in India and scarcity of financing of our expansions; volatility in, and actual or perceived trends in trading activity on, India's principal stock exchanges; changes in India's tax, trade, fiscal or monetary policies, like application of GST; political instability, terrorism or military conflict in India or in countries in the region or globally, including in India's various neighbouring countries; occurrence of natural or man-made disasters; infectious disease outbreaks or other serious public health concerns; prevailing regional or global economic conditions, including in India's principal export markets; and other significant regulatory or economic developments in or affecting India or its financial services sectors. Any slowdown or perceived slowdown in the economic growth of the Indian economy, or in specific sectors of the Indian economy, could adversely affect our business, financial condition and results of operations, and the price of the Equity Shares. Our performance and the growth of our business depend on the overall performance of the Indian economy as well as the economies of the regional markets in which we operate.

54. If inflation were to rise in India, we might not be able to increase the prices of our products at a proportional rate in order to pass costs on to our customers thereby reducing our margins.

Inflation rates in India have been volatile in recent years, and such volatility may continue in the future. India has experienced high inflation in the recent past. Increased inflation can contribute to an increase in interest rates and increased costs to our business, including increased costs of wages and other expenses relevant to our business.

High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Any increase in inflation in India can increase our expenses, which we may not be able to adequately pass on to our customers, whether entirely or in part, and may adversely affect our business and financial condition. In particular, we might not be able to reduce our costs or increase the price of our services to pass the increase in costs on to our customers. In such case, our business, results of operations, cash flows and financial condition may be adversely affected.

Further, the Government of India has previously initiated economic measures to combat high inflation rates, and it is unclear whether these measures will remain in effect. There can be no assurance that Indian inflation levels will not worsen in the future.

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

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes, including the instances mentioned below, may adversely affect our business, results of operations, financial condition, cash flows and prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy.

For instance, the Government of India has announced the union budget for the Financial Year 2024-25 pursuant to which the Finance Act 2024 has introduced various amendments to taxation laws in India. As such, there is no certainty on the effect that the Finance Act 2024 may have on our business and operations or on the industry in which we operate.

Further, the Government of India introduced new laws relating to social security, occupational safety, industrial relations and wages namely, the Code on Social Security, 2020 ("**Social Security Code**"), the Occupational Safety, Health and Working Conditions Code, 2020, the Industrial Relations Code, 2020 and the Code on Wages, 2019, which consolidate, subsume and replace numerous existing central labour legislations, which were to take effect from April 1, 2021 (collectively, the "**Labour Codes**"). The Government of India has deferred the effective date of implementation of the respective Labour Codes, and they shall come into force from such dates as may be notified. Different dates may also be appointed for the coming into force of different provisions of the Labour Codes. While the rules for implementation under these codes have not been finalized, as an immediate consequence, the coming into force of these codes could increase the financial burden on our Company, which may adversely affect our profitability. For instance, under the Social Security Code, a new concept of deemed remuneration has been introduced, such that where an employee receives more than half (or such other percentage as may be notified by the Central Government) of their total remuneration in the form of allowances and other amounts that are not included within the definition of wages under the Social Security Code, the excess amount received shall be deemed as remuneration and accordingly be added to wages for the purposes of the Social Security Code and the compulsory contribution to be made towards the employees' provident fund.

The Digital Personal Data Protection Act, 2023 ("**DPDP Act**") which has received the assent of the President on August 11, 2023, provides for personal data protection and privacy of individuals, regulates cross border data transfer, and provides several exemptions for personal data processing by the Government. It also provides for the establishment of a Data Protection Board of India for taking remedial actions and imposing penalties for breach of the provisions of the DPDP Act. It imposes restrictions and obligations on data fiduciaries, resulting from dealing with personal data and further, provides for levy of penalties for breach of obligations prescribed under the DPDP Act.

The Parliament of India has passed the Bharatiya Nyaya Sanhita Bill, 2023, the Bharatiya Nagarik Suraksha Sanhita Bill, 2023 and the Bharatiya Sakshya Bill, which are proposed to replace the Indian Penal Code, 1860, the Code of Criminal Procedure, 1973 and the Indian Evidence Act, 1872, respectively, with effect from July 1, 2024. The effect of the provisions of these on us and the litigations involving us cannot be predicted with certainty at this stage.

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. We may incur increased costs and other burdens relating to compliance with new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, results of operations, financial condition, cash flows and prospects. Uncertainty in the application, 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 businesses in the future.

56. We may be affected by competition laws in India and any adverse application or interpretation of the Competition Act could in turn adversely affect our business.

The Competition Act, 2002, as amended (the "**Competition Act**") was enacted for the purpose of preventing practices that have or are likely to have an adverse effect on competition in India and has mandated the Competition Commission of India to regulate such practices. Under the Competition Act, any arrangement, understanding or action, whether formal or informal, which causes or is likely to cause an appreciable adverse effect on competition is void and attracts substantial penalties.

Further, any agreement among competitors which, directly or indirectly, involves determination of purchase or sale prices, limits or controls production, or shares the market by way of geographical area or number of subscribers in the relevant market is presumed to have an appreciable adverse effect in the relevant market in India and shall be void. The Competition Act also prohibits abuse of a dominant position by any enterprise. The Competition Commission of India (Procedure in regard to the transaction of business relating to combinations) Regulations 2011 ("**Combination Regulations**") require acquisitions of shares, voting rights, assets or control or mergers or amalgamations that cross the prescribed asset and turnover based thresholds to be mandatorily notified to, and pre-approved by, the Competition Commission of India.

The Competition Act aims to, among other things, prohibit all agreements and transactions which may have an appreciable adverse effect in India. Consequently, all agreements entered into by us could be within the purview of the Competition Act. Further, the Competition Commission of India has extra-territorial powers and can investigate any agreements, abusive conduct or combination occurring outside of India if such agreement, conduct or combination has an appreciable adverse effect in India. However, the impact of the provisions of the Competition Act on the agreements entered into by us cannot be predicted with certainty at this stage. We do not have any outstanding notices in relation to non-compliance with the Competition Act or the agreements entered into by us.

The Government of India has also passed the Competition (Amendment) Act, 2023 on April 11, 2023, which has made several amendments to the Competition Act. These amendments include the introduction of deal value thresholds for assessing whether a merger or acquisition qualifies as a "combination", expedited merger review timelines, codification of the lowest standard of "control" and enhanced penalties for providing false information or a failure to provide material information. Such amendment to the Competition Act will result in additional costs for compliance, which in turn may adversely affect our business, results of operations, cash flows and prospects.

57. Significant differences exist between Ind AS used to prepare our financial information and other accounting principles, such as US GAAP and IFRS, which may affect investors' assessments of our Company's financial condition.

The Restated Financial Information for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, included in this Draft Red Herring Prospectus are derived from audited consolidated financial statements as of and for the Financial Years ended March 31, 2025, March 31, 2024 and March 31, 2023 prepared in accordance with Ind AS, the provisions of the Companies Act, 2013 and other accounting principles generally accepted in India and restated by our Company in accordance with the requirements of Section 26 of Part I of Chapter III of the Companies Act, 2013, relevant provisions of the SEBI ICDR Regulations, and the Guidance Note on Reports on Company Prospectuses (Revised 2019) issued by the ICAI. Ind AS differs from accounting principles with which you may be familiar, such as Indian GAAP, IFRS and US GAAP.

We have not attempted to explain in a qualitative manner the impact of the IFRS or US GAAP on the financial information included in this Draft Red Herring Prospectus, nor do we provide a reconciliation of our financial information to those of US GAAP or IFRS. US GAAP and IFRS differ in significant respects from Ind AS and Indian GAAP, which may differ from accounting principles with which you may be familiar in other countries. Accordingly, the degree to which the financial information included in this Draft Red Herring Prospectus, which is restated as per the SEBI ICDR Regulations, will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices, Ind AS, the Companies Act and the SEBI ICDR Regulations. Any reliance by persons not familiar with Indian accounting practices, Ind AS, the Companies Act and the SEBI ICDR Regulations, on the financial disclosures presented in this Draft Red Herring Prospectus should accordingly be limited. You should review the accounting policies applied in the preparation of the Restated Financial Information and consult their own professional advisers for an understanding of the differences between these accounting principles and those with which they may be more familiar.

58. We may be impacted by an adverse change in India's sovereign credit rating by a domestic or international rating agency.

Our borrowing costs and our access to the debt capital markets depend significantly on the credit ratings of India. Any adverse revisions to India's credit ratings for domestic and international debt by international rating agencies may adversely impact our ability to raise additional financing and the interest rates and other commercial terms at which such financing is available, including raising any overseas additional financing. A downgrading of India's credit ratings may occur, for reasons beyond our control such as, upon a change of government tax or fiscal policy or a decline in India's foreign exchange reserves. This could have an adverse effect on our ability to fund our growth on favorable terms or at all, and consequently adversely affect our business and financial performance and the price of the Equity Shares.

59. Investors may not be able to immediately sell any of the Equity Shares they subscribe to in this Issue on an Indian stock exchange.

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

60. There is no assurance that our Equity Shares will be listed on the Stock Exchanges in a timely manner or at all or that once listed, will remain listed on the Stock Exchange.

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 by 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.

Although it is currently intended that the Equity Shares will remain listed on the Stock Exchanges, there is no assurance of the continued listing of the Equity Shares. Among other factors, we may not continue to satisfy the listing requirements of the Stock Exchanges. Accordingly, Shareholders will not be able to sell their Equity Shares through trading on the Stock Exchanges if the Equity Shares are no longer listed on the Stock Exchange.

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

On and post the listing of equity shares, we may be subject to ASM and GSM by the Stock Exchange(s) and the Securities and Exchange Board of India. These measures have been introduced in order to enhance market integrity and safeguard the interest of investors and to alert and advise investors to be extra cautious and carry out necessary due diligence while dealing in such securities.

The criteria for shortlisting any scrip trading on the Stock Exchange(s) under the ASM is based on an objective criterion as jointly decided by SEBI and the Stock Exchange(s) which include market based dynamic parameters such as high low variations, client concentration, close to close price variation, market capitalization, volume variation, delivery percentage, number of unique PAN's and price to equity ratio. A scrip is typically subjected GSM measures where there is an abnormal price rise that is not commensurate with the financial heath and fundamentals of a company which inter alia includes factors like earnings, book value, fixed assets and net worth to the equity ratio etc. The price of our equity shares may also fluctuate after the offer due to several factors such as volatility in the Indian and global securities market, our profitability and performance, the performance of our competitors, change in the estimates of our performance or any other political or economic factor. The occurrence of any of the above-mentioned factors may trigger the parameters identified by SEBI and the Stock Exchange(s) for the placing securities under the GSM and ASM framework. In the event of our Equity Shares are covered under such pre-emptive surveillance measures implemented by SEBI and the Stock Exchange(s), we may be subject to certain additional restrictions in the relation to trading of our Equity Shares such as limiting trading frequency (for example trading either allowed in a week or a month) higher margin requirements of settlement on a trade for trade basis without netting off requirement of settlement on gross basis or freezing 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 market for and trading and liquidity of our Equity Shares and on the reputation and conditions of our Company.

For further details in relation to the ASM and GSM Surveillance Measures, including criteria for shortlisting and review of Listed Securities, exemptions from shortlisting and frequently asked questions (FAQs), among other details, refer to the websites of the NSE and the BSE.

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

Furthermore, if non-resident shareholders of entities holding the Equity Shares exit by way of sale or redemption of the shares held by them abroad in such entities, such non-resident shareholders could be taxed on capital gains in India

if the offshore shares derive substantial value from Indian assets, subject to certain exemptions. Capital gains arising from the sale of the Equity Shares will be exempt from taxation in India only in limited situations and generally, Indian tax treaties do not limit India's ability to impose tax on capital gains. As a result, residents of other countries may be liable for tax in India as well as in their own jurisdiction on a gain upon the sale of the Equity Shares. Similarly, any business income realized from the transfer of Equity Shares held as trading assets is taxable at the applicable tax rates subject to any treaty relief, if applicable, to a non-resident seller.

Furthermore, the Finance Act, 2019 amended the Indian Stamp Act, 1899 with effect from July 1, 2020 clarified that, in the absence of a specific provision under an agreement, the liability to pay stamp duty in case of sale of securities through stock exchanges will be on the buyer, while in other cases of transfer for consideration through a depository, the onus will be on the transferor. The stamp duty for transfer of securities other than debentures on a delivery basis is specified at 0.015% and on a non-delivery basis is specified at 0.003% of the consideration amount.

Additionally, the Finance Act, 2020, has, amongst others things, notified changes and provided a number of amendments to the direct and indirect tax regime, including, without limitation, a simplified alternate direct tax regime and that dividend distribution tax will not be payable in respect of dividends declared, distributed or paid by a domestic company after March 31, 2020 and accordingly, such dividends would not be exempt in the hands of the shareholders, both resident as well as non-resident, and are subject to tax deduction at source. We may or may not grant the benefit of a tax treaty (where applicable) to a non-resident shareholder for the purposes of deducting tax at source from such dividend. Investors should consult their own tax advisors about the consequences of investing or trading in the Equity Shares.

Our Company cannot predict whether any tax laws or other regulations impacting it will be enacted, or predict the nature and impact of any such laws or regulations or whether, if at all, any laws or regulations would have a material adverse effect on our Company's business, results of operations, financial condition and cash flows. Investors should consult their own tax advisors about the consequences of investing in or trading in Equity Shares.

63. 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, and Retail Individual Bidders are not permitted to withdraw their Bids after the Bid/Issue Closing Date.

Pursuant to the SEBI ICDR Regulations, QIBs and Non-Institutional Investors are required to pay the bid amount on submission of the bid and 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. RIIs can revise or withdraw their Bids during the Bid/Issue Period and until the Bid/Issue Closing Date, but not thereafter. While our Company is required to complete Allotment pursuant to the Issue within such period as may be prescribed under applicable law, events affecting the Bidders' decision to invest in our Equity Shares, including adverse changes in international or national monetary policy, financial, political or economic conditions, our business, financial condition and results of operations may arise between the date of submission of the Bid and Allotment. Our Company may complete the Allotment of our Equity Shares even if such events occur, and such events limit the Bidders' ability to sell our Equity Shares Allotted pursuant to the Issue or cause the trading price of our Equity Shares to decline on listing. QIBs and Non-Institutional Bidders will not be able to withdraw or lower their bids following adverse developments in international or national monetary policy, financial, political or economic conditions, our business, results of operations, cash flows or otherwise, between the dates of submission of their Bids and Allotment.

64. The determination of the Price Band is based on various factors and assumptions and the Issue Price of our Equity Shares may not be indicative of the market price of our Equity Shares after the Issue.

The determination of 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 prescribed under the SEBI ICDR Regulations.

The Issue Price will be based on numerous factors, as described under "*Basis for Issue Price*" beginning on page 109 may not be indicative of the market price for our Equity Shares after the Issue. The market price of our Equity Shares could be subject to significant fluctuations after the Issue and may decline below the Issue Price. In addition, the stock market often experiences price and volume fluctuations that are unrelated or disproportionate to the operating performance of a particular company. These broad market fluctuations and industry factors may materially reduce the market price of the Equity Shares, regardless of our Company's performance. As a result of these factors, we cannot assure you that investors will be able to resell their Equity Shares at or above the Issue Price

65. Our Equity Shares have never been publicly traded, and, after the Issue, our Equity Shares may experience price and volume fluctuations, and an active trading market for our Equity Shares may not develop.

Prior to the Issue, there has been no public market for our Equity Shares, and an active trading market for our Equity Shares may not develop or be sustained after the Issue. Listing does not guarantee that a market for our Equity Shares will develop, or if developed, the liquidity of such market for our Equity Shares. Investors might not be able to rapidly sell the Equity Shares at the quoted price if there is no active trading in the Equity Shares. The Issue Price of our Equity Shares is proposed to be determined through a book-building process and shall be based on numerous factors, as described in the section "*Basis for Issue Price*" on page 109 and may not be indicative of the market price of our Equity Shares at the time of commencement of trading of our Equity Shares or at any time thereafter. You may not be able to re-sell your Equity Shares at or above the Issue Price and may as a result lose all or part of your investment.

Our Equity Shares are expected to trade on NSE and BSE after the Issue, but there can be no assurance that active trading in our Equity Shares shall develop after the Issue, or if such trading develops that it shall continue. The Bidders may not be able to sell our Equity Shares at the quoted price if there is no active trading in our Equity Shares.

There has been significant volatility in the Indian stock markets in the recent past, and the trading price of our Equity Shares after this Issue may be subject to significant fluctuations as a result of market volatility or due to various internal or external risks, including but not limited to those described in this Draft Red Herring Prospectus. The market price of our Equity Shares may be subject to significant fluctuations in response to, among other factors:

- our financial condition, results of operations and cash flows;
- prospects for our business;
- quarterly variations in our results of operations;
- results of operations that vary from the expectations of research analysts and investors;
- results of operations that vary from those of our competitors;
- changes in expectations as to our future financial performance, including financial estimates by research analysts and investors;
- conditions in financial markets, including those outside India;
- a change in research analysts' recommendations;
- announcements by us or our competitors of new services, significant acquisitions, strategic alliances, joint operations or capital commitments;
- announcements by third parties or government entities of significant claims or proceedings against us;
- new laws and government regulations or changes in laws and government regulations applicable to our industry;
- developments relating to our peer companies in our industry;
- change in interest rates;
- additions or departures of Key Managerial Personnel or Senior Management Personnel; and
- general economic and stock market conditions.

The Indian stock markets have, from time to time, experienced significant price and volume fluctuations that have affected market prices for the securities of Indian companies. As a result, investors in our Equity Shares may experience a decrease in the value of our Equity Shares regardless of our financial performance or prospects. Changes in relation to any of the factors listed above could adversely affect the price of our Equity Shares. Consequently, the price of our Equity Shares may be volatile, and you may be unable to resell your Equity Shares at or above the Issue Price, or at all, and may as a result lose all or a part of your investment.

66. Any future issuance of Equity Shares or convertible securities or other equity linked instruments by us may dilute your shareholding, and significant sales of Equity Shares by our major shareholders, may adversely affect the trading price of the Equity Shares.

We may be required to finance our growth through future equity offerings. Any future equity issuances by us, including a primary offering and grants of stock options under our employee stock option plan, may lead to the dilution of investors' shareholdings in us. Any future issuances of Equity Shares or the disposal of Equity Shares by our major shareholders or the perception that such issuance or sales may occur after the completion of this Issue (subject to compliance with the lock-in provisions under the SEBI ICDR Regulations), may adversely affect the trading price of the Equity Shares, which may lead to other adverse consequences including difficulty in raising capital through offering of the Equity Shares or incurring additional debt. There can be no assurance that we will not issue further Equity Shares or that the shareholders will not dispose of the Equity Shares. Any future issuances could also dilute the value of your investment in the Equity Shares. In addition, any perception by investors that such issuances or sales might occur may also affect the market price of the Equity Shares.

67. Foreign investors are subject to foreign investment restrictions under Indian law, which may adversely affect the market price of the Equity Shares.

As an Indian company, we are subject to exchange controls that regulate borrowing in foreign currencies, including those specified under FEMA and the rules thereunder. Under the foreign exchange control regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain restrictions) if they comply with the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares is not in compliance with such requirements or falls under any of the exceptions specified by the RBI, then the approval of the RBI will be required for such transaction to be valid. Additionally, shareholders who seek to convert the Indian 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 Indian income tax authority. We cannot assure investors that any required approval from the RBI or any other Indian government agency can be obtained on any particular terms, or at all.

Furthermore, 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 a 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, will require prior approval of the GoI, as prescribed in the Consolidated FDI Policy dated October 15, 2020 and the FEMA Rules. These investment restrictions shall also apply to subscribers of offshore derivative instruments. Restrictions on foreign investment activities and impact on our ability to attract foreign investors may cause uncertainty and delays in our future investment plans and initiatives. We cannot assure you that any required approval from the RBI or any other governmental agency can be obtained on any particular term or at all.

Additionally, the Indian government may impose foreign exchange restrictions in certain emergency situations, including situations where there are sudden fluctuations in interest rates or exchange rates, where the Indian government experiences extreme difficulty in stabilizing the balance of payments or where there are substantial disturbances in the financial and capital markets in India. These restrictions may require foreign investors to obtain the Indian government's approval before acquiring Indian securities or repatriating the interest or dividends from those securities or the proceeds from the sale of those securities. 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.

For further information, see "*Restrictions on Foreign Ownership of Indian Securities*" on page 363. Our ability to raise any foreign capital under the FDI route is therefore constrained by Indian law, which may adversely affect our business, cash flows, results of operations, financial condition and prospects.

68. Foreign investors may have difficulty enforcing judgments against us or our management.

The enforcement of civil liabilities by overseas investors in our Equity Shares, including the ability to effect service of process and to enforce judgments obtained in courts outside of India may be adversely affected by the fact that we are incorporated under the laws of the Republic of India and all of our executive officers and Directors reside in India. As a result, it may be difficult to enforce the service of process upon us and any of these persons outside of India or to enforce outside of India, judgments obtained against us and these persons in courts outside of India.

Recognition and enforcement of foreign judgments is provided for under Section 13 and Section 44A of the Civil Procedure Code ("**Civil Code**") on a statutory basis. Section 44A of the Civil Code provides that where a foreign judgment has been rendered by a superior court, within the meaning of that Section, in any country or territory outside India which the Government has by notification declared to be in reciprocating territory, it may be enforced in India by proceedings in execution as if the judgment had been rendered by the relevant court in India. However, Section

44A of the Civil Code is applicable only to monetary decrees not being in the same nature of amounts payable in respect of taxes, other charges of a like nature or in respect of a fine or other penalties.

The United Kingdom, Singapore and Hong Kong, among other countries, have been declared by the Government to be a reciprocating territory for the purposes of Section 44A of the Civil Procedure Code. A judgment of a court of a country which is not a reciprocating territory may be enforced in India only by a suit upon the judgment under Section 13 of the Civil Procedure Code, and not by proceedings in execution. Section 13 of the Civil Code provides that foreign judgments shall be conclusive regarding any matter directly adjudicated upon except: (i) where the judgment has not been pronounced by a court of competent jurisdiction; (ii) where the judgment has not been given on the merits of the case; (iii) where it appears on the face of the proceedings that the judgment is founded on an incorrect view of international law or refusal to recognize the law of India in cases to which such law is applicable; (iv) where the proceedings in which the judgment was obtained were opposed to natural justice; (v) where the judgment has been obtained by fraud; or (vi) where the judgment sustains a claim founded on a breach of any law then in force in India. Under the Civil Procedure Code, a court in India shall, upon the production of any document purporting to be a certified copy of a foreign judgment, presume that the judgment was pronounced by a court of competent jurisdiction, unless the contrary appears on record. The suit must be brought in India within 3 years from the date of judgment in the same manner as any other suit filed to enforce a civil liability in India.

Further, there are considerable delays in the disposal of suits by Indian courts. It may be unlikely that a court in India would award damages on the same basis as a foreign court if an action is brought in India. Furthermore, it may be unlikely that an Indian court would enforce foreign judgments if it viewed the amount of damages awarded as excessive or inconsistent with public policy in India. A party seeking to enforce a foreign judgment in India is required to obtain prior approval from the RBI under FEMA to repatriate any amount recovered pursuant to execution and any such amount may be subject to income tax in accordance with applicable laws. Any judgment or award in a foreign currency would be converted into Indian Rupees on the date of the judgment or award and not on the date of the payment.

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

Under the Companies Act, a company having share capital and incorporated in India is required to offer holders of its Equity Shares pre-emptive rights to subscribe and pay for a proportionate number of Equity Shares to maintain their existing ownership percentages prior to the 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 the Equity Shares who have voted on such resolution. However, if the laws of the jurisdiction that you are in does not permit the exercise of such pre-emptive rights without us 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. We may elect not to file a registration statement in relation to pre-emptive rights otherwise available by Indian law to you. To the extent that you are unable to exercise pre-emptive rights granted in respect of the Equity Shares, you may suffer future dilution of your ownership position and your proportional interests in us would be reduced.

70. A third party could be prevented from acquiring control of our Company because of anti-takeover provisions under Indian law.

There are provisions in Indian law that may delay, deter or prevent a future takeover or change in control of our Company, even if a change in control would result in the purchase of your Equity Shares at a premium to the market price or would otherwise be beneficial to you. Such provisions may discourage or prevent certain types of transactions involving actual or threatened change in control of our Company. Under the SEBI Takeover Regulations, an acquirer been defined as any person who, directly or indirectly, acquires or agrees to acquire shares or voting rights or control over a company, whether individually or acting in has concert with others. Although these provisions have been formulated to ensure that interests of investors/shareholders are protected, these provisions may also discourage a third party from attempting to take control of our Company. Consequently, even if a potential takeover of our Company would result in the purchase of the Equity Shares at a premium to their market price or would otherwise be beneficial to its stakeholders, it is possible that such a takeover would not be attempted or consummated because of the SEBI Takeover Regulations.

71. 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.

72. Rights of shareholders of companies under Indian law may be more limited than under the laws of other jurisdictions.

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

73. Compliance with provisions of Foreign Account Tax Compliance Act may affect payments on the Equity Shares.

The U.S. "Foreign Account Tax Compliance Act" (or "**FATCA**") imposes a new reporting regime and potentially, imposes a 30% withholding tax on certain "foreign passthru payments" made by certain non-U.S. financial institutions (including intermediaries).

If payments on the Equity Shares are made by such non-U.S. financial institutions (including intermediaries), this withholding may be imposed on such payments if made to any non-U.S. financial institution (including an intermediary) that is not otherwise exempt from FATCA or other holders who do not provide sufficient identifying information to the payer, to the extent such payments are considered "foreign passthru payments". Under current guidance, the term "foreign passthru payment" is not defined and it is therefore not clear whether and to what extent payments on the Equity Shares would be considered "foreign passthru payments". The United States has entered into intergovernmental agreements with many jurisdictions (including India) that modify the FATCA withholding regime described above. It is not yet clear how the intergovernmental agreements between the United States and these jurisdictions will address "foreign passthru payments" and whether such agreements will require us or other financial institutions to withhold or report on payments on the Equity Shares to the extent they are treated as "foreign passthru payments". You should consult their tax advisors regarding the consequences of FATCA, or any intergovernmental agreement or non-U.S. legislation implementing FATCA, to their investment in Equity Shares.

74. The insolvency laws of India may differ from those of other jurisdictions with which investors are familiar.

As we are established in India under the Companies Act, any insolvency proceedings relating to us is likely to involve Indian insolvency laws (including the Insolvency and Bankruptcy Code, 2016 of India), the procedural and substantive provisions of which may differ from comparable provisions of the local insolvency laws of jurisdictions with which investors are familiar.

SECTION III – INTRODUCTION

SUMMARY FINANCIAL INFORMATION

The following tables set out the summary financial information derived from the Restated Financial Information. The summary financial information presented below should be read in conjunction with "*Restated Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 230 and 286, respectively.

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RESTATED STATEMENT OF ASSETS AND LIABILITIES

(in ₹ million, unless otherwise specified)

Particulars	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	1,423.84	837.79	378.15
(b) Capital Work-In-Progress	128.57	Nil	Nil
(c) Right-of-use Assets	291.59	62.22	7.17
(d) Other Intangible Assets	0.91	1.60	1.62
(e) Financial Assets			
- Loans	6.32	8.90	9.10
- Other Financial Assets	32.31	32.78	30.46
(f) Other Non-Current Assets	Nil	Nil	Nil
Total Non-Current Assets (A)	1,883.54	943.29	426.50
Current Assets			
(a) Inventories	1,164.70	697.30	611.19
(b) Financial Assets			
-Investments	Nil	Nil	Nil
-Trade Receivables	1,170.92	890.07	1071.01
-Cash and Cash Equivalents	44.06	2.57	2.96
-Bank Balances other than above	787.92	353.84	14.68
-Others	2.59	1.03	1.10
(c) Current Tax Assets (Net)	Nil	Nil	Nil
(d) Other Current Assets	137.75	499.48	133.49
Total Current Assets (B)	3,307.94	2,444.29	1,834.43
TOTAL ASSETS (A)+(B)	5191.48	3,387.58	2,260.93
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	127.04	127.04	127.04
(b) Other Equity	2,245.09	1,737.75	1,494.57
Total Equity (A)	2,372.13	1,864.79	1,621.61
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
-Borrowings	1,204.44	402.92	15.32
-Other financial liabilities	0.23	0.23	0.23
(b) Provisions	10.29	8.93	7.04
(c) Deferred Tax Liabilities (Net)	24.04	14.28	2.35
Total Non-Current Liabilities (B)	1,239.00	426.36	24.94
Current Liabilities			
(a) Financial Liabilities			
-Borrowings	802.59	406.02	31.28
-Lease Liabilities	Nil	Nil	Nil
-Trade Payables			
Total Outstanding dues of Micro and Small Enterprises	15.18	357.49	58.82
Total Outstanding dues of other than Micro and Small Enterprises	661.34	208.18	450.90
-Others Financial Liabilities	9.46	Nil	Nil
(b) Other Current Liabilities	63.07	119.12	39.40
(c) Provisions	3.83	3.77	3.44
(d) Current Tax Liabilities (Net)	24.88	1.85	30.54
Total Current Liabilities (C)	1,580.35	1,096.43	614.38
TOTAL EQUITY AND LIABILITIES (A)+(B)+(C)	**5,191.48**	**3,387.58**	**2,260.93**

RESTATED STATEMENT OF PROFIT AND LOSS

(in ₹ million, unless otherwise specified)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
CONTINUING OPERATIONS			
INCOME			
(a) Revenue from Operations	3,625.47	2,397.56	3,127.41
(b) Other income	66.03	35.17	19.92
TOTAL INCOME	3,691.50	2,432.73	3,147.33
EXPENSES			
(a) Cost of materials consumed	2,335.44	1,257.32	1,242.56
(b) Purchases of stock in trade	257.28	303.19	320.08
(c) Changes in inventories of finished goods, Stock-in-trade & work in progress	(346.35)	(95.06)	11.70
(d) Employee benefits expenses	166.79	160.47	180.54
(e) Finance cost	73.17	40.59	5.15
(f) Depreciation & amortization expenses	88.77	49.64	32.97
(g) Other expenses	428.10	368.34	410.04
TOTAL EXPENSES	3,003.20	2,084.49	2,203.04
Profit / (Loss) before exceptional items and tax	688.30	348.24	944.29
Exceptional items	Nil	Nil	186.94
Profit / (loss) before tax	688.30	348.24	757.35
Tax Expenses of Continuing Operations			
(a) Current tax expense	159.65	80.35	196.21
(b) Deferred tax (Income)/Expenses	9.47	11.95	(2.27)
Total Tax Expenses	169.12	92.30	193.94
Profit / (Loss) for the year	519.18	255.94	563.41
Other Comprehensive Income ('OCI')			
(A) Items that will not be reclassified to profit or loss			
- Remeasurement Gain / (Loss) on defined benefit plans	1.15	(0.08)	1.04
- Tax Impact on above item	(0.29)	0.02	(0.26)
(B) Items that will be reclassified to profit or loss			
Other Comprehensive Income for the year (net of tax)	0.86	(0.06)	0.78
Total Comprehensive Income for the year	520.04	255.88	564.19
Earning Per Equity Share (Face Value of ₹2/- each)			
Basic (in ₹)	8.17	4.03	8.87
Diluted (in ₹)	8.17	4.03	8.87

RESTATED STATEMENT OF CASH FLOWS

(in ₹ million, unless otherwise specified)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Profit/(loss) before tax	688.30	348.24	757.35
Adjustments for:			
Depreciation and amortisation expense	88.77	49.64	32.97
Finance costs	73.17	40.59	5.15
Unrealized exchange difference (net)	(3.09)	(5.05)	(10.02)
(Profit)/loss from sale of property, plant and equipment	8.64	(6.75)	(4.45)
Interest income	(50.20)	(20.39)	(2.80)
Impairment loss	0.00	0.00	0.10
Provision for expected credit loss	(1.30)	(1.68)	(1.12)
Loss due to fire of inventories	Nil	Nil	186.94
Remeasurement gain/(loss) on defined benefit plan	1.15	(0.08)	1.04
Operating profit before working capital changes	805.44	404.52	965.16
Changes in Working Capital			
(Increase)/decrease in trade receivables	(276.46)	187.67	(301.43)
(Increase)/decrease in inventories	(467.40)	(86.11)	(108.26)
(Increase)/decrease in other current assets	364.31	(365.79)	(31.02)
(Increase)/decrease in financial assets	(1.56)	0.07	0.35
Increase/(decrease) in trade payables	110.85	55.95	38.96
Increase/(decrease) in provision	1.42	2.22	(1.08)
Increase/(decrease) in other current liabilities	(56.05)	79.72	(1.70)
Increase/(decrease) in financial liabilities	9.46		(70.43)
Cash Generated from / (Used in) operations	(315.43)	(126.27)	(474.61)
Net income tax paid	(136.62)	(109.04)	(171.06)
Net cash Generated from / (Used in) operating activities (A)	353.39	169.21	319.49
B. Cash flow from investing activities			
Payments for property, plant and equipment (including intangible assets)	(1,168.08)	(565.35)	(194.58)
Proceeds from sale of property, plant & equipment	127.37	7.79	30.88
Bank Deposits placed during the period/year not considered as Cash and Cash Equivalents	(432.58)	(340.38)	(1.77)
Redemption/ (Proceeds) of Security Deposit	(1.03)	(1.10)	(1.45)
Interest received	50.20	20.39	2.80
Purchase of Investment	Nil	Nil	Nil
Net cash Generated from / (Used in) investing activities (B)	(1,424.12)	(878.65)	(164.12)
C. Cash flow from financing activities			
Proceeds/(repayment) of borrowings (net)	1,198.09	762.34	(139.49)
Dividend paid	(12.70)	(12.70)	(12.70)
Interest Paid	(73.17)	(40.59)	(5.15)
Net cash Generated from / (Used in) financing activities (C)	1,112.22	709.05	(157.34)
Net Increase / (decrease) in Cash and Cash Equivalents (A)+(B)+(C)	41.49	(0.39)	(1.97)
Cash and cash equivalents at the beginning of the period/year	2.57	2.96	4.93
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents	Nil	Nil	Nil
Cash and Cash Equivalents at the end of the period/year	44.06	2.57	2.96

THE ISSUE

The details of the Issue are summarised below:

Equity Shares Issued	
Issue comprising Fresh Issue [(1)(6)]	Up to [●] Equity Shares of face value of ₹2 each aggregating up to ₹ 4,990.00 million
Of which	
A) QIB Portion[(2)(3)]	Not more than [●] Equity Shares of face value of ₹2 each
of which	
i) Anchor Investor Portion	Up to [●] Equity Shares of face value of ₹2 each
ii) Net QIB Portion available for allocation to QIBs other than Anchor Investors (assuming Anchor Investor Portion is fully subscribed)	Up to [●] Equity Shares of face value of ₹2 each
of which	
a) Available for allocation to Mutual Fund Portion (5% of the Net QIB Portion)	[●] Equity Shares of face value of ₹2 each
b) Balance of Net QIB Portion for all QIBs including Mutual Funds	[●] Equity Shares of face value of ₹2 each
B) Non-Institutional Portion[(3)(4)(5)]	Not less than [●] Equity Shares of face value of ₹2 each
of which	
a) One-third of the Non-Institutional Portion, available for allocation to Bidders with an application size between ₹0.20 million to ₹1.00 million	[●] Equity Shares of face value of ₹2 each
b) Two-thirds of the Non-Institutional Portion, available for allocation to Bidders with an application size of more than ₹1.00 million	[●] Equity Shares of face value of ₹2 each
C) Retail Portion[(3)(4)(5)]	Not less than [●] Equity Shares of face value of ₹2 each
Pre- and Post-Issue Equity Shares	
Equity Shares outstanding prior to the Issue (as on the date of this Draft Red Herring Prospectus)	63,519,000 Equity Shares of face value of ₹2 each
Equity Shares outstanding after the Issue	[●] Equity Shares of face value of ₹2 each*
Use of Issue Proceeds by our Company	For details of the use of proceeds from the Fresh Issue, see "*Objects of the Issue*" on page 94.

**To be updated upon finalisation of the Issue Price.*

(1) Our Board has authorised the Issue, pursuant to a resolution dated August 8, 2025. Our Shareholders have authorised the Issue pursuant to a special resolution dated August 16, 2025.

(2) Our Company, in consultation with the BRLM, may 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. One-third of the Anchor Investor Portion will be reserved for domestic Mutual Funds only, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Issue Price. In case of under-subscription or non- Allotment in the Anchor Investor Portion, the remaining Equity Shares will be added back to the QIB Portion. Further, 5% of the Net QIB Portion (excluding the Anchor Investor 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 [●] Equity Shares, the balance Equity Shares available for allotment in the Mutual Fund Portion will be added to the QIB Portion and allocated proportionately to the QIBs (other than Anchor Investors) in proportion to their Bids. See "Issue Procedure" on page 345.

(3) Subject to valid Bids being received at or above the Issue Price, under-subscription, if any, in any category, except the QIB portion would be allowed to be met with spill-over from any other category or combination of categories at the discretion of our Company, in consultation with the BRLM and the Designated Stock Exchange, subject to applicable law. For further details, see "Issue Structure" on page 341.

(4) SEBI through its circular (SEBI/HO/CFD/DIL2/CIR/P/2022/45) dated April 5, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), 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 ₹0.50 million, shall use the UPI Mechanism. Individual investors bidding under the Non-Institutional Portion bidding for more than ₹0.20 million and up to ₹0.50 million, 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.

(5) Allocation to Bidders in all categories, except Anchor Investors, if any, Non-Institutional Bidders and Retail Individual Bidders, shall be made on a proportionate basis subject to valid Bids received at or above the Issue Price. The allocation to Retail Individual Bidder shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. For further details, see "Issue Procedure" on page 345. The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: Not less than 15% of the Issue shall be available for allocation to Non-Institutional Bidders of which one-third of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹0.20 million and up to ₹1.00 million and two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with an application size of more than ₹1.00 million 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. The allocation to each Non-Institutional Bidder shall not be less than the minimum application size, 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 in accordance with the SEBI ICDR Regulations. Allocation to Anchor Investors shall be on a discretionary basis, in accordance with the conditions specified in this regard in Schedule XIII of the SEBI ICDR Regulations.

(6) Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement,

if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

Pursuant to Rule 19(2)(b) of the SCRR, the Issue is being made for at least [●] % of the post-Issue paid-up Equity share capital of our Company. Allocation to all categories of Bidders shall be made in accordance with SEBI ICDR Regulations. The allocation to each Retail Individual Investor shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Category and the remaining available Equity Shares, if any, shall be allocated on a proportionate basis. The allocation to each Non-Institutional Investor shall not be less than the minimum Non-Institutional application size, subject to availability of Equity Shares in the 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 to the SEBI ICDR Regulations. For details, including in relation to grounds for rejection of Bids, see "*Issue Structure*", "*Terms of the Issue*" and "*Issue Procedure*" on pages 341, 335 and 345 respectively.

GENERAL INFORMATION

Our Company was originally incorporated as "*Supreet Chemicals Private Limited*" at Gujarat under the Companies Act, 1956, pursuant to a certificate of incorporation dated July 7, 1992, by the Registrar of Companies, Gujarat at Dadra and Nagar Haveli. Thereafter, our Company's name was changed to "*Supreet Chemicals Limited*" upon conversion to a public limited company pursuant to a Board resolution dated October 10, 2022 and a special resolution passed in the extra ordinary general meeting of the Shareholders held on November 10, 2022 and consequently a fresh certificate of incorporation dated November 21, 2022 was issued by the Registrar of Companies, Gujarat at Ahmedabad ("**RoC**").

Registered and Corporate Office of our Company

Plot No. A1/5401 and 5402,
Fourth Phase, G.I.D.C., Pardi,
Vapi, Gujarat – 396 195, India

Company Registration Number: 017944

Corporate Identity Number: U24231GJ1992PLC017944

Registrar of Companies

Our Company is registered with the RoC, situated at the following address:

Registrar Of Companies, ROC Bhavan,
Opp Rupal Park Society, Behind Ankur Bus Stop,
Naranpura, Ahmedabad-380013, Gujarat

Filing of this Draft Red Herring Prospectus

A copy of this Draft Red Herring Prospectus has been filed electronically on the SEBI intermediary portal at https://siportal.sebi.gov.in as specified in Regulation 25(8) of the SEBI ICDR Regulations and the SEBI ICDR Master Circular and at cfddil@sebi.gov.in, in accordance with the instructions issued by the SEBI on March 27, 2020, in relation to "Easing of Operational Procedure – Division of Issues and Listing – CFD" and will also be filed with the SEBI at the following address:

Securities and Exchange Board of India
Corporation Finance Department, Division of Issues and Listing
SEBI Bhavan, Plot No. C4 A, 'G' Block
Bandra Kurla Complex,
Bandra (E)
Mumbai 400 051,
Maharashtra, India

Filing of the Red Herring Prospectus and Prospectus

The copy of the Red Herring Prospectus and Prospectus, respectively, will be filed with the RoC in accordance with Section 32 read with Section 26 of the Companies Act, along with the material contracts and documents referred to in each of the Red Herring Prospectus and the Prospectus, respectively, and through the electronic portal.

Board of Directors

The table below sets out the details of the constitution of our Board of Directors as on the date of this Draft Red Herring Prospectus:

Name	Designation	DIN	Address
Harjindersingh Jaswantsingh Sarna	Whole-Time Director and Chairman	00598887	311/1 Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C., Vapi, Pardi, Gujarat – 396 195, India.
Manjeetsingh Gurbirsingh Sarna	Managing Director	06416387	311/1Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C., Vapi, Pardi, Valsad, Gujarat- 396 195, India.
Rajkumar Singh	Whole-Time Director	07224496	F – 208 Balaji Vatika, Ranchhod Nagar, Chhiri, Valsad, Gujarat- 396 191, India.
Hemang Thakorlal Desai	Non-Executive Director	06395981	B(1) Gurudev Complex Phase-2, Saili Road, Silvassa, Dadra & Nagar Haveli - 396 230, India.
Ruta Krunal Vashi	Independent Director	10452831	2/8/47/k Vashi, Faliya, Valsad, Pardi, Gujarat – 396 001, India.

Name	Designation	DIN	Address
Tanvi Premal Desai	Independent Director	09806201	Gopal Kunj Laxminarayan Street Madanwad, Valsad, Gujarat – 396 001, India.
Gautam Dave	Independent Director	01291293	B 414, Avadh Heliconia Homes Village Tukwada, Valsad, Gujarat – 396185, India.
Prajapati Mulshankar Dhulabhai	Independent Director	00423776	A/1004, Panchsheel Heights, Opp. Pizza Hotel, Mahavir Nagar, Kandivali West, Mumbai – 400 067, Maharashtra, India.

For brief profiles and further details of our Directors, see "*Our Management*" on page 204.

Company Secretary and Compliance Officer

Indrajeet Kumar Panday is the Company Secretary and Compliance Officer of our Company. His contact details are as set out below:

Indrajeet Kumar Panday
Plot No. A1/5401 and 5402,
Fourth Phase, G.I.D.C., Pardi,
Vapi, Gujarat – 396 195, India
Email: cs@supreetgroup.com
Telephone: +91 26 024 22624

Statutory Auditors of our Company

Maheshwari and Co., Chartered Accountants
1302/1303, Solaris One,
Vijay Nagar, Opp. Teli Gali,
Andheri (East), Mumbai – 400069
Telephone: +91-22-22077472/22072620
E-mail: vkasawa@maheshwariandco.in
Peer Review number: 014967
Firm Registration number: 105834W

Changes in Statutory Auditors

There has been no change in the Statutory Auditors of our Company in the last three years preceding the date of this Draft Red Herring Prospectus.

Investor Grievances

Bidders / Investors may 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, non-receipt of refund orders or non-receipt of funds by electronic mode. For all Issue related queries and for redressal of complaints, investors may also write to the BRLM.

All Issue related grievances, other than that of Anchor Investors, may be addressed to the Registrar to the Issue with a copy to the relevant Designated Intermediary to whom the Bid cum Application Form was submitted. The Bidder should give full details such as name of the sole or First Bidder, Bid cum Application Form number, Bidder's DP ID, Client ID, PAN, date of submission of the Bid cum Application Form, address of the Bidder, number of Equity Shares applied for, the name and address of the Designated Intermediar(y/ies) where the Bid cum Application Form was submitted by the Bidder and ASBA Account number (for Bidders other than UPI Bidders) in which the amount equivalent to the Bid Amount was blocked or the UPI ID in case of UPI Bidders.

Further, the Bidder shall also enclose a copy of the Acknowledgment Slip or provide the acknowledgement number received from the Designated Intermediaries in addition to the information mentioned hereinabove. All grievances relating to Bids submitted through Registered Brokers may be addressed to the Stock Exchanges with a copy to the Registrar to the Issue. The Registrar to the Issue shall obtain the required information from the SCSBs for addressing any clarifications or grievances of ASBA Bidders.

All Issue-related 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, Anchor Investor Application Form number, Bidders' DP ID, Client ID, PAN, date of the Anchor Investor Application Form, address of the Bidder, number of the Equity Shares applied for, Bid Amount paid on submission of the Anchor Investor Application Form and the name and address of the Book Running Lead Manager where the Anchor Investor Application Form was submitted by the Anchor Investor.

Book Running Lead Manager

IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*)
24th Floor, One Lodha Place.
Senapati Bapat Marg
Lower Parel (West)
Mumbai 400013
Maharashtra, India
Telephone: +91 22 4646 4728
E-Mail: supreetchemicals.ipo@iiflcap.com
Website: www.iiflcap.com
Investor Grievance e-mail: ig.ib@iiflcap.com
Contact person: Dhruv Bhavsar / Pawan Kumar Jain
SEBI registration No: INM000010940

Statement of Inter-se allocation of responsibilities

IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*) is the sole Book Running Lead Manager to the Issue and all the responsibilities relating to the co-ordination and other activities in relation to the Issue shall be performed by IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*).

Syndicate Members

[●]

Legal Counsel to the Company

Trilegal
One World Centre,
10th Floor, Tower 2A & 2B,
Senapati Bapat Marg,
Lower Parel (West),
Mumbai – 400 013

Registrar to the Issue

MUFG Intime India Private Limited (*Formerly Link Intime India Private Limited*)
C-101, 1st Floor,
Embassy 247, L B S Marg,
Vikhroli (West), Mumbai 400083
(Maharashtra), India
Telephone: +91 810 811 4949
E-mail: supreetchemicals.ipo@in.mpms.mufg.com
Website: www.in.mpms.mufg.com
Investor grievance e-mail: supreetchemicals.ipo@in.mpms.mufg.com
Contact person: Shanti Gopalkrishnan
SEBI Registration No.: INR000004058

Banker(s) to the Issue

[●]

Escrow Collection Bank(s)

[●]

Refund Bank(s)

[●]

Public Issue Account Bank(s)

[●]

Sponsor Bank(s)

[●]

Banker(s) to our Company

ICICI Bank Limited
Sahara Market, Vapi Silvassa Road,
Vapi - 396195
Telephone: 18001080
Email: vikas.giri@icicibank.com
Contact person: Vikas Giri
Website: www.icicibank.com

Bank of India
Plot No. CM-16, Silvassa Road,
GIDC Vapi, Vapi, Gujarat – 396 195
Telephone: 8369967100
Email: vapiisme.surat@bankofindia.com
Contact person: Ajaykumar Maurya
Website: www.bankofindia.com

Designated Intermediaries

Self Certified Syndicate Banks
The list of SCSBs notified by SEBI for the ASBA process is available on the SEBI website at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=34, and updated from time to time 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 UPI Bidder), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Form, 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.

SCSBs and mobile applications enabled for UPI Mechanism

In accordance with SEBI RTA Master Circular, SEBI ICDR Master Circular, 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 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations and the SEBI RTA Master Circular), UPI Bidders using the UPI Mechanism may only apply through the SCSBs and mobile applications whose names appears on the website of the SEBI, which may be updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI Mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and is also available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 for SCSBs and https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43 for mobile applications or at such other websites as may be prescribed by SEBI from time to time.

Syndicate SCSB Branches

In relation to Bids (other than Bids by Anchor Investors and RIBs) submitted under the ASBA process 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 Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI (www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=35) as updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of the SEBI at www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=35, as updated from time to time or any such other website as may be prescribed by SEBI from time to time.

Registered Brokers

Bidders can submit ASBA Forms in the Issue using the stockbroker network of the stock exchange, i.e. through the Registered Brokers at the Broker Centres. The list of the Registered Brokers, eligible to accept ASBA Forms including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at https://www.bseindia.com/ and https://www.nseindia.com, as updated from time to time.

Registrar and Share Transfer Agents

The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm respectively, as updated from time to time.

Collecting Depository Participants

The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, is provided on the websites of BSE at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx? and on the website of NSE at www.nseindia.com/products/content/equities/ipos/asba_procedures.htm, or any such other websites as updated from time to time.

Credit Rating

As the Issue is an initial public offering of Equity Shares, the appointment of a credit rating agency is not required.

IPO Grading

No credit rating agency registered with the SEBI has been appointed in respect of obtaining grading for the Issue.

Debenture Trustees

As the Issue is an initial public offering of Equity Shares, the appointment of debenture trustees is not required.

Monitoring Agency

In terms of Regulation 41 of the SEBI ICDR Regulations, our Company will appoint a monitoring agency, prior to the filing of the Red Herring Prospectus with the RoC for monitoring the utilization of the Gross Proceeds. For further details in relation to the proposed utilisation of the Gross Proceeds, see '*Objects of the Issue*' on page 94.

Appraising Agency

None of the objects for which the Net Proceeds will be utilised have been appraised by any agency. Accordingly, no appraising entity has been appointed for the Issue.

Green Shoe Option

No green shoe option is contemplated under the Issue.

Experts

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

1. Our Company has received written consent dated September 5, 2025 from Maheshwari and Co., Chartered Accountants, to include their name as required under section 26 (1) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of their (i) examination report, dated September 5, 2025 on our Restated Financial Information; and (ii) their report dated September 5, 2025 on the statement of special tax benefits available to our Company and Shareholders, included in this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

2. Our Company has received written consent dated September 5, 2025 from the independent practicing company secretary, Prachi Bansal & Associates, 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 5, 2025 issued in connection with *inter alia* the share capital build up 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.

3. Our Company has received written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 to the extent and in his capacity as a chartered engineer and in respect of his certificate dated September 5, 2025 in relation to the Company's manufacturing capacities and capacity utilization at all of its manufacturing facilities and

the details derived from such certificate and included in this Draft Red Herring Prospectus and such consent has not been withdrawn as of the date of Draft Red Herring Prospectus. However, the term 'expert' shall not be construed to mean an 'expert' as defined under U.S. Securities Act.

4. Our Company has received written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to include his name in this Draft Red Herring Prospectus and be named as an "expert" as defined under Section 2(38) of the Companies Act, 2013 in respect of TEV Report dated September 5, 2025, 2025 in connection with the Issue and such consent has not been withdrawn as of the date of Draft Red Herring Prospectus.

Book Building Process

Book building process, in the context of the Issue, refers to the process of collection of Bids from Bidders on the basis of the Red Herring Prospectus and the Bid cum Application Forms and the Revision Forms, if any, within the Price Band. The Price Band and the minimum Bid Lot size will be decided by our Company, in consultation with the BRLM, and shall be advertised in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and [●] editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation, and advertised at least two Working Days prior to the Bid/ Issue Opening Date and shall be made available to the Stock Exchanges to upload on their respective websites. The Issue Price shall be determined by our Company, in consultation with the BRLM, after the Bid/ Issue Closing Date in accordance with applicable law. For further details, see '*Issue Procedure*' on page 345.

All investors, other than Anchor Investors, shall only participate through the ASBA process by providing the details of their respective ASBA Account in which the corresponding Bid Amount will be blocked by the SCSBs or, in case of UPI Bidders, by alternatively using the UPI Mechanism. Pursuant to SEBI ICDR Master Circular read with SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), individuals Bidding as NIIs with an application size of up to ₹0.50 million shall use the UPI Mechanism and shall also provide their UPI ID in the Bid cum Application Form submitted with Syndicate Members, Registered Brokers, Collecting Depository Participants and Registrar and Share Transfer Agents. Anchor Investors are not permitted to participate in the Issue through the ASBA process.

In accordance with the SEBI ICDR Regulations, QIBs 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. Retail Individual Bidders (subject to the Bid Amount being up to ₹0.20 million) can revise their Bids during the Bid/ Issue Period and can withdraw their Bids on or before the Bid/ Issue Closing Date. Further, Anchor Investors are not allowed to revise or withdraw Bids after the Anchor Investor Bid/ Issue Period. Further, allocation to QIBs in the Net QIB Portion will be on a proportionate basis and allocation to Anchor Investors in the Anchor Investor Portion will be on a discretionary basis. Additionally, allotment to each Non-Institutional Bidder 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 or will be in a manner as prescribed under the SEBI ICDR Regulation. Except Allocation to Retail Individual Investors, Non-Institutional Investors and the Anchor Investors, Allocation in the Issue will be on a proportionate basis.

Each Bidder by submitting a Bid in the Issue, will be deemed to have acknowledged the above restrictions and the terms of the Issue.

For further details on the method and procedure for Bidding and book building procedure, see '*Terms of the Issue'*, '*Issue Structure'* and *'Issue Procedure'* on pages 335, 341 and 345, respectively.

The Book Building Process is in accordance with guidelines, rules, regulations prescribed by SEBI, which are subject to change from time to time. Bidders are advised to make their own judgment about an investment through this process prior to submitting a Bid.

Bidders should note that the Issue is also subject (i) to filing of the Prospectus with the RoC and receipt of final approval of the RoC (ii) obtaining final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment within three Working Days of the Bid/Issue Closing date or such other time period as prescribed under applicable law.

Our Company will comply with the SEBI ICDR Regulations and any other directions issued by SEBI in relation to this Issue.

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 the 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:

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

Name, address, telephone number and e-mail address of the Underwriters	Indicative number of Equity Shares to be underwritten	Amount underwritten (in ₹ million)
[●]	[●]	[●]

The abovementioned underwriting commitments are indicative and will be finalised after determination of the Issue Price and Basis of Allotment and the allocation of Equity Shares, subject to and in accordance with the provisions of the SEBI ICDR Regulations.

In the opinion of the Board of Directors (based on representations made to our Company by the Underwriters), the resources of each of the abovementioned Underwriters are sufficient to enable them to discharge their respective underwriting obligations in full. The abovementioned Underwriters are registered with the SEBI under Section 12(1) of the SEBI Act or registered as brokers with the Stock Exchange(s). The Board of Directors, at its meeting held on [●], has accepted and entered into the Underwriting Agreement mentioned above on behalf of our Company.

Allocation among the Underwriters may not necessarily be in the proportion of their underwriting commitments set out in the table above.

Notwithstanding the above table, the Underwriters shall be severally responsible for ensuring payment with respect to the Equity Shares allocated to investors respectively procured by them in accordance with the Underwriting Agreement. In the event of any default in payment, the respective Underwriter, in addition to other obligations defined in the Underwriting Agreement, will also be required to procure subscribers for or subscribe to the Equity Shares to the extent of the defaulted amount in accordance with the Underwriting Agreement.

CAPITAL STRUCTURE

Our Company's share capital, as of the date of this Draft Red Herring Prospectus, is disclosed below.

(In ₹ except share data)

S. No.	Particulars	Aggregate value at face value (₹)	Aggregate value at Issue Price*
A	**AUTHORISED SHARE CAPITAL**		
	90,000,000 Equity Shares of face value ₹2 each	180,000,000	-
B	**ISSUED, SUBSCRIBED AND PAID-UP CAPITAL BEFORE THE ISSUE**		
	63,519,000 Equity Shares of face value of ₹2 each	127,038,000	-
C	**PRESENT ISSUE**		
	Issue of up to [●] Equity Shares of face value ₹2 each aggregating up to ₹ 4,990.00 million[(1)(2)]	[●]	[●]
D	**ISSUED, SUBSCRIBED AND PAID-UP CAPITAL AFTER THE ISSUE***		
	[●] Equity Shares of face value of ₹2 each	[●]	-
E	**SECURITIES PREMIUM ACCOUNT**		
	Before the Issue (as on date of this Draft Red Herring Prospectus)		Nil
	After the Issue*		[●]

* *To be included upon finalization of the Issue Price.*

(1) *Our Board has authorised the Issue, pursuant to their resolution dated August 8, 2025. Our Shareholders have authorised the Issue pursuant to a special resolution dated August 16, 2025.*

(3) *Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.*

For details in relation to the changes in the authorised share capital of our Company in the last 10 years, see "History and Certain Corporate Matters - Amendments to the Memorandum of Association" on page 194.

Notes to Capital Structure

1. **Share capital history of our Company**

The history of the Equity Share capital of our Company is set out in the table below.

(a) *Primary issuance of equity shares of our Company:*

Date of allotment	Number of equity shares allotted	Name of allottees and details of Equity Shares allotted per allottee		Face value per equity share (₹)	Issue price per equity share (₹)	Reason for/ Nature of allotment	Nature of consideration	Cumulative number of equity shares	Cumulative paid-up equity share capital (₹)
July 7, 1992	20	***No. of equity shares of face value ₹100 each allotted***	***Names of allottees***	100	100	Initial subscription to the Memorandum of Association	Cash	20	2,000
		10	Harjindersingh Jaswantsingh Sarna						
		10	Narendrakaur H. Sarna						
July 21, 1992	3,550	***No. of equity shares of face value ₹100 each allotted***	***Names of allottees***	100	100	Further issue	Cash	3,570	357,000
		3,540	Harjindersingh Jaswantsingh Sarna						
		10	Narendrakaur H. Sarna						
March 23, 1993	20,950	***No. of equity shares of face value ₹100 each allotted***	***Names of allottees***	100	100	Further issue	Cash	24,520	2,452,000
		1,460	Harjindersingh Jaswantsingh Sarna						
		4,490	Narendrakaur H. Sarna						
		15,000	Raghuvirsingh Santsingh Gandhi						
September 20, 1993	11,500	***No. of equity shares of face value ₹100 each allotted***	***Names of allottees***	100	100	Further issue	Cash	36,020	3,602,000
		11,430	Harjindersingh Jaswantsingh Sarna						
		70	Narendrakaur H. Sarna						

<table>
<tr><th>Date of allotment</th><th>Number of equity shares allotted</th><th>Name of allottees and details of Equity Shares allotted per allottee</th><th>Face value per equity share (₹)</th><th>Issue price per equity share (₹)</th><th>Reason for/ Nature of allotment</th><th>Nature of consideration</th><th>Cumulative number of equity shares</th><th>Cumulative paid-up equity share capital (₹)</th></tr>
<tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr>
<tr><td>December 6, 1993*</td><td>4,960</td><td><table><tr><th>No. of equity shares of face value ₹100 each allotted</th><th>Names of allottees</th></tr><tr><td>4,300</td><td>Harjindersingh Jaswantsingh Sarna</td></tr><tr><td>400</td><td>Ram Gopal Kushwaha</td></tr><tr><td>250</td><td>Hemant Manilal Bhat</td></tr><tr><td>10</td><td>Narendrakaur H. Sarna</td></tr></table></td><td>100</td><td>100</td><td>Further issue</td><td>Cash</td><td>40,980</td><td>4,098,000</td></tr>
<tr><td colspan="9">Pursuant to a resolution of our Board dated August 9, 2022, and Shareholders' resolution dated August 18, 2022, equity shares of face value of ₹ 100 each of our Company were sub-divided into equity shares of face value of ₹ 2 each. Consequently, the issued, subscribed and paid-up share capital of our Company comprising 40,980 equity shares of face value of ₹ 100 each was sub-divided into 2,049,000 equity shares of face value of ₹ 2 each.</td></tr>
<tr><td>August 25, 2022</td><td>61,470,000</td><td><table><tr><th>No. of Equity Shares of face value ₹2 each allotted</th><th>Names of allottees</th></tr><tr><td>37,110,000</td><td>Harjindersingh Jaswantsingh Sarna</td></tr><tr><td>24,360,000</td><td>Narendrakaur H. Sarna</td></tr></table></td><td>2</td><td>Not Applicable</td><td>Bonus Issue in the ratio of 30 Equity Shares for every one Equity Share held as on August 25, 2022</td><td>Not Applicable</td><td>63,519,000</td><td>127,038,000</td></tr>
</table>

*The form 2 in relation to the allotment is not traceable. For further details, see "*Risk Factor – Certain documents filed by us with the RoC and certain corporate records and other documents, are not traceable. While we have conducted a search with the RoC, in respect of the unavailability of such forms and other records, we cannot assure you that such forms or records will be available at all or any time in the future*" on page 40.

Our Company is in compliance with the Companies Act, 1956 and the Companies Act, 2013, to the extent applicable, with respect to issuance of Equity Shares from the date of incorporation of our Company till the date of filing of this Draft Red Herring Prospectus.

(b) *Secondary transactions of equity shares of our Company*

Other than as disclosed in "-*Build-up of Promoters' equity shareholding in our Company*" on page 82, the secondary transfers of equity shares by our Promoters, and members of Promoter Group, since incorporation of our Company, is set forth below:

Date of transfer of equity shares	Number of equity shares transferred	Details of transferor	Details of transferee	Face value per equity shares (₹)	Transfer price per equity shares (₹)	Nature of consideration	Percentage of pre-Issue Equity Share capital (%)	Percentage of post- Issue Equity Share capital (%)
November 11, 2022	1	Gurbirsingh Jaswantsingh Sarna	Ashjeetsingh Gurbirsingh Sarna	2	Nil	Not applicable*	Negligible	[●]
September 13, 2024	2,223,165	Gurbirsingh Jaswantsingh Sarna	Swaran Kaur Sarna	2	Nil	Not applicable*	3.50	[●]

Date of transfer of equity shares	Number of equity shares transferred	Details of transferor	Details of transferee	Face value per equity shares (₹)	Transfer price per equity shares (₹)	Nature of consideration	Percentage of pre-Issue Equity Share capital (%)	Percentage of post- Issue Equity Share capital (%)
October 4, 2024	100,000	Mankhush Kaur Sarna	Ramesh Keshavji Shah	2	153	Cash	0.16	[●]
October 4, 2024	110,000	Mankhush Kaur Sarna	Hardik Kalpesh Shah	2	153	Cash	0.17	[●]
October 4, 2024	50,000	Mankhush Kaur Sarna	Mayur Mandanbhai Dodiya	2	153	Cash	0.08	[●]
October 4, 2024	50,000	Mankhush Kaur Sarna	Mustafa Taher Kachwala	2	153	Cash	0.08	[●]
October 4, 2024	50,000	Mankhush Kaur Sarna	Smita Samir Rane	2	153	Cash	0.08	[●]
October 4, 2024	100,000	Mankhush Kaur Sarna	Nikunj Girish Mistry	2	153	Cash	0.16	[●]
October 4, 2024	550,000	Mankhush Kaur Sarna	Abhay K Shah	2	153	Cash	0.87	[●]
October 8, 2024	185,350	Mankhush Kaur Sarna	Sunu Philip Mathew	2	153	Cash	0.29	[●]
October 10, 2024	65,359	Mankhush Kaur Sarna	Mandip H. Patel	2	153	Cash	0.10	[●]
October 10, 2024	10,000	Mankhush Kaur Sarna	Maya Laxminarayan Garg	2	153	Cash	0.02	[●]
October 11, 2024	192,200	Mankhush Kaur Sarna	Pushpaben L. Shah	2	153	Cash	0.30	[●]
October 11, 2024	198,000	Mankhush Kaur Sarna	Atrichhaya Financial Private Limited	2	153	Cash	0.31	[●]
October 11, 2024	66,000	Mankhush Kaur Sarna	Malhar Rajendrakumar Patel	2	153	Cash	0.10	[●]
October 11, 2024	36,000	Mankhush Kaur Sarna	Snehal Kantilal Patel	2	153	Cash	0.06	[●]
October 14, 2024	16,340	Mankhush Kaur Sarna	Jugal Umesh Chheda	2	153	Cash	0.03	[●]
October 14, 2024	58,824	Mankhush Kaur Sarna	Rajesh B. Munoor	2	153	Cash	0.09	[●]
October 17, 2024	230,000	Mankhush Kaur Sarna	Fenil L. Shah	2	153	Cash	0.36	[●]
October 17, 2024	58,824	Mankhush Kaur Sarna	Rajesh Bhushan Munoor	2	153	Cash	0.09	[●]
October 17, 2024	51,000	Mankhush Kaur Sarna	Dhimal Shaileshbhai Sanghvi	2	153	Cash	0.08	[●]
October 25, 2024	65,359	Mankhush Kaur Sarna	Giri Nandlal Shitlaprasad	2	153	Cash	0.10	[●]
October 25, 2024	200,000	Mankhush Kaur Sarna	Milan R. Thakkar	2	153	Cash	0.31	[●]
October 30, 2024	25,000	Mankhush Kaur Sarna	Ravish Chaudhary	2	153	Cash	0.04	[●]
October 30, 2024	19,000	Mankhush Kaur Sarna	Saumya Sureshkumar Chugh	2	153	Cash	0.03	[●]
October 30, 2024	16,000	Mankhush Kaur Sarna	Amit Ajitkumar Khurana	2	153	Cash	0.03	[●]
October 30, 2024	7,000	Mankhush Kaur Sarna	Thakkar Vishal Laxmikant	2	153	Cash	0.01	[●]
November 6, 2024	7,000	Mankhush Kaur Sarna	Hetvi Jigar Vyas	2	153	Cash	0.01	[●]
November 6, 2024	13,000	Mankhush Kaur Sarna	Hiral Hitendra Jisaheb	2	153	Cash	0.02	[●]
December 3, 2024	80,000	Mankhush Kaur Sarna	Shah Business Venture Private Limited	2	153	Cash	0.13	[●]
December 3, 2024	40,000	Mankhush Kaur Sarna	Algokosh Capital Private Limited	2	153	Cash	0.06	[●]
December 19, 2024	3,000	Mankhush Kaur Sarna	Jay Satishbhai Patel	2	153	Cash	Negligible	[●]
December 19, 2024	60,000	Mankhush Kaur Sarna	Harsh Yogesh Kabaria	2	153	Cash	0.09	[●]
January 2, 2025	21,700	Mankhush Kaur Sarna	Suhani Jaykumar Patel	2	153	Cash	0.03	[●]
January 2, 2025	111,111	Mankhush Kaur Sarna	Harsh Yogesh Kabaria	2	153	Cash	0.17	[●]
January 8, 2025	50,000	Mankhush Kaur Sarna	Divy Aashish Mehta	2	153	Cash	0.07	[●]
January 8, 2025	53,000	Mankhush Kaur Sarna	Anand Sureshbhai Desai	2	153	Cash	0.08	[●]
January 28, 2025	202,614	Mankhush Kaur Sarna	Rajesh Bhushan Munoor	2	153	Cash	0.32	[●]

Date of transfer of equity shares	Number of equity shares transferred	Details of transferor	Details of transferee	Face value per equity shares (₹)	Transfer price per equity shares (₹)	Nature of consideration	Percentage of pre-Issue Equity Share capital (%)	Percentage of post- Issue Equity Share capital (%)
July 9, 2025	2,000	Gurbirsingh Sarna	Swaran Kaur Sarna	2	Nil	Not applicable*	Negligible	[●]
July 17, 2025	67,919	Mankhush Kaur Sarna	Rajesh Bhushan Munoor	2	153	Cash	0.11	[●]
July 22, 2025	67,000	Swaran Kaur Sarna	Narendra Pratap	2	153	Cash	0.11	[●]
July 22, 2025	75,000	Swaran Kaur Sarna	Narendra Pratap	2	153	Cash	0.12	[●]
July 22, 2025	130,000	Swaran Kaur Sarna	Pratibha Realty Co. Pvt. Ltd.	2	153	Cash	0.20	[●]
July 25, 2025	130,000	Swaran Kaur Sarna	Indu Agarwal	2	153	Cash	0.20	[●]

**Transfer by way of Gift*

(c) *History of Preference Share capital of our Company*

Our Company does not have any Preference Share capital as on the date of filing of this Draft Red Herring Prospectus.

2. **Issue of shares for consideration other than cash or by way of bonus issue**

Except as disclosed below, our Company has not issued any shares in the past for consideration other than cash or by way of bonus issue, as of the date of this Draft Red Herring Prospectus.

Date of allotment	Number of equity shares allotted	Face value (₹)	Issue price per equity share (₹)	Reason for allotment	List of allottees		Benefits accrued to our Company
					No. of Equity Shares of face value ₹2 each allotted	*Names of allottees*	
August 25, 2022	61,470,000	2	Not Applicable	Bonus issue in the ratio of 30 Equity Shares for every one Equity Share held as on August 25, 2022	37,110,000	Harjindersingh Jaswantsingh Sarna	Not applicable
					24,360,000	Narendrakaur H. Sarna	

3. **Issue of Equity Shares at a price lower than the Issue Price in the last one year**

Our Company has not issued any Equity Shares at a price which may be lower than the Issue Price during the period of one year preceding the date of this Draft Red Herring Prospectus except as disclosed in the Share capital history of our Company. Our Company does not have any preference share capital as of the date of this Draft Red Herring Prospectus. For further details, see "*Share capital history of our Company*" on page 78.

4. **Issue of Equity Shares out of revaluation reserves**

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

5. **Issue of Equity Shares pursuant to any scheme of arrangement**

Our Company has not issued or allotted any shares in terms of a scheme of arrangement approved under Sections 391-394 of the Companies Act, 1956 or Sections 230-234 of the Companies Act, 2013.

6. **Details of Build-up, Contribution and Lock-in of Promoters' Shareholding and Lock-in of other Equity Shares**

As on the date of this Draft Red Herring Prospectus, our Promoters collectively hold 48,048,927 Equity Shares constituting approximately 75.64% of the issued, subscribed and paid-up share capital of our Company. All Equity Shares issued to our Promoters were fully paid-up on the respective dates of allotment or acquisition, as applicable.

(a) Build-up of Promoters' equity shareholding in our Company

The build-up of the equity shareholding of our Promoters since incorporation of our Company is as set out below:

Harjindersingh Jaswantsingh Sarna

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
July 7, 1992	10	100	100	Cash	Initial Subscription to MoA	Negligible	[●]
July 21, 1992	3,540	100	100	Cash	Further Issue	0.28	[●]
March 23,1993	1,460	100	100	Cash	Further Issue	0.11	[●]
September 20, 1993	11,430	100	100	Cash	Further Issue	0.90	[●]
December 6, 1993	4,300	100	100	Cash	Further Issue	0.34	[●]
April 30, 1997*	(6,000)	100	100	Cash	Share Transfer of 4,000 equity shares to Chandravadhan Keshavlal Modi and 2,000 equity shares to Sunita Bhupendra Modi	(0.47)	[●]
November 20, 1998*	7,000	100	Not Applicable	Not applicable	Share Transfer by way of gift from Raghuvirsingh Santsingh Gandhi	0.55	[●]
March 22, 2001*	6,000	100	100	Cash	Share Transfer of 4,000 equity shares from Chandravadhan Keshavlal Modi and 2,000 equity shares from Sunita Bhupendra Modi	0.47	[●]
May 31, 2003*	(10,000)	100	Not Applicable	Not applicable	Share Transfer by way of gift to Savindersingh J. Sarna	(0.79)	[●]

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
February 16, 2007*	7,000	100	Not Applicable	Not applicable	Share Transfer by way of gift from Savindersingh J. Sarna	0.55	[●]
Pursuant to a resolution of our Board dated August 9, 2022, and Shareholders' resolution dated August 18, 2022, equity shares of face value of ₹ 100 each of our Company were sub-divided into equity shares of face value of ₹ 2 each. Consequently, the issued, subscribed and paid-up share capital of our Company comprising 40,980 equity shares of face value of ₹ 100 each was sub-divided into 2,049,000 equity shares of face value of ₹ 2 each. Pursuant to the sub-division, Harjindersingh Jaswantsingh Sarna, consequently holds 1,237,000 Equity Shares of face value of ₹ 2 each.							
August 25, 2022	37,110,000	2	Not Applicable	Cash	Bonus Issue	58.42	[●]
October 10, 2022	(2)	2	Not Applicable	Not Applicable	Share Transfer by way of gift of 2 Equity Shares each to Mankhush Kaur Sarna	Negligible	[●]
October 14, 2022	(4)	2	Not Applicable	Not Applicable	Share Transfer by way of gift of 2 Equity Shares each to Samardeep Harjindersingh Sarna, and Gurbirsingh Sarna each	Negligible	[●]
November 9, 2022	(4)	2	Not Applicable	Not Applicable	Share Transfer by way of gift of 2 Equity Shares each to Gurbirsingh Sarna and Swarankaur Gurbirsingh Sarna each	Negligible	[●]
August 6, 2024	(4,446,330)	2	Not Applicable	Not Applicable	Share Transfer by way of gift of 4,446,330 Equity Shares to Gurbirsingh Sarna	(7.00)	**[●]**
Total	**33,900,660**					**53.37**	**[●]**

**Our Company is unable to trace share transfer forms in relation to such transfers. We have accordingly relied on board resolutions noting the transfer of shares, gift deeds, dematerialisation statements, delivery instruction slips, and our statutory share transfer register to track details of such transfers. For further details, see "Risk Factors – Certain documents filed by us with the RoC and certain corporate records and other documents, are not traceable. While we have conducted a search with the RoC, in respect of the unavailability of such forms and other records, we cannot assure you that such forms or records will be available at all or any time in the future" on page 40.*

Narendrakaur H. Sarna

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
July 7, 1992	10	100	100	Cash	Initial Subscription to MoA	Negligible	[●]
July 21, 1992	10	100	100	Cash	Further Issue	Negligible	[●]
March 23,1993	4,490	100	100	Cash	Further Issue	0.35	[●]
September 20, 1993	70	100	100	Cash	Further Issue	Negligible	[●]
December 6, 1993	10	100	100	Cash	Further Issue	Negligible	[●]
November 1, 1995*	650	100	100	Cash	Share Transfer of 400 equity shares from Ram Gopal Kushwaha and	0.05	[●]

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
					250 equity shares from Hemant Manilal Bhat		
April 30, 1997*	(2,000)	100	100	Cash	Share Transfer of 500 equity shares to Chandravadhan Keshavlal Modi and 1,500 equity shares to Sunita Bhupendra Modi	(0.16)	[●]
November 20, 1998*	8,000	100	Not Applicable	Not applicable	Share Transfer by way of gift from Raghuvirsingh Santsingh Gandhi	0.63	[●]
March 22, 2001*	2,000	100	100	Cash	Share Transfer of 500 equity shares from Chandravadhan Keshavlal Modi and 1,500 equity shares from Sunita Bhupendra Modi	0.16	[●]
May 31, 2003*	(6,400)	100	Not Applicable	Not applicable	Share Transfer by way of gift to Savindersingh J. Sarna	(0.50)	[●]
February 16, 2007*	9,400	100	Not Applicable	Not applicable	Share Transfer by way of gift from Savindersingh J. Sarna	0.74	[●]
Pursuant to a resolution of our Board dated August 9, 2022, and Shareholders' resolution dated August 18, 2022, equity shares of face value of ₹ 100 each of our Company were sub-divided into equity shares of face value of ₹ 2 each. Consequently, the issued, subscribed and paid-up share capital of our Company comprising 40,980 equity shares of face value of ₹ 100 each was sub-divided into 2,049,000 equity shares of face value of ₹ 2 each. Pursuant to the sub-division, Narendrakaur H. Sarna, consequently holds 812,000 Equity Shares of face value of ₹ 2 each.							
August 25, 2022	24,360,000	2	Not Applicable	Not applicable	Bonus Issue	38.35	[●]
March 10, 2023	(6,339,196)	2	Not Applicable	Not applicable	Share Transfer by way of gift of 31,69,598 Equity Shares each to Samardeep Harjindersingh Sarna and Mankhushkaur Harjindersingh Sarna	(9.98)	[●]
September 25, 2024	(405,000)	2	153	Cash	Share Transfer of 65,000 Equity Shares to Nandini Ajay Shah, and Chetan Natvarlal Patel each, 50,000 Equity Shares to Jagadish Prasad Agarwal, 25,000 Equity Shares to Hinal Aakash Shah, and 100,000 Equity Shares to Vipul Kirtikumar Shah Shah, and Gordhanbhai	(0.64)	[●]

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
					Makanbhai Patel each.		
September 26, 2024	(767,500)	2	153	Cash	Share Transfer of 50,000 Equity Shares to Nilesh Arvind Gandhi and Dhara Nilesh Gandhi, jointly, Shivani Vasant Patel, and Piyush Hirjibhai Patel and Rupa Piyush Patel jointly, each, 55,000 Equity Shares to Vishesh Mahesh Nihalani, 32,500 Equity Shares to Meera Vipul Kapadia, 65,000 Equity Shares to Umita D Desai and Jayesh N Seth jointly, Tejas Bharat Shah HUF each, and 100,000 Equity Shares to Bhavesh Vishnubhai Patel, Babitaben Ajit Khodbhaya, Ajay Jayantilal Patel, Subhash Manharlal Shah each.	(1.21)	[●]
September 27, 2024	(2,237,000)	2	153	Cash	Share Transfer of 114,000 Equity Shares to Manoj Biharilal Goyal, 330,000 Equity Shares to Hi – Shine Inks Private Limited, 655,000 Equity Shares to Hemant J Jhaveri, 275,000 Equity Shares to Rajesh Sadhwani, 40,000 Equity Shares to Manjari Mukesh Shah, 523,000 Equity Shares to Hemaja Advisors LLP, 100,000 Equity Shares to Anjuben Devshi Bhatu, Ajaykmar Gunvantrai Shah, each, and 50,000 Equity Shares to Mona Jayesh Sheth, Jayesh Sureshchandra Sheth each.	(3.52)	[●]

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
September 30, 2024	(965,000)	2	153	Cash	Share Transfer of 105,000 Equity Shares to Gautam Desai, 125,000 Equity Shares to Kaushik Jayantilal Patel, 100,000 Equity Shares to Sonali Manishkumar Shah, Yogeendra Hari Bhai Desai each, 50,000 Udaybhai Dhirubhai Desai, 255,000 Equity Shares to Kaushik Jayantilal Patel, 130,000 Equity Shares to– Manthan Ajaykumar Shah, 100,000 Equity Shares to Kaushik Jayantilal Patel	(1.52)	[●]
October 4, 2024	(100,000)	2	153	Cash	Share Transfer of 100,000 Equity Shares to Rajiv Ishwarbhai Mistry	(0.16)	[●]
October 8, 2024	(25,000)	2	153	Cash	Share Transfer of 25,000 Equity Shares to Rakesh Chandrahas Shah	(0.04)	[●]
October 14, 2024	(66,000)	2	153	Cash	Share Transfer of 66,000 Equity Shares to R. Natwarlal Parekh Securities Private Limited	(0.10)	[●]
January 21, 2025	(105,000)	2	153	Cash	Share Transfer of 51,000 Equity Shares to Milan Ramlal Desai, and 54,000 Equity Shares to Yogesh Valuibhai Kabaria	(0.17)	[●]
January 27, 2025	(156,863)	2	153	Cash	Share Transfer of 156,863 Equity Shares to Rajesh Bhushan Munoor	(0.25)	[●]
January 28, 2025	(332,680)	2	153	Cash	Share Transfer of 300,000 Equity Shares to Yashpreetsingh Kuldeepsingh Saluja, and 32,680 Equity Shares to Vishrut Satish Shah	(0.52)	[●]
February 4, 2025	(31,000)	2	153	Cash	Share Transfer of 31,000 Equity Shares to Kiran Devangkumar Desai	(0.05)	[●]

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
February 14, 2025	(33,000)	2	153	Cash	Share Transfer of 33,000 Equity Shares to Alok Shyamsunder Mundra	(0.05)	[●]
March 18, 2025	(665,359)	2	153	Cash	Share Transfer of 65,359 Equity Shares to Hemang Thakorlal Desai, and 600,000 Equity Shares to Anand Jayantilal Karbhari	(1.05)	[●]
March 24, 2025	(65,000)	2	153	Cash	Share Transfer of 65,000 Equity Shares to Shobhnaben Vishal Monpara	(0.10)	[●]
May 2, 2025,	(1,200,000)	2	153	Cash	Share Transfer of 300,000 Equity Shares to Binita Hitesh Doshi, Pankaj Chimanlal Doshi, Bindiya Kirit Doshi, and Nipa Viren Dishi each.	(1.89)	[●]
May 29, 2025	(1,176,471)	2	153	Cash	Share Transfer of 1,176,471 Equity Shares to Protons Corporate Services Private Limited	(1.85)	[●]
Total	**10,501,931**					**16.53**	[●]

**Our Company is unable to trace share transfer forms in relation to such transfers. We have accordingly relied on board resolutions noting the transfer of shares, share transfer agreements, gift deeds, dematerialisation statements, delivery instruction slips, and our statutory share transfer register to track details of such transfers. For further details, see "Risk Factors – Certain documents filed by us with the RoC and certain corporate records and other documents, are not traceable. While we have conducted a search with the RoC, in respect of the unavailability of such forms and other records, we cannot assure you that such forms or records will be available at all or any time in the future." on page 40.*

Manjeetsingh Gurbirsingh Sarna

Date of allotment/ transfer	Number of fully paid- up equity shares	Face value (₹)	Issue/ Transfer price per equity share (₹)	Nature of consideration	Nature of acquisition/ allotment/ transfer	Percentage of pre- Issue equity share capital (%)	Percentage of post- Issue equity share capital (%)
November 11, 2022	1	2	Nil	Not applicable	Share Transfer by way of gift of 1 Equity Share from Gurbirsingh Sarna	Negligible	[●]
December 5, 2024	3,646,334	2	Nil	Not applicable	Share Transfer by way of gift of 1,823,167 Equity Share each, from Gurbirsingh Sarna and Swaran Kaur Sarna	5.74	[●]
July 23, 2025	1	2	Nil	Not applicable	Share Transfer by way of gift of 1 Equity Share from Ashjeetsingh Sarna	Negligible	[●]
Total	**3,646,336**					**5.74**	**[●]**

(b) Details of Promoters' Contribution and lock-in

Pursuant to Regulations 14 and 16 (1)(a) of the SEBI ICDR Regulations, an aggregate of at least 20% of the fully diluted post-Issue Equity Share capital of our Company held by our Promoters shall be considered as the minimum Promoters' Contribution and is required to be locked-in for a period of three years from the date of Allotment ("**Promoters' Contribution**"). Our Promoters' shareholding in excess of 20% shall be locked in for a period of one year from the date of Allotment.

The details of the Equity Shares held by our Promoters, which shall be locked-in for minimum Promoters' Contribution for a period of three years, from the date of Allotment as Promoters' Contribution are as set out below:*

Name of the Promoter	Number of Equity Shares locked-in	Date up to which Equity Shares are subject to lock-in	Date of Acquisition of Equity Shares and when made fully paid-up	Nature of transact ion	Face value (₹)	Issue/Acquisition price per Equity Share (₹)	Pre- Issue Equity Share capital (%)	Percentage of post- Issue Equity Share capital
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]
[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]	[●]

* *To be completed prior to filing of the Prospectus with the RoC.*

Our Promoters have given consent to include such number of Equity Shares held by them as disclosed above, constituting 20% of the fully diluted post-Issue Equity Share capital of our Company as minimum Promoter's Contribution and have agreed not to sell, transfer, charge, pledge or otherwise encumber in any manner the minimum Promoters' Contribution from the date of filing this Draft Red Herring Prospectus, until the expiry of the lock-in period specified above, or for such other time as required under SEBI ICDR Regulations, except as may be permitted, in accordance with the SEBI ICDR Regulations.

Our Company undertakes that the Equity Shares that are being locked-in will not be ineligible for computation of Promoters' Contribution in terms of Regulation 15 of the SEBI ICDR Regulations. For details of the build-up of the share capital held by our Promoters, see "*—Details of Build-up, Contribution and Lock-in of Promoters' Shareholding and Lock-in of other Equity Shares – Build-up of Promoters' equity shareholding in our Company*" on page 82.

In this connection, we confirm the following:

(i) The Equity Shares offered towards minimum Promoters' Contribution have not been acquired during the three immediately preceding years (a) for consideration other than cash and revaluation of assets or capitalization of intangible assets, or (b) arising from bonus issue by utilization of revaluation reserves or unrealised profits of our Company or from a bonus issue against Equity Shares, which are otherwise ineligible for computation of Promoters' Contribution;

(ii) The Equity Shares offered towards minimum Promoters' Contribution have not been acquired by our Promoters during the year immediately preceding the date of this Draft Red Herring Prospectus at a price lower than the Issue Price; provided that this does not apply to Equity Shares arising from the conversion of fully paid-up compulsorily convertible securities that have been held for a period of one year prior to filing this Draft Red Herring Prospectus and such fully paid-up compulsorily convertible securities have been converted to Equity Shares;

(iii) Our Company has not been formed by the conversion of one or more partnership firms or a limited liability partnership firm into a company in the preceding one year and hence, no Equity Shares have been issued in the one year immediately preceding the date of this Draft Red Herring Prospectus pursuant to conversion from a partnership firm or a limited liability partnership firm;

(iv) The Equity Shares forming part of the Promoters' Contribution are not subject to any pledge or any other encumbrance; and

(v) All Equity Shares held by our Promoters are in dematerialised form as on the date of this Draft Red Herring Prospectus.

(c) Details of Equity Shares locked-in for six months

In terms of Regulation 17 of the SEBI ICDR Regulations, in addition to the Equity Shares proposed to be locked-in as part of the minimum Promoters' Contribution as stated above, as prescribed under the SEBI ICDR Regulations, the

entire pre-Issue Equity Share capital of our Company will be locked-in for a period of six months from the date of Allotment or any other period as may be prescribed under applicable law, except for the (i) Equity Shares which may be Allotted to the employees under the employee stock option scheme pursuant to exercise of options held by such eligible employees, whether current employees or not, in accordance with the employee stock option scheme or a stock appreciation right scheme; (ii) Equity Shares Allotted pursuant to the Issue and (iii) the Equity Shares held by VCFs or Category I AIF or Category II AIF or FVCI, subject to certain conditions set out in Regulation 17 of the SEBI ICDR Regulations, provided that such Equity Shares will be locked-in for a period of at least six months from the date of purchase by the VCFs or Category I AIF or Category II AIF or FVCI.

(d) Lock-in of the Equity Shares to be Allotted, if any, to the Anchor Investors

50% of the Equity Shares Allotted to Anchor Investors under the Anchor Investor Portion shall be locked- in for a period of 90 days from the date of Allotment, and the remaining 50% of the Equity Shares Allotted to Anchor Investors under the Anchor Investor Portion shall be locked-in for a period of 30 days from the date of Allotment.

(e) Other requirements in respect of lock-in

Pursuant to Regulation 20 of the SEBI ICDR Regulations, details of locked-in Equity Shares will be recorded by relevant depositories.

Pursuant to Regulation 21 of the SEBI ICDR Regulations, the locked-in Equity Shares held by our Promoters may be pledged only with scheduled commercial banks or public financial institutions or a Systemically Important NBFC or a housing finance company as collateral security for loans granted by such scheduled commercial bank or public financial institution or Systemically Important NBFC or housing company, provided that specified conditions under the SEBI ICDR Regulations are complied with. However, the relevant lock-in period shall continue pursuant to the invocation of the pledge referenced above, and the relevant transferee shall not be eligible to transfer the Equity Shares till the relevant lock-in period has expired in terms of the SEBI ICDR Regulations.

Pursuant to Regulation 22 of the SEBI ICDR Regulations, the Equity Shares held by our Promoters, which are locked-in in accordance with Regulation 16 of the SEBI ICDR Regulations, may be transferred to any member of the Promoter Group, or to a new promoter of our Company and the Equity Shares held by any persons other than our Promoters, which are locked-in in accordance with Regulation 17 of the SEBI ICDR Regulations, may be transferred to and among such other persons holding Specified Securities that are locked in, subject to continuation of the lock-in in the hands of the transferee for the remaining period and compliance with the SEBI Takeover Regulations, as applicable.

7. **Shareholding pattern of our Company**

The table below presents the Equity Shareholding pattern of our Company, as on the date of this Draft Red Herring Prospectus:

Category (I)	Category of shareholder (II)	Number of shareholders (III)	Number of fully paid up Equity Shares held (IV)	Number of Partly paid-up Equity Shares held (V)	Number of shares underlying Depository Receipts (VI)	Total number of shares held (VII)=(IV)+(V)+(VI)	Shareholding as a % of total number of shares (calculate as per SCRR, 1957) (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities (IX)				Number of shares Underlying Outstanding Convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)= (VII)+(X) As a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialised form (XIV)
								Number of Voting Rights			Total as a % of (A+B+C)			Number (a)	As a % of total Shares held (b)	Number (a)	As a % of total Shares held (b)	
								Class e.g.: Equity Shares	Class e.g.: Others	Total								
(A)	Promoters and Promoter Group	5	51,616,527	-	-	51,616,527	81.26	51,616,527	-	51,616,527	81.26	-	-	-	-	-	-	51,616,527
(B)	Public	118	11,902,473	-	-	11,902,473	18.74	11,902,473	-	11,902,473	18.74	-	-	-	-	-	-	11,902,473
(C)	Non-Promoter-Non Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C1)	Shares underlying depository receipts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(C2)	Shares held by employee trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**123**	**63,519,000**	**-**	**-**	**63,519,000**	**100.00**	**63,519,000**	**-**	**63,519,000**	**100.00**	**-**	**-**	**-**	**-**	**-**	**-**	**63,519,000**

8. **Details of shareholding of the major Shareholders of our Company:**

(a) Set out below are details of Shareholders holding 1% or more of the paid-up share capital of our Company as on the date of this Draft Red Herring Prospectus:

S. No.	Name of Shareholder	Number of Equity Shares (of face value of ₹2) held	Percentage of pre-Issue equity share capital (%)
1.	Harjindersingh Jaswantsingh Sarna	33,900,660	53.37
2.	Narendrakaur H. Sarna	10,501,931	16.53
3.	Manjeetsingh Gurbirsingh Sarna	3,646,336	5.74
4.	Samardeepsingh Sarna	3,169,600	4.99
5.	Protons Corporate Services Private Limited	1,776,471	2.80
6.	Rajesh Bhushan Munoor	783,044	1.23
7.	Hemant Jawaharlal Jhaveri	655,000	1.03
Total		**54,433,042**	**85.69**

(b) Set out below are details of Shareholders holding 1% or more of the paid-up share capital of our Company as of 10 days prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of Shareholder	Number of Equity Shares (of face value of ₹2) held	Percentage of pre-Issue equity share capital (%)
1.	Harjindersingh Jaswantsingh Sarna	33,900,660	53.37
2.	Narendrakaur H. Sarna	10,501,931	16.53
3.	Manjeetsingh Gurbirsingh Sarna	3,646,336	5.74
4.	Samardeepsingh Sarna	3,169,600	4.99
5.	Protons Corporate Services Private Limited	1,776,471	2.80
6.	Hemant Jawaharlal Jhaveri	655,000	1.03
Total		**53,649,998**	**84.46**

(c) Set out below are details of Shareholders holding 1% or more of the paid-up share capital of our Company as of one year prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of Shareholder	Number of Equity Shares (of face value of ₹2) held	Percentage of the pre-Issue Equity Share capital (%)
1.	Harjindersingh Jaswantsingh Sarna	33,900,660	53.37
2.	Narendrakaur H. Sarna	18,832,804	29.65
3.	Mankhush Kaur Sarna	3,169,600	4.99
4.	Samardeepsingh H. Sarna	3,169,600	4.99
5.	Gurbirsingh Jaswantsingh Sarna	4,446,332	7.00
Total		**63,518,996**	**100.00**

(d) Set out below are details of Shareholders holding 1% or more of the paid-up share capital of our Company as of two years prior to the date of this Draft Red Herring Prospectus:

S. No.	Name of Shareholder	Number of Equity Shares (of face value of ₹2 each) held	Percentage of the pre-Issue Equity Share capital (%)
1.	Harjindersingh Jaswantsingh Sarna	38,346,990	60.37
2.	Narendrakaur H. Sarna	18,832,804	29.65
3.	Mankhush Kaur Sarna	3,169,600	4.99
4.	Samardeepsingh H. Sarna	3,169,600	4.99
Total		**63,518,994**	**100.00**

9. **Details of the Shareholding of our Directors, our Key Managerial Personnel, our Senior Management Personnel, our Promoters and members of our Promoter Group**

Except as disclosed below, as on the date of this Draft Red Herring Prospects, neither our Promoters, the members of our Promoter Group, Directors, Key Managerial Personnel or Senior Management Personnel hold any Equity Shares in our Company:

S. No.	Name of the Shareholder	Number of Equity Shares held of ₹2 each	Percentage of the pre- Issue Equity Share capital (%)	Percentage of the post-Issue Equity Share capital (%)
Promoters				
1.	Harjindersingh Jaswantsingh Sarna *(also a Director and KMP)*	33,900,660	53.37	[●]
2.	Narendrakaur H. Sarna	10,501,931	16.53	[●]
3.	Manjeetsingh Gurbirsingh Sarna *(also a Director and KMP)*	3,646,336	5.74	[●]
Sub-Total		**48,048,927**	**75.64**	**[●]**
Promoter Group				
1.	Samardeepsingh Sarna	3,169,600	4.99	[●]
2.	Gurbirsingh Jasvantsingh Sarna	398,000	0.63	[●]
Sub-Total		**3,567,600**	**5.62**	**[●]**
Directors				
1.	Hemang Thakorlal Desai	65,359	0.10	[●]
Sub-Total		**65,359**	**0.10**	**[●]**
Total		**51,681,886**	**81.36**	[●]

For details, with respect to the shareholding of our Directors, KMPs and SMPs, see "*Our Management – Shareholding of Directors in our Company*" and "*Our Management – Shareholding of Key Managerial Personnel and Senior Management Personnel*" on pages 208 and 222, respectively.

10. The BRLM or its associates, as defined in the SEBI Merchant Bankers Regulations, do not hold any Equity Shares in our Company as of the date of this Draft Red Herring Prospectus. The BRLM and their associates may engage in 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 compensation.

11. Our Company, our Directors and the BRLM have not entered into any buy-back arrangements for purchase of the Specified Securities of the Company.

12. Our Company has not made any public issue since its incorporation and has not made any rights issue of any kind or class of securities since its incorporation, other than as disclosed in "*– Share Capital History of our Company*" on page 78.

13. Our Company does not have any partly paid-up Equity Shares as of the date of this Draft Red Herring Prospectus and all Equity Shares Allotted in the Issue will be fully paid-up at the time of Allotment.

14. Except for the Equity Shares/ Specified Securities, as the case may be, allotted pursuant to (i) the Issue; and (ii) the Pre-IPO Placement, , there will be no further issue of Equity Shares whether by way of issue of bonus shares, rights issue, preferential issue or any other manner during the period commencing from the date of filing of this Draft Red Herring Prospectus until the listing of the Equity Shares on the Stock Exchanges pursuant to the Issue or refund of application monies.

15. Our Company shall also ensure that any proposed pre-IPO placement disclosed in the draft offer document shall be reported to the Stock Exchanges, within 24 hours of such pre-IPO transactions (in part or in entirety).

16. There have been no financing arrangements whereby the members of our Promoter Group, our Directors, 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 months immediately preceding the date of this Draft Red Herring Prospectus.

17. Except as disclosed in "*-Secondary transactions of equity shares of our Company*," and "*-Build-up of Promoters' equity shareholding in our Company,*" neither our Promoters, the members of our Promoter Group nor our Directors or any of their relatives have purchased or sold any securities of our Company during the period of six months immediately preceding the date of this Draft Red Herring Prospectus.

18. Except for the Issue, our Company presently does not intend or propose to alter its capital structure for a period of six months from the Bid/ Issue Opening Date, by way of split or consolidation of the denomination of Equity Shares or further issue of Equity Shares (including issue of securities convertible into or exchangeable, directly or indirectly for Equity Shares) or any merger and acquisition whether on a preferential basis or by way of issue of bonus shares or on a rights basis or by way of further public issue of Equity Shares or qualified institutions placements or otherwise.

19. As of the date of this Draft Red Herring Prospectus, the total number of holders of the Equity Shares is 123.

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

21. There are no outstanding warrants, options or rights to convert debentures, loans or other instruments into, or which would entitle any person any option to receive Equity Shares as on the date of this Draft Red Herring Prospectus.

22. Our Company shall ensure that there shall be only one denomination of the Equity Shares, unless otherwise permitted by law.

23. Neither the Book Running Lead Manager nor any associate 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 associate of the Book Running Lead Manager) shall apply in the Issue under the Anchor Investor Portion.

24. As on the date of this Draft Red Herring Prospectus, none of the Equity Shares held by our Promoters and members of our Promoter Group are pledged or otherwise encumbered.

25. No person connected with the Issue, including, but not limited to, the members of the Syndicate, our Company, our Directors, our Promoters, members of our Promoter Group, shall offer or make payment of 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.

26. The Book Running Lead Manager is not an associate of the Company.

27. As on the date of this Draft Red Herring Prospectus, our Company does not have a stock appreciation right scheme.

28. As on the date of this Draft Red Herring Prospectus, our Company does not have an employee stock option scheme.

OBJECTS OF THE ISSUE

The Issue consists of the Fresh Issue of up to [●] Equity Shares aggregating up to ₹4,990.00 million.

For further details, see "*Issue Document Summary – Issue Size*" and "*The Issue*" on pages 18 and 68, respectively.

Fresh Issue

Requirement of funds

Our Company proposes to utilize the Net Proceeds towards funding the following objects:

1. Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4 (the "**Proposed Greenfield Project**");

2. Repayment or prepayment, in full or in part, of all or a portion of certain outstanding borrowings availed by our Company; and

3. General corporate purposes.

(collectively, the "**Objects**")

Further, our Company expects to receive the benefits of listing of the Equity Shares on the Stock Exchanges, enhancement of our Company's brand name amongst our existing and potential customers and creation of a public market for our Equity Shares in India.

The main objects clause and objects incidental and ancillary to the main objects as set out in the Memorandum of Association enables our Company to undertake (i) its existing business activities; and (ii) the activities proposed to be funded from the Net Proceeds. We confirm that the activities which we have been carrying out till date are in accordance with the objects clause of our Memorandum of Association.

Net Proceeds

The details of the proceeds of the Net Proceeds from the Fresh Issue are set out below:

Particulars	Estimated Amount (₹ million)
Gross Proceeds of the Fresh Issue[(1)]	4,990.00
(Less) Issue related expenses [(2)(3)]	[●]
Net Proceeds[(2)]	[●]

(1) Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

(2) To be finalized upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.

(3) For details of the expenses related to the Issue, see "-Issue Expenses" on page 105.

Utilization of Net Proceeds

The Net Proceeds are proposed to be utilized in accordance with the details as set out in the table below:

Sr. No.	Particulars	Estimated Amount [(3)]
		(₹ million)
1.	Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4 ("**Proposed Greenfield Project**")	3,100.00
2.	Repayment or prepayment, in full or in part, of all or a portion of certain outstanding borrowings availed by our Company	650.00
3.	General corporate purposes[(1)(2)]	[●]
	Net Proceeds[(1)]	[●]

(1) To be finalized upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC.

(2) The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds, in accordance with the SEBI ICDR Regulations.

(3) Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement,

if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

Proposed schedule of implementation and deployment of Net Proceeds

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

Particulars	Total estimated costs (A)	Amount deployed as on August 31, 2025 (B)	Balance amount to be incurred (C=A-B)	Estimated utilization from Net Proceeds[3]	Estimated schedule of deployment of Net Proceeds	
					Fiscal 2026	Fiscal 2027
	(₹ million)					
Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4 ("**Proposed Greenfield Project**")	3,977.44	724.70	3,252.74^	3,100.00	424.12	2,675.88
Repayment or prepayment, in full or in part, of all or a portion of certain outstanding borrowings availed by our Company	650.00	-	-	650.00	650.00	-
General corporate purposes[1][2]	[●]	[●]	[●]	[●]	[●]	[●]
Total	[●]	[●]	[●]	[●]	[●]	[●]

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

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

[2] *The amount utilized for general corporate purposes shall not exceed 25% of the Gross Proceeds.*

[3] *Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20.00% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.*

^ *₹152.74 million, i.e. the difference between ₹3,252.74 million under (C) and the estimated utilization from Net Proceeds of ₹3,100.00 million is proposed to be funded from internal accruals. For further details, please see "-Means of Finance" on page 96.*

The estimated schedule of deployment of the Net Proceeds provided above is indicative and our management may vary the amount to be utilized in a particular Financial Year at its discretion, subject to compliance with applicable law. Given the nature of our business, we may have to revise our funding requirements and deployment of the Net Proceeds from time to time, on account of a variety of factors such as our financial condition, business strategies and external factors such as market conditions, geopolitical situations, the competitive environment or other external factors, which may not be within the control of our management. This may entail rescheduling or revising the proposed utilisation of the Net Proceeds, the implementation and deployment schedule provided above and our funding requirements, including the expenditure for a particular purpose, at the discretion of our management, subject to compliance with applicable laws. In the event that we are unable to utilize the entire amount that we have currently estimated for use out of the Net Proceeds in Fiscals 2026 and 2027, we will utilize such unutilized amount in the following Fiscal(s). Any such change in our plans may require rescheduling of our expenditure programs and increasing or decreasing expenditure for a particular object vis-à-vis the utilization of Net Proceeds, subject to compliance with applicable law. For further details, please see "*Risk Factors - Any variation in the utilisation of the Net Proceeds would be subject to certain compliance requirements, including prior shareholders' approval*."

The above fund requirements are based on our current business plan, management estimates, other commercial and technical factors including interest rates and other charges, terms of the facility documents for borrowings and quotations received from third-party vendors, which are subject to change in the future. These are based on current conditions and are subject to revisions in light of changes in costs, our financial condition, our business operations or growth strategy or external circumstances which may not be in our control. Additionally, we have also relied on a techno-economic viability report dated September 5, 2025 issued by Pankaj Jayantilal Gandhi, Chartered Engineer, in relation to the cost assessment for financing the Proposed Greenfield Project ("**TEV Report**"), and our board resolution dated September 5, 2025 approving the Objects of the Issue. However, such fund requirements and deployment of funds have not been appraised by any bank, or financial institution. We may have to revise our funding requirements and deployment schedule from time to time, on account of variety of factors such as our financial and market condition, business strategy, variation in cost estimates, availability of raw material, machinery, equipment and suitable workforce and other external factors such as changes in the business environment and interest or exchange rate fluctuations, geo-political situations, which may not be within the control of our management. This may entail rescheduling or

revising the planned expenditure and funding requirements, including the expenditure for a particular purpose at the discretion of our management, subject to compliance with applicable laws. For further details of the Proposed Greenfield Project, see "*— Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4* " on page 96.

Subject to applicable law, in the event of any increase in the actual utilization of funds earmarked for the purposes set forth above, such additional funds for a particular activity will be met by way of means available to us, including from internal accruals and/ or any additional equity and/or debt arrangements. Further, if the actual utilization towards any of the stated objects is lower than the proposed deployment, the balance remaining may be utilized towards future growth opportunities, and/or towards funding any of the other Objects or for any other purpose, and/or general corporate purposes, subject to applicable laws to the extent that the total amount to be utilized towards general corporate purposes will not exceed 25% of the Gross Proceeds in accordance with the SEBI ICDR Regulations and in compliance with the objectives as set out under "*— Details of the Objects—General corporate purposes*" on page 105.

For further information on factors that may affect our internal management estimates, see "*Risk Factors—The objects of the Issue for which funds have been raised and proposed deployment of the Net Proceeds of the Issue have not been appraised by a bank or a financial institution. The deployment of funds is entirely at the discretion of our management. Any revision in the estimates may require us to reschedule our expenditure and may have a bearing on our business and results of operations. Further, if there are any delays or cost overruns, our business, financial condition and results of operations may be adversely affected*" on page 35.

Means of finance

The amount to be spent on the Proposed Greenfield Project shall be financed in the manner set forth below:

Sr. No.	Particulars	Amount (₹ in million)
1.	Proposed Greenfield Project Cost (A)	3,977.44
2.	Funds already deployed till August 31, 2025 (B)[(1)]	724.70
3.	Balance Project Cost (C) = (A-B)	3,252.74
4.	Estimated utilisation from internal accruals (D)*	152.74
5.	Estimated utilization from the Net Proceeds (E) = (C-D)	3,100.00

(1) As certified by our Statutory Auditors, by way of their certificate dated September 5, 2025, amount of ₹ 724.70 million is utilized towards the Proposed Greenfield Project as on August 31, 2025. Out of ₹ 724.70 million, Company has utilized ₹ 390.00 million from ICICI Bank term loan, as sanctioned vide letter dated May 18, 2024, and ₹ 334.70 million from Internal accruals.

** As certified by our Statutory Auditors, by way of their certificate dated September 5, 2025, as on March 31, 2025, our Company has internal accruals aggregating up to ₹ 2,245.09 million.*

Out of the total ₹3,977.44 million of Proposed Greenfield Project cost, ₹ 724.70 million has been utilized towards the Proposed Greenfield Project as on August 31, 2025. Out of ₹ 724.70 million, our Company has utilized ₹ 390.00 million from ICICI Bank term loan, as sanctioned vide letter dated May 18, 2024, and ₹334.70 million from internal accruals. Accordingly, we are in compliance with the requirements prescribed under Paragraph 9(C)(1) of Part A of Schedule VIII and Regulation 7(1)(e) of the SEBI ICDR Regulations which require firm arrangements of finance to be made through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Issue and existing identifiable internal accruals.

Details of the Objects

1. ***Financing the capital expenditure requirements of our Company towards Manufacturing Facility 4 ("Proposed Greenfield Project")***

According to the F&S Report, the global specialty chemical market stands at USD 1,309 billion in 2024 and is expected to reach 1,802 billion in 2029 at a CAGR of 6.6%. The past two decades have seen a significant shift in the speciality chemical intermediates industry, from developed countries (particularly the US) to emerging ones in the Asia-Pacific (APAC) region (*Source: F&S Report*). In 2024, APAC accounted for dominant share of the global speciality chemical intermediates market, with a share of 56%, followed by North America and Europe. In terms of region-wise demand, India's specialty chemical intermediates industry is expected to post 10.02% CAGR between 2025 and 2030, owing to rising demand from end-user industries, along with tight global supply on account of stringent environmental norms in China (*Source: F&S Report*). In contrast, markets such as America and Europe are expected to clock less than 3% CAGR over the next five years (2024-2029) because of industry saturation in these regions. China's speciality chemical intermediates industry, which saw historic growth rates of ~10-11% and above until 2013, is expected to post slower ~5-6% CAGR between 2024 and 2029 (*Source: F&S Report*).All our Manufacturing Facilities are functionally integrated and located in Vapi, Gujarat. As of March 31, 2025, we operate three Manufacturing Facilities with an aggregate installed capacity of 6,962 metric tonnes per annum covering a total area of 9,688 square metres. For Fiscal 2025, Fiscal 2024 and Fiscal 2023, the total capacity utilisation of our Manufacturing Facilities, calculated on the basis of total production capacity, was 74.29%, 71.27% and 61.36% respectively. For further details of our strategy, see "*Our Business—Our Strategies— Setting-up of a new manufacturing facility to enhance capacities*" on page 166.

We have been successful in expanding our product portfolio from 102 products in Fiscal 2023 to 135 products in Fiscal 2025.

To cater to the growing demand from our existing customers and to meet requirements of our new customers, we intend to, and are in the process of, expanding our manufacturing capacities.

We plan to expand our manufacturing capacities through the proceeds of the Issue, by financing the capital expenditure requirements of our Company to set up the Proposed Greenfield Project at Vapi, Gujarat at Manufacturing Facility 4. Our total manufacturing capacity is expected to increase from the current 6,962 MT per annum to 12,985 MT per annum, almost doubling our existing manufacturing capacity, in the adjacent land (our Registered Office), with an area of 19,912.47 square metres. Pursuant to our strategy, we will continue to periodically review the functioning of our in–house product development strategy, identify scope for expansion and undertake projects to increase our production capabilities. We believe we offer a growing product portfolio to satisfy the intermediate requirements through our Manufacturing Facilities and setting up of the Proposed Greenfield Project. We also intend to manufacture new products within our new manufacturing facility.

For further details of our strategy, see "*Our Business—Our Strategies— Setting-up of a new manufacturing facility to enhance capacities*" on page 166.

A. Estimated Project Cost

The total cost to setup the Proposed Greenfield Project is ₹3,977.44 million, based on management estimates in accordance with our business plan, and as certified by Pankaj Jayantilal Gandhi in the TEV Report. Our Company proposes to utilize ₹ 3,100.00 million from the Net Proceeds towards the Proposed Greenfield Project.

The amount to be spent on the Proposed Greenfield Project shall be financed in the manner set forth below:

Sr. No.	Particulars	Amount (₹ in million)
1.	Proposed Greenfield Project Cost (A)	3,977.44
2.	Funds already deployed till August 31, 2025 (B)[(1)]	724.70
3.	Balance Project Cost (C) = (A-B)	3,252.74
4.	Estimated utilisation from internal accruals (D)*	152.74
5.	Estimated utilization from the Net Proceeds (E) = (C-D)	3,100.00

(1) As certified by our Statutory Auditors, by way of their certificate dated September 5, 2025, amount of ₹ 724.70 million is utilized towards the Proposed Greenfield Project as on August 31, 2025. Out of ₹ 724.70 million, Company has utilized ₹ 390.00 million from ICICI Bank term loan, as sanctioned vide letter dated May 18, 2024, and ₹ 334.70 million from Internal accruals.

**As certified by our Statutory Auditors, by way of their certificate dated September 5, 2025, as on March 31, 2025, our Company has internal accruals aggregating up to ₹ 2,245.09 million.*

We have received quotations from various suppliers for the capital expenditure required to establish the Proposed Greenfield Project and undertaking the associated work.

The Proposed Greenfield Project is being established at Plot no 5202, Phase III, GIDC, Vapi, Gujarat – 396 195 ("**Manufacturing Facility 4**") on land that has been leased from GIDC for a term of 99 years till December 13, 2088.

The break-down of the estimated costs for the Proposed Greenfield Project is as set out in the table below:

(₹ in million)

Particulars	Estimated Costs*#	Internal Accruals	Term loan	Balance Costs
Land (Note 1)	233.16	193.16	40.00	-
Sub Total A	**233.16**	**193.16**	**40.00**	**-**
Factory Building	341.54	141.54	200.00	-
Civil & Structure (Note 2)	826.77	-	106.00	720.77
Sub Total B	**1,168.31**	**141.54**	**306.00**	**720.77**
Plant and Machinery, Equipment & Others (Note 2)				
Multi Purpose Plant	616.66	-	44.00	572.66
Common Equipment	64.12	-	-	64.12
Intermediate Plant	151.60	-	-	151.60
Active Pharmaceutical Ingredient Plant	239.06	-	-	239.06
Lab Equipment	71.75	-	-	71.75
Effluent Treatment Plant	252.60	-	-	252.60
Piping - Material Equipment, Utility	256.50	-	-	256.50
Equipment & Piping Erection	115.02	-	-	115.02
Instrumentation, electric cables & switches	272.86	-	-	272.86
Insulation works	80.34	-	-	80.34
Painting works	28.27	-	-	28.27
Electrical installations, DG, transformer, panels etc	176.39	-	-	176.39
Furniture & Fixtures	72.50	-	-	72.50

Particulars	Estimated Costs*#	Internal Accruals	Term loan	Balance Costs
Sub Total C	**2,397.67**	**-**	**44.00**	**2,353.67**
Others				
Packaging, Transportation, Transit Insurance (@2% of B+C) (Note 3)	71.32	-	-	71.32
Contingency (@3.0% of B+C) (Note 4)	106.98	-	-	106.98
Sub Total D	**178.30**	**-**	**-**	**178.30**
Grand Total (A+B+C+D)	**3,977.44**	**334.70**	**390.00**	**3,252.74**

**All the above costs are exclusive of applicable GST*

#As per the TEV Report. For further details, see "Material Contracts and Documents for Inspection" on page 393.

Note:

1. Land

Our Company has already procured the plot of land at Manufacturing Facility 4, which was allotted to us by the Gujarat Industrial Development Corporation pursuant to the sale deed dated May 28, 2024, for lease period of 99 years till December 13, 2088, for the Proposed Greenfield Project. Our Company has paid a total consideration including registration cost of ₹ 574.69 million for this acquisition, including acquisition of land along with existing factory building.

2. Civil & Structure, Plant and Machinery and Equipment and Others:

The costs associated with purchase of machinery and equipment, are as set out in the table below*:

Sr. No.	Description of the item	Name of the Vendor	Quantity / Area	Total Cost (₹ in million)**	Date of Quotations (Range)	Validity (Range)
Plant and Machinery and Equipment and Others						
1.	Pipe, Mineral wool & cold	Ayyappa Insulation Work	47,666	80.34	June 8, 2025	Six months
2.	Gauges, Arrestor, Rupture disc, Safety valve, rotameter, level gauge, thermowell, PRV, transmitter element, level switch, flow meter, on-off valve, load cell, SCADA automation with system with cabinets, cable glands, cable tray, flame proof panel, junction box & mechanical fastners	Auro Switchgear Pvt. Ltd.	11,997	232.39	June 8, 2025	Six months
3.	Instrumentation: Steel structures	Auro Switchgear Pvt. Ltd.	20	2.76	June 8, 2025	Six months
4.	Instrumentation: Cables, cable tray, pipes & pneumatic tubing	Auro Switchgear Pvt. Ltd.	140,019	37.70	June 8, 2025	Six months
5.	Silicon oil	Auro Switchgear Pvt. Ltd.	3	0.008	June 8, 2025	Six months
6.	PPRC pipes	Aspen Polylines Private Limited	35,112	25.55	August 8, 2025	February 07, 2026
7.	PPRC elbow, TEE	Aspen Polylines Private Limited	711	0.21	August 8, 2025	February 07, 2026
8.	Bellows, steam traps, piston valve	Credence Engineers & Co	1,328	12.21	August 11, 2025	Six months
9.	UPVC pipes	Unique Hardware	12,592	4.39	August 8, 2025	Six months
10.	SS pipes	Poonam Pipes & Tubes Pvt. Ltd.	60,622	81.57	August 11, 2025	Six months
11.	SS elbow, flanges, TEE,	Poonam Pipes & Tubes Pvt. Ltd.	21,445	28.34	August 11, 2025	Six months
12.	Ball valve, Butterfly valve, Globe valve, strainer	Apex Associates	8,580	104.24	August 11, 2025	Six months
13.	Industrial piping erection & commissioning	Sagar Engineers	229,571	66.13	August 11, 2025	Six months
14.	Fitting fabrication & commissioning of valves, elbows, T-joints & other related accessories	Sagar Engineers	49,668	14.560	August 11, 2025	Six months
15.	Erection & positioning of process equipments	Sagar Engineers	1,045	34.33	August 11, 2025	Six months

Sr. No.	Description of the item	Name of the Vendor	Quantity / Area	Total Cost (₹ in million)**	Date of Quotations (Range)	Validity (Range)
16.	Lab Equipments: HPLC, Gas Chromatogram, sonicator, Ph meter, conductivity meter, analytical balance, UV UHPLC, water purification system, magnetic stirrer, rotary evaporator, automatic titrator, karlfischer, melting range, hot air oven, hot plate, vacuum oven, Ph meter, vac pump, stability chamber, oil bat, lab furniture, air conditioner etc	Spincotech Systems LLP, Agilent Technologies India Private Limited, Toshvin Aanalytical Private Limited, Inkarp Instruments Private Limited, Vinca Labtech and Scientific Solutions (P) Ltd, System Enterprises	79	71.75	June 3, 2025 to September 1, 2025	Three months, six months, 180 days, December 22, 2025
17.	Common equipment: Hydraulic scissor lift, Battery Operated forklift, hydraulic pallet trolley, hydraulic dock leveller, stand-on stacker, fire-fighting system, Tube ice plant, Heavy duty pallet racking system	Jainam Engineering and Services, Sai Associates, Chirag Ice Factory Private Limited	126	64.12	June 23, 2025 to August 12, 2025	Six months, 180 days / December 25, 2025
18.	Reactors: (Reactor, Auto clave, Dosing, Distillation, Vessel, Collection vessel)	Padmavati Vessels & Equipments, Sachin Industries Limited, Nano-mag Technologies Private Limited, Technocrat Solutions	389	365.667	August 1, 2025 to August 13, 2025	Six months, 180 days, 8 months
19.	Condensers	Padmavati Vessels & Equipments	217	124.81	June 21, 2025 to August 3, 2025	Six months
20.	Tanks: (Storage Tank, Storage Vessel)	Padmavati Vessels & Equipments	50	61.96	August 4, 2025 to August 5, 2025	Six months
21.	Filter: (Candle, ANFD, RCVD, Tray Dryer, Centrifuge, Leaf filter, Blender, Cartridge, filter Press, Multi Mill, Sifter)	Microfine Technology, Padmavati Vessels & Equipments, Naubhai Mavjibhai Patel filter, Bectochem Consultants & Engineers Private Limited, Ultramech Engineering, BEW Engineering Limited, Joflo Industries Private Limited, Noor Tech, Midas Microtech Engineering Private Limited, Wintech Pharmachem Equipments Private Limited	1,046	225.73	July 7, 2025 to August 14, 2025	Six months, 180 days
22.	Pumps	Apex Associates, Crozair Technicea Private Limited	138	104.67	August 14, 2025	Six months, 180 days
23.	Utilities: (Scrubber, Thermopack, Boiler, Nitrogen plant, cooling ,chilling, brine, water system, weight balance, hot water unit, material lifter)	Credence Engineers & Co, Unitrade India, Voltas Limited, Himgiri FRP Cooling Towers Private Limited, Muse Water Technologies, Sam Gas Projects Private	93	124.48	August 4, 2025 to August 14, 2025	Six months, 180 days, December 30, 2025, February 14, 2026

Sr. No.	Description of the item	Name of the Vendor	Quantity / Area	Total Cost (₹ in million)**	Date of Quotations (Range)	Validity (Range)
		Limited, Shree engineering, Eco Chimneys Pvt Ltd, Deep Engineering. Thermax Limited				
24.	225 KLD ETP Plant	Ecosystem Resource Management Pvt. Ltd	1	33.40	June 13, 2025	Six months
25.	360 KLD ETP Plant	Ecosystem Resource Management Pvt. Ltd	1	216.70	June 13, 2025	Six months
26.	20 KLD STP Plant	Ecosystem Resource Management Pvt. Ltd	1	2.50	June 13, 2025	Six months
27.	Pipes one coat red oxide & two coat epoxy paint	Ananya Enterprise	237,027	20.38	August 6, 2025	Six months
28.	Equipments one coat red oxide & three coat epoxy paint	Ananya Enterprise	71,027	7.88	August 6, 2025	Six months
29.	HT Cables / Breakers	Jatson Power Pvt Ltd	136	3.00	August 13, 2025	Six months
30.	Transformer & DG Sets	Jatson Power Pvt Ltd	5	39.85	August 13, 2025	Six months
31.	Main, Sub - Panels and Busduct	Jatson Power Pvt Ltd	26	77.31	August 13, 2025	Six months
32.	For Distribution Boards	Jatson Power Pvt Ltd	41	0.66	August 13, 2025	Six months
33.	For MCB Switching Control Boards and Receptacles	Jatson Power Pvt Ltd	120	1.74	August 13, 2025	Six months
34.	Power & Control Cables	Jatson Power Pvt Ltd	86,670	21.36	August 13, 2025	Six months
35.	End Terminations	Jatson Power Pvt Ltd	6,714	2.52	August 13, 2025	Six months
36.	Cable Tray & Structural Steel	Jatson Power Pvt Ltd	35,850	9.34	August 13, 2025	Six months
37.	Earthing System	Jatson Power Pvt Ltd	16,003	2.86	August 13, 2025	Six months
38.	Junction Boxes	Jatson Power Pvt Ltd	1,107	1.61	August 13, 2025	Six months
39.	For Internal Wiring	Jatson Power Pvt Ltd	4,180	1.52	August 13, 2025	Six months
40.	Lighting Fixtures	Jatson Power Pvt Ltd	1,966	10.50	August 13, 2025	Six months
41.	Exhaust Fans / Air Circulator Fans	Jatson Power Pvt Ltd	29	0.14	August 13, 2025	Six months
42.	Structured Cabling (Data & Voice)	Jatson Power Pvt Ltd	4,614	0.98	August 13, 2025	Six months
43.	Inverter	Jatson Power Pvt Ltd	1	0.71	August 13, 2025	Six months
44.	Rcc Hume / Pvc Pipes	Jatson Power Pvt Ltd	280	0.18	August 13, 2025	Six months
45.	Excavation and Backfilling	Jatson Power Pvt Ltd	1,325	0.48	August 13, 2025	Six months
46.	Sub Station First Aid Accessories	Jatson Power Pvt Ltd	82	0.10	August 13, 2025	Six months
47.	Lightning Arrestor and Conductors	Jatson Power Pvt Ltd	2,040	1.55	August 13, 2025	Six months
48.	Interior Work (Admin Building)	Chetan D. Kanade	20,000	72.50	August 18, 2025	Six months
Total (A)				**2,397.67**		
Civil and Structure						
49.	Intermediate Plant Buildings	Ratna Construction Co.	264,830	622.35	October 27, 2024	One year
50.	MPP-1 Process Pad, API-Process Pad, Intermediate Process Pad, Warehouse, Boiler & Briquette,	Ratna Construction Co.	6,9471	125.05	October 27, 2024	One year

Sr. No.	Description of the item	Name of the Vendor	Quantity / Area	Total Cost (₹ in million)**	Date of Quotations (Range)	Validity (Range)
	Transformer Yard, OHC, Security, Cabin and Admin					
51.	Utility - MPP-1 - Underground and Overhead, API Underground and Overhead, Intermediate Underground and Overhead, Admin Overhead Tank, Underground and RAW Tank	Ratna Construction Co.	1,821,000	32.78	October 27, 2024	One year
52.	RCC tank	Ratna Construction Co.	5,100	2.81	October 27, 2024	One year
53.	Tank Form, Non PESO Tank Form, Solvent Yard and Explosive Yard	Ratna Construction Co.	7,365	3.31	October 27, 2024	One year
54.	Hazardous Waste Shed, Empty Drum Shed and Scrap Yard Shed	Ratna Construction Co.	7,200	8.28	October 27, 2024	One year
55.	Internal Road and Parking	Ratna Construction Co.	51,508	20.09	October 27, 2024	One year
56.	Garden and Work of Weigh Bridge	Ratna Construction Co.	Not applicable	12.10	October 27, 2024	One year
Total (B)				**826.77**		
Total (A+B)				**3,224.45**		

** As per the TEV Report.*
*** Exclusive of GST*

All quotations received from the vendors / suppliers mentioned above are valid as on the date of this Draft Red Herring Prospectus. However, we have not entered into any definitive agreements with any of the above suppliers which have provided quotations and there can be no assurance that the abovementioned suppliers would be engaged to eventually supply the machinery or that the abovementioned machinery and equipment would be purchased at the specified costs. There may be changes in the costs due to factors outside of our control, including changes in price of materials required or machinery and equipment, changes in market conditions, competitive environment, inflation, technological changes, changing customer preferences, interest or exchange rate fluctuations and changes in regulations or government policies and such change in cost may or may not be favourable to us.

Our Promoters, Directors, Key Managerial Personnel and Senior Management Personnel do not have any interest in the vendors from whom our Company has obtained quotations in relation to the proposed capital expenditure.

The quantity of machinery and equipment to be purchased is based on the estimates of our Company's management. Accordingly, the number of units of each machine proposed to be purchased may vary based on the availability of, specifications of the machinery and equipment or negotiations with the relevant vendors. There may be revisions in the final amounts payable towards these purchases pursuant to any taxes or levies payable on such item or freight or installation cost, which will be paid from our internal accruals. Further, GST and/or any other applicable taxes will be paid by Company from internal accruals. See "*Risk Factors–Our proposed expansion plans which involve setting up of a new greenfield manufacturing project in Vapi, Gujarat ("Proposed Greenfield Project") is subject to the risk of unanticipated delays in implementation and cost overruns*" on page 35.

None of the plant, machinery, equipment and other assets intended to be procured for the Proposed Greenfield Project will be second hand.

B. Approvals

As of the date of this Draft Red Herring Prospectus, the material clearances, licenses, permissions or approvals required from government authorities which are necessary for commencement of establishing the Proposed Greenfield Project have been received. Certain material approvals will be required in connection with the establishment of the Proposed Greenfield Project, which are set out below:

Sr.no	Approval for	Issuing authority	Stage at which approvals are required	Date of Approval	Validity
1.	Building Plan approval	Gujarat Industrial Development Corporation	Prior to commencement of operations	February 16, 2025	Two years
2.	Environment Clearance	Ministry of Environment and Forest	Prior to commencement of operations	February 10, 2025	-

Sr.no	Approval for	Issuing authority	Stage at which approvals are required	Date of Approval	Validity
3.	Consent to Establish	Gujarat Pollution Control Board	Post environment clearance	September 4, 2024	Seven years
4.	Provident fund	Provident fund	March 1, 1996	March 1, 1996	One Time
5.	PAN	Income tax dept	July 7, 1992	July 7, 1992	One Time
6.	GST	Ministry of Finance	July 1, 2017	July 1, 2017	One Time
7.	Building and other construction work	Factory Inspector	Prior to commencement of operations	October 18, 2024	December 31, 2025 and to be renewed as required
8.	Factory License	Factory Inspector	Before start of commencement of operations	To be applied after completion of project	One Time and periodic renewal
9.	Boiler registration	Boiler Inspector	Before start of commencement of operations	To be applied after completion of project	One Time and periodic renewal
10.	Contract Labour Registration	labour inspector	To be applied after completion of project	To be applied after completion of project	One Time
11.	Petroleum and Explosives Safety Organization	Explosive Department	To be applied after completion of project	To be applied after completion of project	One Time
12.	ESIC	ESIC	To be applied after completion of project	To be applied after completion of project	One Time
13.	General Insurance	-	To be applied after completion of project	To be applied after completion of project	One Time and periodic renewal
14.	Stability certificate	Chartered Engineer	To be applied after completion of project	To be applied after completion of project	One Time and periodic renewal
15.	MA-1 license (required for use of methanol flammable sub-stance)	Prohibition & Excise Department	To be applied after completion of project	To be applied after completion of project	One Time and periodic renewal
16.	Consolidated Consent & Authorisation	Gujarat Pollution Control Board	To be applied after completion of project	To be applied after completion of project	Five years

Note: As per the TEV Report

Our Company will undertake the relevant steps to apply to the authorities for the relevant approvals in accordance with applicable law at the appropriate stages. In the event of any unanticipated delay in receipt of such approvals, the proposed schedule of implementation and deployment of the Net Proceeds may be extended or varied, subject to timelines and other factors.

3. Packaging, Transportation, Transit Insurance

Considering the number of plant and machinery, equipment required for the Proposed Greenfield Project, a cost equivalent to 2.00% of the total cost of equipment, and various plants is estimated as additional expanses for packaging, logistics and transit insurance charges amounting to ₹ 71.32 million.

4. Contingency Cost

A contingency provision equivalent to 3.00 % of the combined costs for building, civil works and plant and machinery amounting to ₹ 106.98 million has been included to absorb potential cost overruns arising from material price escalation, scope adjustments and other unforeseen expenditures.

5. Utilities

Water will be provided by Gujarat Industrial Development Corporation ("**GIDC**") and power will be provided by Dakshin Gujarat Vij Company Limited ("**DGVCL**").

6. Schedule of Implementation

The detailed schedule of implementation for the Proposed Greenfield Project is as set out in the table below:

S. No.	Particulars	Expected date of commencement	Expected date of completion
1.	Acquisition of land*	-	Completed on May 28, 2024
2.	Building construction and related civil works	November 2024	June 2026
3.	Installation of plant and machineries	February, 2026	November 2026
4.	Trial Run	April, 2026	January 2027
5.	Date of Commercial production	June, 2026	January 2027
6.	Details of any delays that have been experienced so far in execution	Not applicable	Not applicable

Note: As per the TEV Report
**Purchased on lease from GIDC for a term of 99 years, i.e., till December 13, 2088.*

Benefit expected from Proposed Greenfield Project:

The Proposed Greenfield Project will increase installed capacity of 6,962 MT per annum to 12,985 MT per annum, almost doubling existing manufacturing capacity. The Proposed Greenfield Project will help our Company to add new products & enhance the strength of the company by adding market share to the business. The new products planned to be produced at the Proposed Greenfield Project are 5 Nitro Salicylic Acid (NSA), Chloro Anthraquinone (CAQ), Telmisartan (TMS), Mesalamine (MSZ), Valsartan (VST), Bisoprolol Fumarate (BPF), Hydroxynovaldiamine (HNDA), Ethyl Tryptophol (ETP), Etodolac (ETD), Quetiapine Hemifumarate (QHF), Bupropion Hydrochloride (BPH), Ebastine (EBT), Artemether (ATM) and 1-Aminoanthraquinone (AAQ).

If there is any increase in the estimated costs as mentioned above, the additional costs shall be met by any means available to us, including internal accruals and/ or additional equity and/or debt arrangements. Additionally, the applicable taxes (where not included), packaging charges (where not included), freight and installation charges (where not included), will be paid out of our internal accruals.

2. **Repayment or prepayment, in full or in part, of all or a portion of certain outstanding borrowings availed by our Company**

Our Company avails credit facilities in the ordinary course of business, primarily for meeting its working capital requirements and capital expenditure. For further details, please see section titled "*Financial Indebtedness*" beginning on page 313. As of July 31, 2025, our total outstanding borrowings amounted to ₹2,035.13 million.

Our Company proposes to utilise an estimated amount of up to ₹650.00 million from the Net Proceeds towards pre-payment or scheduled repayment of all or a portion of the outstanding borrowings availed by our Company.

We may repay or refinance some loans set out in the tables below, prior to filing of the Red Herring Prospectus. In such a situation, we may utilise the Net Proceeds for part or full repayment of any such additional loan or loans obtained to refinance any of our existing loans. We may choose to repay or pre-pay 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. Given the nature of these borrowings and the terms of repayment/pre-payment, the aggregate outstanding borrowing amounts may vary from time to time. In light of the above, at the time of filing the Red Herring Prospectus, the tables below shall be suitably updated to reflect the revised amounts or loans as the case may be which have been availed by us. 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 in part or full by us in the subsequent fiscal. The selection of borrowings proposed to be repaid/prepaid by us shall 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 the borrowings and time taken to fulfil such requirements, (iii) levy of any prepayment penalties and the quantum thereof, (iv) other commercial considerations including, among others, the interest rate on the loan facility, the amount of the loan outstanding and the remaining tenor of the loan, (v) receipt of consents for prepayment or waiver from any conditions attached to such prepayment from our lenders and (vi) provisions of any law, rules, regulations governing such borrowings. Further, our Company has obtained written consents from our lenders for undertaking the Issue, as required. In light of the above, if at the time of filing the Red Herring Prospectus, any of the below mentioned loan is repaid in part or full or refinanced or if any additional credit facilities are availed or drawn down or if the working capital borrowings increase, then the table below shall be suitably revised to reflect the revised amounts or loans as the case may be which have been availed by our Company. The amount allocated for estimated schedule of deployment of Net Proceeds in a particular Fiscal may be utilized for repayment or prepayment of borrowings availed by our Company in the subsequent Fiscal, as may be deemed appropriate by our Board, subject to applicable law.

Our Company has obtained written consents from our lenders for undertaking the Issue. We believe that such repayment or prepayment will help reduce our outstanding indebtedness and our debt-equity ratio and enable utilization of our internal accruals for further investment in business growth. In addition, we believe that the strength of our balance sheet and our leverage capacity will further improve, which shall enable us to raise further capital in the future at competitive rates to fund potential business development opportunities and plans to grow and expand our business in the coming years. For details in relation to the credit ratings of our Company, see "*Risk Factors – We have been assigned a long term rating of CRISIL BBB/Positive and a short-term rating of CRISIL A3+ by CRISIL on August 13, 2025. Any downgrading of our credit rating by a credit rating agency may increase interest rates for our future borrowings, which would increase our cost of borrowings, and adversely affect our ability to borrow on a competitive basis*" on page 50.

The following table sets forth details of certain borrowings availed by our Company, which are outstanding as on July 31, 2025 out of which our Company may repay/prepay, all or a portion of, any or all of the borrowings, from the Net Proceeds:

[Remainder of this page has been left blank intentionally]

Sr. No.	Name of Lender	Date of sanction Letter/facility agreement	Nature of Loan	Rate of Interest (% per annum)	Tenor of Loan (fund based facilities)	Total Sanctioned amount (fund based facilities) (in ₹ million) (as on July 31, 2025)	Total Loan outstanding amount (fund based facilities) as on July 31, 2025 (in ₹ million)	Repayment Schedule	Prepayment Penalty/ conditions	Purpose for which loan was sanctioned and utilized*
1.	ICICI Bank	May 18, 2024	Term Loan	9.10%	5 years	390.00	325.00	60 months	No Prepayment Charges	Capital expenditure requirements
2.	ICICI Bank	July 18, 2023	Term Loan	9.10%	5 years	385.00	263.80	60 months	No Prepayment Charges	Capital expenditure requirements
3.	Bank of India	November 7, 2022	Packing credit facility	6.50%	-	100.00	83.96	-	A/c taken over within: 2 years- 3% of Sanction limit for Working capital 2-5 years- 2% of Sanction limit for Working capital Above 5 years- ICR 1 to 6: 1% of S/L for Working capital ICR 7 to 10: NIL	Working capital requirements
4.	Bank of India	November 7, 2022	Cash Credit	9.10%	-	40.00	11.71	-	A/c taken over within: 2 years- 3% of Sanction limit for Working capital 2-5 years- 2% of Sanction limit for Working capital Above 5 years- ICR 1 to 6: 1% of S/L for Working capital ICR 7 to 10: NIL	Working capital requirements
5.	ICICI Bank	November 11, 2020	Cash Credit/ Packing credit facility	9.10%	-	100.00	83.96	-	No Prepayment Charges	Working capital requirements
	Total					**1,015.00**	**768.43**			

**In accordance with Clause (9)(A)(2)(b) of Part A of Schedule VI of the ICDR Regulations, our Company has obtained a certificate dated September 5, 2025 from the Statutory Auditors certifying the utilization of loan for the purpose availed. The loans availed by the Company from the lenders as set above were utilized for the purpose for which such loans were availed.*

In the event that there are any prepayment or repayment penalties required to be paid under the terms of the relevant financing arrangements, the amount of such prepayment or repayment penalties shall be paid by us out of our internal accruals.

3. **General corporate purposes**

The general corporate purposes for which our Company proposes to utilise Net Proceeds include, but are not restricted to meeting ongoing general corporate exigencies and contingencies, expansion into existing and newer businesses, meeting working capital requirements, expenses incurred in ordinary course of business, future growth needs including organic and inorganic, business development initiatives, research and new product development, payment of commission and/or fees to consultants, employee welfare activities, other expenses including salaries and wages, administration, insurance, repairs and maintenance, payment of taxes and duties and any other purpose, as may be approved by the Board or a duly constituted committee thereof, subject to compliance with applicable law, including provisions of the Companies Act.

The allocation or quantum of utilization of funds towards each of the above purposes will be determined by our Board, based on the amount actually available under this head and the business requirements of our Company and other relevant considerations, from time to time. Our Company's management, in accordance with the policies of our Board, shall have flexibility in utilizing surplus amounts, if any. Our management, in accordance with the policies of our Board, will have flexibility in utilizing the proceeds earmarked for general corporate purposes. In the event that we are unable to utilize the entire amount that we have currently estimated for use out of Net Proceeds in a Fiscal, we will utilize such unutilized amount in the subsequent Fiscals.

Issue expenses

The total expenses of the Issue are estimated to be approximately ₹ [●] million. The Issue related expenses primarily include fees payable to the BRLM and legal counsel, fees payable to the Auditors, brokerage and selling commission, underwriting commission, commission payable to Registered Brokers, RTAs and CDPs, SCSBs' fees, Escrow Collection Bank fees, Sponsor Banks' fees, the Registrar's fees, printing and stationery expenses, advertising and marketing expenses and all other incidental and miscellaneous expenses for listing the Equity Shares on the Stock Exchanges.

All costs, charges, fees and expenses associated with and incurred in connection with the Issue shall be borne by the Company.

The estimated Issue related expenses are set out below:

Activity	Estimated expenses[(1)]	As a percentage of the total estimated Issue expenses[(1)]	As a percentage of the total Issue size[(1)]
	(₹ million)	*(%)*	*(%)*
BRLM fees and commissions (including underwriting commission, brokerage and selling commission)	[●]	[●]	[●]
Selling commission/processing fee for SCSBs, Sponsor Banks and fee payable to the Sponsor Banks for Bids made by RIBs, brokerage and selling commission and bidding/uploading charges for members of the Syndicate (including their sub-Syndicate Members), Registered Brokers, RTAs and CDPs [(2)(3)(4) (5)]	[●]	[●]	[●]
Fees payable to the Registrar to the Issue	[●]	[●]	[●]
Others			
(i) Listing fees, SEBI filing fees, upload fees, BSE and NSE processing fees, book building software fees and other regulatory expenses	[●]	[●]	[●]
(ii) Printing and stationery expenses	[●]	[●]	[●]
(iii) Advertising and marketing expenses	[●]	[●]	[●]
(iv) Fees payable to legal counsels, statutory auditors[$], independent chartered accountants[^], practicing company secretary, industry service provider[@], and others	[●]	[●]	[●]
(v) Miscellaneous	[●]	[●]	[●]
Total estimated Issue expenses	[●]	[●]	[●]

@ For preparation of the Industry Report commissioned and paid for by our Company, exclusively for the purpose of the Issue.

^ For issuance of certifications in connection with and for the purpose of the Issue.

$ For audit of the restated financial statements and issuance of certifications in connection with and for the purpose of the Issue

(1) Issue expenses include applicable taxes, where applicable. Issue expenses will be finalised on determination of Issue Price and incorporated at the time of filing of the Prospectus. Issue expenses are estimates and are subject to change.

(2) Selling commission payable to the SCSBs on the portion for RIBs and Non-Institutional Bidders which are directly procured by the SCSBs, would be as follows:

Portion for RIBs	*[●]% of the Amount Allotted* (plus applicable taxes)*
Portion for Non-Institutional Bidders	*[●]% of the Amount Allotted* (plus applicable taxes)*

* *Amount Allotted is the product of the number of Equity Shares Allotted and the Issue Price. The selling commission payable to the SCSBs will be determined on the basis of the bidding terminal ID as captured in the Bid Book of BSE or NSE. No uploading/processing fees shall be payable by our Company to the SCSBs on the applications directly procured by them. Processing fees payable to the SCSBs on the portion for Retail Individual Bidders and Non-Institutional Bidders which are procured by the members of the Syndicate/sub-Syndicate/Registered Broker/CRTAs/ CDPs and submitted to SCSB for blocking, would be as follows:*

Portion for Non-Institutional Bidders	*₹ [●] per valid application (plus applicable taxes)*

Processing fees payable to the SCSBs for capturing Syndicate Member/Sub-syndicate (Broker)/Sub-broker code on the ASBA Form for Non-Institutional Bidders and QIBs with Bids above ₹ 0.50 million would be ₹[●] plus applicable taxes, per valid application.

(3) *Selling commission on the portion for UPI Bidders and Non-Institutional Bidders which are procured by members of the Syndicate (including their sub-Syndicate Members), RTAs and CDPs or for using 3-in-1 type accounts- linked online trading, demat & bank account provided by some of the brokers which are members of Syndicate (including their sub-Syndicate Members) would be as follows:*

Portion for UPI Bidders	*[●]% of the Amount Allotted* (plus applicable taxes)*
Portion for Non-Institutional Bidders	*[●]%of the Amount Allotted* (plus applicable taxes)*

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

(4) *The selling commission payable to the Syndicate / sub-Syndicate Members will be determined:*
For UPI Bidders and NIBs (up to ₹ 0.50 million) on the basis of the application form number / series, provided that the application is also bid by the respective Syndicate / Sub-Syndicate Member. For clarification, if a Syndicate ASBA application on the application form number / series of a Syndicate / Sub-Syndicate Member, is bid by an SCSB, the selling commission will be payable to the SCSB and not the Syndicate / Sub-Syndicate Member.
For NIBs (Bids above ₹ 0.50 million) on the basis of the Syndicate ASBA Form bearing SM Code and the sub-Syndicate code of the application form submitted to SCSBs for blocking of the fund and uploading on the Stock Exchanges' platform by SCSBs. For clarification, if a Syndicate ASBA application on the application form number / series of a Syndicate / sub-Syndicate Member, is bid by an SCSB, the selling commission will be payable to the Syndicate / sub-Syndicate Members and not the SCSB.

(5) *Uploading Charges:*
payable to members of the Syndicate (including their sub-Syndicate Members), on the applications made using 3-in-1 accounts, would be:
₹ [●] plus applicable taxes, per valid application bid by the Syndicate member (including their sub-Syndicate Members),
Bid uploading charges payable to the SCSBs on the portion of QIB and Non-Institutional Bidders (excluding UPI Bids) which are procured by the members of the Syndicate/sub-Syndicate/Registered Broker/RTAs/ CDPs and submitted to SCSB for blocking and uploading would be: ₹ [●] per valid application (plus applicable taxes)
The selling commission and bidding charges payable to Registered Brokers the RTAs and CDPs will be determined on the basis of the bidding terminal id as captured in the Bid Book of BSE or NSE.
Selling commission/ uploading charges payable to the Registered Brokers on the portion for UPI Bidders procured through UPI Mechanism and Non-Institutional Bidders which are directly procured by the Registered Broker and submitted to SCSB for processing, would be as follows:

*Portion for UPI Bidders**	*₹ [●] per valid application (plus applicable taxes)*
*Portion for Non-Institutional Bidders**	*₹ [●] per valid application (plus applicable taxes)*

* *Based on valid applications*

(6) *Uploading charges/ Processing fees for applications made by UPI Bidders and Non-Institutional Bidders (for an amount more than ₹ 0.20 million and up to ₹ 0.50 million) using the UPI Mechanism would be as under:*

Members of the Syndicate / RTAs / CDPs (uploading charges)	*₹ [●] per valid application (plus applicable taxes)*
Sponsor Banks (Processing fee)	*₹ [●] per valid application (plus applicable taxes)* *The Sponsor Banks shall be responsible for making payments to the third parties such as remitter bank, NPCI and such other parties as required in connection with the performance of its duties under* *applicable SEBI circulars, agreements and other Applicable Laws*

All such commissions and processing fees set out above shall be paid as per the timelines in terms of the Syndicate Agreement and Escrow and Sponsor Bank Agreement.

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/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 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 (each to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations).

All such commissions and processing fees set out above shall be paid as per the timelines in terms of the Syndicate Agreement and Cash Escrow and Sponsor Bank Agreement.

The Book Running Lead Manager shall ensure that the payment of processing fee or selling commission to the intermediaries shall be released only after ascertaining that there are no pending complaints pertaining to block or unblock of Bids by UPI Bidders, receiving the confirmation on completion of unblocks from Sponsor Banks or SCSBs and certification from RTA/ SCSBs.

Interim use of the Net Proceeds

Our Company, in accordance with the applicable law, policies established by our Board from time to time and in order to attain the Objects set out above, will have flexibility to deploy the Net Proceeds. Pending utilization of the Net Proceeds for the purposes described in this section, our Company may temporarily invest the Net Proceeds in deposits in one or more scheduled commercial banks included in the Second Schedule of Reserve Bank of India Act, 1934, as may be approved by our Board. In accordance with Section 27 of the Companies Act, our Company confirms that, other than as specified in this section for the purposes of the Objects, it shall not use the Net Proceeds for buying, trading or otherwise dealing in equity securities or any equity linked securities.

Any interest earned on the deposits made by our Company in a scheduled commercial bank, shall be utilized towards a shortfall in fulfilment of the Object(s), if any, as set out above. Further, in case there is no shortfall in utilization of the Net Proceeds

towards the Objects or if there is any residual interest income after meeting such shortfall, the residual interest income shall be utilized, inter alia, towards maintenance of plant and machineries, strategic initiatives, meeting any expense of our Company, including administration, insurance, marketing, repairs and maintenance, duties and other similar obligations, and expenses incurred in the ordinary course of business and towards any exigencies, and any other purpose, as the case may be, and as may be deemed fit by the management of our Company.

Appraising entity

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

Bridge financing facilities

Our Company has not raised any bridge loans from any bank or financial institution as of the date of this Draft Red Herring Prospectus, which are proposed to be repaid from the Net Proceeds.

Monitoring of utilization of funds

Our Company will appoint a monitoring agency to monitor utilization of proceeds from the Fresh Issue, including the proceeds proposed to be utilised towards general corporate purposes, prior to filing of the Red Herring Prospectus with the RoC, in accordance with Regulation 41 of the SEBI ICDR Regulations. Our Audit Committee and the Monitoring Agency will monitor the utilisation of the Gross Proceeds, and the Monitoring Agency shall submit the report required under Regulation 41(2) of the SEBI ICDR Regulation, on a quarterly basis, until such time as the Gross Proceeds have been utilised in full. Our Company undertakes to place the report(s) of the Monitoring Agency on receipt before the Audit Committee without any delay. Our Company will disclose and continue to disclose, the utilisation of the Gross Proceeds, including interim use under a separate head in our balance sheet for such fiscals as required under applicable law, clearly specifying the purposes for which the Gross Proceeds have been utilised, till the time any part of the Gross Proceeds remains unutilised. Our Company will also, in its balance sheet for the applicable fiscals, provide details, if any, in relation to all such Gross Proceeds that have not been utilised, if any, of such currently unutilised Gross Proceeds. Further, our Company, on a quarterly basis, shall include the deployment of Gross Proceeds under various heads, as applicable, in the notes to our quarterly results. Our Company will indicate investments, if any, of unutilised Gross Proceeds in the balance sheet of our Company for the relevant fiscals subsequent to receipt of listing and trading approvals from the Stock Exchanges.

Pursuant to Regulation 32(3) and Part C of Schedule II, of the SEBI Listing Regulations, our Company shall, on a quarterly basis, disclose to the Audit Committee the uses and applications of the Gross Proceeds. The Audit Committee shall make recommendations to our Board for further action, if appropriate. On an annual basis, our Company shall prepare a statement of funds utilised for purposes other than those stated in this Draft Red Herring Prospectus and place it before the Audit Committee and make other disclosures as may be required until such time as the Gross Proceeds remain unutilised. Such disclosure shall be made only until such time that all the Gross Proceeds have been utilised in full. The statement shall be certified by the statutory auditor of our Company. Furthermore, in accordance with Regulation 32(1) of the SEBI Listing Regulations, our Company shall furnish to the Stock Exchanges on a quarterly basis, a statement indicating (i) deviations, if any, in the actual utilisation of the proceeds of the Fresh Issue from the objects of the Fresh Issue as stated above; and (ii) details of category wise variations in the actual utilisation of the proceeds of the Fresh Issue from the objects of the Fresh Issue as stated above. This information will also be published in newspapers simultaneously with the interim or annual financial results and explanation for such variation (if any) will be included in our Director's report, after placing the same before the Audit Committee.

Variation in Objects

In accordance with Sections 13(8) and 27 of the Companies Act and Regulation 59 and Schedule XX of the SEBI ICDR Regulations, our Company shall not vary the Objects, without our Company being authorized to do so by its Shareholders by way of a special resolution and our Company shall include the requisite explanation in the director's report in relation to such variation. In addition, the notice issued to the Shareholders in relation to the passing of such special resolution ("**Notice**") shall specify the prescribed details and be published in accordance with the Companies Act.

The Notice shall simultaneously be published in the newspapers, one in English and one in Gujarati, the vernacular language of the jurisdiction where our Registered Office is situated. Pursuant to the Companies Act, the Promoters, as at the time of such proposed variation, will be required to provide an exit opportunity to the Shareholders who do not agree to such proposal to vary the Objects, subject to the provisions of the Companies Act and in accordance with such terms and conditions, including in respect of pricing of the Equity Shares, in accordance with our Articles of Association, the provisions of the Companies Act and the SEBI ICDR Regulations.

Other confirmations

Neither our Promoters, nor members of our Promoter Group, Directors, KMPs or Senior Management Personnel will receive any portion of the Issue Proceeds and there are no material existing or anticipated transactions in relation to utilization of the

Issue Proceeds with our Promoters, members of our Promoter Group, Directors, KMPs or Senior Management Personnel. Further, except in the ordinary course of business, there is no existing or anticipated interest of such individuals and entities in the Objects of the Fresh Issue as set out above.

BASIS FOR ISSUE PRICE

The Price Band and the Issue Price will be determined by our Company, in consultation with the BRLM, on the basis of assessment of market demand for the Equity Shares offered through the Book Building Process and the quantitative and qualitative factors as described below and is justified in view of these parameters. The face value of the Equity Shares is ₹2 each and the Floor Price is [●] times the face value of the Equity Shares and the Cap Price is [●] times the face value of the Equity Shares.

Investors should also refer to "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 27, 159, 230 and 286, respectively, to have an informed view before making an investment decision.

Qualitative factors

Some of the qualitative factors and our strengths, which form the basis for computing the Issue Price are:

1. Expertise in handling complex chemistries and multi-step unit operations and processes
2. Extensive product portfolio of differentiated products
3. Diversified end-use markets mitigating sector-specific downturns resulting in a de-risked business model
4. Diversified customer-base with long-standing customer relationships
5. Integrated manufacturing setup with a track-record of timely capacity additions
6. Experienced Promoters and professional management team

For further details, see *"Risk Factors"* and *"Our Business"* on pages 27 and 159, respectively.

Quantitative factors

Some of the information presented below relating to our Company is derived from the Restated Financial Information. For further details, see "*Restated Financial Information*" on page 230.

Some of the quantitative factors which may form the basis for calculating the Issue Price are as follows:

1. **Basic and diluted Earnings/Loss per Share ("EPS") for continuing operations at face value of ₹2 each, as adjusted for changes in capital:**

Financial year/ Period ended	Basic EPS (in ₹)	Diluted EPS (in ₹)	Weight
Fiscal 2025	8.17	8.17	3
Fiscal 2024	4.03	4.03	2
Fiscal 2023	8.87	8.87	1
Weighted Average	6.91	6.91	-

Notes:

1. *EPS has been calculated in accordance with the Indian Accounting Standard 33 – "Earnings per share".*
2. *The face value of equity shares of the Company is* ₹2.00.
3. *Weighted Average = Aggregate of year-wise weighted EPS divided by the aggregate of weights, i.e., (EPS x Weight) for each divided by total of weights*
4. *Basic and diluted EPS are based on the Restated Financial Information*
5. *Basic earnings per share (₹) = Restated profit for the year attributable to equity holders, divided by weighted average number of equity shares outstanding during the year.*
6. *Diluted Earnings per equity share (₹) = Restated profit for the year attributable to equity holders, as divided by weighted average number of equity shares (as adjusted for the effects of all dilutive potential Equity Shares outstanding at the year end) outstanding during the year*

2. **Price/Earnings ("P/E") ratio in relation to the Price Band of ₹ [●] to ₹ [●] per Equity Share**

Particulars	P/E at the lower end of Price Band (number of times)*	P/E at the higher end of Price Band (number of times)*
Based on basic EPS for Fiscal 2025	**[●]**	**[●]**
Based on diluted EPS for Fiscal 2025	**[●]**	**[●]**

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

Industry P/ E ratio

Particulars	P/E ratio
Highest	108.95
Lowest	25.06
Average	47.89

Source: Based on peer set provided below.
**Average consist of peers like Deepak Nitrite Ltd, Aarti Industries Ltd, Atul Ltd, Balaji Amines Ltd, Alkyl Amines Chemicals Ltd, Neogen Chemicals Ltd and Rossari Biotech Ltd.*
1.The industry high and low has been considered from the industry peer set. The industry composite has been calculated as the arithmetic average P/E of the industry peer set below.
2.P/E Ratio has been computed based on the closing market price of equity shares on NSE on August 28, 2025, divided by the Diluted EPS (on consolidated basis) based on the annual reports and the audited financial results of the relevant companies for financial year ended March 31, 2025, as available on the websites of the Stock Exchanges
3.The financial information for listed industry peers mentioned above is on a consolidated basis and is sourced from the annual reports and the audited financial results of the relevant companies for financial year ended March 31, 2025, as available on the websites of the Stock Exchanges

3. **Average Return on Net Worth ("RoNW")**

Financial year/ Period ended	RoNW (%)	Weight
Fiscal 2025	24.51%	3
Fiscal 2024	14.68%	2
Fiscal 2023	41.86%	1
Weighted Average	24.12%	-

Notes:
1.RoNW is calculated as net profit after tax attributable to the equity shareholders of the Company divided by average of the Net worth as at the end of the current and previous fiscal expressed as a percentage.
2. Net Worth refers to the aggregate of paid-up share capital and other equity created out of profits, along with the debit or credit balance of the profit and loss account, after adjusting for accumulated losses, deferred expenditure, and miscellaneous expenditure not written off, as derived from the Restated Financial Information. It excludes reserves created from the revaluation of assets but includes the General Reserve of the Company.
3.Weighted Average RoNW = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/total of weights.

4. **Net Asset Value ("NAV") per Equity Share (face value of ₹2 each)**

Net Asset Value per Equity Share	(₹)
As on March 31, 2025	37.35
After the completion of the Issue*	
– At the Floor Price	[●]
– At the Cap Price	[●]
– Issue Price[#]	[●]

****** As per the Restated Financial Information.*
[#] To be computed after finalisation of price band and/ or Prospectus
Note:
Net Asset Value per equity share represents net worth as at the end of the fiscal year, as restated, divided by the number of Equity Shares outstanding at the end of the period/year.

5. **Comparison of Accounting Ratios with listed industry peers for Fiscal 2025**

Name of the Company	Consolidated/ Standalone	Face value per equity share (₹)	P/E	EPS (Basic)	EPS (Diluted)	RoNW (%)	NAV (₹ per share)
Supreet Chemicals Limited	Consolidated	2	[●][^^]	8.17	8.17	24.51%	37.35
Listed Peers							
Deepak Nitrite Ltd	Consolidated	2	35.40	51.12	51.12	13.69%	395.06
Aarti Industries Ltd	Consolidated	5	41.33	9.13	9.12	6.07%	154.62
Atul Ltd	Consolidated	10	38.40	164.37	164.37	9.03%	1,901.57
Balaji Amines Ltd	Consolidated	2	30.39	48.62	48.62	8.83%	569.46
Alkyl Amines Chemicals Ltd	Consolidated	2	55.68	36.40	36.35	13.94%	274.31
Neogen Chemicals Ltd	Consolidated	10	108.95	13.20	13.20	4.49%	299.24
Rossari Biotech Ltd	Consolidated	2	25.06	24.66	24.63	12.21%	214.13

[^^]To be updated prior to filing of prospectus
*******Financial information for our Company is derived from the Restated Financial Information as at and for the Fiscal 2025.*

Notes:

1. *The financial information for listed industry peers mentioned above is on a consolidated basis and is sourced from the annual reports, investor presentations and the audited financial results of the relevant companies for financial year ended March 31, 2025, as available on the websites*

of the Stock Exchanges.

2. *Basic EPS and Diluted EPS refer to the Basic EPS and Diluted EPS sourced from the annual reports and the audited financial results of the relevant companies for financial year ended March 31, 2025 of the respective company, as available on the websites of the Stock Exchanges.*
3. *Return on Net Worth for equity shareholders (%) (RONW) = Profit for the year attributable to the owners of the company divided by average of net worth as at the end of the current and previous fiscal expressed as a percentage. Net worth means equity share capital plus other equity*
4. *For listed peers, NAV is computed as equity attributable to owners (total equity) divided by the number of equity shares outstanding at the end of the fiscal year.*
5. *P/E Ratio has been computed based on the closing market price of equity shares on NSE on August 28, 2025 for divided by the Diluted EPS provided.*

The peer group above has been determined on the basis of listed public companies comparable in size to our Company or whose business portfolio is comparable with that of our business.

6. **The Issue Price is [●] times of the face value of the Equity Shares.**

The Issue Price of ₹[●] has been determined by our Company, in consultation with the BRLM, on the basis of assessment of market demand from investors for Equity Shares through the Book Building Process, and is justified in view of the above qualitative and quantitative parameters. The trading price of the Equity Shares could decline, including due to the factors mentioned in "*Risk Factors*" on page 27, and you may lose all or part of your investments.

7. **Key Performance Indicators ("KPIs")**

The KPIs disclosed below have been used historically by our Company to understand and analyze its business performance, which in result, help us in analyzing the growth of business in comparison to our peers. The following table highlights our key performance indicators of our financial performance that have a bearing on arriving at the basis for Issue Price and disclosed to our investors during the three years preceding to the date of this Draft Red Herring Prospectus, as at the dates and for the period indicated:

Sr. No.	Particulars	Unit	Fiscal 2025	Fiscal 2024	Fiscal 2023
1.	Revenue from Operations [(1)]	*₹ in million*	3,625.47	2,397.56	3,127.41
2.	EBIDTA [(2)]	*₹ in million*	784.21	403.30	962.49
3.	EBIDTA Margin [(3)]	%	21.63%	16.82%	30.78%
4.	PAT [(4)]	*₹ in million*	519.18	255.94	563.41
5.	PAT Margin [(5)]	%	14.06%	10.52%	17.90%
6.	ROCE [(6)]	%	19.61%	15.26%	56.32%
7.	ROE [(7)]	%	24.51%	14.68%	41.86%

Notes:

1. *Revenue from Operations means the revenue from operations for the year as appearing in Restated Financial Information*
2. *EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income*
3. *EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage.*
4. *PAT refers to Profit / (Loss) for the year as appearing in Restated Financial Information*
5. *PAT Margin is calculated as profit for the year divided by total income expressed as a percentage.*
6. *ROCE (Return on Capital Employed) is calculated as earnings before interest and tax divided by Total Capital Employed expressed as a percentage. Earnings before interest and tax is calculated as the aggregate of profit before exceptional item and tax, and finance costs less other income. Total Capital Employed is calculated as the aggregate of Total Equity, Total Borrowings less cash and cash equivalents and other bank balances as at the end of the fiscal. Total equity is as appearing in Restated Financial Information. Total Borrowings is calculated as non-current borrowings plus current borrowings*
7. *ROE (return on equity) is calculated as profit for the year divided by average of total equity as at the end of the current and previous fiscal expressed as a percentage.*

As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.

Explanation for the Key Performance Indicators:

Metric	Description
Revenue from Operations	Revenue from Operations is used by the management to track the revenue profile of the business and in turn helps assess the overall financial performance of the Company and size of the business.
EBIDTA	EBITDA provides information regarding operational profitability and efficiency of the business
EBIDTA Margin	EBITDA Margin is an indicator of the operational efficiency of the business in comparison to revenue from operations
PAT	Profit after tax for the year provides information regarding the overall profitability of the business

Metric	Description
PAT Margin	PAT margin (%) is an indicator of the overall profitability of the business and provides financial benchmarking against peers as well as to compare against the historical performance of the business.
ROCE	Return on Capital Employed measures a company's profitability and the efficiency with which it utilizes its capital to generate profits.
ROE	Return on Equity measures a company's profitability by revealing how much profit a company generates with the money shareholders have invested.

The key performance indicators set out above, have been approved by the Audit Committee pursuant to its resolution dated September 5, 2025. Further, the Audit Committee has on September 5, 2025 taken on record that other than the key performance indicators set out above, our Company has not disclosed any other such key performance indicators during the last three years preceding the date of this Draft Red Herring Prospectus to its investors. Further, the aforementioned KPIs have been certified by Maheshwari & Co., Chartered Accountants, by their certificate dated September 5, 2025.

Our Company shall continue to disclose the KPIs disclosed above, on a periodic basis, at least once in a year (or for any lesser period as determined by our Company), for a duration that is at least the later of (i) one year after the listing date or period specified by SEBI; or (ii) till the utilisation of the Net Proceeds. Any change in these KPIs, during the aforementioned period, will be explained by our Company. The ongoing KPIs will continue to be certified as required under the SEBI ICDR Regulations.

For further details of our other operating metrics, see "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 159 and 286, respectively.

Description on the historic use of the KPIs by our Company to analyze, track or monitor the operational and/or financial performance of our Company

In evaluating our business, we consider and use certain KPIs as a supplemental measure to review and assess our financial and operating performance. The presentation of these KPIs is not intended to be considered in isolation or as a substitute for the Restated Financial Information. We use these KPIs to evaluate our financial and operating performance. These KPIs have limitations as analytical tools. Further, these KPIs may differ from the similar information used by other companies and hence their comparability may be limited. Therefore, these metrics should not be considered in isolation or construed as an alternative to Ind AS measures of performance or as an indicator of our operating performance, liquidity or results of operation. Although these KPIs are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that it provides an additional tool for investors to use in evaluating our ongoing operating results and trends and in comparing our financial results with other companies in our industry because it provides consistency and comparability with past financial performance, when taken collectively with financial measures prepared in accordance with Ind AS. Investors are encouraged to review the Ind AS financial measures and to not rely on any single financial or operational metric to evaluate our business.

8. **Comparison of our key performance indicators with listed industry peers**

While the Company's listed peers (Deepal Nitrite Limited, Aarti Industries Limited, Aul Limited, Balaji Amines Limited, Alkyl Amines Chemicals Limited, Neogen Chemicals Limited and Rossari Biotech Limited) may have similar service offerings, the Company's business may be different in terms of differing scale, business models, product verticals serviced or focus areas or geographical presence. The following table provides a comparison of the KPIs of the Company with its listed peers Deepal Nitrite Limited, Aarti Industries Limited, Aul Limited, Balaji Amines Limited, Alkyl Amines Chemicals Limited, Neogen Chemicals Limited and Rossari Biotech Limited:

Particulars	Unit	Supreet Chemicals Limited (Consolidated)			Deepak Nitrite Limited (Consolidated)			Aarti Industries Limited (Consolidated)		
		Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations [(1)(a)]	*₹ in million*	3,625.47	2,397.56	3,127.41	82,819.30	76,818.30	79,720.60	72,713.20	63,723.20	66,185.80
EBIDTA [(2) (a)]	*₹ in million*	784.21	403.30	962.49	11,756.20	11,994.10	13,369.60	10,160.00	9,840.00	10,890.00
EBIDTA Margin [(3) (a)(b)]	%	21.63%	16.82%	30.78%	14.00%	15.00%	16.67%	13.95%	15.42%	16.45%

Particulars	Unit	Supreet Chemicals Limited (Consolidated)			Deepak Nitrite Limited (Consolidated)			Aarti Industries Limited (Consolidated)		
		Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023
PAT [4] [a]	*₹ in million*	519.18	255.94	563.41	6,973.70	8,108.90	8,520.00	3,308.70	4,164.60	5,452.30
PAT Margin [5] [a][c]	%	14.06%	10.52%	17.90%	8.34%	10.45%	10.62%	4.10%	5.90%	7.50%
ROCE [6] [a]	%	19.61%	15.26%	56.32%	14.00%	19.00%	27.00%	11.64%	12.36%	14.65%
ROE [7] [a]	%	24.51%	14.68%	41.86%	13.61%	18.20%	22.94%	6.07%	8.16%	11.57%

Particulars	Unit	Atul Limited (Consolidated)			Balaji Amines Limited (Consolidated)			Alkyl Amines Chemicals Limited (Consolidated)		
		Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations [1][a]	*₹ in million*	55,833.50	47,256.80	54,275.20	13,970.84	16,415.13	23,553.96	15,718.21	14,406.06	16,830.53
EBIDTA [2] [a]	*₹ in million*	10,220.00	6,950.00	8,940.00	2,650.00	3,530.00	6,240.00	3,208.86	2,657.87	3,570.53
EBIDTA Margin [3] [a][b]	%	18.00%	15.00%	16.00%	19.00%	21.00%	26.00%	20.41%	18.45%	21.21%
PAT [4] [a]	*₹ in million*	4,988.30	3,241.20	5,066.30	1,585.91	2,323.03	4,056.83	1,861.14	1,488.73	2,286.55
PAT Margin [5] [a][c]	%	8.76%	6.78%	9.14%	11.35%	14.15%	17.22%	11.62%	10.23%	13.48%
ROCE [6] [a]	%	14.70%	11.60%	19.47%	11.00%	16.00%	33.00%	16.69%	15.39%	23.76%
ROE [7] [a]	%	9.22%	6.56%	11.04%	8.11%	12.94%	26.93%	13.94%	12.22%	21.18%

Particulars	Unit	Neogen Chemicals Limited (Consolidated)			Rossari Biotech Limited (Consolidated)		
		Fiscal 2025	Fiscal 2024	Fiscal 2023	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations [1][a]	*₹ in million*	7,776.00	6,906.70	6,861.80	20,802.94	18,305.58	16,558.81
EBIDTA [2] [a]	*₹ in million*	1,363.00	1,102.00	1,116.00	2,650.82	2,497.56	2,230.24
EBIDTA Margin [3] [a][b]	%	17.50%	16.00%	16.30%	12.70%	13.60%	13.47%
PAT [4] [a]	*₹ in million*	348.00	356.50	499.70	1,363.78	1,306.89	1,072.57
PAT Margin [5] [a][c]	%	4.50%	5.20%	7.30%	6.60%	7.10%	6.50%
ROCE [6] [a]	%	NA	8.05%	11.57%	17.20%	21.00%	21.37%
ROE [7] [a]	%	NA	5.74%	10.84%	12.21%	13.32%	12.47%

Source: The financial information for listed industry peers mentioned above is sourced from the annual reports, audited financial results and investor presentations of the relevant companies for Financial Year ended March 31, 2024 and March 31, 2023 and the audited financial results of the relevant companies for financial year ended March 31, 2025, as available on the websites of the Stock Exchanges. The comparison is not a recommendation to invest/ disinvest in any entity, including our Company, and should not be construed as investment advice within the meaning of any law or regulation, or used as a basis for any investment decision.

Notes related listed peers:

a) *All the financial for the industry peers mentioned above is on a consolidated basis unless stated otherwise and is sourced from the annual reports, audited financial results and investor presentations as available of the respective company for the relevant year submitted to the Stock Exchanges, NA refers to Not Applicable where the financial information is unavailable i.e. not reported by the industry peers in either their annual reports, audited financial results and investor presentations as submitted to the Stock Exchanges.*
b) *EBITDA Margin is calculated as EBITDA divided by Revenue from operations, expressed as a percentage for Alky Amines Chemicals Ltd, Rossari Biotech Ltd, Neogen Chemicals Ltd and Deepak Nitrite Ltd. EBITDA Margin is calculated as EBITDA divided by Total Income, expressed as a percentage for Balaji Amines Ltd, Aarti Industries Ltd and Atul Ltd.*
c) *PAT Margin is calculated as Net Profit divided by revenue from operations, expressed as a percentage for Neogen Chemicals Ltd. PAT Margin is calculated as Net Profit divided by Total Income, expressed as a percentage for Alky Amines Chemicals Ltd, Rossari Biotech Ltd, Deepak Nitrite Ltd, Balaji Amines Ltd, Aarti Industries Ltd and Atul Ltd.*

Notes related to our Company:

1. Revenue from Operations means the revenue from operations for the year as appearing in Restated Financial Information
2. EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income

3. EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage.
4. PAT refers to Profit / (Loss) for the year as appearing in Restated Financial Information
5. PAT Margin is calculated as profit for the year divided by total income expressed as a percentage.
6. ROCE (Return on Capital Employed) is calculated as earnings before interest and tax divided by Total Capital Employed expressed as a percentage. Earnings before interest and tax is calculated as the aggregate of profit before exceptional item and tax, and finance costs less other income. Total Capital Employed is calculated as the aggregate of Total Equity, Total Borrowings less cash and cash equivalents and other bank balances as at the end of the fiscal. Total equity is as appearing in Restated Financial Information. Total Borrowings is calculated as non-current borrowings plus current borrowings
7. ROE (return on equity) is calculated as profit for the year divided by average of total equity as at the end of the current and previous fiscal expressed as a percentage.

We confirm that the Company has not undertaken a material acquisition or disposition of assets / business for the periods that are covered by the KPIs and accordingly, no comparison of KPIs over time based on additions or dispositions to the business, have been provided.

Past transfer(s)/ allotment(s)

Our Company confirms that:

(a) There has been no instance of issuance of Equity Shares or convertible securities, excluding the issuance of bonus shares, during the 18 months preceding the date of the Draft Red Herring Prospectus, where such issuance is equal to or more that 5% of the paid-up share capital of our Company (calculated based on the pre-Offer capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of rolling 30 days; and

(b) There have been no secondary sales / acquisitions of Equity Shares or any convertible securities, where the Promoters, members of the Promoter Group, Selling Shareholders or Shareholder(s) having the right to nominate director(s) on our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of the Draft Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the paid up share capital of our Company (calculated based on the pre-Offer capital before such transaction/s), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

Since there are no such transaction to report to under (a) and (b), the following are the details of the last five primary or secondary transactions (secondary transactions where Promoters or members of the Promoter Group or Shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction), not older than three years prior to the date of filing of this Draft Red Herring Prospectus irrespective of the size of transactions:

Primary Transactions

There are no primary transactions in the last three years preceding where our Promoters, Promoter Group, Selling Shareholders, or shareholder(s) having the right to nominate director(s) on our Board are a party to the transaction, in the last three years preceding the date of the Draft Red Herring Prospectus irrespective of the size of the transaction.

Secondary Transactions

Except as disclosed below, there have been no secondary transactions where our Promoters, Promoter Group, or shareholder(s) having the right to nominate director(s) on our Board are a party to the transaction, in the last three years preceding the date of the Draft Red Herring Prospectus:

Name of acquirer	Date of transaction	Nature of transaction	Acquisition price per specified securities (in ₹)	Number of specified securities acquired
Gurbirsingh Sarna	July 9, 2025	Secondary Transfer (Gift)	Nil	2,000
Mankhush Kaur Sarna	July 17, 2025	Secondary Transfer	153.00	67,919
Swarankaur Gurbirsingh Sarna	July 22, 2025	Secondary Transfer	153.00	67,000
Swarankaur Gurbirsingh Sarna	July 22, 2025	Secondary Transfer	153.00	75,000
Swarankaur Gurbirsingh Sarna	July 22, 2025	Secondary Transfer	153.00	130,000

Name of acquirer	Date of transaction	Nature of transaction	Acquisition price per specified securities (in ₹)	Number of specified securities acquired
Ashjeetsingh Sarna	July 23, 2025	Secondary Transfer (Gift)	Nil	1
Swarankaur Gurbirsingh Sarna	July 25, 2025	Secondary Transfer	153.00	130,000

7. **The Floor Price and Cap Price vis-à-vis Weighted Average Cost of Acquisition based on past allotment(s)/ secondary transaction(s)**

Floor Price and Cap Price as compared to the weighted average cost of acquisition of Equity Shares based on primary/ secondary transaction(s), as disclosed in paragraph 9 above, are set out below:

Types of transactions	Weighted average cost of acquisition (₹ per Equity Share)	Floor price* (i.e. ₹ [●])*	Cap price* (i.e. ₹ [●])*
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity/ convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of this certificate, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of the Company (calculated based on the pre-Offer capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days	NA	[●]	[●]
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity/convertible securities), where promoter / promoter group entities or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of this certificate, where either acquisition or sale is equal to or more than five per cent of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days	NA	[●]	[●]
Since there were no primary or secondary transactions of equity shares of the Company during the 18 months preceding the date of filing of this certificate, the information has been disclosed for price per share of the Company based on the last five primary or secondary transactions where promoter /promoter group entities or shareholder(s) having the right to nominate director(s) on our Board, are a party to the transaction, not older than three years prior to the date of filing of this certificate irrespective of the size of the transaction		[●]	[●]
- Based on primary issuances	Nil	[●]	[●]
- Based on secondary transactions	152.35	[●]	[●]

\# *To be included at the Prospectus stage.*

Explanation for Issue Price/ Cap Price

Set out below is an explanation for the Issue Price and Cap Price being (i) [●] times and [●] times, respectively, the weighted average cost of acquisition of primary transactions in last three years; and (ii) [●] times and [●] times, respectively, the weighted average cost of acquisition of secondary transactions in last three years; along with our Company's KPIs and financial ratios for Fiscals 2025, 2024 and 2023, and in view of the external factors which may have influenced the pricing of the Issue:

[●]*

* *To be included at the Prospectus stage*

The Issue Price will be [●] times of the face value of the Equity Shares

The Issue Price of ₹ [●] has been determined by our Company, in consultation with the BRLM, on the basis of assessment of market demand from investors for Equity Shares through the Book Building Process and is justified in view of the above qualitative and quantitative parameters. Investors should read the above information along with *"Risk Factors"*, *"Our Business", "Restated Financial Information"* and *"Management's Discussion and Analysis of Financial Conditions and Results of Operations"* on pages 27, 159, 230 and 286. The trading price of the Equity Shares could decline due to the factors mentioned in 'Risk Factors' or any other factors that may arise in the future and you may lose all or part of your investments.

STATEMENT OF SPECIAL TAX BENEFITS

To,

The Board of Directors

Supreet Chemicals Limited
Plot No. A1/5401 & 5402,
Fourth Phase, Gidc-Vapi,
Vapi I.E., Valsad, Pardi,
Gujarat- 396195, India
(the "**Company**")

Dear Sirs / Madams,

Re: Proposed initial public offering of equity shares of face value of ₹ 2.00 each (the "Equity Shares") by Supreet Chemicals Limited (the "Company") comprising of a fresh issue of the Equity Shares by the Company ("Fresh Issue")

Subject: Certificate on Special Tax Benefits

We report that the enclosed statement in the **Annexure A**, states the possible special tax benefits under direct and indirect tax laws including the Income- tax Act, 1961 (read with Income Tax Rules, circulars, notifications) as amended by the Finance Act, 2025, i.e., applicable for the Financial Year 2025-26 relevant to the Assessment Year 2026-27, 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 as passed by respective State Governments (collectively the "GST Act"), the Customs Act, 1962 ("Customs Act") and the Foreign Trade Policy, 2023 including the rules, regulations, circulars and notifications issued in connection with the such tax laws (collectively the "Taxation Laws"), relevant to the financial year 2025-26 for inclusion in the Draft Red Herring Prospectus ("RHP") for the proposed initial public offering of shares of the Company as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"). The Company has no material subsidiaries. Several of these benefits are dependent on the Company and its shareholders as the case may be, fulfilling the conditions prescribed under the relevant provisions of the statute. Hence, the ability of the Company, its shareholders to derive the special tax benefits is dependent upon their fulfilling such conditions, which based on business imperatives the Company, and its shareholders faces in the future, the Company and its shareholders may or may not choose to fulfill.

The benefits discussed in the enclosed Statement cover only special tax benefits available to the Company, and to the shareholders of the Company and are not exhaustive and also do not cover any general tax benefits available to the Company. Further, any benefits available under any other laws within or outside India have not been examined and covered by this Statement

This statement of possible special tax benefits is required as per Schedule VI (Part A)(9)(L) of the SEBI ICDR Regulations. While the term 'special tax benefits' has not been defined under the SEBI ICDR Regulations, for the purpose of this Statement, it is assumed that with respect to special tax benefits available to the Company, the same would include those benefits as enumerated in the **Annexure A**. Any benefits under the taxation laws other than those specified in **Annexure A** are considered to be general tax benefits and therefore not covered within the ambit of this Statement. Further, any benefits available under any other laws within or outside India, except for those mentioned in the **Annexure A** have not been examined and covered by this statement.

The benefits discussed in the enclosed **Annexure A** 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 in the Issue based on this statement.

In respect of non-residents, the tax rates and the consequent taxation shall be further subject to any benefits available under the applicable Double Taxation Avoidance Agreement, if any, between India and the country in which the non-resident has fiscal domicile.

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

We have conducted our review in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' issued by the Institute of Chartered Accountants of India ("**ICAI**") which requires that we comply with ethical requirements of the Code of Ethics issued by the ICAI. We hereby confirm that while providing this statement we have complied with the Code of Ethics issued by the ICAI.

We also consent to the references to us as "experts" as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013 to the extent of the certification provided hereunder and included in the draft red herring prospectus, red herring prospectus and prospectus of the Company or in any other material used in connection with the Issue.

We hereby give consent to include this statement of special tax benefits in the draft red herring prospectus ("**DRHP**"), red herring prospectus ("**RHP**"), prospectus ("**Prospectus**") and in any other material used in connection with the Issue.

This certificate is for information and for inclusion in the draft red herring prospectus ("**DRHP**"), the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") filed in relation to the Issue (collectively, the "**Issue Documents**") or any other Issue-related material, and may be relied upon by the Company, the Book Running Lead Manager and the legal advisors appointed by the Company and the Book Running Lead Manager in relation to the Issue.

We hereby consent to the submission of this certificate as may be necessary to SEBI, the Registrar of Companies, Gujarat at Ahmedabad ("**RoC**"), the relevant stock exchanges, any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager including for the purpose of uploading it in the repository and in accordance with applicable law. We hereby consent to this certificate being disclosed by the Book Running Lead Manager, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

We undertake to immediately inform the Book Running Lead Manager promptly, in writing of any changes, intimated to us by the management of the Company in writing, to the above information until the Equity Shares commence trading on the relevant stock exchanges, pursuant to the Issue. In the absence of any such communication from us, the above information should be considered as updated information until the Equity Shares commence trading on the stock exchanges, pursuant to the Issue.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Issue Documents.

For Maheshwari &Co.
Chartered Accountants
Firm Registration No.:105834W

Vikas Asawa
(Partner)
Membership No.: 172133
UDIN: 25172133BMIAGR8841

Place: Mumbai
Date: September 5, 2025

ANNEXURE A

STATEMENT OF POSSIBLE SPECIAL TAX BENEFITS AVAILABLE TO SUPREET CHEMICALS LIMITED AND ITS SHAREHOLDERS

The information provided below sets out the possible special direct tax benefits available to Supreet Chemicals Limited **("Company")** and its shareholders in a summary manner only and is not a complete analysis or listing of all potential tax consequences of the subscription, ownership, and disposal of equity shares of the Company, under the Income-tax Act, 1961 as amended by the Finance Act 2025 (published on February 15, 2024 and August 16, 2024)1 read with Income Tax Rules, 1962, circulars, notifications, the Central Goods and Services Tax Act, 2017, the Integrated Goods and Services Tax Act, 2017, the State Goods and Services Tax Act as passed by respective State Governments from where the Company and its shareholders operate and applicable to the Company and its shareholders, Customs Act 1962 and Foreign Trade Policy 2023 (as extended) including the rules, regulations, circulars and notifications issued there under (collectively referred as "Taxation Laws") presently in force in India.

I. Possible Special Direct tax benefits available to the Company under the Income tax Act, 1961

The Statement of possible special direct tax benefits enumerated below is as per the Income Tax Act 1961 ("ITA") as amended from time to time and as applicable for Financial Year ("FY") 2024-25 relevant to Assessment Year ("AY") 2025-26 as per provisions of Finance Act 2024 (published on February 15, 2024 and August 16, 2024).

1) Lower corporate tax rate under Section 115BAA of the ITA

Section 115BAA inserted w.e.f. 1 April 2020 (i.e. AY 2020-21), provides an option to a domestic company to pay corporate tax at a reduced rate of 22% (plus applicable surcharge and education cess1).

In case the Company opts for the concessional income tax rate as prescribed under Section 115BAA of the ITA, it will not be allowed to claim any of the following deductions/ exemptions:

- Deduction under the provisions of Section 10AA (deduction for units in Special Economic Zone);

- Deduction under clause (iia) of sub-section (1) of Section 32 (Additional depreciation);

- Deduction under Section 32AD or Section 33AB or Section 33ABA (Investment allowance in backward areas, Investment deposit account, site restoration fund);

- Deduction under sub-clause (ii) or sub-clause (iia) or sub-clause (iii) of sub-section (1) or sub-section (2AA) or sub-section (2AB) of Section 35 (Expenditure on scientific research);

-Deduction under Section 35AD or Section 35CCC (Deduction for specified business, agricultural extension project);

- Deduction under Section 35CCD (Expenditure on skill development)

-Deduction under any provisions of Chapter VI-A other than the provisions of Section 80JJAA (Deduction in respect of employment of new employees) and 80M (Deduction in respect of certain inter-corporate dividends);

-No set-off of any loss carried forward or depreciation from any earlier assessment year, if such loss or depreciation is attributable to any of the deductions referred above;

-No set-off of any loss or allowance for unabsorbed depreciation deemed so under Section 72A, if such loss or depreciation is attributable to any of the deductions referred above.

The provisions of Section 115JB regarding Minimum Alternate Tax ("MAT") are not applicable if the Company opts for the concessional income tax rate as prescribed under Section 115BAA of the ITA. Consequently, the Company will not be entitled to claim tax credit relating to MAT, if available from the year of adoption of such beneficial tax rate.

1) Surcharge at 10% on the tax liability and further, enhanced by an education cess at 4% of the total tax liability and surcharge.

2) Deduction in respect of employment of new employees under Section 80JJAA of the ITA

As per Section 80JJAA of the ITA, an assessee is subject to tax audit under Section 44AB of the ITA, is entitled to claim a deduction of an amount equal to thirty per cent of additional employee cost incurred in the course of business in the previous

year, for three assessment years including the assessment year relevant to the previous year in which such employment is provided, subject to the fulfilment of prescribed conditions therein.

The deduction under Section 80JJAA is available even if the Company opts for concessional tax rate under Section 115BAA of the ITA.

3) Deduction in respect of certain inter-corporate dividends under Section 80M of the ITA

As per Section 80M of the ITA, where domestic companies have declared dividend and are also in receipt of the dividend from another domestic company or a foreign company or a business trust, deduction is allowed with respect to the dividend received as long as the same is distributed as dividend one month prior to the due date of furnishing the return of income under sub-section (1) of Section 139 of the ITA.

The deduction under Section 80M is available even if domestic company opts for concessional tax rate under Section 115BAA of the ITA.

4) Deduction in respect of capital expenditure incurred in relation to scientific research under Section 35(1)(iv) of the ITA

As per section 35(1)(iv) of the ITA, any expenditure of a capital nature (excluding expenditure incurred on acquisition of any land) incurred on scientific research related to the business carried on by the Company can be claimed a revenue deduction. The deduction under Section 35(1)(iv) is available even if a domestic company opts for concessional tax rate under Section 115BAA of the ITA.

5) Double Taxation Avoidance Agreement benefit

In respect of income received from foreign sources by the Company, the tax rates and the consequent taxation shall be further subject to any benefits available under the applicable Double Taxation Avoidance Agreement, if any, between India and the country from which the source of income arises and on fulfillment of other conditions to avail the treaty benefit.

II. Possible Special Direct tax benefits available to the Shareholders of the Company

There is no possible special direct tax benefit available to the shareholders of Company for investing in the shares of the Company. However, such shareholders shall be liable to concessional tax rates on certain incomes under the extant provisions of the ITA. Further, it may be noted that these are general tax benefits available to equity shareholders, other shareholders holding any other type of instrument are not covered below.

a. Dividend Income

Dividend income earned by the shareholders would be taxable in their hands at the applicable rates. However, in case of shareholders who are individuals, Hindu Undivided Family, Association of Persons, Body of Individuals, whether incorporated or not and every artificial juridical person, maximum rate of surcharge would be restricted to 15%, irrespective of the amount of dividend. Further in case shareholder is a domestic company, deduction under Section 80M of the ITA would be available on fulfilling the conditions as mentioned above. Further, if the shareholder is a tax resident of foreign country with which India has a Double taxation Avoidance Agreement ('DTAA'), it may claim benefit of applicable rate as stated in the DTAA, if more beneficial over rate in ITA.

b. Tax on Capital gains on sale of listed equity shares in an Indian company

Following is the taxation on transfer of shares on or after July 23, 2024:

a. As per Section 112A of the IT Act, long-term capital gains arising from transfer of equity shares, or a unit of an equity-oriented fund or a unit of a business trust shall be taxed at 12.5% (without indexation) of such capital gains subject to payment of securities transaction tax on acquisition and transfer of equity shares and on the transfer of unit of an equity-oriented fund or a unit of a business trust under Chapter VII of Finance (No.2) Act read with Notification No. 60/201 8/F. No.37014219 /2017-TPL dated I October 2018. However, no tax under the said section shall be levied where such capital gains does not exceed INR 1,25,000 in a financial year.

b.As per Section 111A of the IT Act, short term capital gains arising from transfer of an equity share, or a unit of an equity-oriented fund or a unit of a business trust shall be taxed at 20% plus applicable surcharge and cess subject to fulfilment of prescribed conditions under the Act.

c. Double Taxation Avoidance Agreement benefit

In respect of non-resident shareholders, the tax rates and the consequent taxation shall be further subject to any benefits available under the applicable Double Taxation Avoidance Agreement, if any, between India and the country in which the non-resident has fiscal domicile and fulfillment of other conditions to avail the treaty benefit.

III. Possible Special Indirect Tax Benefits Available to the Company

The statement of possible special indirect tax benefits enumerated below is as per the Central Goods and Services Tax Act, 2017 (CGST Act) / the Integrated Goods and Services Tax Act, 2017 (IGST Act)/ the Union Territory Goods and Service Tax Act, 2017 (UTGST Act) / respective State Goods and Service Tax Act, 2017 (SGST Act) ("all the acts collectively referred as GST Act"), the Customs Act, 1962 ("Customs Act"), the Customs Tariff Act, 1975 ("Tariff Act") and Foreign Trade Policy 2023 (FTP) including the rules, regulations, circulars and notifications issued thereunder (collectively referred to as "Indirect Tax laws") as amended from time to time and presently in force in India.

a. Benefits under The Foreign Trade (Development and Regulation) Act, 1992 (read with Foreign Trade Policy 2023) Remission of Duties and Taxes on Exported Products (RoDTEP)

The objective of RoDTEP scheme is to refund various duties and taxes incurred on the export of goods. Under the scheme, rebate of taxes will be given in the form of electronic scrip which could be utilised for payment of Basic Customs Duty.

Export Promotion Capital Goods (EPCG)

EPCG Scheme is being introduced by Government to facilitate duty free import of capital goods to be used for producing goods thereby enhancing India's manufacturing and export competitiveness. EPCG Scheme facilitates import of capital goods at zero customs duty subject to fulfilling an export obligation equivalent to 6 times of duties, taxes and cess saved on capital goods, to be fulfilled in 6 years from date of authorization. EPCG license holder is exempted from payment of whole of Basic Customs Duty, Additional Customs Duty and Special Additional Duty of Customs in lieu of Value Added Tax/ local taxes (non-GST goods), Integrated Goods and Services Tax and Compensation Cess (GST goods), wherever applicable, subject to certain conditions.

b. Benefits under Customs Act (read with Tariff Act and related rules and regulations)

Benefits of Duty Drawback scheme under Section 75 of Customs Act

As per section 75 of the Customs Act, Central Government is empowered to allow duty drawback on export of goods, where the imported materials are used in the manufacture of such exported goods. The main principle is that the Government fixes a rate per unit of final article to be exported out of the country as the drawback amount payable on such goods.

Duty Free Import Authorization (DFIA) Scheme

The Duty Exemption Schemes allows for the duty-free import of inputs necessary for export production. These schemes encompass Advance Authorization Scheme and the Duty-Free Import Authorization (DFIA Scheme), enabling exporters to import duty-free inputs for goods to be exported.

Duty Free on Import of R&D equipment's:

The Company being registered with Department of Scientific and Industrial Research (DSIR) for Inhouse R&D facility is eligible for importing of R&D related equipment without payment of Duty on imports.

Benefits of Concessional custom duty pursuant to India's Free Trade Agreements with various countries

Free Trade Agreements ("FTAs") are treaties between two or more countries designed to reduce or eliminate certain barriers to trade and investment and to facilitate stronger trade and commercial ties between participating countries. FTAs help in economic growth as it provides advantages of reduced costs and duty savings on import and export of products covered or eligible under FTA. Indian government has entered into various bilateral and multilateral trade agreements with various countries.

c. Benefits under the Central Goods and Services Act, 2017 (CGST Act), respective State Goods and Services Tax Act, 2017, Integrated Goods and Services Tax Act, 2017 (IGST) (read with relevant Rules prescribed thereunder)

Export of goods under the GST law

Under the GST regime, all supplies of goods and services which qualify as export of goods or services are zero- rated. On account of zero rating of supplies, the supplier will be entitled to claim Input Tax Credit (ITC) in respect of input and input services used for such supplies and can seek refund of accumulated/ unutilized ITC.

GST law inter-alia allows export of goods at zero rate on fulfilment of certain conditions. Exporters can export goods under Bond / Letter of Undertaking (LUT) without payment of IGST and claim refund of accumulated ITC. There is also an alternative available to export goods with payment of IGST and subsequently claim refund thereof, as per the provisions of Section 54 of CGST Act. We understand that the Company is undertaking exports with payment of tax and is availing refund of IGST paid at the time of export.

IV. Possible Special Indirect Tax benefits available to the equity shareholders of the Company

There are no possible special indirect tax benefits available to the Equity Shareholders of the Company under the Indirect tax laws.

Notes:

1 The above Statement of Possible Special Tax Benefits sets out the provisions of the Taxation Laws in a summary manner only and is not a complete analysis or listing of all the existing and potential tax consequences of the purchase, ownership, and disposal of equity shares of the Company.

2.This Statement of Possible Special Tax Benefits does not discuss any tax consequences in any country outside India of an investment in the equity shares of the Company.

3.The Statement of Possible Special Tax Benefits are subject to conditions and eligibility criteria which need to be examined for tax implications.

4.In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the relevant Double Taxation Avoidance Agreement ("DTAA'), if any, between India and the country in which the non-resident has fiscal domicile.

5.The possible special tax benefits discussed in this statement are not exhaustive and are only intended to provide general information to the investors and hence, is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult his or her own tax consultant with respect to the specific tax consequences of his or her investment in the shares of the Company.

6.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.

7.The Company does not have a material Indian subsidiary in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. This statement has been prepared solely in connection with the proposed issue under the Companies Act, 2013 and Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulation, 2018 as amended.

SECTION IV – ABOUT OUR COMPANY

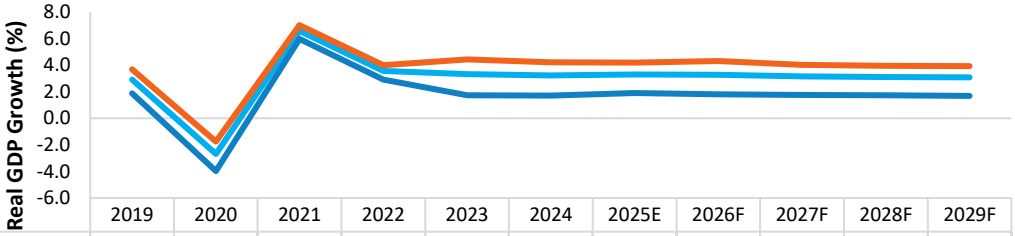
INDUSTRY OVERVIEW

*Unless otherwise indicated, industry and market data used in this section has been derived from the industry report titled "Industry Report On Global And Indian Chemicals And Specialty Chemicals" dated August, 2025 (the "**F&S Report**", and the date of the F&S Report, the "**Report Date**") which is exclusively prepared for the purpose of the Issue and issued by Frost & Sullivan (India) Private Limited ("**F&S**") and is exclusively commissioned for an agreed fee and paid for by the Company in connection with the Issue. F&S was appointed pursuant to the engagement letter entered into with our Company dated March 24, 2025. F&S is not related in any other manner to our Company. The data included herein includes excerpts from the F&S Report and may have been re-ordered by us for the purposes of presentation. Further, the F&S Report was prepared on the basis of information as of specific dates and opinions in the F&S Report may be based on estimates, projections, forecasts and assumptions that may be as of such dates. F&S has prepared this study in an independent and objective manner, and it has taken all reasonable care to ensure its accuracy and has further advised that it has taken due care and caution in preparing the F&S Report based on the information obtained by it from sources which it considers reliable. Unless otherwise indicated, financial, operational, industry and other related information derived from the F&S Report and included herein with respect to any particular year refers to such information for the relevant calendar year. A copy of the F&S Report will be available on the website of our Company upon filing of the Draft Red Herring Prospectus until the Bid/ Issue Closing Date. Further, the F&S Report is not a recommendation to invest or disinvest in any company covered in the report. Prospective investors are advised not to unduly rely on the F&S Report. The views expressed in the F&S Report are that of F&S. 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, projections, forecasts and assumptions that may prove to be incorrect. Accordingly, investors must rely on their independent examination of, and should not place undue reliance on, or base their investment decision solely on this information. Financial information used herein is based solely on the audited financials of the Company and other peers. The recipient should not construe any of the contents in this report as advice relating to business, financial, legal, taxation or investment matters and are advised to consult their own business, financial, legal, taxation, and other advisors concerning the transaction. Industry sources and publications generally state that the information contained therein has been obtained from sources generally believed to be reliable, but that their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. For more information and risks in relation to commissioned reports, see "Risk Factors – Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks." on page 52. Also see, "Certain Conventions, Presentation of Financial, Industry and Market Data – Industry and Market Data" on page 14.*

Global & India Macro-Economic Overview

Global Gross Domestic Product (GDP) Growth

Exhibit: Real GDP Growth (%), Global, CY2019-CY2029F



	2019	2020	2021	2022	2023	2024	2025E	2026F	2027F	2028F	2029F
World	2.9	-2.7	6.6	3.6	3.3	3.2	3.3	3.3	3.2	3.1	3.1
Advanced Economies	1.9	-4.0	6.0	2.9	1.7	1.7	1.9	1.8	1.7	1.7	1.7
Emerging Market & Developing Economies	3.7	-1.8	7.0	4.0	4.4	4.2	4.2	4.3	4.0	3.9	3.9

Note: *E: estimate, F: forecast; CY: Calendar Year; List of Advanced economies and Emerging and Developing economies can be accessed **here**. Source: International Monetary Fund (IMF); Frost & Sullivan*

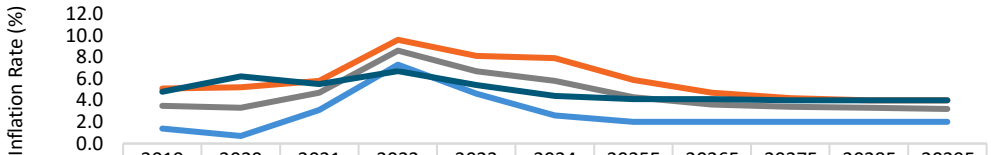
Global economic growth rebounded strongly in CY2021, with real GDP increasing by 6.6%, driven by post-pandemic demand recovery and government fiscal stimulus. However, a high base effect and factors such as inflation surge amidst the Russo-

Ukrainian conflict saw growth decelerating to ~3.3% in CY2023. In CY2025, growth is estimated at 3.3%, supported by easing prices and improved credit conditions. However, risks such as geopolitical tensions, trade disputes, and resulting policy uncertainties remain headwinds to global growth. US tariffs under President Trump on key trading partners such as Mexico, Canada, and China are likely to result in sizable supply chain shifts and exacerbate price pressures in the US amidst rising import costs.

Advanced economies will witness slower growth in the near-term, as inflation concerns due to global tariff wars keep interest rates elevated, impacting consumer spending and business investment. Emerging economies will see mixed growth in CY2025. Robust domestic consumption and strong growth in the infrastructure, logistics, manufacturing, construction sectors will cement India as a global growth frontrunner.

Global Inflation

Exhibit: Inflation Rate (%), Global, CY2019-CY2029F



	2019	2020	2021	2022	2023	2024	2025E	2026F	2027F	2028F	2029F
World	3.5	3.3	4.7	8.6	6.7	5.8	4.3	3.6	3.4	3.3	3.2
Advanced Economies	1.4	0.7	3.1	7.3	4.6	2.6	2.0	2.0	2.0	2.0	2.0
Emerging market and developing economies	5.1	5.2	5.8	9.6	8.1	7.9	5.9	4.7	4.2	4.0	4.0
India	4.8	6.2	5.5	6.7	5.4	4.4	4.1	4.1	4.0	4.0	4.0

Note: *E: estimate, F: forecast. India's data is represented in fiscal years. For e.g. 2019 stands for the 12-month period between 1 April 2019 and 31 March 2020; List of Advanced economies and Emerging and Developing economies can be accessed here; Source: IMF, Frost & Sullivan*

Inflation is expected to gradually decline, with the global average projected at 4.3% by CY2025, down from 5.8% in CY2024. While inflation for non-energy goods is likely to ease, wage pressures and tight labor markets are expected to keep core inflation rising through H1 CY2025. The US Federal Reserve's policy rate is pegged between 3.00% and 3.25% by the end of CY2025 – which will bode well for the global credit and growth conditions. However, if the exacerbated tariff wars under President Trump result in sizable inflation resurge

within the US, a halt on the Fed's rate cuts in CY2025 remains a possibility. In India, inflation has stayed within the central bank's target range of 2.0% to 6.0% in 2024 (FY2025), due to a cautious monetary policy. The repo rate was cut by 50 basis points (bps) to 6.00% in early CY2025, reflecting the Reserve Bank of India's (RBI) prudent approach to ensuring economic stability.

Macroeconomic Overview – India

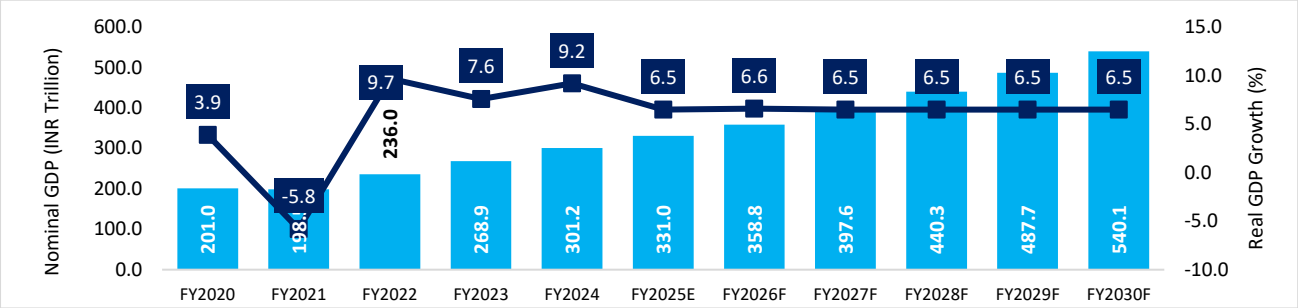
India GDP Growth

India recorded a remarkable real GDP growth rate of 9.2% and an estimated 6.5% in FY2024 and FY2025, respectively, cementing its status as a leading player in the global economy. Along with the recent repo rate cut of 50 bps, a liquidity injection of INR 1.3 trillion was also announced by RBI in April 2025. An accommodative monetary policy amidst easing price pressures and rising domestic liquidity, will ensure that the Indian economy remains robust, with growth forecast to average at 6.6% between FY2026 and FY2027.

With strong growth prospects through FY2030, India is poised to overtake Germany and Japan, emerging as the world's third-largest economy in terms of nominal GDP. By 2030, its nominal GDP is projected to surpass INR 540 trillion (USD 7 trillion), fuelled by an expansive consumer market, a growing middle class, competitive labor advantages, rising private investments, and a significant rise in government capital expenditure (capex).

India's manufacturing growth is driven by continued investments in infrastructure and strategic initiatives such as Make in India, Atmanirbhar Bharat, and the Production Linked Incentive (PLI) schemes, which aim to strengthen domestic manufacturing capabilities and attract foreign direct investment (FDI). Furthermore, structural reforms focused on improving the ease of doing business and fostering innovation are expected to enhance India's competitiveness on the global stage.

Exhibit: Nominal GDP (in INR Trillion) and Real GDP Growth (%), India, FY2020-FY2030F



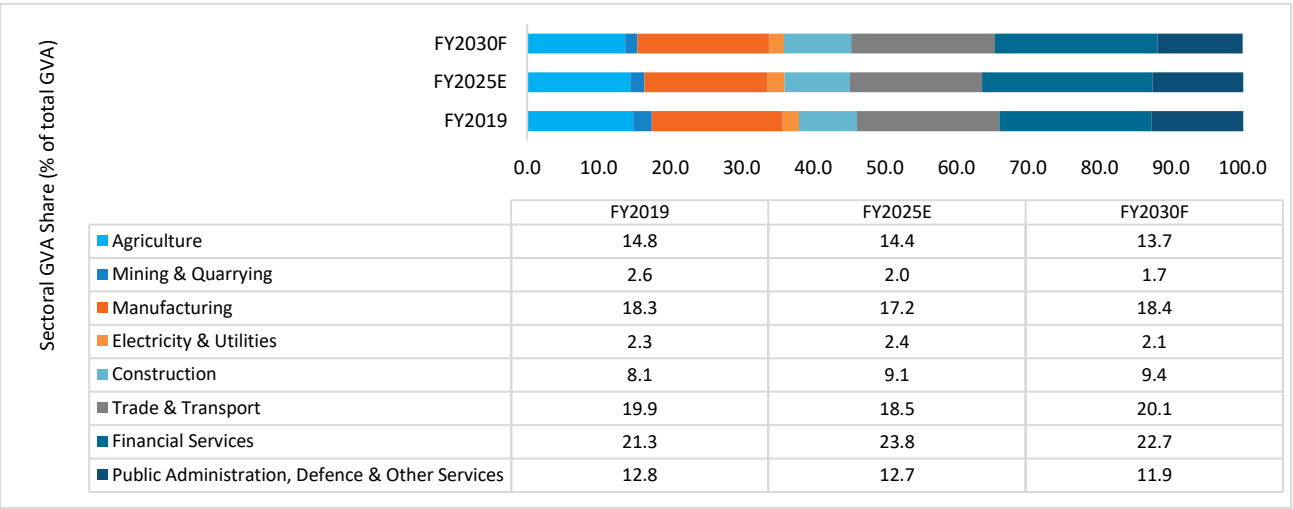
Note: *E: estimate, F: forecast, Data is represented in fiscal years. For e.g. FY20 is the 12-month period between 1 April 2019 and 31 March 2020; Source: IMF, Ministry of Statistics and Programme Implementation (MOSPI) – India, Frost & Sullivan*

India Sectoral Share of Gross Value Added (GVA)

Between FY2025 and FY2030, the sectoral GVA shares of manufacturing and construction are projected to rise to 18.4% and 9.4%, respectively. This change reflects a wider economic transformation that will drive long-term industrial growth and strengthen overall economic resilience as India seeks to position itself as a global centre for investment and trade. In contrast, the GVA share for agriculture, forestry, and fishing is expected to decrease to 13.7% by FY2030, driven by a focus on industrial development.

Manufacturing sector's projected share of 18.4% by FY2030 underscores the sector's potential to become a key driver of growth and employment. Increased public investment, strong domestic demand, and expanding export opportunities will support India's manufacturing expansion. The government's infrastructure-driven growth strategy will also benefit the construction sector. Plans to expand the national highway network, develop waterways and logistics parks, and airport connectivity will improve boost overall efficiency. These initiatives will lay a strong foundation for growth in sectors such as semiconductors, electronics, electric vehicles (EVs), renewable energy, automotive, pharmaceuticals, and medical devices.

Exhibit: Sectoral GVA Share (% of Total GVA), India, FY2019, FY2025E, FY2030F



	FY2019	FY2025E	FY2030F
Agriculture	14.8	14.4	13.7
Mining & Quarrying	2.6	2.0	1.7
Manufacturing	18.3	17.2	18.4
Electricity & Utilities	2.3	2.4	2.1
Construction	8.1	9.1	9.4
Trade & Transport	19.9	18.5	20.1
Financial Services	21.3	23.8	22.7
Public Administration, Defence & Other Services	12.8	12.7	11.9

Note: *Percentage values may not sum up to 100 due to rounding E: Estimate, F: Forecast, India's GVA is represented in fiscal years. For e.g. For e.g. FY2019 is the 12-month period between 1 April 2018 and 31 March 2019; The full industry coverage is as follows: Agriculture: Agriculture, Livestock, Forestry & Fishing; Electricity & Utilities: Electricity, Gas, Water Supply & Other Utility Services; Trade & Transport: Trade, Hotels, Transport, Communication & Services related to Broadcasting; Financial Services: Financial, Real Estate & Professional Services; Source: Ministry of Statistics and Programme Implementation (MoSPI) – India, Frost & Sullivan*

India's Strong Growth Path

India's pharmaceutical ingredients, agrochemicals, and overall specialty chemicals industry are driven by skilled workforce, conducive policies, and cost advantages – positioning it as a strong global exporter. India offers a credible and trustworthy alternative to China owing to the global supply chain reorientation trend as well as the country's own targets to become a global manufacturing and exports hub.

Pharmaceutical Ingredients (APIs):

- **Cost and Infrastructure Advantage**: India enjoys low production costs, access to a young and a skilled workforce, and a strong generic drug industry to competitively produce high-quality APIs.

- **Policy and Regulatory Strength**: Government initiatives, such as the PLI Scheme for Promotion of Domestic Manufacturing of critical Key Starting Materials (KSMs)/ Drug Intermediates and Active Pharmaceutical Ingredients (APIs), along with a significant number of US FDA-approved plants, bolster domestic manufacturing and enhance global confidence.

- **Export Potential**: With pharma exports reaching US$ 27.8 billion in FY2024[1], India is on track to reach US$ 350 billion by 2047, driven by growth in specialty APIs and biosimilars.

Agrochemicals:

- **Agricultural Demand Base**: A large domestic market, with 44.0% (as of FY2024) of India's population dependent on agriculture for employment, fuels production and innovation in the agrochemical sector.

- **Technological and Policy Boost**: Investments in R&D and a potential agrochemicals PLI will boost India's capacity to produce high-quality, specialized agrochemicals efficiently.

- **Export Potential**: Between FY2014 and FY2024, India's agricultural exports rose by 112% rising from US$ 22.7 billion to US$ 48.2 billion. In 2022, India was the world's second largest agrochemicals exporter just behind the US. As per the World Trade Organization (WTO), agrochemical exports reached US$ 5.5 billion in FY2023, with plans to target US$ 10 billion, driven by demand from the US, Brazil, and Japan. According to the textile ministry of India, India is among the top textile exporters in the world, contributing nearly 4% of the global textiles and apparel exports, with USA, EU and UK accounting for approximately 53% share in total textile and apparel exports from India in FY2023-24.

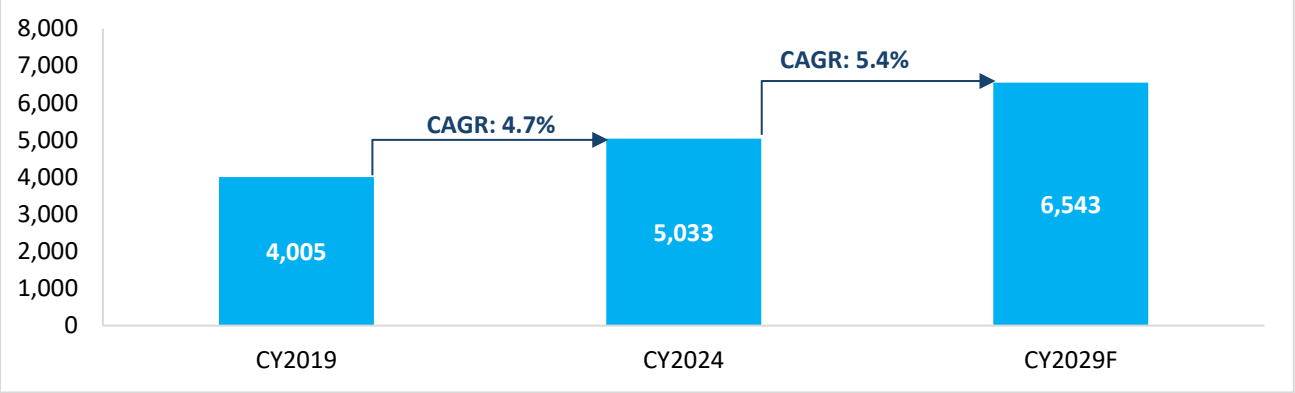
  Tariffs are unlikely to have a significant impact, as they primarily target end-use markets. Supreet Chemicals operates in the intermediate manufacturing space, where demand for specialty chemicals remains steady regardless of tariffs imposed on end-use industries.

Overview of Global Chemicals and Specialty Chemicals

Overall Historical Growth & Forecast for Global Chemicals Market

The global chemicals market has grown from USD 4,005 Bn in CY2019 to USD 5,033Bn in CY2024, with a CAGR of 4.7%. Driven by rising demand for specialty chemicals and industrial growth in emerging markets, it is expected to grow with a CAGR of 5.4% to USD 6,543 Bn by CY2029

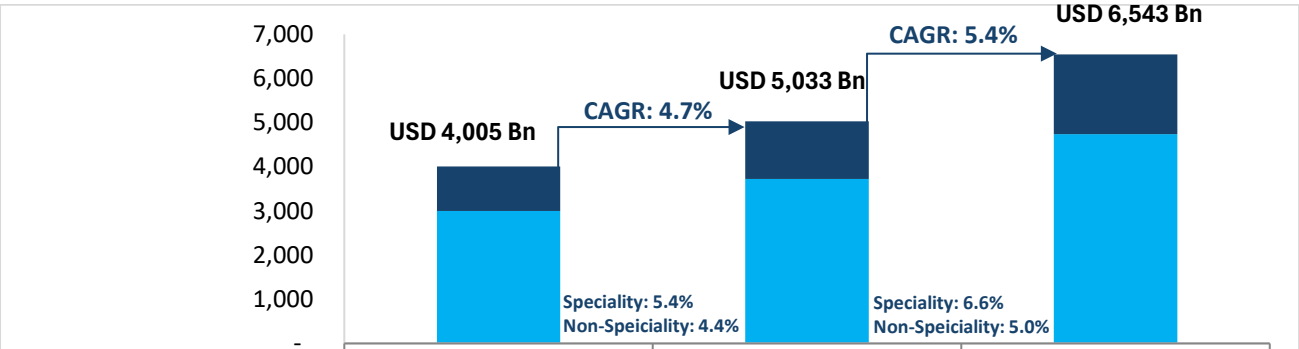
Exhibit: Global Chemicals Market; Historic and Forecast CY2019-2029F (USD Billion)



Source: CEFIC, Frost & Sullivan Analysis

[1] Ministry of Commerce and Industry – India [2] World Bank; Employment in agriculture (% of total employment)

Exhibit: Global Chemicals Market by Type CY2019-2029F (USD Billion)



	CY2019	CY2024	CY2029F
Speciality Chemical	1,008	1,309	1,802
Non-Speciality Chemical	2,997	3,724	4,741

Source: FAO, Frost & Sullivan Analysis

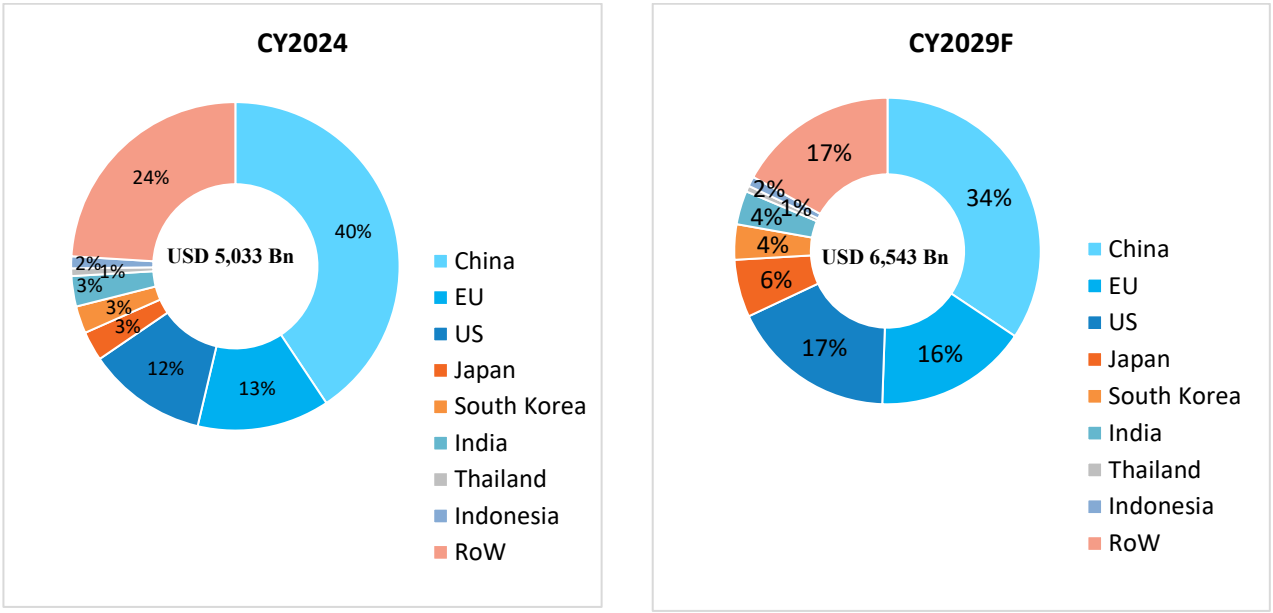
Specialty Chemicals: The specialty chemicals market focuses on high value-added, low volume production used in products such as agrochemicals, textiles, pharmaceuticals, electronic chemicals, polymers, adhesives, coatings, additives, and food colourings. It is highly fragmented, with ongoing consolidation trends. Like commodities, it faces high energy and feedstock costs. Key challenges include regulatory pressures, evolving customer preferences, and the need for strong R&D. The global specialty chemical intermediates market stands at USD 1,309 Bn in CY 2024 and is expected to reach USD 1,802 by CY 2029 at a CAGR of 6.6%. In 2024, APAC accounted for dominant share of the global specialty chemical intermediates market, with a share of 56%, followed by North America and Europe. In terms of region-wise demand, India's specialty chemical intermediates industry is expected to post 10.02% CAGR between 2025 and 2030, owing to rising demand from end-user industries, along with tight global supply on account of stringent environmental norms in China.

In contrast, markets such as America and Europe are expected to clock less than 3% CAGR over the next five years (2024-2029) because of industry saturation in these regions. China's specialty chemical intermediates industry, which saw historic growth rates of ~10-11% and above until 2013, is expected to post slower ~5-6% CAGR between 2024 and 2029.

Non-Specialty Chemicals: Non-specialty chemicals include bulk chemicals and petrochemicals, produced at large scale with minimal differentiation. Bulk chemicals like caustic soda and polymers serve industries such as textiles, autos, and refining. Petrochemicals, derived from oil and gas, include olefins and aromatics used in plastics, rubbers, detergents, and pharmaceuticals. Both segments are essential to global manufacturing but operate in a fragmented market.

The global chemicals market is valued at around **USD 5,033 Bn** in CY2024 with **APAC** accounting for **56%** of the market share in the segment followed by **Europe (13%). India** accounts for **3%** market share in the global chemicals market in CY2024. During the forecast period (CY2024-29F), APAC is anticipated to grow at the fastest rate of 5-6% CAGR. In contrast, markets such as America and Europe are expected to clock less than 3% CAGR over the next five years because of industry saturation in these regions

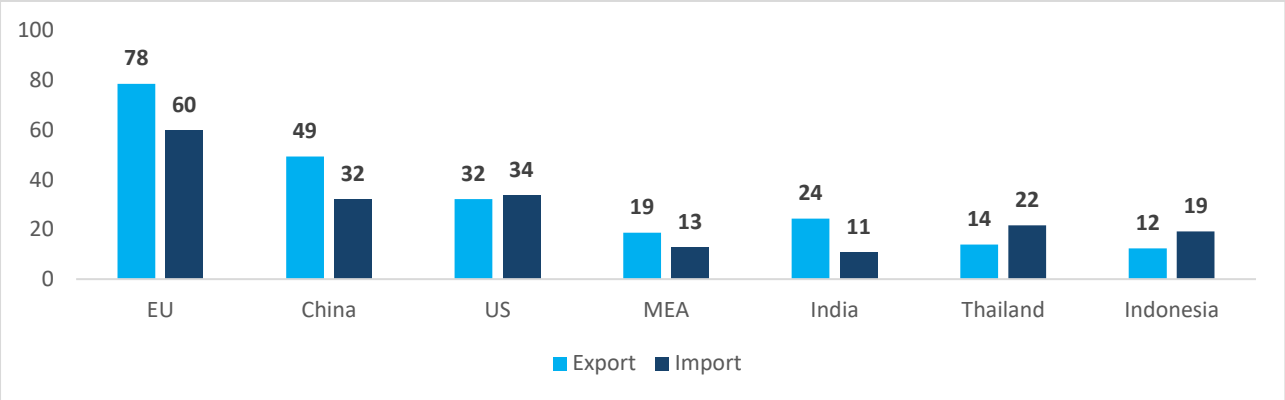
Exhibit: Global chemicals market, CY2024 & CY2029F, USD 5,033 Bn & USD 6,543 Bn



Source:CEFIC, Frost & Sullivan

Europe was the largest exporter of specialty chemicals. Key exports included specialty coatings, pharmaceuticals, and agrochemicals, supported by strong R&D and manufacturing. Imports stood at USD 59.7 billion, mainly from the US, China, and India. China exported mainly to Asia, the US, and Europe including specialty polymers, agrochemicals, and construction chemicals, driven by competitive pricing and global partnerships. However, environmental regulations and quality issues posed challenges. The US exported primarily to Canada, Mexico, and Europe, with specialty polymers, electronic, and construction chemicals as key products. Imports reached USD 33.6 billion, mostly from China, Germany, Japan, and India. India's strong R&D, cost-effective manufacturing, government support and "China +1" strategy fueled growth.

Exhibit: Import Export Analysis of Specialty Chemicals by Key Countries in CY2024, (USD Bn)



Source: Frost & Sullivan

Chemical Industry Outlook

Exhibit: Chemical Industry Outlook

End-products within Textiles, Pharma, Agro, Pigments, Paints, and other industries **Global Players:** Unilever, P&G, Asian Paints, Johnson & Johnson, L'Oreal **Domestic Players:** Sun chemicals, Zydus, Pidilite, Sudarshan, Axalta, PPG Asian paints, Emami Etc.	High volume, low value products Ex: Propylene, Methanol, Phenol, Caustic, Sodium nitrite, Sulphuric. **Global Players:** Shell, Total, Ineos, Dow, Sabic, CNPC, Chevron, Marathon Petroleum **Domestic Players:** Reliance, Aditya Birla, Tata Chemicals, GNFC, RCF, Punjab alkali, GACL, Nirma, DCM Shriram Etc.	Produced using simple synthesis steps **Global Players:** BASF, Dow, Evonik, Lonza, Eastman, Huntsman, Henkel, EOC, Novozymes, Clariant **Domestic Players:** Colourtex, Anupam Rasayan, Sudarshan Chemicals Etc.	Requires complex chemistry. know how High entry barrier High value products **Global Players:** BASF, Dow, Lanxess, Evonik, Mitsui Chemicals, Clariant, Novozymes Sadara chemicals, AECI Ltd. **Domestic Players:** Valiant Organics, Balaji Amines, Tatva Chintan, Anupam Rasayan, Aarti, Atul, Supreet Chemicals Etc.	Moderately fragmented Moderate entry barrier Ex: Butanol, Butyl salosol, carbitols **Global Players:** Lyondell Basell, BASF, Dow, Dupont, Sabic, Solenis, Kemira, Ecolab, Farmosa, Sinopec, Lanxess, Clariant, AECI Ltd. **Domestic Players:** Deepak Nitrite, Atul, Aarti, Panoll Intermediates, Meghmani Organics, Etc

Source: Frost & Sullivan

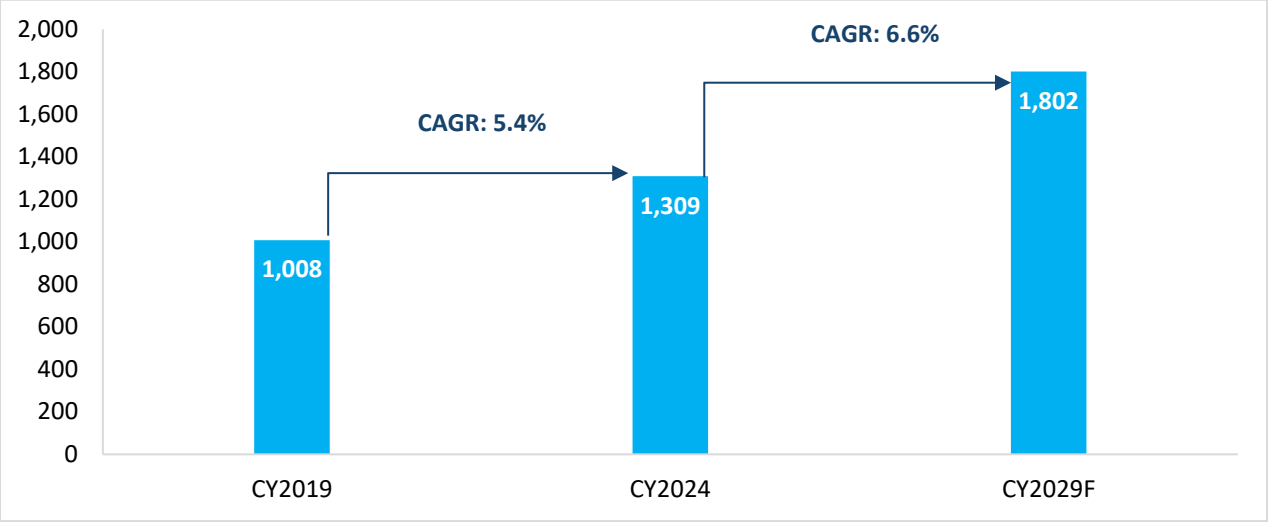
On a broader scale, chemical process industry can be broadly classified into 5 tiers – Commodity chemicals, Commodity derivatives/Intermediates, Specialty Chemicals/Intermediates, Derivatives of specialty chemicals and Formulation Products. The area of specialty chemicals is highly attractive in terms of margin realisations; however, it requires specialized knowledge, strong technical foothold along with significant investment in processes.

Global Specialty Chemicals Market

The global specialty chemical market stands at USD 1,309 billion in 2024 and is expected to reach USD 1,802 billion in 2029 at a CAGR of 6.6%. The past two decades have seen a significant shift in the specialty chemical intermediates industry, from developed countries (particularly the US) to emerging ones in the Asia-Pacific (APAC) region .The Asia Pacific (APAC) dominates the market across the world projected to grow at a CAGR of 6-7%, with a share of 56%, owing to the huge customer base, leading to high demand for specialty chemicals, increasing industrial production, and robust growth of the construction sector. APAC is followed by Europe and North America.

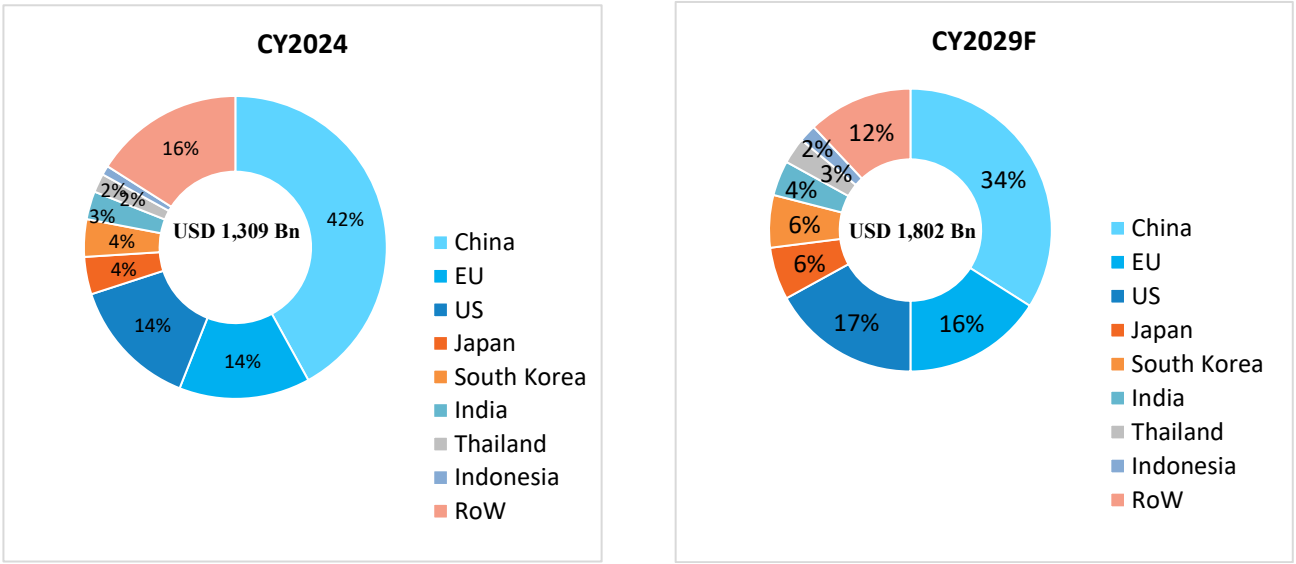
The past two decades have seen a significant shift in the speciality chemical industry, from developed countries (particularly the US) to emerging ones in the Asia-Pacific (APAC) region in countries like India, Japan, South Korea, China, Thailand, Taiwan, Singapore and Indonesia. China's dominance stems from its vast agricultural sector and high fertilizer consumption. China's speciality chemical intermediates industry, which saw historic growth rates of ~10-11% CAGR and above until 2013, is expected to post slower ~5-6% CAGR between 2024 and 2029. Today, the top 10 countries in terms of sales include China, the United States, Germany, India, South Korea, Japan, Brazil, Switzerland, Italy and France.

Exhibit: Global Specialty Chemicals Market CY2019-2029F (USD Billion)



Source: Frost & Sullivan Research and analysis

Exhibit: Global speciality chemicals market, CY2024 & CY2029F, USD 1,309 Bn & USD 1,802 Bn

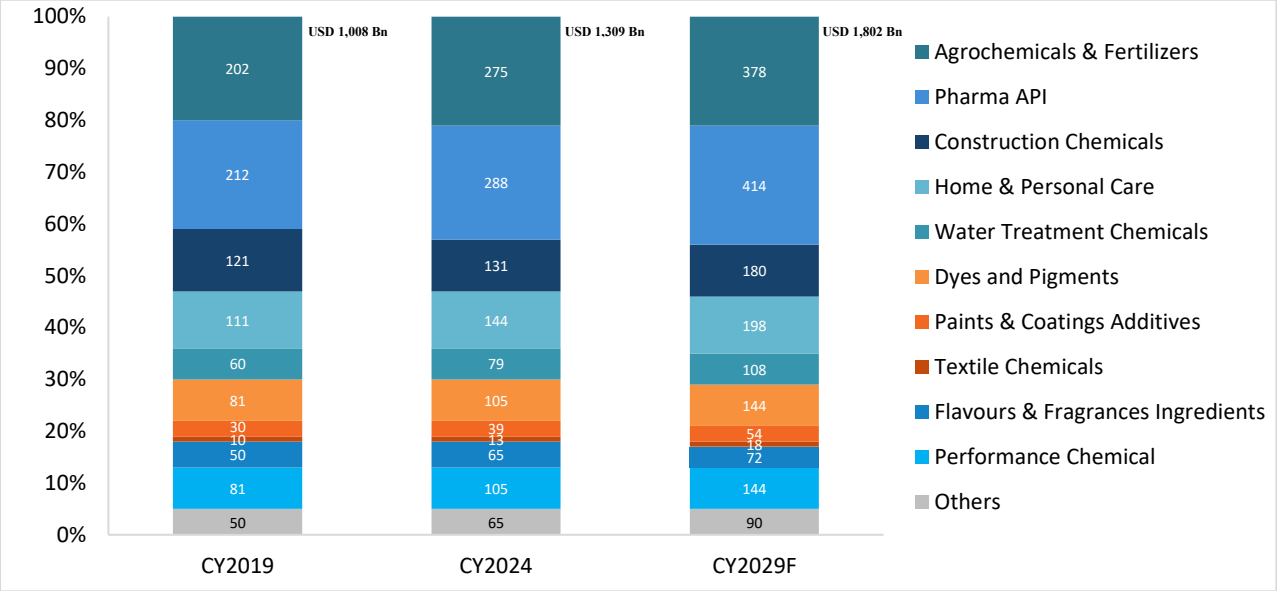


Source: Frost & Sullivan Research and analysis

Category Wise Segmentation of Global Specialty Chemicals Market

Specialty chemicals industry can be categorised into a mix of end-use driven segments and application-driven segments. In terms of attractiveness, the various segments across specialty chemicals differ in competitive intensity, margin profiles, defensibility against raw material cost movements, and growth.

Exhibit: Global Specialty Chemicals Market, Value (USD Bn), CY2019, CY2024, and CY2029F



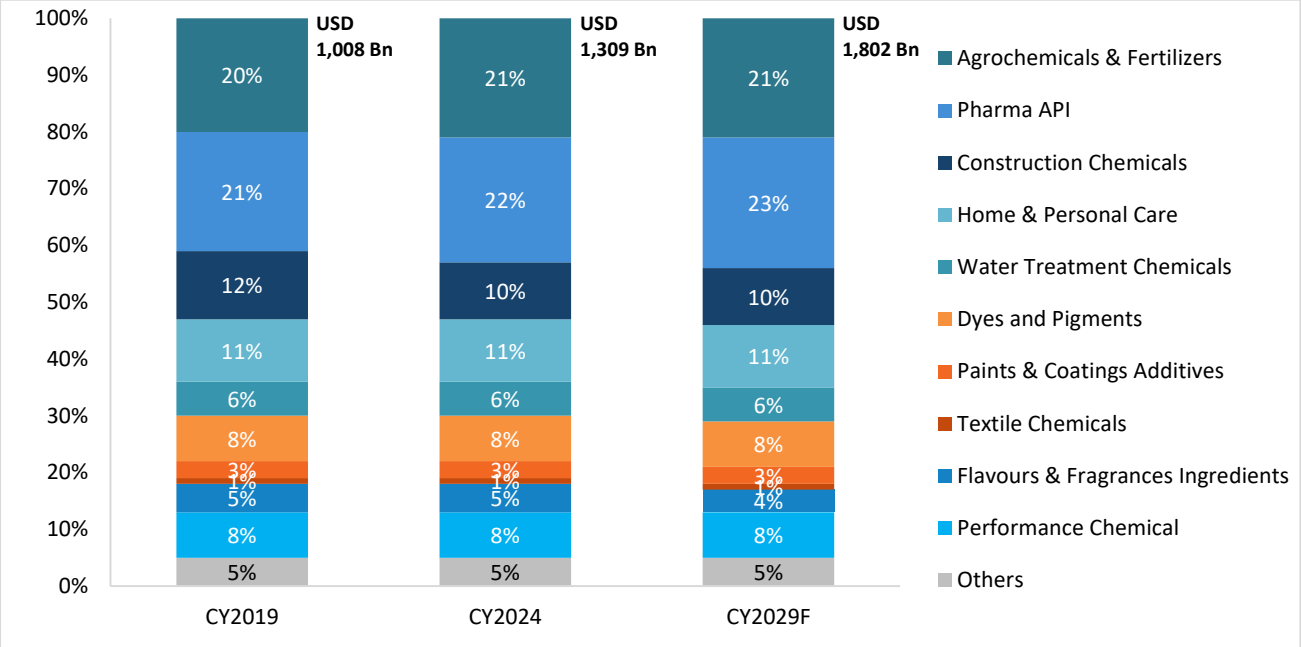
Others include Sealants and Adhesives, Polymer Additives etc.
Source: Frost & Sullivan

Note: *"Others" refers to a range of niche specialty chemical categories including polymer additives, sealants & adhesives, lubricant and fuel additives, electronic-grade chemicals, leather processing agents, and paper treatment chemicals etc. that do not fall under the primary listed segments but serve critical roles in various industrial applications.*

Supreet Chemicals derives its highest share of revenue from Pharma APIs, Agrochemicals, and Textile Chemicals — segments that collectively account for nearly 44% of the global specialty chemicals market, in the year CY2024. The pharma segment has shown steady growth, with its global share rising from 21% in CY2019 to 22% in CY2024, indicating a strong and expanding market. Agrochemicals is witnessing rising competition, resulting in market saturation and pricing pressure. Though its global market share remains around 21%, these challenges highlight the need for differentiation and innovation. Overall, while Pharma continues to be a growth driver, Agrochemicals is entering a more competitive and dynamic phase. The global agrochemicals industry has been undergoing structural changes since the mid-2010s, with EU regulatory tightening post-2015, accelerated patent expiries between 2016–2022, and a marked shift towards sustainable and bio-based solutions over the past five years, collectively eroding margins and reshaping market structures.

Several emerging specialty chemical segments are gaining traction due to downstream industry growth. Electrochemical materials are on the rise with the expansion of the semiconductor and EV battery sectors. Similarly, paints and pigments are seeing increased demand from the automotive and construction industries. Segments such as advanced adhesives and sealants are benefiting from growing use in electronics assembly and lightweight materials across transport and consumer goods. These trends are reshaping the specialty chemicals landscape with a focus on performance and innovation.

Exhibit: Global Specialty Chemicals Market, Industries & Applications, CY2019, CY2024 and CY2029 Value (%)



Others include Sealants and Adhesives, Polymer Additives etc.
Source: Frost & Sullivan

Key Growth Drivers – Global

Specialty chemicals - Value added products

Specialty chemicals are value added products that are used for specific applications that often involves high R&D investment and technical know-how. There are over 40-50 value chains covering a broad spectrum of products within this industry. The capability to handle multiple value chains that overlap with one another are available only with large conglomerates, while a single or double value chain is what most medium to small scale players are efficient with. This sector is witnessing a monetary corpus towards expansion investments.

Exhibit: Forecast year growth splits by key industries highlighting key factors driving growth

Segments	Key Growth Drivers	(CY2019-24 CAGR)	(CY2024-29F CAGR)
Textile Chemicals	• Increasing demand for finishing chemicals that allow a variety of beneficial properties like anti-microbial properties, wrinkle-free properties, stain-resistance, etc. to be imparted to the textile	4.8%	6.4%
Pharmaceutical Chemicals (API)	• Growing demand for generic drugs globally and India being the largest provider of generic drugs results in higher demand for domestic consumption of Pharmaceuticals chemicals.	4.6%	6.0%
Dyes and Pigments	• Growth in demand for high performance pigments (HPP) which are highly durable pigments, resistant to UV radiation, heat and chemical. • Use of eco-friendly colorants such as low impact dyes is emerging	3.8%	5.6%
Agrochemicals & Fertilizers	• Increasing global population, Decreasing arable land, and consequent requirement to improve crop yields. • New demand for agricultural products would also be created by the use of agricultural products for industrial applications such as in fuel blending and polymer manufacturing, opening up new avenues of applications for agrochemicals	3.4%	4.7%
Personal Care and home care Ingredients	• Growth in demand for personal care and home care products is driven primarily by emerging markets in the Asia-Pacific region, particularly China and India which are expected to grow at around 9-10% CAGR. • USA and Europe are expected to grow at ~4% primarily driven by the shift towards natural active ingredients.	4.5%	6.3%
Paints & Coatings Additives	• Demand driven by growing automotive industry, increasing urban population, rising household consumption expenditure and economic conditions	4.6%	5.5%

Segments	Key Growth Drivers	(CY2019-24 CAGR)	(CY2024-29F CAGR)
Water Treatment Chemicals	• Strengthening environmental regulations and rising water quality standards for municipal consumption in matured markets of North America and Europe • In emerging markets, strong economic growth resulting in greater municipal and industrial spending in water treatment effort will drive growth of this segment.	4.4%	6.4%
Flavours and Fragrances Ingredients	• Strong growth in low-fat and low-carbohydrate foods and beverages in North America • Higher consumer willingness to experiment with new flavours and fragrances. • Increased production of processed foods in developing countries causing a spurt in the demand for flavours • A shift in perception of fragrance from being a nonessential attribute to an indispensable part of personal care	6.0%	7.7%
Construction/ Infratech Chemicals	• Rise in construction projects across emerging markets and increased adoption of construction chemicals for improvement in quality of projects	2.8%	6.3%

During the forecast period of 2024-2029, the global textile market size is projected to grow at CAGR of 7.4%, the global agro-intermediate market at a CAGR of 4.7%, the global pharmaceutical market at a CAGR of 6.0%, the global paints and pigments market at a CAGR of 5.5% and the global food colour market a CAGR of 6.4%

Key regulations

	Regulations
1	REACH (Registration, evaluation, authorization, and restriction of chemicals), toxic substances control act, Occupational Safety and Health Administration (OSHA) regulations etc. are few examples of important regulatory frameworks.
2	REACH in Europe requires companies to register chemicals they produce or import above one tonne per year, aiming to protect human health and the environment.
3	The Toxic Substances Control Act (TSCA) gives the US EPA authority to require testing, reporting, and restrictions on chemicals to prevent unreasonable risks to health or the environment.
4	Globally Harmonized System is a global system for standardizing and harmonizing the classification and labelling of chemicals.
5	Various national and international regulations protect the environment from harmful chemical impacts, reducing the specialty chemicals industry's footprint and promoting sustainable, eco-friendly alternatives.
6	Several mandatory standards including ISO certifications, such as ISO 14001, and safety standards are required for chemical production facilities. Some of the essential documentation required for chemical exports include: SCOMET license, One time registration for General SCOMET license, Validity period for SCOMET license, Post Reporting of Export of Chemicals, General conditions and exclusions, Application Procedure etc.

Overview of Indian Chemicals and Specialty Chemicals

Overall Historical Growth & Forecast for Indian Chemicals Market

The Indian chemicals market was valued at INR 162 Bn in year FY2025 (~3-4% share in the global chemical industry). It is expected to reach ~USD 228 Bn by FY2030, with an anticipated growth of ~7.1% CAGR.

Exhibit: Indian chemicals market, FY2020, FY2025 and FY2030F (INR Bn)

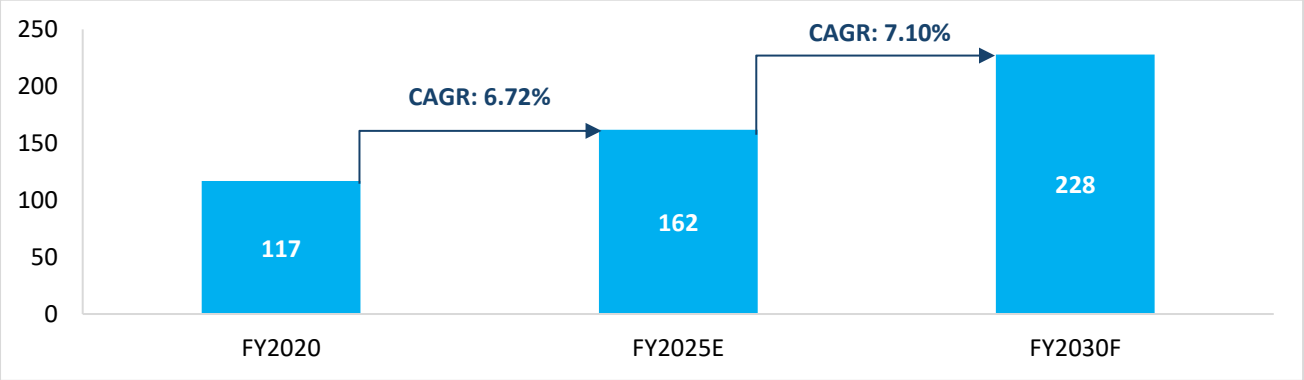
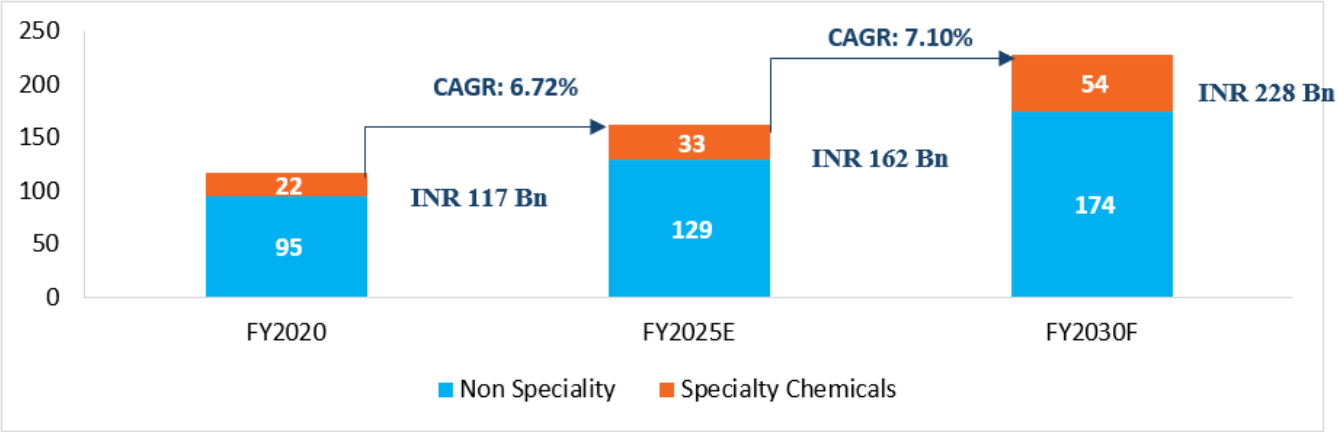


Exhibit: Indian Chemicals Market by Type, FY2020-2030F (INR Bn)



CAGR	Non-Speciality Chemicals	Specialty Chemicals
FY2020-FY2025E	6.1%	8.7%
FY2025E-2030F	6.3%	10.0%

Source: Frost & Sullivan
Note: *Indian chemical industry generally showcases Agrochemicals & Fertilizers outside of Specialty chemicals. In the above graph the specialty chemicals section, however, is inclusive of Agrochemicals & Fertilizers to maintain consistency with the Global section.*

In terms of region-wise demand, India's specialty chemical intermediates industry is expected to post 10.02% CAGR between 2025 and 2030, owing to rising demand from end-user industries, along with tight global supply on account of stringent environmental norms in China. While China accounted for ~15-17% of global specialty chemical exports in 2019, India contributed only 1-2%. This has since doubled to 4% in 2024, highlighting India's growing presence.

Specialty chemicals find applications across home and personal care, water treatment, construction, and agrochemicals. Major Indian players like Aarti Industries, Atul Ltd, Alkyl Amines, Rossari, Neogen, Balaji Amines and Deepak Nitrite are benefiting from the global shift in supply chains and the government's "Make in India" push. Environmental crackdowns in China, including the shutdown of ~40% of chemical manufacturing capacity and rising compliance costs, are making Chinese exports less competitive. Simultaneously, rising labor costs in China (up 19-20% CAGR over 2005–2015) have further diminished its cost advantage.

India is emerging as a preferred alternative for specialty chemicals due to low production costs, strong R&D, strict environmental norms, and improving infrastructure. Countries like Japan are promoting a shift from China, and global firms are partnering with Indian suppliers. Low domestic consumption and rising availability of basic chemicals support growth. As a result, specialty chemicals are set to become a key export driver, with strong long-term potential. High entry barriers add to its appeal as a resilient investment avenue.

Factors impacting high entry barriers

Complex chemistries

Due to the involvement of complex chemistries in the manufacturing of products and complex production processes requiring high levels of technical knowledge and R&D capabilities, the Specialty Chemicals industry observes a high barrier to new entrants.

Rigorous product approvals

Due to complex processes and strict impurity standards, specialty chemicals require rigorous approvals, especially in industries like automotive, pharma, and petrochemicals. Product qualification can take years, and high switching costs discourage changes in suppliers. As a result, customers prefer long-term partnerships with a limited number of trusted suppliers.

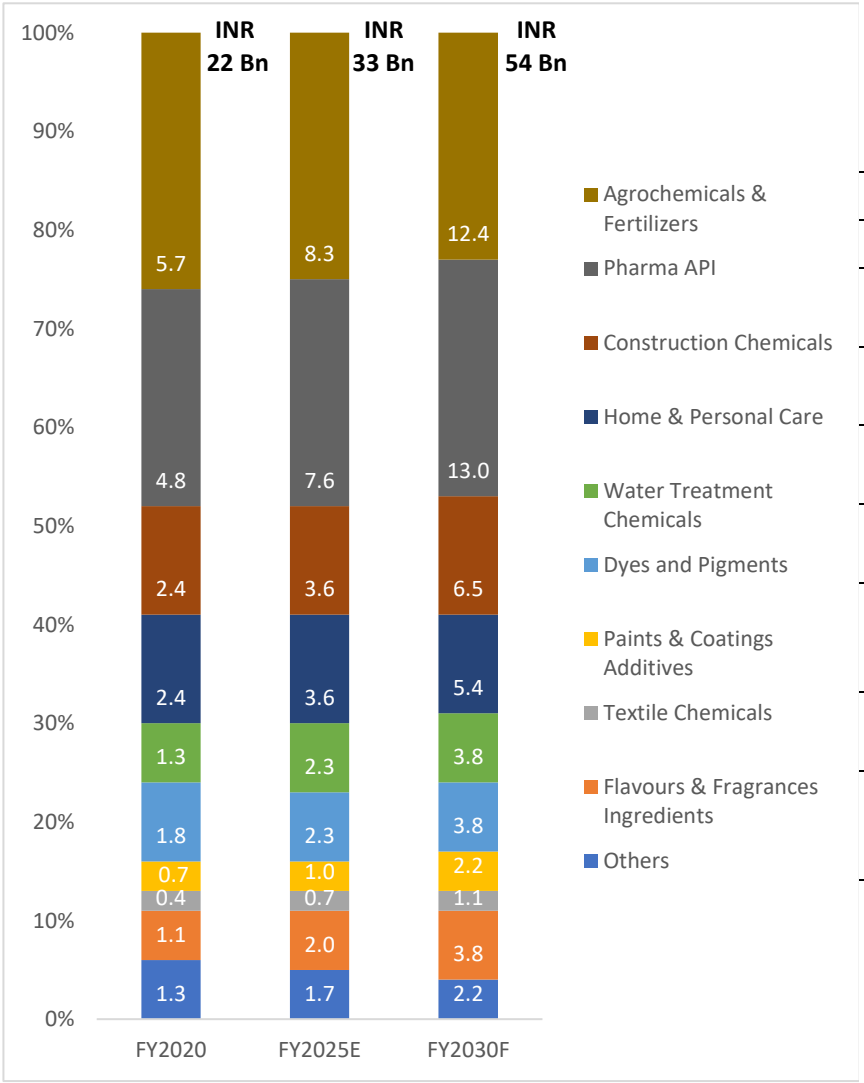
Product customization

Specialty chemical companies benefit from strong entry barriers like complex approvals, vendor acquisition, and customer loyalty, supporting long-term growth. Firms serving FMCG, High Performing Chemicals (HPC), and food ingredients face even higher barriers due to product customization and specialized models. High technical expertise and training needed for complex chemistries further limit new entrants.

Market Segmentation– by Industry and Application Type

Traditionally, low-cost labour and raw material availability were the advantages enjoyed by Indian manufacturing companies. Increasingly, though, specialty chemicals companies are focusing beyond these traditional cost advantages. Product development capabilities have become progressively more important across various segments and differentiate the top and bottom performers.

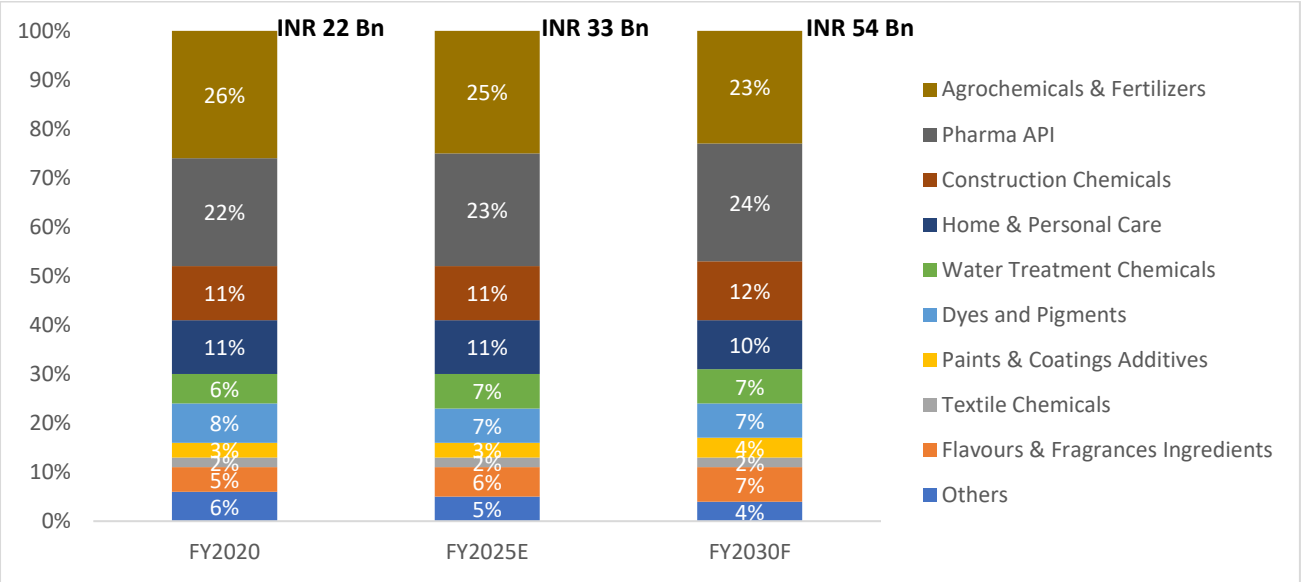
Exhibit: India Speciality Chemicals Market, Value (INR Bn), FY2020, FY2025E and FY2030F



Application	CAGR (FY 2020-FY 2025E)	CAGR (FY 2025E-FY 2030F)
Agrochemicals	7.60%	8.53%
Pharma API	9.42%	11.29%
Construction Chemicals	8.45%	12.29%
Home & Personal Care	8.45%	8.27%
Water Treatment Chemicals	11.84%	10.35%
Dyes and Pigments	5.59%	10.35%
Paints & Coatings Additives	8.45%	16.89%
Textile Chemicals	8.45%	10.35%
Flavours & Fragnances Ingrediants	12.47%	13.81%
Others	4.56%	5.53%

Others include Sealants and Adhesives, Polymer Additives etc.
Source: Frost & Sullivan

Exhibit: India Specialty Chemicals Market, Industries & Applications, FY2020 FY2025E and FY2030 Value (%)



Others include Sealants and Adhesives, Polymer Additives etc
Source: Frost & Sullivan
Note: *Indian chemical industry generally showcases Agrochemicals & Fertilizers and Pharmaceuticals API outside of Specialty chemicals. In the above graph the specialty chemicals section, however, is inclusive of the 2 categories to maintain consistency with the Global section.Agrochemical & Fertilizer and Pharmaceuticals API contribute to more than 49% of the specialty chemical space in India.*

Inclusions:

Agrochemicals and Fertilizers: Agrochemicals include organic fertilizers, liming and acidifying agents (which are designed to change the pH), soil conditioners, insecticides and pesticides, fungicides, herbicides, and other chemicals like crop-growth regulators. Fertilizers are mainly inorganic compounds of nitrogen like urea or ammonium nitrate, compounds of phosphorous and potassium.

Pharma API: These are the active components in medicines responsible for therapeutic effects. They include analgesics, antibiotics, antivirals, antidiabetics, antihypertensives, and more, produced through chemical synthesis or biotechnology under strict regulatory standards.

Construction/Infratech Chemicals: These are inclusive of concrete admixtures, waterproofing, protective, concrete repair mortar, plasters, base coats among others.

Home & Personal Care Ingredients: Formaldehyde, glycerols, titanium dioxide, isopropyls, alcohols, dimethicone, sodium lauryl sulphate, parabens, tocopherols benzones, oleochemicals, surfactants, polymers, botanical extracts among others.

Water Treatment Chemicals: These are made up of PH neutralizers, algaecides, antifoams (including insoluble oils, silicones, alcohols, stearates and glycols), biocides, boiler water chemicals, coagulants and flocculants, corrosion inhibitors, disinfectants, defoamers among others.

Dyes and Pigments: These are inclusive of Reactive Dyes, Disperse Dyes, Acid Direct Dyes, Azo Dyes, Sulphur Dyes, Solvent Dyes, Vat Dyes, Food Colorants,Organic Pigments, Optical Whitening agents, Inorganic Pigments,Pigment emulsions among others.

Paints and Coatings Additives: These are made up of insulating paint additives, powder coating additives, catalysts, wetting agents, levelers, clarifier, coupling agents, deflocculants, thinners, thickeners, anti-caking agents and other.

Textile Chemicals: These are inclusive of coating & sizing agents, colorants & auxiliaries, finishing agents, surfactants, de-sizing agents, bleaching agents, leather chemicals among others.

Flavors and Fragrances: Essential Oils (orange, corn mint, eucalyptus, pepper mint, lemon), Oleoresins (paprika, black pepper, turmeric, ginger, others), Aroma chemicals (esters, alcohol, aldehyde, phenol, others), others.

Source: Frost & Sullivan

Key Growth Drivers – India

Agrochemicals & Fertilizers are witnessing strong growth driven by rising awareness among farmers regarding modern farming practices. Improvement in rural incomes, aided by government schemes, has further accelerated adoption. There is also a pressing need to boost agricultural yields to match the rising food demand and meet national food sufficiency goals. Additionally, the implementation of Direct Benefit Transfer (DBT) ensures efficient delivery of subsidies directly to farmers, improving affordability and accessibility of agricultural inputs. However, structural erosion in agrochemicals has been visible since FY2018, with subsidy rationalization and GST roll-out intensifying price sensitivity, while import dependence on Chinese intermediates became more pronounced post-2019, and the growing traction of biologicals has accelerated from 2021 onwards.

Pharmaceutical Ingredients (API) are seeing increased demand due to the global surge in generic drug consumption, with India positioned as the largest supplier. To support this momentum, the Indian government has introduced a Production Linked Incentive (PLI) Scheme aimed at encouraging domestic manufacturing of Key Starting Materials (KSMs), Drug Intermediates (DIs), and Active Pharmaceutical Ingredients (APIs). The INR 9,940 crore package — including INR 6,940 crore for the PLI Scheme and INR 3,000 crore for setting up three bulk drug parks — is expected to significantly reduce import dependency and attract large-scale investments into the sector.

Construction Chemicals are expected to grow significantly, supported by the expansion of the Indian construction industry, especially in housing and infrastructure. Increasing adoption of global construction standards and practices within India will also contribute to higher demand for advanced construction chemical solutions.

Home & Personal Care Ingredients are gaining traction due to rising population and growing per capita income. Additionally, there is a noticeable surge in the usage of personal care products in rural areas, driven by better marketing, availability, and increased consumer awareness.

Water Treatment Chemicals are poised for expansion due to rising urbanization, which has led to growing demand for water purification and wastewater management solutions. The Government of India's 'Namami Gange Programme' — a flagship initiative with a budget outlay of INR 20,000 crores — aims to control pollution and rejuvenate the Ganga River, thereby providing a major push to this segment.

Dyes & Pigments are benefiting from a shift in global sourcing strategies. European producers are increasingly focusing on high-performance colorants in their local facilities while outsourcing commoditized dye and pigment production to cost-efficient countries like India and China, thereby boosting exports and demand from Indian manufacturers.

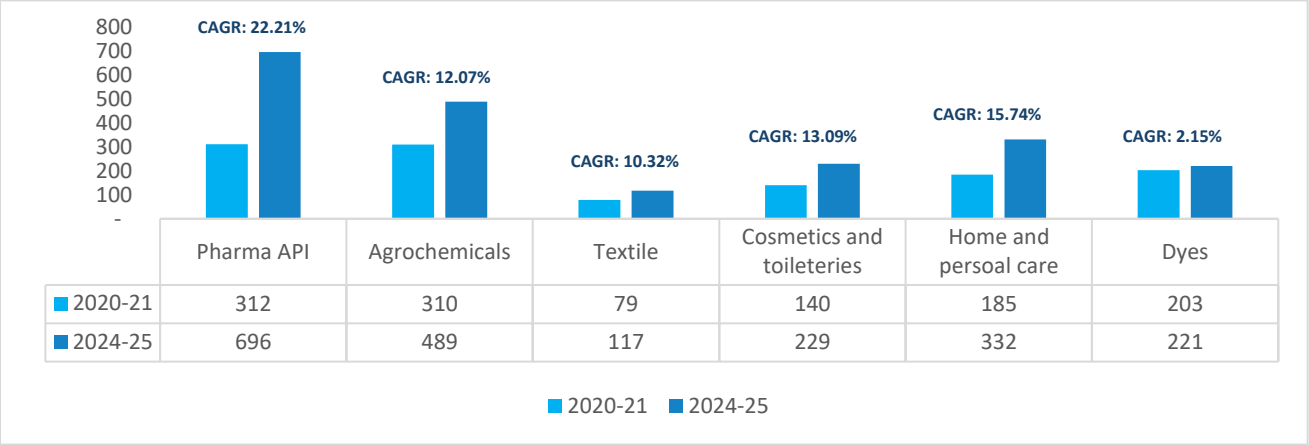
Paints & Coatings Additives are seeing rising demand driven by increasing per capita paint consumption in India. Additionally, rapid growth in the Indian automotive industry is leading to higher usage of coatings and related chemical additives.

Textile Chemicals are growing steadily, supported by strong domestic demand and a robust export market for high-quality textiles. India's well-established textile manufacturing base continues to provide growth opportunities for chemical companies catering to this segment.

Flavours & Fragrances Ingredients are witnessing rising demand in rural and urban markets alike. FMCG companies have effectively marketed products such as deodorants, room fresheners, and perfumed soaps, creating new consumption habits. Additionally, the growing processed food industry has led to an increase in demand for flavors and fragrances.

Source: Frost & Sullivan Analysis

Exhibit: Historic Chemical Exports from India FY2021-FY2025 (INR Bn)



	Pharma API	Agrochemicals	Textile	Cosmetics and toileteries	Home and persoal care	Dyes
2020-21	312	310	79	140	185	203
2024-25	696	489	117	229	332	221

Source: DGCIS, Frost & Sullivan

The Indian chemical exports show significant growth across multiple sectors. Pharma API demonstrate substantial expansion, highlighting India's pharma sector importance. While smaller segments like Textile and Home and personal care maintain modest market presence.

India's Advantage Over China

COVID-19 Impact & Supply Chain Diversification

The pandemic exposed global dependence on China for specialty chemicals, with lockdowns and factory shutdowns causing major disruptions. This pushed companies to diversify supply chains and reduce reliance on China.

China+1 Strategy

To mitigate supply chain risks and reduce overdependence on a single geography, several global firms have adopted the 'China+1' strategy. India has emerged as a preferred alternative, driven by its strategic location, expanding manufacturing base, and improved operational efficiencies.

Multinational companies are finding an alternative to China with their 'China +1' strategy, and we believe our Company is well-positioned to offer customers with a genuine and reliable option to satisfy their intermediate requirements

Cost Competitiveness

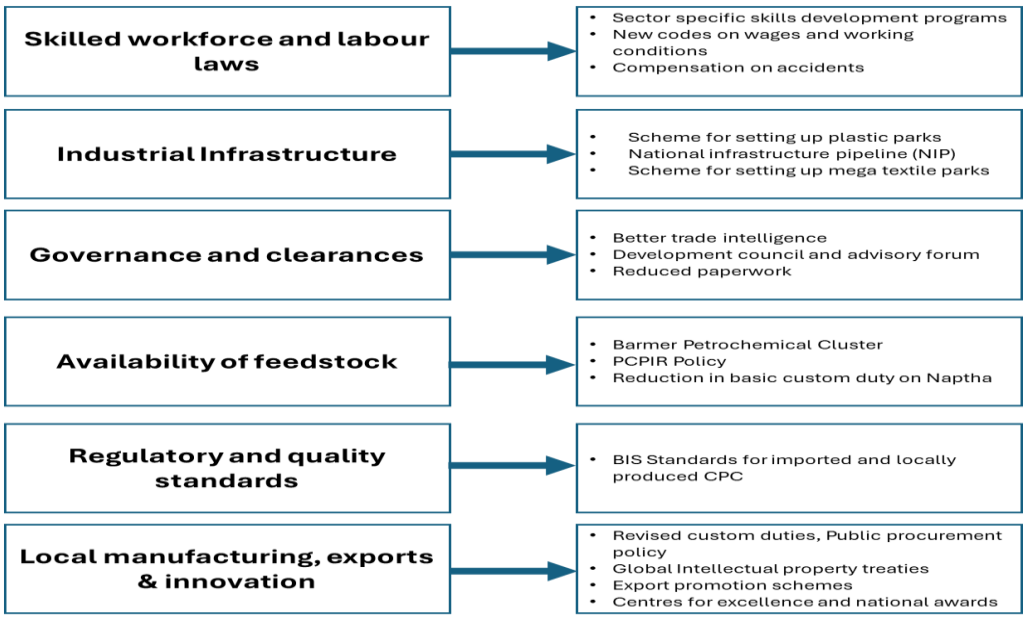
India offers a skilled and cost-effective labor force (~USD 1/hour vs. USD 5/hour in China in FY23) and competitive power costs (~USD 0.11/kWh vs. USD 0.10/kWh in China), making it an attractive destination.

Favourable Policies & Infrastructure Development

Government initiatives like the PLI scheme and 100% FDI in chemicals, along with regulatory reforms and development of industrial clusters and chemical parks, have strengthened India's position in global specialty chemical supply chains.

Policy initiatives and growth trends in India

Exhibit: Policy initiatives in India



Source: DCPC, Frost & Sullivan

India is poised to be a global manufacturing hub. Some of the key growth trends driving this are:

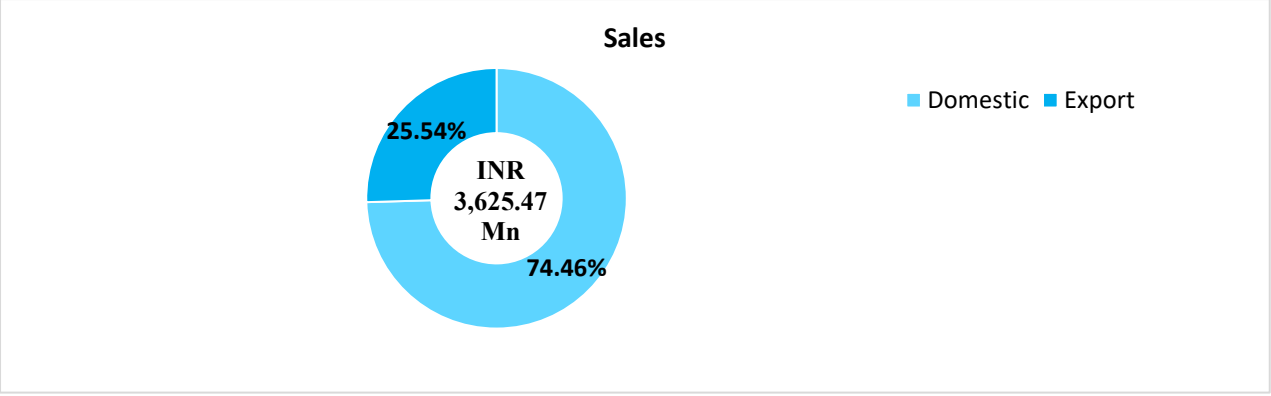
Cost effectiveness	India has developed a unique advantage by mastering low-cost manufacturing of agrochemicals, pharmaceuticals and other specialty chemicals (driven by availability of labour, tax benefits etc.)
Manpower & Production Capacity	India has sufficient availability of technically trained manpower and unutilised production capacity to fulfil local as well as global agrochemical demand.
Seasonal Domestic Demand & Low Usage	India's domestic agrochemical demand is seasonal, hence providing an opportunity to cater to global markets. Agrochemical usage (kg/ha) is very low in India, which can drive manufacturing in future.
Impact of COVID	Post COVID, many global manufacturers are contemplating a move of shifting their production from China to India and other countries. Hence, to reduce existing heavy reliance on China.
Govt. Focus	Govt. has launched various schemes (Make in India, Start-up India, Production Linked Incentive Scheme etc.) which will play a crucial role in transforming India into a global manufacturing hub.

PCPIRs: Petroleum, Chemical and Petrochemical Investment Regions (PCPIRs) is a hub of high-class infrastructure which creates a competitive environment conducive to setting up new firms. Three PCPIRs in Andhra Pradesh (Vishakhapatnam), Gujarat (Dahej) and Odisha (Paradeep) have been established in the country to promote and attract investment.

Centre of Excellence: CoEs' provide grants in aid to recognized research institutes with the aim of improving the existing technology and promoting the development of new applications of polymers and plastics. 13 CoEs within the premises of reputed educational/ research institutes have been approved.

Supreet Chemicals' Portfolio Across Global & Indian Chemical Market

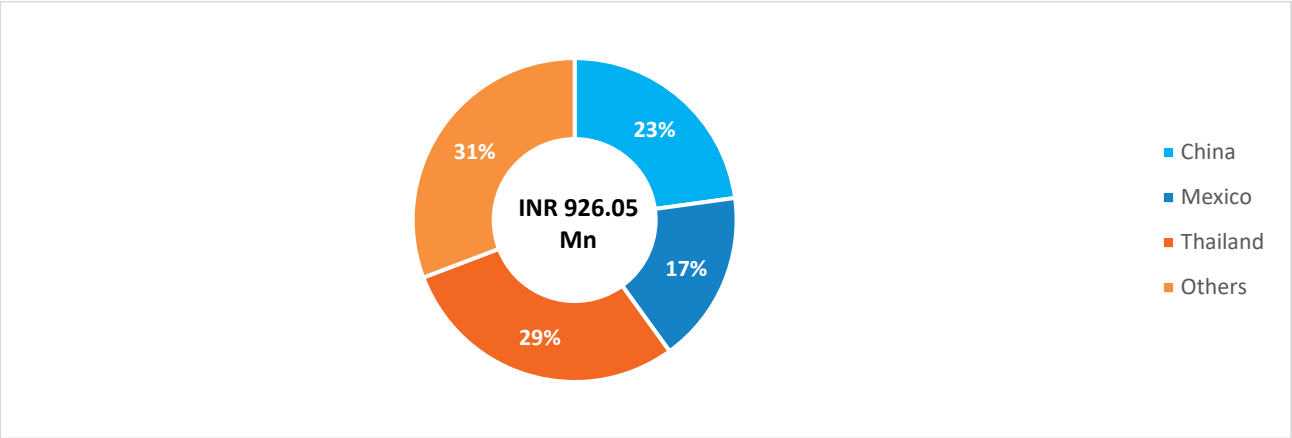
Exhibit: Domestic vs Export Sales, FY 2025 (%)



Source: Annual Report, Frost & Sullivan

Supreet Chemicals is one of the leading manufacturers, of certain specialty chemical intermediates such as MCA, Sulphonamides and NAPSA based on Aromatic Amines and Sulphonamides and Amino Phenols families, respectively. Domestic sales emphasize the company's strong presence and reliance on domestic markets.

Exhibit: Top Exporting Countries by Supreet Chemicals, FY 2025 (% of Export Sales)



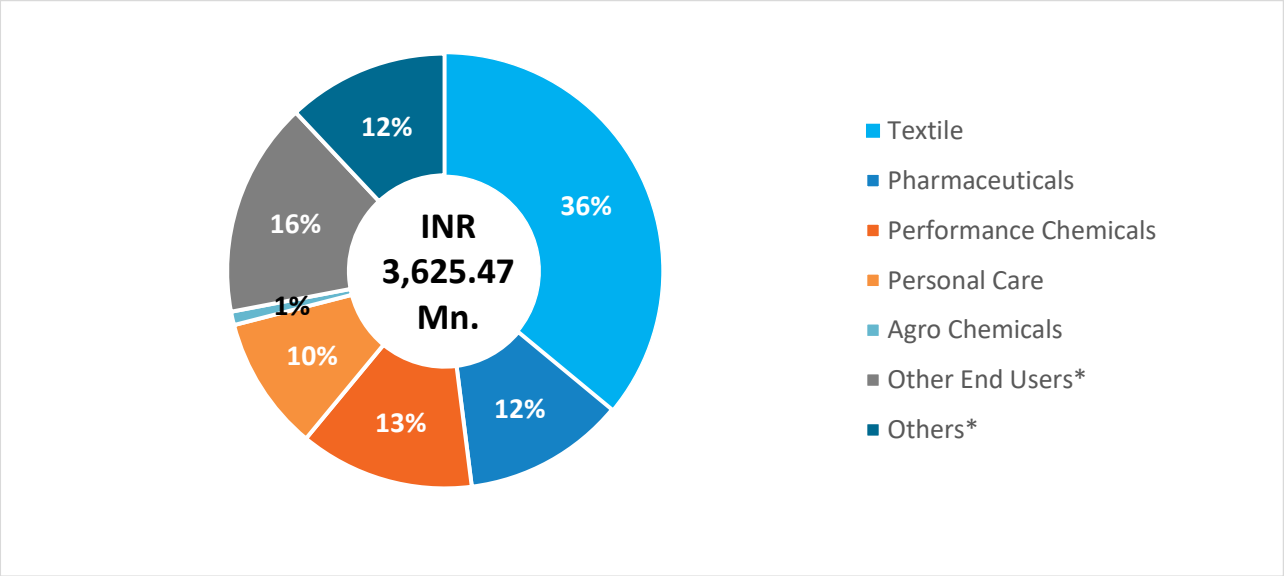
Others include Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hongkong, Spain and the USA
Source: Annual Reports, Frost & Sullivan.

Supreet Chemicals' export portfolio shows a strong presence in Asian markets, with Thailand accounting for nearly 29% of total export revenue for FY2025, followed by China with 23% and Mexico with 17% of Supreet Chemicals' export revenue. The remaining 31% of exports are distributed across a diverse group of countries, including Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hongkong, Spain and the USA indicating a broad global reach.

Supreet Chemicals is one of the few specialty chemical intermediate manufacturers in India exporting such a significant volume of products to China. Typically, specialty chemical intermediate manufacturers in India import large volumes of raw materials from Chinese suppliers, however, such companies do not export their products to China. Tariffs are unlikely to have a significant impact, as they primarily target end-use industries and Supreet Chemicals operates in the intermediate manufacturing space, where demand for specialty chemicals remains steady regardless of tariffs imposed on end-use segments.Typically, specialty chemical intermediate manufacturers in India import large volumes of raw materials from Chinese suppliers, however, such companies do not export their products to China.

Supreet Chemicals supply products to various industries including textiles, agro-intermediates, paints and pigments pharmaceuticals and other end use industries.

Exhibit: Segment wise revenue split of Supreet Chemicals, FY2025 (% of Sales)

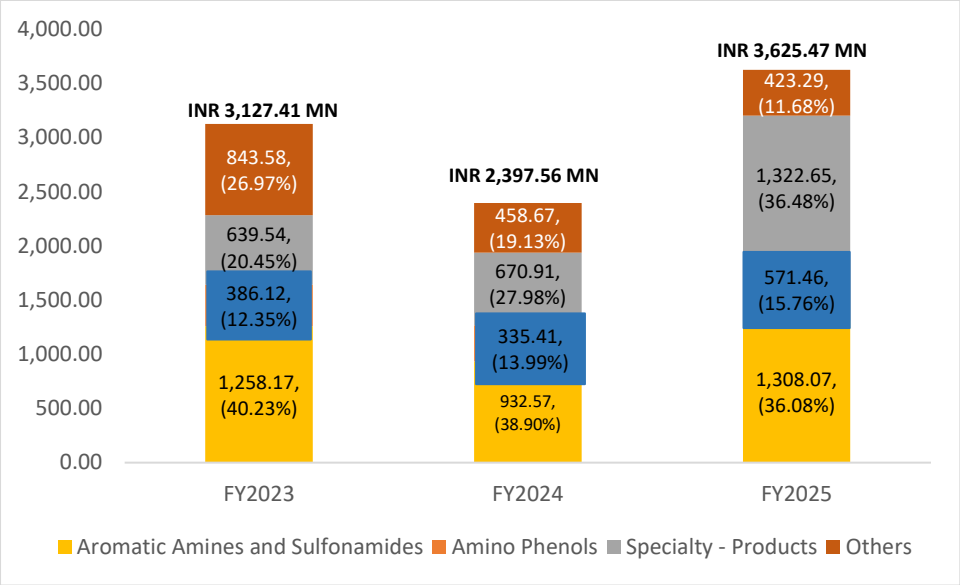


Other end users includes Optical Brighteners, Paints & Pigments, Food Colors and Electronic Chemicals
Others include Trading, Duty Drawback and Contract Manufacturing

Source: Annual Reports, Frost & Sullivan

The family-wise revenue split for FY 2025 shows Speciality as the largest contributors with 36.48% share, followed by Aromatic Amine & Sulphonamides at 36.08%. Amino Phenol accounts for the remaining 15.76%.

Exhibit: Family wise revenue split of Supreet Chemicals, Value (INR Mn), FY2023, FY2024, and FY2025



Others include Trading, Duty Drawback and Contract Manufacturing
Source: Annual Reports, Frost & Sullivan

Supreet Chemicals' technical capabilities

Supreet Chemicals has positioned itself as a leading manufacturer under Aromatic Amines & Sulphonamides and Amino Phenol product categories. Chemical companies usually have a single or a few chemistry competencies for their entire product portfolio. However, Supreet Chemicals is a specialty chemical intermediates manufacturer with expertise in handling complex and multi-stage chemistries.

Supreet Chemicals' superior technical capabilities are driven by three key factors:

1. Supreet Chemicals has expertise in customized chemistries

- As regulations on certain specialty chemicals become stricter, many industry players and their former suppliers have struggled to achieve the desired results. **Supreet Chemicals has the capability and regulatory management needed for efficient production of such specialty chemicals.**

2. Supreet Chemicals has expertise in complex chemistries

The successful synthesis of chemicals needed in niche value chains involve complex procedures which require deep technical expertise. Supreet Chemicals' capabilities include executing complex and multi-stage chemistries, comprising more than 15 chemistries and up to 15 multi-step unit operations and processes whereas most chemical companies typically specialize in only one or a few chemistry competencies across their entire product portfolio.

Due to Supreet Chemicals' expertise in complex chemistries and multi-step unit operations and processes it is well poised to benefit from underlying market drivers, both in terms of demand and supply. This expertise has been built through years of operational experience, supporting the company's ability to meet varied process requirements across multiple end-use industries. Chemical companies usually have a single or a few chemistry competencies for their entire product portfolio.

3. Supreet Chemicals has capabilities to rapidly commercialize on R&D results

Supreet Chemicals' R&D team provides the speed, scale, and responsiveness needed to cater to the most pressing requests of its customers. **Supreet Chemicals can go from initial synthesis at gram levels to kg levels to bulk production ton levels within 1 to 3 months.**

Exhibit: Supreet Chemicals' expertise in complex chemistry manufacturing

Some of the products involving complex multi-step processes	Marquee Customers	Key Achievement	Supreet Chemicals' Competitive Position
SAMBA (15 step process) ->A complex chemical used in Carpet industry	Leading Multinational company, Archroma	->Edged out leading giants in the Indian chemical industry, who failed to produce SAMBA ->Achieved 100% expected volumes, yield & quality	**One of the Key Supplier**
NAPSA (7 step process) ->Specialty chemical used in leather apparel and accessories sector	Colourtex Archroma Large Chinese Chemical companies	->Overtook Chinese Suppliers due to unsatisfactory quality ->Led to increased supply and a very high entry barrier	**One of the Key Supplier**
MSMAA (9 step process) -> High value and specialized high performance optical brighteners	Leading American Chemical company, Archroma	->Overtook Chinese Suppliers ->Superior R&D capabilities delivered the product in record timeline of 3 months ->100% business volume & quality with 30% price savings for customers	**One of the Key Supplier**

Source: Frost & Sullivan Analysis

Supreet Chemicals is one of the few companies that have successfully commercialized products requiring more than 15 stage unit operations and reactions, enabling to cater to the requirements of a diverse range of end-products and applications. Further, Supreet Chemicals is also a key supplier of SAMBA, a complex molecule manufactured through a 15 multi-step unit operations and processes. They have established leadership in products, each involving complex and multi-stage chemistries. Their expertise in complex, hazardous and multi-stage chemistry is poised to benefit from underlying market drivers, both in terms of demand and supply.

Aromatic Amine and Sulphonamide Family

Aromatic Amines and Sulphonamides form an important class of specialty chemicals. Aromatic Amines are derived when one or more hydrogen atoms are replaced by aryl group(s). Aromatic Amines are less basic than aliphatic amines and ammonia. One of the simplest primary amines is aniline or benzamine. Aromatic amines are also known as arylamines.

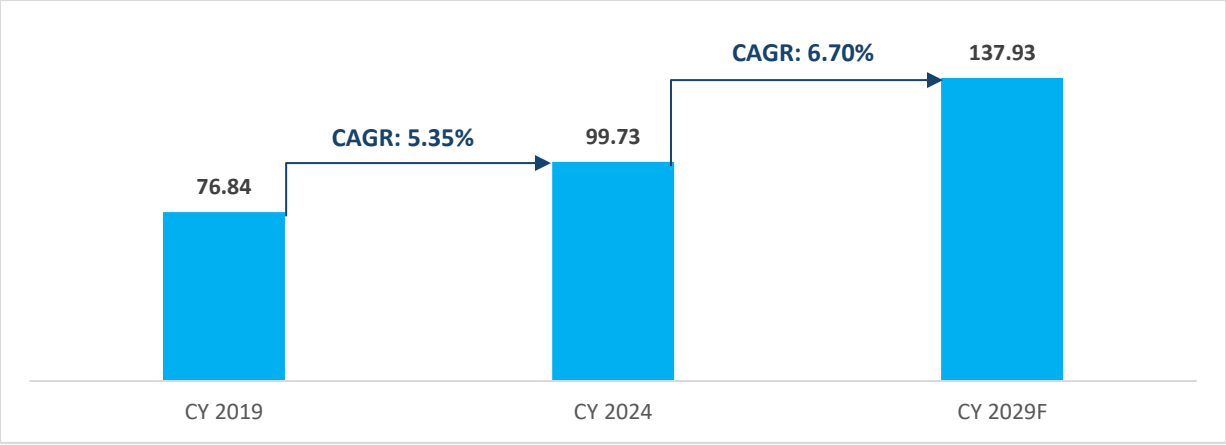
Generally, any compound in which an amino or substituted amino group is attached to the aromatic ring can be categorized into aromatic amines. The various methods of preparation of aromatic amines are:

- **Reduction of nitro compounds**
- **Reduction of nitriles**
- **Hoffman degradation of amines**

In the natural habitat, aromatic amines are found in hormones, proteins, vitamins, alkaloids such as opium alkaloids – morphine, codeine, nicotine alkaloid of tobacco, etc. Synthetically, they form an important part in polymers, dyestuffs and pharmaceutical industry. Some of the commonly available pharmaceutical products containing aromatic amino group are – Benadryl (contains tertiary amino group), Novocain (used anaesthetic in dentistry), adrenaline and ephedrine (contains secondary amino group used to increase blood pressure).

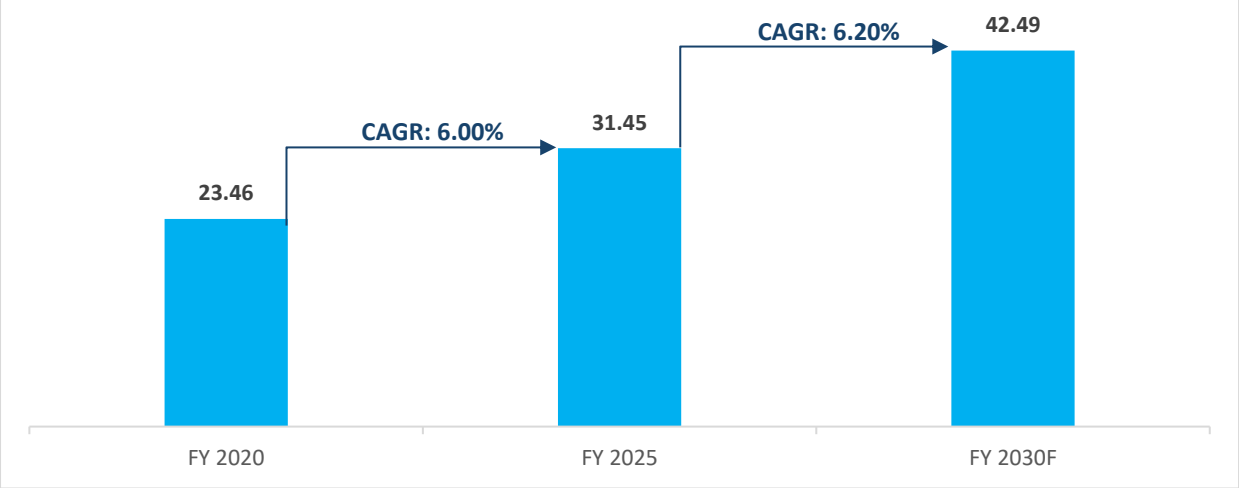
Sulphonamides are compounds that contain a sulphonamide group attached to an aromatic ring. They were among the first synthetic antibiotics and are often referred to as sulfa drugs.

Exhibit: Global Aromatic Amines and Sulphonamides Market, CY2019-2029F (USD Bn)



Source: Frost & Sullivan Analysis

Exhibit: Indian Aromatic Amines and Sulphonamides Market, FY2020-2030F (USD Bn)



Source: Frost & Sullivan Analysis

Some Products Belonging to this family:

Meta Chloro Aniline (MCA) & its derivatives

Meta Chloro Aniline (MCA) is a chlorinated aromatic amine widely utilized in industrial chemical synthesis, particularly as a key intermediate in the production of dyes, agrochemicals, pharmaceuticals, and specialty chemicals.

MCA derivatives Include:

- Chloroquin
- Hydrocholorothiazide
- Chloro-isocyanate

Global Market

The major end-use industries globally where the product in focus is targeted are:

- **Agrochemicals-** Driven by its use in herbicides and pesticides, particularly in regions with intensive agriculture and growing food security needs
- **Dyes & Pigments-** Primarily serving textile and coatings industries, though demand is influenced by environmental regulations and shifts toward sustainable alternatives
- **Pharmaceuticals-** Used in drug synthesis, supported by expanding generic markets and specialty medicine R&D.
- **Others-** Niche applications such as corrosion inhibitors, photographic chemicals, polymer additives, fluorescent dyes, specialty pigments, and analytical reagents—are growing due to increasing demand for high-performance materials, advanced imaging and diagnostic.

India Market

The major end-use industries where the product in focus is targeted are:

- **Agrochemicals-** Rising demand for high-efficiency pesticides and herbicides like bifenthrin and fipronil to combat crop-destroying pests.
- **Dyes & Pigments-** India's textile industry drives steady consumption of MCA & its derivatives for producing azo dyes that offer vibrant colourfastness.

- **Pharmaceuticals**- MCA & its derivatives are a critical intermediate for synthesizing drugs like paracetamol, antimalarials, and anticonvulsants.

- **Others-** specialty polymer additives and stabilizers, MCA-based corrosion inhibitors are increasingly used in construction and infrastructure projects to extend the life of steel and concrete structures.

Supreet Chemicals manufacturers MCA & its derivatives in India, operating within a niche but strategically significant chemical segment. Supreet Chemicals leverages its presence to exercise favourable pricing power and capture value across the supply chain. This enables Supreet Chemicals to effectively meet both domestic and export demand, while maintaining the flexibility to scale production in response to market opportunities for MCA & its derivatives.

Supreet Chemicals' Key Competency

Supreet Chemicals, as manufacturer of MCA & its derivatives, is positioned to cater to various end-use industries. MCA is a crucial specialty intermediate for synthesizing both pharmaceutical and agrochemical compounds. In the pharmaceutical sector, producers of active pharmaceutical ingredients (APIs) frequently use halogenated anilines for compounds like antimalarials and anti-inflammatories. This ability to offer high-purity and tailor-made MCA derivatives sets Supreet Chemicals apart from others in the industry.Similarly, within the agrochemical industry, MCA is a key component for herbicides and insecticides. This sector, being a major exporter, needs bulk volumes of speciality intermediates like MCA and its derivatives with consistent quality, an area where Supreet Chemicals can significantly contribute.

Hangzhou Better Chemtech and Tokyo Chemical Industry are some of the key manufacturers of MCA & its derivatives. Supreet Chemicals, Sarna Chemicals, Aarti Industries are some of the major players in India for the production of MCA & its derivatives.

Sulphonamides

Sulphonamide and their derivatives serve as intermediates in a range of end-use applications, including high-performance pigments and specialty textile formulations. Additionally, they find usage in the pharmaceutical and food colour industries, particularly in tablet coatings and other colorant applications.

Recently, the use of sulphonamide-based dyes and finishing agents has seen a notable increase within the textile industry. This growth is largely driven by the antimicrobial properties inherent to sulfonamide compounds, which have significantly enhanced their demand as effective additives in textile applications.

Widely used sulphonamide derivatives are- Sulfamethazine, Sulfadiazine, Prontosil, Sulfadimethoxine, Sulfamethoxazole etc.

Global Market

The major end-use industries where the product in focus is targeted are:

- **Food Coloring:** Widely used in synthetic food colorants for processed foods and beverages due to their chemical stability, cost-effectiveness, and strong tinting properties. Demand is driven by the growing consumption of packaged and convenience foods, particularly in emerging markets where regulatory frameworks are still evolving.

- **Veterinary Sector:** Growing use of Sulfadiazine and Sulfadimethoxine to maintain livestock health amid increasing global demand for animal-based food products. Although strict regulations are enforced, they remain relevant in some parts of the world.

- **Textile Sector:** Employed in dyeing and printing for vibrant, durable colours with added antimicrobial effects in functional textiles. Demand supported by the growth of technical and performance textiles, especially in Asia-Pacific and Latin America.

- **Others:** Applications in specialty chemicals, tablet coatings, agrochemicals, academic and industrial research; also used as intermediates in chemical synthesis across multiple industries.

Sulphonamides and their derivatives find applications in the specialty chemical sector. They are used in the synthesis of fine chemicals, dyes, and resins, as well as in academic research for drug discovery and enzyme inhibition studies. Although their use in agriculture as bactericides has declined, sulphonamides remain relevant in multiple domains due to their versatility and therapeutic value. The demand for sulphonamides and their derivatives is driven by expanding pharmaceutical production, rising antibiotic use, and growing applications in tablet coating technologies.

Globally, Chinese players are the major competitors in this segment, with significant production capacities and pricing advantages.

India Market

Sulphonamides and their derivatives in India find key applications in textile dyeing and food colouring as intermediates in textile colour manufacturing, supporting both industrial and consumer demand for vibrant and stable colorants. They are also used in veterinary medicine, particularly in treating infections in aquatic animals to protect marine food chains. In specialty chemicals, sulphonamides serve as crucial building blocks in dye synthesis, custom chemical manufacturing, and research applications, reflecting their continued relevance in regulated yet essential sectors. Notably, their usage is expanding in tablet coatings, where specific sulphonamide derivatives are valued for their functional properties such as controlled release, stability, and compatibility with active ingredients. With India emerging as a global hub for affordable and high-quality pharmaceutical production, the demand for these intermediates is expected to grow steadily.

The major growth drivers of Sulphonamide and their derivatives in the Indian market are:

- **Advancements in Specialty Chemicals Sector**
- **Research and Development in Antimicrobial fabrics**
- **Rising urbanization and demand for processed foods are driving the use of stable, long-lasting sulphonamide-based food colourants in India**
- **Increasing pharmaceutical manufacturing, especially in APIs and tablet coatings**

Supreet Chemicals has presence in the sulphonamide and their derivatives market. The company primarily caters to the textile industry, supplying high-quality specialty intermediates for dyeing applications, the food colouring sector, and the tablet coating industry. Supreet Chemicals' focus on quality control and regulatory compliance has established it as a reliable partner across its core end-use segments.

Supreet Chemicals' Key Competency

Supreet Chemicals is positioned as one of the few large suppliers of high-purity sulphonamide derivatives for a range of end-use industries. This includes manufacturers with presence in food colors who require reliable partners for their complex chemical needs, as well as companies that demand stable sulphonamide-based specialty intermediates for high-performance dye solutions. Furthermore, firms involved in dyes and specialty chemicals with applications in coatings and textile auxiliaries align accordingly with Supreet Chemicals' capabilities.

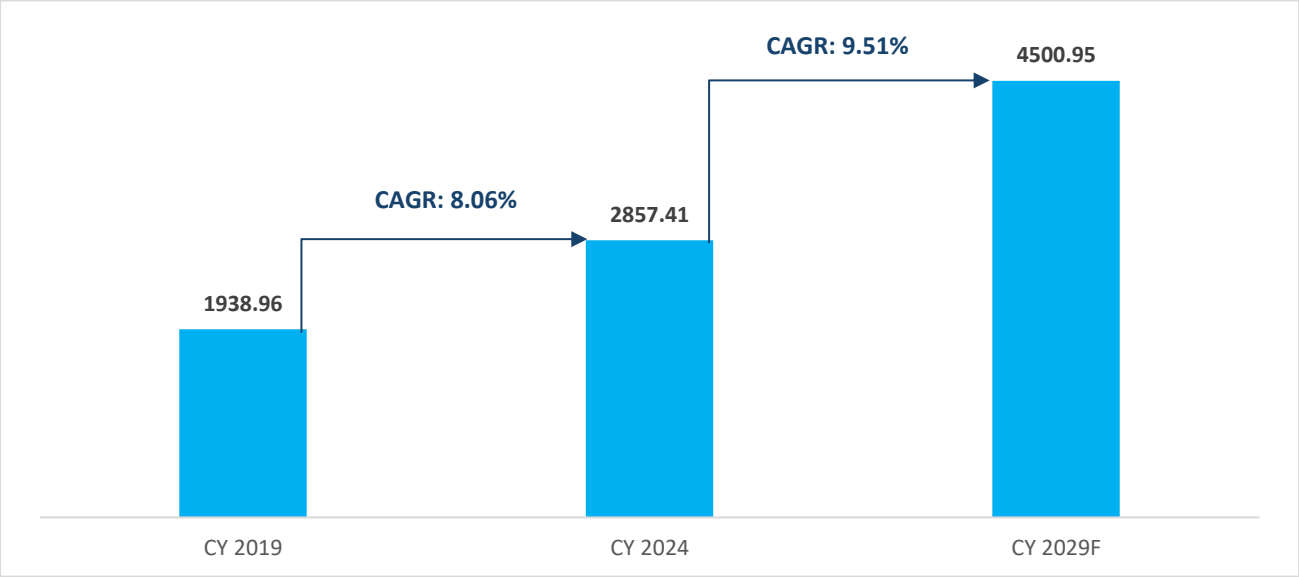
Supreet Chemicals stands out through its advanced technical expertise in sulphonation, ammonolysis, and amidation—core processes essential for sulphonamide synthesis. With backward integration, modern manufacturing facilities, and a strong focus on regulatory compliance, Supreet Chemicals delivers high-purity, multi-step compounds at scale. Its flexibility, process reliability, and customer-focused approach make it a dependable partner for industries requiring consistent quality and innovation in complex chemical solutions.

Amino Phenols

Amino phenols are specialty chemicals typically produced by catalytic reduction of nitrophenols using iron or hydrogen, or through substitution reactions. They are amphoteric substances that can either act as a weak acid or a weak base since it possesses two oxidizable functional groups (-NH2) and (-OH). However, the basic character is usually dominant. They have the capability to exhibit electrochemical behaviour like phenol or aniline derivatives. The positioning of the amino and hydroxyl group in the aromatic ring plays an important part in its characteristics. Thus, the three positional isomers (ortho, meta and para) can be vastly different in terms of their properties.

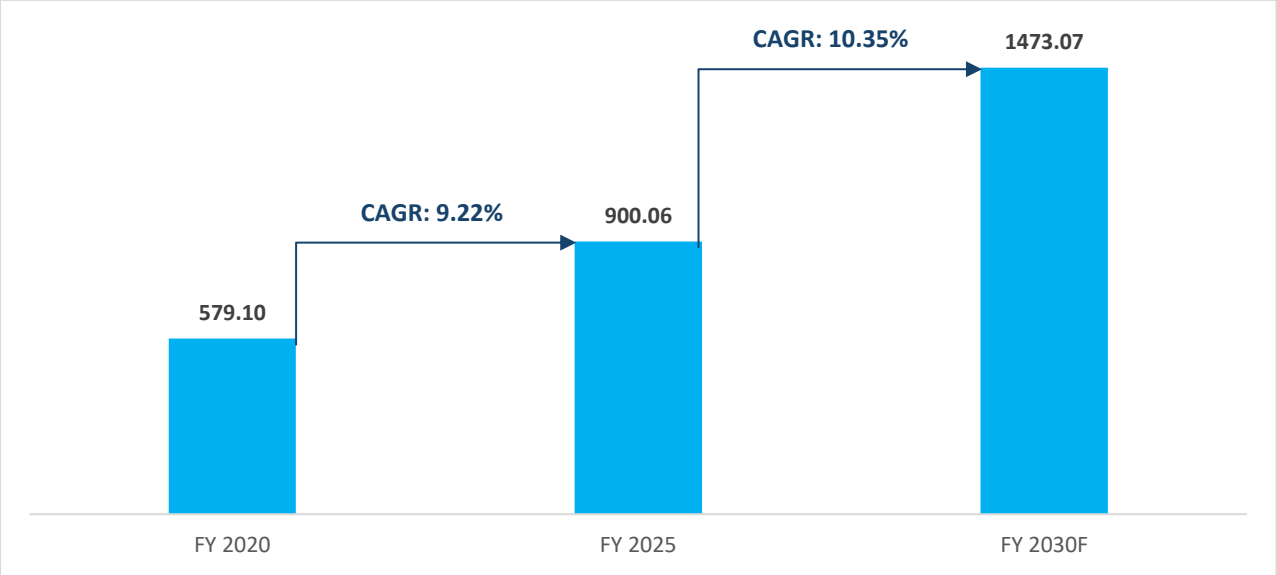
3- Amino Phenols are usually converted to their acid salts, while 4-Amino Phenol is conventionally formulated with low concentrations of antioxidants which act as inhibitors against undesired oxidation. Amino Phenols undergo a variety of cyclization reactions such as alkylation, acylation, diazonium salt formation, cyclization reactions, condensation reactions, and reactions of the benzene ring. The production of aminophenol of over 95% purity takes place on-site and used as an intermediate reactant in other chemical synthesis. Amino Phenols find applications in pharmaceutical and dyestuff industries.

Exhibit: Global Amino Phenols Market, CY2019-2029F (USD Mn)



Source: Frost & Sullivan Analysis

Exhibit: Indian Amino Phenols Market, FY2020-2030F (USD Mn)



Source: Frost & Sullivan Analysis

Some Products Belonging to this family:

Nitro-2-Amino Phenol-6-Sulfonic Acid (NAPSA) & its derivatives

4-Nitro-2-Amino Phenol-6-Sulfonic Acid (NAPSA) is a sulfonated aromatic compound widely used as a key intermediate in the synthesis of azo dyes and pigments, particularly for textile, leather, and paper industries.

NAPSA's niche but critical role underscores its importance in the dye and chemical intermediates market. Market demand heavily favors 4-NAPSA, which dominates ~80% of dye intermediate applications, while 6-NAPSA remains a specialty chemical with minimal commercial viability.

Global Market

The value proposition of NAPSA & its derivatives varies significantly based on purity grades and end-use applications. Higher-purity variants command premium pricing, particularly in leather industry and high-performance dye sectors, where stringent quality standards are critical. In contrast, industrial-grade NAPSA & its derivatives operates in a more price-sensitive segment, with competition intensifying among large-scale producers.

The major end-use industries where the product in focus is targeted are:

- **Leather Dyes -** Rising demand for high-performance dyes in premium leather goods drives NAPSA & its derivatives use for its stability and deep shade properties

- **Textile Dyes-** Growth in fashion and fast textile production boosts demand for vibrant, wash-fast dyes, favouring NAPSA-based intermediates.

- **Pigments**- Expanding applications in paints and plastics require colour consistency and durability, supporting NAPSA & its derivatives use in pigment synthesis.

- **Others-** Increasing need for specialty chemicals in electronics and inks spurs niche demand for NAPSA & its derivatives as a functional dye intermediate.

Globally, Chinese players are the major competitors in this segment, with significant production capacities and pricing advantages.

India Market

4 NAPSA & its derivatives in the Indian market is predominantly used in the dyes and pigments industry (80%), where it serves as a crucial intermediate for manufacturing azo dyes, acid dyes, and sulfur dyes, particularly for textiles, leather, and inks. Around 10% of its demand comes from the pharmaceutical sector, where it acts as a key intermediate in synthesizing antimicrobial and anti-inflammatory drugs, benefiting from India's growing API industry. The remaining 10% finds applications in agrochemicals, chemical research, and niche areas like photography.

Supreet Chemicals is one of the few specialized manufacturers of 4 NAPSA & its derivatives in India, a high-purity sulfonated specialty intermediate primarily used in the synthesis of azo dyes and complex dye formulations. 4 NAPSA & its derivatives production involves complex sulfonation and nitration steps. Supreet Chemicals is well positioned in the Indian market for NAPSA and its derivatives, reflecting its established presence and technical expertise in this specialised segment.

Supreet Chemicals' Key Competency

Supreet Chemicals can position itself as a reliable, India-based source of 4 NAPSA & its derivatives, offering high purity, batch consistency, and technical support, critical for precision dye formulations.

This enables various manufacturers to strengthen their supply chain resilience, reduce import dependency, and maintain colour quality in end-user applications. Furthermore, manufacturers with significant portfolios in reactive and acid dyes can also benefit from Supreet Chemicals' consistent-quality, competitively priced NAPSA and its derivatives for their textile colorants division. Supreet Chemicals can also offer custom sulfonation profiles to meet specific industrial needs.

Leuco Indigo

Leuco Indigo (white indigo) is a soluble colorless and reduced form of Indigo compound. As indigo dye is insoluble in nature, it is reduced to leuco indigo. After treatment in a Leuco Indigo bath, the fabric becomes colored upon exposure to air, atmospheric oxygen regenerates indigo by oxidation.

Global:

The Americas have significant demand for dyed fabrics, driven by a large apparel and denim market, though they rely heavily on imports. Aisa-Pacific region and India also show strong demand due to established textile industries. The Aisa-Pacific region constitutes more than half of the global production of Leuco Indigo, majorly from countries such as China, India and Japan. The growth for Leuco Indigo is primarily driven by increasing demand for textile industry and shifting towards the carbonless and thermal paper industry.

India:

The Leuco Indigo market in India is primarily driven by consistent demand in textile dyeing, particularly for denim and cotton fabrics.

Other Specialities

Specialty chemicals are low-volume, high value chemical compounds which are manufactured to cater to the specific performance or functional attributes in a product. They are characterized by application-specific nature and are usually produced through processes involving multi-step reactions, requiring expertise. These chemicals require multi-step reactions to ensure precision required in the formulations and purity.

Specialty chemicals are typically categorized based on their end-use functions—such as biocides, catalysts, surfactants, dyes, paints & coatings and intermediates—and often serve as critical building blocks in diverse industries including pharmaceuticals, agrochemicals, electronics, personal care and textiles. These chemicals are driven by customization and innovation.

Some of the products in Supreet Chemicals' portfolio under this category include Phase Transfer Catalysts (PTCs) and SAMBA. PTCs are widely used across industries such as agrochemicals, high-performance polymers and cosmetics. SAMBA on the other hand, is primarily used in specialty polymers.

Some Products Belonging to this family:

Ether Amine HCL

Ether amine HCL is a hydrochloride salt of an ether amine compound. Ether amines refer to the organic molecules that contains both: ether (-O-) and amine (-NH_2 or its derivatives) functional groups. The HCL form implies that the either amine compound has been protonated by hydrochloric acid, thus making the resulting compound more stable and water-soluble.

It is used for its role as an intermediate in the synthesis of agrochemicals, personal care industries, textile industries, as well as other specialty chemicals.

Global Market

The APAC region accounts for the dominant share of demand for Ether Amine HCl, driven by its robust industrial base, particularly in countries like China and India. Strong growth in agrochemicals, and textile processing fuels consistent demand for this intermediate. Southeast Asian countries such as Taiwan, Korea etc. accounts for significant share of demand globally.

The major end-use industries where the product in focus is targeted are:

- **Textiles-** Widely used as an antistatic agent, softener, and dispersant in dyeing and finishing processes, especially in synthetic fibre processing.
- **Agrochemicals-** Functions as a surfactant or adjuvant, enhancing the efficacy and delivery of active ingredients in pesticide and herbicide formulations.
- **Personal Care -** Incorporated into hair conditioners, skin care products, and creams for its cationic surfactant properties that improve product texture and performance.
- **Others -** Includes applications in paper and pulp, paints and coatings, and pharmaceuticals, where it serves various roles such as dispersing agent, wetting agent, or intermediate in specialty formulations.

The market for Ether Amine HCL & derivatives is gradually maturing, with consistent demand from core sectors such as textiles and agrochemicals. Emerging applications are being observed in water treatment and niche coating formulations, driven by the compound's cationic properties, solubility, and surfactant behaviour. There is also limited but growing interest in its use as an antistatic additive in industrial packaging and electronics.

From the supply-side, production of Ether Amine HCL and derivatives remains concentrated in India and China. However, increasing regulatory and environmental compliance requirements in China are prompting downstream buyers to diversify sourcing, offering Indian manufacturers a potential competitive advantage.

India Market

Demand for Ether Amine HCl and derivatives in India remains stable, primarily driven by its widespread use in the textile industry, which continues to be one of the key pillars of India's manufacturing sector. The compound's functional role as a softener, dispersant, and antistatic agent in synthetic fiber processing ensures consistent consumption. Additionally, its application in agrochemical formulations and growing interest in personal care segments contribute to sustained demand across diversified end-use industries.

The major end-use industries where the product in focus is targeted are:

- **Textile Sector-** India's large synthetic textile base and rising need for specialty processing chemicals like antistatic agents and softeners.
- **Agrochemicals -** Driven by the shift towards advanced surfactants and adjuvants that improve the efficacy and delivery of crop protection products.

- **Personal Care Industry-** Supported by rising consumer demand and product innovation, where Ether Amine HCl and derivatives is used in conditioners and creams for its cationic surfactant properties.

- **Others-** Used in small quantities in academic research and printing industry.

Supreet Chemicals is an established player in the Ether Amine HCl and derivatives market, supported by its capability in handling complex esterification processes. This enables the company to supply high-purity, customized Ether Amine HCl for textiles and agrochemicals applications, catering to specialized requirements with consistency. Supreet Chemicals commands a relatively larger share in the Indian Ether Amine HCl derivatives segment, reflecting its strong foothold in this niche category. In India, Sarna Chemicals is among the other prominent manufacturers operating in this product line.

Supreet Chemicals' Key Competency

Supreet Chemicals offers advanced expertise in complex chemistries such as amination by reduction, sulfonation, and esterification—critical for both pharmaceutical specialty intermediates and the dye and pigment industries. Its etherification capability supports the production of high-performance dyes with enhanced solubility and stability, while amination by reduction enables the synthesis of vibrant azo and anthraquinone dyes. Supreet Chemicals' proven ability to manufacture API precursors, positions it as a reliable partner for companies expanding into specialty and fine chemicals.

Phase Transfer Catalysts

Phase transfer catalysts (PTCs) are specialized substances that facilitate chemical reactions between reactants that exist in different, immiscible phases. PTCs are widely used in herbicide production (e.g., glyphosate formulations) and pesticide emulsification, and primarily utilized in the agrochemical industry for the synthesis of crucial agricultural chemicals such as herbicides, insecticides, and fungicides. They are also used in high performance polymers, cosmetics.

Global:

Ammonium Salts are widely used and stands as the largest consumer of phase transfer catalysts.

Phosphonium salts have a moderate production primarily used in specialty applications such as phase-transfer catalysis, flame retardants, and polymer chemistry whilst in value terms, phosphonium salts command a higher price per unit compared to ammonium salts due to their specialized nature.

Cryptands and Crown Ethers are produced in very low volumes, often in kilogram to low-tonnage quantities. Despite low volumes ~5–10% of the combined market value, cryptands and crown ethers fall into the very high-value category due to their importance in high-tech and precision chemical sectors like supramolecular chemistry and rare-earth extraction.

Asia Pacific dominates the major share of the PTCs , Europe leads in high-value applications, and North America balances innovation with regulation, while emerging markets like Latin America and the Middle East show niche growth.

India:

The Indian market for quaternary ammonium salts (QUATS) used PTCs is growing steadily, driven by demand from pharmaceuticals, agrochemicals, and specialty chemicals. QUATs are the backbone of generic drug manufacturing, especially for antibiotics, antivirals, and laxatives. Pharmaceuticals is the largest end segment Industry used essentially for medications including Antibiotics, Antivirals and Cardiovascular drugs.

SAMBA-6

SAMBA-6 is a chemical product synthesized through multiple complex reactions. While the exact composition is undisclosed due to a secrecy agreement. Here's a breakdown of the chemistry mentioned: 1. Nitration 2. Oxidation 3. Acetyl Chloride Reaction 4. Sulfation 5. Mercaptan Chemistry 6. Reduction 7. Distillation.

Major exports destination (based on revenue generation) for Supreet Chemicals' products and their end-use industries

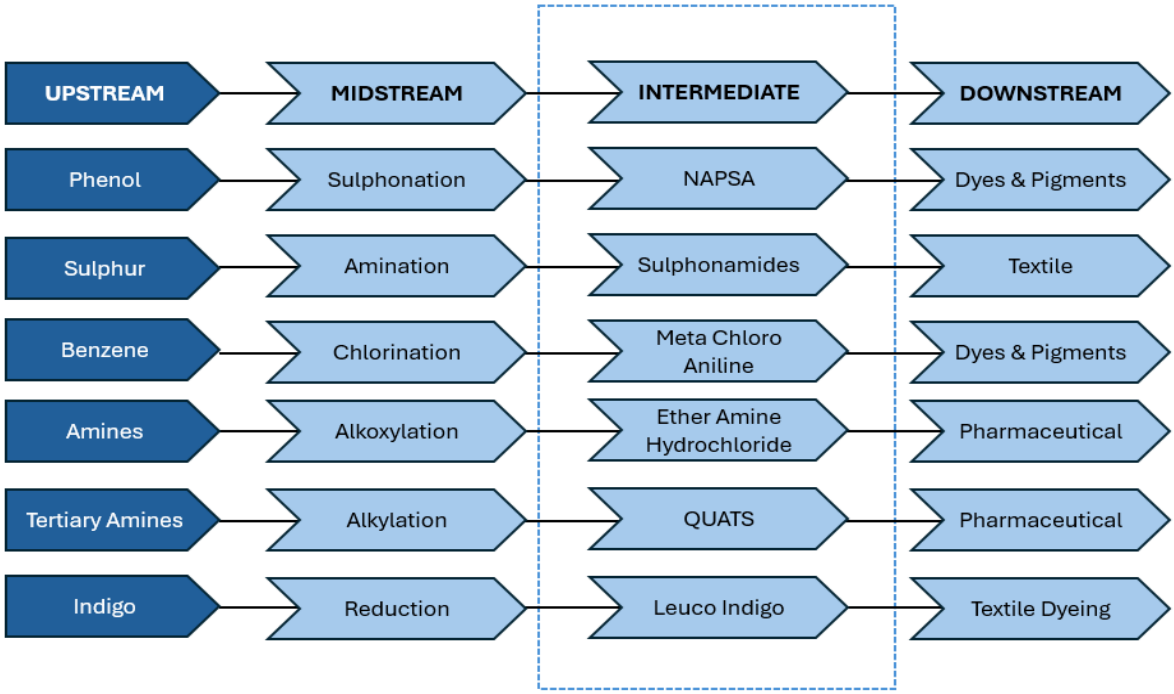
Thailand emerged as the top exporting destination for the company in FY 2025, driven by demand from the textile, food colouring, pharmaceutical, and electronic chemicals industries, followed closely by China. Among the emerging export markets, such as Indonesia and Mexico, Supreet chemicals have consistently supplied their product to diverse end use industries such as the optical brightener, paints and pigments, and textile segments. This diversified export footprint reflects Supreet Chemicals' presence across multiple high-value end-use industries.

A key factor behind the company's export focus on countries like Thailand, China, Mexico, and Indonesia is their cost-efficient yet large-scale manufacturing ecosystems, which complement India's own cost-competitive advantage. Thailand's strong agrochemical and pharmaceutical sectors create consistent demand for specialty chemicals. China's vast industrial base requires

high-purity chemical derivatives to support diverse manufacturing needs. Mexico's proximity to North America and growing industrial sector provide strategic market access. Indonesia's expanding infrastructure and consumer goods industries drive increasing demand for reliable chemical inputs. Supreet Chemicals, operating in the B2B space, serves as a preferred partner for manufacturers in these regions who seek quality specialty intermediates at viable price points. The company's exports help these manufacturers maintain product consistency while optimizing procurement costs, especially in sectors that are volume-driven yet sensitive to input quality.

Table highlighting the Key Products and their applications across multiple industries

Value chain and presence of Supreet Chemicals in the process



Supreet Chemicals is strategically positioned in the midstream segment of the value chain manufacturing specialty intermediates like MCA, Sulphonamide and Amino Phenols. Supreet Chemicals is supplier of high-value specialty intermediates, strategically sourcing raw materials such as chlorobenzene, toulene, nitric acid, and other solvents from bulk producers. While the company focuses on its core strength that is, manufacturing mission-critical specialty intermediates—it enables leading dye, pigment, and specialty chemical producers to deliver finished formulations. By supplying essential building blocks to Key customers, Supreet Chemicals indirectly supports vibrant end markets like textiles, leather, and paper through its partnerships with downstream manufacturers. This targeted approach allows the company to concentrate on innovation and quality in specialty intermediate synthesis while leveraging the expertise of formulation and end-use specialists across the value chain.

Beyond dyes and pigments, Supreet Chemicals also supplies specialty intermediates that are used in the formulation of agrochemicals and food colorants, both of which are application-specific industries. The company's presence in these areas highlights its ability to meet the quality and compliance requirements of sectors that demand consistency and product integrity.

The demand for specialty chemical intermediates remains stable over time, driven by their role in enabling performance across a wide range of applications. As downstream industries continue to evolve and expand, especially in high-growth sectors like agriculture, healthcare, and consumer goods, the need for reliable specialty intermediate suppliers ensures ongoing relevance for companies like Supreet Chemicals.

Top competing Players segregated by end-use industries (revenue basis)

Supreet	Deepak	Atul	Aarti	Balaji amines	Alkyl amines	Rossari	Neogen
Textile (36%), Pharmaceutical (12%), Performance Chemicals (13%), Personal Care	Advanced Intermediates (30%) and Phenolics (70%)	Life Science Chemical Segment (30%) and Performance and Other	Pharmaceutical (10%), Dyes, Pigments & Printing inks (12%), Agrochem & Fertilizers	Dye & Textiles (4%), Pharmaceutical (51%), Paints & Resins (4%), Agrochemicals	Specialty Chemicals (100%)	Textile Chemicals (18%), Home, Personal Care and Performance	Organic Chemicals (90%) Inorganic Chemicals (10%)

Supreet	Deepak	Atul	Aarti	Balaji amines	Alkyl amines	Rossari	Neogen
(10%), Agrochemicals (1%), Other end users^ (16%) Others* (12%)		Chemicals (70%)	(18%), Energy (36%), Polymers and Additives (15%), Others (9%)	(26%), Animal Feeds (2%), Oil & Gas (3%), Rubber Cleaning (4%), Water Treatment Chemicals (3%) and Others (3%)		Chemicals (76%) and Animal Health and Nutrition (6%)	

Note: *The data for the above table has been collated from investor presentations and annual reports available on the public domain.*
^Others end-use markets include Optical Brightners, Paints & Pigments, Food Colors and Electronic Chemicals
**Others include trading, duty drawback and contract manufacturing*

Supreet Chemicals derived approximately 48% of its revenue from the textile (36%) and pharmaceutical (12%) sectors in FY2025. While most specialty chemical companies aggressively compete in the pharmaceutical and agrochemical sectors, Supreet Chemicals stands out with the highest revenue share from textiles, a segment where others have low to medium focus.

In FY2025, **Deepak Nitrite** generated most of its revenue from the pharmaceutical, agrochemical, and personal care industries. The company's core revenue streams came from phenolics segment, which cater to diverse end-use applications.

For FY2025, **Atul Ltd.'s** revenue is primarily driven by its Performance and Other Chemicals segment, which contributes a major share of the total revenue (around 70%), while the Life Science Chemicals segment forms a sizeable portion as well (30%). The company's end-use industries are well diversified, with most of its revenue coming from personal care, agrochemicals, and pharmaceutical sectors.

Aarti Industries demonstrates a diversified revenue base with a strong focus Energy segment (nearly one-third of the revenue). In FY2025, a substantial portion of its business is derived from industries such as agrochems and fertilizers, polymers and additives, and dyes, pigments and printing inks, highlighting its well-established presence and adaptability across key markets.

In FY2025, **Balaji Amines** generated a major part of its revenue from the pharmaceutical sector (51%), complemented by a significant contribution from agrochemicals (26%). This strong focus on key industries underlines its capability to serve diverse market needs while maintaining steady growth and industry relevance.

Alkyl Amines derived a substantial portion of its revenue from end-use industries like Pharmaceutical, Agrochemicals, Dyes, Rubber Chemicals, Water Treatment Chemicals, Textile Auxiliaries, Speciality Chemicals in FY2025. This diverse industry focus highlights the company's ability to cater to varied market demands while sustaining balanced growth.

Rossari's revenue is primarily driven by the Home, Personal Care, and Performance Chemicals segment (76%). The Textile Specialty Chemicals segment (18%) and Animal Health and Nutrition (6%) also form significant parts of the business. The company generates a notable share of its revenue from textiles, personal care, and pharmaceuticals, reflecting a diversified portfolio across key end-use industries.

Neogen's revenue is largely generated by its organic chemicals segment (90%), which accounts for the majority share, complemented by inorganic chemicals (10%). The company serves diverse end-use industries, with pharmaceuticals and agrochemicals forming important parts of its business.

Key Competencies in the End User Market

Supreet Chemicals is one of the few specialty chemical intermediates companies which has competencies in handling complex reactions including more than 15 chemistries and up to 15 multi-step unit operations and processes, which enables the company to cater to requirements of a wide range of end-products and applications. Supreet Chemicals showcases strong competencies across technology, sales, and brand-building initiatives. Its robust tech stack, including MVR, High Pressure Catalytic Reactors, Solid Product Distillation, RVD, VTD, SFD, ANFD, KF, HPLC, GC, Head Space, Auto Titrator, Spectro, Glass Lined Reactors, Fractional Distillation Columns, DSC, Evaporative Chiller and an in-house analytical lab, ensures reliable and scalable supply to industries like textiles, paints, and electronics. The SAP layer supports planning and traceability. On the commercial front, a balanced revenue mix from exports and a diverse domestic base reflects effective channel partnerships and technical selling. Supreet Chemicals' brand strength is built on its commitment to green chemistry, strong ESG practices, credible certifications, and impactful CSR, reinforcing a responsible and quality-driven market presence.

Atul Ltd. uses a strong tech stack including ATFE, ANFD, GC-MS, and stability chambers. It sells via direct, and distributor channels and engages customers through CRM, surveys, and technical meets. The company prioritizes quality, delivery, and digital tools. Certified with ISO and Responsible Care, its CSR spans GHG reduction, labour rights, and gender inclusion, with over 40% GHG intensity cut.

Aarti Industries employs technologies like LCMS, SMBC, and flash chromatography. It connects through events, surveys, and campaigns, focusing on pricing, quality, and innovation. Rupees 6.18 crore was spent on promotions. The company boasts ISO and Responsible Care certifications. CSR covers education, healthcare, and environmental efforts, with multiple awards for safety and energy efficiency.

Deepak Nitrite uses HPLC, LCMS, ATFE, WFE, RCVD, and real-time logistics tools. Sales engagement is multi-channel with emphasis on customization and agility. Certified with ISO and GreenCo, Deepak focuses on carbon and water compliance. CSR spans health, education, and skill development, with recognition for safety and sustainability.

Balaji Amines leverages HPLC, FTIR, ANFD, and GC-MS, supported by a dealer network (32% sales), where top 10 dealers contribute 25% of total revenue. Engagement includes site visits, newsletters, and market research. It holds ISO and WHO-GMP certifications. CSR spans solar power, rural development, and education.

Alkyl Amines uses HPLC, GC-MS, LC-MS, ATFE, and FTIR across its operations. It sells into 19 markets and connects via visits, emails, and events. Complaint handling is structured; focus areas include relationship building and continuous improvement. It holds ISO 14001, 45001, 50001, and Responsible Care certifications. CSR supports water conservation, green belts, education, and GHG reduction.

Rossari Biotech operates with loop reactors, distillation units, ATFE, and ANFD. It has adopted a consultative sales model, offering tailored solutions. Certified with ISO and DSIR, it focuses on wastewater management, zero discharge, and rural empowerment. CSR spans childcare, healthcare, skill development, and disaster relief.

Neogen Chemicals uses distillation columns, pressure dryers, and glass-lined reactors. It conducts customer satisfaction surveys and maintains regular engagement. ISO, SGS, and Bureau Veritas certified, it emphasizes zero liquid discharge, solar energy, and waste management. CSR includes mangrove cultivation, farmer support, education, and emergency services.

Exhibit: Table highlighting technology and product categories with significant presence of Supreet Chemicals and its peers

Peer	Technology	Product categories with significant presence
Supreet Chemicals	MVR, High Pressure Catalytic Reactors, Solid product distillation, RVD, VTD, SFD, ANFD, KF, HPLC, GC, Head space, Auto titrator, Spectro, Glass lined Reactors, Fractional Distillation columns, DSC, Evaporative Chiller	NAPSA, Sulphonamides, MCA, Amino Phenol derivatives, Benzoic Acid derivatives, Sulfones & derivatives
Deepak	HPLC, UHPLC, IC, GC, LCMS, TCU, 3L, 1-3L, ATFE, WFE, RCVD, DSC, FTIR, AAS, Prep-HPLC	Meta Nitro Toluene Sulfonic Acid (MNTSA), Toluene Sulfonic Acid (PTSA), Diamino Stilbene Disulfonic Acid (DASDA)
Atul	Evaporative Chiller, Screw Air Compressors, GC-MS, ATFE, ANFD, HPLC, Stability Chambers	Naphthalene-Based Intermediates, Benzene/Aniline Derivatives- Meta-Phenylenediamine, Thioindigo Intermediates
Aarti	SMBC, HPLC, GC, LCMS, GCMS, Flash-Chromatography, ICP-MS, Particle Size Analyzer, colorimetry, auto-titrator, stability chamber, divided-wall columns	Benzene and toluene-based derivatives specialty- Dinitro Toluene (DNT), Nitro Fluoro DCB
Balaji amines	HPLC, GC-MS, FTIR, DSC, Karl Fischer Titrator, ANFD, TCU	Morpholine, Methylamines, Dimethylformamide
Alkyl amines	LC-MS, GC-MS, ATFE, ANFD, HPLC, KF Titrator, WFE, FTIR	**Amines:** Synthetic Acetonitrile, DEHA, DMAHCL, triethylamine
Rossari Biotech	Loop Reactors, Distillation Units, Spray Cooling System, Glass-lined Reactors, ATFE, ANFD	Silicone Polymer, Ethoxylates and Propoxylates, Phenoxyethanol
Neogen Chemicals	Distillation columns, Pressure filters dryers, Electrolyte manufacturing technology, MSGL Rotary Cone, Glass lined reactors	Alkyl Bromide, Dibromoalkanes, Bromo Chloro Alkanes, Lithium Salts, Grignard Reagents

Note: Select List
Source: Frost & Sullivan, Annual Report, Company Websites

Table highlighting the Key Products along with Competitors and Supreet Chemicals' competitiveness / differentiators

Product	Key Competitors	Key differentiation
Ether Amine HCL	India: Sarna Chemicals Global: Chinese players	Niche focus, agility, specialized grades, tailored service
Sulphonamides	India: Smaller local players Global: Chinese players	Quality consistency, reliability, emerging player
NAPSA	India: Smaller local players Global: Chinese players	Significant market share, vertical integration, local manufacturing advantage

Product	Key Competitors	Key differentiation
Meta Chloro Aniline	India: Sarna, Aarti Global: Chinese players	Agility, flexibility, personalized service

Note: Select List
Source: Frost & Sullivan Analysis

Table highlighting various chemistries with Supreet Chemicals' presence in them vs. Competitors

Reaction Chemistry Definitions

Exhibit: Definition of key chemistries used in production of specialty chemicals

Chemistry	Definition
Amination by reduction	It is the process of introducing an amine group into an organic molecule. Steps: 1: Halogen to be replaced by -NH_2 Group. Using Ammonia to form Aromatic and aliphatic Amino compounds.2: Reduction of -NO_2 to Form -NH_2 Group. 3: Reduction of -CN Group to form -CH_2-NH_2 4: -COOH to -NH_2 Group using Hoffmann Reaction
Amidation	Amidation is the process of introducing an amide group into an organic molecule. Amide is a compound containing an amine bound to a carboxyl group. The amide linkages are the key chemical connections of proteins. Unsubstituted aliphatic carboxylic acid amides are used as stabilizers, intermediates, release agents for plastics, films, and surfactants. Dimethylformamide and dimethylacetamide have great solvent properties. Unsaturated aliphatic amides such as acrylamide are used for polymer synthesis forming polyacrylamides that are used as flocculants in water and sewage treatment, and paper and pulp manufacturing. Aromatic amides are important dyes and medicinal intermediates.
Ammonolysis	Ammonolysis is a chemical reaction that results in the formation of amines using ammoniating agents such as ammonia or primary or secondary amines. The main ammonolysis reaction types include double decomposition, dehydration, simple addition, and multiple activity. Typically, the major products formed out of ammonolysis are carbamic acid, ethanolamine derivatives (HOCH2CH2NHR) and alkylamine derivatives (RNH2). The reaction is mainly used to create primary, secondary and tertiary amines.
Bromination	Bromination is a chemical reaction in which bromine is added to a compound. Brominated aromatic compounds are key intermediates in the preparation of many organometallic reagents. Furthermore, bromo functionality compounds are used across pesticides, insecticides, herbicides, pharmaceutically and medially active molecules and fire retardants.
Chlorination	Chlorination is a type of halogenation reaction in which one or more chlorine atoms are introduced into a compound. Chlorination is the most common way to disinfect drinking water globally. Examples of products formed using the reaction are monochlorinated alkanes and Aromatic Halogen derivatives.
Chloro Sulfonation	In this process, Chlorosulphonic acid ($ClSO_3H$) is the key raw material which is both corrosive and hazardous. It is a strong oxidizing agent used to produce alcohol sulfates, alcohol ether sulfates, dyes and dye intermediates. Typical reactions include reactions with lauryl alcohol, acetophenone, and others. It can be a batch as well as a continuous process. As the reaction moves toward completion, it liberates HCl as a by-product. This HCl can be recovered by scrubbing the off-gas stream with water. Alternately, it can be neutralized by scrubbing the off gas with a dilute basic scrubbing solution.
Condensation	A reaction in which two or more molecules combine to form a larger molecule, with the simultaneous loss of a small molecule such as water or methanol. While this occurs in many reactions, the term is usually reserved for reactions in which a new carbon-carbon bond is formed.
Diazotization	Diazotization is the reaction that involves the production of diazonium salts or compounds. Diazonium salts have the structure of R[R−N+≡N]X− where R can be any organic group, and X is an inorganic or organic anion such as a halide. Diazonium compounds are majorly used in the dyes and pigment industries. They are also used for the synthesis of organic compounds and in explosive minerals such as diazonium halides.
Esterification	Esterification is a reaction in which a carboxylic acid and alcohol are reacted to form ester (RCOOR) and water. Esterification reactions are used across the applications of plasticizers, emulsifiers, biodiesel production, fine chemicals, flavors and intermediates for drug formulations. Esters also include many important polymers such as polymethyl methacrylate and polyethylene terephthalate.
Halogenation of Carboxylic Acid	Halogenation of carboxylic acid occurs when there is an addition of halogen agents to alpha-carbon of the carboxylic acid. Fluorine and chlorine are aggressive halogenating agents while bromine is a weaker agent. Halogenated compounds are used in dyes, imaging and medical diagnosis, material science, and flame retardants.
Catalytic Hydrogenation	Hydrogenation is a chemical reaction which involves the reaction of hydrogen with another compound or an element, commonly in the presence of a catalyst. The reaction is used to reduce a compound and involves the addition of pairs of hydrogen atoms into a molecule. Catalytic hydrogenation, a widely used form of hydrogenation, employs a catalyst to facilitate this reaction. Catalytic hydrogenation is used across a wide range of industries. In the food industry it is used to convert vegetable oils into semi solid gats. In the petrochemical industry it is used to convert alkenes and aromatics into alkanes (paraffins) and cycloalkanes (naphthene). In organic chemistry it is used to convert unsaturated compounds to saturated derivatives.
Hydrolysis	Hydrolysis reactions involve the addition of water molecule to a large molecule to break it into multiple smaller molecules. Examples include the hydrolysis of esters or amides. The saponification process or the process of making soap is an example of ester hydrolysis. In our bodies, through the catalytic activity of enzymes, the hydrolysis of proteins, fats, oils and carbohydrates take place.

Chemistry	Definition
Methoxylation	Methoxylation is the reaction involving the production of a methoxy group, which is a functional group having methyl group bound to oxygen with the structure R−O−CH3. Organic methoxides are produced by the methylation of alkoxides. Aryl methoxides can be prepared by the metal-catalyzed methylation of phenols or by methoxylation of aryl halides.
Methyl/ethylation	Methylation is the reaction that involves the addition of a methyl group on a substrate. Methyl group replaces a hydrogen atom. Examples include, carboxylate may be methylated to give methyl ester, a ketone enolate may be methylated to produce a new ketone. The Eschwelier -Clarke reaction is a method of methylation of amines. Ethylation involves the formation of an ethyl group. Ethyl refers to the group of two-carbon alkyl substituents. The most common Ethylation is that of benzene using ethylene as an Ethylation agent, to form ethylbenzene that is used as a precursor to produce polystyrene.
Nitration	It is the process of introducing a nitro group into an organic compound. The major application of this reaction chemistry is in the production of nitroaromatic compounds.
Oxidation	Oxidation reaction is a reaction in which an element or a compound reacts with oxygen or other oxidizing agents. Oxidation reactions can also be described as the loss of hydrogen or the loss of electrons. Nitric acid, chlorine and hydrogen peroxide are common oxidizing agents used in industries. Advanced oxidation processes are used in wastewater treatment.
Sulfonation	Sulfonation refers to an electrophilic chemical reaction in which the sulfonic group (SO3H) is introduced into a molecule. The main application of sulfonation reactions is in the production of anionic surfactants which include linear alkyl benzene sulfonates (LABS), primary alcohol sulfates, alcohol ether sulfates (AES), alfa olefins sulfonates (AOS) and fatty acid methyl esters sulfonates (FAMES). Sulfonation reactions are also used to produce dyes, pigments, hair dyes, pesticides and organic intermediates.

Reaction Chemistry Benchmarking

Reaction Chemistry	Supreet	Deepak	Atul	Aarti	Balaji amines	Alkyl amines	Rossari	Neogen
Acetylation								
Amidation								
Amination								
Amonolysis								
Bromination								
Chlorination								
Chlorosulfonation								
Condensation								
Diazotization								
Esterification								
Etherification								
Halogenation								
Hydrogenation								
Hydrolysis								
Metho/ Ethoxylation								
Methyl/ Ethylation								
Nitration								
Oxidation								
Sulfonation								

Green box represents the strong presence of the chemistry
And red box denotes minimal presence of the chemistry

The chart highlights Supreet Chemicals is one of the few specialty chemical intermediate companies which has competencies in handling complex reactions with multi-steps unit operations and processes, including nitration, chlorination, sulfonation, ammonolysis, diazotization, amination, bromination, amidation, oxidation, methylation, hydrolysis, catalytic hydrogenation, chloro-sulfonation, esterification, methoxylation, halogenation of carboxylic acids and condensation, which enables the company to cater to the requirements of a wide range of end-products and applications. This wide coverage reflects Supreet Chemicals' R&D capabilities and operational flexibility. Compared to many peers with narrower portfolios, Supreet Chemicals' stands out as a well-rounded player, capable of catering to diverse customer needs and complex synthesis requirements. This positions the company competitively in the specialty chemicals space and opens opportunities for further growth and partnerships.

Atul Ltd specializes in a broad spectrum of reaction chemistries including sulfonation, chlorination, hydrogenation, nitration, and condensation, which underpin its manufacturing capabilities. These technologies enable the production of high-performance intermediates used in dyes, agrochemicals, and specialty chemicals. The company holds presence in H-Acid, Naphthalene-based intermediates, Meta-Phenylenediamine, Sulfanilic Acid, Vinyl Sulfone, and Thioindigo intermediates. Each product leverages specific technologies—for example, sulfonation in H-Acid, hydrogenation in MPD, and chlorosulfonation in Vinyl Sulfone. Atul's integration of reaction expertise with end-use product performance ensures high purity, efficiency, and global competitiveness.

Aarti Industries Ltd (AIL) is a global leader in specialty chemicals, particularly renowned for its expertise in benzene and toluene-based derivatives. The company leverages a wide array of reaction chemistries—including nitration, chlorination, hydrogenation, ammonolysis, diazotization, sulfonation, and esterification—to produce high-performance intermediates. These chemistries are integral to manufacturing key products such as Dinitro Toluene (DNT), Nitro Fluoro Dichlorobenzene (DCB), H-Acid, Vinyl Sulfone, Gamma Acid, and J-Acid, which are essential in industries like agrochemicals, pharmaceuticals, and dyes.

Balaji Amines excels in amination, methylation/ethylation, hydrogenation, amidation, chlorination, sulfonation, and condensation. These core processes enable production of high-purity aliphatic amines and derivatives. Amination and methylation are key to its presence in methylamines, while hydrogenation and amidation support the manufacture of morpholine and dimethylformamide. This integration of chemistries ensures scalability, backward integration, and competitiveness in specialty chemicals.

Alkyl Amines has presence in multiple chemistries including acetylation, amidation, amination, ammonolysis, chlorination, chlorosulfonation, condensation, diazotization, esterification, halogenation, hydrogenation, hydrolysis, methylation/ethylation, nitration, oxidation, and sulfonation. These core chemical processes enable the company to cater to variety of amines and derivatives. The integration of these chemistries supports their presence in products like synthetic acetonitrile, DEHA, DMAHCL, and triethylamine for diverse industrial end-use applications.

Deepak Nitrite has a comprehensive chemistry platform with expertise in amination, ammonolysis, chlorination, chlorosulfonation, condensation, diazotization, esterification, halogenation, hydrogenation, hydrolysis, methylation/ethylation, nitration, oxidation, and sulfonation. These versatile chemistries enable the production of key specialty chemical intermediates such as Meta Nitro Toluene Sulfonic Acid (MNTSA), Para Nitro Chloro Benzene (PNCB), Toluene Sulfonic Acid (PTSA) etc. Each product leverages specific chemical reactions tailored to applications in dyes, pharmaceuticals, agrochemicals, surfactants, and optical brighteners.

Rossari Biotech works with a range of chemical processes like acetylation, amidation, amination, chlorination, condensation, esterification, halogenation, hydrolysis, methylation/ethylation, oxidation, and sulfonation. These chemistries help them make specialty products with good quality. For example, silicone polymers are made using condensation and polymerization reactions, while ethoxylates and propoxylates are produced through ethoxylation and propoxylation, involving esterification and oxidation steps.

Neogen Chemicals leverages diverse chemical reaction capabilities including alkylation, sialylation, anhydrous HF &HBr reactions, halex reactions and Suzuki coupling. These processes enable the production of specialty chemicals with high purity and efficiency. The company has presence in alkyl bromides, dibromoalkanes, bromo-chloro alkanes, lithium salts, and Grignard reagents. Key reactions such as bromination and the formation of Grignard reagents are central to its product portfolio.

Global Outlook – Brief discussion on key growth drivers

Specialty chemicals - Value added products

Specialty chemicals are value added products that are used for specific applications that often involves high R&D investment and technical know-how. There are over 40-50 value chains covering a broad spectrum of products within this industry. The capability to handle multiple value chains that overlap with one another are available only with large conglomerates, while a single or double value chain is what most medium to small scale players are efficient with. This sector is witnessing a monetary corpus towards expansion investments.

India is the largest beneficiary for this segment since the US and European manufacturers are facing pressures from institutional investors to ensure supply security by focussing on China+1. This has forced several western manufacturers to re-base their supply chain away from China.

Make-to-Order Process

Supreet Chemicals is a leading manufacturer in the chemical industry, recognized for its Make-To-Order (MTO) model and exceptional expertise in specialty molecule production.

Make-to-Order Process: Supreet Chemicals' make-to-order model is a highly efficient, customer-focused approach that streamlines operations while maintaining high-quality standards. The refined process consists of the following key steps:

1. **Order Confirmation & Requirement Analysis** - Upon receiving an order, the company conducts a detailed analysis of client specifications, industry regulations, and required quality standards.

2. **Strategic Raw Material Procurement** - Based on the order specifications, the procurement team sources high-quality raw materials just in time, ensuring cost efficiency and supply chain optimization.

3. **Custom Synthesis & Production** - Utilizing state-of-the-art facilities, the company precisely manufactures the required chemicals using advanced synthesis techniques tailored to client needs.

4. **Rigorous Quality Control & Compliance** - Each batch undergoes multiple quality assurance checks, ensuring compliance with industry and regulatory standards before approval for dispatch.

5. **Efficient Logistics & Timely Delivery** - The final products are packaged securely and delivered promptly, maintaining the integrity and quality of specialty molecules.

Supreet Chemicals is a value-additive provider of niche chemicals supplying 80-85% specialty chemical products.

Key growth drivers

- The specialty chemicals market is experiencing robust global growth, driven by a combination of industrial, technological, and societal trends. Below are the key growth drivers shaping the industry:
- Increasing demand for finishing chemicals that allow a variety of beneficial properties like anti-microbial properties, wrinkle-free properties, stain-resistance, etc. to be imparted to the textile
- Growing demand for generic drugs globally and India being the largest provider of generic drugs results in higher demand for domestic consumption of pharmaceuticals chemicals.
- Growth in demand for high performance pigments which are highly durable pigments, resistant to UV radiation, heat and chemical. Also, the use of eco-friendly colorants is emerging.
- Increasing global population, decreasing arable land, and consequent need to improve crop yields.
- New demand for agricultural products would also be created using agricultural products for industrial applications such as in fuel blending and polymer manufacturing.
- Growth in demand for personal care and home care products is driven primarily by emerging markets in the Asia-Pacific region, particularly China and India.
- Demand driven by growing automotive industry, increasing urban population, rising household consumption expenditure and improving economic conditions.
- Strengthening environmental regulations and rising water quality standards for municipal consumption in matured markets of North America and Europe.
- In emerging markets, strong economic growth resulting in greater municipal and industrial spending in water treatment effort will drive growth of this segment.
- Increased production of processed foods in developing countries causing a spurt in the demand for flavours. Strong growth in low-fat and low-carbohydrate foods and beverages in North America.

Key challenges and Threats

- Supreet Chemicals' profitability is vulnerable to fluctuations in raw material prices, especially petrochemical-based inputs that are often imported.
- Stricter environmental regulations could increase compliance costs or result in temporary shutdowns if standards are not met.
- Heavy dependence on a few key customers poses a risk; the loss of any major client could significantly impact revenues.
- Rapid technological advancements in green and sustainable chemistries could render existing processes less competitive if not updated timely.
- Exposure to foreign exchange risks due to import and export operations may affect financial performance.
- Rising competition from both domestic and global players can lead to pricing pressure and loss of market share.

- Global supply chain disruptions, due to geopolitical issues or pandemics, can hinder raw material availability and affect delivery timelines.

Competitive Financial Benchmarking

Particulars	Unit	FY 2025	FY 2024	FY 2023
Supreet Chemicals Ltd				
Revenue from Operations	₹ in million	3,625.47	2,397.56	3,127.41
EBIDTA	₹ in million	784.21	403.30	962.49
EBIDTA Margin	%	21.63%	16.82%	30.78%
PAT	₹ in million	519.18	255.94	563.41
PAT Margin	%	14.06%	10.52%	17.90%
ROCE	%	19.61%	15.26%	56.32%
ROE	%	24.51%	14.68%	41.86%
Deepak Nitrite Ltd (Consolidated)				
Revenue from Operations	₹ in million	82,819.30	76,818.30	79,720.60
EBIDTA	₹ in million	11,756.20	11,994.10	13,369.60
EBIDTA Margin	%	14.00%	15.00%	16.67%
PAT	₹ in million	6,973.70	8,108.90	8,520.00
PAT Margin	%	8.34%	10.45%	10.62%
ROCE	%	14.00%	19.00%	27.00%
ROE	%	13.61%	18.20%	22.94%
Aarti Industries Ltd (Consolidated)				
Revenue from Operations	₹ in million	72,713.20	63,723.20	66,185.80
EBIDTA	₹ in million	10,160.00	9,840.00	10,890.00
EBIDTA Margin	%	13.95%	15.42%	16.45%
PAT	₹ in million	3,308.70	4,164.60	5,452.30
PAT Margin	%	4.10%	5.90%	7.50%
ROCE	%	11.64%	12.36%	14.65%
ROE	%	6.07%	8.16%	11.57%
Atul Ltd (Consolidated)				
Revenue from Operations	₹ in million	55,833.50	47,256.80	54,275.20
EBIDTA	₹ in million	10,220.00	6,950.00	8,940.00
EBIDTA Margin	%	18.00%	15.00%	16.00%
PAT	₹ in million	4,988.30	3,241.20	5,066.30
PAT Margin	%	8.76%	6.78%	9.14%
ROCE	%	14.70%	11.60%	19.47%
ROE	%	9.22%	6.56%	11.04%
Balaji Amines Ltd (Consolidated)				
Revenue from Operations	₹ in million	13,970.84	16,415.13	23,553.96
EBIDTA	₹ in million	2,650.00	3,530.00	6,240.00
EBIDTA Margin	%	19.00%	21.00%	26.00%
PAT	₹ in million	1,585.91	2,323.03	4,056.83
PAT Margin	%	11.35%	14.15%	17.22%
ROCE	%	11.00%	16.00%	33.00%
ROE	%	8.11%	12.94%	26.93%
Alkyl Amines Chemicals Ltd (Consolidated)				
Revenue from Operations	₹ in million	15,718.21	14,406.06	16,830.53
EBIDTA	₹ in million	3,208.86	2,657.87	3,570.53
EBIDTA Margin	%	20.41%	18.45%	21.21%
PAT	₹ in million	1,861.14	1,488.73	2,286.55
PAT Margin	%	11.62%	10.23%	13.48%
ROCE	%	16.69%	15.39%	23.76%
ROE	%	13.94%	12.22%	21.18%
Neogen Chemicals Ltd (Consolidated)				
Revenue from Operations	₹ in million	7,776.00	6,906.70	6,861.80
EBIDTA	₹ in million	1,363.00	1,102.00	1,116.00
EBIDTA Margin	%	17.50%	16.00%	16.30%
PAT	₹ in million	348.00	356.50	499.70
PAT Margin	%	4.50%	5.20%	7.30%
ROCE	%	NA	8.05%	11.57%
ROE	%	NA	5.74%	10.84%
Rossari Biotech Ltd (Consolidated)				
Revenue from Operations	₹ in million	20,802.94	18,305.58	16,558.81
EBIDTA	₹ in million	2,650.82	2,497.56	2,230.24
EBIDTA Margin	%	12.70%	13.60%	13.47%

Particulars	Unit	FY 2025	FY 2024	FY 2023
PAT	₹ in million	1,363.78	1,306.89	1,072.57
PAT Margin	%	6.60%	7.10%	6.50%
ROCE	%	17.20%	21.00%	21.37%
ROE	%	12.21%	13.32%	12.47%

- Based on the above competitive financial benchmarking, Supreet Chemicals has the strongest operational efficiency among its competitors, as indicated by its top performance in key financial metrics. The company delivered the **highest EBITDA margin**, **PAT margin**, and **Return matrix**, signalling superior profitability and effective management of its operations.

Notes for Supreet Chemicals:

1. *Revenue from Operations means the revenue from operations as appearing in Restated Financial Information*
2. *EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income*
3. *EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage.*
4. *PAT refers to Profit / (Loss) for the year as appearing in Restated Financial Information*
5. *PAT Margin is calculated as profit for the year divided by total income expressed as a percentage.*
6. *ROCE (Return on Capital Employed) is calculated as earnings before interest and tax by Total Capital Employed expressed as a percentage. Earnings before interest and tax is calculated as the aggregate of profit before exceptional item and tax and finance costs less other income. Total Capital Employed is calculated as the aggregate of Total Equity, Total Borrowings less cash and cash equivalents and other bank balances as at the end of the fiscal. Total equity is as appearing in Restated Financial Information. Total Borrowings is calculated as non-current borrowings plus current borrowings.*
7. *ROE (return on equity) is calculated as profit for the year divided by average of total equity as at the end of the current and previous fiscal expressed as a percentage*

Notes related to listed peers:

a) All the financial for the industry peers mentioned above is on a consolidated basis unless stated otherwise and is sourced from the annual reports, audited financial results and investor presentations as available of the respective company for the relevant year submitted to the Stock Exchanges, NA refers to Not Applicable where the financial information is unavailable i.e. not reported by the industry peers in either their annual reports, audited financial results and investor presentations as submitted to the Stock Exchanges.

b) EBITDA Margin is calculated as EBITDA divided by Revenue from operations, expressed as a percentage for Alky Amines Chemicals Ltd, Rossari Biotech Ltd, Neogen Chemicals Ltd and Deepak Nitrite Ltd. EBITDA Margin is calculated as EBITDA divided by Total Income, expressed as a percentage for Balaji Amines Ltd, Aarti Industries Ltd and Atul Ltd.

c) PAT Margin is calculated as Net Profit divided by revenue from operations, expressed as a percentage for Neogen Chemicals Ltd. PAT Margin is calculated as Net Profit divided by Total Income, expressed as a percentage for Alky Amines Chemicals Ltd, Rossari Biotech Ltd, Deepak Nitrite Ltd, Balaji Amines Ltd, Aarti Industries Ltd and Atul Ltd.

Source: The financial information for listed industry peers mentioned above is sourced from the annual reports, audited financial results and investor presentations of the relevant companies for Financial Year ended March 31, 2024 and March 31, 2023 and the audited financial results of the relevant companies for financial year ended March 31, 2025, as available on the websites of the Stock Exchanges. The comparison is not a recommendation to invest/ disinvest in any entity, including our Company, and should not be construed as investment advice within the meaning of any law or regulation, or used as a basis for any investment decision.

OUR BUSINESS

Some of the information in this section, including information with respect to our business plans and strategies, contain forward-looking statements that involve risks and uncertainties. Prospective investors should read "Forward-Looking Statements" on page 16 for a discussion of the risks and uncertainties related to those statements along with "Risk Factors", "Financial Information" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on pages 27, 230 and 286, respectively, for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements.

Our Company's financial year commences on April 1 and ends on March 31 of the immediately subsequent year, and references to a particular fiscal year are to the 12 months ended March 31 of that particular year. Unless otherwise indicated or the context otherwise requires, the financial information for Fiscal 2025, 2024 and 2023, included herein is based on or derived from our Restated Financial Information included in this Draft Red Herring Prospectus. For further information, see "Restated Financial Information" beginning on page 230. Additionally, please refer to "Definitions and Abbreviations" on page 1 for certain terms used in this section. The Restated Financial Information is based on our audited financial statements and is restated in accordance with the Companies Act, 2013, and the SEBI ICDR Regulations. Our audited financial statements are prepared in accordance with Indian Accounting Standards, which differs in certain material respects with IFRS and U.S. GAAP. For details, see "Risk Factors – Significant differences exist between Ind AS used to prepare our financial information and other accounting principles, such as U.S. GAAP and IFRS, which may affect investors' assessment of our financial condition" on page 57.

Unless the context otherwise requires, in this section, references to "we", "us", "our" "our Company" or "the Company" refers to Supreet Chemicals Limited on a standalone basis.

*Unless otherwise indicated, industry and market data used in this section has been derived from the industry report titled "Industry Report on Global and Indian Chemicals and Specialty Chemicals" dated September 2025 (the "**F&S Report**") which is exclusively prepared for the purpose of the Issue and issued by Frost & Sullivan ("**F&S**") and is exclusively commissioned for an agreed fee and paid for by the Company in connection with the Issue. F&S was appointed on March 24, 2025, pursuant to an engagement letter entered into with our Company. F&S is not related in any manner to our Company. The data included herein includes excerpts from the F&S Report and may have been re-ordered by us for the purposes of presentation. There are no parts, data or information (which may be relevant for the proposed Issue), that has been left out or changed in any manner. Further, the F&S Report was prepared on the basis of information as of specific dates and opinions in the F&S Report and may be based on estimates, projections, forecasts and assumptions that may be as of such dates. F&S has prepared this study in an independent and objective manner, and it has taken all reasonable care to ensure its accuracy and has further advised that while it has taken due care and caution in preparing the F&S Report based on the information obtained by it from sources which it considers reliable. Unless otherwise indicated, financial, operational, industry and other related information derived from the F&S Report and included herein with respect to any particular year refers to such information for the relevant calendar year. A copy of the F&S Report will be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date. Further, the F&S Report is not a recommendation to invest or disinvest in any company covered in the report. Prospective investors are advised not to unduly rely on the F&S Report. The views expressed in the F&S Report are that of F&S. For more information and risks in relation to commissioned reports, see "Risk Factors – Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks." on page 52. Also see, "Certain Conventions, Use of Financial Information and Market Data-Currency and units of Presentation – Industry and Market Data" on page 14.*

Overview

We are a specialty chemical intermediates manufacturer with expertise in handling complex chemistries and multi-step unit operations and processes. We are one of the few specialty chemical intermediates companies which has competencies in handling complex reactions including more than 15 chemistries and up to 15 multi-step unit operations and processes, which enables us to cater to requirements of a wide range of end-products and applications. (*Source: F&S Report*) Our products cater to end-use industries including textiles, pharmaceuticals, performance chemicals, personal care, agro-chemicals and others. We are one of the leading manufacturers, of certain specialty chemical intermediates such as MCA, Sulphonamides and NAPSA based on Aromatic Amines and Sulphonamides and Amino Phenols families, respectively. (*Source: F&S Report*) Further, we are also a key supplier of SAMBA, a complex molecule manufactured through 15 multi-step unit operations and processes. (*Source: F&S Report*)

Our business is categorized into product families, namely (a) Aromatic Amines and Sulphonamides which include benzene derivative products; (b) Amino Phenols which include phenol derivative products; and (c) Other Specialties. We expanded our commercialized product portfolio from 102 products in Fiscal 2023 to 135 products in Fiscal 2025, leveraging our proprietary

in-house processes. Set forth below are the details of our Revenue from Operations from our product families for the periods indicated:

Product families	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Aromatic Amines and Sulphonamides	1,308.07	36.08	932.57	38.90	1,258.17	40.23
Amino Phenols	571.46	15.76	335.41	13.99	386.12	12.35
Other Specialties	1,322.65	36.48	670.91	27.98	639.54	20.45
Others*	423.29	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

**Others includes duty drawback, contract manufacturing and trading.*

Further, we have consistently diversified our product portfolio with increasing complexities in terms of multi-step unit operations and processes. Our products of up to five multi-step unit operations and processes have increased from 61 in Fiscal 2023 to 74 in Fiscal 2025 and products with six to 15 multi-step unit operations and processes have increased from 41 in Fiscal 2023 to 61 in Fiscal 2025. Our Revenue from Operations is derived from the sale of products which involve up to five multi-step unit operations and processes and six to 15 multi-step unit operations and processes. The table below sets forth details of our Revenue from Operations derived from different stage reactions:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Up to five multi-step unit operations and processes	1,780.12	49.10	907.00	37.83	1,138.37	36.40
Six to 15 multi-step unit operations and processes	1,422.06	39.22	1,031.89	43.04	1,145.46	36.63
Others*	423.29	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

**Others includes duty drawback, contract manufacturing and trading.*

Our capabilities include executing complex chemistries and multi-step unit operations and processes, comprising more than 15 chemistries and up to 15 multi-step unit operations and processes whereas most chemical companies typically specialize in only one or a few chemistry competencies across their entire product portfolio. (*Source: F&S Report*) This has resulted in established relationships with our customers and enabled us to build a base of repeat customers across our end-use industries over the years. Some of our key global and domestic customers include Colourtex Industries Private Limited, Acutaas Chemicals Limited (*formerly Ami Organics*), IPCA Laboratories Limited, Sudarshan Chemicals Industries Limited, Archroma International (I) Private Limited, BASF Advanced Chemicals Co. Limited, Cropnosys (India) Private Limited, Star Oxalate Private Limited, Hangzhou Tianya Industry Co. Limited, Hangzhou Junying Technology Co. Limited, Nirchem Dyes & Chemicals Private Limited, Goodway Chemicals Private Limited, Shalini Organics Private Limited, KY Enterprises, India Pesticides Limited, Baoyi Group Co. Limited, Dynamic Industries Limited, SB Global, and Anupam Rasayan India Limited. The table below sets forth details of our Revenue from Operations across diversified end-use industries.

End-use Industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Textile	1,287.23	35.51	870.00	36.29	978.11	31.28
Pharmaceuticals	427.99	11.81	456.01	19.02	526.53	16.84
Performance chemicals	486.69	13.42	-	0.00	119.39	3.82
Personal care	372.13	10.26	192.54	8.03	-	0.00
Agro-chemicals	31.36	0.87	35.07	1.46	119.22	3.81
Other end-use industries^	596.79	16.45	385.27	16.07	540.58	17.28
Others*	423.28	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

^Other end-use industries includes optical brighteners, paints and pigments, food colours and electronic chemicals.
**Others includes duty drawback, contract manufacturing and trading.*

As of Fiscal 2025, Fiscal 2024 and Fiscal 2023 we catered to 215, 192 and 173 customers, respectively. As of March 31, 2025, we catered to 188 customers in India and 27 customers globally in 14 countries including China, Mexico and Thailand. The table below sets forth details of our Revenue from Operations from domestic and global sales.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Revenue from domestic sales	2,699.42	74.46	1,683.19	70.20	2,307.42	73.78
Revenue from Exports	926.05	25.54	714.37	29.80	819.99	26.22
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

In addition to direct sales to our domestic and global customers, we also generate revenue through a contract manufacturing model, under which we manufacture products for some of our customers. This model allows us to leverage our manufacturing capabilities without taking on inventory or marketing risk. In Fiscal 2025, Fiscal 2024 and Fiscal 2023, revenues from our contract manufacturing segment were ₹ 109.28 million, ₹ 197.27 million and ₹ 463.99 million, respectively, which contributed to 3.01%, 8.23% and 14.84%, respectively, of our Revenue from Operations. Our key customers in this segment are Anupam Rasayan India Limited, Acutaas Chemicals Limited (*formerly Ami Organics*) and Sudarshan Chemicals Industries Limited. While the contribution of contract manufacturing to our total revenues has varied over the years, it remains an important part of our business strategy, enabling us to deepen customer relationships and optimize capacity utilization. We have also been supplying some of our own products to these customers thereby, in the end-use industries of agro-chemicals, pharmaceuticals and paints and pigments.

We have manufacturing experience of over 30 years and commenced operations in 1992 with the manufacture of specialty chemical intermediates at our Manufacturing Facility 1. In 2001 we began operations at our Manufacturing Facility 2. In 2008, we expanded further and commenced operations at Manufacturing Facility 3. All our Manufacturing Facilities are functionally integrated and located in Vapi, Gujarat. As of March 31, 2025, we operate three Manufacturing Facilities with an aggregate installed capacity of 6,962 metric tonnes per annum covering a total area of 9,688 square metres. For Fiscal 2025, Fiscal 2024 and Fiscal 2023, the total capacity utilisation of our Manufacturing Facilities, calculated on the basis of total production capacity, was 74.29%, 71.27% and 61.36% respectively.

We are currently in the process of significantly expanding our manufacturing capacity from an aggregate installed capacity of 6,962 metric tonnes per annum to 12,985 metric tonnes per annum, almost doubling our existing manufacturing capacity, in the adjacent land with an area of 19,912.47 square metres. Each of our Manufacturing Facilities are equipped with an R&D department and are strategically located with road, rail and port connectivity to our customers. We have a strong focus on environment, sustainability, and quality and our manufacturing facilities have received ISO 14001:2015 on Environmental Management System for Manufacturing and Export of Intermediates and ISO 9001:2015 on Quality Management System for Manufacturing and Export of Intermediates certifications.

We are led by our Promoter and Chairman, Harjindersingh Jaswantsingh Sarna, our Promoter and Managing Director, Manjeetsingh Gurbirsingh Sarna, who have an average experience of approximately 20 years in the chemicals industry. Further, our Chief Financial Officer, Dineshchandra Manubhai Patel and group General Manager, V.P. Shaju, have spent more than 18 years with our Company. Our R&D team comprises of highly qualified and experienced employees who hold doctorate and post graduate degrees. We believe that the combination of our experienced Board of Directors and management team positions us well to capitalize on future growth opportunities.

Key Financial Metrics

The table below sets out some of our financial performance measures as at the dates and for the periods indicated below.

(*in ₹ million except percentages and ratio*)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations[(1)]	3,625.47	2,397.56	3,127.41
EBITDA[(2)]	784.21	403.30	962.49
EBITDA Margin[(3)]	21.63%	16.82%	30.78%
PAT[(4)]	519.18	255.94	563.41
PAT Margin[(5)]	14.06%	10.52%	17.90%
ROCE[(6)]	19.61%	15.26%	56.32%
ROE[(7)]	24.51%	14.68%	41.86%

Notes:

(1) Revenue from Operations means the revenue from operations for the year as appearing in Restated Financial Information;

(2) EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income;

(3) EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage;

(4) PAT refers to Profit / (Loss) for the year as appearing in Restated Financial Information;

(5) PAT Margin is calculated as profit for the year divided by total income expressed as a percentage;

(6) ROCE (Return on Capital Employed) is calculated as earnings before interest and tax divided by Total Capital Employed expressed as a percentage. Earnings before interest and tax is calculated as the aggregate of profit before exceptional item and tax, and finance costs less other income. Total

Capital Employed is calculated as the aggregate of Total Equity, Total Borrowings less cash and cash equivalents and other bank balances as at the end of the fiscal. Total equity is as appearing in Restated Financial Information. Total Borrowings is calculated as non-current borrowings plus current borrowings;

(7) ROE (Return on Equity) is calculated as profit for the year divided by average of total equity as at the end of the current and previous fiscal expressed as a percentage.

Our Strengths

Expertise in handling complex chemistries and multi-step unit operations and processes

We have expertise in handling complex chemistries and have successfully commercialized products including more than 15 chemistries and up to 15 multi-step unit operations and processes (*Source: F&S Report*). Our expertise in complex chemistries and multi-step unit operations and processes is well poised to benefit us from underlying market drivers, both in terms of demand and supply (*Source: F&S Report*). We have been developing differentiated processes in handling complex chemistries, which helps us to optimize raw materials, enhance yields and increase cost competitiveness.

This expertise has been built through years of operational experience, supporting our ability to meet varied process requirements across multiple end-use industries. Chemical companies usually have a single or a few chemistry competencies for their entire product portfolio (*Source: F&S Report*). However, as per the F&S Report, we are one of the few specialty chemical intermediates companies which has competencies in handling complex reactions including more than 15 chemistries and up to 15 multi-step unit operations and processes, which enables us to cater to the requirements of a wide range of end-products and applications. For further details regarding these competencies, see " - *Description of our Business - Manufacturing Process*"

Further, we have consistently diversified our product portfolio with increasing complexities in terms of multi-step unit operations and processes. Our products of up to five multi-step unit operations and processes have increased from 61 in Fiscal 2023 to 74 in Fiscal 2025 and products with six to 15 multi-step unit operations and processes have increased from 41 in Fiscal 2023 to 61 in Fiscal 2025. Our Revenue from Operations is derived from the sale of products which involve up to five multi-step unit operations and processes and six to 15 multi-step unit operations and processes.
The table below sets forth details of our key products involving complex chemistries and multi-step unit operations and processes:

Product	Industry Application^	Key customers	Country supplied to	Multi-step unit operations and processes
Aromatic Amines and Sulphonamides				
MCA	Agro-chemicals, Pharmaceuticals and Textiles	Colourtex Industries Private Limited, Acutaas Chemicals Limited (*formerly Ami Organics Limited*), IPCA Laboratories Limited	India	Up to five multi-step unit operations and processes
Sulphonamide	Food colours	Hangzhou Junying Technology Co. Limited	India, Thailand, China	Six to 15 multi-step unit operations and processes
Sulfone	Optical Brightner	Archroma International (I) Private Limited, Baoyi Group Co. Limited	Germany, China	Six to 15 multi-step unit operations and processes
Amino Phenols				
NAPSA	Textile	Colourtex Industries Private Limited, Dynamic Industries Limited	India, China, Taiwan	Six to 15 multi-step unit operations and processes
Other Specialities				
PTC	Performance Chemicals	Cropnosys (India) Private Limited	India	Up to five multi-step unit operations and processes
EAH	Textile	Archroma International (I) Private Limited, Colourtex Industries Private Limited	Thailand, India	Six to 15 multi-step unit operations and processes
Biocide	Personal Care	Nirchem Dyes & Chemicals Private Limited, Goodway Chemicals Private Limited	India	Up to five multi-step unit operations and processes

^ *Source: F&S Report*

We believe that we are well-positioned to benefit from the industry growth in these products, given that the chemicals industry is knowledge intensive, involves complex chemistries and is subject to high quality standards and stringent impurity specifications for processes and product capabilities. Our expertise in complex chemistries combined with our ability to deliver high quality products which meet the specifications prescribed by our customers, has also helped strengthen our pre-existing relationships with customers and has helped us develop new and valuable client relationships.

Extensive portfolio of differentiated products

We have consistently enhanced our competencies and our commercialised product portfolio which has expanded from 102 products in Fiscal 2023 to 135 products in Fiscal 2025. We manufacture our products using in-house processes, which enable us to cater to a wide range of customers in domestic and international markets. Our business is categorized into three product families, namely (a) Aromatic Amines and Sulphonamides; (b) Amino Phenols; and (c) Other Specialties.

The table below sets forth details of the revenue generated from our top product, top five products and top 10 products for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Top product	418.38	11.54	257.22	10.73	282.93	9.05
Top five products	1,365.62	37.67	744.29	31.04	926.55	29.63
Top 10 Products	1,911.65	52.73	1,026.45	42.81	1,370.88	43.83

While our top 10 products contributed 52.73%, 42.81%, and 43.83% to our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the composition of these top 10 products has varied year-on-year due to shifts in customer demand. However, products such as MCA, NAPSA and Sulphonamides have consistently ranked among the top 10 products, collectively, accounting for 21.06%, 24.64%, and 21.27% of our Revenue from Operations during Fiscal 2025, Fiscal 2024, and Fiscal 2023 respectively.

Our diversified product portfolio allows for limited dependence on individual products and addresses different business cycles across industries where our products are used. As on March 31, 2025, pursuant to our R&D initiatives, we have a robust product pipeline. These include developments in end-use industries such as dyes and pigments and pharmaceuticals. As of March 31, 2025, we have 107 products at various stages of development, of which 12 have reached the commercialization stage. The continuous addition of new products helps strengthen our product portfolio. For further details in relation to our product pipeline, see "- *Our Strategies - Continued diversification of product portfolio and focus on high-margin products*" on page .

Our focus on a diversified product portfolio coupled with our process and procurement efficiency has led to consistent improvement in the results of our business and operations. Our result focussed R&D coupled with cost focused procurement practices has resulted in process and procurement efficiency through which we have achieved cost reduction.

Diversified end-use industries mitigating sector-specific downturns resulting in a de-risked business model

Our products have applications across a spectrum of uses in various end-use industries including, textile, pharmaceuticals, performance chemicals, personal care, agro-chemicals and others. Our revenue from key end-use industries such as textiles, pharmaceuticals, performance chemicals, personal care and agro-chemicals, contributed to 71.87%, 64.80%, and 55.75% of our total revenue for Fiscals 2025, 2024 and 2023, respectively. Our key customers across these end-use industries include Cropnosys (India) Private Limited, Acutaas Chemicals Limited (*formerly Ami Organics*), Anupam Rasayan India Limited, Colourtex Industries Private Limited and Archroma International (I) Private Limited and Hangzhou Tianya Industry Co. Limited. For further details in relation the end-use industries in which our customers operate, see *"- Our Strengths - Extensive portfolio of differentiated products*" on page 163. Set forth below are our Revenue from Operations for sales to various end-use industries for the periods indicated:

End-use Industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Textile	1,287.23	35.51	870.00	36.29	978.11	31.28
Pharmaceuticals	427.99	11.81	456.01	19.02	526.53	16.84
Performance chemicals	486.69	13.42	-	0.00	119.39	3.82
Personal care	372.13	10.26	192.54	8.03	-	0.00
Agro-chemicals	31.36	0.87	35.07	1.46	119.22	3.81
Other end-use industries^	596.79	16.45	385.27	16.07	540.58	17.28
Others*	423.28	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

^Other end-use industries includes optical brighteners, paints and pigments, food colours and electronic chemicals.
**Others includes duty drawback, contract manufacturing and trading.*

During the Fiscals 2025, 2024 and 2023, we strategically enhanced our presence in emerging end-use industries, with a particular focus on increasing revenue contributions from the personal care and performance chemicals segments. For instance,

in the recent past, the agro-chemicals industry witnessed sectoral challenges globally (*Source: F&S Report*). Our diversification strategy has effectively mitigated the impact of the declining share of agro-chemicals in our overall revenue mix and strengthened the balance of our overall product mix. Our diversified industry exposure reduces reliance on any single sector, enhances resilience against any sector-specific downturns and ensures long-term stability.

Diversified customer-base with long-standing customer relationships

We benefit from a well-diversified customer base across a broad spectrum of end-use industries, globally and in India, which mitigates concentration risks and provides stability to our revenue profile. In addition, we have developed long-standing relationships with several of our key customers, enabling repeat business with deeper customer engagement, and opportunities for collaborative growth. These relationships are on account of consistent product quality, reliability of supply, and responsiveness to evolving customer requirements. As of Fiscal 2025, Fiscal 2024 and Fiscal 2023 we supply our products to 215, 192 and 173customers, respectively.

Further, we have been consistently expanding our customer base and set forth below is our revenue contribution, in terms of percentage of Revenue from Operations from our top customer, top five and top 10 customers:

Customers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Top customer	437.86	12.08	195.17	8.14	438.17	14.01
Top five customers	1,545.99	42.64	829.64	34.60	1,406.60	44.98
Top 10 customers	2,039.43	56.25	1,296.06	54.06	1,886.18	60.31

While our top 10 customers contributed 56.25%, 54.06%, and 60.31% to our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the top 10 customers have varied year-on-year due to sectoral shifts and resultant changes in demand.

The table below sets forth details of our key customers:

Key customers	End-use Industries	Export markets	Years of relationship
Archroma International (I) Private Limited	Textile, Paints and Pigments, Optical Brightner	India, Thailand, Mexico, Germany and Spain	More than 10 years
Cropnosys (India) Private Limited	Agro-chemicals, Performance Chemicals, Paints and Pigments	India	6-10 years
Acutaas Chemicals Limited (*formerly Ami Organics Limited*)	Agro-chemicals, Pharmaceuticals	India	More than 10 years
Anupam Rasayan India Limited	Agro-chemicals, Pharmaceuticals	India	More than 20 years
Nirchem Dyes & Chemicals Private Limited	Textile, Personal Care	India	Less than 5 years
Shalini Organics Private Limited	Pharmaceuticals, Optical Brigntner	India	Less than 5 years
Colourtex Industries Private Limited	Textile	India	More than 25 years
IPCA Laboratories Limited	Pharmaceuticals	India	More than 10 years
BASF Advanced Chemicals Co. Limited	Textile	China	6-10 years
Hangzhou Tianya Industry Co. Limited	Food Color	China	More than 10 years
Goodway Chemicals Private Limited	Personal Care	India	Less than 5 years
India Pesticides Limited	Agro-chemicals	India	Less than 5 years
KY Enterprises	Agro-chemicals	India	Less than 5 years
Star Oxalate Private Limited	Textile	India	Less than 5 years
SB Global	Food color, optical brightner and pharmaceuticals	India	Less than 5 years

In addition to direct sales to our customers, we also generate revenue through a contract manufacturing model, under which we also manufacture products for our customers under a contract manufacturing model. This model allows us to leverage our manufacturing capabilities without taking on inventory or marketing risk. In Fiscal 2025, Fiscal 2024 and Fiscal 2023, revenues from our contract manufacturing business contributed 3.01%, 8.23% and 14.84%, respectively, to our Revenue from Operations. Some of our key customers in this segment are Anupam Rasayan India Limited, Acutaas Chemicals Limited (*formerly Ami Organics*) and Sudarshan Chemicals Industries Limited. While the contribution of contract manufacturing to our total revenues has varied over the years, it remains an important part of our business strategy, enabling us to deepen customer

relationships and optimize capacity utilization. We have also been supplying some of our own products to these customers thereby, in the end-use industries of agro-chemicals, pharmaceuticals and paints and pigments.

Diversified domestic and global presence across geographies

Our Revenue from Exports was 25.54%, 29.80% and 26.22% of our Revenue from Operations for the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. As of March 31, 2025, we supplied our products to 188 customers in India and 27 customers globally in 14 countries including Thailand, China and Mexico. While China, Mexico and Thailand comprised majority of our Revenue from Exports contributing to 17.68%, 20.41% and 19.10% over the Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively, we have seen increasing revenues from other countries across geographies, including Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic. Hong Kong, Spain and the USA. Set forth below are details of our Revenue from Operations for the applicable periods indicated below.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from operations** (*in ₹ million*)	**As a % of Revenue from Operations**
Domestic	2,699.42	74.46	1,683.19	70.20	2,307.42	73.78
Global						
- China	211.30	5.83	174.58	7.28	239.31	7.65
- Mexico	159.44	4.40	171.55	7.16	154.82	4.95
- Thailand	270.31	7.46	143.10	5.97	203.23	6.50
- Others^	285.00	7.85	225.14	9.39	222.63	7.12
Revenue from Exports	**926.05**	**25.54**	**714.37**	**29.80**	**819.99**	**26.22**

^ *Others includes Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hong Kong, Spain and the USA.*

Our exports to China for Fiscal 2025, Fiscal 2024 and Fiscal 2023, amounted to ₹ 211.30 million, ₹ 174.58 million and ₹ 239.31 million, representing 22.82%, 24.44% and 29.18%, respectively of our Revenue from Exports.

According to the F&S Report, we are one of the few specialty chemical intermediates manufacturers in India exporting such a significant volume of products to China. Typically, specialty chemical intermediate manufacturers in India import large volumes of raw materials from Chinese suppliers, however, such companies do not export their products to China (*Source: F&S Report*). Further, according to the F&S Report, tariffs are unlikely to have a significant impact, as they primarily target end-use industries and our Company operates in the intermediate manufacturing space, where demand for specialty chemicals remains steady regardless of tariffs imposed on end-use segments. Accordingly, our Company has emerged as a steady supplier to various Chinese companies such as Hangzhou Tianya Industry Co. Limited and BASF Advanced Chemicals Co. Limited with whom we have a relationship of up to 10 years.

Diversification of our customer base across the domestic and global markets has limited our exposure to a risk of concentration, enabling us to further diversify and expand our business relationships. We believe that our ability to diversify into new markets, with limited exposure to the risk of dependence on any specific market is a key strength in our business operations. Our diversity of product mix combined with diversity of industries in terms of end use applications of our products also ensures that our business model is not overly reliant on any one product, industry or customer. These factors help us mitigate risks resulting from customer, industry or geographic concentration.

Integrated manufacturing setup with a track-record of timely capacity additions

We commenced operations in 1992 with the manufacture of specialty chemical intermediates at our Manufacturing Facility 1. In 2001 we commenced operations at our Manufacturing Facility 2 along with commencement of supply of Sulphonamides and specialty chemical intermediates used in food colors. In 2008, we commenced operations at Manufacturing Facility 3. Soon after, in 2008, we began supplying specialty chemical intermediates used in the manufacture of hydroxychloroquine, an anti-malaria drug. In 2012 and 2013 we began large-scale manufacturing of agro-chemicals for Anupam Rasayan India Limited and pharmaceutical intermediates for Acutaas Chemicals Limited (*formerly Ami Organics*), respectively, on a contract manufacturing basis. In 2014, we began the commercial production of a US-EPA registered reduced risk product. Further, in 2017, we installed solid-bed technology for treatment of our in-house Sewage Treatment Plant and in 2018 we developed a key specialty chemical intermediate for high performance optical brightening agents. As on March 31, 2025, we have three Manufacturing Facilities with an aggregate manufacturing capacity of 6,962 metric tonnes per annum, located in Vapi, Gujarat across a total area of 9,688 square metres. Since a significant portion of our sales are through exports, all our Manufacturing Facilities are strategically located, with access to ports, Jawaharlal Nehru Port and Adani Hazira Port are at a distance of 201 kms and 140 kms, respectively from our Manufacturing Facilities.

Our Manufacturing Facilities are equipped with modern equipment and systems which includes Mechanical Vapour Recompression technology, high pressure autoclaves with control systems and process safety interlocks. We are continuously looking to adopt newer technology to improve and increase productivity, efficiency, and economies of scale at our

Manufacturing Facilities. Each of our Manufacturing Facilities are equipped with an R&D department which are focused on developing new products and processes, improving our existing production processes, adoption of cleaner technology, expanding capabilities to add new chemistries and improving the quality of our existing products coupled with material and cost efficiency. Our Company has a dedicated team of scientists engaged in R&D activities, working to introduce new products at the gram-scale in laboratory batches, scale them up to kilogram-level at the pilot plant, and ultimately transition to tonnage-level production at full-scale manufacturing sites. We further propose to enhance our manufacturing capabilities through the proceeds of the Issue, to cater to our growing needs and increasing demand by expanding our manufacturing capacity to 12,985 metric tonnes per annum across an area of 19,912.47 square metres.

We believe quality is a key differentiator in our business and have made efforts to adopt uniform manufacturing standards across all our facilities. Our manufacturing infrastructure is complemented by our stringent quality and safety standards and processes. The quality of our Manufacturing Facilities is evidenced by the certifications such as ISO 14001:2015 on Environmental Management System for Manufacturing and Export of Intermediates and ISO 9001:2015 on Quality Management System for Manufacturing and Export of Intermediates, which have been obtained by our facilities. To maintain the standards that our customers expect, we have well-defined and documented procedures which begin at sourcing of our ingredients and raw materials and extend to safety standards. In order to maintain the highest standards of safety, we undertake research in a laboratory at a gram sale, which is subsequently taken up at R&D, plant and pilot levels. Prior to scaling to the plant levels, we undertake the required hazard and operability study with a systematic examination of operations aimed at identifying and evaluating possible risks to persons, equipment and the environment, and the required safety operations are put in place. We undertake strong measures towards environmental safety measures including treatment of industrial effluents by the common effluent treatment plant, liquid mechanical vapor recompression technology, effluent treatment cost reduction by recycling of water and usage of steam from the community boiler supply to reduce carbon emissions.

Experienced Promoters and professional management team

Our Company has a strong and professional management team with extensive experience in the chemicals industry which we believe is necessary to successfully lead the development of our business. We are led by our Promoter and Chairman, Harjindersingh Jaswantsingh Sarna, our Promoter and Managing Director, Manjeetsingh Gurbirsingh Sarna, along with our Non-Executive Director, Hemang Thakorlal Desai and Whole-time Director Rajkumar Singh, who have an experience of 33 years, 22 years, 13 years and 18 years respectively, in the chemicals industry. Harjindersingh Jaswantsingh Sarna is the founding Promoter and Chairman and Whole-Time Director of our Company. He holds a bachelor's degree in commerce from C.S.J.M University, Kanpur and has experience of more than three decades in the specialty chemical intermediates industry. Further, our Managing Director, Manjeetsingh Gurbirsingh Sarna holds a diploma in chemical engineering from Pune University. He has 22 years of experience in the chemicals industry and is responsible for technology upgradation and development of our Company in the overseas market.

We have a dedicated in-house R&D team comprising more than 12 individuals with extensive experience in the chemicals industry, which focuses on product development across segments. We also invest significant resources in training our employees and our strong focus on employee development has enabled us to maintain high levels of employee retention over the years. Our Chief Financial Officer, Dineshchandra Manubhai Patel and General Manager, V.P. Shaju have spent 18 years with our Company.

We believe that the experience, depth and diversity of our Promoters, Directors, management team and our R&D team have enabled our Company to be recognised as a leading manufacturer of specialty chemical intermediates in India, having built expertise in handling complex chemistries, multi-step unit operations and processes over the years. Their industry experience enables us to anticipate and address market trends, manage and grow our operations, maintain and leverage customer relationships and respond to changes in customer preferences.

For further information on our Promoters, Director and management team, please see the sections titled, *"Our Promoters and Promoter Group"* and *"Our Management"* on pages 223 and 204, respectively.

Our Strategies

Setting-up of a new manufacturing facility to enhance capacities

According to the F&S Report, the global specialty chemical market stands at USD 1,309 billion in calendar year 2024 and is expected to reach USD 1,802 billion in calendar year 2029 at a CAGR of 6.6%. The past two decades have seen a significant shift in the speciality chemical intermediates industry, from developed countries (particularly the US) to emerging ones in the Asia-Pacific (APAC) region (*Source: F&S Report*). In 2024, APAC accounted for dominant share of the global speciality chemical intermediates market, with a share of 56%, followed by North America and Europe. According to the F&S Report, the Indian specialty chemical market stands at ₹ 129 billion in Fiscal 2025 and is expected to reach ₹ 174 billion in Fiscal 2030. In terms of region-wise demand, India's specialty chemical intermediates industry is expected to post 10.02% CAGR between Fiscal 2025 and Fiscal 2030, owing to rising demand from end-user industries, along with tight global supply on account of stringent environmental norms in China (*Source: F&S Report*). In contrast, markets such as America and Europe are expected

to clock less than 3% CAGR over the next five years (2024-2029) because of industry saturation in these regions. China's speciality chemical intermediates industry, which saw historic growth rates of ~10-11% and above until 2013, is expected to post slower ~5-6% CAGR between calendar year 2024 and calendar year 2029 (*Source: F&S Report*).

To cater to the growing demand from our existing customers and to meet requirements of new customers, we intend to, and are in the process of, expanding our manufacturing capacities. To achieve this, we plan to set up a new manufacturing facility, through the proceeds of the Issue, by financing the capital expenditure requirements towards the Proposed Greenfield Project in Vapi, Gujarat. For further details, regarding our Proposed Greenfield Project, see "*Objects of the Issue*" on page 94. Our total manufacturing capacity is expected to increase from the current 6,962 metric tonnes per annum to 12,985 metric tonnes per annum, almost doubling our existing manufacturing capacity, in the adjacent land with an area of 19,912.47 square metres. Going forward, we will continue to periodically review the functioning of our in–house product development strategy, identify scope for expansion and undertake projects to increase our capabilities. We believe we can offer customers with a growing product portfolio to satisfy their intermediate requirements through our existing Manufacturing Facilities, and setting up of the Proposed Greenfield Project. Further, we intend to manufacture new products at our new manufacturing facility.

Continue diversification of product portfolio and focus on high-margin products

Our focus continues to remain on manufacturing specialty chemical intermediates of key molecules manufactured by our end customers. We intend to continue to focus on our ability to customise our products according to the specific requirements of our customers and broaden our portfolio through innovation, focus on sustainable solutions, undertake new chemistries and perform multi-step unit operations and processes of niche products. We continuously evaluate product opportunities enabling shift towards higher value-addition and improving margin profile of our revenue portfolio. Our focus on higher gross margin products coupled with our process and procurement efficiency has led to consistent improvement in our profitability. Our R&D efforts are mainly focused on developing new products and processes, improving our existing production processes, adoption of cleaner technology, expanding capabilities to add new chemistries and improving the quality of our existing products coupled with material and cost efficiency. Our R&D efforts are led by Dr. Anil, with extensive experience in the specialty chemicals sector at companies such as Mazda and Camlin Fine Sciences as Chief Research Officer, is now leading new product development. He is supported by Dr. Ramprakash, who held a CSIR Research Associateship, was recognized by the Academy of Sciences for the Developing World, Trieste, Italy for his research (2009–2012), and subsequently served Cadila Healthcare for over four years. Our result focussed R&D coupled with cost focused procurement practices has resulted in process and procurement efficiency through which we have achieved cost reduction. We have also installed Mechanical Vapour Recompression technology at our Manufacturing Facilities which reduces our cost of treating waste water.

Pursuant to our R&D initiatives, we are currently working on several products which are in our product pipeline. These include developments in end-use industries such as dyes and pigments and pharmaceuticals. As indicated in the table below, we have 107 products at various stages of development, of which 12 have reached the commercialization stage as of March 31, 2025. The continuous addition of new products to our portfolio strengthens our diversification strategy and helps increase our wallet share with customers.

Category	Product development stage						
	Desk Research	Proof of Concept	Process Safety Evaluation	Lab Synthesis	Pilot	Commercial	Total
Dyes and pigment intermediates	10	5	4	4	6	6	35
API intermediates	12	6	6	6	6	6	42
API	13	-	4	9	4	-	30
Total	**35**	**11**	**14**	**19**	**16**	**12**	**107**

As per the F&S Report, to mitigate supply chain risks and reduce overdependence on a single geography, several global firms have adopted the '*China+1*' strategy. India has emerged as a preferred alternative, driven by its strategic location, expanding manufacturing base, and improved operational efficiencies. (*Source: F&S Report*) Multinational companies are finding an alternative to China with their '*China +1*' strategy, and we believe our Company is well-positioned to offer customers suitable options to satisfy their intermediate requirements.

We believe that a diversified product portfolio provides us with a degree of resilience through economic cycles and diminishes the risk associated with the dependence on any particular product. Our focus on a diversified product portfolio combined with our R&D efforts towards cost reduction have resulted in a consistent improvement in our profitability over the period of Fiscal 2023 to Fiscal 2025.

We are focused on expanding our chemistry expertise and entering into new value chains by adding new reaction capabilities at our manufacturing facilities. We intend to offer a wide range of chemistry competency with emphasis on complex chemistries and multi-step unit operations and processes.

We propose to continue to expand our R&D capabilities and the strength of the team and believe that such investment in R&D provides us with long-term growth opportunities through the introduction of new products, which allows us to further diversify our clientele, result in incremental revenues and increase our profit margins.

Enhancing competencies to capitalize on market opportunities

We are one of the few specialty chemical intermediates companies which has competencies in handling complex reactions including more than 15 chemistries and up to 15 multi-step unit operations and processes. (*Source: F&S Report*) For further details regarding our chemical competencies, see " - *Description of our Business - Manufacturing Process*". We have expertise in handling complex chemistries and have successfully commercialized products requiring upto 15 multi-step operations and processes. (*Source: F&S Report*) Our expertise in complex and multi-step unit operations and processes is well poised to benefit us from underlying market drivers, both in terms of demand and supply (*Source: F&S Report*).

We have been developing differentiated processes in handling complex chemistries and multi-step unit operations and processes, which helps us to optimize raw materials, enhance yields and increase cost competitiveness. Further, we are working on developing products involving up to 20 multi-step unit operations and processes for certain overseas customers in the end-use industries of optical brighteners which would significantly improve the quality of products under this segment.

We believe that we are well-positioned to benefit from the industry growth in these products, given that the chemicals industry is knowledge intensive, involves complex chemistries and is subject to high quality standards and stringent impurity specifications for processes and product capabilities.

Increase wallet share through strategic focus on our key customers

We believe that our leading market position within the various end-use industries where we are present, as well as our long-standing relations with customers positions us well to increase wallet share with existing customers, and to continue focusing on expanding our customer base. We believe that the long-standing relationships that we have enjoyed with our customers over the years, including repeated and increasing orders from such customers, are an indication of our position as a preferred supplier.

According to the F&S Report, the global specialty chemical market stands at USD 1,309 billion in calendar year 2024 and is expected to reach USD 1,802 billion in calendar year 2029 at a CAGR of 6.6%.During the forecast period of calendar year 2024-2029, the global textile market is projected to grow at CAGR of 7.4%, the global agro-chemicals market at a CAGR of 4.7%, the global pharmaceutical market at a CAGR of 6.0%, the global paints and pigments market at a CAGR of 5.5% and the global food colour market at a CAGR of 6.4%% (*Source: F&S Report*).

Contract manufacturing remains an important part of our business strategy, enabling us to deepen customer relationships and optimize capacity utilization. While the contribution of contract manufacturing to our total revenues has varied over the years, we have also been supplying some of our own products to these customers thereby, in the end-use industries of agro-chemicals, pharmaceuticals and paints and pigments.

Further, we intend to increase the wallet share of our export customers, consequently and increase the export contribution to our revenue. We intend to do this by adding more specialised and customised products to our product portfolio. Further, we intend to cater to customers in new end-use markets and increase our revenue streams from various other end-user industries.

DESCRIPTION OF OUR BUSINESS

Our Company is a manufacturer of specialty chemical intermediates in India, with expertise in handling complex chemistries and multi-step unit operations and processes. (*Source: F&S Report*) Our business is categorized into three product families, namely (a) Aromatic Amines and Sulphonamides; (b) Amino Phenols; and (c) Other Specialties and others. Set forth below is the classification of our offering of products, along with the revenue generated, in terms of percentage of our Revenue from Operations, from each of the product families for the periods indicated:

Product families	**Fiscal 2025**		**Fiscal 2024**		**Fiscal 2023**	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**
Aromatic Amines and Sulphonamides	1,308.07	36.08	932.57	38.90	1,258.17	40.23
Amino Phenols	571.46	15.76	335.41	13.99	386.12	12.35
Other Specialties	1,322.65	36.48	670.91	27.98	639.54	20.45
Others*	423.29	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

**Others includes duty drawback, contract manufacturing and trading.*

Set forth below are descriptions of our key product families:

(a) Aromatic Amines

Aromatic Amines are derived when one or more hydrogen atoms are replaced by aryl group(s). Aromatic Amines are less basic than aliphatic amines and ammonia. One of the simplest primary amines is aniline or benzamine. Aromatic amines are also known as arylamines. Generally, any compound in which an amino or substituted amino group is attached to the aromatic ring can be categorized into aromatic amines. The various methods of preparation of aromatic amines are (i) reduction of nitro compounds; (ii) reduction of nitriles; (iii) Hoffman degradation of amines. (*Source: F&S Report*)

(b) Sulphonamides

Sulphonamides are compounds that contain a sulphonamide group attached to an aromatic ring. They were among the first synthetic antibiotics and are often referred to as sulfa drugs. (*Source: F&S Report*)

(c) Amino Phenols

Amino phenols are specialty chemicals typically produced by catalytic reduction of nitrophenols using iron or hydrogen, or through substitution reactions. They are amphoteric substances that can either act as a weak acid or a weak base since it possesses two oxidizable functional groups (-NH2) and (-OH). However, the basic character is usually dominant. They have the capability to exhibit electrochemical behavior like phenol or aniline derivatives. The positioning of the amino and hydroxyl group in the aromatic ring plays an important part in its characteristics. (*Source: F&S Report*)

OUR PRODUCTS

Specialty Chemical Intermediates

As of Fiscal 2025, Fiscal 2024 and Fiscal 2023 our product portfolio comprised of 135, 114 and 102 products respectively. Our products are specialty chemical intermediates which occupy a position in the chemical industry value chain between commodity chemicals and key starting materials which have wide applications in the industry.

While selecting products, we look for products which fall into the broad parameters of up to or more than 15 chemistries and multi-step unit operations and processes. We then apply certain refinements to narrow down our product selection process, which are: (i) the product should not be actively manufactured by any company in India, (ii) the product should generate adequate revenue at maturity and (iii) we should be able to attain market leading position at product maturity. If product passes all these parameters, then we select that product for R&D, scale it up in our pilot plant, validate it and then produce it for commercialisation.

Our commercialised product portfolio has expanded primarily consisting of products that we manufacture using in-house innovative processes, which enable us to cater to a wide range of customers in domestic and international markets. In addition, our diversified product portfolio allows for limited dependence on individual products, helps counter seasonal trends and addresses different business cycles across industries where our products are used.

Major Products

The following table sets forth our major products, their industry application, the key customers, the countries supplied to and the chemistry stages.

Product	Description	Industry Application	Key customers	Country supplied to	Multi-step unit operations and processes
Aromatic Amines and Sulphonamides					
MCA	Meta Chloro Aniline is an intermediate used in the manufacture of antimalarial drugs such as Chloroquine. It is produced by the reduction of Metanitro Chloro Benzene at elevated temperatures under reflux conditions. Once the reaction is complete, the reaction mass is washed to isolate the crude product, which is then purified through distillation to obtain the final pure form of Meta Chloro Aniline.	Agro-chemicals, pharmaceuticals and textiles	Colourtex Industries Private Limited, Acutaas Chemicals Limited (*formerly Ami Organics Limited*), IPCA Laboratories Limited	India	Up to five multi-step unit operations and processes

Product	Description	Industry Application	Key customers	Country supplied to	Multi-step unit operations and processes
Sulphonamides	Sulphonamides and their derivatives are key intermediates in various end-use applications, such as high-performance pigments and specialty textile formulations. They are also used in the pharmaceutical and food colour industries, particularly for tablet coatings and other colorant applications. The production process involves chlorosulfonation of Nitro Chloro Benzene, followed by reaction with specific amines and their derivatives at high temperatures, and subsequent reduction to yield the desired Sulphonamide derivative.	Food colours	Hangzhou Junying Technology Co. Limited	India, Thailand, China	Six to 15 multi-step unit operations and processes
Sulfone	Sulfone derivatives are produced through chlorosulfonation reactions carried out at high temperatures, followed by condensation with the required intermediates to obtain the target sulfone molecule. The overall synthesis typically involves multiple steps, including sulfonation, nitration, condensation, and reduction, culminating in the formation of the final product.	Optical Brightner	Archroma International (I) Private Limited, Baoyi Group Co. Limited	Germany, China	Six to 15 multi-step unit operations and processes
Amino Phenols					
NAPSA	NAPSA is a sulfonated aromatic compound extensively used as a key intermediate in the production of azo dyes and pigments, particularly for applications in the textile, leather, and paper industries. The manufacturing process involves sulfonation and nitration of NCB to produce the nitro sulfo derivative, which is subsequently reacted and reduced to yield the desired end product.	Textile	Colourtex Industries Private Limited, Dynamic Industries Limited	India, China, Taiwan	Six to 15 multi-step unit operations and processes
Other Specialities					
PTC	PTCs are specialized agents that enable reactions between reactants present in different, immiscible phases. In production, butyl bromides and their salts are synthesized through a series of complex reactions, yielding products tailored to the requirements of the intended end-use applications.	Performance Chemicals	Cropnosys (India) Private Limited	India	Up to five multi-step unit operations and processes
EAH	EAH is the hydrochloride salt of an ether amine compound. Ether amines are organic molecules containing both an ether (-O-) and an amine (-NH_2 or its derivatives) functional group. The hydrochloride form indicates that the ether amine has been protonated with hydrochloric acid, enhancing its stability and water solubility. In the manufacturing process, the amine is chlorinated to produce the desired hydrochloride, which is then further reacted with chlorine gas at high temperatures to yield the final product.	Textile	Archroma International (I) Private Limited, Colourtex Industries Private Limited	Thailand, India	Six to 15 multi-step unit operations and processes
Biocide	Biocides are classified as cleaning agents and are primarily used as disinfectants to prevent the growth of harmful bacteria. They are widely applied across various industries to	Personal Care	Nirchem Dyes & Chemicals Private Limited, Goodway Chemicals Private Limited	India	Up to five multi-step unit operations and processes

Product	Description	Industry Application	Key customers	Country supplied to	Multi-step unit operations and processes
	control microbial contamination. The manufacturing process typically involves the production of chlorine-based chemicals, which serve as the active agents responsible for inhibiting the growth of microorganisms.				

As per the F&S Report, our Company has developed key competencies in select product categories, as set forth below:

MCA – Our company manufactures MCA and its derivatives in India, operating within a niche but strategically significant chemical segment. We leverage our presence to exercise favourable pricing power and capture value across the supply chain. This enables us to effectively meet both domestic and export demand, while maintaining the flexibility to scale production in response to market opportunities for MCA and its derivatives. (*Source: F&S Report*)

MCA is a crucial specialty intermediate for synthesizing both pharmaceutical and agrochemical compounds. In the pharmaceutical sector, producers of active pharmaceutical ingredients (APIs) frequently use halogenated anilines for compounds like antimalarials and anti-inflammatories. This ability to offer high-purity and tailor-made MCA derivatives sets us apart from others in the industry. Similarly, within the agrochemical industry, MCA is a key component for herbicides and insecticides. This sector, being a major exporter, needs bulk volumes of speciality intermediates like MCA and its derivatives with consistent quality, an area where we believe we can significantly contribute. (*Source: F&S Report*)

Sulphonamides – Our company primarily caters to the textile industry, supplying high-quality specialty intermediates for dyeing applications, the food colouring sector, and the tablet coating industry. Our focus on quality control and regulatory compliance has established us as a reliable partner across its core end-use segments. (*Source: F&S Report*)

We are one of the few large suppliers of high-purity sulphonamide derivatives for a range of end-use industries. This includes manufacturers with presence in food colors who require reliable partners for their complex chemical needs, as well as companies that demand stable sulphonamide-based specialty intermediates for high-performance dye solutions. Furthermore, firms involved in dyes and specialty chemicals with applications in coatings and textile auxiliaries align accordingly with our capabilities. (*Source: F&S Report*)

We possess advanced technical expertise in sulphonation, ammonolysis, and amidation, core processes essential for sulphonamide synthesis. With backward integration, modern manufacturing facilities, and a strong focus on regulatory compliance, we believe we deliver high-purity, multi-step compounds at scale. Our believe our flexibility, process reliability, and customer-focused approach make us a dependable partner for industries requiring consistent quality and innovation in complex chemical solutions. (*Source: F&S Report*)

NAPSA – We are one of the few specialized manufacturers of 4 NAPSA and its derivatives in India, a high-purity sulfonated specialty intermediate primarily used in the synthesis of azo dyes and complex dye formulations. 4 NAPSA and its derivatives production involves complex sulfonation and nitration steps. We believe we are well positioned in the Indian market for NAPSA and its derivatives, reflecting our established presence and technical expertise in this specialised segment. We are positioned as a reliable, India-based source of 4 NAPSA and its derivatives, offering high purity, batch consistency, and technical support, critical for precision dye formulations. This enables various manufacturers to strengthen their supply chain resilience, reduce import dependency, and maintain colour quality in end-user applications. Furthermore, manufacturers with significant portfolios in reactive and acid dyes can also benefit from our consistent-quality, competitively priced NAPSA and its derivatives for their textile colorants division. We also offer custom sulfonation profiles to meet specific industrial needs. (*Source: F&S Report*)

OUR CUSTOMERS

We cater to both domestic as well as international markets. As of Fiscal 2025, our products were marketed to 27 global customers in 14 countries and to 188 domestic customers. We have established strong and long-standing relationships with our various customers. Our ability to address the various and stringent client requirements over long periods enables us to obtain additional business from existing clients as well as new clients in an industry marked by significant entry barriers.

We believe our customer relationships are led primarily by our ability to develop innovative processes, meet stringent quality and technical specifications and manufacture customers' products in a cost effective, safe and environment friendly manner. As a result, we have a history of high customer retention and have been manufacturing products for certain customers for over 10 years. For details of our domestic and global customers for whom we have long standing relationships, see "*Our Business- Our Strengths- Diversified customer-base with long-standing customer relationships*" on page 164.

Customer End-use Industries

The table below sets forth the end-use industry split of our Revenue from Operations and as a percentage of Revenue from Operations for the periods indicated below.

End-use Industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Textile	1,287.23	35.51	870.00	36.29	978.11	31.28
Pharmaceuticals	427.99	11.81	456.01	19.02	526.53	16.84
Performance chemicals	486.69	13.42	-	0.00	119.39	3.82
Personal care	372.13	10.26	192.54	8.03	-	0.00
Agro-chemicals	31.36	0.87	35.07	1.46	119.22	3.81
Other end-use industries^	596.79	16.45	385.27	16.07	540.58	17.28
Others*	423.28	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

^Other end-use industries includes optical brighteners, paints and pigments, food colours and electronic chemicals.
**Others includes duty drawback, contract manufacturing and trading.*

The table below sets forth details of our key customers for the previous three Fiscals:

Key customers	End-use markets	Export markets	Years of relationship
Archroma International (I) Private Limited	Textile, Paints and Pigments, Optical Brightner	India, Thailand, Mexico, Germany and Spain	More than 10 years
Cropnosys (India) Private Limited	Agro-chemicals, Performance Chemicals, Paints and Pigments	India	6-10 years
Acutaas Chemicals Limited (*formerly Ami Organics Limited*)	Agro-chemicals, Pharmaceuticals	India	More than 10 years
Anupam Rasayan India Limited	Agro-chemicals, Pharmaceuticals	India	More than 20 years
Nirchem Dyes & Chemicals Private Limited	Textile, Personal Care	India	Less than 5 years
Shalini Organics Private Limited	Pharmaceuticals, Optical Brigntner	India	Less than 5 years
Colourtex Industries Private Limited	Textile	India	More than 25 years
IPCA Laboratories Limited	Pharmaceuticals	India	More than 10 years
BASF Advanced Chemicals Co. Limited	Textile	China	6-10 years
Hangzhou Tianya Industry Co. Limited	Food color	China	More than 10 years
Goodway Chemicals Private Limited	Personal Care	India	Less than 5 years
India Pesticides Limited	Agro-chemicals	India	Less than 5 years
KY Enterprises	Agro-chemicals	India	Less than 5 years
Star Oxalate Private Limited	Textile	India	Less than 5 years
SB Global	Food color, optical brightner and pharmaceuticals	India	Less than 5 years

We believe that as a result of our diversified customer base and our long-standing relationships with our customers, we are well equipped to retain our presence in the market and build upon these relationships to increase our product base and reach out to new customers. We believe these customer relationships have helped us expand our product offerings and geographic reach. Our long-term relationships and ongoing active engagements with customers also allow us to plan our capital expenditure, enhance our ability to benefit from increasing economies of scale, thereby ensuring a competitive cost structure to achieve sustainable growth and profitability.

We typically do not enter into contractual arrangements with our customers and rely on purchase orders issued by our customers to govern the volume and other terms of our sales of products. Many of the purchase orders which we receive from our customers specify a price per unit and a delivery schedule. Some of our customers also provide forecasts of their product requirement for a particular duration of time, which helps us in planning our inventory.

Exports

As of March 31, 2025, we export our products to more than 14 countries. Some of the key geographies to which we export our products include the United States of America, Germany, Thailand, China, Mexico, Indonesia, South Korea, Japan, Switzerland

and Canada. In Fiscal 2025, Fiscal 2024 and Fiscal 2023 our Revenue from Exports represented 25.54%, 29.80% and 26.22% respectively, of our Revenue from Operations.

Our sales from exports are denominated in foreign currencies, mostly the U.S. Dollars. Therefore, changes in the relevant exchange rates could also affect our sales as reported in Indian Rupees as part of our financial statements. While we hedge a portion of the resulting net foreign exchange position, we are still affected by fluctuations in exchange rates among the U.S. dollar and the Indian Rupee.

The table set forth below provides geographic split of our Revenue from Operations for the periods indicated below.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from Operations** (*in ₹ million*)	**As a % of Revenue from Operations**
Domestic	2,699.42	74.46	1,683.19	70.20	2,307.42	73.78
Global						
- China	211.30	5.83	174.58	7.28	239.31	7.65
- Mexico	159.44	4.40	171.55	7.16	154.82	4.95
- Thailand	270.31	7.46	143.10	5.97	203.23	6.50
- Others^	285.00	7.85	225.14	9.39	222.63	7.12
Revenue from Exports	**926.05**	**25.54**	**714.37**	**29.80**	**819.99**	**26.22**

^ *Others includes Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hong Kong, Spain and the USA.*

Thailand emerged as the top export destination for the company in Fiscal 2025, driven by demand from the textile, food colouring, pharmaceutical, and electronic chemicals industries, followed closely by China. Among the emerging export markets such as Indonesia and Mexico, we have consistently supplied our products to diverse end-use industries such as optical brightener, paints and pigments, and textile segments. This diversified export footprint reflects our presence across multiple end-use industries. (*Source: F&S Report*)

A key factor behind our export focus on countries like Thailand, China, Mexico, and Indonesia is our cost-efficient yet large-scale manufacturing ecosystems, which complement India's own cost-competitive advantage. Thailand's strong agrochemical and pharmaceutical sectors create consistent demand for specialty chemicals. China's vast industrial base requires high-purity chemical derivatives to support diverse manufacturing needs. Mexico's proximity to North America and growing industrial sector provide strategic market access. Indonesia's expanding infrastructure and consumer goods industries drive increasing demand for reliable chemical inputs. We believe we are a preferred partner for manufacturers in these regions who seek quality specialty intermediates at viable price points. Our exports help these manufacturers maintain product consistency while optimizing procurement costs, especially in sectors that are volume-driven yet sensitive to input quality. (*Source: F&S Report*)

MANUFACTURING FACILITIES

Our manufacturing infrastructure and advanced technologies are key growth drivers for our specialty chemicals intermediate business. Our Company has three Manufacturing Facilities, located in Vapi, Gujarat and Manufacturing Facilities 1, 2, and 3 are set up in line with global quality and environmental standards and have an aggregate manufacturing capacity of 6,962 MT per annum across our three Manufacturing Facilities which are spread across a total area of more than 9,688 square metres. Since a significant portion of our sales are through exports, all our Manufacturing Facilities are strategically located near ports (Jawaharlal Nehru Port and Adani Hazira Port are at a distance of 201 kms and 140 kms, respectively from our Manufacturing Facilities). Each of our Manufacturing Facilities are equipped with an R&D department. The table below sets forth the installed production capacity of our Manufacturing Facilities:

Manufacturing Facility	As of, and for the period ended, March 31, 2025			As of, and for the period ended, March 31, 2024			As of, and for the period ended, March 31, 2023		
	Installed Production Capacity ***(in MT)***	**Actual Production** ***(in MT)***	**Capacity Utilization (in %)**	**Installed Production Capacity** ***(in MT)***	**Actual Production** ***(in MT)***	**Capacity Utilization (in %)**	**Installed Production Capacity** ***(in MT)***	**Actual Production** ***(in MT)***	**Installed Production Capacity (in %)**
Manufacturing Facility 1	1,979	1,426	72.06	1,979	1,296	65.49	1,979	1,176	59.42
Manufacturing Facility 2	708	492	69.49	708	456	64.41	708	420	59.32
Manufacturing Facility 3	4,275	3,264	76.35	4,275	2,940	68.77	4,275	2,676	62.60
Total	**6,962**	**5,172**	**74.29**	**6,962**	**4,962**	**71.27**	**6,962**	**4,272**	**61.36**

Notes:

- *The manufacturing site and installed capacity is designed according to the chemistry involved*
- *The manufacturing is done of multiple products and involving multiple stages of reactions & unit operations*
- *Processes are designed on aqueous based reactions and solvent based reactions having concentration based calculations*

- *Installed Volume handling capacity is used as basis for calculation of Installed capacity and actual production records provided by the company are examined to arrive at actual production details.*
- *The information relating to the installed capacity of the manufacturing facilities as of the dates included above are based on various assumptions and estimates that have been taken into account for calculation of the installed capacity. These assumptions and estimates include the standard capacity calculation practice of specialty chemicals industry after examining the calculations and explanations provided by the Company and the reactor capacities and other ancillary equipment installed at the facilities, time cycle of products, raw material consumption norms based on molar ratios.*
- *The information related to the actual production and the capacity utilization of the unit 1, 2 & 3 included above is based on a number of assumptions and estimates of the management including number of reaction stages and unit operations involved in manufacturing process of the products, availability of raw material, facility utilization levels, downtime resulting from scheduled maintenance activities, downtime resulting from change in stock keeping units for a particular product, unscheduled breakages, as well as expected operational efficiencies.*
- *The assumption for installed capacity is also based on the three shifts that the Company is running for eight hours a day. The assumptions and estimates taken into account include the following: (i) Number of working days in a fiscal year –365; (ii) Number days in a month –30; (iii) Number of shifts in a day –3; (iv) Number of hours each shift –8 and (v) Schedule preventive maintenance days –8. This typically constitutes 357 days of production during the year*
- *Capacity utilization % has been calculated on the basis of actual production during the relevant period divided by installed capacity of that facility for the relevant period.*
- *Actual production levels and utilization rates vary depending on the kind of product manufactured, number of process / reactions required to derive desired chemical and processes undertaken.*

Proposed Greenfield Project

To cater to the growing demand from our existing customers and to meet requirements of new customers, we propose to expand our manufacturing capabilities through the proceeds of the Issue. We intend to cater to growing needs and increasing demand by financing the capital expenditure requirements towards the Proposed Greenfield Project in Vapi, Gujarat. Our total manufacturing capacity is expected to increase from the current 6,962 MT per annum to 12,985MT per annum.

Our proposed expansion plans remain subject to the potential problems and uncertainties that construction projects face including cost overruns or delays. For further information see, *"Risk Factors – Our proposed expansion plans which involve setting up of a new greenfield manufacturing facility in Vapi, Gujarat ("Proposed Greenfield Project") is subject to the risk of unanticipated delays in implementation and cost overruns."* on page 35.

MANUFACTURING PROCESS

According to the F&S Report, we have expertise in handling complex chemistries and multi-step unit operations and processes and have successfully commercialised products requiring up to 15 multi-step unit operations and processes and have established leadership in involving complex chemistries and multi-step unit operations and processes (*Source: F&S Report*). Set forth below are our competencies as on March 31, 2025:

Sr. No.	Competencies	Description of the Competency*	Number of products using the Competency
1.	Nitration	Nitration is the process of introducing a nitro group into an organic compound. The major application of this reaction chemistry is in the production of nitroaromatic compounds.	46
2.	Chlorination	Chlorination is a type of halogenation reaction in which one or more chlorine atoms are introduced into a compound. Chlorination is the most common way to disinfect drinking water globally. Examples of products formed using the reaction are monochlorinated alkanes and aromatic halogen derivatives.	10
3.	Sulfonation	Sulfonation refers to an electrophilic chemical reaction in which the sulfonic group (SO3H) is introduced into a molecule. The main application of sulfonation reactions is in the production of anionic surfactants which include linear alkyl benzene sulfonates (LABS), primary alcohol sulfates, alcohol ether sulfates (AES), alfa olefins sulfonates (AOS) and fatty acid methyl esters sulfonates (FAMES). Sulfonation reactions are also used to produce dyes, pigments, hair dyes, pesticides and organic intermediates.	9
4.	Ammonolysis	Ammonolysis is a chemical reaction that results in the formation of amines using ammoniating agents such as ammonia or primary or secondary amines. The main ammonolysis reaction types include double decomposition, dehydration, simple addition, and multiple activity. Typically, the major products formed out of ammonolysis are carbamic acid, ethanolamine derivatives (HOCH2CH2NHR) and alkylamine derivatives (RNH2). The reaction is mainly used to create primary, secondary and tertiary amines.	6
5.	Diazotization	Diazotization is the reaction that involves the production of diazonium salts or compounds. Diazonium salts have the structure of R[R−N+≡N]X− where R can be any organic group, and X is an	9

Sr. No.	Competencies	Description of the Competency*	Number of products using the Competency
		inorganic or organic anion such as a halide. Diazonium compounds are majorly used in the dyes and pigment industries. They are also used for the synthesis of organic compounds and in explosive minerals such as diazonium halides.	
6.	Amination	Amination is the process of introducing an amine group into an organic molecule. Steps: 1: Halogen to be replaced by -NH_2 group. Using ammonia to form aromatic and aliphatic amino compounds. 2: Reduction of -NO_2 to Form -NH_2 group. 3: Reduction of -CN Group to form -CH_2-NH_2 4: -COOH to -NH_2 group using Hoffmann Reaction.	19
7.	Bromination	Bromination is a chemical reaction in which bromine is added to a compound. Brominated aromatic compounds are key intermediates in the preparation of many organometallic reagents. Furthermore, bromo functionality compounds are used across pesticides, insecticides, herbicides, pharmaceutically and medially active molecules and fire retardants.	2
8.	Amidation	Amidation is the process of introducing an amide group into an organic molecule. Amide is a compound containing an amine bound to a carboxyl group. The amide linkages are the key chemical connections of proteins. Unsubstituted aliphatic carboxylic acid amides are used as stabilizers, intermediates, release agents for plastics, films, and surfactants. Dimethylformamide and dimethylacetamide have great solvent properties. Unsaturated aliphatic amides such as acrylamide are used for polymer synthesis forming polyacrylamides that are used as flocculants in water and sewage treatment, and paper and pulp manufacturing. Aromatic amides are important dyes and medicinal intermediates.	34
9.	Oxidation	Oxidation reaction is a reaction in which an element or a compound reacts with oxygen or other oxidizing agents. Oxidation reactions can also be described as the loss of hydrogen or the loss of electrons. Nitric acid, chlorine and hydrogen peroxide are common oxidizing agents used in industries. Advanced oxidation processes are used in wastewater treatment.	4
10.	Methylation/Ethylation	Methylation is the reaction that involves the addition of a methyl group on a substrate. Methyl group replaces a hydrogen atom. Examples include, carboxylate may be methylated to give methyl ester, a ketone enolate may be methylated to produce a new ketone. The Eschwelier -Clarke reaction is a method of methylation of amines. Ethylation involves the formation of an ethyl group. Ethyl refers to the group of two-carbon alkyl substituents. The most common ethylation is that of benzene using ethylene as an Ethylation agent, to form ethylbenzene that is used as a precursor to produce polystyrene.	7
11.	Hydrolysis	Hydrolysis reactions involve the addition of water molecule to a large molecule to break it into multiple smaller molecules. Examples include the hydrolysis of esters or amides. The saponification process or the process of making soap is an example of ester hydrolysis. In our bodies, through the catalytic activity of enzymes, the hydrolysis of proteis, fats, oils and carbohydrates take place.	33
12.	Catalytic Hydrogenation	Hydrogenation is a chemical reaction which involves the reaction of hydrogen with another compound or an element, commonly in the presence of a catalyst. The reaction is used to reduce a compound and involves the addition of pairs of hydrogen atoms into a molecule. Catalytic hydrogenation, a widely used form of hydrogenation, employs a catalyst to facilitate this reaction. Catalytic hydrogenation is used across a wide range of industries. In the food industry it is used to convert vegetable oils into semi solid gats. In the petrochemical industry it is used to convert alkenes and aromatics into alkanes (paraffins) and cycloalkanes (naphthene). In organic chemistry it is used to convert unsaturated compounds to saturated derivatives.	15
13.	Chloro-Sulfonation	In this process, Chlorosulphonic acid ($ClSO_3H$) is the key raw material which is both corrosive and hazardous. It is a strong oxidizing agent used to produce alcohol sulfates, alcohol ether sulfates, dyes and dye intermediates. Typical reactions include	29

Sr. No.	Competencies	Description of the Competency*	Number of products using the Competency
		reactions with lauryl alcohol, acetophenone, and others. It can be a batch as well as a continuous process. As the reaction moves toward completion, it liberates HCl as a by-product. This HCl can be recovered by scrubbing the off-gas stream with water. Alternately, it can be neutralized by scrubbing the off gas with a dilute basic scrubbing solution.	
14.	Esterification	Esterification is a reaction in which a carboxylic acid and alcohol are reacted to form ester (RCOOR) and water. Esterification reactions are used across the applications of plasticizers, emulsifiers, biodiesel production, fine chemicals, flavors and intermediates for drug formulations. Esters also include many important polymers such as polymethyl methacrylate and polyethylene terephthalate.	5
15.	Methoxylation	Methoxylation is the reaction involving the production of a methoxy group, which is a functional group having methyl group bound to oxygen with the structure R−O−CH3. Organic methoxides are produced by the methylation of alkoxides. Aryl methoxides can be prepared by the metal-catalyzed methylation of phenols or by methoxylation of aryl halides.	5
16.	Halogenation of Carboxylic acids	Halogenation of carboxylic acid occurs when there is an addition of halogen agents to alpha-carbon of the carboxylic acid. Fluorine and chlorine are aggressive halogenating agents while bromine is a weaker agent. Halogenated compounds are used in dyes, imaging and medical diagnosis, material science, and flame retardants.	10
17.	Condensation	A reaction in which two or more molecules combine to form a larger molecule, with the simultaneous loss of a small molecule such as water or methanol. While this occurs in many reactions, the term is usually reserved for reactions in which a new carbon-carbon bond is formed.	82

* *Source: F&S Report*

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The following chart sets forth the end-to-end process for our product development:

Note: At each critical stage, customer acceptance is obtained

* *Discussion and validation of Complete costing / agreement with customer on steady product pricing*

RESEARCH AND DEVELOPMENT (R&D)

Each of our Manufacturing Facilities are equipped with an R&D department which are focused on developing new products and processes, improving our existing production processes, adoption of cleaner technology, expanding capabilities to add new chemistries and improving the quality of our existing products coupled with material and cost efficiency. The R&D team is led by Dr. Hemang Desai, our Whole Time Director, who has more than 13 years of R&D, and projects execution experience in the chemicals industry. With a view to further strengthen our R&D capabilities, we continuously recruit and appoint individuals with varied experience and expertise at our R&D facilities with an objective to successfully implement our strategy of early identification of development and manufacturing opportunities. Our R&D team has successfully carried out complex and multi-step unit operations and processes for several molecules and as a result expanded our commercialised product portfolio.

Our R&D laboratories are equipped with sophisticated instruments which include lab high pressure autoclave reactors and high vac distillation units. Our R&D facilities are dedicated to the development of our pipeline and next generation products as well as for our contract manufacturing customers.

Chemical companies usually have a single or a few chemistry competencies for their entire product portfolio (*Source: F&S Report*), however, we are one of the few specialty chemical intermediates companies which has competencies in handling complex reactions including more than 15 chemistries and up to 15 multi-step unit operations and processes..

Over the years, we have invested in R&D and technology enabling us to develop expertise in handling complex chemistries and have successfully commercialized products requiring up to 15 stage unit operations and reactions and have established leadership involving complex and multi-step unit operations and processes (*Source: F&S Report*). According to the F&S Report, our expertise in complex, hazardous and 15 multi-step unit operations and processes is well poised to benefit from underlying market drivers, both in terms of demand and supply. Our focus on process improvement with regular process audits and reviews, together with output driven R&D processes has resulted in our product portfolio expanding from 102 products in Fiscal 2023 to 135 products in Fiscal 2025.

We are associated with the Centre of Excellence Unit, Vapi and we can utilize the testing and pilot plant facilities for carrying out any new product developments and trials. We also intend to expand the capacity of our R&D department by setting up a modern R&D department at our new manufacturing facility in Vapi, Gujarat. The information on our proposed expansion plans is indicative and remain subject to the potential problems and uncertainties.

We believe that our competencies in a large number of chemistries, our expertise in handling complex multi-step unit operations and processes, R&D processes and focus on innovation are key reasons for our success in manufacturing specialty chemical intermediates.

PROCUREMENT AND RAW MATERIALS

We source most of our raw materials sourced domestically and have less dependency on imports. We rely on multiple raw material sources available in India and hence risks of shortages are minimised. Our raw materials include basic chemicals like sulfuric acid, nitric acid, hydrochloric acid, benzene derivatives, phenol derivatives etc.

The tables below sets forth details of the key raw materials for the periods indicated below:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*
Top raw material	517.41	23.03	128.10	8.74	154.26	9.80
Top five raw materials	1,064.00	47.37	379.40	25.89	560.46	35.60
Top 10 raw materials	1,393.50	62.03	598.60	40.85	838.87	53.28

** Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

We usually do not enter into long-term supply contracts with any of our raw material suppliers and typically source raw materials from third-party suppliers under contracts of shorter period or the open market. We also enter into purchase orders for supply of our raw materials. The terms and conditions on warranties for product quality and return policy are specified in the purchase orders. The purchase price of our raw materials generally is in line with the market prices, they are based on, or linked to, the international prices of such raw material and the variations are typically passed on to the customer. We usually purchase raw materials based on historical levels of sales, actual sales orders on hand and the anticipated production requirements taking into consideration any expected fluctuation in raw material prices and delivery delay. The prices of our key raw materials globally have been volatile and increases in the prices of these materials have an impact on our cost of production.

The table below sets forth details of our top ten suppliers for the periods indicated:

Suppliers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*	Amount (*in ₹ million*)	As a % of Raw Material Cost*
Top supplier	449.66	20.02	253.42	17.29	127.66	8.11
Top five suppliers	1,113.04	49.55	547.51	37.36	530.62	33.70
Top ten suppliers	1,455.53	64.79	724.41	49.43	755.08	47.96

Note: *While our top 10 suppliers contributed 64.79%, 49.43%, and 47.96% to our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 suppliers has varied year-on-year based on raw materials requirements.*

** Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

See "*Risk Factors- Our business and operations are reliant on the timely and sufficient procurement of key raw materials. Any restriction, delay or disruption to the timely and adequate procurement of raw materials, or volatility in the prices of raw materials on account of increase in shipment costs or rising geopolitical tensions or trade restrictions, could have an adverse*

impact on our business, financial condition, and results of operations. Further, improper storage, processing and handling of our raw materials, work in progress and finished goods could damage our inventories and adversely affect our business and operations" on page 31.

Our Manufacturing Facilities and warehouses are strategically located with road, rail and port connectivity to our customers. The ability to store raw materials at our facilities enables us to withstand disruptions in supply as well as volatility in the price of raw material for a short duration. These inventory levels are planned based on contractual quantities and expected orders, which are confirmed due to our long-standing relationship with customers. We maintain a lead time material requirement planning system and utilize a financial accounting and controlling system to manage our levels of inventory. Our storage facilities allow us to avoid suspending our production processes, which are costly and time consuming to restart, and also enable us to accumulate products to satisfy market demand effectively during peak times by being able to meet customers' demands in full and on time.

UTILITIES

We procure electricity for use at our Manufacturing Facilities from Dakshin Gujarat Vij Company Limited. Our power expenses together comprised 2.25%, 2.57%, and 1.88% of our Revenue from Operations and 2.71%, 2.96%, and 2.66% of our total expenses in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively.

FREIGHT AND TRANSPORTATION

We transport our finished products by road, sea and air. Our Company operates two warehouses in the vicinity of our Manufacturing Facilities, enabling smooth functioning of our operations. We sell some of our products on a cost, insurance and freight basis, on a consignee basis and on a door delivery/DDP basis. In addition, we may have to pay for transportation costs in relation to the delivery of some of the raw materials and other inputs to our Manufacturing Facilities. We do not own any vehicles for the transportation of our products and/or raw materials; we therefore rely on third party transportation and logistics providers for delivery of our raw materials and products. However, we do not have any long-term contractual arrangements with such third-party transportation and logistics providers. Disruptions of logistics could impair our ability to procure raw materials and/or deliver our products on time.

Where we are responsible for shipping the products to the customer, our freight forwarders arrange for the finished products to be trucked to our customers in India or to the port for export, as applicable. Our custom house agents handle the requisite clearance procedures. For exports, our freight forwarders co-ordinate with the shipping line or airline to file and release the necessary bills of lading or air waybills. Incoterms determine the exact delivery terms, which would include how the goods will be delivered, who pays, who is responsible and who handles specific procedures such as loading and unloading.

See *"Risk Factors- We are dependent on third party transportation and logistics service providers. Any increase in the charges of these entities could adversely affect our business, financial condition and results of operations"* on page 50.

SALES AND MARKETING

Our business is conducted on a business-to-business basis and our focus is on maintaining constant contact with customers and to ensure timely delivery. We have a sales and marketing team and business development team that is dedicated to taking new orders, quoting rates, and aids in understanding the requirements of the customers. We also take part in trade shows and exhibitions.

In order to serve our existing direct end-use customers as well as to secure new direct end-use customers and expand the reach of our products to new markets, we are expanding globally. We intend to achieve this by having dedicated teams whose primary focus will be on business development in international markets and in certain focus geographies, such as Canada, Indonesia, Switzerland, Taiwan, Japan and South Korea.

QUALITY CONTROL AND PROCESS SAFETY

We believe quality is a key differentiator in our business and have made strong efforts to adopt uniform manufacturing standards across all our facilities. Across our Manufacturing Facilities, we have put in place quality systems that cover all areas of our business process from manufacturing, supply chain to product delivery to ensure consistent, quality, efficacy and safety of products. Our manufacturing infrastructure is complemented by our stringent quality and safety standards and processes. Through our regular internal audits, we ensure that our manufacturing facilities are in compliance with local and international regulatory requirements.

The quality of our Manufacturing Facilities is evidenced by the certifications such as ISO 14001:2015 on Environmental Management System for Manufacturing and Export of Intermediates and ISO 9001:2015 on Quality Management System for Manufacturing and Export of Intermediates which have been obtained by our facilities. To maintain the exact standards that our customers expect, we have well-defined and documented procedures which begins at sourcing of our ingredients and raw

materials and extends to safety standards. In order to maintain the highest standards of safety, we undertake research in a laboratory at a gram sale, which is subsequently taken up at R&D, plant and pilot levels. Prior to scaling to the plant levels, we undertake the required hazard and operability study with a systematic examination of operations aimed at identifying and evaluating possible risks to persons, equipment and the environment, and the required safety operations are put in place.

We have also adopted quality control manuals for all in-process and intermediate samples received by our quality control department. We have also implemented stringent quality control standards for raw material suppliers. Our quality control department ensures that the materials received from our approved lists of suppliers also comply with our internal standards and specifications which are designed to satisfy the requirements set forth by the various customers. In the past, we have been audited by our customers like IPCA Laboratories and Sudarshan Chemicals Industries Limited and they have approved our facility and continue to engage in business with us for development of products as per their specifications.

The table below sets out our total return and rejection of our products as a percentage of our sales attributable to such products, during Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Product Category	Fiscal 2025	Fiscal 2024	Fiscal 2023
Specialty Chemical Intermediates	0.29%	0.78%	0.94%

ENVIRONMENTAL, HEALTH AND SAFETY AND SUSTAINIBILITY INITIATIVES

We aim to comply with applicable health and safety regulations and other requirements in our operations. We aim to minimize the adverse impact of our products and activities on the environment, maintain ecological balance and protect the bio-diversity near our manufacturing facilities. Our Company has three Manufacturing Facilities, located in Vapi, Gujarat and Manufacturing Facilities 1, 2, and 3 are set up in line with global quality and environmental standards. Further, we aim to comply with legislative requirements, requirements of our licenses, approvals, various certifications and ensure the safety of our employees and people working in our manufacturing facilities or under our management. For further details see "*Government and Other Approvals"* on page 321.

We believe that accidents and occupational health hazards can be significantly reduced through a systematic analysis and control of risks by providing appropriate training to our management and our employees. We have implemented work safety measures to ensure a safe working environment at our facilities. We have conducted safety programs at our facilities and developed customized training videos and modules. In addition, we are subject to extensive environmental laws and regulations in India, including regulations relating to prevention and control of water pollution and air pollution, environmental protection, hazardous waste management and noise pollution, natural resource damages, remediation of contaminated sites, employee health and employee safety, in relation to the respective manufacturing facilities.

We undertake various initiatives to address global environment issues such as climate change and global warming. Achieving clean and green chemistries is our top priority. We focus on process improvement to save energy, time and space via adoption of cleaner technology –wherein conventional hazardous iron oxide generation has been replaced by catalytic hydrogenation, thereby reducing waste generation.

Further, we undertake strong measures towards environmental safety measures including treatment of industrial effluents by the common effluent treatment plant, liquid mechanical vapor recompression technology, effluent treatment cost reduction by recycling of water and usage of steam from the community boiler supply to reduce carbon emissions.

RISK MANAGEMENT

We believe that risk management is an integral part of our operations. We believe that it is essential to identify and manage risks in order to reduce uncertainties and ensure continuity of business. We aim to provide a high degree of safety to our employees. We undertake regular inspection of our machineries and also undertake periodic maintenance checks on other equipment in order to ensure they meet safety requirements.

AWARDS AND ACCREDITATIONS

For details of the awards and accreditations received by our Company, see "*History and Certain Corporate Matters – Key awards, accreditations, and recognitions received by our Company*" on page 199.

INSURANCE

Our operations are subject to hazards inherent in chemical manufacturing facilities such as risk of equipment failure, work accidents, fire, chemical spillage, atmospheric dispersion, earthquakes, flood and other force majeure events, acts of terrorism and explosions including hazards that may cause injury and loss of life, severe damage to and the destruction of property and equipment and environmental damage. We may also be subject to product liability claims if the products that we manufacture are not in compliance with regulatory standards and the terms of our contractual arrangements. We maintain insurance policies

that we believe are customary for chemical companies operating in our industry and which are necessary for our business. Our principal types of coverage include industrial all risk, fire floater, boiler and pressure plant, public liability (industrial risks).

Our insurance policies may not be sufficient to cover our economic loss. See "*Risk Factors – Our insurance coverage may not adequately protect us against all losses or the insurance cover may not be available for all the losses as per the insurance policy, which could adversely affect business, financial condition and results of operations."* on page 42.

HUMAN RESOURCES

Our work force is a critical factor in maintaining quality and safety which strengthen our competitive position. We train our employees on a regular basis to increase the level of operational excellence, improve productivity and maintain compliance standards on quality and safety.

We also invest significant resources in training our employees and our strong focus on employee development has enabled us to maintain high levels of employee retention over the years. Each member of our management team has spent more than 12 years with our Company. Specifically, V.P. Shaju, General Manager – Procurement and our Technical Director, Dr. Hemang Desai have spent more than 17 and 13 years, respectively, with our Company.

We also hire contract labour for our Manufacturing Facilities, from time to time and as of March 31, 2025 we have engaged 132 contract labourers. As of March 31, 2025, we had 255 full time employees.

Division	Total number of employees as on March 31, 2025
Accounts & Finance	6
Dispatch	3
Store	4
Research & Development & Laboratory	15
Maintenance, EHS-ETP and quality assurance	21
Production and marketing	192
HR & Admin	9
Director	3
Total	**255**

Our employees include, among others, PhDs, engineers, graduates, post graduates and persons from other professionally qualified streams performing managerial or supervisory roles. We seek to maintain a high performance work culture based on values of development, collaboration and reach. The key elements driving our practices include customer focus, process orientation, people focus, drive for results, business acumen and decision making and communication and executive presence. Our employees are not part of any union and we have not experienced any work stoppages due to labour disputes or cessation of work in the recent past.

COMPETITION

We compete against domestic and multinational chemical companies operating in our industry on the basis of product quality, technology, cost, delivery and service, as well as quality and depth of senior level relationships. The speciality chemical intermediates industry presents significant entry barriers, including customer validation and approvals, expectation from customers for process innovation and cost reduction, high quality standards and stringent specifications.

Our competition varies by market, geographic areas and type of product. As a result, to remain competitive in our markets, we must continuously strive to reduce our costs of production, transportation and distribution and improve our operating efficiencies. Some of our competitors have (i) greater financial and other resources and better access to capital than we do, which may enable them to compete more effectively; and (ii) better geographical reach which gives them the ability to quote competitively as the transportation costs are limited. However, depending on various factors, and the extent of our presence in the relevant geographical region, we are able to leverage our experience, established relationships and familiarity with the industry to provide cost effective products than our competitors or offer a better value proposition.

For more information about our industry, see "*Industry Overview*" on page 123.

INTELLECTUAL PROPERTY

We have one registered copyright for SCL with logo and have applied for 2 trademark registrations under Class 1 and Class 35 of the Trade Marks Act, 1999, and Trade Rules, 2002, before the Registrar of Trademarks. The application has been made in the name of the Company. One of our applications made for our logo under Class 1 is currently objected.

For further information, see "*Risk Factors – If we are unable to obtain, protect or use our intellectual property rights, our business may be adversely affected*" and "*Government and Other Approvals – Intellectual Property*" on pages 49 and 324, respectively.

INFORMATION TECHNOLOGY

We currently use advanced information technology systems, which assists us with various functions including material management, production planning, plant maintenance, sales and distribution, financial and accounting, quality management, governance, risk and compliance and human resource functions. These systems facilitate the flow of real-time information across departments and allows us to make information driven decisions and manage performance.

We are committed to safeguarding confidentiality. We ensure the integrity and availability of all physical and electronic information assets of facilities where we operate, to ensure that legal, regulatory, and operational requirements are fulfilled.

PROPERTIES

The following table sets forth details of our principal properties as of the date of this Draft Red Herring Prospectus:

S. No.	Facility	Property Description	Area (in Sq. meters)	Nature of holding	Term
1.	Manufacturing Facility 1	Plot No. 5401 + Shed No. A1/5402 in the Vapi Industrial Estate consisting of Revenue Survey No. 412/P within the village limit of Karwad, Taluka Pardi, District Valsad – 396 195	4,960.00	Leased	Plot No. 5401 leased from GIDC for a term of 99 years from November 8, 1989 Shed No. A1/5402 leased from GIDC for a term of 99 years from March 27, 1992
2.	Manufacturing Facility 2	Plot No. Ex/3/A in the Vapi Notified Industrial Area forming part of the lands bearing Revenue Survey Nos. 921/P within the village limits of Vapi Taluka, Pardi District and Regulation Sub District Valsad – 396 195	840.00	Leased	Leased from GIDC for a term of 99 years from April 28, 1988.
3.	Manufacturing Facility 3 (*along with boiler*)	Plot No. 2808 in the Vapi Notified Industrial Area consisting of Revenue Survey Nos. 1/P, 113/P within the limits of Chhiri Taluka, Pardi, Dist. Valsad – 396 195	3,888.00	Leased	Leased from GIDC for a term of 99 years from October 1, 1988 and the boiler shed has been leased from Rajesh Bhushan Munoor for a period of 11 months from February 19, 2025
4.	Warehouse 1	Industrial A-1, Plot No. 4311/5, G.I.D.C., Vapi - 396 195	4,464.00	Leased	Leased through a deed of assignment dated January 8, 2024, by which our Promoter, Narendrakaur H. Sarna, has assigned the leasehold rights to our Company.
5.	Warehouse 2	land under Survey No. 389/1/A/2, Village Karvad, Taluka Vapi, Dist. Valsad, Gujarat – 396 195	5,059.00	Owned	Purchased from Narendrakaur H. Sarna, one of our Promoters.
6.	Manufacturing Facility 4 (Proposed Greenfield Project)	Plot No. 5202, Phase III, GIDC, Vapi, Gujarat – 396 195	19,912.47	Leased	Leased from GIDC for a term of 99 years from December 14, 1989 to December 13, 2088.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

We have adopted a corporate social responsibility ("**CSR**") policy in compliance with the requirements of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014.

As per Section 135 of the Companies Act, 2013, a CSR committee has been formed by the Company. The areas for CSR activities are eradicating hunger and poverty, promoting health care including preventive health care, education, empowering

women and other activities. The amount has to be expended on the activities which are specified in Schedule VII of the Companies Act, 2013.

In Fiscal 2025, Fiscal 2024 and Fiscal 2023, we have spent ₹10.45 million, ₹10.45 million, and ₹7.45 million towards our CSR activities.

KEY REGULATIONS AND POLICIES IN INDIA

The following description is a summary of certain key statutes, rules, regulations, notifications, memorandums, circulars and policies which are applicable to the business and operations of our Company. For details of government approvals obtained by our Company, see "Government and Other Approvals" beginning on page 321.

The information detailed in this section, is based on the current provisions of applicable statutes, rules, regulations, notifications, memorandums, circulars and policies which are subject to amendments, changes and/or modifications by subsequent legislative, regulatory, administrative or judicial decisions. The information in this section has been obtained from publications available in the public domain. The description of the applicable regulations as given below has been provided in a manner to provide general information to the investors and may not be exhaustive and is neither designed nor intended to be a substitute for professional legal advice.

Laws in relation to our business

The Factories Act, 1948 ("Factories Act")

The term '*factory*', as defined under the Factories Act, includes any premises which employs or have employed on any day in the previous 12 months, 10 or more workers and in which any manufacturing process is carried on with the aid of power, or any premises wherein 20 or more workmen are employed at any day during the preceding 12 months and in which any manufacturing process is carried on without the aid of power. State Governments have issued rules with respect to the prior submission of plans and their approval for the establishment of factories and registration and licensing of factories. The Factories Act mandates the '*occupier*' of a factory to ensure the health, safety, and welfare of all workers in the factory premises. Further, the "*occupier*" of a factory is also required to ensure (i) the safety and proper maintenance of the factory such that it does not pose health risks to persons in the factory premises; (ii) the safe use, handling, storage and transport of factory articles and substances; (iii) provision of adequate instruction, training and supervision to ensure workers' health and safety; and (iv) cleanliness and safe working conditions in the factory premises. If there is a contravention of any of the provisions of the Factories Act or the rules framed thereunder, the occupier and manager of the factory may be punished with imprisonment or with a fine or with both.

The Contract Labour (Regulation and Abolition) Act, 1970 (the "CLRA Act")

The CLRA Act has been enacted to regulate the employment of contract labour in certain establishments, the regulation of their conditions and terms of service and to provide for its abolition in certain circumstances. The CLRA Act applies to every establishment in which 50 or more workmen are employed or were employed on any day of the preceding 12 months as contract labour. The CLRA Act vests the responsibility on the principal employer of an establishment to which the CLRA Act applies to make an application to the registered officer in the prescribed manner for registration of the establishment. In the absence of registration, a contract labourer cannot be employed in the establishment. Likewise, every contractor to whom the CLRA Act applies is required to obtain a license and not to undertake or execute any work through contract labour except under and in accordance with the license issued. The principal employer is under an obligation to provide various facilities as provided under the CLRA Act, within a prescribed time period. Penalties, including both fines and imprisonment, may be levied for contravention of the provisions of the CLRA Act. The Occupational Safety, Health and Working Conditions Code, 2020 (enacted by the Parliament of India and assented to by the President of India on September 28, 2020) will come into force on such date as may be notified in the official gazette by the Central Government and different dates may be appointed for different provisions of the Occupational Safety, Health and Working Conditions Code, 2020. Once effective, it will subsume, *inter alia*, the Factories Act and the CLRA Act.

The Indian Boilers Act, 2025 ("Boilers Act") and the Indian Boiler Regulations, 1950 ("Boiler Regulations")

The Boilers Act seeks to regulate *inter alia*, the manufacture, erection, and use of boilers. In terms of the provisions of the Boilers Act, an owner of a boiler is required to get the boiler registered and certified for its use, by an inspector appointed by the relevant State Government. The Boiler Regulations deal with the materials, procedure and inspection techniques to be adopted for the manufacture of boilers and boiler mountings and fittings. In the event of the use of boilers in non-compliance with the Boilers Act, a fine may be imposed on the owners of such boilers and in certain cases, imprisonment as well. In the event of contravention of a provision of Boilers Act and Boilers Regulation, a fine of up to ₹ 0.1 million may be imposed along with imprisonment of up to two years in certain cases.

The Public Liability Insurance Act, 1991 ("PLI Act") and the Public Liability Insurance Rules, 1991 (the "PLI Rules")

The PLI Act imposes liability on the owner or controller of hazardous substances for any damage arising out of an accident involving such hazardous substances. A list of hazardous substances covered by the legislation has been enumerated by the government by way of a notification. Under the law, the owner or handler is also required to take out an insurance policy insuring against liability. The PLI Rules made under the PLI Act mandates the employer to contribute towards the Environmental Relief Fund a sum equal to the premium paid on the insurance policies.

Legal Metrology Act, 2009 ("LM Act") and the Legal Metrology (Packaged Commodities) Rules, 2011 ("Packaged Commodity Rules")

The LM Act seeks to establish and enforce standards of weights and measures, regulate trade and commerce in weights, measures and other goods which are sold or distributed by weight, measure or number. The LM Act and rules framed thereunder regulate *inter alia,* the labelling and packaging of commodities, verification of weights and measures used, and lists penalties for offences and compounding of offences under it. The Controller of Legal Metrology Department is the competent authority to grant the license under the LM Act. Any manufacturer dealing instruments for weights and measuring of goods must procure a license from the state department under the LM Act. Any non-compliance or violation under the LM Act may result in *inter alia* a monetary penalty on the manufacturer or seizure of goods or imprisonment in certain cases. The Packaged Commodity Rules were framed under section 52(2) (j) and (q) of the Legal Metrology Act for the regulations for pre-packing and the sale of commodities in a packaged form, certain rules to be adhered to by wholesale and retail dealers, the declarations to be made on every package, the manner in which the declarations shall be made, etc. These declarations that are required to be made include, *inter alia*, the name and address of the manufacturer, the dimensions of the commodity and the weight and measure of the commodity in the manner as set forth in the Packaged Commodity Rules. The Packaged Commodity Rules were amended in March 2022 and came into into effect on October 2022. Some recent additions include the omission of sub rule 2 of Rule 33 and Schedule II of the Rules of 2011. Subsequently, another amendment was notified in October 2023 that came into force in January 2024. Among other additions, the amendment inserted a fourth proviso in rule 6, in sub-rule (1), in clause (d).

Foreign Trade (Development and Regulation) Act, 1992 ("FTA")

The FTA seeks to increase foreign trade by regulating imports and exports to and from India. It authorises the government to formulate as well as announce the export and import policy and to keep amending the same on a timely basis. The government has also been given a wide power to prohibit, restrict and regulate the exports and imports in general as well as specified cases of foreign trade. The principal objectives include the facilitation of sustained growth as to the exports of the country, the distribution of quality goods and services to the domestic consumer at internationally competitive prices, stimulation of sustained economic growth by providing access to essential raw materials as well as enhancement of technological strength, industry as well as services and improvement of their competitiveness to meet all kinds of requirement of the global markets. The FTA read with the Foreign Trade Policy 2023 provides that no person or company can make exports or imports without having obtained an importer exporter code in electronic form ("e-**IEC**") number unless such person or company is specifically exempted. An application for an e-IEC number has to be made to the Office of the Director General of Foreign Trade, Ministry of Commerce ("**DGFT**"). The Director General is authorised to suspend or cancel e-IEC in case of (i) contravention by any person any of the provisions of the Foreign Trade Act or any rules or orders made thereunder or the foreign trade policy or any other law for the time being in force relating to Central excise or customs or foreign exchange or person has committed any other economic offence under any other law for the time being in force as may be specified by the Central Government or (ii) making an export or import in a manner prejudicial to the trade relations of India with any foreign country or to the interests of other persons engaged in imports or exports or has brought disrepute to the credit or the goods of, or service s or technology provided from, the country; or (iii) importing or exporting specified goods or services or technology, in contravention of any provision of the Foreign Trade Act or any rules or orders made thereunder or the foreign trade policy. Where any IEC number granted to a person has been suspended or cancelled, the person shall not be entitled to import or export any goods services or technology except under a special license, granted by the Director General to that person in a manner and subject to conditions as may be prescribed. An importer-exporter code number allotted to an applicant is valid for all its branches, divisions, units and factories. Failure to obtain the IEC number shall attract penalty under the FTA.

The DGFT by way of a notification dated May 24, 2019 (the "**Ethyl Alcohol Notification**"), has amended the import policy of biofuels under chapter 22, 27 and 38 of ITC(HS), 2017, Schedule -I. Pursuant to the Ethyl Alcohol Notification, the import of ethyl alcohol and other spirits, which are denatured is "restricted" for all purposes. Any import of ethyl alcohol, in a denatured form will require an import license from the DGFT.

The Explosives Act, 1884 ("***Explosives Act***")

The Explosives Act is a comprehensive law which regulates the licensing for the manufacturing possession, sale, transportation, export, and import of explosives. As per the definition of 'explosives' under the Explosives Act, any substance, whether a single chemical compound or a mixture of substances, whether solid or liquid or gaseous, used or manufactured with a view to produce a practical effect by explosion or pyrotechnic effect shall fall under the Explosives Act. The Central Government may, for any part of India, make rules consistent with this act to regulate or prohibit, except under and in accordance with the conditions of a license granted as provided by those rules, the manufacture, possession, use sale, transport, import and export of explosives, or any specified class of explosives. In furtherance of this, the Central Government has notified rules including the Explosives Rules, 2008, the Ammonium Nitrate Rules, 2012, and the Static and Mobile Pressure Vessels (Unfired) Rules, 2016. Extensive penalty provisions have been provided for manufacture, import or export, possession, usage, selling or transportation of explosives in contravention of the Explosives Act.

The Petroleum Act, 1934 ("Petroleum Act") and Petroleum Rules, 2002 ("Petroleum Rules")

The Petroleum Act regulates the import, transport and storage of petroleum. Persons intending to use petroleum in the manner provided need to acquire a license for the same from relevant authorities. The Central Government, may from time to time, declare by rules and notifications places where petroleum may be imported, the periods within which license shall be applied for, regulations relating to transport of petroleum, nature and conditions in which they may be stored etc.

The Petroleum Rules seek to regulate the delivery and dispatch of petroleum. Under the Petroleum Rules, no person is permitted to deliver or dispatch any petroleum to anyone in India other than the holder of a storage licence issued under the Petroleum Rules or his authorized agent or a port authority or railway administration or a person who is authorized under the Petroleum Act to store petroleum without a licence. Petroleum Rules, inter alia, prohibit the employment of children under the age of eighteen years and a person who is in a state of intoxication. Petroleum Rules also seek to regulate the importation of petroleum through licenses.

The Narcotic Drugs and Psychotropic Substances, Act, 1985 ("NDPS Act") and the Narcotic Drugs and Psychotropic Substances (Regulation of Controlled Substances) Order, 2013 ("NDPS Order")

The NDPS Act is a legal framework which seeks to control and regulate operations relating to narcotic drugs and psychotropic substances. It prohibits, *inter alia*, the production, manufacture, possession, sale, purchase, transportation, warehousing, consumption, inter-state movement, transshipment, and import and export of narcotic drugs and psychotropic substances, except for medical or scientific purposes, and in the manner and to the extent permissible by the NDPS Act or any rules framed thereunder. It also controls and regulates controlled substances which can be used in the manufacturing of narcotic drugs and psychotropic substances. Offences under the NDPS Act are essentially related to violations of the various prohibitions imposed under the NDPS Act, punishable by both imprisonment and monetary fines. The NDPS Order classifies certain substances including, acetic anhydride and anthranilic acid as "controlled substances" in Schedule A of the NDPS Order. The NDPS Order requires every person or entity who is engaged in the manufacturing, trade, possession, and consumption of the "controlled substances" classified under Schedule-A of the NDPS Order to obtain a unique registration number issued by the Zonal Director of Narcotics Bureau. The NDPS Amendment Order 2020 inserted 2 additional controlled substances in Schedule A. NDPS Amendment Order 2022 inserted 4 additional entries both in Schedule B and Schedule C. Subsequently, NDPS Amendment Order 2025 inserted 18 more additional entries both in Schedule B and Schedule C.

The Static and Mobile Pressure Vessels (Unfired) Rules 2016 ("SMPV Rules")

The SMPV Rules regulate the manufacture, filling, delivery, import, modification, and repair of pressure vessels. Under the SMPV Rules, licenses are required to be obtained for storage and transportation of compressed gas. The SMPV Rules also prescribe conditions under which the licenses can be amended, renewed, suspended, or cancelled.

Bombay Prohibition Act, 1949 ("Bombay Prohibition Act")

The Bombay Prohibition Act is an act of the erstwhile Bombay Legislative Assembly that relates to the promotion and enforcement of alcohol prohibition in the State of Maharashtra. Under the Bombay Prohibition Act, a permit is mandatory to purchase, possess, consume, or serve liquor. The Bombay Prohibition Act empowers the police to arrest a person for purchasing, consuming, or serving alcohol without the permit, with punishment ranging from three months to five years in prison. The Bombay Prohibition Act applies to both India's indigenous as well as non-indigenous drinks. It further obliges the person or entity holding a license under the act to endure that the strength or quality of the intoxicant is in the same good condition as the Prohibition Officer may prescribe. The Prohibition Officer also has the power to cancel or suspend the licenses or permits held by persons or entities who are in breach of any standards prescribed by the Prohibition Officer under the Bombay Prohibition Act.

The Drugs and Cosmetics Act, 1940 ("DCA") and Drugs and Cosmetics Rules, 1945 ("DC Rules")

DCA and DC Rules regulate the import, manufacture, distribution, and sale of drugs and cosmetics in India including labelling, packing and testing as well as matters pertaining to drug formulations and all substances used as components for drugs such as Active Pharmaceutical Ingredient ("**API**"). It empowers the Central government to prescribe rules for testing and licensing new drugs. The procedures provide for obtaining a series of approvals at different stages of testing drugs, before the Drug Controller General of India ("**DCGI**"), an authority established under the DCA which grants the final license to allow the drug to be manufactured and marketed. Obtaining an approval from DCGI involves an application to be made to the DCGI. Upon examining the medical data, the chemical data and the toxicity of the drug, the DCGI issues a no-objection certificate. The no-objection certificate allows the manufacturer of the drug to move on to the next stage of testing at the central drug laboratories. The drug is subject to a series of tests at the central drug laboratories, for its chemical integrity and analytical purity. If the drug meets the standards required by the authority, the authority issues a certificate in that respect. The DCGI issues a manufacturing and marketing license in respect of APIs. These licenses are submitted by the company seeking to produce the drug, to the drug control administration of the state which clears the drug for manufacturing and marketing. The drug control administration also provides the approval for technical staff as per the DCA and DC Rules framed under the DCA. The approvals for licensing are

to be obtained from the drug control administration. The Central Drugs Standard Control Organisation is responsible for testing and approving APIs and formulations in consultation with the DCGI. The approval process for conducting clinical trials, manufacturing, and marketing of a drug depends on whether the drug is new chemical entity or a Recombinant Deoxyribonucleic Acid ("**RDNA**") product. The DCA mandates that every person holding a license must keep and maintain such records, registers and other documents as may be prescribed which may be subject to inspection by the relevant authority. DC Rules were enacted to give effect to the provisions of the DCA to regulate the manufacture, distribution and sale of drugs and cosmetics in India. The DC Rules prescribe the procedure for submission of samples of drugs for analysis or test to the Central Drugs Laboratory, the forms of Central Drugs Laboratory's certificates thereon and the fees payable in respect of such reports. The DC Rules also prescribe the drugs or classes of drugs or cosmetics or classes of cosmetics for the import of which a license is required, and prescribe the form and conditions of such licenses, the authority empowered to issue the same and the fees payable, therefore. The DC Rules provide for the cancellation or suspension of such license in any case where any provisions or rule applicable to the import of drugs and cosmetic is contravened or any of the conditions subject to which the license is issued is not complied with. The DC Rules further prescribe the manner of labelling and packaging of drugs. The DC Rules lay down the process mechanics and guidelines for clinical trial, including procedure for approval for clinical trials. Clinical trials require obtaining of free, informed and written consent from each study subject. The DC Rules also provide for compensation in case of injury or death caused during clinical trials along with free medical management. The Central Drugs Standard Control Organisation has issued the guidelines for submission of clinical trial application for evaluating safety and efficacy, for the purpose of submission of clinical trial application as required under the DC Rules. The Indian Council of Medical Research has issued the National Ethical Guidelines for Biomedical Research Involving Human Participants, 2017 which envisage that medical and elated research using human beings as research participants must, necessarily, *inter alia*, ensure that the research is conducted in a manner conducive to, and consistent with, their dignity, well-being and under conditions of professional fair treatment and transparency. Further, such research is subjected to evaluation at all stages.

The Drugs (Price Control) Order, 2013 ("DPCO 2013")

The DPCO 2013 was issued by the Central Government under Section 3 of the Essential Commodities Act, 1955 and in supersession of the Drugs (Prices Control) Order, 1995, thereby giving effect to the National Pharmaceuticals Pricing Policy, 2012. The DPCO 2013, *inter alia*, provides that the Central Government may issue directions to the manufacturers of active pharmaceutical ingredients or bulk drugs and formulations to increase production or sell such active pharmaceutical ingredients or bulk drugs to such manufacturer of formulations and direct the formulators to sell the formulations to institutions, hospitals or any agency, procedures for fixing the ceiling price of scheduled formulations of specified strengths or dosages, retail price of new drug for existing manufacturers of scheduled formulations, method of implementation of prices fixed by Government and penalties for contravention of its provisions. The Government has the power under the DPCO 2013 to recover amounts charged in excess of the notified price from the manufacturer, importer or distributor and the said amounts are to be deposited in the Drugs Prices Equalization Account. The DPCO 2013 prescribes certain instances in which case the provision of the DPCO 2013 will not be applicable. These provisions are applicable to all scheduled drugs and other drugs may be regulated, if warranted in public interest.

The Drugs (Control) Act, 1950 ("DC Act")

The DC Act was enacted to provide for the control of sale, supply and distribution of drugs. The DC Act empowers the Central Government to *inter alia* declare any drug to be a drug to which this act shall apply and to fix maximum prices and maximum quantities thereof, which may be held or sold, by a dealer or producer. The DC Act also provides for penalties arising due to contraventions of any of the provisions of this Act or of any direction made under authority conferred by this Act, which shall be punishable with imprisonment for a term which may extend to three years, or with fine, or with both.

The Food Safety and Standards Act, 2006 (the "FSS Act") and the Food Safety and Standards Rules, 2011 (the "FSS Rules")

The FSS Act was enacted with a view to consolidate the laws relating to food and to establish the Food Safety and Standards Authority of India ("FSSAI"), for laying down science based standards for articles of food and to regulate their manufacture, storage, distribution, sale and import, and to ensure availability of safe and wholesome food for human consumption. The FSS Act also sets out requirements for licensing and registration of food businesses, general principles of food safety, responsibilities of the food business operator and liability of manufacturers and sellers, and adjudication by the Food Safety Appellate Tribunal. Further, the FSS Rules lays down detailed standards for various food products, which include, among others, specifications for ingredients, limit of quantities of contaminants, tolerance limits of pesticide drugs residue, biological hazards and labels. For enforcement under the FSS Act, the 'commissioner of food safety', 'food safety officer', and 'food analyst' have been granted with detailed powers of seizure, sampling, taking extracts, and analysis under the FSS Rules. The FSSAI has also framed, among others, the following food safety and standards regulations in relation to various food products and additives:

- Food Safety and Standards (Licensing and Registration of Food Businesses) Regulations, 2011
- Food Safety and Standards (Labelling and Display) Regulations, 2020

- Food Safety and Standards (Packaging) Regulations, 2018 Food Safety and Standards (Food Products Standards and Food Additives) Regulations, 2011
- Food Safety and Standards (Prohibition and Restriction on Sales) Regulations, 2011
- Food Safety and Standards (Contaminants, Toxins and Residues) Regulations, 2011
- Food Safety and Standards (Packaging) Regulations, 2018
- Food Safety and Standards (Vegan Foods) Regulations, 2022

The Poisons Act, 1919 ("Poisons Act")

The Poisons Act regulates the import, possession and sale of poisons. It empowers the State Government to frame rules for regulation of possession for sale and sale of poisons. It also empowers the Central Government to prohibit the import of any specified poison into India across any customs frontier defined by the Central Government and also regulates the grant of license. Any contravention of the provisions of the Poisons Act may be punished with imprisonment or fine or both.

The Bureau of Indian Standards Act, 2016 ("BIS Act")

The BIS Act, has been brought into force with effect from October 12, 2017, repealing and replacing the Bureau of Indian Standards Act, 1986. The BIS Act establishes the Bureau of Indian Standards (BIS) as the National Standards Body of India. The BIS Act has enabling provisions for the Government to bring under compulsory certification regime any goods or article of any scheduled industry, process, system, or service which it considers necessary in the public interest or for the protection of human, animal, or plant health, safety of the environment, or prevention of unfair trade practices, or national security. The BIS Act also allows multiple types of simplified conformity assessment schemes including self-declaration of conformity against a standard which will give simplified options to manufacturers to adhere to the standards and get a certificate of conformity. Further, the BIS Act also provides for repair or recall, including product liability of the products bearing a standard mark but not conforming to the relevant Indian Standard.

Petroleum, Chemical and Petrochemical Investment Region(s), policy – 2007 ("PCPIR") and the draft policy for 2020-35.

The PCPIR is a specifically delineated investment region planned for the establishment of manufacturing facilities for domestic and export-led production in petroleum, chemicals, and petrochemicals, along with the associated services and infrastructure. Further, PCPIR is a combination of production units, public utilities, logistics, environmental protection mechanisms, residential areas, and administrative services. Each PCPIR would have a refinery/ petrochemical feedstock company as an anchor tenant.

Ozone Depleting Substance (Regulation & Control) Rules (2000) (the "Ozone Depleting Substance Rules")

The Ozone Depleting Substance Rules strictly control the production, import, purchase, sale, and use of ozone depleting substances in India.

Environmental laws

We are subject to various environment regulations as the operation of our establishments might have an impact on the environment in which they are situated. The basic purpose of the statutes given below is to control, abate and prevent pollution. In order to achieve these objectives, Pollution Control Boards ("**PCBs**"), which are vested with diverse powers to deal with water and air pollution, have been set up in each state and in the Centre. The PCBs are responsible for setting the standards for maintenance of clean air and water, directing the installation of pollution control devices in industries, developing mechanisms for disposal and utilisation of sewage/trade effluents, and undertaking inspection to ensure that industries are functioning in compliance with the standards prescribed. These authorities also have the power of search, seizure and investigation. All industries are required to obtain consent orders from the PCBs, which are required to be periodically renewed.

***The Environment (Protection) Act, 1986* ("*EPA*")**

The EPA has been enacted for the protection and improvement of the environment. The EPA was enacted to act as an overarching legislation designed to provide a framework for the coordination of the activities of various central and state authorities established under previous laws. It stipulates that no person carrying on any industry, operation or process shall discharge or emit or permit to be discharged or emitted any environmental pollutant in excess of such standards as may be prescribed. Further, no person shall handle or cause to be handled any hazardous substance except in accordance with such procedure and after complying with such safeguards as may be prescribed. EPA empowers the Central Government to take all measures necessary to protect and improve the environment such as laying down standards for emission or discharge of pollutants, providing for restrictions regarding areas where industries may operate and generally to curb environmental

pollution. For contravention of any of the provisions of the EPA or the rules framed thereunder, the punishment includes either imprisonment or fine or both. Additionally, under the EIA Notification and its subsequent amendments, projects are required to mandatorily obtain environmental clearance from the concerned authorities depending on the potential impact on human health and resources. The Ministry of Environment, Forests and Climate Change on 1st July 2022 sought feedback from experts and stakeholders to proposed decriminalization of certain existing provisions of the Environment Protection Act, 1986, the Water (Prevention and Control of Pollution) Act, 1974, the Air (Prevention and Control of Pollution) Act 1981, the Public Liability Insurance Act 1991 and the Indian Forest Act, 1927. The ministry has proposed to replace imprisonment with monetary penalty for certain less severe contraventions under these legislations. The proposed amendments also stipulate the appointment of 'Adjudicating Officers' under each of the Acts to determine the quantum of penalties.

Water (Prevention and Control of Pollution) Act, 1974 ("Water Act")

The Water Act aims to prevent and control water pollution and to maintain or restore the wholesomeness of water. This is the first law passed in India whose objective was to ensure that domestic and industrial pollutants are not discharged into rivers, and lakes without adequate treatment. The reason is that such a discharge renders the water unsuitable as a source of drinking water as well as for the purposes of irrigation and supporting marine life. The Water Act provides for one Central PCB, as well as state pollution control boards, to be formed to implement its provisions, including enforcement of standards for factories discharging pollutants into water bodies. Any person intending to establish any industry, operation or process or any treatment and disposal system likely to discharge sewage or other pollution into a water body, is required to obtain the consent of the relevant state pollution control board by making an application.

Air (Prevention and Control of Pollution) Act, 1981 ("Air Act")

The Air Act aims to prevent, control, and abate air pollution and stipulates that no person shall, without prior consent of the relevant state pollution control board, establish or operate any industrial plant which emits air pollutants in an air pollution control area. They also cannot discharge or cause or permit to be discharged the emission of any air pollutant in excess of the standards laid down by the State Boards. The Central PCB and the state pollution control boards constituted under the Water Act perform similar functions under the Air Act as well. Pursuant to the provisions of the Air Act, any person establishing or operating any industrial plant within an air pollution control area, must obtain the consent of the relevant state pollution control board prior to establishing or operating such industrial plant.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 ("Hazardous Waste Rules")

The Hazardous Waste Rules regulate the management, treatment, storage and disposal of hazardous waste by imposing an obligation on every occupier and operator of a facility generating hazardous waste to dispose of such waste without harming the environment. The term "*hazardous waste*" has been defined in the Hazardous Waste Rules and any person who has, control over the affairs of the factory or the premises or any person in possession of the hazardous waste has been defined as an "*occupier*". Every occupier and operator of a facility generating hazardous waste must obtain authorisation for generation, processing, treatment, package, storage, transportation, use, collection, destruction, conversion, offering for sale, transfer or the like of the hazardous waste from the relevant state pollution control board. Further, the occupier, importer or exporter is liable for damages caused to the environment resulting from the improper handling and disposal of hazardous waste and must pay any financial penalty that may be levied by the respective state pollution control board. In addition to the above-mentioned environmental laws, the Plastic Waste Management Rules, 2016, as amended may be applicable to our Company due to the nature of the business activities.

The Chemical Accidents (Emergency Planning, Preparedness and Response) Rules, 1996 ("Chemical Accidents Rules")

The Chemical Accidents Rules, formulated pursuant to the provisions of the EPA, seek to manage the occurrence of chemical accidents, by *inter alia*, setting up a central crisis group and a crisis alert system. The functions of the central crisis group *inter alia* include, (i) conducting post-accident analysis of major chemical accidents; (ii) rendering infrastructural help in the event of a chemical accident; and (iii) review district off site emergency plans.

The Manufacture, Storage and Import of Hazardous Chemical Rules, 1989 ("HCR Rules")

The HCR Rules are formulated under the EPA. The HCR Rules are applicable to an industrial activity in which a hazardous chemical which satisfies certain criteria as listed in the schedule thereto, and to an industrial activity in which there is involved a threshold quantity of hazardous chemicals as specified in the schedule thereto. The occupier of a facility where such industrial activity is undertaken has to provide evidence to the prescribed authorities that he has identified the major accident hazards and that he has taken steps to prevent the occurrence of such accident and to provide to the persons working on the site with the information, training and equipment including antidotes necessary to ensure their safety. Where a major accident occurs on a site or in a pipeline, the occupier shall forthwith notify the concerned authority and submit reports of the accident to the said authority. Furthermore, an occupier shall not undertake any industrial activity unless he has submitted a written report to the concerned authority containing the particulars specified in the schedule to the HCR Rules at least three months before commencing that activity or before such shorter time as the concerned authority may agree.

The Bio Medical Waste (Management and Handling) Rules, 2016 ("BMW Rules")

The BMW Rules apply to all persons who generate, transport, treat, dispose or handle bio-medical waste in any form. Now, their scope has been widened to now also provide for the pre-treatment of lab waste, blood samples, etc. It mandates the use of a barcode system for proper control. It has simplified categorisation and authorisation. The BMW Rules mandate every occupier of an institution generating bio-medical waste to take steps to ensure that such waste is handled without any adverse effect to human health or the environment, and to set up biomedical waste treatment facilities as prescribed under them. They further require such persons to apply to the prescribed authority for grant of authorisation and submit to them an annual report. Finally, these persons are also required to maintain records related to the generation, collection, storage, transportation, treatment, disposal and/or any form of handling of bio-medical waste in accordance with the BMW Rules and the guidelines issued thereunder.

The Batteries (Management and Handling) Rules, 2022, as amended ("Batteries Rules")

The Batteries Rules are framed under the EPA and apply to every producer, dealer, consumer, entities involved in collection, segregation, transportation, re-furbishment and recycling of waste battery,and all types of batteries regardless of chemistry, shape, volume, weight, material composition and use.. It prescribes the responsibilities of producer, consumer, public waste management authorities, entity involved in collection, segregation and treatment, refurbisher, and recycler of the batteries as well as lays down the responsibilities of the recycler of the batteries.

Noise Pollution (Regulation and Control) Rules, 2000 ("Noise Pollution Rules")

The Noise Pollution Rules were enacted to regulate and control noise producing and generating sources with the objective of maintaining of ambient air quality standards in respect of noise in different areas/zones. Pursuant to the Noise Pollution Rules, different areas/zones shall be classified into industrial, commercial, residential or silence areas/zones, with each area having a permitted ambient air quality standard in respect of noise. The Noise Pollution Rules provide for penalties in case the noise levels in any area/zone exceed the permitted standards.

E-Waste Management Rules, 2022 (the "E-Waste Rules")

The E-Waste Rules apply to every manufacturer, producer, refurbisher, dismantler and recycler involved in manufacture, sale, transfer, purchase, refurbishing, dismantling, recycling, and processing of e-waste or electrical and electronic equipment as classified under the E-Waste Rules, including their components, consumables, parts, and spares which make the product operations. The E-Waste Rules mandate that a manufacturer must register on the portal and submit returns on the portal developed by the Central PCB. In case any registered entity furnishes false information or wilfully conceals information for getting registration or return or report or information required to be provided or furnished or in case of any irregularity, the registration of such entity may be revoked by the Central PCB for a period up to three-years in addition to levy of environmental compensation charges. The E-Waste Rules also obligates every manufacturer, producer, refurbisher, and recycler to maintain a record of sale, transfer and storage of e-wastes and make these records available for inspection.

Draft Environment Impact Assessment Notification 2020 (the "EIA 2020")

The Ministry of Environment, Forest and Climate Change has issued Draft Environment Impact Assessment Notification 2020 which proposes to replace the erstwhile Environment Impact Assessment Notification, 2006. The EIA 2020, inter alia, contemplates two kinds of approvals, being (i) prior environment clearance with the approval of expert committees; and (ii) environmental permission or provision without the approval of expert committees. Certain projects including clay and sand extraction, digging well or foundations of buildings, solar thermal power plants and common effluent treatment plants have been exempted from such approvals.

Special Economic Zones Act, 2005 **(the "SEZ Act")**

The Parliament enacted the SEZ Act for the regulation and development of Special Economic Zones ("**SEZs**"). The SEZ Act has been enacted for the establishment, development, and management of SEZs for the promotion of exports. An SEZ is a specifically delineated duty-free enclave, deemed to be a foreign territory for the purposes of Indian customs control, trade as well as duties and tariffs. A board of approval ("**SEZ Board**") has been set up under the SEZ Act, which is responsible for promoting the SEZ and ensuring its orderly development. The SEZ Board has several powers including the authority to approve proposals for the establishment of the SEZ, the operations to be carried out in the SEZ by the developer, the foreign collaborations, and foreign direct investments. Any person may jointly or severally, establish an SEZ in accordance with the procedure under the SEZ Act.

Any person who intends to set up an SEZ after identification of the area, is required to make an application directly to the SEZ Board or the concerned state government for approval. The developer of the SEZ is required to take effective steps for the implementation of the SEZ project within the specified validity period of the "in-principle approval". The developer is required to furnish intimation of fulfilment of conditions specified in the "in-principle" approval to the Department of Commerce, the

Ministry of Commerce and Industry (the "**DoC**") and the Government of India within the said validity period. The DoC, on being satisfied with the proposal and compliance of the developer with the terms of the approval, issues a notification declaring the specified area as an SEZ. The incentives and facilities offered to developers of a SEZ include single window clearance for central and state level approvals, exemption from dividend distribution tax, Goods and Services Tax and minimum alternate tax. The Special Economic Zones (Amendment) Act, 2019 was passed on July 6, 2019 to amend the definition of 'person' to include trusts or any entity as may be notified by the government.

The Special Economic Zone, Rules 2006 (the "SEZ Rules")

The SEZ Rules have been enacted to effectively implement the provisions of the SEZ Act. The SEZ Rules provide for a simplified procedure for a single window clearance from central and state governments for setting up of SEZs and a "unit" in SEZ. The SEZ Rules also prescribe the procedure for the operation and maintenance of an SEZ, for setting up and conducting business therein with an emphasis on "self-certification" and the terms and conditions subject to which entrepreneurs and developers shall be entitled to exemptions, drawbacks, and concessions. The SEZ Rules also provide for the minimum area requirement for various categories of SEZs.

Intellectual Property laws

The Trademarks Act, 1999 ("Trademarks Act")

The Trademarks Act provides for the application and registration of trademarks in India for granting exclusive rights to marks such as a brand, label and heading and obtaining relief in case of infringement. The Trademarks Act also prohibits any registration of deceptively similar trademarks or chemical compounds among others. It also provides for infringement, falsifying and falsely applying for trademarks.

The Patents Act 1970 ("Patents Act")

The Patents Act governs the patent regime in India. A patent under the Patents Act is an intellectual property right relating to inventions and grant of exclusive right, for limited period, provided by the Government to the patentee, in exchange of full disclosure of his invention, for excluding others from making, using, selling and importing the patented product or process or produce that product. Being a signatory to the Agreement on Trade Related Aspects of Intellectual Property Rights, India is required to recognize product patents as well as process patents. In addition to the broad requirement that an invention must satisfy the requirements of novelty, utility and non - obviousness in order for it to avail patent protection, the Patents Act further provides that patent protection may not be granted to certain specified types of inventions and materials even if they satisfy the above criteria.

The Copyright Act, 1957

The Copyright Act, 1957, along with the Copyright Rules, 2013 ("**Copyright Laws**") governs copyright protection in India. Even while copyright registration is not a prerequisite for acquiring or enforcing a copyright in an otherwise copyrightable work, registration under the Copyright Laws acts as *prima facie* evidence of the particulars entered therein and helps expedite infringement proceedings and reduce delay caused due to evidentiary considerations. The Copyright Laws prescribe a fine, imprisonment or both for violations, with enhanced penalty on second or subsequent convictions.

Labour related legislations

Depending upon the nature of the activity undertaken by us, the applicable labour enactments other than state -wise shops and establishments acts includes the following:

- The Apprentices Act, 1961;
- The Contract Labour (Regulation and Abolition) Act, 1970;
- The Employee's Compensation Act, 1923;
- Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979;
- The Payment of Gratuity Act, 1972;
- The Payment of Bonus Act, 1965;
- The Maternity Benefit Act, 1961;
- The Minimum Wages Act, 1948;

- The Employees' State Insurance Act, 1948;
- The Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
- The Payment of Wages Act, 1936;
- The Industrial Disputes Act, 1947;
- The Trade Unions Act, 1926;
- Industrial Employment (Standing Orders) Act, 1946;
- The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
- The Equal Remuneration Act, 1976; and
- The Child Labour (Prohibition and Regulation) Act, 1986
- The Industrial Employment (Standing Order) Act, 1946 and The Sales Promotion Employees (Conditions of Service) Act, 1976
- The Unorganised Workers Social Security Act, 2008
- Gujarat Factories Rules, 1963

In order to rationalize and reform labour laws in India, the GoI has notified four labour codes which are yet to come into force as on the date of this Draft Red Herring Prospectus, namely, (i) the Code on Wages, 2019 which will repeal the Payment of Bonus Act, 19 65, Minimum Wages Act, 1948, Equal Remuneration Act, 1976 and the Payment of Wages Act, 1936, (ii) the Industrial Relations Code, 2020 which will repeal the Trade Unions Act, 1926, Industrial Employment (Standing Orders) Act, 1946 and Industrial Disputes Act, 1947, (iii) the Code on Social Security, 2020 which will repeal certain enactments including the Employee 's Compensation Act, 1923, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, Maternity Benefit Act, 1961, Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959 and the Payment of Gratuity Act, 1972 and (iv) the Occupational Safety, Health and Working Conditions Code, 2020 which will repeal certain enactments including the Factories Act, 1948, Motor Transport Workers Act, 1961 and the Contract Labour (Regulation and Abolition) Act, 1970.

Competition Act, 2002 ("Competition Act")

The Competition Act is an act to prevent practices having adverse effect on competition, to promote and sustain competition in markets, to protect interest of consumer and to ensure freedom of trade in India. The act deals with prohibition of (i) certain agreements such as anti-competitive agreements and (ii) abuse of dominant position and regulation of combinations. No enterprise or group shall abuse its dominant position in various circumstances as mentioned under the Competition Act.

The prima facie duty of the Competition Commission of India ("**Commission**") is to eliminate practices having adverse effect on competition, promote and sustain competition, protect interest of consumer, and ensure freedom of trade. The Commission shall issue notice to show cause to the parties to combination calling upon them to respond within 30 days in case it is of the opinion that there has been an appreciable adverse effect on competition in India. In case a person fails to comply with the directions of the Commission and Director General (as appointed under Section 16(1) of the Competition Act) he shall be punishable with a fine which may exceed to ₹0.1 million for each day during such failure subject to maximum of ₹10.0 million, as the Commission may determine. The Competition (Amendment) Act, 2023 requires notification of transactions that exceed a global deal value of ₹ 2,000 crores, subject to the target having "substantial business operations" in India, formalizes a lower threshold of 'control', i.e., the ability to exercise material influence, in any manner, over the management or affairs or strategic commercial decisions, to exempt combinations from the standstill obligations under Section 6(2A) of the Act, if the combinations involve: (a) an open offer; or (b) an acquisition of shares or securities, through a series of transactions on a regulated stock exchange etc.

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 Company has its registered office in the State of Gujarat. Accordingly, the provisions of the Gujarat Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2019 are

applicable to our Company. The said Act, as amended, regulates the conditions of work in shops, commercial establishments, restaurants, theatres and other establishments in the State of Gujarat and makes provisions for the opening and closing of shops, daily and weekly hours of work, employment of children and young persons, health and safety measures, wages etc.

The Consumer Protection Act, 2019 (the "Consumer Protection Act")

The Consumer Protection Act was enacted to provide a simpler and quicker access to redress consumer grievances, including in course of both online and offline transactions. It seeks to promote and protect the interest of consumers against deficiencies and defects in goods or services and secure the rights of a consumer against unfair trade practices, which may be practiced by manufacturers and traders. It establishes consumer disputes redressal commissions at the district, state and national levels and a central consumer protection authority, with wide powers of enforcement, to regulate matters relating to violation of consumer rights, unfair trade practices and misleading advertisements. The consumer protection authority has the ability to inquire into violations of consumer rights, investigate and launch prosecution at the appropriate forum, pass orders to recall goods, impose penalties and issue safety notices to consumers against unsafe goods. It also introduces product liability, which can hold the product seller liable for compensation claims.

Tax laws

In addition to the aforementioned material legislations which are applicable to our Company, some of the tax legislations that may be applicable to the operations of our Company include:

- Income-tax Act 1961, the Income-tax Rules, 1962, as amended by the Finance Act in respective years;
- Central Goods and Services Tax Act, 2017, the Central Goods and Services Tax Rules, 2017 and various state-wise legislations made thereunder;
- The Integrated Goods and Services Tax Act, 2017 and rules thereof;
- Professional tax-related state-wise legislations;
- Indian Stamp Act, 1899 and various state-wise legislations made thereunder; and
- Customs Act, 1962

Other Indian laws

In addition to the above, we are also governed by the provisions of the Companies Act and rules framed thereunder, relevant central and state tax laws, foreign exchange and investment laws, applicable building and fire-safety related laws, customs act, contract act and foreign trade laws and other applicable laws and regulation imposed by the Central Government and State Governments and other authorities for over day to day business, operations and administration.

HISTORY AND CERTAIN CORPORATE MATTERS

Brief History of our Company

Our Company was originally incorporated as "*Supreet Chemicals Private Limited*" at Gujarat under the Companies Act, 1956, pursuant to a certificate of incorporation dated July 7, 1992, by the Registrar of Companies, Gujarat at Dadra and Nagar Haveli. Thereafter, our Company's name was changed to "*Supreet Chemicals Limited*" upon conversion to a public limited company pursuant to a Board resolution dated October 10, 2022 and a special resolution passed in the extra ordinary general meeting of the Shareholders held on November 10, 2022 and consequently a fresh certificate of incorporation dated November 21, 2022 was issued by the Registrar of Companies, Gujarat at Ahmedabad ("**RoC**").

Changes in Registered Office

The following table sets forth the details of the change in registered office of the Company since its date of incorporation:

Date of change of registered office	Details of change in address of our registered office	Reason for change
December 15, 2000	Changed from 1, Nirmal, Plot no. 147, G.I.D.C. Vapi, Gujarat - 396 195 to A1/5402 Fourth Phase, G.I.D.C. Vapi, Gujarat – 396 195, India	Operational convenience
April 18, 2024	Changed from A1/5402 Fourth Phase, G.I.D.C. Vapi, Balsad, Gujarat – 396 195, India to Plot No. A1/5401 and 5402, Fourth Phase, G.I.D.C., Pardi, Vapi, Valsad, Gujarat – 396 195, India	Modified pursuant to expansion and rectification of the name of the district

Main Objects of our Company

The main objects contained in our Memorandum of Association are as disclosed below:

1. *To carry on business as manufacturers, formulators, processors, producers makers, buyers, sellers, re-sellers, importers, exporters, distributors, suppliers, fermentators, distillers, refiners, stockists, agents, merchants, developers, consultants and dealers in all types, forms (solid liquid and gaseous) and of all kinds of inks resins chemicals, chemicals compounds (organic and inorganic) heavy chemicals, acids alkalies tannins, tannin extracts, solvents, dyestuffs dyes, pigments, colours, chemical auxiliaries, bio chemicals, microcrystalline, bio and colloidal chemicals pharmaceutical and drug chemicals including exipients cosmetics, paints, coating materials natural and synthetic depolymerised products, polymers and plastic spray dried products synthesiced coating spreads, carbon and graphite products industrial and potable alcohol petrochemicals medicaments, their raw materials intermediates, derivatives, suspensions, gels, powders, formulations, down streams, ingredients and by-products and their related preparations, articles and products.*

The objects clause as contained in the Memorandum of Association enables our Company to carry on the business presently being carried out.

Amendments to the Memorandum of Association

The amendments to the Memorandum of Association of our Company in the 10 years immediately preceding the date of this Draft Red Herring Prospectus are as detailed below.

Date of the Shareholders' resolution/effective date	Particulars
August 18, 2022	Clause V of the MoA was amended to reflect the reclassification of authorized share capital from ₹ 5,000,000 divided into 50,000 equity shares of ₹100 each to ₹5,000,000 divided into 2,500,000 equity shares of ₹2 each, pursuant to the sub-division of the equity shares of our Company.
August 25, 2022	Clause V of the MoA as amended to reflect the increase in the authorised share capital of our Company from ₹ 5,000,000 divided into 2,500,000 equity shares of ₹ 2 each to ₹ 180,000,000 divided into 90,000,000 equity shares of ₹ 2 each.
November 10, 2022	Clause I of the Memorandum of Association was amended to reflect the change in the name of our Company to Supreet Chemicals Limited.
November 10, 2022	Clause III (A) of the Memorandum of Association was deleted and replaced with: "*III (A) The objects to be pursued by the company on its incorporation are:*

Date of the Shareholders' resolution/effective date	Particulars
	1. To carry on business as manufacturers, formulators, processors, producers makers, buyers, sellers, re-sellers, importers, exporters, distributors, suppliers, fermentators, distillers, refiners, stockists, agents, merchants, developers, consultants and dealers in all types, forms (solid liquid and gaseous) and of all kinds of inks resins chemicals, chemicals compounds (organic and inorganic) heavy chemicals, acids alkalies tannins, tannin extracts, solvents, dyestuffs dyes, pigments, colours, chemical auxiliaries, bio chemicals, microcrystalline, bio and colloidal chemicals pharmaceutical and drug chemicals including epolymeri cosmetics, paints, coating materials natural and synthetic epolymerized products, polymers and plastic spray dried products synthesiced coating spreads, carbon and graphite products industrial and potable alcohol petrochemicals medicaments, their raw materials intermediates, derivatives, suspensions, gels, powders, formulations, down streams, ingredients and by-products and their related preparations, articles and products. " Clause III (B) of the Memorandum of Association was deleted and replaced with: "*(B) Matters which are necessary for furtherance of the objects specified in clause III(A) are*: *1. To acquire real or leasehold estate and to purchase, lease or otherwise acquire or provide in any place in which any part of the business of the Company may from time to time be carried on, all such offices, warehouses, workshops, buildings, houses for employees and Directors, Machineries, Engines, plant and appliances as may be considered requisite for the purpose of carrying on the business of the Company or any part thereof.* *2. To form, constitute, float, lend, money to assist and control similar associations or undertakings whatsoever.* *3. To promote, subsidise and assist companies, syndicates and partnerships of all kind in any manner as may be thought fit in connection with any or the above objects of the Company.* *4. To hold use, work, manage, improve, carry on, develop the undertaking, lands and movable estate or property and assets of any kind of the Company or any part thereof.* *5. To dispose of any property of the Company either absolutely or conditionally and in such manner and upon such terms and conditions in all respects as may be thought fit and to accept payment or satisfaction for the same in cash or otherwise.* *6. To subscribe for, take or otherwise acquire and hold shares, stocks debentures or other securities of any other Company having objects altogether or in part similar to those of the Company or carrying on any business capable of being conducted so as directly to benefit of the Company.* *7. To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national, public, or any other useful institutions in their objects or purposes or for any exhibitions but not for political objects.* *8. To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation funds for the benefit of and give or procure the giving of donation, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment or service of Company or of any company which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary company or who are/were at any time Director or officers of the Company or of any such other company as aforesaid and the wives, widows, families and dependants of any such persons and also to establish and subsidise and subscribe to any institutions, associations, club or funds calculated to be for the benefit of or to advance the interest and well-being of the Company or of any such other company as aforesaid and make payment to or towards the insurance of any such persons as aforesaid and to any matters aforesaid either alone or in conjunction with any such other company as aforesaid.* *9. To provide for the welfare of Directors, employees, or ex-employees of the Company and the wives, widows and families of the dependents or connections of such persons by building or contributing for the building, houses, dwelling or quarters, or by grants of money, pensions, gratuities, allowance, bonus, profit sharing bonus or benefits or other payments or by creating and from time to time subscribing or contributing to provident and other associations, institutions, funds profit sharing or other scheme or trust and by providing or subscribing, or contributing towards places of instruction and recreation,*

Date of the Shareholders' resolution/effective date	Particulars
	hospitals and dispensaries medical and other attendants, and other assistance as the Company shall think fit. *10. To establish, provide, maintain and conduct or otherwise subsidise research, laboratories and experimental workshop for scientific and technical research and experiments and undertake and carry on with all scientific and technical research experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing subsiding or assisting laboratories workshops, libraries, lectures, meeting and conferences and by providing the remunerations of scientific or technical professor or teachers and by providing for the award or exhibition, scholarship prizes and grants to students or otherwise and generally to encourage promote and reward studies, researches, investigation, experiment, tests and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on.* *11. To appoint any Directors or Managers of any subsidiary company or of any other company in which this Company is or may be interested.* *12. To aid pecuniarly or otherwise, any association, body or movement having similar object, the solution, settlement or labour problems or the promotion of industry or trade.* *13. To acquire and undertake all or any part of the business property and liabilities of any person, company carrying on or proposing to carry on any business which the Company is authorised to carry on or possessed of property suitable for the purpose of the Company which can be capable of being conducted so as directly to benefit the Company and to subsidise or assist any such persons or company financially or otherwise.* *14. To vest any movable or immovable property rights or interests acquired by or belonging to the Company in any person or Company on behalf of or for the benefit of the Company and with or without any declared trust in favour of the Company.* *15. To lend and advance money or give credit to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealing with Company and to guarantee the performance of any contract or obligation and the payment of money to any such person or companies and generally to give guarantee and indemnities.* *16. To guarantee the payment of money secured or unsecured by or payable under in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages charges, obligations, instruments of any person whatsoever, whether incorporated or not and generally to guarantee or become securities for the performance of any contracts or obligations.* *17. To undertake and execute any trust, the undertaking of which may seem to the Company desirable either gratuitously or otherwise.* *18. To carry on business or branch of a business which this Company is authorised to carry on by means or through the agency of any subsidiary or other companies and to enter into any arrangement with such subsidiary Company for taking the profits and bearing the loss at any business or branch so carried on, or for financing any such business or branch so guaranteeing its liabilities or to make any other arrangements which may seem desirable with reference to any business or branch so carried on including power at any time and either temporarily to close any such branch or business.* *19. To pay all preliminary expenses of any company promoted by the Company or any company in which this Company is or may contemplate being interested including in such preliminary expenses all or any part of the cost and expenses of owners of any business or property acquired by the Company.* *20. To procure the incorporation, registration or other recognisation of the Company in any country, state or place outside India and to establish and maintain local registers and branch places of business in any part of the world subject to law in force.* *21. To create any depreciation fund, reserve fund, sinking fund, insurance fund, educational fund or any other special fund or reserves whether for depreciation or for repairing improving, extending, or maintaining any of the properties of the Company or for*

Date of the Shareholders' resolution/effective date	Particulars
	redemption of debentures or redeemable preference shares or for any other purposes conducive to the interest of the Company. *22. Subject to the provisions of the Companies Act, 2013 to place to reserve or to distribute as dividends or bonus share among the members or otherwise to apply any money received by way of premium on shares or debentures issued at a premium by the Company and any money received in respect of dividends accrued on or arising from the sale of forfeited shares.* *23. To establish, promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the properties, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly, calculated to benefit the Company and to place or guarantee the placing of subscribed for or otherwise acquired all or any part of the shares, business capable of being conducted so as directly or indirectly to benefit the Company.* *24. To pay out of the funds of the Company all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and the issue of its capital including any undertaking or other commissions, broker's fees and charges in connection therewith and to remunerate (by cash or other assets or by the allotment of fully or partly paid up shares) or by a call or option on shares, debentures, debenture-stocks, or securities of this or any other company or in any other manner whether out of the Company's capital or profits or otherwise to any person or persons for services rendered in introducing any property or business to the Company, in placing or assisting to place or guaranteeing the subscription of any shares, debentures, debenture-stocks or other securities of the Company as the directors may think proper.* *25. To draw, make, accept, endorse, discount, execute, issue, negotiate, assign and otherwise deal with cheques, drafts, bills of exchange, promissory notes, hundies, debenture, bonds, bills of lading, railway receipts, warrants and all other negotiable or transferable instruments.* *26. To insure with any other company or person against losses, damages, risks and liabilities of all kinds which may affect this Company.* *27. To open account or accounts with any firm or Company or with any bank or banks or bankers or shroffs to pay into, withdraw money from such account or accounts.* *28. To apply for, tender, purchase or otherwise acquire and contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake execute, carry out dispose of or otherwise turn to account the same.* *29. To employ experts to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings having similiar objects and generally of any assets, property or rights.* *30. To take part in the management, supervision and control of the business or operation of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accounts or other experts.* *31. Subject to the provisions of the Act, to pay for any properties, rights or privileges acquired by the Company either in shares of the Company or partly in shares and partly in cash or otherwise.* *32. To amalgamate, enter into partnership or into any arrangement for sharing or pooling of profits, amalgamation, union of interest, cooperation, joint venture, reciprocal concession or otherwise with any person, firm or company carrying on or engaged in or about to carry on any business or transaction which may seem capable of being carried on or conducted so as, directly or indirectly to benefit the Company.* *33. To lend, invest or otherwise employ or deal with money belonging to or entrusted to the Company in securities and shares or other movable or immovable property or without security upon such terms and in such manner as may be thought proper from time to time, to vary such transactions and investment in such manner as the Directors may think fit subject to the provisions of the Companies Act, 2013.* *34. To purchase or otherwise acquire, protect, prolong and renew any patents, rights, inventions, licences, protections and concessions which may appear likely to be*

Date of the Shareholders' resolution/effective date	Particulars
	advantageous or useful to the Company and to use and turn to account the same and to grant licence or privileges in respect of the same. *35. To pay or satisfy the consideration for any property, rights, shares, securities or assets whatsoever which the Company is authorised to purchase, or otherwise acquire either by payment in cash or by the issue of shares, or other securities of the Company, or in such other manner as the Company may agree to partly in one mode and partly in another.* *36. To search for and to purchase, protect, prolong, renew or otherwise acquire from any Government, state or authority any patents, protections, licences, concessions, grants, decrees, rights, powers and privileges whatsoever which may seem to the Company capable of being turned to account, to work develop, carry out, exercise and turn to account the same.* *37. To furtherance of the aforesaid objects of the Company,* *(a) To enter into negotiations with and enter into arrangements and contracts and conclude the same with foreign and/or Indian parties and other persons for obtaining by grant, licence, and/or on other terms, formulate and other rights and benefits, and to obtain technical and engineering information assistance and service know- how and expert advice for installation of plant and machinery, production and manufacture of any products, and* *(b) To pay for technical know-how, technical and engineering assistance and information and/or service rights or privileges acquired by the Company either in shares of the Company or partly in cash or otherwise.* *(c) To pay to promoters such remuneration and fees and other wise recompense them for their time and for the service rendered by them.* *38. To do above things as may be incidental or conducive to the attainment of above objects, as principals and as or through agents, brokers, trustees, contractors, either alone or in partnership or in conjunction with others.* *39. Subject to the provisions of Section 73 of the Companies Act, 2013 and the Rules made thereunder and the directives of the Reserve Bank of India, to borrow or raise or secure the payments of money or to receive money on deposit at interest for any of the purposes of the Company and at such time and from time to time and in such manner as may be thought fit and in particular by the issue of debenture or debenture-stocks convertible into shares of this or any other company or perpetual annuities and as security for any such money so borrowed, raised or received or for any such debentures or debenture-stocks so issued to mortgage, pledge or charge the whole or any part of the property, assets, or revenue and profits of the Company present or future including its uncalled capital by special assignments or otherwise or to transfer or convey the same absolutely or in trust and to give the lenders powers of sale and other powers as may seem expedient and to purchase, redeem or pay off any such securities and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company or any other person or company as the case may be provided that the Company shall not carry on banking business as defined in the Banking Regulation Act, 1949.* *40. To enter into any agreements and to take all necessary or proper steps with. Governments or with other authorities imperial, supreme, national, local, municipal or otherwise of any place in which the Company may have interests and to carry on any negotiations or operations for the purpose of carrying out the objects of the Company directly or indirectly or effecting any modifications in the constitution of the Company or furthering interests of its members and to oppose any such steps taken by any other Company, firm or person which may be considered likely directly or indirectly to prejudice the interest of the Company or its members and to promote or assist the promotion, whether directly or indirectly of any legislation which may appear to be in the interests of the Company and to oppose and resist, whether directly or indirectly, any legislation which may seem disadvantageous to the Company.* *41. To apply for, promote, and obtain any Act of Parliament or Legislature, charter, privilege, concession, licence or authorization of Government State or Municipality provisional order or licence of the Board of Trade or other authority for enabling the Company to carry out any of the objects into effect or for extending any of the powers of the Company of for effecting any modification of the constitution of the Company for any other purpose*

Date of the Shareholders' resolution/effective date	Particulars
	which may seem calculated, directly or indirectly to prejudice the interests of the Company. *42. To make and/or receive donations, gifts or income to or from such persons, institution or trusts and in such cases and whether of cash or any other assets as may be thought directly or indirectly to benefit the Company or any of the objects of the Company and also to remunerate any person or corporation introducing or assisting in any manner the business of the Company.* *43. To establish and support or aid in the establishment of and support associations, institutions, companies, societies, funds, trusts and conveniences for the benefit of the employees or ex-employees or of persons having dealing with the Company or the dependents, relatives or connections of such persons and in particular friendly or other benefit societies and to grant pensions, allowances and bonuses either by way of annual payments or by way of lumpsum and to make payments towards insurance and to form and contribute to provident and benefit funds, or to such persons.* *44. To indemnify members, officers, directors, agents and employees of the Company against proceedings, cost, damages, claims and demands in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss, damage or misfortune whatsoever which shall happen in the execution of the duties of their offices or in relation thereto,* *45. To establish agencies in India and elsewhere for sale and purchase to regulate and discontinue the same subject to law in force.* *46. Subject to the provisions of the Act, the company shall have power to borrow any sum or sums of money for the purpose of the company on such terms and conditions and from such person or persons, firms, bank or any financial, industrial, institutions or any government or semi-government corporation as the company may deem fit."* Clause III (C) "*Other Objects*" of the Memorandum of Association was deleted.

Major events and milestones of our Company

The table below sets forth some of the major events in the history of our Company:

Calendar Year	Particulars
1992	Commenced production at Manufacturing Facility 1.
2001	Commenced production at Manufacturing Facility 2.
2006	Developed Sulfonamide products used for tablet coatings.
2007	Commenced production and sales of meta chloro aniline, an anti-malaria intermediate.
2008	Commenced production at Manufacturing Facility 3.
2012	Commenced contract manufacturing with Anupam Rasayan India Limited for specialty intermediates.
2013	Commenced manufacturing of pharmaceutical intermediates for Acutaas Chemicals Limited (*formerly Ami Organics*).
2014	Crossed sales turnover of ₹1,000.00 million.
2018	Developed key intermediates for high performance optical brightening agents for Archroma International (I) Private Limited.
2019	Introduced new catalytic hydrogeneration based manufacturing methods.
	Installed MVR based effluent treatment technology at Manufacturing Facility 1.
	Crossed sales turnover of ₹2,000.00 million.
2023	Crossed sales turnover of ₹3,000.00 million.
2024	Procured land along with existing registration fees, and factory building at Vapi Notified Industrial Area admeasuring 19,912.47 square meters and 10,279.50 square meters respectively for a consideration of ₹ 574.69 million for the construction of Manufacturing Facility 4.
2025	Obtained environmental clearance for our Manufacturing Facility 4.

Key awards, accreditations, and recognitions received by our Company

The table below sets forth certain key awards, accreditations, and recognitions received by our Company:

Calendar Year	Particulars
2021	Recognised as a '2 Star Export House' by the Additional Director General of Foreign Trade / Development Commissioner (SEZ) under the Foreign Trade Policy 2015-2020
2022	Obtained with ISO 9001:2015 for quality management for manufacturing and export of intermediates for specialty chemicals, agrochemicals, pharma, dyes & pigments for Manufacturing Unit 1, Manufacturing Unit 2 and Manufacturing Unit 3.
	Obtained WHO-GMP (Good Manufacturing Practice System) for manufacturing and export of intermediates for specialty chemicals, agrochemicals, pharma, dyes & pigments for Manufacturing Unit 1, Manufacturing Unit 2 and Manufacturing Unit 3.
	Obtained ISO 14001:2015 (Environmental Management System) for manufacturing and export of intermediates for specialty chemicals, agrochemicals, pharma, dyes & pigments for Manufacturing Unit 1, Manufacturing Unit 2 and Manufacturing Unit 3.
	Obtained ISO 45001:2018 (Occupational Health & Safety Management System) for manufacturing and export of intermediates for specialty chemicals, agrochemicals, pharma, dyes & pigments for Manufacturing Unit 1, Manufacturing Unit 2 and Manufacturing Unit 3.

Significant financial and/or strategic partnerships

Our Company does not have any significant financial and strategic partners as of the date of this Draft Red Herring Prospectus.

Defaults or rescheduling/ restructuring of borrowings from financial institutions/ banks

As on the date of this Draft Red Herring Prospectus, our Company has not defaulted on repayment of any outstanding loan availed from any banks or financial institutions. Further, the tenure of repayment of any loan availed by our Company from banks or financial institutions has not been rescheduled or restructured.

Time and cost overruns in setting up projects

As on date of this Draft Red Herring Prospectus, there have been no time and cost over-runs in respect of our business operations.

Launch of key products or services, entry into new geographies or exit from existing markets, capacity/ facility creation or location of plants

For details of key products or services launched by our Company, entry into new geographies or exit from existing markets and capacity/facility creation to the extent applicable, see "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 159 and 286, respectively.

Details regarding material acquisitions or divestments of business/undertakings, mergers, amalgamations, and revaluation of assets, if any, in the last ten years

Our Company has not made any material acquisitions or divestments of business/undertakings, mergers, amalgamations, and revaluation of assets, if any, in the last ten years immediately preceding the date of this Draft Red Herring Prospectus.

Material agreements entered into by our Company

There are no agreements/ arrangements entered into by our Company or clauses/ covenants applicable to our Company which are material and which are required to be disclosed, or the non-disclosure of which may have a bearing on the investment decision of prospective investors in the Issue.

Holding Company

As of the date of this Draft Red Herring Prospectus, our Company does not have a holding company.

Subsidiary, joint ventures and associate companies

As of the date of this Draft Red Herring Prospectus, our Company has one subsidiary, for details see, "*Our Subsidiary*" beginning on page 202. Further, our Company has no joint ventures and associates.

Shareholders' agreements

As on the date of this Draft Red Herring Prospectus, there are no subsisting agreements entered into by and between our Company and Shareholders of our Company.

Other agreements

Our Company has not entered into any other subsisting material agreements including with strategic partners, joint ventures or financial partners, or which needs to be disclosed or non-disclosure of which may have bearing on any investment decision in the Issue.

We confirm that there are no other inter-se agreements between our Company, Shareholders, Promoters, shareholders' agreements or other agreements of a like nature, in relation to the securities of our Company, comprising material clauses / covenants that are required to be disclosed in this Draft Red Herring Prospectus or containing clauses / covenants that are adverse / prejudicial to the interest of public shareholders.

We confirm there are no other inter-se agreements, arrangements and clauses or covenants which our Company is a party to, in relation to securities of our Company, which are material, adverse or pre-judicial to the interest of the minority/ public shareholders or which may have a bearing on the investment decision.

Other than as disclosed in "*Capital Structure – Build-up of Promoters' equity shareholding in our Company*" on page 82 and "*Capital Structure – Secondary transactions of Equity Shares of our Company*," on page 79, we have not entered into any agreements in relation to the primary and secondary transactions of securities.

There are no agreements entered into by the Shareholders, Promoters, Promoter Group entities, related parties (as defined under Section 2(76) of the Companies Act), Directors, Key Managerial Personnel, employees of our Company, among themselves or with our Company or with a third party, solely or jointly, which, either directly, indirectly, potentially or whose purpose and effect is to, impact the management or control of our Company or impose any restriction or create any liability upon our Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not our Company is a party to such agreement, other than in the ordinary course of business.

None of the Shareholders of the Company have any special rights as on the date of this Draft Red Herring Prospectus.

Agreements with Key Managerial Personnel, Senior Management, Directors, Promoters, or any other employee

There are no agreements entered into by our Promoters, Key Managerial Personnel, Senior Management or Directors 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 the Promoters participating in the offer for sale

The Issue does not include an offer for sale and accordingly, our Shareholders, including our Promoters are not participating in the offer for sale.

Other Confirmations

Our Company have no conflict of interest with the suppliers of raw materials and third-party service providers (crucial for operations of the Company) and the lessors of immovable property of the Company (crucial for operations of the Company.

OUR SUBSIDIARY

Our Subsidiary

As on the date of this Draft Red Herring Prospectus, our Company has one subsidiary, as set forth below.

1. *M S Foundation*

Corporate Information

M S Foundation was incorporated as a company limited by shares on June 22, 2021 under the Companies Act, 2013. It was licensed under Section 8(1) of the Companies Act, 2013 by the Registrar of Companies, Gujarat and received its certificate for commencement of business on August 25, 2021. Its corporate identification number is U85300GJ2021NPL123497, and its registered office is situated at A1/5402 Fourth Phase GIDC, Vapi, Valsad, Gujarat - 396 195, India.

Nature of Business

M S Foundation is engaged in the business of social welfare in the form of Corporate Social Responsibility as authorized under the objects clause of its memorandum of association.

Capital Structure

The following table sets forth details of the capital structure of M S Foundation:

Particulars	Aggregate value at face value (in ₹)
Authorised Capital	
10,000 equity shares of ₹ 10 each	100,000
Issued, subscribed and paid-up capital	
10,000 equity shares of ₹ 10 each	100,000

Shareholding Pattern

The following table sets forth details of the shareholding pattern of M S Foundation:

Sr. No.	Name of the shareholder	No. of equity shares of ₹ 10 each	Percentage of total equity holding (%)
1.	Supreet Chemicals Limited	9,999	99.99
2.	Manjeetsingh Gurbirsingh Sarna	1	0.01

Board of directors

The following constitute the board of directors of M S Foundation:

1. Harjindersingh Jaswantsingh Sarna – Director; and

2. Manjeetsingh Gurbirsingh Sarna – Director

Brief financial information

The brief financial information of M S Foundation as at and for the Fiscals 2025, 2024, and 2023 as derived from the audited financial statements of its respective years is as follows:

S. No.	Particulars	Unit	Fiscal 2025	Fiscal 2024	Fiscal 2023
1.	Equity share capital	in ₹ million	0.10	0.10	0.10
2.	Revenue from operations	in ₹ million	6.60	9.60	6.10
3.	Profit/(loss) after tax	in ₹ million	0.00	0.17	0.25
4.	Basic EPS	₹	(0.29)	17.35	24.93
5.	Diluted EPS	₹	(0.29)	17.35	24.93
6.	Total borrowings	in ₹ million	Nil	Nil	Nil
7.	Net worth	in ₹ million	0.05	0.05	(0.13)
8.	Net asset value	₹	4.50	4.80	(12.50)

Common pursuits

As on the date of this Draft Red Herring Prospectus, our Subsidiary does not have common pursuits with our Company, which could lead to a potential conflict of interest.

In the event any conflict situation arises in the future, our Company shall ensure necessary procedures and practices are permitted by laws and regulatory guidelines to address any conflict situations as and when they arise. Our Company has not encountered any instances of conflict in the past.

Accumulated profits or losses

As on the date of this Draft Red Herring Prospectus, there are no accumulated profits or losses of our Subsidiary, which are not accounted for by our Company.

Business interest between our Company and our Subsidiary

Our Subsidiary does not have any business interest in our Company other than as stated in *"Our Business"* and "*Restated Financial Information - Related Party Transactions – Note 35*", on pages 159 and 286 respectively.

Other confirmations

Listing

Our Subsidiary is not listed on any stock exchange in India or abroad. Further, neither have our Subsidiary been refused listing in the last ten years by any stock exchange in India or abroad, nor have our Subsidiary failed to meet the listing requirements of any stock exchange in India or abroad.

Conflict of Interest

There is no conflict of interest between the Subsidiary or any of its directors and the lessors of immovable properties of our Company (which are crucial for the operations of our Company).

There is no conflict of interest between the Subsidiary or any of its directors and the suppliers of raw materials and third-party service providers of our Company (which are crucial for the operations of our Company).

OUR MANAGEMENT

Board of Directors

In accordance with the Companies Act and our Articles of Association, our Company is required to have not less than three Directors and not more than 15 Directors, or such higher number as determined by our Company after passing a special resolution in its general meeting.

As of the date of this Draft Red Herring Prospectus, our Board comprises of eight Directors, of whom three are Executive Directors, one is a Non-Executive Director and four Independent Directors (including one-woman Independent Director).

The following table sets out details regarding our Board as of the date of this Draft Red Herring Prospectus:

Name, DIN, designation, date of birth, address, occupation, term, and period of directorship of our Directors	Age (years)	Other directorships
Harjindersingh Jaswantsingh Sarna ***DIN**:* 00598887 ***Designation***: Whole-Time Director and Chairman ***Date of birth**:* September 7, 1966 ***Address:*** 311/1 Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C. Vapi, Pardi, Gujarat – 396 195, India ***Occupation*:** Business ***Current term**:* For a period of five years with effect from January 2, 2023 and liable to retire by rotation ***Period of directorship***: Director since July 7, 1992	58	***Indian Companies:*** 1. Evince Specialities Private Limited 2. Virtue Speciality Private Limited 3. M S Foundation ***Foreign Companies:*** Nil
Manjeetsingh Gurbirsingh Sarna ***DIN**:* 06416387 ***Designation***: Managing Director ***Date of birth**:* December 19, 1981 ***Address:*** 311/1, Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C., Vapi, Pardi, Valsad, Gujarat- 396 195, India ***Occupation*:** Business ***Current term**:* For a period of five years with effect from January 2, 2023 ***Period of directorship***: Director since June 29, 2015	43	***Indian Companies:*** 1. Evince Specialities Private Limited 2. Virtue Speciality Private Limited 3. M S Foundation 4. Vapi Clean Resources Association ***Foreign Companies:*** Nil
Hemang Thakorlal Desai ***DIN**:* 06395981 ***Designation***: Non-Executive Director ***Date of birth**:* July 27, 1972 ***Address:*** B(1) Gurudev Complex Phase-2, Saili Road, Silvassa, Dadra & Nagar Haveli - 396 230, India ***Occupation*:** Professional (Doctor) ***Current term**:* Liable to retire by rotation ***Period of directorship***: Director since October 20, 2021	53	***Indian Companies:*** Nil ***Foreign Companies:*** Nil

Name, DIN, designation, date of birth, address, occupation, term, and period of directorship of our Directors	Age (years)	Other directorships
Rajkumar Singh ***DIN**:* 07224496 ***Designation***: Whole-Time Director ***Date of birth**:* December 6, 1967 ***Address:*** F – 208 Balaji Vatika, Ranchhod Nagar, Chhiri, Valsad, Gujarat- 396 191, India ***Occupation*****:** Private Sector Job ***Current term**:* For a period of five years with effect from January 2, 2023 and liable to retire by rotation ***Period of directorship***: Director since November 30, 2021	57	***Indian Companies:*** Nil ***Foreign Companies:*** Nil
Ruta Krunal Vashi ***DIN**:* 10452831 ***Designation***: Independent Director ***Date of birth**:* August 12, 1986 ***Address:*** 2/8/47/k Vashi, Faliya, Valsad, Pardi, Gujarat – 396 001, India ***Occupation*****:** Professional ***Current term**:* For a period of five years with effect from January 10, 2024 ***Period of directorship***: Director since January 10, 2024	39	***Indian Companies:*** Nil ***Foreign Companies:*** Nil
Tanvi Premal Desai ***DIN**:* 09806201 ***Designation***: Independent Director ***Date of birth**:* December 26, 1978 ***Address:*** Gopal Kunj Laxminarayan Street Madanwad Valsad, Gujarat – 396 001, India ***Occupation*****:** Professional ***Current term**:* Five years with effect from February 3, 2025 ***Period of directorship***: Director since February 3, 2025	46	***Indian Companies:*** Nil ***Foreign Companies:*** Nil
Gautam Dave ***DIN**:* 01291293 ***Designation***: Independent Director ***Date of birth**:* April 29, 1954 ***Address:*** B 414, Avadh Heliconia Homes Village Tukwada, Valsad, Gujarat – 396185, India ***Occupation*****:** Professional ***Current term**:* Five years with effect from February 3, 2025	71	***Indian Companies:*** Nil ***Foreign Companies:*** Nil

Name, DIN, designation, date of birth, address, occupation, term, and period of directorship of our Directors	Age (years)	Other directorships
Period of directorship: Director since February 3, 2025		
Prajapati Mulshankar Dhulabhai ***DIN**:* 00423776 ***Designation***: Independent Director ***Date of birth**:* February 22, 1968 ***Address:*** A/1004, Panchsheel Heights, Opp. Pizza Hotel, Mahavir Nagar, Kandivali West, Mumbai, Maharashtra – 400 067, India ***Occupation*:** Professional ***Current term**:* For a period of five years with effect from December 26, 2022 ***Period of directorship***: Director since December 26, 2022	57	***Indian Companies:*** Nil ***Foreign Companies:*** Nil

Brief profiles of our Directors

Harjindersingh Jaswantsingh Sarna is a Whole-Time Director and Chairman of our Company. He founded our Company in 1992 and has been associated with our Company ever since. He holds a bachelor's degree in commerce from C. S. J. M. University, Kanpur. He is responsible for marketing the products of our Company in the domestic market and is involved in the day-to-day financial activities and the overall functioning of our Company. He has over 33 years of experience in the specialty chemical intermediates industry with our Company. He was appointed to our Board of Directors with effect from July 7, 1992.

Manjeetsingh Gurbirsingh Sarna is the Managing Director of our Company. He holds a diploma in chemical engineering from Pune University. He is responsible for matters such as technology up-gradation, projects and development of our Company in the overseas market. He has been associated with our Company since August 1, 2003 and has 22 years of experience in chemical production with our Company. He was appointed to our Board of Directors with effect from June 29, 2015.

Hemang Thakorlal Desai is a Non-Executive Director of our Company. He holds a master's degree in organic chemistry and a doctorate in philosophy (chemistry) from South Gujarat University. He is the proprietor of Dr. Hemang's Laboratory and DRH Life Science and has over 13 years of experience in research and development and projects execution, out of which three years has been with our Company. He was appointed to our Board of Directors with effect from November 24, 2021.

Rajkumar Singh is a Whole-Time Director of our Company. He has received a passing certificate (for IX standard) from M. S. K. G. College Samastipur. He has been associated with our Company since January 1, 2007, and has over 18 years of experience with our Company. He heads our plant operation and over all our manufacturing activities across plants. He was appointed to our Board of Directors with effect from June 29, 2015.

Ruta Krunal Vashi is an Independent Director on the Board of our Company. She holds a bachelor's degree in commerce (Hons.) from Shah N.H. Commerce College, Valsad. She also holds a bachelor's and master's degree in law from Veer Narmad South Gujarat University. She is currently a practicing advocate in the civil courts in Valsad and has over 14 years of experience in practicing litigation. She was appointed to our Board of Directors with effect from January 10, 2024.

Tanvi Premal Desai is an Independent Director on the Board of our Company. She holds a bachelor's degree in commerce from South Gujarat University, a bachelor's degree in law from South Gujarat University, Valsad, a master's degree in law and a doctorate in philosophy (law) from Veer Narmad South Gujarat University, Surat. She has been previously associated with Shah Narottamdas Harjivandas Commerce College as an ad hoc lecturer, Shah Khimchandbhai Muljibhai Law College as an ad hoc lecturer and Naran Lala Law College, Navsari as an I/C principal and has cumulative experience of over nine years. She was appointed to our Board of Directors with effect from February 3, 2025.

Gautam Dave is an Independent Director on the Board of our Company. He holds a bachelor's degree in science (Hons.), a master's degree in organic chemistry, and a doctorate of philosophy from Gujarat University. He has previously worked as a general manager, in the R&D department in the United Phosphorous Limited and as the head of EHS of Atul Limited and has cumulative experience of over 39 years. He was appointed to our Board of Directors with effect from February 3, 2025.

Prajapati Mulshankar Dhulabhai is an Independent Director on the Board of our Company. He holds a bachelor's degree in commerce from the University of Bombay. He is entitled to practice as Chartered Accountant from the Institute of Chartered

Accountants of India and has been granted a certificate of practice and membership by the Institute of Chartered Accountants of India. He is associated with Prajapati and Associates as a partner and has cumulative experience of over 26 years. He was appointed to our Board of Directors with effect from December 26, 2022.

Confirmations

None of our Directors is or was a director of any company listed on any stock exchange, whose shares have been or were suspended from being traded during the five years preceding the date of this Draft Red Herring Prospectus.

None of our Directors is, or was a director of any listed company, which has been or was delisted from any stock exchange, during the term of his/her directorship in such company.

None of our Directors are related to each other. Except as disclosed in "*Our Management – Relationship among Key Managerial Personnel and/or Senior Management Personnel*", our Directors are not related to any of the Key Managerial Personnel and Senior Management Personnel of our Company.

None of our Directors are or have been on the board of directors of any company that was or has been directed by any of the registrars of companies in India, to be struck off from the rolls of such registrar of companies under Section 248 of the Companies Act.

No consideration, either in cash or shares or in any other form has been paid or agreed to be paid to any of our Directors or to the firms, trusts or companies in which they have an interest in, by any person, either to induce any of our Directors to become or to help any of them qualify as a director, or otherwise for services rendered by them or by the firm, trust or company in which they are interested, in connection with the promotion or formation of our Company.

Arrangement or understanding with major shareholders, customers, suppliers or others

None of our Directors were appointed as Directors of our Company pursuant to any arrangement or understanding with major shareholders, customers, suppliers or others.

Service contracts with Directors

Other than the statutory benefits available to the Executive Directors, none of our Directors have entered into service contracts with our Company which provide benefits upon termination of employment.

Borrowing Powers of our Board

In accordance with Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 and the rules framed thereunder, and the resolution passed by the Board and Shareholders dated December 26, 2022 and January 2, 2023, respectively, our Board is authorised to borrow together with monies already borrowed by our Company (apart from the temporary loans obtained from the bankers of our Company in the ordinary course of business), from time to time, any sum or sums of money by way of cash credit, loan, overdraft, discounting of bills, operating of letters of credit, for standing guarantee or counter-guarantee or any other type of credit line or facility on such terms as and conditions as our Board may deem fit, notwithstanding that the money to be borrowed together with the money already borrowed by our Company, and remaining un-discharged at any given time, exceed the aggregate, of the paid up capital our Company, and our free reserves, that is to say, reserves not set apart for any specific purpose, up to an amount not exceeding ₹ 4,500.00 million.

Terms of Appointment of the Executive Directors of our Company

Whole-Time Director and Chairman

Harjindersingh Jaswantsingh Sarna

Harjindersingh Jaswantsingh Sarna is the Whole-Time Director and Chairman of our Company, and has been associated with our Company since incorporation. He was appointed as the Whole-Time Director and Chairman pursuant to the resolutions passed by our Board on December 26, 2022 and Shareholders at the EGM held on January 2, 2023.

Further, pursuant to resolution of our Board dated December 30, 2022 and a resolution passed by the Shareholders dated September 20, 2024, he is entitled to receive a salary of up to ₹ 30.00 million per annum.

Managing Director

Manjeetsingh Gurbirsingh Sarna

Manjeetsingh Gurbirsingh Sarna is the Managing Director of our Company, and was appointed pursuant to the resolutions passed by our Board on December 26, 2022 and Shareholders at the EGM held on January 2, 2023.

Further, pursuant to resolution of our Board dated December 30, 2022 and a resolution passed by the Shareholders dated January 2, 2023, he is entitled to receive a salary of up to ₹ 7.20 million per annum.

Whole-Time Director

Rajkumar Singh

Rajkumar Singh is a Whole-Time Director of our Company, and was appointed pursuant to the resolutions passed by our Board on December 26, 2022 and Shareholders at the EGM held on January 2, 2023.

Further, pursuant to resolution of our Board dated May 26, 2025 and a resolution passed by the Shareholders dated May 30, 2025, he is entitled to receive a salary of ₹ 1.50 million per annum.

Our Company has paid the following compensation to our Executive Directors in Fiscal 2025:

S. No.	Name of Director	Total compensation (in ₹ million)
1.	Harjindersingh Jaswantsingh Sarna	22.20
2.	Manjeetsingh Gurbirsingh Sarna	7.20
3.	Rajkumar Singh	0.75

Terms of appointment of our Non-Executive Director and Independent Directors

Pursuant to the resolution dated December 26, 2022, passed by the Board, each Non-Executive Director and each Independent Director is entitled to receive ₹ 5,000 as the sitting fees for attending each meeting of the Board and their respective committees, along with reimbursement of travel and other incidental expenses.

Our Non-Executive Director, Hemang Thakorlal Desai, received no remuneration in Fiscal 2025.

The details of remuneration paid to our Independent Directors during Fiscal 2025 are as follows;

S. No.	Name of Director	Designation	Sitting Fees (in ₹ million)
1.	Ruta Krunal Vashi	Independent Director	0.02
2.	Tanvi Premal Desai	Independent Director	Nil
3.	Gautam Dave	Independent Director	Nil
4.	Prajapati Mulshankar Dhulabhai	Independent Director	0.07

Remuneration paid or payable to our Directors by Subsidiary or associate

As on the date of this Draft Red Herring Prospectus, none of our Directors have been paid remuneration by our Subsidiary, including any contingent or deferred compensation accrued for Fiscal 2025. Our Company does not have any associates.

Contingent or Deferred Compensation to our Directors

There is no contingent or deferred compensation payable to our Directors which does not form part of their remuneration.

Shareholding of Directors in our Company

As per our Articles of Association, our Directors are not required to hold any qualification shares.

Except as disclosed below, as on date of this Draft Red Herring Prospectus, none of our Directors hold any Equity Shares in our Company:

Sr. No.	Name of Director	Number of Equity Shares of face value of ₹ 2 each	Percentage shareholding (%)
1.	Harjindersingh Jaswantsingh Sarna	33,900,660	53.37
2.	Manjeetsingh Gurbirsingh Sarna	3,646,336	5.74
3.	Hemang Thakorlal Desai	65,359	0.10

Bonus or profit-sharing plan of our Directors

None of our Directors are party to any bonus or profit-sharing plan of our Company.

Interests of our Directors

All our Non-Executive Directors may be deemed to be interested to the extent of sitting fees payable to them for attending meetings of our Board and/or committees, the reimbursement of expenses payable to them, and incidental expenses as approved by our Board from time to time.

All Directors may be deemed to be interested to the extent of reimbursement of expenses payable to them, if any and the remuneration payable to such Directors as decided by the Board from time to time. Our Executive Directors are interested to the extent of remuneration, payable to them for services rendered as an officer or employee of our Company. Our Independent Directors are interested to the extent of the sitting fees.

Our Whole-Time Director and Chairman, Harjindersingh Jaswantsingh Sarna, has provided an unsecured loan to the Company. For further details, see "*Risk Factors – Our Company has unsecured loans which are repayable on demand. Any demand from lenders for repayment of such unsecured loans may adversely affect our cash flows*" and "*Restated Financial Information – Note 35*" on pages 45 and 269, respectively.

Our Directors may be interested to the extent of Equity Shares, if any, held by them, their relatives (together with other distributions in respect of Equity Shares), or held by the entities in which they are associated as partners, promoters, directors, proprietors, members or trustees, or that may be subscribed by or allotted to the companies, firms, ventures, trusts in which they are interested as promoters, directors, partners, proprietors, members or trustees, pursuant to the Issue and any dividend and other distributions payable in respect of such Equity Shares.

All the Directors may be deemed to be interested in the contracts, agreements/arrangements entered into or to be entered into by our Company with any company which is promoted by them or in which they hold directorships or any partnership firm in which they are partners in the ordinary course of business. Further, our Directors may be interested to the extent of any employee stock option schemes that may be formulated by our Company from time to time.

Interest of Directors in the promotion or formation of our Company

Except for Harjindersingh Jaswantsingh Sarna and Manjeetsingh Gurbirsingh Sarna, who are the Promoters of our Company, none of our Directors have any interest in the promotion or formation of our Company as on the date of this Draft Red Herring Prospectus Also see, "*Our Promoters and Promoter Group*" on page 223.

Interest in land and property

Our Directors do not have any interest in any property acquired or proposed to be acquired of or by our Company.

Further, our Directors do not have any interest in any transaction by our Company for acquisition of land, construction of building or supply of machinery during the three years preceding the date of this Draft Red Herring Prospectus.

Business interest

Except in the ordinary course of business and as disclosed in "*Restated Financial Information – Note 35*" at page 269, our Directors do not have any other business interest in our Company. Additionally, our Non-Executive Director, Hemang Thakorlal Desai is a proprietor of Dr. Hemang Laboratory with which our Company has related party transactions as disclosed in "*Restated Financial Information – Note 35*" on page 269 and he also leads the R&D team as disclosed in "*Our Business – Research and Development (R&D)*" on page 177.

Loans to Directors

Our Directors have not availed any loans from our Company.

Other confirmations

Our Directors have no conflict of interest with the suppliers of raw materials and third party service providers (crucial for operations of the Company) and the lessors of immovable property of the Company (crucial for operations of the Company).

Changes to our Board in the last three years

The changes in our Board during the three years immediately preceding the date of this Draft Red Herring Prospectus are as set out below:

Name	Date of Appointment/ Change/ Cessation/Reappointment/Regularisation	Reason
Tanvi Premal Desai	May 30, 2025	Regularisation as an Independent Director

Name	Date of Appointment/ Change/ Cessation/Reappointment/Regularisation	Reason
Gautam Dave	May 30, 2025	Regularisation as an Independent Director
Tanvi Premal Desai	February 3, 2025	Appointed as an Additional Independent Director
Gautam Dave	February 3, 2025	Appointed as an Additional Independent Director
Ruta Krunal Vashi	September 20, 2024	Appointed as an Independent Director
Ruta Krunal Vashi	January 10, 2024	Appointed as an Additional Independent Director
Tanvi Premal Desai	November 2, 2023	Resignation as an Independent Director
Hemang Thakorlal Desai	June 27, 2023	Redesignated as a Non-Executive Director
Prajapati Mulshankar Dhulabhai	June 27, 2023	Appointed as an Independent Director
Tanvi Premal Desai	June 27, 2023	Appointed as an Independent Director
Hemang Thakorlal Desai	April 24, 2023	Appointed as a Whole-Time Director
Harjindersingh Jaswantsingh Sarna	January 2, 2023	Redesignated as a Whole-Time Director
Manjeetsingh Gurbirsingh Sarna	January 2, 2023	Redesignated as the Managing Director
Rajkumar Singh	January 2, 2023	Redesignated as a Whole-Time Director
Prajapati Mulshankar Dhulabhai	December 26, 2022	Appointed as an Additional Independent Director
Tanvi Premal Desai	December 26, 2022	Appointed as an Additional Independent Director
Manjeetsingh Gurbirsingh Sarna	September 30, 2022	Redesignated as an Executive Director
Rajkumar Singh	September 30, 2022	Regularised as an Executive Director

Corporate Governance

The provisions of the Companies Act, 2013 along with the SEBI Listing Regulations, with respect to corporate governance, will be applicable to our Company immediately upon the listing of the Equity Shares on the Stock Exchanges. Our Company is in compliance with the requirements of the applicable regulations in respect of corporate governance in accordance with the SEBI Listing Regulations, and the Companies Act, 2013, pertaining to the constitution of the Board and committees thereof and formulation and adoption of policies. Our Company undertakes to take all necessary steps to continue to comply with all the requirements of SEBI Listing Regulations and the Companies Act, 2013.

Committees of our Board

In terms of the SEBI Listing Regulations and the provisions of the Companies Act, 2013, our Company has constituted the following Board-level committees:

(a) Audit Committee;

(b) Nomination and Remuneration Committee;

(c) Stakeholders' Relationship Committee;

(d) Corporate Social Responsibility Committee;

(e) Risk Management Committee; and

(f) IPO Committee.

Audit Committee

The Audit Committee was re-constituted by our Board on January 10, 2024 pursuant to a resolution passed by our Board at its meeting held on January 10, 2024. The Audit Committee is in compliance with Section 177 of the Companies Act and Regulation 18 of the SEBI Listing Regulations.

The members of the Audit Committee are:

Name of the Director	Position in the Committee	Designation
Prajapati Mulshankar Dhulabhai	Chairperson	Independent Director
Ruta Krunal Vashi	Member	Independent Director
Harjindersingh Jaswantsingh Sarna	Member	Whole-Time Director and Chairman

The terms of reference of the Audit Committee are as follows:

1. Overseeing the Company's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;

2. Recommending to the Board the appointment, re-appointment, replacement, remuneration and terms of appointment of the statutory auditor and the fixation of the audit fee of the Company;

3. Reviewing and monitoring the statutory auditor's independence and performance, and effectiveness of audit process;

4. Approving payments to statutory auditors for any other services rendered by the statutory auditors;

5. Formulating a policy on related party transactions, which shall include materiality of related party transactions

6. 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 (c) of sub-section 3 of Section 134 of the Companies Act;

   (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.

7. Reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;

8. 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 utilised for purposes other than those stated in the issue document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter. This also includes monitoring the use/application of the funds raised through the proposed initial public offer by the Company;

9. Approval or any subsequent modifications of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed

   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 applicable Accounting Standards and/or the Companies Act, 2013*;

10. Reviewing, at least on a quarterly basis, the details of the related party transactions entered into by the Company pursuant to each of the omnibus approvals given;

11. Scrutinising of inter-corporate loans and investments;

12. Valuation of undertakings or assets of the Company, wherever it is necessary;

13. Evaluating of internal financial controls and risk management systems;

14. Establishing a vigil mechanism for directors and employees to report their genuine concerns or grievances, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

15. Reviewing, with the management, the performance of statutory and internal auditors, and adequacy of the internal control systems;

16. Reviewing the adequacy of internal audit function if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

17. Discussing with internal auditors on any significant findings and follow up thereon;

18. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

19. Discussing with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

20. Recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;

21. Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

22. Reviewing the functioning of the whistle blower mechanism;

23. Approving the appointment of the chief financial officer or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background, etc. of the candidate;

24. Monitoring the end use of funds raised through public issues and related matters;

25. Overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;

26. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and any other terms of reference as may be decided by the Board and/or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority;

27. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in any subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as per applicable law;

28. Formulating a policy on related party transactions, which shall include materiality of related party transactions;

29. Recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services; and

30. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

31. To formulate, review and make recommendations to the Board to amend the Terms of Reference of Audit Committee from time to time;

32. Carrying out any other functions required to be carried out by the Audit Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee was re-constituted by our Board on January 10, 2024 pursuant to a resolution passed by our Board at its meeting held on January 10, 2024. The Nomination and Remuneration Committee is in compliance with Section 178 of the Companies Act and Regulation 19 of the SEBI Listing Regulations.

The members of the Nomination and Remuneration Committee are:

Name of the Director	Position in the Committee	Designation
Prajapati Mulshankar Dhulabhai	Chairperson	Independent Director
Ruta Krunal Vashi	Member	Independent Director
Hemang Thakorlal Desai	Member	Non-Executive Director

The terms of reference of the Nomination and Remuneration Committee are as follows:

1. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

   The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

   i. the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

   ii. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

   iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;

2. For every appointment of an independent director, 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:

   i. use the services of an external agencies, if required;

   ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and

   iii. consider the time commitments of the candidates

3. Formulating of criteria for evaluation of the performance of the independent directors and the Board;

4. Devising a policy on Board diversity;

5. Identifying persons who qualify to become directors or who may be appointed in senior management in accordance with the criteria laid down, recommending to the Board their appointment and removal, and carrying out evaluations of every director's performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

6. Determining 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;

7. Carrying out any other functions required to be carried out by the Nomination and Remuneration Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time;

8. Analysing, monitoring and reviewing various human resource and compensation matters;

9. Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

10. Determining the company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

11. Determining compensation levels payable to the senior management personnel and other staff (as deemed necessary), which shall be market-related, usually consisting of a fixed and variable component;

12. Reviewing and approving compensation strategy from time to time in the context of the then current Indian market in accordance with applicable laws;

13. Performing such functions as are required to be performed by the compensation committee under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended;

14. Framing suitable policies and systems to ensure that there is no violation, by an employee of any applicable laws in India or overseas, including:

(i) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended; or

(ii) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 2003, as amended.

15. Performing such other activities as may be delegated by the Board and/or specified/provided under the Companies Act, the Listing Regulations or by any other regulatory authority; and

16. Recommend to the Board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee was constituted by our Board on May 26, 2025 pursuant to a resolution passed by our Board at its meeting held on May 26, 2025. The scope and function of the Stakeholders' Relationship Committee is in accordance with Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations.

The members of the Stakeholders' Relationship Committee are:

Name of the Director	Position in the Committee	Designation
Tanvi Premal Desai	Chairperson	Independent Director
Harjindersingh Jaswantsingh Sarna	Member	Whole-Time Director and Chairman
Manjeetsingh Gurbirsingh Sarna	Member	Managing Director

The terms of reference of the Stakeholders Relationship Committee are as follows:

1. Consider and resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares non-receipt of share certificates and review of cases for refusal of transfer/transmission of shares and debentures, dematerialisation and re-materialisation of shares, non-receipt of balance sheet, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings, etc.;

2. Review of measures taken for effective exercise of voting rights by shareholders.

3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;

4. Considering and specifically looking into various aspects of interest of shareholders, debenture holders and other security holders;

5. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

6. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;

7. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from shareholders from time to time;

8. To approve, register, refuse to register transfer or transmission of shares and other securities and debentures, dematerialisation of shares and re-materialisation of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;

9. To sub-divide, consolidate and or replace any share or other securities certificate(s) of the Company;

10. Allotment and listing of shares;

11. To authorise affixation of common seal of the Company;

12. To issue duplicate share or other security(ies) certificate(s) in lieu of the original share/security(ies) certificate(s) of the Company;

13. To approve the transmission of shares or other securities arising as a result of death of the sole/any joint shareholder;

14. To dematerialize or rematerialize the issued shares;

15. Ensure proper and timely attendance and redressal of investor queries and grievances;

16. Carrying out any other functions contained in the Companies Act, 2013 and/or equity listing agreements (if applicable), as and when amended from time to time; and

17. To further delegate all or any of the power to any other employee(s), officer(s), representative(s), consultant(s), professional(s), or agent(s).

Corporate Social Responsibility Committee

Our Corporate Social Responsibility Committee was re-constituted by our Board on January 10, 2024 pursuant to a resolution passed by our Board at its meeting held on January 10, 2024. The Corporate Social Responsibility Committee is in compliance with Section 135 of the Companies Act.

The members of the Corporate Social Responsibility Committee are:

Name of the Director	Position in the Committee	Designation
Harjindersingh Jaswantsingh Sarna	Chairperson	Whole-Time Director and Chairman
Manjeetsingh Gurbirsingh Sarna	Member	Managing Director
Ruta Krunal Vashi	Member	Independent Director

The terms of reference of the Corporate Social Responsibility Committee include the following:

1. To formulate and recommend to the Board of Directors, the CSR Policy, indicating the CSR activities to be undertaken as specified in Schedule VII of the Companies Act, 2013, as amended;

2. formulate and recommend an annual action plan in pursuance of its Corporate Social Responsibility Policy which shall list the projects or programmes undertaken, manner of execution of such projects, modalities of utilisation of funds, monitoring and reporting mechanism for the projects. The plan shall include the following:

    a. the list of corporate social responsibility projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act;

    b. the manner of execution of such projects or programmes as specified in the rules notified under the Companies Act;

    c. the modalities of utilisation of funds and implementation schedules for the projects or programmes;

    d. monitoring and reporting mechanism for the projects or programmes; and

    e. details of need and impact assessment, if any, for the projects undertaken by the Company

    f. identify corporate social responsibility policy partners and corporate social responsibility policy programmes;

3. delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;

4. review and monitor the implementation of corporate social responsibility programmes and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

5. To recommend the amount of expenditure to be incurred on the CSR activities, at least two per cent. of the average net profits of the company made during the three immediately preceding financial years or where the company has not completed the period of three financial years since its incorporation, during such immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy;

6. To monitor the CSR Policy and its implementation by the Company from time to time;

7. To perform such other functions or responsibilities and exercise such other powers as may be conferred upon the CSR Committee in terms of the provisions of Section 135 of the Companies Act, 2013, as amended and the rules framed thereunder.

Risk Management Committee

Our Risk Management Committee was constituted by our Board on May 26, 2025 pursuant to a resolution passed by our Board at its meeting held on May 26, 2025. The Risk Management Committee is in compliance with Regulation 21 of the SEBI Listing Regulations.

The members of the Risk Management Committee are:

Name of the Director	Position in the Committee	Designation
Gautam Dave	Chairperson	Independent Director
Tanvi Premal Desai	Member	Independent Director
Manjeetsingh Gurbirsingh Sarna	Member	Managing Director

The terms of reference of the Risk Management Committee include the following:

1. To formulate a detailed risk management policy which shall include:

   a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

   b. Measures for risk mitigation including systems and processes for internal control of identified risks.

   c. Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee; and

7. Any other similar or other functions as may be laid down by Board from time to time and/or as may be required under applicable law, as and when amended from time to time, including the SEBI Listing Regulations]

IPO Committee

Our IPO Committee was constituted by our Board on May 26, 2025 pursuant to a resolution passed by our Board at its meeting held on May 26, 2025.

The members of the IPO Committee are:

Name of the Director	Position in the Committee	Designation
Harjindersingh Jaswantsingh Sarna	Chairperson	Whole-Time Director and Chairman
Manjeetsingh Gurbirsingh Sarna	Member	Managing Director
Ruta Krunal Vashi	Member	Independent Director

The terms of reference of the IPO Committee include the following:

1. To make applications, seek clarifications, obtain approvals and seek exemptions, if necessary, from the Government of India, SEBI, the RBI, the RoC or to any other statutory or governmental authorities in connection with the Issue as may be required and accept on behalf of the Board such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions as may be required, and wherever necessary, incorporate such modifications / amendments as may be required in the DRHP, RHP and the Prospectus;

2. To finalise, settle, approve, adopt and file the DRHP with the SEBI, the RHP and the Prospectus with the SEBI, relevant stock exchanges where the equity shares are proposes to be listed, RoC, and other regulatory authorities

(including the preliminary and final international wrap, and amending, varying, supplementing or modifying the same, or providing any notices, clarifications, reply to observations, addenda, or corrigenda thereto, together with any summaries thereof as may be considered desirable or expedient), the bid cum application forms, abridged prospectus, confirmation of allocation notes and any other document in relation to the Issue as finalised by the Company, and take all such actions in consultation with the BRLM as may be necessary for the submission and filing of the documents mentioned above, including incorporating such alterations/corrections/modifications as may be required by the SEBI, Stock Exchanges, the RoC or any other relevant governmental and statutory authorities or otherwise under applicable laws;

3. To decide in consultation with the BRLM on the timing, pricing and all the terms and conditions of the Issue, including the price band, Issue price, Issue size, allocation/allotment to eligible persons pursuant to the Issue, including any anchor investors and to accept any amendments, modifications, variations or alterations thereto, and/or reservation on a competitive basis, and rounding off, if any, in the event of oversubscription and in accordance with applicable laws, and/or any discount to be offered to retail individual bidders or eligible employees participating in the Issue;

4. To appoint, instruct and enter into arrangements with the BRLM, and in consultation with BRLM appoint, and enter into agreements with intermediaries, co-managers, underwriter to the Issue, syndicate members to the Issue, brokers to the Issue, escrow collection bankers to the Issue, auditors, independent chartered accountants, refund bankers to the Issue, public issue account bankers to the Issue, sponsor bank, registrar, grading agency, industry expert, legal advisors, advertising agency(ies), monitoring agency and any other agencies or persons or intermediaries to the Issue, including any successors or replacements thereof, and to negotiate and finalise and amend the terms of their appointment, including but not limited to execution of the mandate letters and/ or agreements, and to terminate agreements or arrangements with such BRLM and intermediaries;

5. To authorise the maintenance of a register of holders of the Equity Shares;

6. To negotiate, finalise and settle and to execute where applicable and deliver or arrange the delivery of the BRLM's mandate or fee/ engagement letter, Issue agreement, syndicate agreement, underwriting agreement, cash escrow agreement, monitoring agency agreement, agreements with the registrar of the Issue and the advertising agency(ies) and all other documents, deeds, agreements, memorandum of understanding and other instruments, legal advisors, auditors, Stock Exchanges, BRLM and other agencies/ intermediaries in connection with the Issue and any notices, supplements, addenda and corrigenda thereto, as may be required or desirable in relation to the Issue, with the power to authorise one or more officers of the Company to negotiate, execute and deliver any or all of the these documents;

7. To open with the bankers to the Issue such accounts as may be required by the regulations issued by SEBI and operate bank accounts opened separate in terms of the escrow agreement with a scheduled bank to receive applications along with application monies, handling refunds and for the purposes set out in Section 40(3) of the Companies Act, 2013, as amended, in respect of the Issue, and to authorise one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;

8. To seek, if required, the consent and/or waiver of the lenders to the Company and/or lenders to the subsidiary (if applicable), industry data provider, parties with whom the Company has entered into various commercial and other agreements, all concerned governmental and regulatory authorities in India or outside India and any other consents and/or waivers that may be required in relation to the Issue;

9. To approve any corporate governance requirements that may be considered necessary by the Board or the IPO Committee or as may be required under the Applicable Laws or the uniform listing agreement to be entered into by the Company with the relevant stock exchanges, and to approve policies to be formulated under the Companies Act, 2013, as amended and the regulations prescribed by SEBI including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, ("SEBI ICDR Regulations") the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, (given the proposed listing of the Company);

10. To authorise and approve, the incurring of expenditure and payment of fees, commissions, brokerage, remuneration and expenses in connection with the Issue;

11. To determine and finalise, in consultation with the BRLM, the bid opening and bid closing dates (including bid opening and bid closing dates for anchor investors), the floor price/price band for the Issue and minimum bid lot for the purpose of bidding, (including anchor investors Issue price), any revision to the price band and the final Issue price after bid closure, total number of Equity Shares to be reserved for allocation to eligible investors, approve the basis of allotment and confirm allocation/allotment of the Equity Shares to various categories of persons as disclosed in the DRHP, the RHP and the Prospectus, in consultation with the BRLM and do all such acts and things as may be necessary and

expedient for, and incidental and ancillary to the Issue including any alteration, addition or making any variation in relation to the Issue;

12. To issue receipts/allotment letters/confirmation of allotment notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the tradability and free transferability thereof as per market practices and regulations, including listing on one or more stock exchange(s), with power to authorise one or more officers of the Company to sign all or any of the aforestated documents;

13. To authorise and approve notices, advertisements in such newspapers and other media as it may deem fit and proper in relation to the Issue, in consultation with the relevant intermediaries appointed for the Issue in accordance with the SEBI ICDR Regulations, Companies Act, 2013, as amended;

14. To do all such acts, deeds, matters and things and execute all such other documents, agreements, forms, certificates, undertakings, letters and instruments, as may deem necessary or desirable for such purpose, including without limitation, finalise the basis of allocation and to allot the shares to the successful allottees as permissible in law, issue of share certificates in accordance with the relevant rules;

15. To make any alteration, addition, or variation in relation to the Issue, in consultation with the BRLM or SEBI or such other authorities as may be required, and without prejudice to the generality of the aforesaid, deciding the exact Issue structure and the exact component of issue of Equity Shares;

16. To do all such acts, deeds and things as may be required to dematerialise the Equity Shares and to sign agreements and/or such other documents as may be required with the National Securities Depository Limited, the Central Depository Services (India) Limited and such other agencies, authorities or bodies as may be required in this connection;

17. To withdraw the DRHP, RHP and the Issue at any stage, if deemed necessary, in accordance with the SEBI ICDR Regulations and Applicable Laws and in consultation with the BRLM;

18. To negotiate, finalise, sign, execute, deliver and complete the Issue agreement, syndicate agreement, escrow and sponsor bank agreement, underwriting agreement, agreements with the Registrar to the Issue and the advertising agency(ies) and all notices, Issue documents (including draft red herring prospectus, red herring prospectus and prospectus) agreements, letters, applications, other documents, papers or instruments (including any amendments, changes, variations, alterations or modifications thereto) in relation to the Issue.

19. To make in-principle and final applications for listing of the Equity Shares in one or more recognised stock exchange(s) in India and to execute and to deliver or arrange the delivery of necessary documentation to the concerned stock exchange(s);

20. To authorize and empower any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorney, declarations, affidavits, certificates, consents and authorities as may be required from time to time in relation to the Issue and to do such acts, deeds and things as such authorised person in his/her/their absolute discretion may deem necessary or desirable in connection with the issue and allotment/transfer of the Equity Shares, for and on behalf of the Company, to execute and deliver, on a several basis, any agreements and arrangements as well as amendments or supplements thereto that the Authorized Officer(s) consider necessary, appropriate or advisable, in connection with the Issue, including, without limitation, engagement letter(s), memoranda of understanding, the listing agreement(s) with the stock exchange(s), the registrar agreement and memorandum of understanding, the depositories' agreements, the Issue agreement with the BRLM (and other entities as appropriate), the underwriting agreement, the syndicate agreement with the BRLM and syndicate members, the stabilization agreement, the escrow and sponsor bank agreement, confirmation of allocation notes, allotment advice, placement agents, registrar to the Issue, bankers to the Company, managers, underwriter, escrow agents, accountants, auditors, legal counsel, depositories, advertising agency(ies), syndicate members, brokers, escrow collection bankers, auditors, grading agency and all such persons or agencies as may be involved in or concerned with the Issue, if any, and to make payments to or remunerate by way of fees, commission, brokerage or the like or reimburse expenses incurred in connection with the Issue by the BRLM and to do or cause to be done any and all such acts or things that the Authorized Officer(s) may deem necessary, appropriate or desirable in order to carry out the purpose and intent of the foregoing resolutions for the Issue; and any such agreements or documents so executed and delivered and acts and things done by any such Authorized Officer(s) shall be conclusive evidence of the authority of the Authorized Officer and the Company in so doing.;

21. To determine the utilization of proceeds of the Fresh Issue and accept and appropriate proceeds of the Fresh Issue in accordance with the Applicable Laws;

22. To determine the price at which the Equity Shares are issued, allocated, transferred and/or allotted to investors in the Issue in accordance with applicable regulations in consultation with the BRLM and/or any other advisors, and determine the discount, if any, proposed to be issued to eligible categories of investors;

23. To settle all questions, difficulties or doubts that may arise in regard to such issues or allotment and matters incidental thereto as it may, deem fit and to delegate such of its powers as may be deemed necessary to the officials of the Company;

24. All actions as may be necessary in connection with the Issue, including extending the Bid/Issue period, revision of the Price Band; and

25. To decide all matters regarding the Pre-IPO Placement if any, including the execution of the relevant documents with the investors, in consultation with the BRLM.

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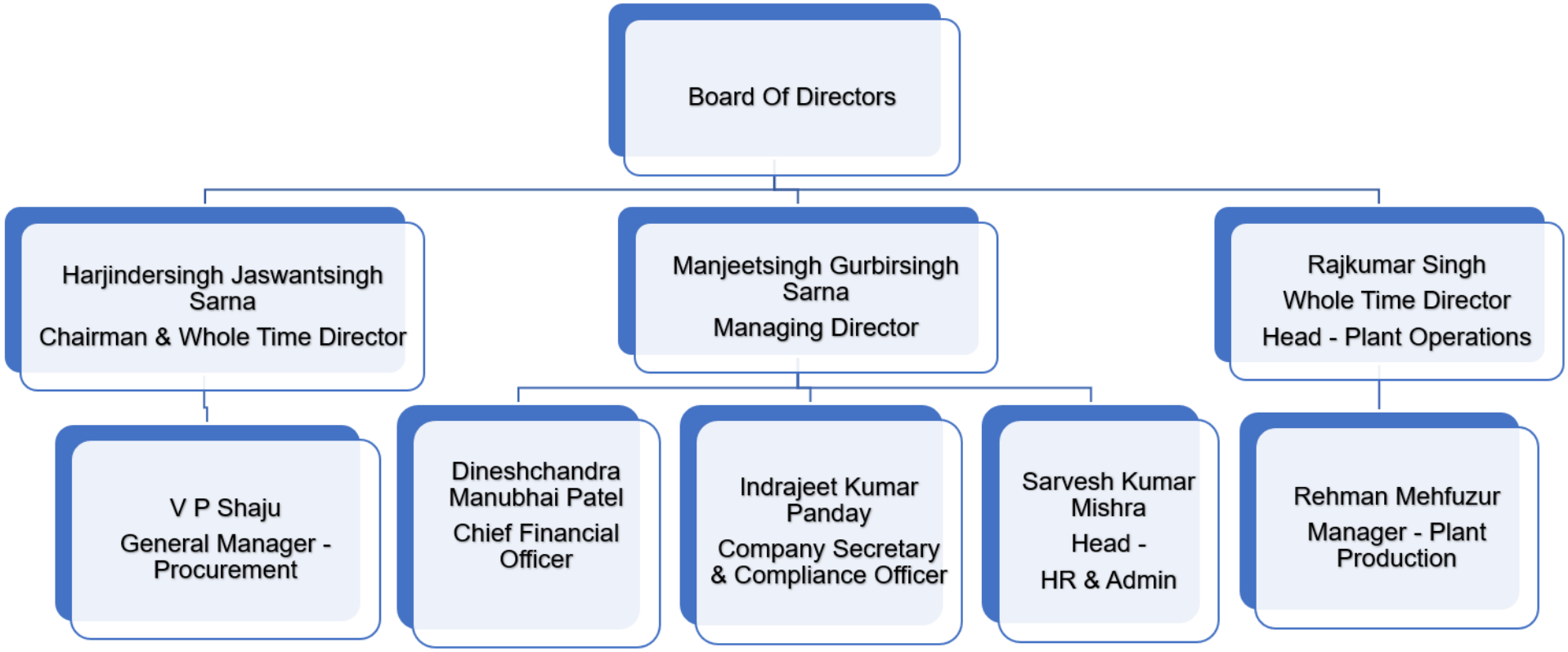
Management organization chart



Key Managerial Personnel and Senior Management Personnel

Key Managerial Personnel

In addition to Harjindersingh Jaswantsingh Sarna, Whole-Time Director and Chairman, Manjeetsingh Gurbirsingh Sarna, Managing Director, and Rajkumar Singh, Whole-Time Director, whose details are disclosed under '*Our Management – Brief profile of our Directors*' on page 206, the details of our other Key Managerial Personnel as on the date of this Draft Red Herring Prospectus are as set out below:

Indrajeet Kumar Panday is the Company Secretary and Compliance Officer of our Company. He was appointed on November 8, 2021. He holds a bachelor's degree in commerce from North Bengal University. He is a member of the Institute of Company Secretaries of India. He was previously associated with Fine-Line Circuits Limited as a company secretary and compliance officer. He has cumulative experience of six years, out of which three years has been with our Company. During Fiscal 2025, he received a remuneration of ₹ 0.53 million.

Dineshchandra Manubhai Patel is the Chief Financial Officer of our Company and was appointed on November 21, 2022. He holds a bachelor's degree in commerce from South Gujarat University. He also holds an Intermediate Examination certificate from the Institute of Chartered Accountants of India. He has been previously associated with M/s V.R. Desai & Associates, Chartered Accountant and with M/s CS Fine Interchem Private Limited. Prior to his appointment as the Chief Financial Officer our Company, he was associated with our Company as the accounts manager from March 2007 to June 2015. He has cumulative experience of 30 years, out of which 10 years has been with our Company. During Fiscal Year 2025, he received a remuneration of ₹ 2.72 million.

Senior Management Personnel

Other than Indrajeet Kumar Panday, our Company Secretary and Compliance Officer and Dineshchandra Manubhai Patel, our Chief Financial Officer, our Key Managerial Personnel whose details are mentioned above, the details of our other Senior Management Personnel as on the date of this Draft Red Herring Prospectus are as set out below:

Sarvesh Kumar Mishra is the Head – HR and Admin, of our Company and has been associated with us since November 1, 2022. He has a bachelor's degree in arts from the University of Allahabad, and a master's degree in arts from the University of Lucknow. He has previously been associated with Richter Themis Medicare (I) Private Limited, Vidyut Corporation, Alkem Laboratories Limited, Dorf Ketal Chemicals (I) Private Limited, Sarna Chemicals Private Limited, Prince Corp Private Limited, Unimark Remedies Limited, Survival Technologies Private Limited in various roles within the human resources department and has nine years of cumulative experience, out of which three years has been with our Company. For Fiscal 2025, he was paid an aggregate compensation of ₹ 0.69 million.

Rehman Mehfuzur is the Manager – Plant Production, of our Company and has been associated with us since March 5, 2022. He has a bachelor's degree in science from Barkatullah Vishwavidyalaya, Bhopal. He has previously been associated with IPCA Laboratories Limited as a senior manager, production and has over 23 years of experience in the chemical industry, out of which three years has been with our Company. For Fiscal 2025, he was paid an aggregate compensation of ₹ 1.49 million.

V. P. Shaju is the General Manager – Procurement and has been associated with our Company since April 2, 2007. He has a bachelor's degree in commerce from University of Calicut. He has experience of over 32 years in the chemical industry, with our Company. For Fiscal 2025, he was paid an aggregate compensation of ₹ 1.33 million.

Retirement and termination benefits

Except applicable statutory benefits, none of our Key Managerial Personnel or Senior Management Personnel would receive any benefits on their retirement or on termination of their employment with our Company.

Relationship among Key Managerial Personnel and/or Senior Management Personnel

None of our Key Managerial Personnel or Senior Management Personnel are related to any of our Directors or other Key Managerial Personnel or Senior Management Personnel, other than as disclosed under '*Our Management – Confirmations*' on page 207.

Arrangements and understanding with major Shareholders, customers, suppliers or others

None of our Key Managerial Personnel or Senior Management Personnel have been selected pursuant to any arrangement or understanding with any major Shareholders, customers or suppliers of our Company, or others.

Status of Key Managerial Personnel and Senior Management Personnel

All our Key Managerial Personnel and Senior Management are permanent employees of our Company.

Attrition of Key Managerial Personnel and Senior Management vis-à-vis industry

The rate of attrition of our Key Managerial Personnel and Senior Management is not high in comparison to the industry in which we operate.

Shareholding of Key Managerial Personnel and Senior Management Personnel

Except as mentioned under '-*Shareholding of Directors in our Company*' on page 208 above, none of our Key Managerial Personnel and Senior Management Personnel hold any Equity Shares as on the date of this Draft Red Herring Prospectus.

Service contracts with Key Managerial Personnel and Senior Management Personnel

Our Key Managerial Personnel and Senior Management Personnel are governed by the terms of their appointment letters/ employment contracts and have not entered into any service contracts with our Company.

Contingent and deferred compensation payable to Key Managerial Personnel and Senior Management Personnel

There is no contingent or deferred compensation payable to the Key Managerial Personnel and Senior Management Personnel, which does not form part of their remuneration.

Bonus or profit-sharing plan of the Key Managerial Personnel and Senior Management Personnel

None of our Key Managerial Personnel and Senior Management Personnel are party to any bonus or profit-sharing plan of our Company other than performance based discretionary incentives given to the Key Managerial Personnel and Senior Management Personnel.

Interests of Key Managerial Personnel and Senior Management Personnel

Other than as disclosed in "*Our Management – Interest of our Directors*" on page 209, our Key Managerial Personnel (other than our Directors) and our Senior Management Personnel are interested in our Company to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them during the ordinary course of their service. Further, our Whole-Time Director and Chairman, Harjindersingh Jaswantsingh Sarna, and Managing Director, Manjeetsingh Gurbirsingh Sarna are interested to the extent of the Equity Shares held by them, their relatives or by entities in which they are associated as a director and to the extent of benefits arising out of such shareholding.

Other as disclosed in "*Our Management – Interests of our Directors – Other conformations*", our Key Managerial Personnel and Senior Management have no conflict of interest with the suppliers of raw materials and third party service providers (crucial for operations of the Company) and the lessors of immovable property of the Company (crucial for operations of the Company).

Changes in the Key Managerial Personnel or Senior Management Personnel in last three years

Other than as disclosed in "*Our Management – Changes to our board in last three years*" on page 209, the changes in our Key Managerial Personnel and our Senior Management Personnel during the 3 years immediately preceding the date of this Draft Red Herring Prospectus, are set out below:

Name	Designation	Date of appointment/ resignation	Reason
V.P. Shaju	General Manager – Procurement	January 1, 2023	Redesignated
Dineshchandra Manubhai Patel	Chief Financial Officer	November 21, 2022	Redesignated
Sarvesh Kumar Mishra	Head – HR and Admin	November 1, 2022	Appointment

Payment or benefit to officers of our Company

No non-salary related amount or benefit has been paid or given within the two preceding years or intended to be paid or given to any officer of our Company, including our Directors, Key Managerial Personnel and Senior Management Personnel other than in the ordinary course of their employment.

Employee Stock Option

As on the date of this Draft Red Herring Prospectus, our Company does not have an employee stock option plan.

OUR PROMOTERS AND PROMOTER GROUP

Our Promoters

The Promoters of our Company are Harjindersingh Jaswantsingh Sarna, Narendrakaur H. Sarna and Manjeetsingh Gurbirsingh Sarna.

As on the date of this Draft Red Herring Prospectus, our Promoters cumulatively hold 48,048,927 Equity Shares, representing 75.64% of the paid-up Equity Share capital of our Company. For further details, please see the section titled "*Capital Structure – Details of Build-up, Contribution and Lock-in of Promoters' Shareholding and Lock-in of other Equity Shares*", on page 82.

Details of our Promoters

	Harjindersingh Jaswantsingh Sarna, aged 58 years, is a Promoter, and is also the Chairman and Whole-Time Director of our Company. He is a resident of 311/1 Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C., Vapi, Pardi, Gujarat – 396 195, India. ***Permanent account number***: AEQPS7490L For the complete profile of Harjindersingh Jaswantsingh Sarna, along with details of his educational qualifications, professional experience, position/posts held in the past and directorships held, see "*Our Management – Board of Directors*" on page 204.
	Narendrakaur H. Sarna born on November 6, 1968, aged 56 years, is a citizen of India. She resides at 311/1 Sarna House Saurabh Soc, Near Gunjan Cinema, G.I.D.C., Vapi, Pardi, Gujarat – 396.195, India. She holds a bachelor's degree in arts from Kanpur University. Previously, she was on the Board of our Company from July 7, 1992 till February 12, 2017. Subsequent to her resignation as the Director of the Company, she was designated as the Chief Administrator on April 3, 2018, in the Administration Department of our Company for over four years and was responsible until August 30, 2022, for heading the administration department. ***Permanent account number***: ADYPB0163G
	Manjeetsingh Gurbirsingh Sarna, aged 43 years, is a Promoter, and is also the Managing Director of our Company. He is a resident of 311/1, Sarna House Saurabh Soc, Near Gunjan Cinema, GIDC, Vapi, Pardi, Valsad, Gujarat- 396 195, India. ***Permanent account number***: BALPS1873B For the complete profile of Manjeetsingh Gurbirsingh Sarna, along with details of his educational qualifications, professional experience, position/posts held in the past and directorships held, see "*Our Management – Board of Directors*" on page 204.

Our Company confirms that the permanent account numbers, bank account numbers, passport numbers, Aadhaar card numbers and driving license numbers of our Promoters, to the extent applicable, shall be submitted to the Stock Exchanges at the time of filing this Draft Red Herring Prospectus.

Other ventures of our Promoters

Other than as disclosed in "*Our Promoters and Promoter Group*" and "*Our Management*" on pages 223 and 204, respectively, our Promoters are not involved in any other ventures.

Change in the management and control of our Company

Harjindersingh Jaswantsingh Sarna and Narendrakaur H. Sarna are the original promoters of our Company. There has been no change in control of our Company in the five years preceding the date of this Draft Red Herring Prospectus. Pursuant to a resolution passed by the Board of Directors dated May 26, 2025, Manjeetsingh Gurbirsingh Sarna has been identified as a Promoter of our Company, along with Harjindersingh Jaswantsingh Sarna and Narendrakaur H. Sarna. For details in relation to the shareholding of our Promoters and Promoter Group, and changes in the shareholding of our Promoters, including in the five years preceding the date of this Draft Red Herring Prospectus, see "*Capital Structure*" on page 77.

Interests of our Promoters

Our Promoters are interested in our Company to the extent: (i) that they have promoted our Company; (ii) of their direct and indirect shareholding in our Company, the shareholding of their relatives; (iii) of their directorship in our Company; and (iv) of their remuneration and employment benefits for being the directors in our Company. For further details, see "*Capital Structure - Details of Build-up, Contribution and Lock-in of Promoters' Shareholding and Lock-in of other Equity Shares - Build-up of Promoters' equity shareholding in our Company*" on page 82. Additionally, our Promoters may be interested in transactions entered into by our Company with them, their relatives or other entities which are controlled by our Promoters.

Our Promoter, Harjindersingh Jaswantsingh Sarna, has also provided an unsecured loan to our Company. For further details, see "*Risk Factors – Our Company has unsecured loans which are repayable on demand. Any demand from lenders for repayment of such unsecured loans may adversely affect our cash flows*" and "*Restated Financial Information – Note 35*" on pages 45 and 269, respectively.

Our Promoters are not interested as a member of a firm or company and no sum has been paid or agreed to be paid to our Promoters or to any such firm or company in cash or shares or otherwise by any person either to induce them to become, or to qualify them as, a director, or otherwise, for services rendered by such Promoters or by such firm or company in connection with the promotion or formation of our Company.

Interest in property, land, construction of building and supply of machinery

Except as disclosed below and as disclosed in "*Restated Financial Information – Note 35*" on page 269, our Promoters do not have an interest in any property acquired by our Company during the three preceding years immediately preceding the date of this Draft Red Herring Prospectus or proposed to be acquired by our Company, or in any transaction by our Company for acquisition of land, construction of building or supply of machinery:

1. Our Company has entered into a deed of assignment dated January 8, 2024, by which our Promoter, Narendrakaur H. Sarna, has assigned the leasehold rights of the land on which our Warehouse 1 is situated to our Company. For further details, please see "*Our Business – Properties*" on page 182; and

2. Our Company has entered into an agreement for sale dated June 26, 2023, with our Promoter, Narendrakaur H. Sarna for the land on which our Warehouse 2 is situated. For further details, please see "*Our Business – Properties*" on page 182.

Payment or benefits to Promoters or Promoter Group

Except as disclosed herein and as stated in "*Restated Financial Information – Note 35*" and *"Our Management- Terms of Appointment of the Executive Directors of our Company"* on pages 269 and 207, respectively, there has been no payment or benefits by our Company to our Promoters or any of the members of the Promoter Group during the two years preceding the date of this Draft Red Herring Prospectus nor is there any intention to pay or give any benefit to our Promoters or Promoter Group as on the date of this Draft Red Herring Prospectus.

Companies or firms with which our Promoters have disassociated in the last three years

Our Promoters have not dissociated themselves from any companies or firms in the three years preceding the date of this Draft Red Herring Prospectus.

Material guarantees

As on the date of this Draft Red Herring Prospectus, our Promoters have not given any material guarantee to any third party with respect to the Equity Shares.

Confirmations

Our Promoters and Promoter Group have no conflict of interest with the suppliers of raw materials and third-party service providers (crucial for operations of the Company) and the lessors of immovable property of the Company (crucial for operations of the Company).

For further details, see "*Other Regulatory and Statutory Disclosures – Prohibition by the SEBI or other governmental authorities*" on page 326.

Promoter Group

In addition to our Promoters, the individuals and entities that form a part of the Promoter Group of our Company in terms of Regulation 2(1) (pp) of the SEBI ICDR Regulations are set out below:

Natural persons who are part of our Promoter Group

The natural persons who are part of our Promoter Group, other than our Promoters, are as follows:

Name of the Promoter	Name of member of our Promoter Group	Relationship with our Promoter
Harjindersingh Jaswantsingh Sarna	Narendrakaur H. Sarna	Spouse
	Gurbirsingh Jasvantsingh Sarna	Brother
	Savindersingh Jaswantsingh Sarna	
	Amarjeet Kaur	Sister
	Gursharan Kaur Chadha	
	Surjeet Kaur	
	Samardeepsingh Sarna	Son
	Mankhush Kaur Sarna	Daughter
	Amolak Singh Bedi	Spouse's father
	Jagjeet Kaur	Spouse's mother
	Jasvinder Singh Bedi	Spouse's brother
	Upkarsingh Bedi	
Narendrakaur H. Sarna	Harjindersingh Jaswantsingh Sarna	Spouse
	Amolak Singh Bedi	Father
	Jagjeet Kaur	Mother
	Jasvinder Singh Bedi	Brother
	Upkarsingh Bedi	
	Samardeep Harjindersingh Sarna	Son
	Mankhush Kaur Sarna	Daughter
	Gurbirsingh Jasvantsingh Sarna	Spouse's brother
	Savindersingh Jaswantsingh Sarna	
	Amarjeet Kaur	Spouse's sister
	Gursharan Kaur Chadha	
	Surjeet Kaur	
Manjeetsingh Gurbirsingh Sarna	Gurbirsingh Jasvantsingh Sarna	Father
	Swarankaur Gurbirsingh Sarna	Mother
	Ashjeet Singh Sarna	Brother

Entities forming part of the Promoter Group

The entities forming part of our Promoter Group, are as follows:

1. Evince Specialties Private Limited;

2. Virtue Speciality Private Limited;

3. Sarna Lifesciences LLP;

4. Sarna Chemicals Private Limited; and

5. Royal International

OUR GROUP COMPANIES

In terms of the SEBI ICDR Regulations and the applicable accounting standards, for the purpose of identification of "group companies", our Company has considered (i) such companies and subsidiaries with which there were related party transactions during the period for which Restated Financial Information has been disclosed in this Draft Red Herring Prospectus, as covered under applicable accounting standards (i.e. Ind AS 24), and (ii) any other companies which are considered material by our Board.

In respect of item (ii) above, our Board in its meeting held on September 5, 2025, has considered and adopted the Materiality Policy, *inter alia*, for identification of companies that shall be considered material and shall be disclosed as a group company in this Draft Red Herring Prospectus. In terms of the Materiality Policy, a company (other than the subsidiaries and companies categorized under (i) above) shall be disclosed as a group company in the Issue Documents if : (i) such a company (other than the subsidiaries of the Company) has entered into related party transactions with the Company as described under Ind AS 24 during any of the financial periods being included in the Issue Documents; and (ii) any other company as may be identified as material by the Board; and (iii) with respect to (ii) above, the following companies (other than the subsidiaries and companies categorised in (i) above) will be considered material and shall be disclosed as a group company in the Issue Documents if: such company is a member of the promoter group in terms of Regulation 2(1)(pp) of the SEBI ICDR Regulations and the Company has entered into one or more transactions with such company during the last fiscal year and stub period, if any, in respect of which restated financial information is included in the Issue Documents, which cumulatively exceeds 10% of the total revenue of the Company for such period derived from the restated financial information.

Accordingly, in terms of the Materiality Policy, our Board by way of its resolution dated September 5, 2025 has resolved that there are no companies with which our Company has had any related party transactions and there are no companies considered material by the Board. Accordingly, as on the date of this Draft Red Herring Prospectus, there are no group companies of our Company in terms of the SEBI ICDR Regulations.

RELATED PARTY TRANSACTIONS

For details of the related party transactions, as per the requirements under the applicable Indian Accounting Standards for the for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 and as reported in the Restated Financial Information, see "*Restated Financial Information – Note 35*" on page 269.

DIVIDEND POLICY

The declaration and payment of dividend will be recommended by our Board and/or approved by our Shareholders, at their discretion, subject to the provisions of our Articles of Association, the applicable law, including the Companies Act. The dividend distribution policy of our Company was adopted and approved by our Board in its meeting held on May 26, 2025.

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 dividend in the foreseeable future. In terms of our Dividend Policy, our Board shall consider, *inter alia*, the following internal and external parameters while declaring or recommending dividends to our Shareholders: (i) profits earned and available for distribution during the financial year; (ii) accumulated reserves including retained earnings; (iii) net profit earned during the financial year as per the consolidated financial statements; (iv) cash flows; (v) debt repayment schedules, if any; (vi) fund requirement for contingencies and unforeseen events with financial implications; and (x) any other relevant factors and material events.

In addition, our ability to pay dividends may be impacted by a number of other factors, including any tax and regulatory changes in the jurisdiction in which our Company operates which significantly affects the business, and restrictive covenants contained in any agreement as may be entered with the lenders.

For further details on restrictive covenants under our loan agreements, see "*Financial Indebtedness*" beginning on page 313.

Except as disclosed below, our Company has not declared or paid any dividends during the for the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 preceding the date of this Draft Red Herring Prospectus and from April 1, 2025 until the date of this Draft Red Herring Prospectus.

(*₹ in million*)

Particulars	Fiscal 2023	Fiscal 2024	Fiscal 2025	From April 1, 2025 until the date of this DRHP*
Number of Equity Shares	63,519,000	63,519,000	63,519,000	63,519,000
Face value per share (in ₹)	2.00	2.00	2.00	2.00
Total amount of Dividend paid (In million)	12.70	12.70	12.70	Nil
Interim dividend per share (in ₹)	Nil	Nil	Nil	Nil
Final dividend per share (in ₹)	0.20	0.20	0.20	Nil
Rate of dividend (%)	10	10	10	Nil
Dividend Tax (%)	NA	NA	NA	NA
Dividend Tax (in ₹)	NA	NA	NA	NA
Mode of payment of dividend	NEFT/RTGS/Demand Draft	NEFT/RTGS/Demand Draft	NEFT/RTGS/Demand Draft	Nil

**Our Company by way of its Board resolution dated September 4, 2025, has approved the declaration of dividend, subject to approval from the Shareholders.*

Our Company may from time to time, pay interim dividends. Our past practices in relation to declaration of dividend and, or the amount of dividend paid is not necessarily indicative of our future dividend declaration. There is no guarantee that any dividends will be declared or paid on Equity Shares or with any frequency, in the future. For further details, see "*Risk Factors – We cannot assure payment of dividends on the Equity Shares in the future. Our ability to pay dividends in the future will depend on our earnings, financial condition, working capital requirements, capital expenditures and restrictive covenants of our financing arrangements.*" on page 51.

SECTION V – FINANCIAL INFORMATION

RESTATED FINANCIAL INFORMATION

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Independent Auditor's Examination Report on Restated Statement of Assets and Liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, Restated Statement of Profits and Losses (including Other Comprehensive Income), Restated Statement of Changes in Equity and Restated Statement of Cash Flows along with the Statement of Material Accounting Policies and other explanatory information for years ended March 31, 2025, March 31, 2024 and March 31, 2023 of Supreet Chemicals Limited (collectively, Restated Financial Information)

To,

The Board of Directors

Supreet Chemicals Limited
Plot No. A1/5401 & 5402,
Fourth Phase, Gidc-Vapi,
Vapi I.E., Valsad, Pardi,
Gujarat- 396195, India

Dear Sirs / Madams,

1. We, Maheshwari & Co., Chartered Accountants, have examined the attached Restated Financial Information of Supreet Chemicals Limited (hereinafter referred to as the "**Company**" or **the "Issuer**") comprising the Restated Statement of Assets and Liabilities as at March 31, 2025, March 31, 2024, March 31, 2023, the Restated Statement of Profit and Loss (including other comprehensive income), the Restated Statement of Changes in Equity, the Restated Cash Flow Statement for the years ended March 31, 2025, March 31, 2024 and March 31, 2023, the Summary of Material Accounting Policies, and other explanatory information (collectively, the "**Restated Financial Information**") as approved by the Board of Directors of the Companyat their meeting held on September 5, 2025 for the purpose of inclusion in the Draft Red Herring Prospectus ("**DRHP**") prepared by the Company in connection with its proposed initial public offer of equity shares of face value of Rs. 2 each ("**IPO**") prepared in accordance with the requirements of:

    a. Section 26 of Part I of Chapter III of the Companies Act 2013 (the "**Act**"); and

    b. The relevant provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**ICDR Regulations**")

    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**").

Management's Responsibility for the Restated Financial Information

2. The Company's Board of Directors is responsible for the preparation of the Restated Financial Information for the purpose of inclusion in the DRHP to be filed with the Securities and Exchange Board of India ("**SEBI**"), BSE Limited and the National Stock Exchange of India Limited (collectively, "**Stock Exchanges**") in connection with theproposed IPO. The Restated Financial Information have been prepared by the management of the Company on the basis of preparation stated in Note 2.1 of Annexure V to the Restated Financial Information. The Board of Directors of the Company are responsible for designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of these Restated Financial Information. The Board of Directors of the Company are also responsible for identifying and ensuring that the Company and complies with the Act, ICDR Regulations and the Guidance Note, as applicable.

Auditors' Responsibilities

3. We have examined such Restated Financial Information taking into consideration:

    a. The terms of reference and terms of our engagement agreed with you vide our engagement letter dated March 25, 2025 requesting us to carry out the assignment, in connection with the IPO;

    b. The Guidance Note, which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

    c. The 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 compliancewith the Act, the ICDR Regulations and the Guidance Note in connection with the IPO.

4. The Restated Financial Information have been compiled by the management of the Company from:

The audited Ind AS financial statements of the Company as at year ended March 31, 2025, March 31, 2024 and March 31, 2023 prepared in accordance with Indian Accounting Standard ("Ind AS"), as prescribed under Section 133 of the Act and other accounting principles generally accepted in India (the **IND AS Financial Statement**), which have been approved by the Board of Directors at their meetings held on September 4, 2025, September 12, 2024 and September 05, 2023 respectively.

5. For the purpose of our examination, we have relied on:

Auditors' report issued by us dated September 4, 2025, September 12, 2024 and September 05, 2023 on the financial statements of the company as at and for year ended March 31, 2025, March 31, 2024 and March 31, 2023 respectively as referred in Para 4 above;

6. Our Audit Report for the Fiscal 2023 referred to in Para 5 above included the following matters which did not require any adjustment in the Restated Financial Information:

Emphasis of Matter for financial year 2022-23

The fire took place on September 16, 2022 damaging the Company's property, plant and equipment and also raw material, packing material and stores and consumables resulting into loss amounting to ₹152.15 million. These assets are fully secured through insurance. The Company has recognized insurance receivable of ₹ 152.15 million against such loss. No amount has been received from insurance company till end of the reporting period. The Company has estimated amount receivable from insurance company of ₹ 185.89 million being Reinstatement Value and it is under process with the insurance company. However, this event does not affect the concept of going concern status of the Company.

Our Opinion is not Modified is respect of the above matter.

7. We have not audited any financial statements of the Company for any period subsequent to March 31, 2025. Accordingly, we do not express any opinion on the financial position, results of operations, cash flows of the company for any period subsequent to March 31, 2025.

8. Based on our examination and according to the information and explanations given to us, we report that the Restated Financial Information:

   a. Have been prepared after incorporating adjustments for the changes in accounting policies, material errors and regrouping/reclassifications, retrospectively in the financial years ended March 31, 2025, March 31, 2024 and March 31, 2023.

   b. Does not contain any modifications requiring adjustments for the matter mentioned in paragraph 6 above; and

   c. Have been prepared in accordance with the Act, the ICDR Regulations and the Guidance Note.

9. The Restated Financial Information does not reflect the effects of events that occurred subsequent to the respective dates of the reports on the audited financial statements mentioned in paragraph 4 above.

10. This report should not be in any way construed as a reissuance or re-dating of any of the previous audit reportsissued by us 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 the use of Board of Directors for inclusion in the DRHP to be filed with SEBI and the Stock Exchanges in connection with the IPO. As a result, the Restated Financial Information may not be suitable for any other purpose. Our report should not be used, referred to, or distributed for any other purpose. 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 intowhose hands it may come without our prior consent in writing.

For Maheshwari & Co.
Chartered Accountants
Firm Registration No: 105834W

Vikas Asawa
(Partner)
Membership No: 172133
UDIN: 25172133BMIAHR3621
Place: Mumbai
Dated: September 5, 2025

SUPREET CHEMICALS LIMITED
Annexure-I
Restated statement of assets and liabilities
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

Particulars	Annexure VII Notes	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
ASSETS				
Non-current assets				
Property, plant and equipment	3	1,423.84	837.79	378.15
Right-of use assets	4	291.59	62.22	7.17
Capital work in progress	5	128.57	-	-
Other Intangible assets	6	0.91	1.60	1.62
Financial assets				
- Loans	7	6.32	8.90	9.10
- Other financial assets	8	32.31	32.78	30.46
Other non-current assets	9	-	-	-
Total non current assets		**1,883.54**	**943.29**	**426.50**
Current assets				
Inventories	10	1,164.70	697.30	611.19
Financial Assets				
- Trade receivables	11	1,170.92	890.07	1,071.01
- Cash and cash equivalents	12	44.06	2.57	2.96
- Bank balance other than cash and cash equivalent	12(a)	787.92	353.84	14.68
- Other financial assets	8	2.59	1.03	1.10
Other current assets	13	137.75	499.48	133.49
Total current assets		**3,307.94**	**2,444.29**	**1,834.43**
Total assets		**5,191.48**	**3,387.58**	**2,260.93**
EQUITY & LIABILITIES				
Equity				
Equity share capital	14	127.04	127.04	127.04
Other equity	15	2,245.09	1,737.75	1,494.57
Total equity		**2,372.13**	**1,864.79**	**1,621.61**
Liabilities				
Non-current liabilities				
Financial liabilities				
- Borrowings	16	1,204.44	402.92	15.32
- Other financial liabilities	17	0.23	0.23	0.23
Provisions	18	10.29	8.93	7.04
Deferred tax liabilities (net)	19	24.04	14.28	2.35
Total non-current liabilities		**1,239.00**	**426.36**	**24.94**
Current liabilities				
Financial liabilities				
- Borrowings	16	802.59	406.02	31.28
- Trade payables	20			
- Total outstanding dues of micro enterprises and small enterprises	20(a)	15.18	357.49	58.82
- Total outstanding dues of creditors other than micro enterprises and small enterprises	20(b)	661.34	208.18	450.90
- Other financial liabilities	21	9.46	-	-
Other current liabilities	22	63.07	119.12	39.40
Provisions	18	3.83	3.77	3.44
Current tax liabilities (net)	23	24.88	1.85	30.54
Total current liabilities		**1,580.35**	**1,096.43**	**614.38**
Total liabilities		**2,819.35**	**1,522.79**	**639.32**
Total equity and liabilities		**5,191.48**	**3,387.58**	**2,260.93**

The above statement should be read with statement of material accounting policies forming part of the restated financial statements in Annexure V, and Statement of adjustments to audited restated financial statements appearing in annexure VI, and notes to the restated financial information appearing in annexure - VII

This is the restated statement of assets and liabilities referred to in our report of even date.

For Maheshwari & Co.
Chartered Accountants
Firm's Registration No. 105834W

Vikas Asawa
Partner
Membership No.: 172133

Place : Mumbai
Date : September 5,2025

For and on behalf of the Board of Directors of
SUPREET CHEMICALS LIMITED

Harjindersingh Jaswantsingh Sarna
Chairman & Whole-time Director
DIN : 00598887

Manjeetsingh Gurbirsingh Sarna
Managing Director
DIN No : 06416387

Dineshchandra Manubhai Patel
Chief Financial Officer
Place : Vapi
Date : September 5,2025

Indrajeet kumar panday
Company Secretary and Compliance Officer
Membership No.: 61135

SUPREET CHEMICALS LIMITED
Annexure-II
Restated statement of profit and loss
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

Particulars	Annexure VII Notes	Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
INCOME				
Revenue from operations	24	3,625.47	2,397.56	3,127.41
Other income	25	66.03	35.17	19.92
Total income		**3,691.50**	**2,432.73**	**3,147.33**
EXPENSES				
Cost of materials consumed	26	2,335.44	1,257.32	1,242.56
Purchases of stock in trade	27	257.28	303.19	320.08
Changes in inventories of finished goods, work-in-progress and stock in trade	28	(346.35)	(95.06)	11.70
Employee benefits expense	29	166.79	160.47	180.54
Finance costs	30	73.17	40.59	5.15
Depreciation and amortisation expense	31	88.77	49.64	32.97
Other expenses	32	428.10	368.34	410.04
Total expenses		**3,003.20**	**2,084.49**	**2,203.04**
Profit before exceptional item and tax		**688.30**	**348.24**	**944.29**
Exceptional item	33	-	-	186.94
Profit before tax		**688.30**	**348.24**	**757.35**
Tax expense:	19			
- Current tax		159.65	80.35	196.21
- Deferred tax		9.47	11.95	(2.27)
Total tax expenses		**169.12**	**92.30**	**193.94**
Restated profit for the year		**519.18**	**255.94**	**563.41**
Other comprehensive income	15			
Items that will not be reclassified to statement of profit and loss				
(I) Remeasurement gain/(loss) on defined benefit plan		1.15	(0.08)	1.04
(II) Tax impact of items that will not be reclassified to statement of profit and loss		(0.29)	0.02	(0.26)
Other comprehensive income (net of tax)		**0.86**	**(0.06)**	**0.78**
Total comprehensive income for the year		**520.04**	**255.88**	**564.19**
Earnings per equity share of Rs 2 each	48			
Basic (Rs.)		8.17	4.03	8.87
Diluted (Rs.)		8.17	4.03	8.87

The above restated statement of profit and loss should be read in conjunction with statement of material accounting policies forming part of the restated financial statements in Annexure V and statement of adjustments to audited restated financial statements appearing in annexure VI, and notes to the restated financial information appearing in annexure - VII

This is the restated statement of profit and loss referred to in our report of even date.

For Maheshwari & Co.
Chartered Accountants
Firm's Registration No. 105834W

Vikas Asawa
Partner
Membership No.: 172133

Place : Mumbai
Date : September 5,2025

For and on behalf of the Board of Directors of
SUPREET CHEMICALS LIMITED

Harjindersingh Jaswantsingh Sarna
Chairman & Whole-time Director
DIN : 00598887

Manjeetsingh Gurbirsingh Sarna
Managing Director
DIN No : 06416387

Dineshchandra Manubhai Patel
Chief Financial Officer
Place : Vapi
Date : September 5,2025

Indrajeet kumar panday
Company Secretary and Compliance Officer
Membership No.: 61135

SUPREET CHEMICALS LIMITED
Annexure III
Restated statement of changes in equity
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

(A) Equity share capital (Refer note 14)

Particulars	No. of shares	Amount
Issued, subscribed and fully paid up equity shares of ₹ 2 each		
Balance as at 31 March 2022	20,49,000	**4.10**
Changes in equity share capital during the year	6,14,70,000	122.94
Balance as at 31 March 2023	**6,35,19,000**	**127.04**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2024	**6,35,19,000**	**127.04**
Changes in equity share capital during the year	-	-
Balance as at 31 March 2025	**6,35,19,000**	**127.04**

(B) Other equity (Refer note 15)

Particulars	Reserves and surplus		Total other equity
	General reserve	Retained earnings	
Balance as at 31 March 2022	62.22	**1,003.80**	**1,066.02**
Profit for the year (net of taxes)	-	563.41	563.41
(-) Bonus	-	(122.94)	(122.94)
(-) Dividend	-	(12.70)	(12.70)
(-) Re-measurement of defined benefit plans (net)	-	0.78	0.78
Total comprehensive income for the year	**-**	**428.55**	**428.55**
Balance as at 31 March 2023	**62.22**	**1,432.35**	**1,494.57**
Profit for the year (net of taxes)	-	255.94	255.94
(-) Dividend	-	(12.70)	(12.70)
(-) Re-measurement of defined benefit plans (net)	-	(0.06)	(0.06)
Total comprehensive income for the year	**-**	**243.18**	**243.18**
Balance as at 31 March 2024	**62.22**	**1,675.53**	**1,737.75**
Profit for the year (net of taxes)	-	519.18	519.18
(-) Dividend	-	(12.70)	(12.70)
(-) Re-measurement of defined benefit plans (net)	-	0.86	0.86
Total comprehensive income for the year	**-**	**507.34**	**507.34**
Balance as at 31 March 2025	**62.22**	**2,182.87**	**2,245.09**

(Refer note 15, for nature and purpose of reserve)

The above restated statement of changes in equity should be read in conjunction with statement of material accounting policies forming part of the restated financial statements in Annexure V, statement of adjustments to audited financial statements appearing in annexure VI and notes to the restated financial information appearing in annexure - VII

This is the restated statement of changes in equity referred to in our report of even date.

For **Maheshwari & Co.**
Chartered Accountants
Firm's Registration No. 105834W

For and on behalf of the Board of Directors of
SUPREET CHEMICALS LIMITED

Vikas Asawa
Partner
Membership No.: 172133

Harjindersingh Jaswantsingh Sarna
Chairman & Whole-time Director
DIN : 00598887

Manjeetsingh Gurbirsingh Sarna
Managing Director
DIN No : 06416387

Dineshchandra Manubhai Patel
Chief Financial Officer
Place : Vapi
Date : September 5,2025

Indrajeet kumar panday
Company Secretary and Compliance Officer
Membership No.: 61135

Place : Mumbai
Date : September 5,2025

SUPREET CHEMICALS LIMITED
Annexure-IV
Restated cash flow statement
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

Particulars		Year ended March 31, 2025	Year ended March 31, 2024	Year ended March 31, 2023
CASH FLOW FROM/(USED IN) OPERATING ACTIVITIES				
Profit before tax		688.30	348.24	757.35
Adjustment for:				
Depreciation and amortization and provision for impairment		88.77	49.64	32.97
Finance cost		73.17	40.59	5.15
Unrealised exchange difference (net)		(3.09)	(5.05)	(10.02)
(Profit)/loss from sale of property, plant and equipment		8.64	(6.75)	(4.45)
Interest income		(50.20)	(20.39)	(2.80)
Impairment loss		-	-	0.10
Provision for expected credit loss		(1.30)	(1.68)	(1.12)
Loss due to fire of inventories		-	-	186.94
Remeasurement gain/(loss) on defined benefit plan		1.15	(0.08)	1.04
Operating profit before working capital changes		**805.44**	**404.52**	**965.16**
Movement in working capital:				
(Increase)/decrease in trade receivables		(276.46)	187.67	(301.43)
(Increase)/decrease in inventories		(467.40)	(86.11)	(108.26)
(Increase)/decrease in other current assets		364.31	(365.79)	(31.02)
(Increase)/decrease in financial assets		(1.56)	0.07	0.35
Increase/(decrease) in trade payables		110.85	55.95	38.96
Increase/(decrease) in provision		1.42	2.22	(1.08)
Increase/(decrease) in other current liabilities		(56.05)	79.72	(1.70)
Increase/(decrease) in financial liabilities		9.46	-	(70.43)
Cash generated/(used) in operations		**(315.43)**	**(126.27)**	**(474.61)**
Income taxes paid		(136.62)	(109.04)	(171.06)
Net cash flow from operating activities	**(A)**	**353.39**	**169.21**	**319.49**
CASH FLOW FROM/(USED) INVESTING ACTIVITIES				
Payments for property, plant and equipment (including intangible assets)		(1,168.08)	(565.35)	(194.58)
Sale proceeds from property, plant and equipment		127.37	7.79	30.88
Investments in fixed deposits with banks not considered as cash and cash equivalents		(432.58)	(340.38)	(1.77)
Redemption/ (Proceeds) of Security Deposit		(1.03)	(1.10)	(1.45)
Interest received		50.20	20.39	2.80
Cash generated/(used) in investing activities	**(B)**	**(1,424.12)**	**(878.65)**	**(164.12)**
CASH FLOW FROM/(USED) IN FINANCING ACTIVITIES				
Proceeds/(repayment) of borrowings (net)		1,198.09	762.34	(139.49)
Dividend paid		(12.70)	(12.70)	(12.70)
Interest paid		(73.17)	(40.59)	(5.15)
Cash generated/(used) in financing activities	**(C)**	**1,112.22**	**709.05**	**(157.34)**
Net increase/(decrease) in cash and cash equivalents		**41.49**	**(0.39)**	**(1.97)**
Cash and cash equivalents at beginning of year		2.57	**2.96**	**4.93**
Cash and cash equivalents at end of year (refer note 12)		44.06	**2.57**	**2.96**
Net increase/(decrease) as disclosed above	**(A+B+C)**	**41.49**	**(0.39)**	**(1.97)**

The above restated statement of statement of cash flow should be read in conjunction with statement of material accounting policies forming part of the restated financial statements in Annexure V, statement of adjustments to audited financial statements appearing in annexure VI and notes to the restated financial information appearing in annexure - VII

The above restated cash flow statement has been prepared under the " Indirect Method" as set out in the Ind - AS 7 "statement of cash flows ".

Cash and cash equivalents consists of cash on hand and balances with banks. Cash and cash equivalents included in the restated statement of cash flows comprises of the following amounts in the restated statement of assets and liabilities

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Cash on hand	0.66	0.76	0.08
Balance with banks - in current accounts	43.40	1.81	2.88
Closing balance	**44.06**	**2.57**	**2.96**

Reconciliation of changes in liabilities arising from financing activities.

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Borrowing at the beginning of the year	808.94	46.60	186.09
(Repayment) | Disbursement	1,198.09	762.34	(139.49)
Interest expense	73.17	42.39	5.15
Interest paid	(73.17)	(42.39)	(5.15)
Closing balance	**2,007.03**	**808.94**	**46.60**

This is the restated cash flow statement referred to in our report of even date.

For **Maheshwari & Co.**
Chartered Accountants
Firm's Registration No. 105834W

Vikas Asawa
Partner
Membership No.: 172133

Place : Mumbai
Date : September 5,2025

For and on behalf of the Board of Directors of
SUPREET CHEMICALS LIMITED

Harjindersingh Jaswantsingh Sarna
Chairman & Whole-time Director
DIN : 00598887

Manjeetsingh Gurbirsingh Sarna
Managing Director
DIN No : 06416387

Dineshchandra Manubhai Patel
Chief Financial Officer

Place : Vapi
Date : September 5,2025

Indrajeet kumar panday
Company Secretary and Compliance Officer
Membership No.: 61135

FSIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY NOTES TO RESTATED SUMMARY STATEMENT

1 Company Overview

Supreet Chemicals Limited. ("The Company") is a limited company incorporated under companies Act 1956 on 7th July 1992 domiciled in India. Registered office of the Company is located at Plot No A1/5401 & 2, 4th Phase, GIDC, Vapi - 396195, Gujarat. The business activities of Company is manufacturing of dye intermediates and chemicals, with primary focus on segments of paints, pharmaceuticals, food and agriculture sectors.
The Restated Financial Statements are approved by the company's Board of Directors on September 05, 2025.

2 Summary of Material accounting policies

These notes provides a list of the material accounting policies adopted in the preparation of this Restated Financial Information. These policies have been consistently applied to all the reporting years presented, unless otherwise stated.

2.1 Basis of preparation of financial statements

(a) Statement of compliance

The Restated Financial Information of the Company has been specifically prepared for inclusion in the Draft Red Herring Prospectus ('DRHP') to be filed by the Company with the Securities and Exchange Board of India ('SEBI') in connection with the proposed Initial Public Offer ('IPO') of equity shares of the Company (referred to as the "Issue"). The Restated Financial Information of the Company comprise the Restated Statement of Assets and Liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, the Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Cash Flows, the Restated Statement of Changes in Equity for the years ended March 31, 2025, March 31, 2024 and March 31, 2023, and Statement of Material Accounting Policies to Restated Financial Information and Statement of Adjustments to the Restated Financial Information (hereinafter collectively referred to as "Restated Financial Information").

The Restated Financial Statements have been prepared on a going concern basis. The accounting policies are applied consistently to all the periods presented in the Restated Financial Statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires change in accounting policy in use.

The Restated Financial Information has been prepared by the Management of the Company to comply with the requirements of:

a) Section 26 of Part I of Chapter III of the Companies Act, 2013 ('the Act');

b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended in pursuance of the Securities and Exchange Board of India Act, 1992; and

c) The Guidance Note on Reports in Company Prospectuses (Revised 2019), as amended, issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

Audited Financial Statements of the Company as at and for the year ended March 31, 2025, prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "Ind AS"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on September 04, 2025.

Audited Financial Statements of the Company as at and for the year ended March 31, 2024, prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "Ind AS"), and other

recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on September 12, 2024.

Audited Financial Statements of the Company as at and for the year ended March 31, 2023, prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "Ind AS"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on September 05, 2023.

Audited Ind AS Financial Statements of the Company as at and for the year ended March 31, 2024 and March 31, 2023 prepared in accordance with the Ind AS, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by the Board of Directors at their meeting held on September 12, 2024 and September 05, 2023 respectively.

(b) Basis Of Measurement

These Restated Financial Statements have been prepared for the company as a going concern on the basis of relevant Ind AS that are effective as at March 31, 2025.

The Restated Financial Statements have been prepared on the historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefits plan - plan assets measured at fair value;

The Restated Financial Statements are presented in Indian Rupees "INR" or "Rs." and all values are stated as INR or Rs. millions, except when otherwise indicated. All the amounts disclosed in the financial information which also include the accompanying notes have been rounded off to the nearest millions except for share and per share data and where otherwise stated, up to two decimal places as per the requirement of Schedule III to the Companies Act 2013.

(c) Use Of Estimates

The preparation of financial information in conformity with principles of Ind AS requires the management to make judgements, estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

(d) Classification between - Current and Non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current

A liability is current when:
- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has determined its operating cycle as 12 months for the purpose of its assets and liabilities as current and non-current.

Summary of material accounting policies

2.2 Property, plant and equipment

Property, plant and equipment ("PPE") are stated at cost, less accumulated depreciation and accumulated impairment loss, if any. The cost comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any expenditure directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the period/year in which they are incurred. If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use
or disposal. Any gain or loss arising from derecognition of asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in
the income statement when the asset is derecognised.

Depreciation methods, estimated useful lives

Depreciation on property, plant and equipment is provided on a pro-rata basis on the Straight line method as per the useful life prescribed in Schedule II to the Companies Act,
2013.The estimated useful life, residual values and the depreciation method are reviewed at the end of each reporting period, with effect of any change in estimate accounted for on a
prospective basis.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Asset class	Useful life as per management
Factory buildings	30 years
DG Set	10 years
Plant and equipment	10 years
Electrical Installation	10 years
Laboratory equipment	10 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipment	5 years
Computer	3 years

2.3 Intangible assets

Intangible assets acquired are reported at cost less accumulated amortisation and accumulated impairment losses, if any. The cost comprises its purchase price and directly attributable cost of preparing the asset for its intended use. Amortisation is recognised on a Straight line method basis over their estimated useful lives so as to reflect the pattern in which the assets economic benefits are consumed. The estimated useful life and the amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Asset class	Useful life as per management
SAP Software	3 years

2.4 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset. Unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

2.5 Leases:

As a lessee

Right-of-use assets

The company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the unexpired period of respective leases ranging from 33-99 years.
If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 'Impairment of non-financial assets'.
The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.
The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.
Short-term leases and leases of low-value assets The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of all assets that have a lease term of 12 months or less, leases of low-value assets and cancellable leases. The Company recognises the lease payments associated with these leases as an expense in Profit and loss account.

As a lessor

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature. The Company did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new leasing standard.

2.6 Inventories:

Items of inventories are valued lower of cost or estimated net realisable value as given below.

i) Raw Materials and Packing Materials:

Raw Materials and packing materials are valued at Lower of Cost or market value, (Cost is net of Taxes, wherever applicable). However materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Costs are determined on First in First Out (FIFO) method.

ii) Work in process:

Work in process are valued at the lower of cost and net realizable value. The cost is computed on FIFO method.

iii) Finished goods & semi-finished goods:

Finished Goods & semi-finished goods are valued at lower of cost and net realizable value. The cost is computed on FIFO method and includes cost of materials, cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition

iv) Stores and spares:

Stores and spare parts are valued at lower of cost or net realisable value. Costs are determined on FIFO method and net realisable value.

2.6 Revenue recognition

Revenue is measured at the transaction price that is allocated to the performance obligation and it excludes amounts collected on behalf of third parties and is adjusted for variable considerations. Any subsequent change in the transaction price is then allocated to the performance obligations in the contract on the same basis as at contract inception. The Company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. The Company estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes. Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

Revenue from services, including those embedded in contract for sale of goods, namely, freight and insurance services mainly in case of export sales is recognised upon completion of services.

Revenue is measured based on the consideration to which the Company expects to be entitled as per contract with a customer. The consideration is determined based on the price specified in the contract, net of the estimated variable consideration. Accumulated experience is used to estimate and provide for the variable consideration, using the expected value method and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. Contracts with customers are for short-term, at an agreed price basis having contracted credit period ranging up to 180 days. The contracts do not grant any rights of return to the customer. Returns of goods are accepted by the Company only on an exception basis. Revenue excludes any taxes or duties collected on behalf of government that are levied on sales such as goods and services tax.

Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

2.7 Interest and dividend income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.8 Foreign currency transactions and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated in functional currency at closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items recognised in statement of profit and loss.

As the Company enters into business transactions based on the prevailing exchange rate, forward premium and other related factors, the gain/(loss) on this account is considered to be an integral part of the operations of the Company in accordance with industry practice and to avoid distortion of operating performance.

2.9 Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The Company determines the tax as per the provisions of Income Tax Act 1961 and other rules specified thereunder.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided in full using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.
Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.10 Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required

to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The contingent liability is not recognised in books of account but its existence is disclosed in financial statements.

Contingent assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by future events not wholly within the control of the entity.
Contingent assets require disclosure only. If the realisation of income is virtually certain, the related asset is not a contingent asset and recognition is required.

2.11 Financial Instruments

Initial recognition

The company recognises the financial asset and financial liabilities when it becomes a party to the contractual provisions of the instruments. All the financial assets and financial liabilities are recognised at Transactional Cost on initial recognition, except for trade receivable which are initially recognised at transaction price. Transaction cost that are directly attributable to the acquisition of financial asset and financial liabilities, that are not at fair value through profit and loss, are added to the fair value on the initial recognition.

Subsequent measurement

(A) Non derivative financial instruments

(i) Financial Assets at amortised cost

A financial asset is measured at the amortised cost if both the following conditions are met:

-The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
-Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.
(ii) Financial Assets at Fair Value through Profit or Loss/Other comprehensive income

Instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.
If the company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

(iii) Financial liabilities

The measurement of financial liabilities depends on their classification, as described below:

(a) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. However, the Company has borrowings at floating rates. Considering the impact of restatement of Effective interest rate, transaction cost is being amortised over the tenure of loan and borrowing.

(b) Trade & other payables

After initial recognition, trade and other payables maturing within one year from the Balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(B) Derivative financial instruments

The company holds derivatives financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. Company has taken all the forward contract from the bank.

The company has derivative financial assets/financial liabilities which are not designated as hedges;

Derivatives not designated are initially recognised at the fair value and attributable transaction costs are recognised in statement of profit and loss, when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit and loss. Asset/Liabilities in this category are presented as current asset/current liabilities.

2.12 Retirement and other employee benefits

i) Defined contribution plans (Provident Fund)

In accordance with Indian Law, eligible employees receive benefits from Provident Fund, which is defined contribution plan. Both the employee and employer make monthly contributions to the plan, which is administrated by the Government authorities, each equal to the specific percentage of employee's basic salary. The Company has no further obligation under the plan beyond its monthly contributions. Obligation for contributions to the plan is recognised as an employee benefit expense in the Statement of Profit and Loss when incurred.

ii) Defined benefit plans (Gratuity)

In accordance with applicable Indian Law, the Company provides for gratuity, a defined benefit retirement plan (the Gratuity Plan) covering eligible employees. The Gratuity Plan provides a lumpsum payment to vested employees, at retirement or termination of employment, and amount based on respective last drawn salary and the years of employment with the Company. The Company's net obligation in respect of the Gratuity Plan is calculated by estimating the amount of future benefits that the employees have earned in return of their service in the current and prior periods; that benefit is discounted to determine its present value. Any un-recognised past service cost and the fair value of plan assets are deducted. The discount rate is yield at reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligation. The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognised asset is limited to the total of any un-recognised past service cost and the present value of the economic benefits available in the form of any future refunds from the plan or reduction in future contribution to the plan.

The Company recognises all re-measurement of net defined benefit liability/asset directly in other comprehensive income and presented within equity.

iii) Short term benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

2.13 Cash and cash equivalents

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method, adjusting the net profit for the effects of:

i. changes during the period in inventories and operating receivables and payables transactions of a non-cash nature;

ii. Non-cash items such as depreciation, provisions, deferred taxes, unrealized foreign currency gains and losses, and undistributed profits of associates; and

iii. All other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

2.14 Earnings per share

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year ended and as at March 31 2025, March 31 2024, March 31 2023 by the weighted average number of equity shares outstanding during the year.

2.15 Dividend distribution

Dividend distribution to the equity holders is recognized as a liability in the Company's annual accounts in the year ended as at 31 March 2025, 31 March 2024, 31 March 2023 and 31 March 2022, in which the dividends are approved by the Company's equity holders.

2.16 Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

SUPREET CHEMICALS LIMITED
ANNEXURE VI
Notes to restated financial statements
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

A) Restated Adjustments:

Summarised below are the restatement adjustments made to the equity of the Audited financial statements of the company for the years ended March 31,2025, March 31,2024 & March 31,2023, and their consequential impact on the profit / (loss) of the company :

a) Reconciliation between total equity as per audited statutory financial statements and restated financial statements

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Total equity (as per audited financial statements)	2372.13	1850.80	1621.19
Prior Period Tax Adjustment	-	12.37	0.53
Prior year Adjustment	-	(0.18)	(0.11)
Adjustments of effective interest rate i.e. Ind AS 109		1.80	-
Total equity as per restated statement of assets and liabilities	**2372.13**	**1864.79**	**1621.61**

b) Reconciliation between profit for the year after tax as per audited statutory financial statements and restated profit after tax as per restated financial statements

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Profit for the year after tax (as per audited financial statements)	519.18	242.31	563.76
Restated tax Adjustment	-	11.83	0.54
Prior year Adjustment	-	-	(0.89)
Adjustments of effective interest rate i.e. Ind AS 109	-	1.80	-
Restated statement of profit and loss for the year	**519.18**	**255.94**	**563.41**

B) Non Adjusting Items

Audit qualifications for the respective years, which do not require any adjustments in the restated financial statement are as follows:
a) There are no audit qualifications in the auditor's report for the years ended March 31, 2025, March 31, 2024 and March 31, 2023.

b) Other audit qualifications included in the annexure to the Auditors' reports issued under Companies (Auditor's Report) Order, 2020, on the financial statements for the year March 31, 2025, March 31, 2024 and March 31, 2023 which do not require any corrective adjustment in the Financial Statements.

Financial Year

Clause (vii) (b) of CARO 2020 Order

Name of statute	Nature of dues	Forum where dispute is pending	Year to which the amount relates	Amount involved (Rs in. millions)
Tax deducted at source	Income tax	TDS demand	FY-2022-23	0.08
Tax deducted at source	Income tax	TDS demand	FY-2023-24	0.08
Tax deducted at source	Income tax	TDS demand	FY-2024-25	0.08

C) Material grouping:

Appropriate regroupings have been made in the restated financial information, wherever required, by reclassification of the corresponding items of income, expenses, assets, liabilities, and cash flows, in order to bring them in line with the accounting policies and classification as per the audited financial statements for the year ended March 31, 2025 prepared in accordance with Schedule III to the Act, requirements of Ind AS 1, 'Presentation of financial statements' and other applicable Ind AS principles and the requirements of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018, as amended. However, the impact of such regroupings/reclassification are not material to the restated financial information.

SUPREET CHEMICALS LIMITED
ANNEXURE VII
Notes to restated financial statements
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

3 Property, plant and equipment

Particulars	Land (Freehold)	Buildings (include offices, shops & flats)	Plant and equipment	Electrical installation	Furniture fixtures & Other Office Equipments	Vehicles	Computer & Accessories	Total
Gross block								
Balance as at 31 March 2022		**61.89**	**399.25**	**14.46**	**5.17**	**24.22**	**2.80**	**507.79**
Additions for the year	-	62.01	114.94	7.12	5.27	2.38	1.10	192.82
Disposals for the year	-	(19.90)	(77.09)	(2.25)	(1.09)	(1.31)	(1.55)	(103.19)
Balance as at 31 March 2023	**-**	**104.00**	**437.10**	**19.33**	**9.35**	**25.29**	**2.35**	**597.42**
Additions for the year	53.12	220.03	225.06	8.61	1.92	-	0.15	508.89
Disposals for the year	-	-	(11.50)	-	-	(5.00)	-	(16.50)
Balance as at 31 March 2024	**53.12**	**324.03**	**650.66**	**27.94**	**11.27**	**20.29**	**2.50**	**1,089.81**
Additions for the year	-	372.42	341.43	10.44	3.61	0.08	0.29	728.27
Disposals for the year	-	-	(133.68)	-	-	-	-	(133.68)
Internal Adjustment	-	-	(0.38)	-	0.38	-	-	-
Balance as at 31 March 2025	**53.12**	**696.45**	**858.03**	**38.38**	**15.26**	**20.37**	**2.79**	**1,684.40**
Accumulated depreciation								
Balance as at 31 March 2022	**-**	**12.58**	**218.97**	**9.09**	**3.81**	**16.70**	**2.16**	**263.31**
Additions for the year	-	2.07	26.93	1.06	0.68	1.57	0.37	32.68
Disposals for the year	-	(1.46)	(70.02)	(2.11)	(0.64)	(1.05)	(1.44)	(76.72)
Balance as at 31 March 2023	**-**	**13.19**	**175.88**	**8.04**	**3.85**	**17.22**	**1.09**	**219.27**
Depreciation for the year	-	6.71	29.72	8.02	0.88	2.07	0.81	48.21
Disposals during the year	-	-	(10.92)	-	-	(4.54)	-	(15.46)
Balance as at 31 March 2024	**-**	**19.90**	**194.68**	**16.06**	**4.73**	**14.75**	**1.90**	**252.02**
Depreciation for the year	-	18.56	61.56	1.83	1.36	0.48	0.32	84.11
Disposals during the year	-	-	(75.57)	-	-	-	-	(75.57)
Balance as at 31 March 2025	**-**	**38.46**	**180.67**	**17.89**	**6.09**	**15.23**	**2.22**	**260.56**
Net block								
Carrying amount as at 31 March 2023	**-**	**90.81**	**261.22**	**11.29**	**5.50**	**8.07**	**1.26**	**378.15**
Carrying amount as at 31 March 2024	**53.12**	**304.13**	**455.98**	**11.88**	**6.54**	**5.54**	**0.60**	**837.79**
Carrying amount as at 31 March 2025	**53.12**	**657.99**	**677.36**	**20.49**	**9.17**	**5.14**	**0.57**	**1,423.84**

Note:-

(i) Title deeds of all the immovable properties are held in the name of the company.
(ii) The company has not held / dealt in investment property during the year.
(iii) The company has not revalued its Property, Plant and Equipment (including the Right of use assets) and intangible assets during the year under review
(iv) Refer Note No. 16 for disclosures relating to property, plant and equipment pledged as security by the Company.
(v) The company has no intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

4 Right of use assets	Lease Hold Land	Total
Gross block		
Balance as at 31 March 2022	**8.96**	**8.96**
Additions during the year	-	-
Deletions during the year	-	-
Balance as at 31 March 2023	**8.96**	**8.96**
Additions during the year	55.72	55.72
Deletions during the year	-	**-**
Balance as at 31 March 2024	**64.68**	**64.68**
Additions during the year	311.06	311.06
Deletions during the year	(77.90)	(77.90)
Balance as at 31 March 2025	**297.84**	**297.84**
Accumulated ammortisation		
Balance as at 31 March 2022	**1.68**	**1.68**
Amortisation for the year	0.11	0.11
Deletions during the year	-	-
Balance as at 31 March 2023	**1.79**	**1.79**
Amortisation for the year	0.67	0.67
Deletions during the year	-	-
Balance as at 31 March 2024	**2.46**	**2.46**
Amortisation for the year	3.79	3.79
Deletions during the year	-	-
Balance as at 31 March 2025	**6.25**	**6.25**
Net Block		
Net block as on 31 March 2023	**7.17**	**7.17**
Net block as on 31 March 2024	**62.22**	**62.22**
Net block as on 31 March 2025	**291.59**	**291.59**

SUPREET CHEMICALS LIMITED
ANNEXURE VII
Notes to restated financial statements
CIN:-U24231GJ1992PLC017944
(All amounts in ₹ millions, unless otherwise stated)

5 Capital work in progress

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Opening balance	-	-	-
Add: Additions during the year	598.77	-	-
Less: Capitalised/disposal during the year	(470.20)	-	-
Closing balance	**128.57**	**-**	-

Notes:- Construction of Manufacturing units under process and Solar Plant for the year ended march 2025.

The capital work in progress completion schedule is as follows:

Capital work in progress	As at 31 March 2025				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project in process	128.57	-	-	-	128.57
Projects temporarily suspended	-	-	-	-	-
Total	128.57	-	-	-	128.57

Capital work in progress	As at 31 March 2024				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project in process	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

Capital work in progress	As at 31 March 2023				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project in process	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

6 Other intangible assets	Software	Total
Gross block		
Balance as at 31 March 2022	**-**	**-**
Additions during the year	1.76	1.76
Deletions during the year	-	-
Balance as at 31 March 2023	**1.76**	**1.76**
Additions during the year	0.74	0.74
Deletions during the year	-	-
Balance as at 31 March 2024	**2.50**	**2.50**
Additions during the year	0.18	0.18
Deletions during the year	-	-
Balance as at 31 March 2025	**2.68**	**2.68**
Accumulated ammortisation		
Balance as at 31 March 2022	**-**	**-**
Amortisation for the year	0.14	0.14
Deductions / adjustments	-	-
Balance as at 31 March 2023	**0.14**	**0.14**
Amortisation for the year	0.76	0.76
Deductions / adjustments	-	-
Balance as at 31 March 2024	**0.90**	**0.90**
Amortisation for the year	0.87	0.87
Deductions / adjustments	-	-
Balance as at 31 March 2025	**1.77**	**1.77**
Net block		
Carrying amount as at 31 March 2023	**1.62**	**1.62**
Carrying amount as at 31 March 2024	**1.60**	**1.60**
Carrying amount as at 31 March 2025	**0.91**	**0.91**

7 Loans

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Unsecured, considered good			
Loans and advances to employees	6.32	8.90	9.10
Total	**6.32**	**8.90**	**9.10**

8 Other financial assets

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Security deposits	10.62	9.59	8.49
Interest receivable	0.57	0.56	0.35
Fixed deposit	21.12	22.63	21.62
Total	**32.31**	**32.78**	**30.46**

9 Other non current assets

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
M S Foundation*	-	-	-
Total	**-**	**-**	**-**

***Note:** The company does not have exposure to variable returns from its involvement with the MS Foundation, nor does it have the ability to affect such returns through its power over the entity.

As per the criteria prescribed under Indian Accounting Standard (Ind AS) 110, “Consolidated Financial Statements,” control is established only when an investor simultaneously meets all the following conditions:
(i) has power over the investee;
(ii) is exposed, or has rights, to variable returns from its involvement with the investee; and
(iii) has the ability to use its power to affect those returns.

Since the latter two conditions are not met, the company does not control MS Foundation within the meaning of Ind AS 110.

Further, the investment in MS Foundation has been impaired and is carried at a nominal value of ₹1 per share. The related impairment loss has been duly recognized in the standalone financial statements. Accordingly, MS Foundation is not considered a subsidiary under the Companies Act, 2013, and Ind AS 110, and has not been included in the scope of consolidation in the consolidated financial statements of the company.

10 Inventories

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Raw materials & packing materials	265.23	144.55	153.23
Work in progress & semi finished goods	168.22	422.96	381.17
Finished & goods in transit	730.32	129.23	75.96
Stores, spares and fuel	0.93	0.56	0.83
Total	**1,164.70**	**697.30**	**611.19**

Note: Inventories are measured at lower of cost or net realisable value
Refer Note 16 for details on Inventories subject to charge on secured borrowings

11 Trade receivables

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Unsecured, considered good			
Trade receivables	1,172.22	891.75	1,072.13
Less: Allowances for excepted credit Loss	(1.30)	(1.68)	(1.12)
Total	**1,170.92**	**890.07**	**1,071.01**

Note :-
(i) No trade receivables are due from directors or other officers of the company either severally or jointly with any other person.
(ii) No trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.
(ii) Refer Note 40 for information about credit risk and market risk of trade receivables.
(iv) For hypothecation over trade receivables, refer note 16.

Movement in the Expected Credit Loss

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	1.68	1.12	0.45
Impairment losses recognised/(reversed) on receivables (net)	(0.38)	0.56	0.67
Bad debts written off against provisions during the year	-	-	-
Balance at the end of the year	**1.30**	**1.68**	**1.12**

11(a) Trade receivables ageing schedule

As at 31 March 2025	Not due	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	
Undisputed trade receivables – considered good	778.58	302.96	72.01	18.67	-	-	1,172.22
Undisputed trade receivables – which have significant increase in credit risk	-		-	-	-	-	-
Undisputed trade receivable – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-	-
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Disputed trade receivables – credit impaired	-	-	-	-	-	-	-
Gross Trade receivables	778.58	302.96	72.01	18.67	-	-	1,172.22
Less : Allowances for excepted credit Loss	-	-	-	-	-	-	(1.30)
Total	**778.58**	**302.96**	**72.01**	**18.67**	**-**	**-**	**1,170.92**

As at 31 March 2024	Not due	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	
Undisputed trade receivables – considered good	551.10	172.23	120.54	44.27	3.61	-	**891.75**
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
Undisputed trade receivable – credit impaired	-	-	-	-	-	-	**-**
Disputed trade receivables - considered good	-	-	-	-	-	-	**-**
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
Disputed trade receivables – credit impaired	-	-	-	-	-	-	**-**
	-	-	-	-	-	-	**-**
Gross Trade receivables	551.10	172.23	120.54	44.27	3.61	-	891.75
Less : Allowances for excepted credit Loss	-	-	-	-	-	-	(1.68)
Total	**551.10**	**172.23**	**120.54**	**44.27**	**3.61**	**-**	**890.07**

As at 31 March 2023	Not due	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	
Undisputed trade receivables – considered good	797.22	151.55	97.54	21.88	3.94		**1,072.13**
Undisputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
Undisputed trade receivable – credit impaired	-	-	-	-	-	-	**-**
Disputed trade receivables - considered good	-	-	-	-	-	-	**-**
Disputed trade receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
Disputed trade receivables – credit impaired	-	-	-	-	-	-	**-**
Gross Trade receivables	797.22	151.55	97.54	21.88	3.94	-	1,072.13
Less : Allowances for excepted credit Loss	-	-	-	-	-	-	(1.12)
Total	**797.22**	**151.55**	**97.54**	**21.88**	**3.94**	**-**	**1,071.01**

12 Cash and cash equivalents

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Cash on hand	0.66	0.76	0.08
Balance with banks – current accounts	43.40	1.81	2.88
Total	**44.06**	**2.57**	**2.96**

12(a) Bank balance other than cash and cash equivalents

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Fixed deposits maturity with more than 3 months but less than 12 months	787.92	353.84	14.68
Total	**787.92**	**353.84**	**14.68**

8 Other financial assets

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Security deposits	2.59	1.03	1.10
Total	**2.59**	**1.03**	**1.10**

13 Other current assets

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Balances with government authorities	55.72	71.77	0.63
Duty drawback receivable	3.96	2.69	28.85
Advance to suppliers	28.62	325.04	68.92
Prepaid expenses	49.45	42.53	4.59
Other advances	-	57.45	30.50
Total	**137.75**	**499.48**	**133.49**

14 Equity share capital

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Authorized share capital			
9,00,00,000 Equity shares of ₹ 2 each (previous years 9,00,00,000 Equity Shares of ₹ 2 each)	180.00	180.00	180.00
Issued, subscribed and fully paid-up shares			
6,35,19,000 Equity shares of ₹ 2 each (previous years 6,35,19,000 equity shares of ₹2 each fully paid-up)	127.04	127.04	127.04*
Total	**127.04**	**127.04**	**127.04**

*6,14,70,000 Equity shares fully paid were issued on August 9, 2022 through share capital after sub-division in the ratio of 1:50 and bonus share issued in the ratio of 30:1 on August 25, 2022

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particular	As at 31 March, 2025		As at 31 March, 2024		As at 31 March, 2023	
	No of Shares	Amount (Rs.)	No of Shares	Amount (Rs.)	No of Shares	Amount (Rs.)
Equity Shares of Re.2 each fully paid up						
At the beginning of the year	6,35,19,000.00	127.04	6,35,19,000.00	127.04	20,49,000.00	4.10
(+) Shares issued during the year	-	-	-	-	6,14,70,000.00	122.94
At the end of the year	**6,35,19,000.00**	**127.04**	**6,35,19,000.00**	**127.04**	**6,35,19,000.00**	**127.04**

Terms / right attached Equity Shares

a)The Company has only one class of equity shares having par value of Rs. 2 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company does not have an Employee Stock Option Plan (ESOP) Scheme.

b)The dividend proposed, if any by the Board of directors is subject to approval of the shareholders

(b) Details of shares in the company held by each shareholder holding more than 5 %:

Name of the Shareholder	As at 31 March, 2025		As at 31 March, 2024		As at 31 March, 2023	
	Nos.	% of holding	Nos.	% of holding	Nos.	% of holding
Harjindersingh sarna	3,39,00,660	53.37%	3,83,46,990	60.37%	3,83,46,990	60.37%
Narenderkaur sarna	1,28,78,402	20.27%	1,88,32,804	29.64%	1,88,32,804	29.64%
Manjeetsingh sarna	36,46,335	5.74%	-	-	-	-

(c) Details of Shares hold by Promoters :

Promoter name	As at 31 March, 2025		As at 31 March 2024		% Change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Equity shares					
Harjindersingh sarna	3,39,00,660	53.37%	3,83,46,990	60.37%	(7.00%)
Narenderkaur sarna	1,28,78,402	20.27%	1,88,32,804	29.65%	(9.38%)
Manjeetsingh sarna	36,46,335	5.74%	-	0.00%	5.74%

Promoter name	As at 31 March 2024		As at 31 March 2023		% Change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Harjindersingh sarna	3,83,46,990	60.37%	3,83,46,990	60.37%	-
Narenderkaur sarna	1,88,32,804	29.65%	1,88,32,804	29.65%	-

Promoter name	As at 31 March 2023		As at 31 March 2022		% Change during the year
	Number of shares	% of total shares	Number of shares	% of total shares	
Harjindersingh Sarna	3,83,46,990	60.37%	24,740	60.37%	-
Narenderkaur Sarna	1,88,32,804	29.65%	16,240	39.63%	(9.98%)

15 Other Equity

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
General reserve	62.22	62.22	62.22
Retained earnings	2,182.87	1,675.53	1,432.35
Total other equity	**2,245.09**	**1,737.75**	**1,494.57**

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
(a) General reserve			
Opening balance	62.22	62.22	62.22
(+) Transferred from surplus in Statement of Profit and Loss	-	-	-
Closing balance	**62.22**	**62.22**	**62.22**
(b) Retained earnings			
Balance at the beginning of the year	1,675.53	1,432.35	1,003.80
Profit attributable to the owners of the company	519.18	255.94	563.41
Less: Dividends distributed to equity shareholders	(12.70)	(12.70)	(12.70)
Less: Issues on bonus share	-		(122.94)
Remeasurement of defined benefit obligation (net of tax)	0.86	(0.06)	0.78
Closing balance	**2,182.87**	**1,675.53**	**1,432.35**

Nature and purpose of reserves:

General reserve: General reserve is created out of appropriations from the profits of past years. This is a free reserve and will be used in a manner specified as per the provisions of the Companies Act, 2013.

Retained earnings: Retained earnings represents accumulated profits of the company as on reporting date. This is a free reserve and will be used in a manner specified as per the provisions of the Companies Act, 2013.

Remeasurement of defined benefit obligations represents the effects of remeasurement of defined benefit obligations on account of actuarial gains and losses. These are not subsequently reclassifiable to the statement of profit and loss.

16 Borrowings - non current (Refer note 42)

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Secured			
Loans from banks			
Loan from financial institution	645.33	377.51	1.84
(-) Current maturities of long term borrowings	(172.22)	(85.56)	(0.40)
Unsecured			
Loans from directors	723.33	102.97	5.49
Loan from financial institution	8.00	8.00	8.39
Total	**1,204.44**	**402.92**	**15.32**

Borrowings current

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Secured			
Loans from banks			
From banks	630.37	320.46	30.88
Current maturities of long term borrowings	172.22	85.56	0.40
Total	**802.59**	**406.02**	**31.28**

Particular	Term of Repayment	Interest Rate
Secured (Footnote note no. -16)		
For hypothecation over trade receivable Cash credit loan from banks repayable on demand including letter of credit & bank guarantee	Repayable on demand	8.10%
For hypothecation over trade receivable Export packing credit & export packing credit from banks repayable on demand including letter of credit & bank guarantee	Repayable on demand	7.75%
ICICI Bank - Current-FD OD-108 fixed deposit overdraft loan secured against fixed deposit		

Note:-
Security details: First and exclusive charge on inventories and receivables and other current assets of the company.
Second charge by way of hypothecation of entire machineries and other movable property, plant & equipment and equitable mortgage of land and buildings of the company.
Additional Personal Guarantees given by
a. Manjeetsingh Gurbirsingh Sarna
b. Harjindersingh Jaswantsingh Sarna
c. Narendrakaur Harjindersingh Sarna

Note:-
Personal guarantees by directors of the company.
1. Harjindersingh Jaswantsingh Sarna
2. Narendrakaur Harjindersingh Sarna
(The loans from directors are interest free and Tenure of loan is 12 years)

Terms of borrowings

Particulars	**Term loan from ICICI Bank**
Amount	**390.00 (In millions)**
Tenure	60 monthly installments
Morotarium	6 months
Security	Secured against immovable fixed assets, fixed deposits, movable fixed deposits, and current assets
Rate of Interest	Rate of Interest is 9.10% Repo Rate + Spread per annum As on date the Repo Rate is 6.50 and Spread is 2.60%.

Particulars	**Term Loan from ICICI Bank**
Amount	**385.00 (In millions)**
Tenure	60 Monthly Installments
Morotarium	6 months
Security	Secured against Immovable Fixed assests, Fixed deposits, movable fixed deposits and current assets
Rate of Interest	Rate of Interest is 9.75% Repo Rate + Spread per annum As on date the Repo Rate is 6.50 and Spread is 3.25%.

Particulars	**Vehicle loan from Mahindra Finance**
Amount	**2.18 (In millions)**
Tenure	60 monthly installments
Date of 1st installment	15-05-2022
Asset detail	Mahindra XUV 700 AX7 L DSL
Asset cost	22,99,000
Security	Asset
Rate of Interest	7.76%

17 Other financial liabilities - non current

	As at 31 March 2025	**As at 31 March 2024**	**As at 31 March 2023**
Trade security deposit	0.23	0.23	0.23
	0.23	**0.23**	**0.23**

18 Provision

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Gratuity (Refer note no 36)			
Non-current	8.03	6.94	5.48
Leave encashment			
Non-current	2.26	1.99	1.56
Total	**10.29**	**8.93**	**7.04**
Gratuity (Refer note no 36)			
Current	3.38	3.43	3.20
Leave encashment			
Current	0.45	0.34	0.24
Total	**3.83**	**3.77**	**3.44**

19 Deferred tax liabilities (net)

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilities			
(i) Property, plant and equipment and intangible assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	28.43	17.48	6.02
Effective Interest Rates	0.47	0.45	-
Deferred tax assets			
Disallowances under Section 43B of Income Tax Act, 1961	(0.92)	(0.82)	(0.70)
Audit fees disallowance under Section 40(a)(ia)	(0.04)	(0.05)	(0.05)
Gratuity disallowance under Section 40A(7) of Income Tax Act, 1961	(2.87)	(2.61)	(2.19)
Leave encashment disallowance	(0.70)	(0.59)	(0.45)
Provision for Expected Credit Loss	(0.33)	0.42	(0.28)
Total	**24.04**	**14.28**	**2.35**

Movement of deferred tax balances

Particulars	As at April 01, 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31st March 2025
Deferred tax assets:				
Disallowances under Section 43B of Income Tax Act, 1961	0.82	0.10	-	0.92
Audit fees disallowance under Section 40(a)(ia)	0.05	(0.01)	-	0.04
Provision for employee benefits	2.61	0.55	(0.29)	2.87
Leave encashment disallowance	0.59	0.11	-	0.70
Provision for Expected Credit Loss	(0.42)	0.75	-	0.33
Deferred tax liabilities:				
(i) Property, plant and equipment and intangible assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	(17.48)	(10.95)	-	(28.43)
	(0.45)	(0.02)	-	(0.47)
Net assets/(liabilities)	**(14.28)**	**(9.47)**	**(0.29)**	**(24.04)**

Particulars	As at April 01, 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31st March 2024
Deferred tax assets:				
Disallowances under Section 43B of Income Tax Act, 1961	0.70	0.12	-	0.82
Audit fees disallowance under Section 40(a)(ia)	0.05	-	-	0.05
Provision for employee benefits	2.19	0.40	0.02	2.61
Leave encashment disallowance	0.45	0.14	-	0.59
Provision for Expected Credit Loss	0.28	(0.70)	-	(0.42)
Deferred tax liabilities:				
(i) Property, plant and equipment and intangible assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	(6.02)	(11.46)	-	(17.48)
	-	(0.45)	-	(0.45)
Net assets/(liabilities)	**(2.35)**	**(11.95)**	**0.02**	**(14.28)**

Particulars	As at April 01, 2022	Recognised in statement of profit and loss	Recognised in other comprehensive income	As at 31st March 2023
Deferred tax assets:				
Disallowances under Section 43B of Income Tax Act, 1961	0.53	0.17	-	0.70
Audit fees disallowance under Section 40(a)(ia)	0.38	(0.33)	-	0.05
Provision for employee benefits	2.61	(0.16)	(0.26)	2.19
Leave encashment disallowance	-	0.45	-	0.45
Provision for Expected Credit Loss	-	0.28	-	0.28
Deferred tax liabilities:				
(i) Property, plant and equipment and intangible assets: Impact of difference between tax depreciation and depreciation/amortization charged for the financial reporting	(7.88)	1.86	-	(6.02)
Net assets/(liabilities)	**(4.36)**	**2.27**	**(0.26)**	**(2.35)**

Income tax

The major components of income tax expense for the years are:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Current income tax:			
Current income tax charge	159.65	80.35	196.21
Deferred tax:			
Relating to origination and reversal of temporary differences (net)	9.47	11.95	(2.27)
Income tax expense reported in the statement of profit or loss	**169.12**	**92.30**	**193.94**

The tax rate used for the reconciliation above is the corporate tax rate payable by corporate entity in India on taxable profits under the Indian tax law. The Company elected to exercise the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 in FY 2020-21, which gives a one time irreversible option to domestic companies for payment of corporate tax at reduced rates. Accordingly, the Company has re-measured its deferred tax asset (net) basis the rate prescribed in the said section.

A reconciliation of income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized as follows:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Profit before income tax	688.30	348.24	757.35
Rate of income tax	25.17%	25.17%	25.17%
Computed expected tax expenses	173.25	87.65	190.62
Depreciation as per Companies Act, 2013	22.34	12.49	8.29
Depreciation as per Income Tax Act	(41.69)	(22.10)	(11.61)
Disallowance expenses as per Income Tax Act	6.25	3.87	2.36
Allowance expenses as per Income Tax Act	(0.97)	(2.51)	(1.66)
Interest as per provision of income tax Act	-	-	4.07
Prior year tax adjustments	0.47	0.95	4.14
Current income tax	**159.65**	**80.35**	**196.21**

Applicable statutory tax rate for financial year 2021-22 is 25.17% (Previous year 2020-21 is 25.17%)

20 Trade Payables (Refer note 43)

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Trade payables dues of micro and small enterprises	15.18	357.49	58.82
Trade payables (other than dues of micro and small enterprises)	661.34	208.18	450.90
Total	**676.52**	**565.67**	**509.72**

20(a) Trade payables ageing schedule

As at 31 March 2025	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	12.36	2.82	-	-	-	15.18
Total outstanding dues of creditors other than micro enterprises and small enterprises	406.31	240.04	14.99	-	-	661.34
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	418.67	**242.86**	**14.99**	**-**	**-**	**676.52**

Trade Payables Ageing Schedule

As at 31 March 2024	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	212.50	145.00	-	-	-	357.50
Total outstanding dues of creditors other than micro enterprises and small enterprises	141.30	50.91	8.83	7.13	-	208.17
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	353.80	**195.91**	**8.83**	**7.13**	**-**	**565.67**

Trade Payables Ageing Schedule

As at 31 March 2023	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	29.84	28.98	-	-	-	58.82
Total outstanding dues of creditors other than micro enterprises and small enterprises	360.59	77.16	13.11	0.04	-	450.90
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	390.43	**106.14**	**13.11**	**0.04**	**-**	**509.72**

20(b) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	15.18	357.49	58.82
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the	-	-	-
(iv) The amount of interest due and payable for the year	-	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

21 Other financial liabilities

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Advances from customers	0.14	-	-
Trade security deposit	0.05	-	-
Other liabilities	9.27	-	-
Total	**9.46**	**-**	**-**

22 Other current iabilities

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Payables on purchase of property, plant & equipment	42.47	101.14	18.33
Statutory liabilities	7.37	11.75	14.57
Employee dues	6.69	5.38	5.75
Provision for expense	6.54	0.85	0.75
Total	**63.07**	**119.12**	**39.40**

23 Current tax liabilities

	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Provision for Income tax (net of advance tax)	24.88	1.85	30.54
Total	**24.88**	**1.85**	**30.54**

24 Revenue from operations

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Sales of products	3,505.19	2,191.50	2,654.35
Contract manufacturing income	109.28	197.27	463.99
Other operating revenue			
Duty drawback and other export incentives	11.00	8.79	9.07
Total	**3,625.47**	**2,397.56**	**3,127.41**

24 (a) Disaggregation of revenue by type of goods

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Aromatic amine and sulfonamides	1,308.07	932.57	1,258.17
Amino phenol	571.46	335.41	386.12
Specialties	1,322.65	670.91	639.54
Others*	423.29	458.67	843.58
Total	**3,625.47**	**2,397.56**	**3,127.41**

*Others include trading, duty drawback and contract manufacturing

24 (b) Contract balance

The following table presents information regarding receivables and contract liabilities arising from contracts with customers

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Contract liabilities			
Advance from customers	0.14	-	-
Total	**0.14**	**-**	**-**
Receivables			
Trade receivables	1172.22	891.75	1072.13
Less:-Allowance for expected credit loss	(1.30)	(1.68)	(1.12)
Total	**1,170.92**	**890.07**	**1,071.01**

Reconciliation of revenue from sale of traded goods with the contracted price

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Contracted price	3,625.47	2,397.56	3,127.41
Less: Customer incentive/benefits/discounts*	-	-	-
Sale of products	**3,625.47**	**2,397.56**	**3,127.41**

There is no material adjustment made in contract price for revenue recognised as other operating revenue

25 Other income

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Interest income earned on financial assets that are not designated as at fair value through profit or loss			
On bank deposits (at amortised cost)	50.20	20.39	2.80
Gain on disposal of property, plant and equipment	-	6.75	4.45
Net foreign exchange gains or (losses)	14.70	7.70	11.91
Miscellenous income	0.75	0.33	0.76
Excepted credit (loss) / reversal	0.38	-	-
Total	**66.03**	**35.17**	**19.92**

26 Cost of materials consumed

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Opening stock	144.42	150.64	217.15
(+)Purchases	2,455.58	1,251.10	1,176.05
	2,600.00	**1,401.74**	**1,393.20**
(-) Closing stock	(264.56)	(144.42)	(150.64)
Total	**2,335.44**	**1,257.32**	**1,242.56**

27 Purchase of stock in trade

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Purchase of traded goods	257.28	303.19	320.08
Total	**257.28**	**303.19**	**320.08**

28 Changes in inventories of finished goods, work in progress and stock in trade

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Inventories at the end of the year			
Closing finished goods & goods in transit	730.32	129.23	75.96
Closing work in progress & semi finished goods	168.22	422.96	381.17
	898.54	**552.19**	**457.13**
Inventories at the beginning of the year			
Finished goods & goods in transit	129.23	75.96	47.36
Work in progress & semi finished goods	422.96	381.17	421.47
	552.19	**457.13**	**468.83**
(Increase)/decrease in stocks	**(346.35)**	**(95.06)**	**11.70**

29 Employee benefits expense

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Salaries, wages and bonus	125.98	118.36	116.99
Director remuneration (Refer note 35)	30.15	30.03	53.86
Contribution to provident and other funds	5.24	4.41	2.62
Staff welfare expenses	2.65	5.23	4.90
Leave encashment	0.45	0.59	0.69
Gratuity	2.32	1.85	1.48
Total	**166.79**	**160.47**	**180.54**

30 Finance Cost

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Interest cost on borrowings	73.17	40.59	5.15
Total	**73.17**	**40.59**	**5.15**

31 Depreciation and amortisation expenses

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Depreciation on property, plant and equipment (refer note 3)	84.11	48.21	32.72
Depreciation of right of use assets (refer note 4)	3.79	0.67	0.11
Depreciation on intangible assets (refer note 6)	0.87	0.76	0.14
Total	**88.77**	**49.64**	**32.97**

32 Other expenses

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Power and fuel	151.97	127.20	134.36
Consumption of packing materials	22.96	28.15	28.76
Consumption of stores and spare parts	21.07	9.36	29.89
Travelling and conveyance	7.41	5.17	5.44
Processing charges paid (Job work)	7.34	6.56	23.97
Repairs and maintenance			
- Buildings	0.01	0.58	2.89
- Plant and machinery	33.04	18.65	3.35
- Others	1.39	6.49	13.98
Rent expenses	1.77	9.10	13.35
GST expenses	0.24	3.37	0.40
Advertisement	0.21	0.07	0.10
Security expenses	4.56	3.92	2.95
Drainage expenses	0.38	0.36	0.21
Membership fees	0.18	0.26	0.14
Rates & taxes	5.64	4.59	0.52
Insurance	21.64	19.26	5.55
Freight and forwarding	33.50	52.77	63.79
Vehicle expenses	0.64	0.79	1.51
Auditors' remuneration (Refer below note)	0.50	0.60	0.60
Communication	0.74	0.68	0.71
Effluent treatment and disposal charges	78.41	43.30	46.47
Water charges	2.99	1.94	2.03
Legal and professional fees	5.77	5.95	3.33
Bank charges	2.34	2.56	1.49
Laboratory expenses	2.68	1.77	2.77
Printing and Stationery	1.27	1.69	0.74
Expected credit loss	-	0.56	0.67
Loss on disposal of property, plant and equipment	8.64	-	-
Sales commission	0.30	1.45	8.54
Donations and contributions	-	0.30	0.25
Expenditure on corporate social responsibility (Refer note 38)	10.45	10.45	7.45
Impairment loss	-	-	0.10
Miscellaneous expenses	0.06	0.44	3.73
Total	**428.10**	**368.34**	**410.04**

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Auditor remuneration			
Statutory Audit Fees	0.50	0.60	0.60
Total	**0.50**	**0.60**	**0.60**

33 Particulars

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Exceptional item	-	-	186.94
Total	**-**	**-**	**186.94**

A fire occurred on **16.09.2022** at manufacturing unit-3 in plant-B of the company in Vapi, Gujarat, and a stock of raw materials was lost due to the fire. An insurance claim has been filed with the insurance company, and an amount of **Rs 152.15** million, being the estimated claim receivable on account of loss of raw materials, has been assessed by the management.Loss of **₹33.74** million on property, plant and equipment has been debited to the statement of profit and loss and credited under "Property, Plant and Equipment and Fire-fighting expenses of **₹1.05** million have been debited to the statement of profit and loss and credited to the respective vendor accounts for services received.However, since the preliminary/claim report from the insurance company is still awaited, the claim is being accounted for on a cash basis and the loss has been charged to the statement of profit and loss.

34 Contingencies & commitments

	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Contingent Assets:			
Insurance claim receivable - Fire insurance	186.94	186.94	186.94
Indirect tax - Refund*	0.84	0.84	0.84
Capital commitments			
Expenditures towards suppliers	103.30	-	-
Total	**291.08**	**187.78**	**187.78**
Contingent liability			
Civil Liabilities**	2.92	2.92	2,92
Tax Deducted at Source (TDS) liabilities (refer note below)	0.08	0.08	0.08
	3.00	**3.00**	**0.08**

Details of above mentioned Tax Deducted at Source (TDS) liabilities under contingent liability for the year ended March 31, 2025 are as under:

Financial Year	Amount
FY-2022-23	0.08
FY-2023-24	0.08
FY-2024-25	0.08

Contingencies for the year ended March 2025

Contingent Assets and Contingent liability

Particulars	Amount
Indirect Tax- Refund* Against Order-in-Original No. VAPIII/REFUND/03/2020-21 dated 29.07.2020, refund of ₹54,29,753 was sanctioned on 31.07.2022. Interest claim of ₹8,43,471 on the refund was rejected by the Assistant Commissioner Div-II on 10/08/2022. Appeal before Commissioner (Appeals), Surat was also rejected against OIO: CCESA-SRT-APPEALPS-077-2020-21 dt 31/08/2020. Subsequently, appeal was filed before the CESTAT, Ahmedabad on 31.12.2020 (Case No. EXCISE/0010890/2020), which is presently pending. Next hearing is scheduled on 17.11.2025.	0.84
Total	**0.84**
Civil Liabilities** Amit Paint filed a civil suit on 5 November 2011 in connection with a dispute over measurement in bills amounting to ₹29,19,978.85. The Civil Court dismissed the claim on 10 January 2018. Thereafter, Amit Paint preferred a First Appeal before the Hon'ble Gujarat High Court (Case No. 3746 of 2018) challenging the Civil Court's decision. The matter is currently sub judice and the final judgment is awaited.	2.92
Total	**2.92**

35 Related party relationship

(A) Names of related parties and nature of relationship

Description Of Relationship	Names of related parties
(i) Key management personnel (KMP)	**Whole-time director** Harjindersingh jaswantsingh sarna Rajkumar siyasaran singh **Managing director** Manjeetsingh gurbirsingh sarna **Chief financial officer** Dineshchandra manubhai patel **Company secretary** Indrajeet kumar panday
(ii) Relatives of KMP	Mrs. N. K. sarna (Wife of Harjindersingh jaswantsingh sarna)
(Iii) Entities in which KMP or relatives of KMP can exercise significant influence	Royal international (Proprietor Harjindersingh jaswantsingh sarna) Dr Hemangs laboratory
(iv) Non- Executive Director	Mulshankar Parajapati Ruta Vashi Tanvi Desai Hemang Thakorlal Desai

35 Related party transaction

(B) Details of transactions with related parties in the ordinary course of business:

	Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
(i)	**Remunerations to KMP / Directors**			
	Mr. Harjindersingh jaswantsingh sarna	22.20	22.20	46.00
	Mr. Manjeetsingh gurbirsingh sarna	7.20	7.20	7.20
	Mr. Rajkumar siyasaran singh	0.75	0.69	0.66
	Mr. Dineshchandra manubhai patel	2.72	2.50	1.81
	Mr. Indrajeet kumar panday	0.53	0.46	0.44
(ii)	**Remunerations to relatives of KMP / Directors**			
	Mrs. Narendra kaur sarna	-	-	11.00
(iii)	**Purchase of raw materials from entities in which KMP can exercise significant influence**			
	Dr Hemangs laboratory	0.15	-	5.67
(iv)	**Sale of goods and processing services to entities in which KMP can exercise significant influence**			
	Dr Hemangs laboratory	10.32	18.70	39.68
(v)	**Rent to relatives of KMP / Directors**			
	Mrs. Narendra kaur sarna	-	2.43	12.00
(vi)	**Rent to entities in which KMP or relatives of KMP can exercise significant influence**			
	Royal international	-	5.40	1.35
(vii)	**Loan received from KMP/ Directors**			
	Mr. Harjindersingh jaswantsingh sarna	1,027.90	114.75	109.13
(viii)	**Loan received from relatives of KMP/directors**			
	Mrs. Narendra kaur sarna	-	-	6.90
(ix)	**Repayment of loan to KMP/directors**			
	Mr. Harjindersingh jaswantsingh sarna	407.54	12.32	145.07
(x)	**Repayment of loan to relatives of KMP/directors**			
	Mrs. Narendra kaur sarna	-	4.96	10.85
(xi)	**Purchase of land and building from relatives of KMP/directors**			
	Mrs. Narendra kaur sarna	-	250.00	-
(xii)	**Sitting Fees**			
	Non- Executive Directors			
	Mulshankar Parajapati	0.07	-	-
	Ruta Vashi	0.02	-	-
	Tanvi Desai	-	-	-
	Hemang Thakorlal Desai	-	-	-

(C) Balances payable/receivable

	Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
(i)	**Outstanding loans payable to KMP / Directors**			
	Mr. Harjindersingh jaswantsingh sarna	723.33	102.97	0.53
(ii)	**Outstanding loans payable to relatives of KMP / Directors**			
	Mrs. Narendra kaur sarna	-	-	4.96
(iii)	**Trade payables to entities under significant influence of KMP**			
	Royal international - Rent	-	1.46	-
	Dr Hemangs laboratory	-	0.01	-
(iv)	**Trade receivables from entities under significant influence of KMP**			
	Dr Hemangs laboratory	-	-	21.34

36 Employee benefit obligations

The following amount is recognized as an expense in the statement of profit and loss on account of provident fund and other funds.
There are no other obligations other than the contribution payable to the respective authorities.

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Contribution to PF	4.09	3.50	1.87
Contribution to ESIC	1.15	0.91	0.75
Contribution to GLWF	0.01	-	-
Total	**5.25**	**4.41**	**2.62**

ii. Defined Benefit Plan:

The company has a funded defined benefit gratuity plan. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, an employee who has completed five years of service is entitled to a specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. Every employee who has completed five years or more of service receives gratuity on departure at 15 days' salary (last drawn salary) for each completed year of service, as per the provisions of the Payment of Gratuity Act, 1972, with a total ceiling on gratuity of ₹2,000,000.

The following tables summaries the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Change in present value of obligations			
Present value obligation at beginning of year	10.37	8.68	10.39
Acquisition adjustment			
Transfer in/(out)			
Interest expense	0.74	0.63	0.65
Past service cost			
Current service cost	1.57	1.23	0.83
Curtailment cost/(credit)			
Settlement Cost/(Credit)			
Benefits paid	(0.12)	(0.25)	(2.15)
Remeasurements on obligation - (gain) / loss	(1.15)	0.08	(1.04)
Present value of obligation as at the end of the year			
Total	**11.41**	**10.37**	**8.68**

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Fair Value of Plan Assets			
Opening fair value of plan asset	-	-	-
Adjustment to opening fair value of plan asset	-	-	-
Return on plan assets excluding interest income	-	-	-
Interest income	-	-	-
Contributions by employer	-	-	-
Benefits paid	-	-	-
Fair value of plan assets at end	**-**	**-**	**-**

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Amounts to be recognized in the balance sheet and statement of profit & loss account			
Present value obligation at end of year	11.41	10.37	8.68
Fair value of plan assets at end of year	-	-	-
Funded status	-	-	-
Net asset/(liability) recognized in the balance sheet	**11.41**	**10.37**	**8.68**

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Other comprehensive income (OCI)			
Actuarial (gain)/loss recognized for the year	(1.15)	0.08	(1.04)
Adjustment to opening actuarial (gain)/loss	-	-	-
Asset limit effect	-	-	-
Return on plan assets excluding net interest	-	-	-
Unrecognized actuarial (gain)/loss from previous year	-	-	-
Total actuarial (gain)/loss recognized in OCI	**(1.15)**	**0.08**	**(1.04)**

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Expense recognized in the statement of P & L A/C			
Current service cost	1.57	1.23	0.83
Adjustment to opening service cost	-	-	-
Net interest	0.74	0.63	0.65
Past service cost – (non vested benefits)	-	-	-
Past service cost – (vested benefits)	-	-	-
Curtailment effect	-	-	-
Settlement effect	-	-	-
Expense recognized in the statement of P & L A/C	**2.31**	**1.86**	**1.48**

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Movements in the liability recognized in balance sheet			
Opening net liability	(10.37)	(8.68)	(10.39)
Benefits directly paid by company	0.12	0.25	2.15
Expense recognised at the end of year	(2.31)	(1.86)	(1.48)
Amount recognised outside profit & loss for the year	1.15	(0.08)	1.04
Closing net liability	**(11.41)**	**(10.37)**	**(8.68)**

Net liability is bifurcated as follows:	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Current	3.38	3.43	3.20
Non-current	8.03	6.94	5.48
Net liability	**11.41**	**10.37**	**8.68**

Assumptions

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Mortality	IALM(2012-14) ult	IALM(2012-14) ult	IALM(2012-14) ult
Interest / discount rate	6.70%	7.20%	7.40%
Rate of increase in compensation	6.00%	6.00%	6.00%
Annual increase in healthcare costs			
Future changes in maximum state healthcare benefits			
Expected average remaining service	9.75	9.98	10.06
Average remaining working life (years)		18.57^	18.45 ^
Retirement age	58 years	58 years	58 years

A quantitative analysis for significant assumption is as shown below:

Indian gratuity plan:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Assumptions - discount rate			
Sensitivity level (a hypothetical increase / (decrease) by)	2.00%	2.00%	2.00%
Impact on defined benefit obligation -increase of sensitivity level	12.12	10.99	9.21
Impact on defined benefit obligation -decrease of sensitivity level	10.79	9.82	8.22
Assumptions - future salary escalation rates			
Sensitivity level (a hypothetical increase / (decrease) by)	2.00%	2.00%	2.00%
Impact on defined benefit obligation-increase of sensitivity level	10.92	9.95	8.34
Impact on defined benefit obligation-decrease of sensitivity level	11.96	10.84	9.06
Assumptions - withdrawal rate (w.r) sensitivity			
Sensitivity level (a hypothetical increase / (decrease) by)	2.00%	2.00%	2.00%
Impact on defined benefit obligation-increase of sensitivity level	11.33	10.27	8.59
Impact on defined benefit obligation-decrease of sensitivity level	11.48	10.45	8.77

Expected future benefit payments

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Within 1 year	3.38	3.43	3.21
1-2 year	1.16	0.70	0.56
2-3 year	1.09	1.23	0.67
3-4 year	1.18	1.16	1.18
4-5 year	1.03	1.22	1.10
5-10 year	9.07	7.80	6.52

37 Segmental information

In accordance with IND AS 108 "Operating segments," the company presents segment information based on internal reports used to allocate resources to segments and assess their performance. The Board of Directors of the company collectively acts as the Chief Operating Decision Maker (CODM).

The chief operating decision maker monitors the operating results of its segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated on the basis of profit and loss.

Summary of the segment information is as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Segment revenue			
Within India	2,699.42	1,683.19	2,307.42
Outside India	926.05	714.37	819.99
Total	**3,625.47**	**2,397.56**	**3,127.41**
Carrying amount of assets by geographical location of assets			
Segment assets			
Within India	1,423.84	837.79	378.15
Outside India	273.59	281.31	324.89
Total	**1,697.43**	**1,119.10**	**703.04**
Additions to fixed assets (including intangible assets and capital work in progress)			
Within India	857.02	509.63	194.58
Outside India	-	-	-
Total	**857.02**	**509.63**	**194.58**

38 Corporate social responsibility

As per Section 135 of the Companies Act, 2013, a CSR committee has been formed by the company. The areas for CSR activities include eradicating hunger, poverty, and malnutrition; promoting preventive health care; ensuring environmental sustainability; education; promoting gender equality and empowering women; and other activities. The amount must be expended on activities specified in Schedule VII of the Companies Act, 2013.

Details of CSR expenditure required to be spent and amount spent are as under:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Gross amount required to be spent by the company during the year as per Section 135(5) of the Companies Act, 2013 read with schedule VII	10.25	10.42	7.23
Amount Spent During The Year			
(i) Construction/acquisition of any asset		-	-
(ii) On purposes other than (i) above	10.45	10.45	7.45
Total	**10.45**	**10.45**	**7.45**
(Excess)/shortfall during current year	(0.20)	(0.03)	(0.22)
(Excess)/shortfall during previous years	(0.25)	(0.22)	-
Net (Excess)/shortfall during the year	**(0.45)**	**(0.25)**	**(0.22)**

39 Financial instruments

Financial instrument by category

The carrying value and fair value of financial instrument by categories as of March 31, 2025 were as follows

Particulars	At amortised cost	At fair value through profit and loss	At fair value through OCI	Total Carrying value
Assets:				
Cash and cash equivalents	44.06	-	-	44.06
Bank balance other than cash and cash equivalent	787.92	-	-	787.92
Trade receivables	1,170.92	-	-	1,170.92
	34.90	-	-	34.90
Loans	6.32	-	-	6.32
Total	**2,044.12**	**-**	**-**	**2,044.12**
Liabilities:				
Borrowing	2,007.03	-	-	2,007.03
Trade and other payables	676.52	-	-	676.52
Other financial liabilities	9.69	-	-	9.69
Total	**2,693.24**	**-**	**-**	**2,693.24**

The carrying value and fair value of financial instrument by categories as of 31st March 2024 were as follows

Particulars	At amortised cost	At fair value through profit and loss	At fair value through OCI	Total Carrying value
Assets:				
Cash and cash equivalents	2.57	-	-	2.57
Bank balance other than cash and cash equivalent	353.84	-	-	353.84
Trade receivables	890.07	-	-	890.07
	33.81	-	-	33.81
Loans	8.90	-	-	8.90
Total	**1,289.19**	**-**	**-**	**1,289.19**
Liabilities:				
Borrowing	808.94	-	-	808.94
Trade and other payables	565.67	-	-	565.67
Other financial liabilities	0.23	-	-	0.23
Total	**1,374.84**	**-**	**-**	**1,374.84**

The carrying value and fair value of financial instrument by categories as of 31st March 2023 were as follows

Particulars	At amortised cost	At fair value through profit and loss	At fair value through OCI	Total Carrying value
Assets:				
Cash and cash equivalents	2.96	-	-	2.96
Bank balance other than cash and cash equivalent	14.68			14.68
Trade receivables	1,071.01	-	-	1,071.01
Other financial assets	31.56	-	-	31.56
Loans	9.10	-	-	9.10
Total	**1,129.31**	**-**	**-**	**1,129.31**
Liabilities:				
Borrowing	46.60	**-**	**-**	46.60
Trade and other payables	509.72	**-**	**-**	509.72
Other financial liabilities	39.40	**-**	**-**	39.40
Total	**595.72**	**-**	**-**	**595.72**

40 Financial risk management objectives and policies

The risk management policies of the company are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.
The management has overall responsibility for the establishment and oversight of the company's risk management framework.
In performing its operating, investing, and financing activities, the company is exposed to credit risk, liquidity risk, and market risk.

Carrying amount of financial assets and liabilities:

The following table summaries the carrying amount of financial assets and liabilities recorded at the end of the period by categories:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Financial assets			
Cash and cash equivalent	44.06	2.57	2.96
Bank balance other than cash and cash equivalent	787.92	353.84	14.68
Trade receivables	1,170.92	890.07	1,071.01
Loans	6.32	8.90	9.10
Other financial assets	34.90	33.81	31.56
At end of the year	**2,044.12**	**1,289.19**	**1,129.31**
Financial liabilities			
Borrowings	2,007.03	808.94	46.60
Trade payables	676.52	565.67	509.72
Other financial liabilities	9.69	0.23	0.23
At end of the year	**2,693.24**	**1,374.84**	**556.55**

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk, and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, and derivative financial instruments.

Credit risk on financial assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counterparties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings.

As disclosed in Note 12, cash and cash equivalents balances generally represent short term deposits with a less than 90-day maturity.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 90-360 days. But some customers take a longer period to settle the amounts.

Exposure to credit risk

Financial asset for which loss allowance is measured using expected credit loss model

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Financial Assets			
Cash and cash equivalent	44.06	2.57	2.96
Bank balance other than cash and cash equivalent	787.92	353.84	14.68
Trade receivables	1,170.92	890.07	1,071.01
Loans	6.32	8.90	9.10
Other financial assets	34.90	33.81	31.56
At end of the year	**2,044.12**	**1,289.19**	**1,129.31**

41 Foreign currency risk

The company operates internationally, with a major portion of its business transacted in USD and Chinese yuan. The company has sales, purchases, and other transactions in foreign currencies. Consequently, the company is exposed to foreign exchange risk.

Foreign exchange exposure is partially balanced by purchasing in goods, commodities and services in the respective currencies.

The company evaluate exchange rate exposure arising from foreign currency transactions and the company follows established risk management policies, including the use of derivatives like foreign exchange forward contracts to hedge exposure to foreign currency risk.

Foreign currency exposures not specifically covered by natural hedge and forward exchange contracts as at year end are as follows:

Currency	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023	
	Foreign currency	Indian rupees	Foreign currency	Indian rupees	Foreign currency	Indian rupees
USD	3.08	262.82	3.00	251.16	3.59	295.21
CNY	0.89	10.77	-	-	-	-

Foreign currency sensitivity
1 % increase or decrease in foreign exchange rates will have the following impact on profit before tax

Currency	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023	
	1 % increase (Rs.)	1 % decrease (Rs.)	1 % increase (Rs.)	1 % decrease (Rs.)	1 % increase (Rs.)	1 % decrease (Rs.)
USD	(2.63)	2.63	(2.51)	2.51	(2.95)	2.95
CNY	(0.11)	0.11	-	-	-	-

42 Interest Rate Risk

Interest rate risk arises from movements in interest rates, which can affect the company's net income or financial position. Changes in interest rates may cause variations in interest income and expenses resulting from interest-bearing assets and liabilities. The company's exposure to interest rate risk primarily relates to its long-term debt obligations with floating interest rates.

The company manages its interest rate risk by maintaining an agreed portfolio of fixed and variable rate borrowings. Assuming all other variables remain constant, the following table demonstrates the sensitivity to a reasonable change in interest rates on the borrowings:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Financial assets			
Interest bearing - fixed interest rate			
- Non current fixed deposit	21.12	22.63	21.62
- Current fixed deposit	787.92	353.84	14.68
Financial liabilities			
Interest bearing			
Borrowings – floating interest rate			
- Working capital loan in rupee	630.37	320.46	30.88
- Term loan	645.33	377.51	1.84

Interest Rate Sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after excluding the credit exposure for which interest rate swap has been taken and hence the interest rate is fixed. With all other variables held constant, the company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Increase in 100 bps points			
Effect on profit before tax	(6.45)	(3.78)	(0.02)
Decrease in 100 bps Points			
Effect on profit before tax	6.45	3.78	0.02

43 Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Company maximum exposure to credit risk for the components of the balance sheet at March 31, 2025, March 31, 2024 and March 31, 2023 is the carrying amounts. The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On demand	3 to 12 months	1 to 5 years	More than 5 years	Total
As at 31st March 2025					
Borrowings	2,007.03	-	-	-	2,007.03
Trade and other payables	418.67	242.86	14.99	-	676.52
Other financial liabilities	9.69	-	-	-	9.69
	2,435.39	**242.86**	**14.99**	**-**	**2,693.24**
As at 31st March 2024					
Borrowings	808.94	-	-	-	808.94
Trade and other payables	353.80	195.91	15.96		565.67
Other financial liabilities	0.23	-	-	-	0.23
	1,162.97	**195.91**	**15.96**	**-**	**1,374.84**
As at 31st March 2023					
Borrowings	46.60	-	-	-	46.60
Trade and other payables	390.43	106.14	13.15		509.72
Other financial liabilities	0.23	-	-	-	0.23
	437.26	**106.14**	**13.15**	**-**	**556.55**

At present, the Company does expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

44 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders, or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep an optimum gearing ratio. The Company includes within net debt, interest-bearing loans and borrowings, less cash and cash equivalents, excluding discontinued operations.

Particulars	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023
Borrowings	2,007.03	808.94	46.60
Less: Cash and cash equivalents	(44.06)	(2.57)	(2.96)
Net debt (A)	**1,962.97**	**806.37**	**43.64**
Total equity (B)	2,372.13	1,864.79	1,621.61
Capital and net debt '(C) = (A)+(B)	**4,335.10**	**2,671.16**	**1,665.25**
Gearing ratio (%) (A/C)*100	45.28	30.19	2.62

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current year.

45 Estimates

The estimates at 31 March 2025, 31 March 2024, and 31 March 2023, are consistent with those made for the same dates in accordance with Ind AS (after adjustments to reflect any differences in accounting policies).

46 Balances in the accounts of Trade Receivables, Loans and Advances, Trade Payables, and Other Current Liabilities are subject to confirmation/reconciliation, if any. The management does not expect any material adjustment in respect of the same affecting the financial statements upon such reconciliation/adjustments.

47 There was no impairment loss on the fixed assets based on the review carried out by the management in accordance with Indian Accounting Standard (Ind AS) – 36 'Impairment of Assets.'

48 Earnings Per Share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
Profit attributable to equity holders of the parent for basic earnings (Rs.)	519.18	255.94	563.41
Weighted average number of equity shares for basic and diluted earning per share (No's)	6,35,19,000	6,35,19,000	6,35,19,000
Face value per share	2	2	2
Basic earning per share	8.17	4.03	8.87
Diluted earning per share	8.17	4.03	8.87

There are no dilutive shares for the year ended March 31, 2025 , March 31, 2024 and March 31, 2023

49 Ratios

Sr. No	Ratio	Numerator	Denominator	Measurement	Numerator (Rs.)	Denominator (Rs.)	As at 31 March 2025	As at 31 March 2024	Variance %	Reason for Variance (In case of variance for more than 25%)
1	Current ratio	Total current assets	Total current liabilities	Times	3,307.94	1,580.35	2.09	2.23	(6.11%)	-
2	Debt-to-equity ratio	Total debt	Total equity	Times	2,007.03	2,372.13	0.85	0.43	95.04%	Mainly due to an increase in borrowings, which reflects a higher financial leverage. This could indicate more debt financing, affecting the company's risk profile.
3	Return on equity ratio (in %)	Net profit after tax	Average total equity	Times	519.18	2,118.46	0.25	0.15	66.92%	Mainly due to increase in profits in the current year as compared to the previous year
4	Inventory turnover ratio	Cost of goods sold	Average inventory	Times	2,246.37	931.00	2.41	2.24	7.72%	-
5	Trade receivables turnover ratio	Revenue from operations	Average accounts receivable	Times	3,625.47	1,030.50	3.52	2.45	43.88%	Increase in revenue may be due to higher sales volume, new customers, or better pricing; increase in trade receivables likely results from more credit sales or extended credit terms.
6	Trade payables turnover ratio	Cost of goods sold + other expenses	Average trade payables	Times	2,674.47	621.10	4.31	3.30	30.43%	Increase in COGS may be due to higher raw material costs or sales volume; increase in trade payables likely arises from more purchases on credit or extended payment terms.
7	Net working capital turnover ratio	Revenue from operations	Working capital	Times	3,625.47	1,727.59	2.10	1.78	17.98%	-
8	Net profit ratio	Net profit after tax	Revenues from operations	Times	519.18	3,625.47	0.14	0.11	34.15%	Mainly due to increase in profits in the current year as compared to the previous year.
9	Return on capital employed ratio	Earning before interest and taxes	Capital employed = Tangible net worth + total debt	Times	761.47	4,378.25	0.17	0.15	19.52%	-

Sr. No	Ratio	Numerator	Denominator	Measurement	Numerator (Rs.)	Denominator (Rs.)	As at 31 March 2024	As at 31 March 2023	Variance %	Reason for Variance (In case of variance for more than 25%)
1	Current ratio	Total current assets	Total current liabilities	Times	2,444.29	1,096.43	2.23	2.99	(25.34%)	Mainly due to increase in current liabilities in the current year as compared to the previous year.
2	Debt-to-equity ratio	Total debt	Total equity	Times	808.94	1,864.79	0.43	0.03	1409.55%	Mainly due to increase in borrowings in the current year as compared to the previous year.
3	Return on equity ratio (in %)	Net profit after tax	Average total equity	Times	255.94	1,743.20	0.15	0.42	(64.93%)	Mainly due to decrease in profits in the current year as compared to the previous year.
4	Inventory turnover ratio	Cost of goods sold	Average inventory	Times	1,465.45	654.25	2.24	2.42	(7.45%)	-
5	Trade receivables turnover ratio	Revenue from operations	Average accounts receivable	Times	2,397.56	980.54	2.45	3.42	(28.48%)	Mainly due to decrease in revenue from operations in the current year as compared to the previous year
6	Trade payables turnover ratio	Cost of goods sold + other expenses	Average trade payables	Times	1,775.14	537.70	3.30	4.05	(18.44%)	Mainly due to operational inefficiency.
7	Net working capital turnover ratio	Revenue from operations	Working capital	Times	2,397.56	1,347.86	1.78	2.56	(30.61%)	On account of increase in net working capital and decrease in Revenue from operations during the year ended March 31, 2024.
8	Net profit ratio	Net profit after tax	Revenues from operations	Times	255.94	2,397.56	0.11	0.18	(40.74%)	Mainly due to decrease in profits in the current year as compared to the previous year.
9	Return on capital employed ratio	Earning before interest and taxes	Capital employed = Tangible net worth + total debt	Times	388.83	2,672.13	0.15	0.57	(74.46%)	Mainly due to decrease in earning before interest and taxes in the current year as compared to the previous year

50 Additional Information

Particulars	Year ended 31 March 2025	Year ended 31 March 2024	Year ended 31 March 2023
a) CIF value of imports:			
Raw materials & traded goods	261.15	207.21	173.18
b) Earnings in foreign currency			
Free on board value of exports	914.90	714.37	794.56

C) Value of imported and indigenous raw materials consumed and percentage of each to the total consumption:

Particulars	Year ended 31 March 2025		Year ended 31 March 2024		Year ended 31 March 2023	
	Value	Percentage	Value	Percentage	Value	Percentage
i) Raw materials						
a) Imported	271.12	11.61%	177.57	14.12%	183.22	14.75%
b) Indigenous-(Local purchase)	2,064.32	88.39%	1,079.75	85.88%	1,059.34	85.25%
TOTAL	2,335.44	100.00%	1,257.32	100.00%	1,242.56	100.00%
ii) Spare Parts						
a) Indigenous-(Local purchase)	21.07	100.00%	9.36	100.00%	29.89	100.00%
TOTAL	21.07	100.00%	9.36	100.00%	29.89	100.00%

51 Disclosure pursuant to requirements of Rule 11(e) (i) & (ii) of the Companies (Audit and Auditors) Rules

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 person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries)

b) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Other statutory information

i) Undisclosed income

The Company has not entered into any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year ended March 31, 2025 in the tax assessments under the Income Tax Act, 1961.

ii) Number of layers under clause (87) of companies act

The Company has complied with the number of layers prescribed under clause (87) of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

iii) Wilful defaulter

The Company is not declared wilful defaulter by any bank or financial institution or other lenders.

iv) Crypto currency

The Company has not traded or invested in crypto currency or virtual currency during the financial year ended March 31, 2025.

v) Revalued of property, plant and equipments

The Company has not revalued its property, plant and equipment (including right-of-use asset) during year ended March 31, 2025.

vi) Benami Transactions

No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made there under.

vii) Struck off under section 248 or 560 of companies act

The company does not have any transactions with companies struck off under section 248 of the Companies Act,2013 or section 560 of Companies Act, 1956.

viii) Title deeds of all immovable property

Title deeds of all the Immovable property (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the company.

ix) ROC charge

There are no charges or satisfaction which are yet to be registered with ROC beyond the statutory period.

x) Credit facility from the bank

The company avails the credit facility from the bank on the basis of security of inventory and book debts and file monthly statements with the banks and the same is in agreement with books of accounts.

xi) Borrowings from bank

The Company has used the borrowings from banks for the specified purpose for which it has taken place at the balance sheet date.

52 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020. The Company will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

53 The balance sheet, statement of profit and loss, cash flow statement, statement of changes in equity, statement of accounting policies and the other explanatory notes forms an integral part of the financial statements of the Company.

54 The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which use accounting software for maintaining its books of accounts, to use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.
During the year ended March 31, 2024, and year ended March 31, 2025 the audit trail feature was enabled both at the application level and data base level in the accounting software used by the Company to maintain its books of accounts.

55 **Events After The End Of The Reporting Period :** Subsequent to the reporting date, the Company has been actively engaged with the appointed insurance surveyor to expedite the processing of the insurance claim arising from the incident. The insurance company has granted approval for the disposal of salvage materials and machinery scrap, and the proceeds from such disposal will be received by the Company as part of the insurance claim. This phase is expected to be completed within approximately 30 days from the reporting date.

Following the completion of the salvage disposal process, the surveyor is expected to submit the final loss assessment report covering both stock and capital assets to the insurance company. Based on current developments and ongoing communications with the surveyor, the Company anticipates that the final claim settlement, including stock and capital asset losses, will be received within the next 3 to 4 months.

56 Previous years figures have been regrouped/rearranged wherever necessary, to correspond with the current year classification / disclosures.

Signatures to Notes 1 to 56

For Maheshwari & Co.
Chartered Accountants
Firm's Registration No. 105834W

Vikas Asawa
Partner
Membership No.: 172133

Place : Mumbai
Date : September 5,2025

For and on behalf of the Board of Directors of
SUPREET CHEMICALS LIMITED

Harjindersingh Jaswantsingh Sarna
Chairman & Whole-time Director
DIN : 00598887

Manjeetsingh Gurbirsingh Sarna
Managing Director
DIN No : 06416387

Dineshchandra Manubhai Patel
Chief Financial Officer
Place : Vapi
Date : September 5,2025

Indrajeet kumar panday
Company Secretary and Compliance Officer
Membership No.: 61135

OTHER FINANCIAL INFORMATION

In accordance with the SEBI ICDR Regulations, the audited financial statements of our Company for the years ended March 31, 2025, March 31, 2024 and March 31, 2023 together with all the annexures, schedules and notes thereto ("**Audited Financial Statements**") are available on our website at https://www.supreetchemicals.com/uploads/images/all/audited-financials.pdf. Our Company is providing a link to this website solely to comply with the requirements specified in the SEBI ICDR Regulations. The Audited Financial Statements do not constitute, (i) a part of this Draft Red Herring Prospectus; or (ii) a prospectus, a statement in lieu of a prospectus, an offering circular, an offering memorandum, an advertisement, an offer or a solicitation of any offer or an offer document to purchase or sell any securities under the Companies Act, 2013, the SEBI ICDR Regulations, or any other applicable law in India or elsewhere in the world. The Audited Financial Statements should not be considered as part of information that any investor should consider to subscribe for or purchase any securities of our Company or any entity in which it or its shareholders may have significant influence and should not be relied upon or used as a basis for any investment decision. Neither the Company or any of its advisors, nor the Book Running Lead Manager, nor any of their respective employees, directors, affiliates, agents or representatives accept any liability whatsoever for any loss, direct or indirect, arising from any information presented or contained in the Audited Financial Statements, or the opinions expressed therein.

The details of accounting ratios derived from Restated Financial Information and other non-GAAP information required to be disclosed under the SEBI ICDR Regulations are set forth below:

(in ₹ million other than share data)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations *(₹ in millions)*	3,625.47	2,397.56	3,127.41
Restated earnings per Equity Share			
- Basic Earnings/ (loss) per share (₹) - Diluted Earnings (loss) per share (₹)[1][2][3][4]	8.17 8.17	4.03 4.03	8.87 8.87
Return on Net Worth (%)[5][6]	24.51%	14.68%	41.86%
Net Asset Value per Equity Share (₹)[7]	37.35	29.36	25.53
Earnings before interest, tax, depreciation and amortization (EBITDA) (₹ in million)[8]	784.21	403.30	962.49
EBITDA Margin (%)[9]	21.63%	16.82%	30.78%

Notes:

1. EPS has been calculated in accordance with the Indian Accounting Standard 33 – "Earnings per share".;

2. Basic and diluted EPS are based on the Restated Financial Information

3. Basic earnings per share (₹) = Restated profit for the year attributable to equity holders, divided by weighted average number of equity shares outstanding during the year

4. Diluted Earnings per equity share (₹) = Restated profit for the year attributable to equity holders, as divided by weighted average number of equity shares (as adjusted for the effects of all dilutive potential Equity Shares outstanding at the year end) outstanding during the year.

5.RoNW is calculated as net profit after tax attributable to the equity shareholders of the Company divided by average of the Net worth as at the end of the current and previous fiscal expressed as a percentage.

6.Net worth= Share capital + reserves & surplus – revaluation reserves.

7. Net Asset Value per Equity Share is defined as the Net worth divided by number of equity shares outstanding as at the end of year.. The Net Asset Value per share disclosed above is after considering the impact of sub-division and bonus issue of equity shares;

8.EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income

9. EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage.

The Reconciliation of ratios on the basis of Restated Financial Information have been computed as below:

Return on Net Worth

(₹ in million)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Profit After Tax	519.18	255.94	563.41
Net worth at the beginning	1,864.79	1,621.61	1,070.12
Net worth at the year end	2,372.13	1,864.79	1,621.61
Average Net Worth at year end	2,118.46	1,743.20	1,345.87
Return on Net Worth	**24.51%**	**14.68%**	**41.86%**

Note: Return on Net Worth (%) = Net profit after tax divided by Average Net worth at the end of the year.

Net Asset Value per equity share

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Worth (₹ in million)	2,372.13	1,864.79	1,621.61
No. of equity shares outstanding	6,35,19,000	6,35,19,000	6,35,19,000

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Asset Value	**37.35**	**29.36**	**25.53**

Note: Net Asset Value per Equity Share is defined as the Net worth divided by number of equity shares outstanding as at the end of year/period. The Net Asset Value per share disclosed above is after considering the impact of sub-division and bonus issue of equity shares.

EBITDA

(₹ in million)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before exceptional item and tax	688.30	348.24	944.29
Finance costs	73.17	40.59	5.15
Depreciation and amortisation expense	88.77	49.64	32.97
Less: Other income	66.03	35.17	19.92
EBITDA	**784.21**	**403.30**	**962.49**

***Note**: EBITDA is calculated as aggregate of profit before exceptional item and tax, depreciation and amortisation expense and finance costs, excluding other income.*

EBITDA Margin

(₹ in million)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
EBITDA	784.21	403.30	962.49
Revenue from operations	3,625.47	2,397.56	3,127.41
EBITDA Margin	**21.63%**	**16.82%**	**30.78%**

***Note:** EBITDA Margin is calculated as EBITDA divided by revenue from operations expressed as a percentage*

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion of our financial condition and results of operations should be read in conjunction with our Restated Financial Information on page 230.

Our Company's financial year commences on April 1 and ends on March 31 of the immediately subsequent year, and references to a particular fiscal year, are to the 12 months ended March 31 of that particular year. Unless otherwise indicated or the context otherwise requires, the financial information for the Fiscals 2025, 2024, and 2023, included herein is based on or derived from our Restated Financial Information included in this Draft Red Herring Prospectus. For details, please see "Restated Financial Information" beginning on page 230. The Restated Financial Information is based on our audited financial statements and is restated in accordance with the Companies Act, 2013, and the SEBI ICDR Regulations. Our audited financial statements are prepared in accordance with Indian Accounting Standards, which differs in certain material respects with IFRS and U.S. GAAP. For details, see "Risk Factors - Significant differences exist between Ind AS used to prepare our financial information and other accounting principles, such as US GAAP and IFRS, which may affect investors' assessments of our Company's financial condition" on page 57.

*Unless otherwise indicated, industry and market data used in this section has been derived from the report titled "Industry Report on Global and Indian Chemicals and Specialty Chemicals" dated September 2025 (the "**F&S Report**"), prepared and issued by Frost & Sullivan ("**F&S**"), which was exclusively commissioned and paid for by our Company for the Issue, and was prepared and released by F&S, who were appointed by us pursuant to the engagement letter dated March 24, 2025. F&S is not, and has not in the past, been engaged or interested in the formation, or promotion, or management, of our Company. Further, it is an independent agency and neither our Company, nor our Directors, Promoters, KMPs, SMPs, and Subsidiary, nor the BRLM are a related party to F&S as per the definition of "related party" under the Companies Act, 2013. The data included herein includes excerpts from the Industry Report which may have been re-ordered by us for the purposes of presentation. Further, the F&S Report was prepared on the basis of information as of specific dates and opinions in the F&S Report may be based on estimates, projections, forecasts and assumptions that may be as of such dates. F&S has prepared this study in an independent and objective manner, and it has taken all reasonable care to ensure its accuracy and completeness. A copy of the Industry Report will be available on the website of our Company from the date of the Red Herring Prospectus until the Bid/ Issue Closing Date. Further, the F&S Report is not a recommendation to invest or disinvest in any company covered in the F&S Report. Prospective investors are advised not to unduly rely on the F&S Report. For more information and risks in relation to commissioned reports, please see "Risk Factors - Certain sections of this Draft Red Herring Prospectus contain information from the F&S Report which we commissioned and purchased and any reliance on such information for making an investment decision in the Issue is subject to inherent risks" on page 52. Also see, "Certain Conventions, Presentation of Financial, Industry and Market Data – Industry and Market Data" on page 14.*

This Draft Red Herring Prospectus also contains certain forward-looking statements that involve risks, assumptions, estimates and uncertainties. Our actual results could differ from those anticipated in these forward- looking statements as a result of certain factors, including the considerations described below and elsewhere in this Draft Red Herring Prospectus. For details, see "Forward-Looking Statements" on page 16. For details relating to the defined terms in the section, please see "Definitions and Abbreviations" beginning on page 1. Unless the context otherwise requires, in this section, references to "our Company", "the Company", "we", "us", "our" refer to Supreet Chemicals Limited.

OVERVIEW

For details in relation to our business overview, competitive strengths, business strategies and business operations, please see "*Our Business*" beginning on page 159.

SIGNIFICANT FACTORS AFFECTING OUR RESULTS OF OPERATION

The results of our operations and our financial conditions are affected by numerous factors and uncertainties, many of which may be beyond our control, including as discussed in "*Our Business*" and "*Risk Factors",* beginning on pages 159 and 27. Set forth below is a discussion of certain factors that we believe may be expected to have a significant effect on our financial condition and results of operations:

Dependence on key customers

We have historically derived, and will continue to derive, a significant portion of our Revenue from Operations from our top customers. The table below sets forth the Revenue from Operations from our top customer, top five and top 10 customers, which are also expressed as a percentage of our Revenue from Operations, for the periods indicated:

Customers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Top customer	437.86	12.08	195.17	8.14	438.17	14.01
Top five customers	1,545.99	42.64	829.64	34.60	1,406.60	44.98
Top 10 customers	2,039.43	56.25	1,296.06	54.06	1,886.18	60.31

Note: *While our top 10 customers contributed 56.25%, 54.06%, and 60.31% to our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 customers has varied year-on-year due to sectoral shifts and resultant changes in demand.*

We expect that we will continue to be reliant on our major customers for the foreseeable future. Our ability to continue to maintain these relationships will be an important factor in our growth and our ability to continue increasing our profitability. While we have not lost any of our top 10 customers in Fiscal 2025, Fiscal 2024 and Fiscal 2023 that materially impacted our operations, a loss of any one or more of our key customers for any reason, including due to loss of contracts or failure to negotiate acceptable terms in contract renewal negotiations, disputes with customers, adverse change in the financial condition of such customers, including due to possible bankruptcy or liquidation or other financial hardship, merger or decline in their sales or reduced or delayed customer requirements, could have an adverse effect on our business, results of operations and financial condition.

Accordingly, any failure to retain these customers and/or negotiate and execute contracts on terms that are commercially viable, with these select customers, could adversely affect our business, financial condition and results of operations. In addition, any defaults or delays in payments by a major customer or the insolvency or financial distress by a major customer may have an adverse effect on business, financial condition and results of operations. Our reliance on a select group of customers may also constrain our ability to negotiate our arrangements, which may have an impact on our profit margins and financial performance.

Reliance on end-use industries

We cater to various industries such as textiles, pharmaceuticals, performance chemicals, personal care, and agro-chemicals. Consequently, our Revenue from Operations are dependent on these end-use-industries that use our products as an input. The table below provides details of our Revenue from Operations for key end-use industries for the periods indicated.

End-use Industries	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations	Revenue from Operations (*in ₹ million*)	As a % of Revenue from Operations
Textile	1,287.23	35.51	870.00	36.29	978.11	31.28
Pharmaceuticals	427.99	11.81	456.01	19.02	526.53	16.84
Performance chemicals	486.69	13.42	-	0.00	119.39	3.82
Personal care	372.13	10.26	192.54	8.03	-	0.00
Agro-chemicals	31.36	0.87	35.07	1.46	119.22	3.81
Other end-use industries^	596.79	16.45	385.27	16.07	540.58	17.28
Others*	423.28	11.68	458.67	19.13	843.58	26.97
Total	**3,625.47**	**100.00**	**2,397.56**	**100.00**	**3,127.41**	**100.00**

^*Other end-use industries includes optical brighteners, paints and pigments, food colours and electronic chemicals.*
**Others includes duty drawback, contract manufacturing and trading.*

Any adverse developments affecting these end-use industries, may have a cascading effect on our operations, cash flows, financial condition, and results of operations. These factors include, but are not limited to: (a) seasonality in the demand for our customers' products, which may result in underutilisation of our manufacturing capacities during certain periods; (b) our customers' inability to successfully market or competitively position their products; (c) changes in applicable registration or regulatory requirements, including non-renewal of registrations or the imposition of bans or trade sanctions, either domestically or in export markets; (d) global tariffs or trade barriers impacting end-user industries; (e) loss of market share by our customers, leading to reduced or discontinued procurement from us; (f) prevailing economic conditions in our target markets; (g) regulatory challenges faced by end-user industries in India or internationally; (h) restrictions or prohibitions on the use of specific chemicals or products used by these industries; (i) public health emergencies, such as pandemics or renewed outbreaks of COVID-19, and the associated disruptions to our supply chain or customer demand; (j) cyclical downturns or adverse industry trends affecting demand; and (k) evolving technologies or shifts in consumer preferences that impact demand for the products we supply.

Availability and cost of raw materials

The Raw Material Cost (*including cost of materials consumed, purchase of stock in trade and changes in inventories of finished goods and work-in-progress*) consumed amounts to a large portion of our operating expenses. During Fiscal 2025, Fiscal 2024 and Fiscal 2023, our Raw Material Cost amounted to ₹ 2,246.37 million, ₹ 1,465.45 million and ₹ 1,574.34 million, respectively,

and our Raw Material Cost as a percentage of our Revenue from Operations was 61.96%, 61.12% and 50.34%, respectively. The table below sets forth the details of our top supplier, top five suppliers and top 10 suppliers for the periods indicated below:

Suppliers	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***
Top supplier	449.66	20.02	253.42	17.29	127.66	8.11
Top five suppliers	1,113.04	49.55	547.51	37.36	530.62	33.70
Top ten suppliers	1,455.53	64.79	724.41	49.43	755.08	47.96

Note: *While our top 10 suppliers contributed 64.79%, 49.43%, and 47.96% to our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 respectively, the contribution from these top 10 suppliers has varied year-on-year based on raw materials requirements.*

* *Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

The table below sets forth details of raw materials imports for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Amount (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***	**Amount** (*in ₹ million*)	**As a % of Raw Material Cost***
Raw material imports	261.15	11.63	207.21	14.14	173.18	11.00

* *Raw Material Cost includes cost of materials consumed, purchases of stock-in-trade and changes in inventories of finished goods, work-in-progress and stock-in-trade.*

Prices of some of the raw materials may be affected by diplomatic frictions between major global economies involving the imposition of new global tariffs or trade restrictions on key raw materials could lead to supply chain disruptions, and production cuts by major oil-producing countries. Further, prices of some of the raw materials that we use are closely linked to crude oil prices. Crude prices globally have been volatile due to geopolitical tensions such as the ongoing conflict in the Middle East, disruptions caused by the Russia-Ukraine war and hostilities between Israel and Iran. Such tensions have led to uncertainty in global oil supply and pricing, and any further escalation may result in sustained volatility in crude oil prices which may lead to increased costs of raw materials, which could adversely affect our ability to price our products competitively and consequently, would adversely affect our business, financial condition and results of operations.

Further, as we source our raw materials from third parties, our supply chain may be interrupted by circumstances beyond our control. Poor quality roads and other transportation-related infrastructure problems, inclement weather and road accidents may disrupt the transportation of raw materials. Additionally, if we experience any delays in receiving raw materials due to supply chain disruptions, transportation bottlenecks, or issues with our suppliers, it could lead to production delays, impacting our ability to meet customer demand on time. This could damage customer relationships and potentially result in lost sales or contractual penalties.

Exposure to overseas markets

Our business and operations involve significant exposure to overseas markets. As of March 31, 2025, we supplied our products to 27 customers globally in 14 countries including China, Mexico and Thailand. Our Revenue from Exports accounted for 25.54%, 29.80% and 26.22% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023, respectively. The table below sets forth details of our Revenue from Operations from domestic and global sales.

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	Revenue from Operations (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from operations** (*in ₹ million*)	**As a % of Revenue from Operations**	**Revenue from operations** (*in ₹ million*)	**As a % of Revenue from Operations**
Domestic	2,699.42	74.46	1,683.19	70.20	2,307.42	73.78
Global						
- China	211.30	5.83	174.58	7.28	239.31	7.65
- Mexico	159.44	4.40	171.55	7.16	154.82	4.95
- Thailand	270.31	7.46	143.10	5.97	203.23	6.50
- Others^	285.00	7.85	225.14	9.39	222.63	7.12
Revenue from Exports	**926.05**	**25.54**	**714.37**	**29.80**	**819.99**	**26.22**

^ *Others includes Indonesia, Canada, Switzerland, Taiwan, Japan, South Korea, Germany, Czech Republic, Hong Kong, Spain and the USA.*

The demand of our customers in these overseas markets and our ability to continue our sales in these overseas markets could be affected by a number of factors, including, (i) new global tariff structures or trade restrictions; (ii) geopolitical tensions such as the ongoing conflict in the Middle East, disruptions caused by the Russia-Ukraine war and hostilities between Israel-Hamas, Israel-Iran and Cambodia-Thailand; (iii) political instability, terrorism or military conflict; and (iv) currency fluctuations, Further, the prices of our raw materials are closely linked to crude oil prices which may be affected by diplomatic frictions between major global economies involving the imposition of new global tariffs or trade restrictions on key raw materials could lead to supply chain disruptions, and production cuts by major oil-producing countries. For further details, see "*Significant Factors Affecting our Results of Operations - Availability and cost of raw materials"* on page 287.

Given the significant contribution of overseas markets to our overall Revenue from Operations, any adverse developments in the global business environment, regulatory landscape, or trade policies could materially impact our financial performance. \

Dependence on and challenges associated with our Manufacturing Facilities

We conduct our operations through three manufacturing facilities at Vapi, Gujarat which have an aggregate installed production capacity of 6,962 MT per annum. The following table provides details of our Manufacturing Facilities as on March 31, 2025

Manufacturing Facilities	Location of Manufacturing Facility	Installed Capacity (MT) as on March 31, 2025
Manufacturing Facility 1	Vapi, Gujarat	1,979
Manufacturing Facility 2		708
Manufacturing Facility 3		4,275

Our continued operations at our Manufacturing Facilities are critical and play a key role in our business operations. Any disruptions, breakdown or shutdown of our Manufacturing Facilities, due to, inter alia, (i) breakdown or failure of equipment, (ii) natural disasters and severe weather conditions, (iii) performance below expected levels of efficiency, (iv) obsolescence, (v) labour disputes, (vi) infectious diseases (such as the COVID-19 pandemic), and (vii) political instability, could result in the disruption of a significant portion of our manufacturing abilities, significant delays in the transport of our products and raw materials and/or otherwise adversely affect our business, results of operations, financial condition, cash flows and future prospects. Such disruptions may lead to delays in meeting customer demand, increased production costs, or a reduction in overall output.

Industry demands and trends

We face competition from both domestic and multinational corporations in the specialty chemicals industry. The Indian specialty chemicals industry is fragmented in nature. Our competition varies by market, geographic areas and type of product. As a result, to remain competitive in our markets, we must continuously strive to reduce our costs of production, transportation and distribution and improve our operating efficiencies. Competition in our business is based on pricing, relationships with customers, product quality, customization and innovation. Hence our ability to produce our chemicals at competitive costs and deliver them at competitive prices, our ability to develop and maintain relationships with key customers and to continue to deliver high-quality innovative products will be important factors in our growth and our ability to continue increasing our profitability.

SUMMARY OF MATERIAL ACCOUNTING POLICIES

Set forth below is a summary of our most significant accounting policies adopted in preparation of the Restated Financial Information.

Basis of preparation of financial statements

Statement of compliance

The Restated Financial Information of our Company has been specifically prepared for inclusion in this DRHP. The Restated Financial Information of our Company comprises the Restated Statement of Assets and Liabilities as at March 31, 2025, March 31, 2024 and March 31, 2023, the Restated Statement of Profit and Loss (including Other Comprehensive Income), the Restated Statement of Cash Flows, the Restated Statement of Changes in Equity for the years ended March 31, 2025, March 31, 2024 and March 31, 2023, and Statement of Material Accounting Policies to Restated Financial Information and Statement of Adjustments to the Restated Financial Information (hereinafter collectively referred to as "**Restated Financial Information**").

The Restated Financial Statements have been prepared on a going concern basis. The accounting policies are applied consistently to all the periods presented in the Restated Financial Statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires change in accounting policy in use.

The Restated Financial Information has been prepared by our Management to comply with the requirements of:

a) Section 26 of Part I of Chapter III of the Companies Act, 2013 ('the Act');

b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended in pursuance of the Securities and Exchange Board of India Act, 1992; and

c) The Guidance Note on Reports in Company Prospectuses (Revised 2019), as amended, issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note").

The Audited Financial Statements as at and for the year ended March 31, 2025, were prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "**Ind AS**"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved our Board at their meeting held on September 4, 2025.

The Audited Financial Statements as at and for the year ended March 31, 2024, were prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "**Ind AS**"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by our Board at their meeting held on September 12, 2024.

The Audited Financial Statements as at and for the year ended March 31, 2023, were prepared in accordance with the Indian Accounting Standards, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended (referred to as "**Ind AS**"), and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by our Board at their meeting held on September 5, 2023.

The Audited Ind AS Financial Statements as at and for the year ended March 31, 2024 and March 31, 2023 were prepared in accordance with the Ind AS, as prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015, as amended, and other recognised accounting practices and policies generally accepted in India including the requirements of the Act, which has been approved by our Board at their meeting held on September 12, 2024 and September 5, 2023, respectively.

(a) Basis Of Measurement

These Restated Financial Statements have been prepared as a going concern on the basis of relevant Ind AS that are effective as at March 31, 2025.

The Restated Financial Statements have been prepared on historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments);
- Defined benefits plan - plan assets measured at fair value;

The Restated Financial Statements are presented in Indian Rupees "INR" or "Rs." and all values are stated as INR or Rs. millions, except when otherwise indicated. All the amounts disclosed in the financial information which also include the accompanying notes have been rounded off to the nearest millions except for share and per share data and where otherwise stated, up to two decimal places as per the requirement of Schedule III to the Companies Act 2013.

(b) Use Of Estimates

The preparation of financial information in conformity with principles of Ind AS requires the management to make judgements, estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

(c) Classification between - Current and Non-current

We presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

We classify all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. Our Company has determined its operating cycle as 12 months for the purpose of its assets and liabilities as current and non-current.

Summary of material accounting policies

Property, plant and equipment

Property, plant and equipment ("PPE") are stated at cost, less accumulated depreciation and accumulated impairment loss, if any. The cost comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any expenditure directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to our Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the period/year in which they are incurred. If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising from derecognition of asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Depreciation methods, estimated useful lives

Depreciation on property, plant and equipment is provided on a pro-rata basis on the straight line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.The estimated useful life, residual values and the depreciation method are reviewed at the end of each reporting period, with effect of any change in estimate accounted for on a prospective basis.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

Asset class	Useful life as per management
Factory buildings	30 years

Asset class	Useful life as per management
DG Set	10 years
Plant and equipment	10 years
Electrical Installation	10 years
Laboratory equipment	10 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipment	5 years
Computer	3 years

Intangible assets

Intangible assets acquired are reported at cost less accumulated amortisation and accumulated impairment losses, if any. The cost comprises its purchase price and directly attributable cost of preparing the asset for its intended use. Amortisation is recognised on a Straight line method basis over their estimated useful lives so as to reflect the pattern in which the assets economic benefits are consumed. The estimated useful life and the amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Asset class	Useful life as per management
SAP Software	3 years

Impairment of non-financial assets

Our Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, our Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset. Unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Leases:

As a lessee

Right-of-use assets

Our company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and accumulated impairment losses. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the unexpired period of respective leases ranging from 33-99 years.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. For further details, please see the sub-section under 'Impairment of non-financial assets'.

Our Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

Short-term leases and leases of low-value assets: Our Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases of all assets that have a lease term of 12 months or less, leases of low-value assets and cancellable leases. Our Company recognises the lease payments associated with these leases as an expense in Profit and loss account.

As a lessor

Lease income from operating leases where our Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature. Our Company did not need to make any adjustments to the accounting for assets held as lessor as a result of adopting the new leasing standard.

Inventories:

Items of inventories are valued lower of cost or estimated net realisable value as given below.

i) Raw Materials and Packing Materials:
Raw Materials and packing materials are valued at lower of Cost or market value, (Cost is net of taxes, wherever applicable). However materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Costs are determined on First in First Out (FIFO) method.

ii) Work in process:
Work in process are valued at the lower of cost and net realizable value. The cost is computed on FIFO method.

iii) Finished goods & semi-finished goods:
Finished Goods & semi-finished goods are valued at lower of cost and net realizable value. The cost is computed on FIFO method and includes cost of materials, cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition

iv) Stores and spares:
Stores and spare parts are valued at lower of cost or net realisable value. Costs are determined on FIFO method and net realisable value.

Revenue recognition

Revenue is measured at the transaction price that is allocated to the performance obligation and it excludes amounts collected on behalf of third parties and is adjusted for variable considerations. Any subsequent change in the transaction price is then allocated to the performance obligations in the contract on the same basis as at contract inception. Our Company recognizes revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. Our Company estimates the amount of revenue to be recognized on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes. Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price.

Revenue from services, including those embedded in contract for sale of goods, namely, freight and insurance services mainly in case of export sales is recognised upon completion of services.

Revenue is measured based on the consideration to which our Company expects to be entitled as per contract with a customer. The consideration is determined based on the price specified in the contract, net of the estimated variable consideration. Accumulated experience is used to estimate and provide for the variable consideration, using the expected value method and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. Contracts with customers are for short-term, at an agreed price basis having contracted credit period ranging up to 180 days. The contracts do not grant any rights of return to the customer. Returns of goods are accepted by the Company only on an exception basis. Revenue excludes any taxes or duties collected on behalf of government that are levied on sales such as goods and services tax.

Eligible export incentives are recognised in the year in which the conditions precedent are met and there is no significant uncertainty about the collectability.

Interest and dividend income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to our Company and the amount of income can be measured reliably). Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to our Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Foreign currency transactions and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated in functional currency at closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items recognised in statement of profit and loss.

As our Company enters into business transactions based on the prevailing exchange rate, forward premium and other related factors, the gain/(loss) on this account is considered to be an integral part of the operations of our Company in accordance with industry practice and to avoid distortion of operating performance.

Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The Company determines the tax as per the provisions of Income Tax Act 1961 and other rules specified thereunder.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided in full using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognised when our Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When our Company expects some or all of a provision to be reimbursed the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money

is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The contingent liability is not recognised in books of account but its existence is disclosed in financial statements.

Contingent assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by future events not wholly within the control of the entity.

Contingent assets require disclosure only. If the realisation of income is virtually certain, the related asset is not a contingent asset and recognition is required.

Financial Instruments

Initial recognition

Our Company recognises the financial asset and financial liabilities when it becomes a party to the contractual provisions of the instruments. All the financial assets and financial liabilities are recognised at transactional cost on initial recognition, except for trade receivable which are initially recognised at transaction price. Transaction cost that are directly attributable to the acquisition of financial asset and financial liabilities, that are not at fair value through profit and loss, are added to the fair value on the initial recognition.

Subsequent measurement

(A) Non derivative financial instruments

(i) Financial Assets at amortised cost
A financial asset is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to our Company. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Trade receivables do not carry any interest and are stated at their nominal value as reduced by impairment amount.

(ii) Financial Assets at Fair Value through Profit or Loss/Other comprehensive income
Instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

If the company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the company may transfer the cumulative gain or loss within equity.

(iii) Financial liabilities
The measurement of financial liabilities depends on their classification, as described below:

(a) Loans and borrowings
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. However, the Company has borrowings at floating rates. Considering the impact of restatement of Effective interest rate, transaction cost is being amortised over the tenure of loan and borrowing.

(b) Trade & other payables

After initial recognition, trade and other payables maturing within one year from the Balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(B) Derivative financial instruments

Our Company holds derivatives financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. Our Company has taken all the forward contract from the bank.

The company has derivative financial assets/financial liabilities which are not designated as hedges;

Derivatives not designated are initially recognised at the fair value and attributable transaction costs are recognised in statement of profit and loss, when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit and loss. Asset/Liabilities in this category are presented as current asset/current liabilities.

Retirement and other employee benefits

i) Defined contribution plans (Provident Fund)

In accordance with Indian Law, eligible employees receive benefits from Provident Fund, which is defined contribution plan. Both the employee and employer make monthly contributions to the plan, which is administrated by the Government authorities, each equal to the specific percentage of employee's basic salary. Our Company has no further obligation under the plan beyond its monthly contributions. Obligation for contributions to the plan is recognised as an employee benefit expense in the Statement of Profit and Loss when incurred.

ii) Defined benefit plans (Gratuity)

In accordance with applicable Indian Law, our Company provides for gratuity, a defined benefit retirement plan (the Gratuity Plan) covering eligible employees. The Gratuity Plan provides a lumpsum payment to vested employees, at retirement or termination of employment, and amount based on respective last drawn salary and the years of employment with our Company. Our Company's net obligation in respect of the Gratuity Plan is calculated by estimating the amount of future benefits that the employees have earned in return of their service in the current and prior periods; that benefit is discounted to determine its present value. Any un-recognised past service cost and the fair value of plan assets are deducted. The discount rate is yield at reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligation. The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to our Company, the recognised asset is limited to the total of any un-recognised past service cost and the present value of the economic benefits available in the form of any future refunds from the plan or reduction in future contribution to the plan.

Our Company recognises all re-measurement of net defined benefit liability/asset directly in other comprehensive income and presented within equity.

iii) Short term benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as a related service provided. A liability is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if our Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Cash and cash equivalents

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method, adjusting the net profit for the effects of:

i. changes during the period in inventories and operating receivables and payables transactions of a noncash nature;

ii. Non-cash items such as depreciation, provisions, deferred taxes, unrealized foreign currency gains and losses, and undistributed profits of associates; and

iii. All other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

Earnings per share

Basic and diluted earnings per share are computed by dividing the net profit attributable to equity shareholders for the year ended and as at March 31 2025, March 31 2024, March 31 2023 by the weighted average number of equity shares outstanding during the year.

Dividend distribution

Dividend distribution to the equity holders is recognized as a liability in our Company's annual accounts in the year ended as at 31 March 2025, 31 March 2024, 31 March 2023 and 31 March 2022, in which the dividends are approved by the Company's equity holders.

Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to our Company with effect from April 1, 2024. Our Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its Standalone financial statements.

KEY COMPONENTS OF OUR STATEMENT OF PROFIT AND LOSS

Set forth below are the key components of our statement of profit and loss from our restated statement of profit and loss for Fiscal 2025, Fiscal 2024 and Fiscal 2023:

Total Income

Our total income comprises (i) Revenue from Operations; and (ii) Other Income.

Revenue from Operations

Revenue from Operations comprises (i) sales of products; (ii) contract manufacturing income; and (iii) duty drawback and other export incentives.

Other Income

Other income comprises (i) interest income earned on financial assets that are not designated as at fair value through profit or loss on bank deposits (at amortised cost), gain/(loss) on disposal of property, plant and equipment, gain/(loss) on disposal of property, plant and equipment, net foreign exchange gains/(losses) and excepted credit (loss)/profit.

Expenses

Our expenses comprise cost of materials consumed, purchase of stock-in-trade, change in inventories of finished goods, work-in progress and stock-in-trade, employee benefit expenses, finance costs, depreciation and amortisation expenses, and other expenses.

Cost of materials consumed

The cost of materials consumed encompasses three components: (i) opening stock, (ii) purchases; and (iii) closing stock.

Purchase of stock-in-trade

Purchase of stock-in-trade consists of purchase of traded goods.

Changes in inventories of finished goods, work-in-progress and stock-in-trade

Changes in inventories of finished goods, work-in-progress and stock-in-trade consists of inventories at the end of the year and inventories at the beginning of the year.

Employee Benefits Expenses

Employee benefits expenses primarily comprise of salaries, wages and bonus, director remuneration, contribution to provident and other funds, staff welfare expenses, leave encashment and gratuity.

Finance Costs

Finance cost primarily comprises of interest cost on borrowings, amortised interest expense – IndAS Adjustment and interest and other.

Details of our finance cost for Fiscals 2025, 2024 and 2023 are set out below:

(*in ₹ million*)

Particulars	Fiscal 2025	Fiscal 2024	Fiscal 2023
Interest cost on borrowings	73.17	40.59	5.15

Depreciation and Amortization Expenses

Depreciation and amortization expenses primarily comprises depreciation on property, plant and equipment, depreciation on right of use assets and depreciation on intangible assets.

Other Expenses

Other expenses comprise power and fuel, consumption of packing materials, consumption of stores and spare parts, travelling and conveyance, processing charges paid, repairs and maintenance, insurance, freight and forwarding, vehicle expense and auditor's expenses.

RESULTS OF OPERATIONS

The following table sets forth our selected financial data from our restated statement of profit and loss for Fiscal 2025, Fiscal 2024 and Fiscal 2023, the components of which are also expressed as a percentage of total income for such years:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	In ₹ million	*As a percentage of Total Income*	*In ₹ million*	*As a percentage of Total Income*	*In ₹ million*	*As a percentage of Total Income*
Income						
Revenue from Operations	3,625.47	98.21	2,397.56	98.55	3,127.41	99.37
Other income	66.03	1.79	35.17	1.45	19.92	0.63
Total income (A)	**3,691.50**	**100.00**	**2,432.73**	**100.00**	**3,147.33**	**100.00**
Expenses						
Cost of materials consumed	2,335.44	63.27	1,257.32	51.68	1,242.56	39.48
Purchases of stock-in-trade	257.28	6.97	303.19	12.46	320.08	10.17
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(346.35)	(9.38)	(95.06)	(3.91)	11.70	0.37
Employee benefits expenses	166.79	4.52	160.47	6.60	180.54	5.74
Finance costs	73.17	1.98	40.59	1.67	5.15	0.16
Depreciation and amortization expenses	88.77	2.40	49.64	2.04	32.97	1.05
Other expenses	428.10	11.60	368.34	15.14	410.04	13.03
Total expenses (B)	**3,003.20**	**81.35**	**2,084.49**	**85.69**	**2,203.04**	**70.00**
Profit before exceptional item and tax	688.30	18.65	348.24	14.31	944.29	30.00
Exceptional item	-	-	-	-	186.94	5.94
Profit before tax (C= A-B)	**688.30**	**18.65**	**348.24**	**14.31**	**757.35**	**24.06**
Tax expense	-	-	-	-	-	-
- Current tax	159.65	4.32	80.35	3.30	196.21	6.23
- Deferred tax	9.47	0.26	11.95	0.49	(2.27)	(0.07)
Total tax expenses (D)	**169.12**	**4.58**	**92.30**	**3.79**	**193.94**	**6.16**
Profit for the year (E= C-D)	519.18	14.06	255.94	10.52	563.41	17.90

KEY BUSINESS HIGHLIGHTS

Our Revenue from Operations increased from ₹3,127.41 million in Fiscal 2023 to ₹3,625.47 million in Fiscal 2025.

Revenue split: Product category

Our business is categorized into product families, namely, (a) Aromatic Amines and Sulphonamides; (b) Amino Phenols; and (c) Other Specialties.

Aromatic Amines and Sulphonamides

We derive a portion of our Revenue from Operations from the manufacture and sale of Aromatic Amines and Sulphonamides, including products such as MCA, Sulphonamide, and Sulfone, among others. Revenue from Operations from this segment was ₹ 1,308.07 million in Fiscal 2025, ₹ 932.57 million in Fiscal 2024 and ₹1,258.17 million in Fiscal 2023. This growth was primarily driven by increased production and sales volumes of key products, including Sulphonamides, MCA, Acetamide,.

Amino Phenols

We generate a portion of our Revenue from Operations from the manufacture and sale of Amino Phenols, including products such as NAPSA and Star Blu 30, among others. Revenue from this segment was ₹571.46 million in Fiscal 2025, ₹335.41 million in Fiscal 2024 and ₹386.12 million in Fiscal 2023. This growth was primarily driven by an increase in the production and supply of key products such as NAPSA and Star Blu 30.

Other Specialties

We generate a portion of our Revenue from Operations from the manufacture and sale of Other Specialties, including products such as PTC, EAH, and Biocide, among others. Revenue from Operations from this segment was ₹1,322.65 million in Fiscal 2025, ₹670.91 million in Fiscal 2024 and ₹639.54 million in Fiscal 2023. This growth was primarily driven by higher manufacturing volumes and increased supply of key products such as PTC, EAH, and Biocide.

FISCAL 2025 COMPARED TO FISCAL 2024

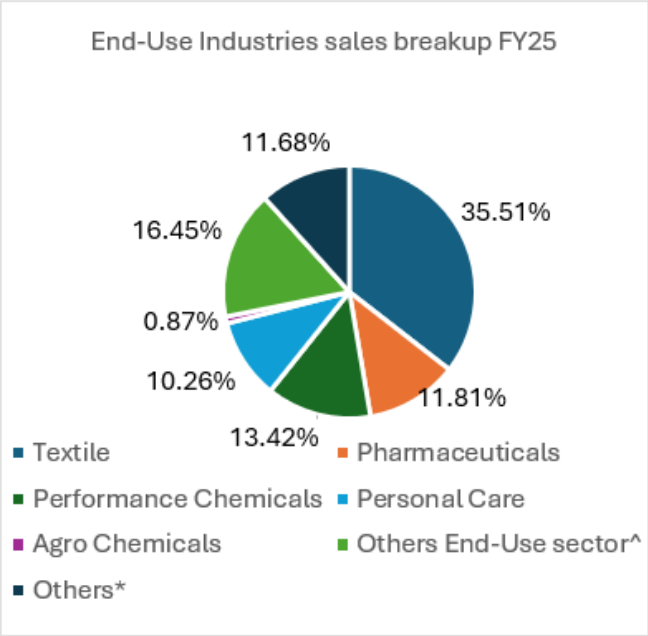
Key Developments

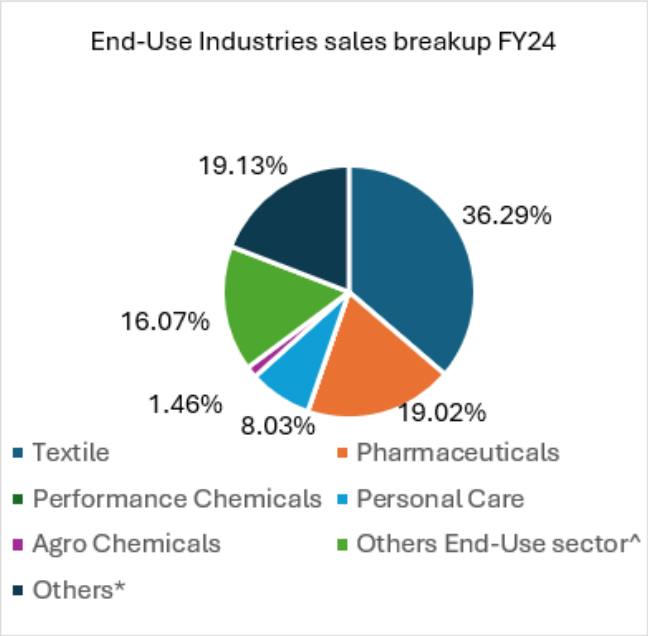
Income

Total income increased by 51.74% from ₹2,432.73 million in Fiscal 2024 to ₹3,691.50 million in Fiscal 2025. This was primarily attributable to an increase in Revenue from Operations and other income.

Revenue from Operations

Our Revenue from Operations increased by 51.21% from ₹2,397.56 million in Fiscal 2024 to ₹3,625.47 million in Fiscal 2025, primarily due to increase in sales. Revenue from domestic markets saw a significant increase, rising from ₹1,683.19 million in Fiscal 2024 to ₹2,699.42 million in Fiscal 2025 indicating a year-on-year growth of 60.38%. Revenue from Exports also increased, from ₹714.37 million in Fiscal 2024 to ₹926.05 million in Fiscal 2025, representing an increase of 29.63%, reflecting healthy growth in international markets. Of the total increase in Revenue from Operations of ₹1,227.91 million in Fiscal 2025, the textile segment contributed ₹417.23 million, accounting for 33.98% of the overall increase. The performance chemicals and personal care segments together contributed ₹666.28 million, representing 54.26% of the overall increase. The remaining ₹144.40 million was contributed by other segments. Revenue from Operations from agro-chemicals declined by ₹3.71 million during the year, primarily due to the impact of the ongoing Russia-Ukraine conflict and broader geopolitical instability, which adversely affected the agricultural sector, particularly in the European market. This slowdown significantly impacted one of our key customers, leading to reduced demand and lower offtake. In contrast, the strong growth in the textile and personal care segments was driven by robust market demand, the effects of the China+1 strategy, and political instability in Bangladesh, which contributed to increased volume growth and market share gains.





^Other End-use industries includes optical brighteners, paints and pigments, food colors and electronic chemicals
**Others includes trading, duty drawback and contract manufacturing*

Our Company expanded its product portfolio across key segments between Fiscal 2024 and Fiscal 2025. The number of products of up to five multi-step unit operations and processes increased from 67 in Fiscal 2024 to 74 in Fiscal 2025 and products with six to 15 multi-step unit operations and processes increased from 47 in Fiscal 2024 to 61 in Fiscal 2025. New product introductions in Fiscal 2025 included Sup-54, ACDMA, PTC, and Sup-375.As indicated in the table below, we have 107 products at various stages of development, of which 12 have reached the commercialization stage as of March 31, 2025. The continuous addition of new products to our portfolio strengthens our diversification strategy and helps increase our wallet share with customers.

Product Category	Product development stage						
	Desk Research	Proof of Concept	Process Safety Evaluation	Lab Synthesis	Pilot	Commercial	Total
Dyes and pigment intermediates	10	5	4	4	6	6	35
API intermediates	12	6	6	6	6	6	42
API	13	-	4	9	4	-	30
Total	**35**	**11**	**14**	**19**	**16**	**12**	**107**

We catered to a diverse customer base and the number of our customers increased from 192 customers in Fiscal 2024 to 215 customers in Fiscal 2025. Further, we generated a Revenue from Operations of ₹109.28 million through contract manufacturing during the year.

Other income

Other income increased by 87.75% from ₹35.17 million in Fiscal 2024 to ₹66.03 million in Fiscal 2025. This increase was primarily due to interest income earned on financial assets that were not designated at fair value through profit or loss on bank deposits, which increased from ₹20.39 million in Fiscal 2024 to ₹50.20 million in Fiscal 2025.

EBITDA Margin

EBITDA increased by 94.45% from ₹403.30 million in Fiscal 2024 to ₹784.21 million in Fiscal 2025. As a percentage of Revenue from Operations, EBITDA margin improved from 16.82% in Fiscal 2024 to 21.63% in Fiscal 2025, reflecting an increase of 4.81%. The improvement in EBITDA and margin was primarily attributable to a more favourable product mix and operating leverage.

Expenses

Total expenses increased by 44.07% from ₹2,084.49 million in Fiscal 2024 to ₹3,003.20 million in Fiscal 2025 because of the reasons set out below.

Cost of materials consumed

Cost of materials increased by 85.75% from ₹1,257.32 million in Fiscal 2024 to ₹2,335.44 million in Fiscal 2025 primarily due to increase in purchases by 96.27% from ₹1,251.10 million in Fiscal 2024 to ₹2,455.58 million in Fiscal 2025.

Purchases of stock-in-trade

Purchases of stock-in-trade decreased by 15.14% from ₹303.19 million in Fiscal 2024 to ₹257.28 million in Fiscal 2025.

Changes in inventories of finished goods, work-in-progress and stock-in-trade

Changes in inventories of finished goods, work-in-progress and stock-in-trade increased by 264.35% from ₹95.06 million in Fiscal 2024 to ₹346.35 million in Fiscal 2025 which was mainly due to an increase in cost of material consumed from ₹1,257.32 million to in Fiscal 2024 to ₹2,335.44 million in Fiscal 2025.

Employee benefits expenses

Employee benefits expenses increased by 3.94%, from ₹160.47 million in Fiscal 2024 to ₹166.79 million in Fiscal 2025. This increase can be attributed to an increase in salaries, wages and bonus, which increased by 6.44%%, from ₹118.36 million in Fiscal 2024 million to ₹125.98 million in Fiscal 2025.

Finance costs

Finance cost increased by 80.27% from ₹40.59 million in Fiscal 2024 to ₹73.17 million in Fiscal 2025 due to increase in financial liabilities by 198.93%, from ₹402.92 million in Fiscal 2024, to ₹1,204.44 million in Fiscal 2025 which was primarily because our Company incurred capital expenditure of ₹ 1,168.08 million in Fiscal 2025, which was met through internal accruals and term loan of ₹ 390.00 million.

Depreciation and amortization expenses

Depreciation and amortization expenses increased by 78.83% from ₹49.64 million in Fiscal 2024 to ₹88.77 million in Fiscal 2025 primarily due to acquisition of plant and machinery and construction of plant building.

Other expenses

Other expenses increased by 16.22% from ₹368.34 million in Fiscal 2024 to ₹428.10 million in Fiscal 2025 primarily due to (i) increase in power and fuel expenses; (ii) insurance expenses; and (iii) water charges. These increases were partially offset by (i) decrease in printing and stationery, (ii) freight and forwarding; and (iii) packing materials.

Profit/ (loss) before tax

Our profit before tax increased by 97.65% from ₹348.24 million in Fiscal 2024 to ₹688.30 million in Fiscal 2025 for the reasons laid out above.

Income tax expense/ (credit)

Income tax expenses increased by 83.23% from ₹92.30 million in Fiscal 2024 to ₹169.12 million in Fiscal 2025 due to an increase in current tax from ₹80.35 million in Fiscal 2024 to ₹159.65 million in Fiscal 2025.

The aforementioned tax expense primarily constituted an increase in the current tax expense and decrease in deferred tax expense:

- Current tax expense increased by 98.69% from ₹ 80.35 million in Fiscal 2024 to ₹ 159.65 million in Fiscal 2025 primarily on account of an increase in the profit before tax; and
- Deferred tax expense decreased by 20.75% from ₹ 11.95 million in Fiscal 2024 to ₹ 9.47 million in Fiscal 2025 primarily due to the difference in written-down value of fixed assets as per the Companies Act and the Income Tax Act, 1961.

Profit/ (loss) for the year

Profit after tax more than doubled from ₹255.94 million in Fiscal 2024 to ₹519.18 million in Fiscal 2025.

PAT Margin

The PAT margin improved from 10.52% in Fiscal 2024 to 14.06% in Fiscal 2025, reflecting an increase of 3.54%. This improvement was primarily driven by overall improvement in Operating EBITDA margin.

FISCAL 2024 COMPARED TO FISCAL 2023

Key Developments

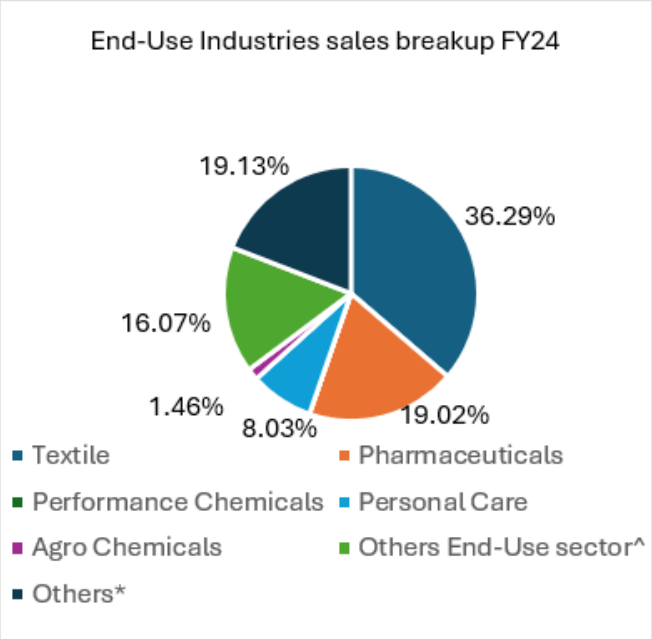
Income

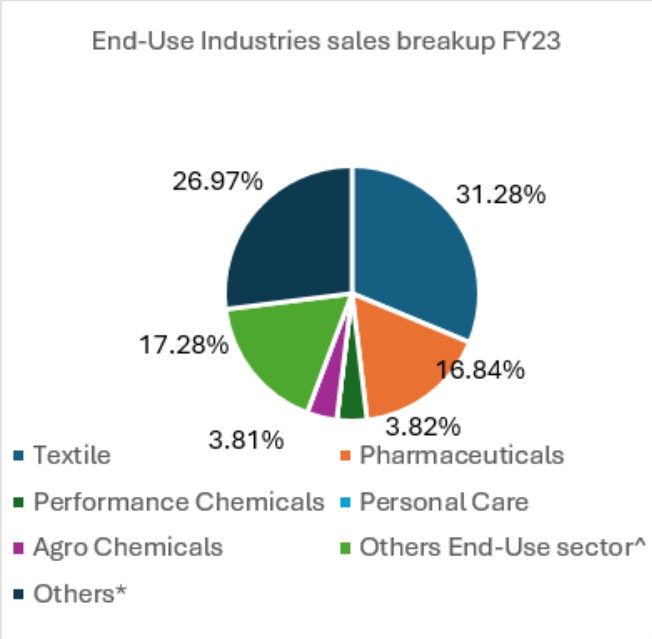
Total income decreased by 22.70% from ₹3,147.33 million in Fiscal 2023 to ₹2,432.73 million in Fiscal 2024 for the reasons mentioned below.

Revenue from Operations

Revenues from Operations decreased by 23.34% from ₹3,127.41 million in Fiscal 2023 to ₹2,397.56 million in Fiscal 2024. Revenue from domestic markets decreased from ₹ 2,307.42 million in Fiscal 2023 to ₹ 1,683.19 million in Fiscal 2024. Revenue from Exports declined from ₹819.99 million in Fiscal 2023 to ₹714.37 million in Fiscal 2024. The overall decrease in Revenue from Operations, amounting to ₹729.85 million, was primarily attributable to a (i) reduction of ₹84.15 million from the agro-chemicals segment, which accounted for 11.53% of the total decline; (ii) due to temporary suspension of operations at Manufacturing Unit 3 and the upgradation at certain part of Manufacturing Unit 1. The textile segment contributed to the decline by ₹108.11 million (14.81%), the pharmaceuticals segment by ₹70.52 million (9.66%), and the performance chemicals segment by ₹119.39 million (16.36%).

Our Company launched the personal care segment in Fiscal 2024, which contributed ₹192.54 million to the Revenue from Operations. This partially offset the overall decline and accounted for 8.03% of the Revenue from Operations.





^Other End-use industries includes optical brighteners, paints and pigments, food colors and electronic chemicals
**Others includes trading, duty drawback and contract manufacturing*

Our Company catered to 192 customers in Fiscal 2024 improving from 173 customers in Fiscal 2023. The number of products of up to five multi-step unit operations and processes increased from 61 in Fiscal 2023 to 67 in Fiscal 2024 and products having six to 15 multi-step unit operations and processes increased from 41 in Fiscal 2023 to 47 in Fiscal 2024.

Other income

Other income increased by 76.56% from ₹19.92 million in Fiscal 2023 to ₹35.17 million in Fiscal 2024 primarily due to increase in interest income earned on financial assets that are not designated as at fair value through profit or loss on bank deposits (at amortised cost) which increased from ₹2.80 million in Fiscal 2023 to ₹20.39 million in Fiscal 2024.

Exceptional items:

- Loss of ₹152.15 million due to stock destroyed by fire has been debited to the statement of profit and loss;
- Loss of ₹33.74 million on property, plant and equipment has been debited to the statement of profit and loss;
- Fire-fighting expenses of ₹1.05 million have been debited to the statement of profit and loss.

EBITDA Margin

The EBITDA for Fiscal 2024 was ₹403.30 million, representing 16.82% of Revenue from Operations, compared to 30.78% in Fiscal 2023. The decline was primarily attributable to the fire incident at certain part of Manufacturing Facility 3 in September 2022, which resulted in a temporary suspension of production. Additionally, upgradation activities at certain part of Manufacturing Unit 1 during the year further impacted operational efficiency. As a result, sales and margins were adversely affected across several key products, including NAPSA, ADMT, and ANES. Revenue from Operations from contract manufacturing also declined sharply from ₹463.99 million in Fiscal 2023 to ₹197.27 million in Fiscal 2024, contributing significantly to the overall reduction in EBITDA and margin. This loss of revenue from contract manufacturing was primarily attributable to one of our customers in the agro-chemicals industry, the revenues from which declined on account of sectoral challenges.

Expenses

Total expenses decreased by 5.38% from ₹2,203.04 million in Fiscal 2023 to ₹2,084.49 million in Fiscal 2024 for the reasons mentioned below.

Cost of materials consumed

Cost of materials consumed increased by 1.19% from ₹1,242.56 million in Fiscal 2023 to ₹1,257.32 million in Fiscal 2024 primarily due to increase in purchase by 6.38% from ₹1,176.05 million in Fiscal 2023 to ₹1,251.10 million in Fiscal 2024.

Purchases of stock-in-trade

Purchases of stock-in-trade decreased by 5.28% from ₹320.08 million in Fiscal 2023 to ₹303.19 million in Fiscal 2024.

Employee benefits expenses

Employee benefit expenses decreased by 11.12% from ₹180.54 million in Fiscal 2023 to ₹160.47 million in Fiscal 2024 primarily due to decrease in director remuneration by 44.24% from ₹53.86 million in Fiscal 2023 to ₹30.03 million in Fiscal 2024.

Finance costs

Finance costs increased from ₹5.15 million in Fiscal 2023 to ₹40.59 million in Fiscal 2024 primarily due to increase in financial liabilities from ₹ 15.32 million in Fiscal 2023 to ₹ 402.92 million in Fiscal 2024 which was on account of capital expenditure of ₹565.35 million in Fiscal 2024 which was due to a term loan of ₹ 385.00 million.

Depreciation and amortization expenses

Depreciation and amortization expenses increased by 50.56% from ₹32.97 million in Fiscal 2023 to ₹49.64 million in Fiscal 2024 primarily due to acquisition of plant and machinery and construction of plant building and installation of the SAP software.

Other expenses

Other expenses decreased by 10.17% from ₹410.04 million in Fiscal 2023 to ₹368.34 million in Fiscal 2024. The decrease in other expenses was primarily due to (i) consumption of stores and spare parts; (ii) freight and forwarding; and (iii) processing charges paid (job work).

Profit/ (loss) before tax

Profit before tax decreased by 54.02% from ₹757.35 million in Fiscal 2023 to ₹348.24 million in Fiscal 2024 primarily due to the reasons set out above.

Income tax expense/ (credit)

Income tax expenses decreased by 52.41% from ₹193.94 million in Fiscal 2023 to ₹92.30 million in Fiscal 2024 due to decrease in profit before tax.

Profit/(Loss) for the year

Profit for the year decreased by 54.57% from ₹563.41 million in Fiscal 2023 to ₹255.94 million in Fiscal 2024, for the reasons set out above.

PAT Margin

Profit after tax for the fiscal year ended March 31, 2024, was ₹255.94 million, resulting in a PAT margin of 10.52%, compared to 17.90% in Fiscal 2023, leading to a decline of 7.38%. The reduction in net profit was primarily due to lower sales and reduced margins in key products such as NAPSA, ADMT, and ANES. Additionally, Revenue from Operations from contract manufacturing declined significantly from ₹463.99 million in Fiscal 2023 to ₹197.27 million in Fiscal 2024, further impacting overall profitability.

LIQUIDITY AND CAPITAL RESOURCES

Capital Requirements

Our principal capital requirements are for payment of capital expenditure and working capital and repayment of term loans. Our principal source of funding has been and is expected to continue to be cash generated from our operations supplemented by borrowings from banks and financial institutions and optimization of operating working capital. For the Fiscal 2025, Fiscal 2024 and Fiscal 2023, we met our funding requirements, including satisfaction of debt obligations, capital expenditure, investments, other working capital requirements and other cash outlays, principally with funds generated from operations, optimization of operating working capital with the balance met from external borrowings.

Liquidity

Our liquidity requirements arise principally from our operating activities, repayment of borrowings and debt service obligations, capital expenditures, including for the Proposed Greenfield Project. Historically, our principal sources of funding have included cash generated from operations, short-term and long-term borrowings from banks and financial institutions and cash and cash equivalents.

Cash

Our anticipated cash flows are dependent on various factors that are beyond our control. See "*Risk Factors*" beginning on page 27. The following table sets forth certain information relating to our cash flows in Fiscal 2025, 2024 and 2023:

(in ₹ million)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	For the year ended March 31, 2023
Net cash generated from/ (used in) operating activities	353.39	169.21	319.49
Net cash generated from/(used in) investing activities	(1424.12)	(878.65)	(164.12)
Net cash generated from/ (used) in financing activities	1112.22	709.05	(157.34)
Net increase/ (decrease) in cash and cash equivalents	41.49	(0.39)	(1.97)
Cash and Other Bank Balance at the end of the period/year	44.06	2.57	2.96

Cash Flows generated from/ used in Operating Activities

Fiscal 2025

We generated ₹353.39 million net cash from operating activities during Fiscal 2025. Profit before tax for Fiscal 2025 was ₹688.30 million.

Our operating profit before working capital changes was ₹805.44 million. Adjustments for working capital changes for Fiscal 2025 primarily consisted of increase in trade receivables, increase in inventories, decrease in other current assets, increase in financial assets, increase in trade payables, increase in provision, decrease in other current liabilities and increase in financial liabilities.

Net income tax paid for Fiscal 2025 was ₹136.62 million.

Due to the reasons set out above net cash generated from operating activities was ₹353.39 million in Fiscal 2025.

Fiscal 2024

We generated ₹169.21 million net cash from operating activities during Fiscal 2024. Profit before tax for Fiscal 2024 was ₹348.24 million. Our operating profit before working capital changes was ₹404.52 million. Adjustments for working capital changes for Fiscal 2024 primarily consisted of decrease in trade receivables, increase in inventories, increase in other current assets, decrease in financial assets, increase in trade payables, increase in provision, increase in other current liabilities.

Net income tax paid for Fiscal 2024 was ₹109.04 million.

Due to the reasons set out above net cash generated from operating activities was ₹169.21 million in Fiscal 2024.

Fiscal 2023

We generated ₹319.49 million net cash from operating activities during Fiscal 2023. Profit before tax for Fiscal 2023 was ₹757.35 million. Our operating profit before working capital changes was ₹965.16 million. Adjustments for working capital changes for Fiscal 2023 primarily consisted of increase in trade receivables, increase in inventories, increase in other current assets, decrease in financial assets, increase in trade payables, decrease in provision, decrease in other current liabilities and decrease in financial liabilities.

Net income tax paid for Fiscal 2023 was ₹171.06 million.

Due to the reasons set out above net cash generated from operating activities was ₹319.49 million in Fiscal 2023.

Cash Flow generated from/ (used in) Investing Activities

Fiscal 2025

Net cash used in investing activities was ₹1,040.71 million in Fiscal 2025, primarily on account of payments for property, plant and equipment (including intangible assets), sale proceeds from property, plant and equipment, investments in fixed deposits of ₹ 432.58 million with banks not considered as cash and cash equivalents and interest received.

Fiscal 2024

Net cash used in investing activities was ₹557.56 million in Fiscal 2024, primarily on account of payments for property, plant and equipment (including intangible assets), sale proceeds from property, plant and equipment, investments in fixed deposits of ₹ 340.38 with banks not considered as cash and cash equivalents and interest received.

Fiscal 2023

Net cash used in investing activities was ₹163.70 million in Fiscal 2023, primarily on account of payments for property, plant and equipment (including intangible assets), sale proceeds from property, plant and equipment, investments in fixed deposits of ₹ 1.77 million with banks not considered as cash and cash equivalents and Interest received.

Cash Flow generated from/ used in Financing Activities

Fiscal 2025

Net cash generated in financing activities was ₹1,198.09 million in Fiscal 2025, primarily on account of proceeds/(repayment) of borrowings, dividend paid of ₹ 12.70 million, interests paid on borrowings of ₹ 73.17 million and other financial assets.

Fiscal 2024

Net cash used in financing activities was ₹762.34 million in Fiscal 2024, primarily on account of proceeds/(repayment) of borrowings, dividend paid of ₹ 12.70 million, interest paid of ₹ 40.59 million on borrowings and other financial assets.

Fiscal 2023

Net cash used in financing activities was ₹(139.49) million in Fiscal 2023, primarily on account of proceeds/(repayment) of borrowings, dividend paid of ₹ 12.70 million, interest paid of ₹ 5.15 million on borrowings and other financial assets.

NON-GAAP MEASURES

Certain measures included in this Draft Red Herring Prospectus, for instance, EBIT, EBITDA, EBITDA Margin, PAT Margin, Return on Net Worth, Capital Employed, Return on Capital Employed, Net Debt, Net Debt to EBITDA, Net Debt to Equity, Net Fixed Assets Turnover Ratio and Net Asset Value per share (Non-GAAP Measures) presented in this Draft Red Herring Prospectus is a supplemental measure of our performance and liquidity that is not required by, or presented in accordance with, Ind AS, IFRS or US GAAP, Further, these Non-GAAP Measures are not a measurement of our financial performance or liquidity under Ind AS, IFRS or US GAAP and should not be considered in isolation or construed as an alternative to cash flows, profit/ (loss) for the year / 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, IFRS or US GAAP. In addition, Non-GAAP Measures are not standardised terms, hence a direct comparison of Non-GAAP Measures between companies may not be possible. Other companies may calculate the Non-GAAP Measure differently from us, limiting its usefulness as a comparative measure. Although Non-GAAP Measures are not a measure of performance calculated in accordance with applicable accounting standards, our Company's management believes that they are useful to an investor in evaluating us because it is a widely used measure to evaluate a company's operating performance. See "*Risk Factors – Significant differences exist between Ind AS used to prepare our financial information and other accounting principles, such as US GAAP and IFRS, which may affect investors' assessments of our Company's financial condition*." on page 57.

Reconciliation for the following non-GAAP financial measures included in this Draft Red Herring Prospectus are set out below for Fiscals 2025, 2024 and 2023:

Reconciliation of Profit for the period / year to EBITDA and EBITDA Margin

Particulars	Fiscal		
	2025	2024	2023
Profit for the period / year (I)	519.18	255.94	563.41
Adjustments:			
Add: Total Tax Expenses (II)	169.12	92.30	193.94
Add: Finance cost (III)	73.17	40.59	5.15
Add: Depreciation & amortization expenses (IV)	88.77	49.64	32.97
Add: Exceptional Item (V)	-	-	186.94
Less: Other Income (VI)	66.03	35.17	19.92
Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA) (VII = I + II + III + IV+V-VI)	784.21	403.30	962.49
Revenue from Operations (VIII)	3,625.47	2,397.56	3,127.41
EBITDA Margin (VII IX = VII/VIII)	21.63%	16.82%	30.78%

Reconciliation of Profit for the period / year to PAT Margin

Particulars	Fiscal		
	2025	2024	2023
Profit for the period / year from	519.18	255.94	563.41
Total Income (II)	3,691.50	2,432.73	3,147.33
PAT Margin (III = I/II)	14.06%	10.52 %	17.90 %

Reconciliation of Total Equity to Net Worth and Return on Net Worth

Particulars	Fiscal		
	2025	2024	2023
Total Equity (I)	2,372.13	1,864.79	1,621.61
Less: Non-controlling Interest (II)	-	-	-
Less: Capital Reserve (III)	-	-	-
Net Worth (IV = I - II - III)	2,372.13	1,864.79	1,621.61
Profit for the period / year (V)	519.18	255.94	563.41
Less: Non-Controlling Interest (VI)	-	-	-
Profit for the period / year attributable to equity shareholders of the parent (VII = V - VI)	519.18	255.94	563.41
Return on Net Worth (VIII = VII/IV)	24.51%	14.68%	41.86%

Reconciliation of Return on Capital Employed

Particulars	Fiscal		
	2025	2024	2023
Equity share capital (I)	127.04	127.04	127.04
Other equity (II)	2,245.09	1,737.75	1,494.57
Total Equity (III = I+II)	2,372.13	1,864.79	1,621.61
Long term borrowings (IV)	1,204.44	402.92	15.32
Short term borrowings (V)	802.59	406.02	31.28
Total Borrowings (VI = IV +V)	2,007.03	808.94	46.60
Less: Cash and cash equivalents (VII)	44.06	2.57	2.96
Less: Bank balance other than cash and cash equivalent (VIII)	787.92	353.84	14.68
Net Borrowings (IX = VI-VII-VIII)	1,175.05	452.53	28.96
Total Capital Employed (X = III +IX)	3,547.18	2,317.32	1,650.57
Profit before exceptional item and tax (XI)	688.30	348.24	944.29
Finance costs (XII)	73.17	40.59	5.15
Other income (XIII)	66.03	35.17	19.92
EBIT (XIV = XI + XII – XIII)	**695.44**	**353.66**	**929.52**
RoCE (XIV/X)	19.61%	15.26%	56.32%

Reconciliation of Total Borrowings to Net Debt, Net Debt to EBITDA and Net Debt to Equity

Particulars	Fiscal		
	2025	2024	2023
Non-current Borrowings (I)	1,204.44	402.92	15.32
Current Borrowings (II)	802.59	406.02	31.28
Total Borrowings (III = I + II)	2,007.03	808.94	46.60
Adjustments:			
Less: Cash and Cash Equivalents (IV)	44.06	2.57	2.96
Less: Bank Balances other than above (V)	787.92	353.84	14.68
Net Debt (VI = III - IV - V)	1,175.05	452.53	28.96
Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA) (VII)	784.21	403.30	962.49
Net Debt to EBITDA (XII = VI/XI)	1.50	1.12	0.03
Total Equity (Excluding Capital Reserve) (XIII)	2,372.13	1,864.79	1,621.61
Net Debt to Equity (XIV = VI/XIII)	0.50	0.24	0.02

Reconciliation of Revenue from Operations to Net Fixed Assets Turnover Ratio

Particulars	Fiscal		
	2025	2024	2023
Revenue from Operations (I)	3,625.47	2,397.56	3,127.41
Property, Plant and Equipment (II)	1,423.84	837.79	378.15
Capital Work-In-Progress (III)	128.57	-	-
Goodwill (IV)	-	-	-
Other Intangible Assets (V)	0.91	1.60	1.62
Intangible Assets Under Development (VI)	-	-	-
Right-of-use Assets (VII)	291.59	62.22	7.17
Total Net Fixed Assets (VIII = II + III + IV + V + VI + VII)	1,844.91	901.61	386.94
Net Fixed Assets Turnover Ratio (IX = I/VIII)	1.97	2.66	8.08

Reconciliation of Net Asset Value (per Equity Share)

Particulars	Fiscal		
	2025	2024	2023
Net Worth (I)	2,372.13	1,864.79	1,621.61
Number of equity shares outstanding at the end of the period/year (II)	63.52	63.52	63.52

Particulars	Fiscal		
	2025	2024	2023
Net asset value per equity share (III) = (I/II)	37.35	29.36	25.53

FINANCIAL INDEBTEDNESS

The following table sets forth our Company's indebtedness outstanding as of July 31, 2025:

Category of borrowings	Sanctioned amount as on July 31, 2025	Outstanding amount as on July 31, 2025
Borrowings of Company		
(A)Secured loan		
(i)Fund based facilities		
Overdraft	539.00	486.30
Cash credit Facilities (including packing credit)	140.00	95.67
Working capital facilities	200.00	83.96
Team loan	775.00	588.80
Vehicle loan	2.18	0.86
(ii)Non-fund based facilities (interchangeable)		
Bank guarantees	30.00	5.69
Letter of credit	30.00	5.57
Total Secured borrowings (i+ii)	**1,716.18**	**1,266.85**
(B) Unsecured loan		
(i)Fund based facilities		
Working capital facilities	-	768.28
Total Unsecured borrowings	**-**	**768.28**
Total borrowings (A+B)	**1,716.18**	**2,035.13**

CONTINGENT LIABILITIES AND OFF-BALANCE SHEET ARRANGEMENTS

As of March 31, 2025, March 31, 2024 and March 31, 2023 our contingent liabilities as per Ind AS 37 - Provisions, Contingent Liabilities and Contingent Assets, that have not been provided for, were as follows:

Particulars	As of March 31, 2025 (*in ₹ million*)	As of March 31, 2024 (*in ₹ million*)	As of March 31, 2023 (*in ₹ million*)
Tax Deducted at Source (TDS) liabilities	0.08	0.08	0.08
Civil Liability	2.92	2.92	2.92

We have disclosed the above matters as contingent liabilities as future cash outflows (if any), in respect of the above matters are determinable only on receipt of judgments/ decisions pending at various forums/ authorities.

For further information on our contingent liabilities as of March 31, 2025, March 31, 2024, March 31, 2023 as per Ind AS 37, see "*Financial Information*" on page 230.

Except as disclosed elsewhere in this Draft Red Herring Prospectus, there are no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that we believe are material to investors.

CONTRACTUAL OBLIGATIONS AND MATURITIES

The table below summarizes the maturity profile of our undiscounted contractual maturities of financial liabilities at the reporting date:

Particulars	Up to 1 Year	1 to 5 years	5 years and above
	(in ₹ million)		
As of March 31, 2025			
Borrowing	2007.03	0.00	Nil
Lease Liabilities*	0.00	0.00	Nil
Trade payable	661.53	14.99	Nil
Other Financial Liabilities	9.69	0.00	Nil

Particulars	Up to 1 Year	1 to 5 years	5 years and above
	(in ₹ million)		
Total	2,678.25	14.99	Nil
As of March 31, 2024			Nil
Borrowing	808.94	0.00	Nil
Trade payable	549.71	15.96	Nil
Other Financial Liabilities	0.23	0.00	Nil
Total	1,358.88	15.96	Nil
As of March 31, 2023			Nil
Borrowing	46.60	0.00	Nil
Trade payable	496.57	13.15	Nil
Other Financial Liabilities	0.23	0.00	Nil
Total	543.40	13.15	Nil

**before considering discounting impact*

CAPITAL AND OTHER COMMITMENTS

The following table sets forth certain information relating to future payments due under known contractual commitments as of March 31, 2025, March 31, 2024 and March 31, 2023 aggregated by type of contractual obligation:

Particulars	As of March 31, 2025	As of March 31, 2024	As of March 31, 2023
Capital commitments- Expenditures towards suppliers	103.30	-	-

CAPITAL EXPENDITURES

In the Fiscal 2025, Fiscal 2024 and Fiscal 2023, our capital expenditure towards SAP software, leasehold land, freehold land, buildings, plant and equipment, electrical installation, furniture, fixture and other office, vehicles and computer and accessories was ₹961.61 million, ₹565.35 million, and ₹194.58 million respectively.

RELATED PARTY TRANSACTIONS

We enter into various transactions with related parties in the ordinary course of business. These transactions principally include remunerations to KMPs, material processing charges and sales and loans to and from related parties. For details relating to our related party transactions, see "*Issue Document Summary – Summary of Related Party Transactions*" on page 23.

AUDITOR'S OBSERVATIONS

Our Statutory Auditors have included the following emphasis of matters and CARO observation in their auditor's report for the year ended March 31, 2023:

Emphasis of matter:

The fire took place on September 16, 2022 damaging the company's property, plant and equipment and also raw material, packing material and stores and consumables resulting into loss amounting to ₹152.15 million. These assets are fully secured through insurance. The company has recognized insurance receivable of ₹152.15 million against such loss. No amount has been received from insurance company till end of the reporting period. The management has estimated amount receivable from insurance company of ₹185.89 million being Reinstatement Value and it is under process with the insurance company. However, this event does not affect the concept of going concern.

Our Opinion is not Modified is respect of the above matter.

CARO observation

Clause (vii) (b) of CARO 2020 Order

Name of statute	Nature of dues	Forum where dispute is pending	Year to which the amount relates	Amount involved (₹ in millions)
Tax deducted at source	Income tax	TDS demand	2024-25	0.08
Tax deducted at source	Income tax	TDS demand	2023-24	0.08
Tax deducted at source	Income tax	TDS demand	2022-23	0.08

For further details and treatment please see *"Restated Financial Information – Annexure VI*" on page 248.

QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

We are exposed to market risks that are related to the normal course of our operations. Our risk management policies are established to identify and analyse the risk we face, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and our activities. Our Board oversees how management monitors compliance with our risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks we face. The Board is assisted in its oversight role by internal audit team. Internal audit team undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board.

Credit Risk

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to our Company. The Group is exposed to credit risk from its operating activities, primarily trade receivables. The credit risks in respect of deposits with the banks, foreign exchange transactions and other financial instruments are only nominal. The customer credit risk is managed subject to our Company's established policy, procedure and controls relating to customer credit risk management. In order to contain the business risk, prior to acceptance of an order from a customer, the creditworthiness of the customer is ensured through scrutiny of its financials, if required, market reports and reference checks. Our Company remains vigilant and regularly assesses the financial position of customers during execution of contracts with a view to limit risks of delays and default.

Liquidity Risk

Liquidity risk is the risk that our Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly to close to its fair value. Our Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. Our Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing from both banks and financial institutions at an optimised cost. We manage liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Market Risk

We are exposed to various types of market risks during the normal course of business. Market risk is the risk that fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Borrowings availed by our Company are subject to interest on fixed rates as these are taken only for the purpose to finance the business and inducting new fleet and such borrowings are repayable on demand. Interest rates are highly sensitive to many factors beyond our control, including the monetary policies of the RBI, domestic and international economic and political conditions, inflation and other factors. We are exposed to interest rate risk because it borrows funds at both fixed and floating interest rates. The risk is managed by us by maintaining an appropriate mix between fixed and floating rate borrowings. For details, see "*Financial Indebtedness*" on page 313.

Inflation Risk

In recent years, India has experienced relatively high rates of inflation. While we believe inflation has not had any material impact on our business and results of operations, inflation generally impacts the overall economy and business environment and hence could affect us.

UNUSUAL OR INFREQUENT EVENTS OR TRANSACTIONS

Except as described in this Draft Red Herring Prospectus, to our knowledge, there have been no unusual or infrequent events or transactions that have in the past or may in the future affect our business operations or future financial performance.

KNOWN TRENDS OR UNCERTAINTIES

Our business has been subject, and we expect it to continue to be subject, to significant economic changes arising from the trends identified above in "*Management's Discussion and Analysis of Financial Condition and Results of Operations - Significant Factors Affecting our Results of Operations*" and the uncertainties described in "*Risk Factors*" on pages 286 and 27, respectively. To our knowledge, except as discussed in this Draft Red Herring Prospectus, there are no known trends or uncertainties that have or had or are expected to have a material adverse impact on the Revenue from Operations or income of our Company.

FUTURE RELATIONSHIP BETWEEN COST AND INCOME

Other than as described in "*Risk Factors*", "*Our Business*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 27, 159 and 286 respectively, to our knowledge, there are no known factors that may adversely affect our business prospects, results of operations and financial condition.

NEW PRODUCTS OR BUSINESS SEGMENTS

Except as set out in this Draft Red Herring Prospectus in the sections "*Our Business*" on page 159, we have not announced and do not expect to announce in the near future any new products or business segments.

COMPETITIVE CONDITIONS

We operate in a competitive environment and expect to continue to compete with existing and potential competitors. For further details on competitive conditions that we face across our various business segments, see "*Risk Factors - We face competition from both domestic as well as multinational corporations and our inability to compete effectively may have a material adverse impact on our business, financial condition and results of operations.*", "*Industry Overview*" and "*Our Business – Description of our Business – Competition*" on pages 39, 123 and 181, respectively.

SIGNIFICANT DEPENDENCE ON SINGLE OR FEW CUSTOMERS OR SUPPLIERS

For Fiscal 2025, 2024 and 2023, more than 50% of our Revenue from Operations was attributable to our top 10 customers. Further, for Fiscal 2025, we expended more than 50% of our Raw Material Cost on our top 10 suppliers. For further details, see "*Risk Factors - Our top 10 customers contributed to a significant portion of our Revenue from Operations and 56.25%, 54.06% and 60.31% of our Revenue from Operations in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 customers. Further, we rely on purchase orders and do not have long term contracts with any of these customers. If one or more of such customers choose not to source their requirements from us or to terminate our contracts business relationship or our failure to adhere to the terms of purchase orders entered into with our customers may have an adverse effect on our business, financial conditions and results of operations.*" and "*Risk Factors - Our top 10 suppliers contributed to a significant portion of our Raw Material Cost and 64.79%, 49.43% and 47.96% of our Raw Material Cost in Fiscal 2025, Fiscal 2024 and Fiscal 2023 was derived from our top 10 suppliers. We do not have firm commitments for supply or exclusive arrangements with any of our third-party suppliers and are required to pay advances from time to time. Any disruption or change in our business relationship, owing to a supplier's decision to cease or reduce supply, alter terms, or our inability to comply with their requirements could adversely affect our business, financial condition, and results of operations.*"

SEASONALITY/ CYCLICALITY OF BUSINESS

Our business is not seasonal in nature.

MATERIAL DEVELOPMENTS AFTER MARCH 31, 2025 THAT MAY AFFECT OUR FUTURE RESULTS OF OPERATIONS

Except as disclosed elsewhere in this Draft Red Herring Prospectus, there have been no significant developments after March 31, 2025, the date of the last financial statements contained in this Draft Red Herring Prospectus, to the date of filing of this Draft Red Herring Prospectus, which materially and adversely affects, or is likely to affect, our trading or profitability, or the value of our assets, or our ability to pay our liabilities within the next 12 months.

CAPITALISATION STATEMENT

The following table sets out our Company's capitalization for the financial year ended March 2025, as derived from our Restated Financial Information. This table should be read in conjunction with the sections titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*", "*Financial Information*" and "*Risk Factors*" beginning on pages 286, 230 and 27, respectively.

(₹ in million)

Particulars	Pre-Issue As at March 31, 2025	As adjusted for the Issue#
Total Equity		
Equity share capital*	127.04	[●]
Other equity*	2,245.09	[●]
Total Equity (A)	2,372.13	[●]
Total Borrowings		
Current borrowings*(including current maturity and interest accrued and due on borrowings)*	802.59	[●]
Non-current borrowings	1,204.44	[●]
Total Borrowings (B)	2,007.03	[●]
Total (A+B)	4,379.16	[●]
Non-current borrowings /Total Equity	0.51	[●]
Total Borrowings/ Total Equity	0.85	[●]

** These terms shall carry the meaning as per Schedule III of the Companies Act 2013 (as amended).*

 # The corresponding post Issue capitalization data for each of the amounts given in the above table is not determinable at this stage pending the completion of the book building process and hence the same have not been provided in the above statement.

FINANCIAL INDEBTEDNESS

Our Company avails credit facilities in the ordinary course of business. For details regarding the borrowing powers of our Board, see "*Our Management - Borrowing Powers of our Board*" on page 207.

Set out below is a brief summary of the aggregate borrowings by our Company as of July 31, 2025.

(in ₹ million)

Category of borrowings	Sanctioned amount as on July 31, 2025	Outstanding amount as on July 31, 2025
Borrowings of Company		
(a)Secured loan		
(i)Fund based facilities		
Overdraft	539.00	486.30
Cash credit facilities (including packing credit)	140.00	95.67
Working capital facilities	200.00	83.96
Team loan	775.00	588.80
Vehicle loan	2.18	0.86
(ii)Non-fund based facilities (interchangeable)		
Bank guarantees	30.00	5.69
Letter of credit	30.00	5.57
Total Secured borrowings (i+ii)	**1,716.18**	**1,266.85**
(b) Unsecured loan		
(i)Fund based facilities		
Working capital facilities	-	768.28
Total Unsecured borrowings	**-**	**768.28**
Total borrowings (a+b)	**1,716.18**	**2,035.13**

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

Principal terms of the facilities sanctioned to our Company:

1. ***Interest:*** The interest rate for a majority of the facilities typically varies from 6.50% to 9.75% per annum.

2. ***Tenor:*** The tenor of the facilities typically varies from 6 months to 60 months.

3. ***Security:*** The facilities sanctioned are typically secured by way of a *pari-passu* hypothecation charge over current assets such as raw materials, semi-finished and finished goods, book debts, and bills (receivables), an exclusive charge on movable fixed assets including plant and machinery, exclusive charge over receivables such as book debts, cash flows, and cash in hand, machinery spares, tools, and accessories, as well as non-trade receivables, mortgages on properties of the Company and personal guarantees of our Promoters.

4. ***Pre-payment:*** Certain facilities allow for pre-payment of the outstanding amount by serving prior notice to the lender. Pre-payment may be subject to pre-payment penalties as may be prescribed.

5. ***Penal Interest:*** The terms of certain facilities availed by our Company prescribe penalties for default in the repayment obligations of the Company, delay in creation of the stipulated security or in case of events of default. The penalty typically ranges from 0% to 6% per annum.

6. ***Re-payment:*** Our Company may repay all amounts of the facilities on the due dates for payment. Certain of our loans are repayable on demand.

7. ***Events of Default:*** Borrowing arrangements entered into by our Company contain standard events of default, including, *inter alia*:

    a) ceasing or materially changing the Company's business operations;

    b) any change in the control or management of the borrower;

    c) changes in the capital structure where the existing promoter's shareholding gets diluted below a certain threshold; and

    d) failure to pay any amount due under the facilities, including principal, interest, or other charges, as per the agreed repayment schedule.

This is an indicative list and there may be additional terms that may amount to an event of default under the borrowing arrangements entered into by our Company.

8. ***Consequences of occurrence of events of default:*** In terms of our borrowing arrangements, the following, *inter alia*, are the consequences of occurrence of events of default, whereby the lenders may:

   a) demand immediate repayment of the entire outstanding amount under the facilities, including principal, interest, and other charges;

   b) appoint a receiver to take control of the borrower's assets and business operations for the purpose of recovering the outstanding dues; and

   c) cancel any undrawn commitments or further disbursements under the loan facility.

   This is an indicative list and there may be additional terms that may require the consent of the relevant lender, the breach of which may amount to an event of default under various borrowing arrangements entered into by our Company, and the same may lead to consequences other than those stated above.

9. ***Restrictive Covenants:*** The facilities sanctioned to our Company contain certain restrictive covenants, which require prior written consent of the lender or prior intimation to be made to the lender, including:

   a) approaching the capital markets for mobilizing additional resources;

   b) change in the control or management of the borrower requires prior written consent from the bank;

   c) not undertake guarantees or letters of comfort on behalf of any other company; and

   d) not invest or lend or extend advances to group or subsidiary companies other than genuine trade transactions.

This is an indicative list and there may be such other additional terms under the borrowing arrangements entered into by our Company. We are also required to keep our lenders informed of any event likely to have a substantial effect on our business.

For the purposes of the Issue, our Company has obtained the necessary consents from our lenders as required under the relevant borrowing arrangements for undertaking activities relating to the Issue, such as, *inter alia,* effecting changes to our capital structure. For further details, see "*Risk Factors – An inability to comply with repayment and other covenants in the financing agreements could adversely affect our business, financial condition, cash flows and credit rating.*" on page 48.

SECTION VI – LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

*As of the date of this Draft Red Herring Prospectus, except as disclosed in this section, there are no outstanding (i) criminal proceedings including matters which are at first information report stage, where no/ some cognizance has been taken by any court, involving our Company, its Subsidiary, its Directors or Promoters; (ii) actions by any regulatory authorities and statutory authorities (including any notices by any judicial, quasi-judicial, administrative authorities or enforcement authorities) and any findings/observations of any of the inspections by SEBI or any other regulatory authority and all penalties and show cause against our Company, its Subsidiary, Directors or Promoters; (iii) outstanding claims related to direct and indirect taxes, giving the number of cases and total amount. Provided that if the amount involved in any such claims exceeds the materiality threshold, such matter(s) have been disclosed on an individual basis; and (iv) other pending litigations (including civil litigation or arbitration proceedings) involving our Company, Directors, or Promoters or Subsidiary (other than proceedings covered under (i) to (iii) above) as determined to be material by our Board pursuant to the policy on materiality ("**Materiality Policy**") approved by the Board of Directors, in each case involving our Company, Subsidiary, Promoters and Directors ("**Relevant Parties**").*

All outstanding criminal proceedings including matters which are at first information report stage whether cognizance has been taken or not by any court or judicial authority; and (ii) involving Key Managerial Personnel and Senior Management Personnel of the Company and actions taken by the regulatory and statutory authorities, including notices by such authorities (including any judicial, quasi-judicial, administrative authorities or enforcement authorities) against such Key Managerial Personnel and Senior Management Personnel also be disclosed.

Further, except disclosed in this section, there are no disciplinary actions including penalty imposed by the SEBI or the stock exchanges against our Promoters in the last five Fiscals preceding this Draft Red Herring Prospectus including any outstanding action.

For the purpose of identification of material litigation in (iv) above, our Board has considered and adopted the following policy on materiality with regard to outstanding litigation in relation to the Relevant Parties to be disclosed in this Draft Red Herring Prospectus pursuant to the Board resolution dated September 5, 2025:

*a) Monetary threshold: pending civil cases involving the Relevant Parties in which the monetary amount of claim by or against the Relevant Parties in any such pending proceeding to the extent quantifiable, is: a) two percent of turnover, for the most recent financial year as per the Restated Financial Information; or (b) two percent of net worth, as at the end of the most recent financial year as per the Restated Financial Information; or (c) five percent of the average of absolute value of profit or loss after tax of the Company on a consolidated basis, as per the last three financial years as per the Restated Financial Information, included in this Draft Red Herring Prospectus, whichever is lower ("**Monetary Threshold**").*

Accordingly, five percent of the average of absolute value of profit or loss after tax of the Company, based on the Restated Financial Information disclosed in this Draft Red Herring Prospectus, i.e., ₹ 22.28 million has been considered as the Materiality Threshold for the Relevant Parties.

b) Subjective threshold: under this test, such pending matters which are not quantifiable or do not exceed the monetary threshold, involving the Relevant Parties, whose outcome, in the opinion of the Board, would materially and adversely affect the Company's business, prospects, performance, operations, financial position, reputation or cash flows or the decision in such a proceeding is likely to affect the decision in similar proceedings, such that the cumulative amount involved in such proceedings exceeds the threshold, even though the amount involved in an individual proceeding does not exceed the threshold, would be considered as material for the Company.

c) Additional threshold: there are any findings or observations arising out of any of the inspections by the Securities and Exchange Board of India or by any other regulator in or outside India, which are outstanding

*Pre-litigation notices received by the Relevant Parties from third parties (excluding those notices issued by governmental, statutory, regulatory, judicial, quasi-judicial, taxation authorities, first information reports ("**FIRs**") (including FIRs where no cognizance has been taken by court), police complaints or notices threatening criminal action) shall, in any event, not be considered as litigation and evaluated for materiality, until such time that Relevant Parties or group companies are impleaded as defendants in litigation proceedings before any judicial/arbitral forum or unless decided otherwise by the Board of Directors of our Company.*

For identification of material creditors, creditors of the Company (except banks and financial institutions from whom our Company has availed financing facilities) to whom an amount having a monetary value which exceeds 5% of the total trade payables of our Company as of the end of the most recent period covered in the Restated Financial Information of the Company is outstanding, shall be considered as 'material'. Accordingly, creditors of our Company to whom our Company owes an

*amount exceeding ₹ 33.83 million are considered material ("**Material Creditor**"), including the consolidated number of creditors and the aggregate amount involved.*

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.

I. Litigation involving our Company

A. Litigation filed by our Company

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material civil proceedings filed by our Company.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings filed by our Company.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material tax proceedings filed by our Company.

B. Litigation filed against our Company

Material civil litigation

1. An application was filed by Aryavart Foundation ("**Applicant**") against M/s Vapi Green Enviro Limited ("**Respondent**") which operates the Common Effluent Treatment Plant ("**CETP**") in Vapi, among others, before the National Green Tribunal, Principal Bench, New Delhi ("**NGT**") on February 28, 2018 for, *inter alia*, discharge of untreated effluents from industrial units which has consequently polluted the rivers, Daman Ganga and Bill Khadi, a drain, both of which meet the Arabian Sea. Our Company is one of the 500 industrial units which is allegedly causing such discharge of untreated effluents. The NGT, by way of an order dated January 11, 2019 ("**Order**"), concluded that, *inter alia*, the industrial units have failed to comply with the pollution norms and directed the Gujarat Pollution Control Board ("**GPCB**") to furnish a list of polluting units and directed the industries. The NGT, by way of its order dated August 28, 2019 assessed the interim compensation to be recovered from individual industry members to be ₹ 253.60 million, the interim compensation to be recovered from the operators of the CETP was assessed to be ₹ 923.60 million. Consequently, GPCB issued a notice dated February 6, 2019, demanding a compensation of ₹ 2.50 million, which was paid by our Company on April 5, 2019. The Respondent has filed an appeal before the Supreme Court dated February 7, 2019 ("**Appeal**"). The Supreme Court by its order dated November 28, 2022 has allowed the Appeal and put a stay order on the judgements and orders passed by the NGT. The matter is currently pending.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal proceedings filed against our Company.

Actions by regulatory and statutory authorities

1. The Gujarat Pollution Control Board ("**GPCB**") issued a notice dated February 6, 2019 to our Company, pursuant to the order dated January 11, 2019 issued by the National Green Tribunal, Principal Bench, New Delhi ("**NGT**") in relation to Aryavart Foundation's application against M/s Vapi Green Enviro Limited. The GPCB notice demanded a compensation of ₹ 2.50 million, which was paid by our Company on April 5, 2019. Subsequently, GPCB issued a notice dated June 7, 2019 to our Company, pursuant to the NGT order dated May 13, 2019, requiring our Company to submit a list of its directors, along with their contact details and addresses to GPCB. The matter is currently pending. For further details, see "*Litigation filed against our Company – Material civil litigation*" on page 316.

Inspections by SEBI or any other regulator

As on the date of this Draft Red Herring Prospection, there are no findings or observations arising out of any of the inspections by the SEBI or by any other regulator in or outside India, which are outstanding.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material tax proceedings against our Company.

II. Litigation involving our Subsidiary

A. Litigation filed by our Subsidiary

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no material civil litigations filed by our Subsidiary.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal litigations filed by our Subsidiary.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no material tax litigations filed by our Subsidiary.

B. Litigation filed against our Subsidiary

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no material civil litigations filed against our Subsidiary.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal litigations filed against our Subsidiary.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no material tax litigations filed against our Subsidiary.

III. Litigation involving our Directors

A. Litigation filed by our Directors

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material civil litigations filed by our Directors.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal litigations filed by our Directors.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material tax proceedings filed by our Directors.

B. Litigation filed against our Directors

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material civil litigations filed against our Directors.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal litigations filed against our Directors.

Actions by regulatory and statutory authorities

As on the date of this Draft Red Herring Prospectus, there are no actions by regulatory and statutory authorities against our Directors.

Material tax litigation

1. The Income Tax Department, National Faceless Assessment Centre, issued a demand notice dated March 30, 2025 ("**Notice**") to Harjindersingh Jaswantsingh Sarna, our Whole-Time Director and Chairman, under section 156 of the Income Tax Act, 1961 with a tax demand of ₹274.85 million. Our Whole-Time Director and Chairman has filed an appeal before the Commissioner of Income-tax (Appeals) on March 31, 2025, against the Notice. The matter is currently pending

IV. Litigation involving our Promoters

A. Litigation filed by our Promoters

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material civil litigations filed by our Promoters.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal litigations filed by our Promoters.

Material tax litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material tax proceedings filed by our Promoters.

B. Litigation filed against our Promoters

Material civil litigation

As on the date of this Draft Red Herring Prospectus, there are no outstanding material civil litigations filed against our Promoters.

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no outstanding criminal litigations filed against our Promoters.

Actions by regulatory and statutory authorities

As on the date of this Draft Red Herring Prospectus, there are no actions by regulatory and statutory authorities against our Promoters.

Material tax litigation

Other than as disclosed under "*Outstanding Litigations and Material Developments – Litigation filed against our Directors – Material Tax Litigation*" on page 318, there are no material tax litigation filed against our Promoters as on the date of this Draft Red Herring Prospectus.

Disciplinary actions including penalty imposed by the SEBI or Stock Exchanges against our Promoters in the last five Fiscals

As on the date of this Draft Red Herring Prospectus, there are no disciplinary actions including penalty imposed by SEBI or Stock Exchanges against our Promoters in the last five Fiscals against our Promoters.

V. Litigation involving our Key Managerial Personnel and Senior Management Personnel

A. Litigation filed against our Key Managerial Personnel and Senior Management Personnel

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings filed against the Key Managerial Personnel and Senior Management Personnel of our Company.

Actions by regulatory and statutory authorities

As on the date of this Draft Red Herring Prospectus, there are no actions by regulatory and statutory authorities against the Key Managerial Personnel and Senior Management Personnel of our Company.

B. Litigation filed by our Key Managerial Personnel and Senior Management Personnel

Criminal proceedings

As on the date of this Draft Red Herring Prospectus, there are no criminal proceedings filed by the Key Managerial Personnel and Senior Management Personnel of our Company.

VI. Tax proceedings involving our Company, Subsidiary, Promoters and Directors

Details of outstanding tax proceedings involving our Company, Subsidiary, Promoters and Directors as of the date of this Draft Red Herring Prospectus are disclosed below:

Nature of proceedings	Number of proceedings	Amount involved* (in ₹ million)
Direct Tax		
Company	1	0.08
Promoters	1	274.85
Directors (excluding the Promoters)	Not applicable	Not applicable
Subsidiary	Not applicable	Not applicable
Indirect Tax		
Company	1	0.84
Promoters	Not applicable	Not applicable
Directors (excluding the Promoters)	Not applicable	Not applicable
Subsidiary	Not applicable	Not applicable

**To the extent quantifiable*

VII. Litigation involving group companies

As on the date of this Draft Red Herring Prospectus, there are no group companies of our Company in terms of the SEBI ICDR Regulations.

VIII. Outstanding dues to creditors

In terms of the Materiality Policy, the creditors to whom the amount due by our Company exceeds 5% of the total trade payables (i.e., 5% of ₹676.52 million which is ₹33.83 million) of our Company as per the Restated Financial Information have been considered as Material Creditors of our Company for the purposes of disclosure in this Draft Red Herring Prospectus. Details of outstanding dues owed to Material Creditors, MSME creditors and other creditors of our Company based on such determination, as of March 31, 2025, are disclosed below:

Type of creditors*	Number of creditors	Amount involved (*in ₹ million*)
Dues to micro, small and medium enterprises	27	15.18
Dues to Material Creditor(s)	2	237.13
Dues to other creditors	315	424.21
Total	**344**	**676.52**

* *As certified by Maheshwari & Co., Chartered Accountants, by way of their certificate dated September 5, 2025.*

The details pertaining to outstanding overdues to the Material Creditors, along with names and amounts involved for each such Material Creditor are available on the website of our Company at https://www.supreetchemicals.com/uploads/images/all/outstanding-overdues-to-material-creditors.pdf**.**

It is clarified that such details available on our Company's website do not form a part of this Draft Red Herring Prospectus and should not be deemed to be incorporated by reference. Anyone placing reliance on any source of information including our Company's website, www.supreetchemicals.com, would be doing so at their own risk.

IX. Material Developments since the last balance sheet date

Except as disclosed in "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on page 286, there have been no material developments, since the date of the last financial statements disclosed in this Draft Red Herring Prospectus, which materially and adversely affect, or are likely to affect, our operations or our profitability taken as a whole or the value of our consolidated assets or our ability to pay our liabilities within the next 12 months.

GOVERNMENT AND OTHER APPROVALS

Our business requires various approvals, consents, licenses, registrations, and permits issued by relevant governmental, statutory, and regulatory authorities of the respective jurisdictions under various rules and regulations. We have set out below an indicative list of material consents, licenses, permissions, registrations, and approvals from the Government of India, various governmental agencies and other statutory and/or regulatory authorities obtained by our Company which are considered necessary for the purpose of undertaking our business activities and other than as stated below, no further material approvals from any regulatory or statutory authority are required to undertake the Issue or continue such business and operations. Unless otherwise stated, these material approvals are valid as of the date of this Draft Red Herring Prospectus. In addition, certain of our material approvals may have expired or may expire in the ordinary course of business, from time to time and our Company have either already made an application to the appropriate authorities for renewal of such material approvals or is in the process of making such renewal applications. In relation to the business activities and operations of our Company, we have disclosed below the material approvals applied for but not received.

We have also set forth below (i) material approvals that have expired and for which renewal applications have been made (ii) material approvals applied for by our Company but not received; and (iii) material approvals required but yet to be obtained or applied for by our Company. For further details in connection with the regulatory and legal framework within which we operate, see the section titled "Key Regulations and Policies in India" on page 184.

Approvals in relation to the Issue

For details regarding the approvals and authorisations obtained by our Company in relation to the Issue, see "*Other Regulatory and Statutory Disclosures – Authority for the Issue*" on page 326.

I. Material approvals in relation to our Company

A. Incorporation details of our Company

(i) Certificate of incorporation dated July 7, 1992, issued by the Registrar of Companies, Gujarat at Dadra and Nagar Haveli under the name of 'Supreet Chemicals Private Limited'.

(ii) Fresh certificate of incorporation dated November 21, 2022, issued by the RoC, consequent upon change in name from 'Supreet Chemicals Private Limited' to 'Supreet Chemicals Limited'.

(iii) The corporate identity number ("**CIN**") of our Company is U24231GJ1992PLC017944.

B. Tax related approvals obtained by our Company

(i) The permanent account number of our Company is AADCS4428A.

(ii) The tax deduction account number of our Company is SRTS02517E.

(iii) The importer-exporter code for Manufacturing Facility 1 and Manufacturing Facility 3 along with Boiler is 0397055692, issued under the Directorate General of Foreign Trade, Ministry of Commerce and Industry, Government of India, and modified on December 5, 2022.

(iv) Goods and services tax registration[*] bearing registration number 24AADCS4428A1ZV under the Central Goods and Service Tax Act, 2017 and the relevant state legislations, in relation to our business operations in the state, Gujarat, issued on December 6, 2022.
[*]*Our Company has made an application to update our Registered Office address in the GST registration.*

(v) Registration certificate for professional tax bearing number PR2509000305, issued by the Government of Gujarat, Commercial Tax Department under Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1973 by Profession Tax Officer, Gujarat, issued on December 29, 2022.

C. Labour related approvals obtained by our Company

(i) Registration under the Employees' State Insurance Act, 1948 bearing registration number 39000182960000304.

(ii) Registration under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952 bearing registration number SRVAP0030577000 issued by the Ministry of Labour & Employment, Government of India under the Employee's Provident Fund Scheme, 1952 on August 6, 2024.

(iii) Registration under the Labour Welfare Board bearing number BRD/0003923 issued by the Gujarat Labour Welfare Board.

D. ***Material approvals obtained in relation to the business and operations of our Company***

Company and Manufacturing Facility 1

(i) License to work a factory bearing registration number 1901/24114/1993 issued by the Deputy Director Industrial Safety and Health Valsad, under the Factories Act, 1948, issued on March 6, 2023.

(ii) Certificate of stability issued by Chief Inspector Director of Industrial Safety and Health of Factories under the Factories Act, 1948 issued on October 5, 2020.

(iii) Registration bearing number AHCD1200404 issued by Zonal Director under the Narcotics Drugs and Psychotropic Substances (Regulation of Controlled Substances) Order, 2013 issued on November 28, 2023.

(iv) Certificate of recognition bearing number 520220000086 issued by the Directorate General of Foreign Trade, Ministry of Commerce and Industry in relation to Two Star Export House, dated February 1, 2021.

(v) Registration-cum-membership certificate bearing registration number CHEM/SSM/S-21/2019-20/12206 issued under Basic Chemicals Cosmetics & Dyes Export Promotion Council, Chemexcil Mumbai, on April 9, 2025.

(vi) UDYAM Registration Certificate bearing registration number UDYAM-GJ-25-0002834 issued by the Ministry of Micro, Small and Medium Enterprises to our Company for manufacture of chemicals and chemical products issued on October 28, 2020.

(vii) Certificate for power release bearing consumer number 37463issued by the Executive Engineer, Dakshin Gujarat Vij Company Limited, issued on December 11, 2024.

(viii) Office Order bearing number GIDC/RM/VAP/TRF/FTO/VAP3/335 issued by the Gujarat Industrial Development Corporation, issued on January 31, 2023.

(ix) Certificate of verification bearing number 3640037/VAL/2025/01 issued by the Officer of Controller, Legal Metrology, Gujarat under Legal Metrology Act, 2009 and Legal Metrology (General) Rules, 2011, issued on July 29, 2025.

(x) Consolidated consent and authorization, bearing consent order number AWH – 141425, by the Gujarat Pollution Control Board under the Environmental (Protection) Act 1986, issued on April 1, 2025.

Manufacturing Facility 2

(i) License to work a factory bearing registration number 1900/24114/1989 issued by the Deputy Director Industrial Safety and Health Valsad, under the Factories Act, 1948 issued on March 6, 2023.

(ii) Certificates of stability bearing certificate number SCL/01 by Director of Industrial Safety and Health Gujarat State, Ahmedabad, issued on January 12, 2024, under the Factories Act, 1948.

(iii) Certificate for power release bearing consumer number 63508issued by the Executive Director, Dakshin Gujarat Vij Company Limited, issued on December 11, 2024.

(iv) Office Order bearing number GIDC/RM/VAP/TRF/FTO/VAP3/334 issued by the Gujarat Industrial Development Corporation, issued on January 31, 2023.

(v) Certificate of verification bearing number 36401227/VAL/2025/01 issued by the Officer of Controller, Legal Metrology, Gujarat under Legal Metrology Act, 2009 and Legal Metrology (General) Rules, 2011, issued on July 29, 2025.

(vi) Consolidated consent and authorization, bearing consent order number AWH – 134122, by the Gujarat Pollution Control Board under the Environmental (Protection) Act 1986, issued on May 2, 2024.

(vii) Registration under the Contract Labour (Regulation and Abolition) Act, 1970 bearing registration number VLS/2023/CLRA/23 issued by the Assistant Labour Commissioner on May 4, 2023.

(viii) Certificate for use of a boiler bearing registration number GT-9068 issued by the Assistant Director of Boilers under the Boilers Act, 1923, issued on June 27, 2025.

Manufacturing Facility 3 along with Boiler

(i) Provisional Order for use of a boiler bearing registration number GT-13947 issued by the Assistant Director of Boilers under the Boilers Act, 1923, issued on July 30, 2025.

(ii) Certificate of stability bearing certificate number SCL/01 by Director of Industrial Safety and Health Gujarat State, Ahmedabad, issued on March 6, 2024, under the Factories Act, 1948.

(iii) License to work a factory bearing registration number 330/24114/2008 issued by the Deputy Director Industrial Safety and Health Valsad, under the Factories Act, 1948, issued on March 27, 2023.

(iv) Certificate of recognition bearing number 520220000086 issued by the Directorate General of Foreign Trade, Ministry of Commerce and Industry in relation to Two Star Export House, dated February 1, 2021.

(v) License granted for import and storage of petroleum bearing reference number P/WC/GJ/16/379 (P351272) issued by the Controller of Explosives, Ministry of Commerce and Industry under the Petroleum Rules, 2002 issued on December 31, 2024.

(vi) Registration-cum-membership certificate bearing registration number CHEM/SSM/S-21/2019-20/12206 issued under Basic Chemicals Cosmetics & Dyes Export Promotion Council, Chemexcil Mumbai, on April 9, 2025.

(xi) License bearing number 2025-2026/M.A.1 issued by the Superintendent, Prohibition and Excise Officer, Valsad, under the Bombay Prohibition Act, 1949 and issued on March 18, 2025;

(vii) Certificate for power release bearing consumer number 38424issued by the Executive Director, Dakshin Gujarat Vij Company Limited, issued on December 11, 2024.

(viii) Office Order bearing number GIDC/RM/VAP/TRF/FTO/VAP3/336 issued by the Gujarat Industrial Development Corporation, issued on January 31, 2023.

(ix) Certificate of verification bearing number 3640106/VAL/2025/01 issued by the Officer of Controller, Legal Metrology, Gujarat under Legal Metrology Act, 2009 and Legal Metrology (General) Rules, 2011, issued on July 29, 2025.

(x) Consolidated consent and authorization, bearing consent order number AWH – 130577, by the Gujarat Pollution Control Board under the Environmental (Protection) Act 1986, issued on November 23, 2023.

(xi) Registration under the Contract Labour (Regulation and Abolition) Act, 1970 obtained by Manufacturing Facility III bearing registration number VLS/2023/CLRA/22 issued by the Assistant Labour Commissioner on April 27, 2023.

Warehouse 1

(i) Certificates of stability bearing reference number MGT/VP/5/53/2024 issued by Competent Person under the Factories Act, 1948 on April 17, 2024;

(ii) Licenses to work a factory bearing registration number 5363/20119/2024 issued by the Joint Director Industrial Safety and Health Surat, under the Factories Act, 1948 issued on May 14, 2024;

(iii) Office Order bearing number GIDC/RM/VAP/TRF/FTO/VAP1/389 issued by the Gujarat Industrial Development Corporation, issued on September 13, 2023.

(iv) Certificate of verification bearing number 3640099/VAL/2025/01 issued by the Officer of Controller, Legal Metrology, Gujarat under Legal Metrology Act, 2009 and Legal Metrology (General) Rules, 2011, issued on July 29, 2025.

Warehouse 2

(i) Layout Plan for approval of construction by the Consulting Engineer, Town Planning, Valsad District on August 15, 2024.

Manufacturing Facility 4 (Proposed Greenfield Project)

(i) Environmental Clearance bearing identification number EC24A2002GJ5682762N issued by the Government of India, Ministry of Environment, Forest and Climate Change IA Division under Environment (Protection) Act, 1986, on February 10, 2025;

(ii) Certificate of registration bearing number DDISH/VLS/BOCW/121/2024 issued by the Director of Industrial Safety and Health Valsad, under the Building & Other Construction Workers (Regulation of Employment & Conditions of Service) Act, 1996, issued on October 18, 2024.

(iii) Building Plan for approval of construction issued by the Consulting Civil Engineer on February 6, 2025.

(iv) Approval letter bearing number GIDC/XEN/VAP/0094 by the Gujarat Industrial Development Corporation, Government of Gujarat issued on February 6, 2025.

(v) Consent to Establish bearing number CTE-75716 by the Gujarat Pollution Control Board under the Environment (Protection) Act, 1986 issued on September 4, 2024.

(vi) Registrations under the Building and Other Construction Workers obtained for Proposed Greenfield Project bearing registration number DDISH/VLS/BOCW/122/2024, issued by Director of Industrial Safety and Health Valsad under (Regulation of Employment & Conditions of Service) Act, 1996.

II. Material approvals that have expired and for which renewal applications have been made

There are no material approvals that have expired and for which renewal applications have been made as on the date of this Draft Red Herring Prospectus

III. Material approvals required and applied for but not received by our Company

There are no material approvals that have been applied for but not received by our Company as on the date of this Draft Red Herring Prospectus.

IV. Material approvals required but yet to be obtained or applied for by our Company

There are no material approvals required but yet to be obtained or applied for by our Company as on the date of this Draft Red Herring Prospectus.

For further details, please see "Risk Factors – We are required to comply with various government regulations, including obtaining licenses, permits, approvals and consents under certain environmental laws, which are critical for operating our Manufacturing Facilities. If we fail to obtain, maintain or renew our statutory and regulatory licenses, permits and approvals required to operate our business, results of operations and cash flows may be adversely affected." on page 45.

V. Intellectual Property

As on the date of this Draft Red Herring Prospectus, our Company has the following intellectual property:

Sr. No	Name of the IPR registration/ license	Issuing Authority	Whether registered/applied for/unregistered	Registration ID/ Application no.	Date of registration/ application	Class	Date of Expiry
1.	SUPREET CHEMICALS LIMITED A SPECIALTY CHEMICAL COMPANY	Trade Marks Registry, Government of India	Applied	7192086	August 22, 2025	35	-
2.	SUPREET CHEMICALS LIMITED A SPECIALTY CHEMICAL COMPANY	Trade Marks Registry, Government of India	Applied	7192085	August 22, 2025	1	-

Sr. No	Name of the IPR registration/ license	Issuing Authority	Whether registered/applied for/unregistered	Registration ID/ Application no.	Date of registration/ application	Class	Date of Expiry
3.		Trade Marks Registry, Government of India	Objected	5727489	December 19, 2022	1	-
4.	Logo (SCL with logo) (Copy-right)	Trade Marks Registry, Government of India (under Section 45(1) of the Copyright Act, 1957)	Registered	A-153204/2024	May 3, 2024	-	-

For risks associated with intellectual property, see, "*Risk Factors – "If we are unable to obtain, protect or use our intellectual property rights, our business may be adversely affected.*" on page 49.

OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Issue

The Fresh Issue has been authorised by our Board pursuant to its resolution dated August 8, 2025 and by our Shareholders pursuant to their resolution dated August 16, 2025. Our Board has approved this Draft Red Herring Prospectus pursuant to its resolution dated September 5, 2025. For further details, see "*The Issue*" on page 68.

Our Company has received in-principle approvals from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated [●] and [●], respectively.

Prohibition by the SEBI or other governmental authorities

Our Company, Promoters, members of the Promoter Group, Directors are not prohibited from accessing the capital markets or debarred from buying, selling or dealing in securities under any order or direction passed by the SEBI or any securities market regulator in any other jurisdiction or any other authority/court.

None of the companies with which our Promoters and Directors are associated with as promoters or directors have been debarred from accessing capital markets under any order or direction passed by the SEBI or any other authorities.

Our Company, Promoters, members of the Promoter Group or Directors have not been declared as Wilful Defaulters or Fraudulent Borrowers by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the SEBI ICDR Regulations & RBI Master Circular dated July 01, 2016. Our Promoters or Directors have not been declared as Fugitive Economic Offenders.

Directors associated with the securities market

None of our Directors are associated with the securities market in any manner.

There have been no actions initiated by SEBI against the Directors of our Company in the five years preceding the date of this Draft Red Herring Prospectus.

Confirmation under Companies (Significant Beneficial Owners) Rules, 2018

Our Company, Promoters and members of the Promoter Group (to the extent applicable to them) are in compliance with the Companies (Significant Beneficial Owners) Rules, 2018, as of the date of this Draft Red Herring Prospectus.

Eligibility for the Issue

Our Company is eligible for the Issue in accordance with the Regulation 6(1) of the SEBI ICDR Regulations, and is in compliance with the conditions specified therein in the following manner:

- Our Company has net tangible assets of at least ₹30 million, calculated on a restated and consolidated basis, in each of the preceding three full financial years, i.e., as at and for Fiscal 2025, Fiscal 2024 and Fiscal 2023, of which not more than 50% are held in monetary assets;
- Our Company has an average operating profit of at least ₹150 million, calculated on a restated and consolidated basis, during the preceding three full financial years, i.e., Fiscal 2025, Fiscal 2024 and Fiscal 2023, with operating profit in each of these preceding three financial years;
- Our Company has a Net Worth of at least ₹10 million, calculated on a restated and consolidated basis in each of the preceding three full financial years, i.e., Fiscal 2025, Fiscal 2024 and Fiscal 2023; and
- Our Company has not changed its name in the last one year.

Our Company's net tangible assets, monetary assets, monetary assets as a percentage of the net tangible assets, restated pre-tax operating profit and Net Worth derived from the Restated Financial Information included in this Draft Red Herring Prospectus as at, and for the Fiscal 2025, Fiscal 2024 and Fiscal 2023 are set out below:

Description	As at March 31		
	2025	2024	2023
Restated Net Tangible Assets [(1)] (*₹ in million*)	2,103.67	1,815.25	1,615.17
Restated Monetary Assets [(2)] (*₹ in million*)	831.98	356.41	17.64
% of Restated Monetary Assets to Restated Net Tangible Assets	39.55%	19.63%	1.09%
Restated Operating profit[(3)] (*₹ in million*)	695.44	353.66	742.58

Description	As at March 31		
	2025	2024	2023
Restated Net-worth[4] (₹ *in million*)	2,371.27	1,864.85	1,620.83

Notes:

(1) "Restated Net tangible assets" means the sum of all net assets of the Company as per the Restated Financial Information excluding Intangible Assets (as per IND AS-26 or IND AS-38), as defined under the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015)

(2) "Restated Monetary Assets" means cash in hand, balance with bank in current and deposit account (net of bank deposits not considered as cash and cash equivalent)

(3) "Restated Operating Profit" means the profit before finance costs, other income and tax expenses.

(4) "Restated Net worth" means the aggregate value of paid-up share capital and other equity created out of the profits, 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, derived from the Restated Financial Information, but does not include reserves created out of revaluation of assets, write-back of depreciation and amalgamation.

Our Company is in compliance with the conditions specified in Regulation 5 of the SEBI ICDR Regulations, to the extent applicable. There are no outstanding warrants, options or rights to convert debentures, loans or other instruments convertible into, or which would entitle any person any option to receive Equity Shares, as of the date of this Draft Red Herring Prospectus.

Our Company confirms that it is in compliance with the conditions specified in Regulation 7(1) of the SEBI ICDR Regulations, to the extent applicable, and will ensure compliance with the conditions specified in Regulation 7(2) of the SEBI ICDR Regulations, to the extent applicable.

In accordance with Regulation 49(1) of the SEBI ICDR Regulations, our Company shall ensure that the number of prospective Allottees to whom the Equity Shares will be Allotted shall not be less than 1,000, failing which the entire application monies shall be refunded forthwith in accordance with SEBI ICDR Regulations and other applicable laws. In case of delay, if any, in refund within such timelines as prescribed under applicable laws, our Company shall be liable to pay interest on the application money in accordance with applicable laws. In case of delay, if any, in unblocking the ASBA Accounts within such timeline as prescribed under applicable laws, our Company shall be liable to pay interest on the application money in accordance with applicable laws.

Disclaimer Clause of SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THIS DRAFT RED HERRING PROSPECTUS TO SEBI SHOULD NOT, IN ANY WAY, BE DEEMED OR CONSTRUED TO MEAN THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THE ISSUE IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THIS DRAFT RED HERRING PROSPECTUS. THE BOOK RUNNING LEAD MANAGER, BEING IIFL CAPITAL SERVICES LIMITED (FORMERLY KNOWN AS IIFL SECURITIES LIMITED), HAS CERTIFIED THAT THE DISCLOSURES MADE IN THIS DRAFT RED HERRING PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018. THIS REQUIREMENT IS TO FACILITATE INVESTORS TO TAKE AN INFORMED DECISION FOR MAKING AN INVESTMENT IN THE PROPOSED ISSUE.

IT SHOULD ALSO BE CLEARLY UNDERSTOOD THAT WHILE THE COMPANY IS PRIMARILY RESPONSIBLE FOR THE CORRECTNESS, ADEQUACY AND DISCLOSURE OF ALL RELEVANT INFORMATION IN THIS DRAFT RED HERRING PROSPECTUS, THE BOOK RUNNING LEAD MANAGER IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITIES ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER IS FURNISHED TO SEBI, A DUE DILIGENCE CERTIFICATE DATED SEPTEMBER 5, 2025 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V(A) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

THE FILING OF THIS DRAFT RED HERRING PROSPECTUS DOES NOT, HOWEVER, ABSOLVE THE COMPANY 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 THIS DRAFT RED HERRING PROSPECTUS.

All applicable legal requirements pertaining to this Issue will be complied with at the time of filing of the Red Herring Prospectus and the Prospectus, as applicable, with the RoC in terms of the Companies Act.

Disclaimer from our Company, our Directors and the BRLM

Our Company, our Directors and the BRLM accept no responsibility for statements made in relation to our Company or the Issue other than those confirmed by them in this Draft Red Herring Prospectus or in the advertisements or any other material issued by or at our Company's instance. Except when specifically directed in this Draft Red Herring Prospectus, anyone placing reliance on any other source of information, including our Company's website, www.supreetchemicals.com, any website of any member of the Promoter Group or affiliates of our Company, would be doing so at their own risk.

The Book Running Lead Manager accepts no responsibility, save to the limited extent as provided in the Issue Agreement and as will be provided in the Underwriting Agreement.

All information, to the extent required in relation to the Issue, shall be made available by our Company, and the BRLM to the public and investors at large and no selective or additional information would be made available by our Company, and the BRLM for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports, at Bidding Centres or elsewhere.

Bidders will be required to confirm and will be deemed to have represented to our Company, the BRLM, the 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, 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, the BRLM, the Underwriters 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 BRLM and its respective associates and affiliates in their capacity as principals or agents may engage in transactions with, and perform services for, our Company, its Subsidiary, and their respective directors and officers, affiliates, associates or third parties in the ordinary course of business and have engaged, or may in the future engage, in commercial banking and investment banking transactions with our Company, its Subsidiary, and their respective group companies, directors, officers, affiliates, associates or third parties, for which they have received, and may in the future receive, compensation.

Disclaimer in respect of Jurisdiction

The Issue is being made in India to persons resident in India, including Indian nationals resident in India who are competent to contract under the Indian Contract Act, 1872, as amended, including Indian nationals resident in India, HUFs, companies, other corporate bodies and societies registered under the applicable laws in India and authorised to invest in shares, domestic Mutual Funds registered with the SEBI, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), Systemically Important NBFCs registered with the RBI or trusts under applicable trust law and who are authorised under their constitution to hold and invest in equity shares, insurance companies registered with the IRDAI, permitted provident funds and pension funds, National Investment Fund, insurance funds set up and managed by the army, navy and air force of the Union of India, insurance funds set up and managed by the Department of Posts, Government of India and to NBFC-SI, Eligible FPIs, AIFs, FVCIs, Eligible NRIs and other eligible foreign investors, public financial institutions as specified in Section 2(72) of the Companies Act, 2013, state industrial development corporations and registered multinational and bilateral development financial institutions.

This Draft Red Herring Prospectus shall not constitute an offer to sell or an invitation to subscribe to or purchase Equity Shares offered hereby in any jurisdiction including India. Any person into whose possession this Draft Red Herring Prospectus comes is required to inform themselves about, and to observe, any such restrictions. Invitations to subscribe to the Equity Shares in the Issue will be made only pursuant to the Red Herring Prospectus.

The Equity Shares have not been and will not be registered, listed, or otherwise qualified in any other jurisdiction outside India.

Bidders are advised to ensure that any Bid from them should not exceed investment limits or the maximum number of Equity Shares that could be held by them under applicable law.

Any dispute arising out of the Issue will be subject to the jurisdiction of appropriate court(s) in Mumbai, India, only.

No action has been, or will be, taken to permit a public offering in any jurisdiction where action would be required for that purpose, except that this Draft Red Herring Prospectus has been filed with the SEBI for its observations. Accordingly, the Equity Shares represented hereby may not be offered, 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 offer hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of our Company, its Subsidiary, our Promoters, members of our Promoter Group since the date of this Draft Red Herring Prospectus or that the information contained herein is correct as at any time subsequent to this date.

No person outside India is eligible to Bid for Equity Shares in the Issue unless that person has received the preliminary offering memorandum for the Issue, which contains the selling restrictions for the Issue outside India.

The Equity Shares offered in the Issue have not been and will not be registered under the U.S. Securities Act or any other applicable law of the United States. Accordingly, the Equity Shares are being offered and sold outside of the United States in offshore transactions as defined in and in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where such offers and sales are made.

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.

Until the expiry of 40 days after the commencement of this Issue, an offer or sale of Equity Shares within the United States by a dealer (whether or not it is participating in this Issue) may violate the registration requirements of the U.S. Securities Act.

Bidders are advised to ensure that any Bid from them does not exceed investment limits or the maximum number of Equity Shares that can be held by them under applicable law. Further, each Bidder where required must agree in the Allotment Advice that such Bidder will not sell or transfer any Equity Shares or 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 in accordance with applicable laws.

Disclaimer Clause of the BSE

As required, a copy of this Draft Red Herring Prospectus shall be submitted to the BSE. The disclaimer clause as intimated by the BSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus and the Prospectus prior to filing with the RoC.

Disclaimer Clause of the NSE

As required, a copy of this Draft Red Herring Prospectus shall be submitted to the NSE. The disclaimer clause as intimated by the NSE to our Company, post scrutiny of this Draft Red Herring Prospectus, shall be included in the Red Herring Prospectus and the Prospectus prior to filing with the RoC.

Listing

The Equity Shares issued through the Red Herring Prospectus and the Prospectus are proposed to be listed on the BSE and NSE. Applications will be made to the Stock Exchanges for permission to deal in and for an official quotation of the Equity Shares being issued and sold in the Issue. [●] will be the Designated Stock Exchange with which the Basis of Allotment will be finalised.

If the permission to deal in and for an official quotation of the Equity Shares is not granted by the Stock Exchanges, our Company shall forthwith repay, without interest, all monies received from the applicants in pursuance of the Red Herring Prospectus in accordance with applicable law. Our Company shall ensure that all steps for the completion of the necessary formalities for listing and commencement of trading of Equity Shares at the Stock Exchanges are taken within such time prescribed by the SEBI. If our Company does not allot Equity Shares pursuant to the Issue within such timeline as prescribed by the SEBI, it shall repay without interest all monies received from Bidders, failing which interest shall be due to be paid to the Bidders at the rate of 15% per annum for the delayed period or such other rate prescribed by SEBI.

Consents

Consents in writing of our Directors, our Company Secretary and Compliance Officer, the legal counsel to the Company as to Indian Law, legal counsel to the BRLM as to Indian Law, F&S, the Bankers to our Company, the BRLM, the Registrar to the Issue, Statutory Auditor, practicing company secretary, the Syndicate Members, the Escrow Collection Bank(s), the Refund Bank(s), the Public Issue Account Bank(s), the Sponsor Bank(s) and the Monitoring Agency to act in their respective capacities, have been obtained/will be obtained prior to filing of the Red Herring Prospectus with the RoC and filed (as applicable) along with a copy of the Red Herring Prospectus with the RoC as required under the Companies Act and such consents that have been obtained have not been withdrawn as of the date of this Draft Red Herring Prospectus.

Experts

Our Company has not obtained any expert opinions other than as disclosed below:

Our Company has received written consent dated September 5, 2025 from Maheshwari & Co., Chartered Accountants, to include their name as required under section 26 (1) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft

Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of their (i) examination report, dated September 5, 2025 on our Restated Financial Information; and (ii) their report dated September 5, 2025 on the statement of special tax benefits available to our Company and Shareholders, included in this Draft Red Herring Prospectus and such consent has not been withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

Our Company has received written consent dated September 5, 2025 from the independent practicing company secretary, Prachi Bansal & Associates, 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 5, 2025 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.

Our Company has received written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 to the extent and in his capacity as a chartered engineer and in respect of his certificate dated September 5, 2025 in relation to the Company's manufacturing capacities and capacity utilization at all of its manufacturing facilities and the details derived from such certificate and included in this Draft Red Herring Prospectus and such consent has not been withdrawn as of the date of Draft Red Herring Prospectus. However, the term 'expert' shall not be construed to mean an 'expert' as defined under U.S. Securities Act.

Our Company has received written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to include his name in this Draft Red Herring Prospectus and be named as an "expert" as defined under Section 2(38) of the Companies Act, 2013 in respect of TEV Report dated September 5, 2025, 2025 in connection with the Issue and such consent has not been withdrawn as of the date of Draft Red Herring Prospectus.

Particulars regarding capital issues by our Company and listed group companies, subsidiary or associate entities during the last three years

Other than as disclosed in the section '*Capital Structure*' on page 77, our Company has not made any capital issues during the three years preceding the date of this Draft Red Herring Prospectus.

As on the date of this Draft Red Herring Prospectus, our Company does not have any listed subsidiaries or associates or listed group companies.

Commission and brokerage paid on previous issues of the Equity Shares in the last five years

Since this is the initial public offer of the Equity Shares, no sum has been paid or has been payable as commission or brokerage for subscribing to or procuring or agreeing to procure subscription for any of the Equity Shares in the five years preceding the date of this Draft Red Herring Prospectus.

Details of Public or Rights Issues by our Company during the last five years

Our Company has not made public issues or undertaken any rights issue during the last five years.

Performance vis-à-vis Objects

Our Company has not undertaken any public issues or rights issue in the five years preceding the date of this Draft Red Herring Prospectus.

Performance vis-à-vis Objects – Details of Public or Rights Issues by listed subsidiaries or promoters of our Company

Our Company does not have any listed subsidiaries or promoters.

Price Information of Past Issues Handled by the BRLM (during the current Fiscal and two Fiscals preceding the current Fiscal)

1. IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*)

(i) Price information of past public issues (during the current Fiscal and the two Fiscals immediately preceding the current Financial Year):

Sr. No.	Issuer Name	Issue Size (in Rs. Mn)	Issue Price (Rs.)	Designated Stock Exchange as disclosed in the red herring prospectus filed	Listing Date	Opening Price on Listing Date	+/- % change in closing price*, [+/- % change in closing benchmark]- 30th calendar days from listing	+/- % change in closing price*, [+/- % change in closing benchmark]- 90th calendar days from listing	+/- % change in closing price*, [+/- % change in closing benchmark]- 180th calendar days from listing
1.	Aegis Vopak Terminals Limited	28,000.00	235.00	BSE	June 2, 2025	220.00	+3.74%, [+2.86%]	+5.09%, [-1.92%]	N.A.
2.	Schloss Bangalore Limited	35,000.00	435.00	NSE	June 2, 2025	406.00	-6.86%, [+3.34%]	-8.17%, [-1.17%]	N.A.
3.	Oswal Pumps Limited	13,873.40	614.00	NSE	June 20, 2025	634.00	+17.96%, [-0.57%]	N.A.	N.A.
4.	Arisinfra Solutions Limited	4,995.96	222.00	NSE	June 25, 2025	205.00	-33.84%, [-0.72%]	N.A.	N.A.
5.	Ellenbarrie Industrial Gases Limited	8,525.25	400.00	NSE	July 1, 2025	486.00	+41.09%, [-2.69%]	N.A.	N.A.
6.	HDB Financial Services Limited	1,25,000.00	740.00	NSE	July 2, 2025	835.00	+2.51%, [-2.69%]	N.A.	N.A.
7.	Smartworks Coworking Spaces Limited	5,825.55	407.00(1)	NSE	July 17, 2025	435.00	+11.79%, [-1.91%]	N.A.	N.A.
8.	GNG Electronics Limited	4,604.35	237.00	NSE	July 30, 2025	355.00	+42.55%, [-1.42%]	N.A.	N.A.
9.	Aditya Infotech Limited	1,300.00	675.00(2)	NSE	August 5, 2025	1,015.00	+101.14%, [+0.27%]	N.A.	N.A.
10.	Bluestone Jewellery and Lifestyle Limited	15,406.50	517.00	NSE	August 19, 2025	510.00	N.A.	N.A.	N.A.

Source: www.nseindia.com; www.bseindia.com, as applicable

(1) A discount of ₹ 37 per equity share was offered to eligible employees bidding in the employee reservation portion.

(2) A discount of ₹ 60 per equity share was offered to eligible employees bidding in the employee reservation portion.

**Benchmark Index taken as NIFTY 50 or S&P BSE SENSEX, as applicable. Price of the designated stock exchange as disclosed by the respective issuer at the time of the issue has been considered for all of the above calculations. The 30th, 90th and 180th calendar day from listed day have been taken as listing day plus 29, 89 and 179 calendar days, except wherever 30th /90th / 180th calendar day from listing day is a holiday, the closing data of the previous trading day has been considered. % change taken against the Issue Price in case of the Issuer. NA means Not Applicable. The above past price information is only restricted to past 10 initial public offers.*

(ii) Summary statement of price information of past public issues (during the current Fiscal and the two Fiscals immediately preceding the current Financial Year):

Financial Year	Total No. of IPO's	Total Funds Raised (in Rs. Mn)	No. of IPOs trading at discount – 30th calendar days from listing			No. of IPOs trading at premium – 30th calendar days from listing			No. of IPOs trading at discount – 180th calendar days from listing			No. of IPOs trading at premium – 180th calendar days from listing		
			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%
2023-24	15	1,54,777.80	-	-	4	3	4	4	-	-	1	5	4	5
2024-25	16	4,81,737.17	-	-	1	6	4	5	-	2	-	6	4	4
2025-26	10	2,54,231.01	-	1	1	1	2	4	-	-	-	-	-	-

Source: www.nseindia.com; www.bseindia.com, as applicable
Note: Data for number of IPOs trading at premium/discount taken at closing price of the designated stock exchange as disclosed by the respective issuer at the time of the issue has been considered on the respective date. In case any of the days falls on a non-trading day, the closing price on the previous trading day has been considered.
NA means Not Applicable.

Track record of past issues handled by the BRLM

For details regarding the track record of the BRLM, as specified in the SEBI circular dated January 10, 2012, bearing reference number CIR/MIRSD/1/2012, please see the website of the BRLM indicated in the table below:

S. No.	Name of the BRLM	Website
1.	IIFL Capital Services Limited (*formerly known as IIFL Securities Limited*)	www.iiflcap.com

Stock Market Data of Equity Shares

This being an initial public offer of our Company, the Equity Shares are not listed on any stock exchange as of the date of this Draft Red Herring Prospectus, and accordingly, no stock market data is available for the Equity Shares.

Mechanism for Redressal of Investor Grievances

The Registrar Agreement provides for the retention of records with the Registrar to the Issue for a period of at least eight years from the date of listing and commencement of trading of the Equity Shares on the Stock Exchanges, to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

In terms of SEBI circular SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2018/22 dated February 15, 2018, SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, read with the SEBI circular SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2022/51 April 20, 2022 and 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 in accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 in the events of delayed unblock for cancelled/withdrawn/deleted 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 the event there is a delay in redressal of the investor grievance in relation to unblocking of amounts, the BRLM shall compensate the investors at the rate higher of ₹100 per day or 15% per annum of the application amount for the period of such delay. Further, in terms of SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), the payment of processing fees to the SCSBs shall be undertaken pursuant to an application made by the SCSBs to the BRLM, and such application shall be made only after (i) unblocking of application amounts for each application received by the SCSB has been fully completed, and (ii) applicable compensation relating to investor complaints has been paid by the SCSB.

Separately, pursuant to the circular (No. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M) dated March 16, 2021 issued by the SEBI (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), the following compensation mechanism shall be applicable for investor grievances in relation to Bids made through the UPI Mechanism, for which the relevant SCSBs shall be liable to compensate the investor:

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 Exchanges 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 Bid 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 finalisation of the Basis of Allotment till the date of actual unblock

All grievances (other than from Anchor Investors) in relation to the Bidding process may be addressed to the Registrar to the Issue with a copy to the relevant Designated Intermediary to whom the Bid cum Application Form was submitted. The Bidder should give full details such as name of the sole or first Bidder, Bid cum Application Form number, Bidder DP ID, Client ID, PAN, UPI ID, date of the submission of Bid cum Application Form, address of the Bidder, number of the Equity Shares applied for and the name and address of the Designated Intermediary where the Bid cum Application Form was submitted by the Bidder. Further, the Bidder shall also enclose a copy of the Acknowledgement Slip duly received from the concerned Designated Intermediary in addition to the information mentioned hereinabove.

All Issue-related grievances of the Anchor Investors may be addressed to the Book Running Lead Manager, 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.

The Registrar to the Issue shall obtain the required information from the SCSBs and Sponsor Bank(s) 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 applicable SEBI ICDR Regulations. Investors 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, non-receipt of refund intimations and non-receipt of funds by electronic mode.

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.

Disposal of Investor Grievances by Our Company

Our Company shall, post the filing of this Draft Red Herring Prospectus, apply for the authentication on the SCORES in terms of the SEBI circular no. CIR/OIAE/1/2014 dated December 18, 2014, the SEBI circular no. SEBI/HO/OIAE/IGRD/CIR/P/2019/86 dated August 2, 2019, the SEBI circular no. SEBI/HO/OIAE/IGRD/CIR/P/2021/642 dated October 14, 2021 and the SEBI circular no. SEBI/HO/OIAE/IGRD/P/CIR/2022/0150 dated November 7, 2022, issued by SEBI in relation to redressal of investor grievances through SCORES.

Our Company has also constituted a Stakeholders' Relationship Committee to review and redress shareholder and investor grievances. See "*Our Management – Committees of the Board – Stakeholders' Relationship Committee"* on page 214.

Our Company has appointed Indrajeet Kumar Pandey as the Company Secretary and Compliance Officer for the Issue, and she may be contacted in case of any pre-Issue or post-Issue related problems. For details, see "*General Information*" on page 70.

Our Company has not received any investor grievances during the three years preceding the date of this Draft Red Herring Prospectus and there are no investor complaints pending as of the date of this Draft Red Herring Prospectus.

Our Company estimates that the average time required by it or the Registrar to the Issue or the relevant Designated Intermediary for the redressal of routine investor grievances shall be three 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.

Disposal of investor grievances by listed group companies and listed subsidiary

As of the date of this Draft Red Herring Prospectus, we do not have any listed subsidiary or listed group companies.

Exemption from complying with any provisions of securities laws granted by the SEBI

Our Company has not applied for any exemption from complying with any provisions of securities laws from SEBI.

SECTION VII – OFFER RELATED INFORMATION

TERMS OF THE ISSUE

The Equity Shares being issued, transferred and Allotted pursuant to the Issue shall be subject to the provisions of the Companies Act, the SEBI ICDR Regulations, the SCRA, the SCRR, our Memorandum of Association and our Articles of Association, the SEBI Listing Regulations, the terms of the Red Herring Prospectus, the Prospectus, the Abridged Prospectus, the Bid cum Application Form, the Revision Form, the CAN/Allotment Advice and other terms and conditions as may be incorporated in the Allotment Advice and other documents/certificates that may be executed in respect of the Issue. The Equity Shares shall also be subject to laws as applicable, guidelines, rules, notifications and regulations relating to the issue of capital and listing and trading of securities issued from time to time by the SEBI, the Government of India, the Stock Exchanges, the RBI, the RoC and/or any other authorities, as in force on the date of the Issue and to the extent applicable or such other conditions as may be prescribed by the SEBI, the RBI, the Government of India, the Stock Exchanges, the RoC and/or any other authorities while granting its approval for the Issue.

The Issue

The Issue comprises of a Fresh Issue by our Company. The fees and expenses relating to the Issue shall be borne by our Company in the manner specified in the section titled '*Objects of the Issue*,' and in accordance with applicable law. For details in relation to Issue expenses, see "*Objects of the Issue*" on page 94.

Ranking of the Equity Shares

The Equity Shares being issued, transferred and Allotted pursuant to the Issue shall be subject to the provisions of the Companies Act, SEBI ICDR Regulations, SEBI Listing Regulations, SCRA, SCRR, our Memorandum of Association and our 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 dividend and voting. The Allottees, upon Allotment of Equity Shares under the Issue, will be entitled to dividend and other corporate benefits, if any, declared by our Company after the date of Allotment. For further details, see "*Description of Equity Shares and Terms of the Articles of Association Interpretation*" on page 364.

Mode of Payment of Dividend

Our Company shall pay dividends, if declared, to our Shareholders in accordance with the provisions of Companies Act, our Memorandum of Association and our Articles of Association and provisions of the SEBI Listing Regulations and other applicable law. For further details, see "*Dividend Policy*" and "*Description of Equity Shares and Terms of the Articles of Association Interpretation*" on pages 229 and 364, respectively.

Face Value, Issue Price, Floor Price and Price Band

The face value of each Equity Share is ₹2 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 Anchor Investor Issue Price is ₹[●] per Equity Share.

The Issue Price, Price Band and the minimum Bid Lot, will be decided by our Company, in consultation with the BRLM and shall be published in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation, and advertised at least two Working Days prior to the Bid/Issue Opening Date and shall be made available to the Stock Exchanges to upload on their respective 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 at the websites of the Stock Exchanges.

The Issue Price shall be determined by our Company, in consultation with the BRLM, after the Bid/Issue Closing Date.

At any given point of time, there shall be only one denomination of Equity Shares.

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 Equity Shareholders

Subject to applicable laws, rules, regulations and guidelines and our Articles of Association, our Shareholders shall have the following rights:

- right to receive dividends, if declared;

- 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 and e-voting, in accordance with the provisions of the Companies Act;
- right to receive offers for rights Equity Shares and be allotted bonus Equity Shares, if announced;
- right to receive surplus on liquidation, subject to any statutory and preferential claim being satisfied;
- right of free transferability of their Equity Shares, subject to applicable laws; and
- such other rights, as may be available to a shareholder of a listed public company under the Companies Act, the SEBI Listing Regulations and our Articles of Association and other applicable laws.

For a detailed description of the main provisions of our Articles of Association relating to voting rights, dividend, forfeiture and lien, transfer, transmission and/or consolidation/splitting, see "*Description of Equity Shares and Terms of the Articles of Association Interpretation*" on page 364.

Allotment of Equity Shares only in dematerialised form

In terms of Section 29 of the Companies Act, 2013, and the SEBI ICDR Regulations, the Equity Shares shall be Allotted only in dematerialised form. As per the SEBI ICDR Regulations, the trading of the Equity Shares shall only be in dematerialised form. In this context, the following agreements have been signed among our Company, the respective Depositories and the Registrar to the Issue:

- Tripartite agreement dated June 21, 2022 amongst our Company, NSDL and the Registrar to the Issue.
- Tripartite agreement dated on April 11, 2022 amongst our Company, CDSL and the Registrar to the Issue.

Market Lot and Trading Lot

Since trading of the Equity Shares is in dematerialised form, the tradable lot is one Equity Share. Allotment in the Issue will be only in dematerialised form in multiples of one Equity Share subject to a minimum allotment of [●] Equity Shares. For NIBs allotment shall not be less than the minimum Non-Institutional application size. For details of basis of allotment, see "*Issue Procedure*" on page 345.

Joint Holders

Subject to the provisions contained in our Articles of Association, where two or more persons are registered as the holders of the Equity Shares, they shall be deemed to hold the same as joint tenants with benefits of survivorship.

Nomination facility to Bidders

In accordance with Section 72 of the Companies Act, 2013, and the rules framed thereunder, the sole Bidder, or the First Bidder along with other joint Bidders, may nominate any one person in whom, in the event of the death of sole Bidder or in case of joint Bidders, death of all the Bidders, as the case may be, the Equity Shares Allotted, if any, shall vest to the exclusion of all other persons, unless the nomination is varied or cancelled in the prescribed manner. A person, being a nominee, entitled to the Equity Shares by reason of the death of the original holder(s), shall be entitled to the same advantages to which he or she would be entitled if he or she were the registered holder of the Equity Share(s). Where the nominee is a minor, the holder(s) may make a nomination to appoint, in the prescribed manner, any person to become entitled to Equity Share(s) in the event of his or her death during the minority. A nomination shall stand rescinded upon a sale/transfer/alienation of Equity Share(s) by the person nominating. A nomination may be cancelled or varied by nominating any other person in place of the present nominee by the holder of the Equity Shares who has made the nomination by giving a notice of such cancellation. A buyer will be entitled to make a fresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act, 2013 shall upon the production of such evidence as may be required by our Board, elect either:

(a) to register himself or herself as the holder of the Equity Shares; or

(b) to make such transfer of the Equity Shares, as the deceased holder could have made.

Further, our Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the Equity Shares, and if the notice is not complied with within a period of 90 days, our Board may thereafter withhold

payment of all dividends, interests, bonuses or other moneys payable in respect of the Equity Shares, until the requirements of the notice have been complied with.

Since the Allotment in the Issue will be made only in dematerialised mode there is no need to make a separate nomination with our Company. Nominations registered with the respective Collecting Depository Participant of the Bidder would prevail. If the Bidders wish to change the nomination, they are requested to inform their respective Collecting Depository Participant.

Period of operation of subscription list – Bid/Issue Programme

BID/ISSUE OPENS ON	[●][(1)]
BID/ISSUE CLOSES ON	[●][(2)(3)]

(1) Our Company, in consultation with the BRLM, may consider participation by Anchor Investors. 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 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.

(3) UPI mandate end time and date shall be 5:00 p.m. on the Bid/Issue Closing Date, i.e., on [●].

An indicative timetable in respect of the Issue is disclosed below:

Event	Indicative Date
Bid/Issue Closing Date	[●][(1)(2)]
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about [●]
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA[*]	On or about [●]
Credit of Equity Shares to dematerialised accounts of Allottees	On or about [●]
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about [●]

(1) 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.

(2) UPI mandate end time and date shall be 5:00 p.m. on the Bid/Issue Closing Date, i.e., on [●].

* *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 from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate ₹100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked till the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked till the date of actual unblock; (iv) any delay in unblocking of non-allotted/ partially allotted Bids, exceeding two Working Days from the Bid/Issue Closing Date, 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 SCSB responsible for causing such delay in unblocking. The BRLM shall, in its sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The BRLM shall be liable for compensating the Bidder at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher from the date of receipt of the investor grievance until the date on which the blocked amounts are unblocked. The Bidder shall be compensated in the manner specified in the SEBI circular dated March 16, 2021, as amended pursuant to SEBI ICDR Master Circular, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of our Company with the SCSBs, to the extent applicable.*

The above timetable, other than the Bid/Issue Closing Date, is indicative and does not constitute any obligation or liability on our Company or 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 Exchanges are taken within three Working Days from the Bid/Issue Closing Date, 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 Exchanges. The commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchanges and in accordance with the applicable laws.

In terms of the UPI Circulars, in relation to the Issue, the BRLM will be required to submit reports of compliance with listing timelines and activities prescribed by the SEBI, in connection with the allotment and listing procedure within three Working Days from the Bid / Issue Closing Date or such other time as 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.

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. IST
Bid/Issue Closing Date*	
Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) – For Retail Individual Bidders	Only between 10.00 a.m. and up to 5.00 p.m. IST

Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications where Bid Amount is up to ₹0.50 million)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Retail, 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-Retail, Non-Individual Applications of QIBs and NIIs where Bid Amount is more than ₹0.50 million	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	Only between 10.00 a.m. and up to 4.00 p.m. IST on Bid/ Issue Closing Date
Upward or downward revision of Bids by Retail Individual Bidders	Only between 10.00 a.m. and up to 5.00 p.m. IST

[*] *UPI mandate end time shall be 5:00 p.m. on the Bid/ Issue Closing Date.*

[#] *QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their Bids.*

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 Exchanges, in case of Bids by UPI Bidders.

On Bid/Issue Closing Date, extension of time will be granted by Stock Exchanges only for uploading Bids received by RIBs after taking into account the total number of Bids received and as reported by the Book Running Lead Manager to the Stock Exchanges.

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 until 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 shall preferably be allowed only once per bid/batch and as deemed fit by the Stock Exchanges, after closure of the time for uploading Bids.

It is clarified that Bids shall be processed only after the application monies are blocked in the ASBA Account and 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 and in any case no later than the prescribed time 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 Bids are received on the Bid/Issue Closing Date, as is typically experienced in public offerings, some Bids may not get uploaded due to lack of sufficient time. Bids and any revision in Bids will be accepted only during Working Days.

Investors may please note that as per letter no. List/SMD/SM/2006 dated July 3, 2006 and letter no. NSE/IPO/25101- 6 dated July 6, 2006 issued by BSE and NSE respectively, Bids and any revision in Bids shall not be accepted on Saturdays and public holidays as declared by the Stock Exchanges. Bids by ASBA Bidders shall be uploaded by the relevant Designated Intermediary in the electronic system to be provided by the Stock Exchanges. Neither our Company, nor any member of the Syndicate is liable for any failure in uploading or downloading the Bids due to faults in any software / hardware system or otherwise; or blocking of application amount by SCSBs on receipt of instructions from the Sponsor Banks due to any errors, omissions, or otherwise non-compliance by various parties involved in, or any other fault, malfunctioning or breakdown 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 as the final data for the purpose of Allotment.

Our Company, in consultation with the BRLM, reserve the right to revise the Price Band during the Bid/Issue Period in accordance with the SEBI ICDR Regulations, provided that the revised Cap Price shall be less than or equal to 120% of the revised Floor Price, the Floor Price shall not be less than the face value of the Equity Shares, and that 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. Provided that, the Cap Price of the Price Band shall be at least 105% of the Floor Price.

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 10 Working Days. In cases of force majeure, banking strike or similar unforeseen circumstances, our Company may, in consultation with the BRLM, for reasons to be recorded in writing, extend the Bid/Issue Period for a minimum of one Working Day, subject to the Bid/ Issue Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Issue Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the website of the BRLM and the terminals of the Syndicate Members and by intimation to SCSBs, other Designated Intermediaries and the Sponsor Bank(s), as applicable.

The Designated Intermediaries shall modify select fields uploaded in the Stock Exchange Platform during the Bid/ Issue Period till 5.00 pm on the Bid/ Issue Closing Date after which the Stock Exchange(s) send the bid information to the Registrar to the Issue for further processing.

Minimum subscription

If, as prescribed, our Company does not receive (i) the minimum subscription of 90% of the Fresh Issue; and (ii) minimum subscription in the Issue as specified under Rule 19(2)(b) of the SCRR, including devolvement of Underwriters, if any, within 60 days from the Bid/Issue Closing Date, or if the subscription level falls below the thresholds mentioned above after the Bid/Issue Closing Date, on account of withdrawal of applications or after technical rejections, or if the listing or trading permission is not obtained from the Stock Exchanges for the Equity Shares being issued under the Red Herring Prospectus, our Company shall forthwith refund the entire subscription amount received in accordance with applicable law. If there is a delay beyond the prescribed time, our Company, to the extent applicable, shall pay interest prescribed under the Companies Act, 2013, the SEBI ICDR Regulations and other applicable law, including the SEBI ICDR Master Circular.

If there is a delay beyond the prescribed period, 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.

In the event of an undersubscription in the Issue, the Equity Shares will be Allotted in the following order:

i. such number of Equity Shares will first be Allotted by our Company such that 90% of the Fresh Issue portion is subscribed;

ii. once Equity Shares have been Allotted as per (i) above, such number of Equity Shares will be Allotted by our Company towards the balance 10% of the Issue portion.

In accordance with Regulation 49(1) of the SEBI ICDR Regulations, our Company shall ensure that the number of prospective Allottees to whom the Equity Shares will be Allotted shall not be less than 1,000, failing which the entire application monies shall be refunded forthwith in accordance with SEBI ICDR Regulations and other applicable laws. In case of delay, if any, in refund within such timelines as prescribed under applicable laws, our Company shall be liable to pay interest on the application money in accordance with applicable laws. In case of delay, if any, in unblocking the ASBA Accounts within such timeline as prescribed under applicable laws, our Company shall be liable to pay interest on the application money in accordance with applicable laws.

Arrangement for disposal of odd lots

Since the Equity Shares will be traded in dematerialised form only and the market lot for the Equity Shares will be one Equity Share, no arrangements for disposal of odd lots are required.

New Financial Instruments

Our Company is not issuing any new financial instruments through this Issue.

Option to receive Equity Shares in dematerialized form

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialised form. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Issue, subject to applicable laws.

Restrictions, if any, on transfer and transmission of Equity Shares

Except for lock-in of the pre-Issue capital of our Company, the minimum Promoters' Contribution and the Anchor Investor lock-in in the Issue as detailed in "*Capital Structure*" on page 77, and except as provided in the Articles of Association as detailed in "*Description of Equity Shares and Terms of the Articles of Association*" on page 364, there are no restrictions on transfers and transmission of Equity Shares and on their consolidation/splitting.

Withdrawal of the Issue

The Issue shall be withdrawn in the event the requirement of the minimum subscription as prescribed under Regulation 45 of the SEBI ICDR Regulations is not fulfilled. Our Company in consultation with the BRLM, reserve the right not to proceed with the Issue, after the Bid/ Issue Opening Date but before the Allotment. In such an event, our Company in consultation with the BRLM, decides not to proceed with the Issue, our Company would issue a public notice in the newspapers in which the pre-Issue advertisements were published, within two days of the Bid/ Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The BRLM, through the Registrar to the Issue, shall notify the SCSBs and the Sponsor Bank(s) to unblock the bank accounts of the ASBA Bidders within one Working Day from the date of receipt of such notification and also inform the Bankers to the Issue to process refunds to the Anchor Investors, as the case may be. Our Company shall also inform the same to the Stock Exchanges on which the Equity Shares are proposed to be listed.

Notwithstanding the foregoing, the Issue is also subject to obtaining (i) the final listing and trading approvals of the Stock Exchanges, which our Company shall apply for after Allotment; and (ii) the final RoC approval of the Prospectus after it is filed with the RoC. If our Company, in consultation with the BRLM, withdraws the Issue after the Bid/Issue Closing Date and thereafter determines that it will proceed with a public offering of Equity Shares, our Company shall file a fresh draft red herring prospectus with the SEBI and the Stock Exchanges.

ISSUE STRUCTURE

The Issue of up to [●] Equity Shares bearing face value of ₹2 each for cash at a price of ₹[●] per Equity Share (including a share premium of ₹[●] per Equity Share) aggregating up to ₹4,990.00 million.

Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

The Issue shall constitute [●]% of the post-Issue paid-up Equity Share capital of our Company. The Issue is being made through the Book Building Process.

Particulars	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
Number of Equity Shares available for Allotment/ allocation[(2)]	Not more than [●] Equity Shares of face value ₹ 2 each	Not less than [●] Equity Shares of face value ₹ 2 each available for allocation or Issue less allocation to QIB Bidders and Retail Individual Bidders	Not less than [●] Equity Shares of face value ₹ 2 each available for allocation or Issue less allocation to QIB Bidders and Non-Institutional Bidders
Percentage of Issue size available for Allotment/ allocation	Not more than 50% of the Issue shall be available for allocation to QIBs. However, up to 5% of the QIB Portion (excluding the Anchor Investor Portion) shall 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 balance QIB Portion (excluding the Anchor Investor Portion). The unsubscribed portion in the Mutual Fund Portion will be available for allocation to other QIBs	Not less than 15% of the Issue or the Issue less allocation to QIBs and Retail Individual Bidders will be available for allocation, out of which: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹0.20 million and up to ₹1.00 million; and (ii) two-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹1.00 million provided that the unsubscribed portion in either of the sub-categories specified above may be allocated to applicants in the other sub-category of Non-Institutional Bidders	Not less than 35% of the Issue or Issue less allocation to QIBs and Non-Institutional Bidders will be available for allocation
Basis of Allotment/ allocation if respective category is oversubscribed*	Proportionate as follows (excluding the Anchor Investor Portion): (a) [●] Equity Shares of face value ₹ 2 each shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) up to [●] Equity Shares of face value ₹ 2 each shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above.	The allotment of Specified Securities to each Non-Institutional Bidder shall not be less than the minimum application size, subject to availability in the Non-Institutional Portion, and the remainder, if any, shall be allotted on a proportionate basis in accordance with the conditions specified in the SEBI ICDR Regulations. For details see, "*Issue Procedure*" on page 345.	The allotment to each Retail Individual Bidder shall not be less than the minimum Bid lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis. For details, see "*Issue Procedure*" on page 345.

Particulars	QIBs[1]	Non-Institutional Bidders	Retail Individual Bidders
	Our Company, in consultation with the BRLM, may allocate up to 60% of the QIB Portion (of up to [●] Equity Shares of face value ₹ 2 each) may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for allocation to Mutual Funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price		
Minimum Bid	Such number of Equity Shares so that the Bid Amount exceeds ₹0.20 million and in multiples of [●] Equity Shares of face value ₹ 2 each	For Non-Institutional Bidders applying under (i) one-third of the Non-Institutional Portion such number of Equity Shares of face value of ₹ 2 each in multiples of [●] Equity Shares of face value of ₹ 10 each such that the Bid Amount exceeds ₹0.20 million For Non-Institutional Bidders applying under (ii) two-thirds of the Non-Institutional Bidders such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹ 2 each such that	[●] Equity Shares of face value ₹ 2 each
Maximum Bid	Such number of Equity Shares of face value ₹ 2 each in multiples of [●] Equity Shares so that the Bid does not exceed the size of the Issue (excluding the Anchor Portion), subject to applicable limits	For Non-Institutional Bidders applying under (i) one-third of the Non-Institutional Portion (with application size of more than ₹0.20 million and up to ₹1.00 million) such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹ 2 each such that the Bid Amount does not exceeds ₹1.00 million For Non-Institutional Bidders applying under (ii) two-third of the Non-Institutional Portion (with application size of more than ₹1.00 million) such number of Equity Shares in multiples of [●] Equity Shares of face value of ₹2 each not exceeding the size of the Issue, (excluding the QIB Portion) subject to limits applicable to the Bidder	Such number of Equity Shares of face value ₹ 2 each in multiples of [●] Equity Shares so that the Bid Amount does not exceed ₹0.20 million
Mode of Allotment	Compulsorily in dematerialised form		
Bid Lot	[●] Equity Shares of face value ₹ 2 each and in multiples of [●] Equity Shares of face value ₹ 2 each thereafter		
Allotment Lot	A minimum of [●] Equity Shares of face value ₹ 2 each and thereafter in multiples of one Equity Share of face value ₹ 2 each for QIBs and RIBs. The Allotment to NIBs shall not be less than the Minimum Non-Institutional Bidder Application Size		
Trading Lot	One Equity Share of face value ₹ 2 each		
Who can apply[3]	Public financial institutions as specified in Section 2(72) of the Companies Act 2013, scheduled commercial banks, mutual funds registered with SEBI, FPIs (other than individuals, corporate bodies and family offices), VCFs, AIFs, FVCIs registered with SEBI, multilateral and bilateral	Resident Indian individuals, Eligible NRIs, HUFs (in the name of the karta), companies, corporate bodies, scientific institutions, societies, trusts, family offices and FPIs who are individuals, corporate bodies and family offices which are re-categorised as Category II FPIs and registered with SEBI.	Resident Indian individuals, Eligible NRIs and HUFs (in the name of the karta)

Particulars	QIBs[(1)]	Non-Institutional Bidders	Retail Individual Bidders
	development financial institutions, state industrial development corporations, insurance companies registered with IRDAI, provident funds (subject to applicable law) with minimum corpus of ₹250,000,000.00, pension funds with minimum corpus of ₹250,000,000.00, registered with the Pension Fund Regulatory and Development Authority established under subsection (1) of section 3 of the Pension Fund Regulatory and Development Authority Act, 2013, National Investment Funds set up by the Government, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, India and Systemically Important NBFCs.		
Mode of Bidding	Only through the ASBA process (except for Anchor Investors).	Only through the ASBA process (including UPI Mechanism for Bids up to ₹0.50 million).	Only through the ASBA process (including the UPI Mechanism).
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 in the bank account of the ASBA Bidder (other than Anchor Investors) that is specified in the ASBA Form at the time of submission of the ASBA Form		

* *Assuming full subscription in the Issue.*

(1) Our Company, in consultation with the BRLM, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the price Anchor Investor Allocation Price. In the event of under -subscription or non-Allotment in the Anchor Investor Portion, the balance Equity Shares in the Anchor Investor Portion shall be added to the Net QIB Portion. For details, see "Issue Structure" on page 341.

(2) Subject to valid Bids being received at or above the Issue Price. This is an Issue in terms of Rule 19(2)(b) of the SCRR read with Regulation 45 and in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the Issue shall be available for allocation on a proportionate basis to QIBs. Such number of Equity Shares representing 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to QIBs, including Mutual Funds, subject to valid Bids being received from them 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 Net QIB Portion for proportionate allocation to all QIBs. Further, not less than 15% of the Issue shall be available for allocation to Non-Institutional Bidders and not less than 35% of the Issue shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Issue Price. The Equity Shares available for allocation to Non-Institutional Bidders under the Non-Institutional Portion, shall be subject to the following: (i) one-third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹0.20 million and up to ₹1.00 million, and (ii) two third of the portion available to Non-Institutional Bidders shall be reserved for applicants with an application size of more than ₹1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders. Subject to valid Bids being received at or above the Issue Price, under-subscription, if any, in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company in consultation with the BRLM and the Designated Stock Exchange, on a proportionate basis. 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. For further details, see "Terms of the Issue" on page 335.

(3) In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. 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, except as otherwise permitted, in any or all categories.

(4) 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. 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.

The Bids by FPIs with certain structures as described under "*Issue Procedure — Bids by FPIs*" on page 351 and having same PAN may be collated and identified as a single Bid in the Bidding process. The Equity Shares of ₹2 each Allocated and Allotted to such successful Bidders (with same PAN) may be proportionately distributed.

Bidders will be required to confirm and will be deemed to have represented to our Company, the members of the Syndicate, 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.

Subject to valid Bids being received at or above the Issue Price, under-subscription, if any, in the Non-Institutional Portion or the Retail Portion would be allowed to be met with spill-over from other categories or a combination of categories at the discretion of our Company, in consultation with the BRLM and the Designated Stock Exchange, on a proportionate basis. 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. For further details, see "*Terms of the Issue*" on page 335.

ISSUE PROCEDURE

*All Bidders should read the General Information Document for Investing in Public Offers prepared and issued in accordance with the circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations) and the UPI Circulars (the "**General Information Document**"), which highlights 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 which is part of the Abridged Prospectus accompanying the Bid cum Application Form. The General Information Document is also available on the websites of the Stock Exchanges and the BRLM. Please refer to the relevant provisions of the General Information Document which are applicable to the Issue, including in relation to the process for Bids by UPI Bidders through the UPI Mechanism. The investors should note that the details and process provided in the General Information Document should be read along with this section.*

Additionally, all Bidders 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, (iv) payment instructions for ASBA Bidders, (v) issuance of Confirmation of Allocation Note and Allotment in the Issue, (vi)general instructions (limited to instructions for completing the Bid cum Application Form), (vii) Designated Date, (viii) disposal of applications, (ix) submission of Bid cum Application Form, (x) other instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds), (xi) applicable provisions of Companies Act, 2013 relating to punishment for fictitious applications, (xii) mode of making refunds, and (xiii) interest in case of delay in Allotment or refund.

*The SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 read with its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 (each to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), has introduced an alternate payment mechanism using Unified Payments Interface ("**UPI**") and consequent reduction in timelines for listing in a phased manner. From January 1, 2019, the UPI Mechanism for RIBs applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("**UPI Phase I**"). The UPI Phase I was effective until June 30, 2019.*

*With effect from July 1, 2019, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, read with circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, (to the exent not rescinded by the SEBI RTA Master Circular) with respect to Bids by RIBs through Designated Intermediaries (other than SCSBs), the existing process of physical movement of forms from such Designated Intermediaries to SCSBs for blocking of funds has been discontinued and only the UPI Mechanism for such Bids with existing timeline of T+6 days was mandated for a period of three months or launch of five main board public issues, whichever is later ("**UPI Phase II**"). Subsequently, however, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020 extended the timeline for implementation of UPI Phase II until further notice. The final reduced timeline will be made effective using the UPI Mechanism for applications by UPI Bidders ("**UPI Phase III**"), as may be prescribed by the SEBI. Pursuant to SEBI circular SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023, the final reduced timeline of T+3 days using the UPI Mechanism for applications by UPI Bidders has been made voluntary for public issues opening on or after September 1, 2023, and mandatory for public issues opening on or after December 1, 2023 ("**T+3 Circular**"). Accordingly, the Issue will be undertaken as per the processes and procedures under UPI Phase III, subject to any circulars, clarification or notification issued by the SEBI from time to time.*

Further, SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, 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 (each to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations) and SEBI ICDR Master Circular, 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 SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/P/2022/45 dated April 5, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations),, all individual bidders in initial public offerings (opening on or after May 1, 2022) whose application sizes are up to ₹0.50 million shall use the UPI Mechanism. This circular has come into force for initial public offers opening on or after May 1, 2022 and the provisions of these circular are deemed to form part of this Draft Red Herring Prospectus.

Pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations),, applications made using the ASBA facility in initial public offerings (opening on or after September 1, 2022) shall be processed only after application monies are blocked in the bank accounts of investors (all categories). Accordingly, Stock Exchanges shall, for all categories of investors and other reserved categories 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.

In terms of Regulation 23(5) and Regulation 52 of SEBI ICDR Regulations, the timelines and processes mentioned in the SEBI RTA Master Circular shall continue to form part of the agreements being signed between the intermediaries involved in the public issuance process and lead managers shall continue to coordinate with intermediaries involved in the said process. 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 at a uniform rate of ₹100 per day 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. Additionally, SEBI has reduced the time period for refund of application monies from 15 days to two days.

Our Company and the Syndicate and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or as specified in this Draft Red Herring Prospectus and the Prospectus.

Further our Company and the Syndicate Members are not liable for any adverse occurrences consequent to the implementation of the UPI Mechanism for application in this Issue.

Pursuant to circular no. NSDL/CIR/II/28/2023 dated August 8, 2023 issued by NSDL and circular no. CDSL/OPS/RTA/POLCY/2023/161 dated August 8, 2023 issued by CDSL, our Company may request the Depositories to suspend/ freeze the ISIN in depository system till listing/ trading effective date. Pursuant to the aforementioned circulars, our Company may request the Depositories to suspend/ freeze the ISIN in depository system from or around the date of the Red Herring Prospectus till the listing and commencement of trading of our Equity Shares. The shareholders who intend to transfer the pre-Issue shares may request our Company and/ or the Registrar for facilitating transfer of shares under suspended/ frozen ISIN by submitting requisite documents to our Company and/ or the Registrar. Our Company and/ or the Registrar would then send the requisite documents along with applicable stamp duty and corporate action charges to the respective depository to execute the transfer of shares under suspended ISIN through corporate action. The transfer request shall be accepted by the Depositories from our Company till one day prior to Bid/ Issue Opening Date.

Book Building Procedure

The Issue is being made in terms of Rule 19(2)(b) of the SCRR read with Regulation 31 of the SEBI ICDR Regulations, through the Book Building Process in accordance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the 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 on a discretionary basis in accordance with the SEBI ICDR Regulations, of which one-third shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis only to Mutual Funds, 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. Further, not less than 15% of the Issue shall be available for allocation to Non-Institutional Bidders in accordance with the SEBI ICDR Regulations, out of which (a) one third of such portion shall be reserved for applicants with application size of more than ₹0.20 million and up to ₹1.00 million; and (b) two-third of such portion shall be reserved for applicants with application size of more than ₹1.00 million, provided that the unsubscribed portion in either of such sub-categories may be allocated to applicants in the other sub-category of Non-Institutional Bidders; and not less than 35% of the Issue shall be available for allocation to RIBs in accordance with the SEBI ICDR Regulations, subject to valid Bids being received at or above the Issue Price.

Our Company, in consultation with the BRLM, may consider an issue of Specified Securities, as may be permitted under applicable law, to any person(s), aggregating up to ₹ 990.00 million at its discretion, prior to filing of the Red Herring Prospectus with the RoC. The Pre-IPO Placement, if undertaken, will be at a price to be decided by our Company, in consultation with the BRLM. If the Pre-IPO Placement is completed, the amount raised pursuant to the Pre-IPO Placement will be reduced from the Fresh Issue, subject to compliance with Rule 19(2)(b) of the SCRR, as amended. The Pre-IPO Placement, if undertaken, shall not exceed 20% of the size of the Fresh Issue. Prior to the completion of the Issue, our Company shall appropriately intimate the subscribers to the Pre-IPO Placement, prior to allotment pursuant to the Pre-IPO Placement, that there is no guarantee that our Company may proceed with the Issue or the Issue may be successful and will result into listing of the Equity Shares on the Stock Exchanges. Our Company shall report any Pre-IPO Placement to the Stock Exchanges, within 24 hours of such Pre-IPO Placement (in part or in entirety). Further, relevant disclosures in relation to such intimation to the subscribers to the Pre-IPO Placement (if undertaken) shall be appropriately made in the relevant sections of the Red Herring Prospectus and the Prospectus.

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 subject to receipt of valid Bids received at or above the Issue Price. 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 dematerialised segment of the Stock Exchanges.

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialised form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, the PAN and UPI ID, for UPI Bidders using the UPI Mechanism, shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get their Equity Shares rematerialised subsequent to Allotment of the Equity Shares in the Issue, subject to applicable laws.

Investors must ensure that their PAN is linked with Aadhaar and are in compliance with Central Board of Direct Taxes notification dated February 13, 2020 and press release dated June 25, 2021 and September 17, 2021.

Phased implementation of UPI

SEBI has issued the UPI Circulars in relation to streamlining the process of public issue of, among others, equity shares. Pursuant to the UPI Circulars, the UPI Mechanism has been introduced in a phased manner as a payment mechanism (in addition to mechanism of blocking funds in the account maintained with SCSBs under ASBA) for applications by RIBs through Designated Intermediaries with the objective to reduce the time duration from public issue closure to listing from six Working Days to up to three Working Days. Considering the time required for making necessary changes to the systems and to ensure complete and smooth transition to the UPI payment mechanism, the UPI Circulars have introduced the UPI Mechanism in three phases in the following manner:

Phase I: This phase was applicable from January 1, 2019 until March 31, 2019 or floating of five main board public issues, whichever was later. Subsequently, the timeline for implementation of Phase I was extended until June 30, 2019. Under this phase, a Retail Individual Investor had the option to submit the ASBA Form with any of the Designated Intermediary and use his/her UPI ID for the purpose of blocking of funds. The time duration from public issue closure to listing continued to be six Working Days.

Phase II: This phase was applicable from July 1, 2019 until November 30, 2023, and was to initially continue for a period of three months or floating of five main board public issues, whichever is later. SEBI, vide its circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, has decided to extend the timeline for implementation of UPI Phase II until March 31, 2020. Subsequently, SEBI, vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, extended the timeline for implementation of UPI Phase II until further notice. Under this phase, submission of the ASBA Form by RIBs through Designated Intermediaries (other than SCSBs) to SCSBs for blocking of funds was discontinued and replaced by the UPI Mechanism. However, the time duration from public issue closure to listing continued to be six Working Days during this phase.

Phase III: Pursuant to SEBI circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 9, 2023 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), Phase III has been notified, and accordingly the revised timeline of T+3 days has been made applicable in two phases i.e., (i) voluntary for all public issues opening on or after September 1, 2023; and (ii) mandatory on or after December 1, 2023. The Issue shall be undertaken as per the processes and procedures under UPI Phase III, as notified in the T+3 Circular, subject to any circulars, clarification or notification issued by the SEBI from time to time, including any circular, clarification or notification which may be issued by SEBI.

Pursuant to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 issued by SEBI, as amended by the SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated April 20, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations), (the "**UPI Streamlining 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 Streamlining 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 Bidders 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 post– Issue BRLM will be required to compensate the concerned investor.

All SCSBs offering facility of making application in public issues shall also provide facility to make application using UPI. Our Company will be required to appoint Sponsor Bank(s) to act as a conduit between the Stock Exchanges and NPCI in order to facilitate collection of requests and/or payment instructions of the UPI Bidders using the UPI.

For further details, refer to the General Information Document available on the websites of the Stock Exchanges and the BRLM.

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 relevant Bidding Centres and at our Registered Office. The electronic copy of the Bid cum Application Forms will also be available for download on the websites of NSE (www.nseindia.com) and BSE (www.bseindia.com) at least one day prior to the Bid/Issue 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 UPI Bidders can additionally Bid through the UPI Mechanism.

ASBA Bidders (other than UPI Bidders using UPI Mechanism) must provide bank account details and authorisation 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. The ASBA Bidders shall ensure that they have sufficient balance in their bank accounts to be blocked through ASBA for their respective Bid as the application made by a Bidder shall only be processed after the Bid amount is blocked in the ASBA account of the Bidder pursuant to SEBI circular number SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 (to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations).

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. UPI Bidders 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. Retail Individual Bidders authorising an SCSB to block the Bid Amount in the ASBA Account may submit their ASBA Forms with the SCSBs. 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(s), as applicable at the time of submitting the Bid. In order to ensure timely information to investors, SCSBs are required to send SMS alerts to investors intimating them about Bid Amounts blocked/ unblocked.

The prescribed color of the Bid cum Application Forms for various categories is as follows:

Category	Color of Bid cum Application Form*
Resident Indians, including resident QIBs, Non-Institutional Bidders, Retail Individual Bidders and Eligible NRIs applying on a non-repatriation basis	[●]
Non-Residents including Eligible NRIs, FVCIs, FPIs, registered multilateral and bilateral development financial institutions applying on a repatriation basis	[●]
Anchor Investors	[●]

* *Excluding electronic Bid cum Application Form*

Notes:

*(1) Electronic Bid cum Application Forms and the Abridged Prospectus will also be available for download on the website of the NSE (www.nseindia.com) and the BSE (*www.bseindia.com*).*

(2) Bid cum Application Forms for Anchor Investors will be made available at the office of the BRLM.

In case of ASBA Forms, the relevant Designated Intermediaries shall upload the relevant Bid details in the electronic bidding system of the Stock Exchanges. For ASBA Forms (other than through the UPI Mechanism) Designated Intermediaries (other than SCSBs) shall submit/ deliver the ASBA Forms to the respective SCSB where the Bidder has an ASBA bank account and shall not submit it to any non-SCSB bank or any Escrow Collection Bank.

For UPI Bidders using the UPI Mechanism, the Stock Exchanges 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 Exchanges 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 issue) 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 Issue. 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 (each to the extent not rescinded by the SEBI ICDR Master Circular in relation to the SEBI ICDR Regulations).

Pursuant to NSE circular dated July 22, 2022 with reference no. 23/2022 and BSE circular dated July 22, 2022 with reference no. 20220722-30, has mandated that Trading Members, Syndicate Members, RTA and Depository Participants shall submit Syndicate ASBA bids above ₹0.50 million and NII & QIB bids above ₹0.20 million, through SCSBs only.

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 Exchanges and sent to NPCI and will also ensure that all the responses received from NPCI are sent to the Stock Exchanges 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 portals 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 Exchanges. The Designated Intermediaries can also set up facilities for off-line electronic registration of Bids, subject to the condition that they may subsequently upload the off-line data file into the on-line facilities for Book Building on a regular basis before the closure of the Issue.

b) On the Bid/Issue Closing Date, the Designated Intermediaries may upload the Bids until such time as may be permitted by the Stock Exchanges and as disclosed in the Red Herring Prospectus.

c) Only Bids that are uploaded on the Stock Exchanges Platform are considered for allocation/Allotment. The Designated Intermediaries are given until 5:00 pm on the Bid/Issue 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 Bid information to the Registrar to the Issue for further processing.

d) QIBs and Non-Institutional Bidders can neither revise their bids downwards nor cancel/withdraw their Bids.

Participation by the Promoters, the members of the Promoter Group, the BRLM, the Syndicate Members and persons related to Promoters/the members of the Promoter Group/the BRLM

The BRLM and the Syndicate Members shall not be allowed to purchase the Equity Shares in any manner, except towards fulfilling their underwriting obligations. However, the respective associates and affiliates of the BRLM and the Syndicate Members may purchase Equity Shares in the Issue, either in the QIB Portion or in the Non-Institutional Portion, as may be applicable to such Bidders, and such subscription may be on their own account or on behalf of their clients. All categories of investors, including respective associates or affiliates of the BRLM and Syndicate Members, shall be treated equally for the purpose of allocation to be made on a proportionate basis.

Except as stated below, neither the BRLM nor any associate of the BRLM can apply in the Issue under the Anchor Investor Portion:

(i) mutual funds sponsored by entities which are associate of the BRLM;

(ii) insurance companies promoted by entities which are associate of the BRLM;

(iii) AIFs sponsored by the entities which are associate of the BRLM; or

(iv) FPIs (other than individuals, corporate bodies and family offices) sponsored by the entities which are associate of the BRLM.

Further, an Anchor Investor shall be deemed to be an associate of the BRLM, if: (a) 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 (b) either of them, directly or indirectly, by itself or in combination with other persons, exercises control over the other; or (c) there is a common director, excluding a nominee director, among the Anchor Investor and the BRLM.

Further, our Promoters and members of the Promoter Group shall not participate by applying for Equity Shares in the Issue.

However, a QIB who has any of the following rights in relation to our Company shall be deemed to be a person related to our Promoters or the members of the Promoter Group of our Company:

(i) rights under a shareholders' agreement or voting agreement entered into with our Promoters or the members of the Promoter Group of our Company;

(ii) veto rights; or

(iii) right to appoint any nominee director on the Board.

Bids by Mutual Funds

With respect to Bids by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged along with the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserve the right to reject any Bid without assigning any reason thereof, subject to applicable law.

Bids made by asset management companies or custodians of Mutual Funds shall specifically state names of the concerned schemes for which such Bids are made.

In case of a Mutual Fund, a separate Bid can be made in respect of each scheme of the Mutual Fund registered with SEBI and such Bids in respect of more than one scheme of the Mutual Fund will not be treated as multiple Bids provided that the Bids clearly indicate the scheme concerned for which such Bid has been made.

No Mutual Fund scheme shall invest more than 10% of its NAV in equity shares or equity-related instruments of any single company, provided that the limit of 10% shall not be applicable for investments in case of index funds or sector or industry specific schemes. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital carrying voting rights.

Bids by HUFs

Bids by HUFs, should be made in the individual name of the Karta. The Bidder/Applicant should specify that the Bid is being made in the name of the HUF in the Bid cum Application Form/Application Form as follows: "*Name of sole or First Bidder/Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta*". Bids/Applications by HUFs will be considered at par with Bids/Applications from individuals.

Bids by Eligible NRIs

Eligible NRIs may obtain copies of Bid cum Application Form from the Designated Intermediaries. Only Bids accompanied by payment in Indian Rupees or freely convertible foreign exchange will be considered for Allotment.

Eligible NRI Bidders Bidding on a repatriation basis by using the Non-Resident Forms should authorise their SCSB (if they are Bidding directly through the SCSB) or confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their Non-Resident External ("**NRE**") accounts, or Foreign Currency Non-Resident ("**FCNR**") Accounts, and Eligible NRI Bidders Bidding on a non-repatriation basis by using Resident Forms should authorise their respective SCSBs (if they are Bidding directly through SCSB) or confirm or accept the UPI Mandate Request (in case of UPI Bidders Bidding through the UPI Mechanism) to block their Non-Resident Ordinary ("**NRO**") accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form.

Eligible NRIs Bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents ([●] in colour). Eligible NRIs Bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents ([●] in colour).

NRIs will be permitted to apply in the Issue through Channel I or Channel II (as specified in the UPI Circulars). Further, subject to applicable law, NRIs may use Channel IV (as specified in the UPI Circulars) to apply in the Issue, provided the UPI facility is enabled for their NRE/ NRO accounts. NRIs applying in the Issue through the UPI Mechanism are advised to enquire with the relevant bank, whether their account is UPI linked, prior to submitting a Bid cum Application Form. In accordance with the FEMA Non-debt Instruments Rules, the total holding by any individual NRI, on a repatriation basis, shall not exceed 5% of the total paid-up equity 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 OCIs put together shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrant. Provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the general body of the Indian company.

NRIs applying in the Issue using UPI Mechanism are advised to enquire with the relevant bank whether their bank account is UPI linked prior to making such application.

Also see "*Restrictions on Foreign Ownership of Indian Securities*" on page 363.

Bids by 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 Non-debt Instruments 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 Non-debt Instruments Rules with respect to its paid-up equity capital on a fully diluted basis. Currently, the sectoral cap is 100% and accordingly, the applicable limit with respect to our Company is 100%.

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 colour).

In terms of the FEMA, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs shall be included.

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 asset) 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 offshore derivative instruments is also required to ensure that any transfer of offshore derivative instruments issued by, or on behalf of is subject to, *inter alia*, the following conditions:

(i) such offshore derivative instruments are transferred to persons 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 utilise 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 (the "**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"). FPIs bearing the same PAN may be treated as multiple Bids by a Bidder and may be rejected, except for Bids from FPIs that utilise 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 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.

Further, in the following cases, the bids by FPIs will not be considered as multiple Bids: involving (i) the MIM Structure and indicating the name of their respective investment managers in such confirmation; (ii) offshore derivative instruments ("**ODI**") which have obtained separate FPI registration for ODI and proprietary derivative investments; (iii) sub funds or separate class of investors with segregated portfolio who obtain separate FPI registration; (iv) FPI registrations granted at investment strategy level/sub fund level where a collective investment scheme or fund has multiple investment strategies/sub-funds with identifiable differences and managed by a single investment manager; (v) multiple branches in different jurisdictions of foreign bank registered as FPIs; (vi) Government and Government related investors registered as Category I FPIs; and (vii) Entities registered as Collective Investment Scheme having multiple share classes.

Please note that in terms of the General Information Document, the maximum Bid by any Bidder including QIB Bidder should not exceed the investment limits prescribed for them under applicable laws. Further, MIM Bids by an FPI Bidder utilising the MIM Structure shall be aggregated for determining the permissible maximum Bid. Further, please note that as disclosed in this Draft Red Herring Prospectus read with the General Information Document, Bid Cum Application Forms are liable to be rejected in the event that the Bid in the Bid cum Application Form "exceeds the Issue size and/or investment limit or maximum number of the Equity Shares that can be held under applicable laws or regulations or maximum amount permissible under applicable laws or regulations, or under the terms of the Red Herring Prospectus."

For example, an FPI must ensure that any Bid by a single FPI and/ or an investor group (which means the same multiple entities having common ownership directly or indirectly of more than 50% or common control) (collective, the "**FPI Group**") shall be below 10% of the total paid-up Equity Share capital of our Company on a fully diluted basis. Any Bids by FPIs and/ or the FPI Group (including but not limited to (a) FPIs Bidding through the MIM Structure; or (b) FPIs with separate registrations for offshore derivative instruments and proprietary derivative instruments) for 10% or more of our total paid-up post Issue Equity Share capital shall be liable to be rejected.

Bids by SEBI registered AIFs, VCFs and FVCIs

The SEBI FVCI Regulations, SEBI VCF Regulations and the SEBI AIF Regulations prescribe, *inter alia*, the investment restrictions on the FVCIs, VCFs and AIFs registered with SEBI respectively. While the SEBI VCF Regulations have since been repealed, the funds registered as VCFs under the SEBI VCF Regulations continue to be regulated by such regulations until the existing fund or scheme managed by the fund is wound up. FVCIs can invest only up to 33.33% of the investible funds by way of subscription to an initial public offering. Category I AIF and Category II AIF cannot invest more than 25% of the investible funds in one investee company directly or through investment in the units of other AIFs, subject to the conditions prescribed by the SEBI. A Category III AIF cannot invest more than 10% of the investible funds in one investee company directly or through investment in the units of other AIFs, subject to the conditions prescribed by the SEBI. A VCF registered as a Category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3rd of its investible funds by way of subscription to an initial public offering of a venture capital undertaking. Additionally, a VCF that has not re- registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the SEBI VCF Regulations (and accordingly shall not be allowed to participate in the Issue) 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.

There is no reservation for Eligible NRIs, AIFs, FPIs and FVCIs, and all Bidders will be treated on the same basis with other categories for the purpose of allocation.

All non-resident investors should note that refunds (in case of Anchor Investors), dividends and other distributions, if any, will be payable in Indian Rupees only and net of bank charges and commission.

Our Company, or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

Participation of VCFs, AIFs or FVCIs in the Offer shall be subject to the FEMA NDI Rules.

Bids by limited liability partnerships

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof.

Bids by banking companies

In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason.

The investment limit for banking companies in non-financial services as per the Banking Regulation Act, 1949, as amended, ("**Banking Regulation Act**"), and the Master Directions – Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, as amended, and Master Circular on Basel III Capital Regulations dated July 1, 2014, 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 banking company's paid-up share capital and reserves, whichever is lower.

However, a banking company would be permitted to invest in excess of 10% but not exceeding 30% of the paid- up share capital of such investee company, subject to prior approval of the RBI, if (i) the investee company is engaged in non-financial

activities permitted for banking companies in terms of Section 6(1) of the Banking Regulation Act, (ii) the additional acquisition is through restructuring of debt, or to protect the banking company's interest on loans/investments made to a company. The bank is required to submit a time bound action plan to the RBI for the disposal of such shares within a specified period. The aggregate investment by a banking company along with its subsidiaries, associates or joint ventures or entities directly or indirectly controlled by the bank, and mutual funds managed by asset management companies controlled by the bank, shall not exceed more than 20% of the investee company's paid up share capital engaged in non-financial services. However, this cap does not apply to the cases mentioned in (i) and (ii) above.

Further, the aggregate equity investment made by a banking company in all its subsidiaries and other entities engaged in financial services and non-financial services, including overseas investments, cannot exceed 20% of the banking company paid up share capital and reserves.

Bids by SCSBs

SCSBs participating in the Issue are required to 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 issued by SEBI. 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 issues and clear demarcated funds should be available in such account for such Bids.

Bids by Systemically Important NBFCs

In case of Bids made by Systemically Important NBFCs registered with RBI, a certified copies of the (i) certificate of registration issued by RBI, (ii) last audited financial statements on a standalone basis (iii) a net worth certificate from its statutory auditor(s), and (iv) such other approval as may be required by the Systemically Important NBFCs are required to be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid, without assigning any reason thereof.

Systemically Important NBFCs participating in the Issue shall comply with all applicable regulations, directions, guidelines and circulars issued by RBI from time to time. The investment limit for Systemically Important NBFCs shall be as prescribed by RBI from time to time**.**

Bids by insurance companies

In case of Bids made by insurance companies registered with the IRDAI, a certified copy of certificate of registration issued by IRDAI must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid without assigning any reason thereof.

The exposure norms for insurers are prescribed under the IRDAI Investment Regulations, based on investments in equity shares of the investee company, the entire group of the investee company and the industry sector in which the investee company operates. Insurance companies participating in the Issue are advised to refer to the IRDAI Investment Regulations for specific investment limits applicable to them and comply with all applicable regulations, guidelines and circulars issued by the IRDAI from time to time.

Bids by provident funds/pension funds

In case of Bids made by provident funds/pension funds, subject to applicable laws, with minimum corpus of ₹250 million, a certified copy of certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be attached to the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM, reserves the right to reject any Bid, without assigning any reason thereof.

Bids under power of attorney

In case of Bids made pursuant to a power of attorney by limited companies, corporate bodies, registered societies, eligible FPIs, AIFs, Mutual Funds, insurance companies, Systemically Important NBFCs, 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 ₹250 million (subject to applicable laws) and pension funds with a minimum corpus of ₹250 million, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Bid cum Application Form. Failing this, our Company, in consultation with the BRLM reserves the right to accept or reject any Bid in whole or in part, in either case, without assigning any reason thereof.

Our Company, in consultation with the BRLM, in its absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Bid cum Application Form, subject to such terms and conditions that our Company, in consultation with the BRLM, may deem fit.

In accordance with existing regulations issued by the RBI, OCBs cannot participate in this Issue.

Bids by Anchor Investors

In accordance with the SEBI ICDR Regulations, the key terms for participation by Anchor Investors are provided below:

(i) Anchor Investor Application Forms will be made available for the Anchor Investor Portion at the offices of the BRLM.

(ii) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount exceeds ₹100 million. 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 ₹100 million.

(iii) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.

(iv) Bidding for Anchor Investors will open one Working Day before the Bid/ Issue Opening Date, and will be completed on the same day.

(v) Our Company, in consultation with the BRLM may finalise allocation to the Anchor Investors on a discretionary basis, provided that the minimum number of Allottees in the Anchor Investor Portion will not be less than: (a) maximum of two Anchor Investors, where allocation under the Anchor Investor Portion is up to ₹100 million; (b) minimum of two and maximum of 15 Anchor Investors, where the allocation under the Anchor Investor Portion is more than ₹100 million but up to ₹2,500 million, subject to a minimum Allotment of ₹50 million per Anchor Investor; and (c) in case of allocation above ₹2,500.00 million under the Anchor Investor Portion, a minimum of five such investors and a maximum of 15 Anchor Investors for allocation up to ₹2,500 million, and an additional 10 Anchor Investors for every additional ₹2,500 million, subject to minimum Allotment of ₹50 million per Anchor Investor.

(vi) 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 Exchanges.

(vii) Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.

(viii) 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 Issue Price will be payable by the Anchor Investors on the Anchor Investor pay-in date specified in the CAN. If the Issue Price is lower than the Anchor Investor Issue Price, Allotment to successful Anchor Investors will be at the higher price.

(ix) 50% of the Equity Shares allotted to Anchor Investors under the Anchor Investor Portion shall be locked- in for a period of 90 days from the date of Allotment and the remaining 50% of the Equity Shares shall be locked-in for a period of 30 days from the date of Allotment.

(x) Neither (a) BRLM nor any associate of the BRLM (except Mutual Funds sponsored by entities which are associates of the BRLM or insurance companies promoted by entities which are associate of BRLM or AIFs sponsored by the entities which are associate of the BRLM or FPIs, other than individuals, corporate bodies and family offices sponsored by the entities which are associate of the and BRLM) nor (b) the Promoters, Promoter Group or any person related to the Promoters or members of the Promoter Group shall apply in the Issue under the Anchor Investor Portion.

(xi) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

The above information is given for the benefit of the Bidders. Our Company, and the BRLM 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, when filed. Bidders are advised to make their independent investigations and ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of the Equity Shares that can be held by them under applicable laws or regulation and as specified in this Draft Red Herring Prospectus, or as will be specified in the Red Herring Prospectus and the Prospectus.

For further details, please read the General Information Document.

Certain 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 Acknowledgement 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 Acknowledgement 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 Exchanges 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, and/or the BRLM are cleared or approved by the Stock Exchanges, 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 this Draft Red Herring Prospectus, nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges.

General instructions

Please note that QIBs and Non-Institutional Bidders 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. UPI Bidders 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 are not allowed to withdraw their Bids after the Anchor Investor Bid/Issue Period.

Do's:

A. Check if you are eligible to apply as per the terms of the Red Herring Prospectus and under applicable law, rules, regulations, guidelines and approvals;

B. All Bidders (other than Anchor Investors) should submit their Bids through the ASBA process only;

C. Ensure that you have Bid within the Price Band;

D. Read all the instructions carefully and complete the Bid cum Application Form in the prescribed form;

E. Ensure that you (other than the Anchor Investors) have mentioned the correct details of your ASBA Account (*i.e.*, bank account number) in the Bid cum Application Form if you are not a UPI Bidder using the UPI Mechanism in the Bid cum Application Form and if you are a UPI Bidder using the UPI Mechanism ensure that you have mentioned the correct UPI ID (with maximum length of 45 characters including the handle), in the Bid cum Application Form;

F. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Centre (except in case of electronic Bids) within the prescribed time. Bidders (other than Anchor Investors) shall submit the Bid cum Application Form in the manner set out in the General Information Document;

G. UPI Bidders Bidding shall ensure that they use only their own ASBA Account or only their own bank account linked UPI ID (only for UPI Bidders using the UPI Mechanism) to make an application in the Issue and not ASBA Account or bank account linked UPI ID of any third party;

H. Ensure that you have funds equal to or more than the Bid Amount in the ASBA Account maintained with the SCSB before submitting the ASBA Form to any of the Designated Intermediaries;

I. UPI Bidders using UPI Mechanism, may submit their ASBA Forms with the Syndicate Member, Registered Brokers, RTAs or CDPs and should ensure that the ASBA Form contains the stamp of such Designated Intermediary;

J. The ASBA bidders shall ensure that bids above ₹0.50 million, are uploaded only by the SCSBs;

K. Ensure that the signature of the first Bidder in case of joint Bids, is included in the Bid cum Application Forms. If the first Bidder is not the ASBA Account holder, ensure that the Bid cum Application Form is signed by the ASBA Account holder. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;

L. Ensure that the name(s) given in the Bid cum Application Form is/are exactly the same as the name(s) in which the beneficiary account is held with the Depository Participant. In case of joint Bids, the Bid cum Application Form should

contain the name of only the First Bidder whose name should also appear as the first holder of the beneficiary account held in joint names;

M. Ensure that you request for and receive a stamped Acknowledgment Slip in the form of a counterfoil or acknowledgement specifying the application number as a proof of having accepted the of the Bid cum Application Form for all your Bid options from the concerned Designated Intermediary;

N. Ensure that you submit the revised Bids to the same Designated Intermediary, through whom the original Bid was placed, and obtain a revised Acknowledgement Slip;

O. Bidders not using the UPI Mechanism, should submit their Bid cum Application Form directly with SCSBs and/or the designated branches of SCSBs or the relevant Designated Intermediary, as applicable;

P. Except for Bids (i) on behalf of the Central or State Governments and the officials appointed by the courts, who, in terms of the circular (No. MRD/DoP/Cir-20/2008) dated June 30, 2008 issued by the SEBI, may be exempt from specifying their PAN for transacting in the securities market, (ii) submitted by investors who are exempt from the requirement of obtaining/specifying their PAN for transacting in the securities market, and (iii) Bids by persons resident in the state of Sikkim, who, in terms of the 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 Income Tax 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;

Q. 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;

R. Ensure that the category and the investor status is indicated in the Bid cum Application Form to ensure proper upload of your Bid in the electronic Bidding system of the Stock Exchanges;

S. Ensure that in case of Bids under power of attorney or by limited companies, corporates, trusts, etc., the relevant documents, including a copy of the power of attorney, if applicable, are submitted;

T. Ensure that Bids submitted by any person outside India is in compliance with applicable foreign and Indian laws;

U. Since the Allotment will be in demat form only, ensure that the depository account is active, the correct DP ID, Client ID, the PAN, and UPI ID (for UPI Bidders Bidding through UPI Mechanism) and PAN are mentioned in their Bid cum Application Form and that the name of the Bidder, the DP ID, Client ID, UPI ID (for UPI Bidders bidding through UPI Mechanism) and the PAN entered into the online IPO system of the Stock Exchanges by the relevant Designated Intermediary, as applicable, matches with the name, DP ID, Client ID, UPI ID (for UPI Bidders bidding through UPI Mechanism) and PAN available in the Depository database;

V. In case of QIBs and NIBs, 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);

W. The ASBA Bidders shall use only their own bank account or only their own bank account linked UPI ID for the purposes of making Application in the Issue, which is UPI 2.0 certified by NPCI;

X. Bidders (except UPI Bidders Bidding through the UPI Mechanism) should instruct their respective banks to release the funds blocked in the ASBA account under the ASBA process;

Y. In case of UPI Bidders, once the Sponsor Bank(s) issues the Mandate Request, the UPI Bidders would be required to proceed to authorise the blocking of funds by confirming or accepting the UPI Mandate Request to authorise the blocking of funds equivalent to application amount and subsequent debit of funds in case of Allotment, in a timely manner;

Z. UPI Bidders Bidding using the UPI Mechanism should mention valid UPI ID of only the Bidder (in case of single account) and of the first Bidder (in case of joint account) in the Bid cum Application Form;

AA. Ensure that when applying in the Issue using the UPI Mechanism, the name of your SCSB appears in the list of SCSBs displayed on the SEBI website which are live on UPI. Further, also ensure that the name of the app and the UPI handle being used for making the application is also appearing in Annexure 'A' to the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019;

BB. UPI Bidders who wish to revise their Bids using the UPI Mechanism, should submit the revised Bid with the Designated Intermediaries, pursuant to which UPI Bidders should ensure acceptance of the UPI Mandate Request received from the Sponsor Bank(s) to authorise blocking of funds equivalent to the revised Bid Amount in the UPI Bidder's ASBA Account;

CC. Anchor Investors should submit the Anchor Investor Application Forms to the BRLM;

DD. 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;

EE. Bids received from FPIs bearing the same PAN shall not be treated as multiple Bids in the event such FPIs utilise the MIM Structure and such Bids have been made with different beneficiary account numbers, Client IDs and DP IDs;

FF. UPI Bidders Bidding through UPI Mechanism shall ensure that details of the Bid are reviewed and verified by opening the attachment in the UPI Mandate Request and then proceed to authorise the UPI Mandate Request using his/her/its UPI PIN. Upon the authorisation of the mandate using his/her UPI PIN, a UPI Bidder may be deemed to have verified the attachment containing the application details of the UPI Bidder in the UPI Mandate Request and have agreed to block the entire Bid Amount and authorises the Sponsor Bank(s) to block the Bid Amount mentioned in the Bid cum Application Form;

GG. Ensure that you have accepted the UPI Mandate Request received from the Sponsor Bank(s) prior to 5:00 p.m. on the Bid/ Issue Closing Date;

HH. Bids by Eligible NRIs, HUFs and any individuals, corporate bodies and family offices who are FPIs and registered with SEBI for a Bid Amount of less than ₹0.20 million would be considered under the Retail Portion for the purposes of allocation and Bids for a Bid Amount exceeding ₹0.20 million would be considered under the Non-Institutional Portion for allocation in the Issue;

II. Ensure that you have correctly signed the authorisation/undertaking box in the Bid cum Application Form, or have otherwise provided an authorisation to the SCSB or the Sponsor Bank(s), as applicable, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Bid Amount mentioned in the Bid cum Application Form, as the case may be, at the time of submission of the Bid. In case of UPI Bidders submitting their Bids and participating in the Issue through the UPI Mechanism, ensure that you authorise the UPI Mandate Request raised by the Sponsor Bank(s) for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment;

JJ. Ensure that the Demographic Details are updated, true and correct in all respects; and

KK. Ensure that your PAN is linked with your Aadhaar card, and that you are in compliance with notification dated Feb 13, 2020 and press release dated June 25, 2021 and September 17, 2021, each issued by the Central Board of Direct Taxes.

The Bid cum 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 (to the exent not rescinded by the SEBI RTA Master Circular).

Don'ts:

A. Do not Bid for lower than the minimum Bid size;

B. Do not submit a Bid using UPI ID, if you are not a UPI Bidder;

C. Do not Bid/revise the Bid Amount to an amount calculated at less than the Floor Price or higher than the Cap Price;

D. Do not Bid for a Bid Amount exceeding ₹0.20 million (for Bids by Retail Individual Bidders);

E. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);

F. Do not pay the Bid Amount in cheques, demand drafts, cash, money order, postal order or by stock invest;

G. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;

H. Do not submit the Bid cum Application Forms to any non-SCSB bank or our Company;

I. Do not instruct your respective banks to release the funds blocked in the ASBA Account under the ASBA process;

J. Do not submit the Bid for an amount more than funds available in your ASBA account;

K. Do not Bid on another Bid cum Application Form and the Anchor Investor Application Form, as the case may be, after you have submitted a Bid to any of the Designated Intermediary;

L. If you are a QIB, do not submit your Bid after 3 p.m. on the Bid/Issue Closing Date for QIBs (for online applications) and after 12:00 p.m. on the Bid/ Issue Closing Date (for physical applications);

M. Do not Bid for Equity Shares in excess of what is specified for each category;

N. In case of ASBA Bidders and UPI Bidders using UPI mechanism, do not submit more than one Bid cum Application Form per ASBA Account or UPI ID, respectively;

O. Do not make the Bid cum Application Form using third party bank account or using third party linked bank account UPI ID;

P. Do not submit Bids on plain paper or on incomplete or illegible Bid cum Application Forms or on Bid cum Application Forms in a color prescribed for another category of Bidder;

Q. Do not submit a Bid in case you are not eligible to acquire Equity Shares under applicable law or your relevant constitutional documents or otherwise;

R. Do not Bid if you are not competent to contract under the Indian Contract Act, 1872 (other than minors having valid depository accounts as per Demographic Details provided by the depository);

S. Do not fill up the Bid cum Application Form such that the number of Equity Shares Bid 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 under the terms of the Red Herring Prospectus;

T. 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 Bidder. Retail Individual Bidders (subject to the Bid Amount being up to ₹0.20 million), can revise or withdraw their Bids on or before the Bid/Issue Closing Date;

U. 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 Bidder. Retail Individual Bidders (subject to the Bid Amount being up to ₹0.20 million), can revise or withdraw their Bids on or before the Bid/Issue Closing Date;

V. Do not submit the General Index Register ("**GIR**") number instead of the PAN;

W. Do not submit incorrect details of the DP ID, Client ID, the PAN and UPI ID, if applicable, or provide details for a beneficiary account which is suspended or for which details cannot be verified by the Registrar to the Issue;

X. Do not submit the ASBA Forms to any Designated Intermediary that is not authorised to collect the relevant ASBA Forms or to our Company;

Y. Do not submit Bids to a Designated Intermediary at a location other than at the relevant Bidding Centres. If you are RIB and are using UPI mechanism, do not submit the ASBA Form directly with SCSBs;

Z. Do not submit the Bid without ensuring that funds equivalent to the entire Bid Amount are available for blocking in the relevant ASBA account;

AA. Anchor Investors should not Bid through the ASBA process;

BB. Do not Bid on a Bid cum Application Form that does not have the stamp of a Designated Intermediary;

CC. Do not Bid on another Bid cum Application Form and the Anchor Investor Application Form, as the case may be, after you have submitted a Bid to any of the Designated Intermediaries;

DD. 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 Bids submitted by UPI Bidders using the UPI Mechanism;

EE. UPI Bidders Bidding through the UPI Mechanism using the incorrect UPI handle or using a bank account of an SCSB or a bank which is not mentioned in the list provided in the SEBI website is liable to be rejected;

FF. In case of ASBA Bidders (other than 3-in-1 Bids) Syndicate Members shall ensure that they do not upload any bids above ₹0.50 million;

GG. Do not submit more than one Bid cum Application Form for each UPI ID in case of UPI Bidders Bidding using the UPI Mechanism; and

HH. Do not Bid if you are an OCB.

The Bid cum Application Form is liable to be rejected if the above instructions, as applicable, are not complied with.

Further, in case of any pre-Issue or post-Issue related issues regarding share certificates/demat credit/refund orders/unblocking etc., investors shall reach out to the Company Secretary and Compliance Officer. For details of the Company Secretary and Compliance Officer, see "*General Information*" on page 70.

For helpline details of the BRLM pursuant to SEBI master circular bearing SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, see '*General Information*' on page 70.

Grounds for Technical Rejection

In addition to the grounds for rejection of Bids on technical grounds as provided in the General Information Document, Bidders are requested to note that Bids may be rejected on the following additional technical grounds:

1. Bids submitted without instruction to the SCSBs to block the entire Bid 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 UPI Bidders 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 UPI Bidders 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(s));

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. ASBA Form by the RIBs by using third party bank accounts or using third party linked bank account UPI IDs;

10. 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;

11. GIR number furnished instead of PAN;

12. Bids by RIBs Bidding in the Retail Portion with Bid Amount of a value of more than ₹0.20 million;

13. Bids by persons who are not eligible to acquire Equity Shares in terms of all applicable laws, rules, regulations, guidelines and approvals;

14. Bids accompanied by stock invest, money order, postal order or cash; and

15. Bids by QIBs uploaded 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 RIBs uploaded after 5.00 p.m. on the Bid/ Issue Closing Date, unless extended by the Stock Exchanges.

Further, Bidders shall be entitled to compensation in the manner specified in the SEBI circular dated March 16, 2021 read with SEBI ICDR Master Circular in case of delays in resolving investor grievances in relation to blocking/unblocking of funds.

Names of entities responsible for finalising the basis of allotment in a fair and proper manner

The authorised employees of the Designated Stock Exchange, along with the BRLM and the Registrar, shall ensure that the Basis of Allotment is finalised 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 through the Red Herring Prospectus and the Prospectus 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 one per cent of the Issue may be made for the purpose of making allotment in minimum lots.

The allotment of Equity Shares to Bidders other than to the RIBs, NIBs 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 minimum allotment being equal to the minimum application size as determined and disclosed.

The allotment of Equity Shares to each Retail Individual Bidder shall not be less than the minimum Bid Lot, subject to the availability of Equity Shares in Retail Portion, and the remaining available Equity 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, which shall be subject to the following, and in accordance with the SEBI ICDR Regulations: (i) one-third of the Non-Institutional Portion will be available for allocation to Bidders with a Bid size of more than ₹0.20 million and up to ₹1.00 million, and (ii) two-thirds of the Non-Institutional Portion will be available for allocation to Bidders with a Bid size of more than ₹1.00 million, provided that 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.

Payment into Escrow Account(s) for Anchor Investors

Our Company, in consultation with the BRLM, in their 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 should transfer the Bid Amount (through direct credit, RTGS, NACH or NEFT) to the Escrow Account(s). For Anchor Investors, the payment instruments for payment into the Escrow Account(s) should be drawn in favor of:

(a) In case of resident Anchor Investors: "[●]"; and

(b) 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, the Escrow Collection Bank and the Registrar to the Issue to facilitate collections of Bid amounts from Anchor Investors.

Pre-Issue Advertisement

Subject to Section 30 of the Companies Act, 2013, our Company shall, after filing Red Herring Prospectus with the RoC, publish a pre-Issue advertisement, in the form prescribed by the SEBI ICDR Regulations, in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation.

In the pre-Issue advertisement, we shall state the Bid/Issue Opening Date and the Bid/Issue Closing Date. The advertisement, subject to the provisions of Section 30 of the Companies Act, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI ICDR Regulations.

Allotment advertisement

Our Company, the Book Running Lead Manager and the Registrar to the Issue shall publish an allotment advertisement before commencement of trading of the Equity Shares on the Stock Exchanges, disclosing the date of commencement of trading of the Equity Shares on the Stock Exchanges in all editions of [●], an English national daily newspaper, and all editions of [●] a Hindi national daily newspaper, and all editions of [●], a Gujarati daily newspaper (Gujarati being the regional language of Gujarat, where our Registered Office is located), each with wide circulation.

Signing of the Underwriting Agreement and the RoC Filing

(a) Our Company, and the Underwriters intend to enter into an Underwriting Agreement on or immediately after the finalization of the Issue Price but prior to the filing of Prospectus.

(b) After signing the Underwriting Agreement, an updated Red Herring Prospectus will be filed with the RoC in accordance with applicable law, which then would be termed as the 'Prospectus'. The Prospectus will contain details of the Issue Price, the Anchor Investor Issue Price, Issue size, and underwriting arrangements and will be complete in all material respects.

Impersonation

Attention of the Bidders is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 2013, which is reproduced below:

"***Any person who:***

(a) makes or abets making of an application in a fictitious name to a company for acquiring, or subscribing for, its securities; or

(b) makes or abets making of multiple applications to a company in different names or in different combinations of his name or surname for acquiring or subscribing for its securities; or

(c) otherwise induces directly or indirectly a company to allot, or register any transfer of, securities to him, or to any other person in a fictitious name,

shall be liable for action under Section 447."

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 six months extending up to 10 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 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 ₹5 million or with both.

Undertakings by our Company

Our Company undertakes the following:

(i) adequate arrangements shall be made to collect all Bid cum Application Forms submitted by Bidders and Anchor Investor Application Form from Anchor Investors;

(ii) the complaints received in respect of the Issue shall be attended to by our Company expeditiously and satisfactorily;

(iii) all steps for completion of the necessary formalities for listing and commencement of trading at all the Stock Exchanges where the Equity Shares are proposed to be listed shall be taken within the time period of the Bid/Issue Closing Date, as may be prescribed by the SEBI or under any applicable law;

(iv) if Allotment is not made within the prescribed time period under applicable law, the entire Bid amount received will be refunded/unblocked within the time prescribed under applicable law, failing which interest will be due to be paid to the Bidders at the rate prescribed under applicable law for the delayed period;

(v) the funds required for making refunds (to the extent applicable) to unsuccessful Bidders as per the mode(s) disclosed shall be made available to the Registrar to the Issue by our Company;

(vi) where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall be sent to the Bidder 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;

(vii) Except for Equity Shares allotted pursuant to the Issue, no further issue of the Equity Shares shall be made until the Equity Shares issued through the Red Herring Prospectus are listed or until the Bid monies are unblocked in ASBA Account/refunded on account of non-listing, under-subscription, etc, other than as disclosed in accordance with Regulation 56;

(viii) Promoter's contribution, if any, shall be brought in advance before the Bid/Issue Opening Date and the balance, if any, shall be brought in on a pro rata basis before calls are made on the Allottees;

(ix) Our Company shall not have any recourse to the proceeds of the Fresh Issue until final listing and trading approvals have been received from the Stock Exchanges;

(x) that if our Company does not proceed with the Issue after the Bid / Issue Closing Date but prior to Allotment, the reason thereof shall be given as a public notice within two working days of the Bid / Issue Closing Date. The public notice shall be issued in the same newspapers where the pre-Issue advertisements were published. The Stock Exchanges on which the Equity Shares are proposed to be listed shall also be informed promptly; and

(xi) if our Company, in consultation with the BRLM withdraws the Issue after the Bid/ Issue Closing Date and thereafter determines that it will proceed with an issue of the Equity Shares, it shall be required to file a fresh draft red herring prospectus with the SEBI.

Utilization of Issue Proceeds

Our Company declares that:

(i) all monies received out of the Fresh Issue shall be credited/transferred to a separate bank account other than the bank account referred to in sub-section (3) of Section 40 of the Companies Act, 2013;

(ii) details of all monies utilised out of the Fresh Issue shall be disclosed, and continue to be disclosed until the time any part of the Fresh Issue proceeds remains unutilised, under an appropriate head in the balance sheet of our Company indicating the purpose for which such monies have been utilised; and

(iii) details of all unutilised monies out of the Fresh Issue, if any shall be disclosed under an appropriate separate head in the balance sheet indicating the form in which such unutilised monies have been invested.

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. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of the Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The RBI and the concerned ministries/departments are responsible for granting approval for foreign investment.

The Government of India has from time to time made policy pronouncements on foreign direct investment ("**FDI**") through press notes and press releases. The Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry Government of India (*earlier known as the Department of Industrial Policy and Promotion*) ("**DPIIT**") issued the FDI Policy, which with effect from October 15, 2020 consolidated, subsumed superseded all previous press notes, press releases and clarifications on FDI issued by the DPIIT that were in force and effect as of and prior to October 15, 2020. The FDI Policy will be valid until the DPIIT issues an updated circular. 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. For further details, see "*Key Regulations and Policies in India*" on page 184.

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 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 FDI Policy, and (iii) the pricing is in accordance with the guidelines prescribed by the SEBI/RBI. For details of the aggregate limit for investments by NRIs and FPIs in our Company, see "*Issue Procedure – Bids by Eligible NRIs*" and "*Issue Procedure – Bids by FPIs*" on pages 350 and 351.

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 Investors**"), will require prior approval of the Government, as prescribed in the FDI Policy and the FEMA Non-debt Instruments Rules. Further, in the event of transfer of ownership of any existing or future foreign direct investment 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 Non-debt Instruments Rules. Pursuant to the Foreign Exchange Management (Non-debt Instruments) (Fourth Amendment) Rules, 2020, a multilateral bank or fund, of which India is a member, shall not be treated as an entity of a particular country nor shall any country be treated as the beneficial owner of the investments of such bank or fund in India. Each Bidder 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 Bidder shall intimate our Company and the Registrar to the Issue in writing about such approval along with a copy thereof within the Bid/Issue Period.

As per the existing policy of the Government of India, OCBs cannot participate in the Issue. For further details, see "*Issue Procedure*" on page 345.

The Equity Shares issued in the Issue have not been and will not be registered under the U.S. Securities Act, and shall not be offered or sold within the United States, Accordingly, the Equity Shares are being offered and sold outside the United States in 'offshore transactions' in reliance on Regulation S under the U.S. Securities Act and the applicable laws of the jurisdictions where such 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 Bidders. Our Company and the BRLM are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Draft Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares Bid for do not exceed the applicable limits under laws or regulations.

SECTION VIII – DESCRIPTION OF EQUITY SHARES AND TERMS OF THE ARTICLES OF ASSOCIATION

INTERPRETATION

Capitalised terms used in this section have the meaning that has been given to such terms in the Articles of Association of our Company. Pursuant to Schedule I of Companies Act, 2013 and the SEBI ICDR Regulations, the main provisions of the Articles of Association of our Company are detailed below. Except as disclosed below, there are no other material provisions of the Articles of Association that are required to be disclosed, or the non-disclosure of which may have a bearing on the investment decision of prospective investors in the Issue.

Definitions and Interpretation

1. In these Articles—

a) "the Act" means the Companies Act, 2013 and includes any statutory modification or re-enactment thereof for the time being in force.

b) "the seal" means the common seal of the company.

c) "Applicable Laws" means all applicable statutes, laws, ordinances, rules and regulations, judgments, notifications circulars, orders, decrees, byelaws, guidelines, or any decision, or determination, or any interpretation, policy or administration, having the force of law, including but not limited to, any authorization by any authority, in each case as in effect from time to time.

d) "These Articles" means Articles of Association for the time being in force or as may be altered from time to time vide Special Resolution.

e) "Auditors" means and includes those persons appointed as such for the time being of the Company.

f) "Board" means the Board of directors of the Company.

g) "Capital" means the share capital for the time being raised or authorized to be raised for the purpose of the Company.

h) "The Company" shall mean Supreet Chemicals Limited.

i) "Executor" or "Administrator" means a person who has obtained a probate or letter of administration, as the case may be, from a Court of competent jurisdiction and shall include a holder of a Succession Certificate authorizing the holder thereof to negotiate or transfer the Share or Shares of the deceased Member and shall also include the holder of a Certificate granted by the Administrator General undersection 31 of the Administrator General Act, 1963.

j) "Legal Representative" means a person who in law represents the estate of a deceased Member.

k) "Lien" means any mortgage, pledge, charge, assignment, hypothecation, security interest, title retention, preferential right, option (including call commitment), trust arrangement, any voting rights, right of set-off, counterclaim or banker's lien, privilege or priority of any kind having the effect of security, any designation of loss payees or beneficiaries or any similar arrangement under or with respect to any insurance policy.

l) Words importing the masculine gender also include the feminine gender.

m) "In Writing" and "Written" includes printing lithography and other modes of representing or reproducing words in a visible form.

n) The marginal notes hereto shall not affect the construction thereof.

o) "Meeting" or "General Meeting" means a meeting of members.

p) "Memorandum" means the memorandum of association of the Company or as altered from time to time.

q) "Month" means a calendar month.

r) "Annual General Meeting" means a General Meeting of the Members held in accordance with the provision of section 96of the Act.

s) "Extra-Ordinary General Meeting" means an Extraordinary General Meeting of the Members duly called and constituted and any adjourned holding thereof.

t) "National Holiday" means and includes a day declared as National Holiday by the Central Government.

u) "Non-retiring Directors" means a director not subject to retirement by rotation.

v) "Office" means the registered Office for the time being of the Company.

w) "Ordinary Resolution" and "Special Resolution" shall have the meanings assigned thereto by Section 114 of the Act.

x) "Person" shall be deemed to include corporations and firms as well as individuals.

y) "Proxy" means an instrument whereby any person is authorized to vote for a member at General Meeting or Polland includes attorney duly constituted under the power of attorney.

z) "The Register of Members" means the Register of Members to be kept pursuant to Section 88(1) (a) of the Act.

aa) "Rules" shall means the applicable rules for the time being in force as prescribed under relevant sections of the Act.

bb) Words importing the Singular number include where the context admits or requires the plural number and vice versa.

cc) "The Statutes" means the Companies Act, 2013 and every other Act for the time being in force affecting the Company.

dd) "Variation" shall include abrogation; and "vary" shall include Abrogate.

ee) "Year" means the calendar year and "Financial Year" shall have the meaning assigned thereto by Section 2(41) of the Act.

Unless the context otherwise requires:

a) words or expressions contained in these Articles shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these Articles become binding on the company.

b) references to a party shall, where the context permits, include such party's respective successors, legal heirs and permitted assigns.

c) 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.

d) 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.

e) 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.

f) 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".

g) the terms "hereof", "herein", "hereto", "hereunder" or similar expressions used in these Articles mean and refer to these Articles and not to any Article of these Articles, unless expressly stated otherwise.

h) unless otherwise specified, time periods within or following which any payment is to be made or act is to be done shall be calculated by excluding the day on which the period commences and including the day on which the period ends and by extending the period to the next Business Day following if the last day of such period is not a Business Day; and whenever any payment is to be made or action to be taken under these Articles is required to be made or taken on a day other than a Business Day, such payment shall be made or action taken on the next Business Day following.

i) a reference to a party being liable to another party, or to liability, includes, but is not limited to, any liability in equity, contract or tort (including negligence).

j) 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.

k) references made to any provision of the Act shall be construed as meaning and including the references to the rules and regulations made in relation to the same by the MCA. The applicable provisions of the Companies Act, 1956 shall cease to have effect from the date on which the corresponding provisions under the Companies Act, 2013, have been notified.

l) 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.

Share capital and variation of rights

2. The authorized share capital of the Company shall be such amount and be divided into such shares as may from time to time, be provided in Clause V of Memorandum, divided into such number, classes and descriptions of Shares and into such denominations, as stated therein, with power to reclassify, subdivide, consolidate and increase and with power from time to time, to issue any shares of the original capital or any new capital and upon the sub-division of shares to apportion the right to participate in profits, in any manner as between the shares resulting from sub-division.

3. 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 and with sanction of the company in the General Meeting to give to any person or persons the option or right to call for any shares either at par or premium during such time and for such consideration as the directors thinks fit, and may issue and allot shares in the capital of the company on payment in full or part of any property sold and transferred or for any services rendered to the company in the conduct of its business and any shares which may so be allotted may be issued as fully paid up shares and if so issued, shall be deemed to be fully paid shares. Provided that option or right to call of shares shall not be given to any person or persons without the sanction of the company in the General Meeting. The Board shall cause to be filed the returns as to allotment as may be prescribed from time to time.

   Any application signed by or on behalf of an applicant for subscription for Shares in the Company, followed by an allotment of any Shares therein, shall be an acceptance of Shares within the meaning of these Articles, and every person, who, thus or otherwise, accepts any Shares and whose name is entered on the Registered shall, for the purpose of these Articles, be a member.

   The money, if any, which the Board shall, on the allotment of any shares being made by them, require or direct to be paid by way of deposit, call or otherwise, in respect of any Shares allotted by them, shall immediately on the insertion of the name of the allottee in the Register of Members as the name of the holder of such Shares, become a debt due to and recoverable by the Company from the allottee thereof, and shall be paid by him accordingly, in the manner prescribed by the Board.

   The Company may issue the following kinds of shares in accordance with these Articles, the Act, the Rules and other Applicable Laws:

   (*a*) Equity Share capital:

      (*i*) with voting rights; and / or

      (*ii*) with differential rights as to dividend, voting or otherwise in accordance with the Rules; and

   (*b*) Preference share capital, non-convertible into Equity Shares, as permitted and in accordance with Applicable Laws, from time to time.

4. In accordance with Section 56 and other applicable provisions of the Act and the Rules:

   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 two months from the date of allotment,

or within thirty days of the receipt of instrument of transfer, sub-division, consolidation or renewal of its shares as the case may be and for transmission requests for securities held in dematerialized mode and physical mode must be processed within seven days and twenty one days respectively, after receipt of the specified documents. 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 rupees two.

5. 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 on payment of twenty rupees for each certificate. 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.

   Provided that no fee shall be charged for issue of new certificates in replacement of those which are old, defaced or worn out or where there is no further space on the back thereof for endorsement of transfer. Provided that notwithstanding what is stated above, the Board shall comply with such rules or regulations or requirements of any stock exchange or the rules made under the Act or rules made under the Securities Contracts (Regulation) Act,1956 or any other act, or rules applicable thereof in this behalf.

6. Except as required by law, no person shall be recognised 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 recognise (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 Articles 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.

7. (*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.

8. (*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 Articles relating to general meetings shall *mutatis mutandis* apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.

9. 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.

10. 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.

    On the issue of Redeemable Preference Shares under the provisions of the preceding Article, the following provisions shall take effect:

    (i) No such Shares shall be redeemed except out of the profits of the Company which would otherwise be available for dividend or out of the proceeds of a fresh issue of Shares made for the purpose of the redemption.

    (ii) No such Shares shall be redeemed unless they are fully paid. The period of redemption in case of preference shares shall not exceed the maximum period for redemption provided under Section 55 of the Act;

(iii) The premium, if any, payable on redemption, must have been provided for, out of the profits of the Company or the Share Premium Account of the Company before, the Shares are redeemed; and

(iv) Where any such Shares are redeemed otherwise than out of the proceeds of a fresh issue, there shall, out of profits which would otherwise have been available for dividend, be transferred to a reserve fund to be called "Capital Redemption Reserve Account", a sum equal to the nominal amount of the Shares redeemed and the provisions of the Act, relating to the reduction of the Share Capital of the Company, shall, except as provided in Section 80 of the Act, apply as if "Capital Redemption Reserve Account" were paid up Share capital of the Company.

11. Whenever the capital, by reason of the issue of Preference Shares or otherwise, is divided into different classes of shares, all or any of the rights and privileges attached to each class may, subject to the applicable provisions of the Act, be modified, commuted, affected or abrogated, or dealt with by an agreement between the Company and any person purporting to contract on behalf of that class, provided such agreement is ratified, in writing, by holders of at least three-fourths in nominal value of the issued Shares of the class or is confirmed by a special resolution passed at a separate general meeting of the holders of Shares of that class and all the provisions hereinafter contained as to general meetings, shall, *mutatis mutandis*, apply to every such meeting.

12. Where at any time, the Company proposes to increase its subscribed capital by issue of further shares, either out of the unissued capital or the increased share capital, such shares shall be offered:

(i) to persons who, on the date of the offer, are holders of Equity Shares of the Company, in proportion as near as circumstances admit, to the share capital paid up on those shares by sending a letter of offer on the following conditions:

a) the aforesaid offer shall be made by a notice specifying the number of shares offered and limiting a time prescribed under the Act from the date of the offer within which the offer, if not accepted, will be deemed to have been declined

b) the aforementioned offer 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 mentioned in sub-Article (i), above shall contain a statement of this right; and

c) after the expiry of the time specified in the aforesaid notice or on receipt of earlier intimation from the person to whom such notice is given that he declines to accept the shares offered, the Board of Directors may dispose of them in such manner which is not disadvantageous to the shareholders and the Company; or

(ii) to employees under any scheme of employees' stock option, subject to a special resolution passed by the Company and subject to the conditions as specified under the Act and Rules thereunder; or

(iii) to any persons, if it is authorized by a special resolution passed by the Company in a General Meeting, whether or not those persons include the persons referred to in clause (a) or clause (b) above, either for cash or for consideration other than cash, subject to applicable provisions of the Act and Rules thereunder.

The notice referred to in sub-clause (i) of sub-Article (a) shall be dispatched through registered post or speed post or through electronic mode to all the existing Members at least 3 (three) days before the opening of the issue.

The provisions contained in this Article shall be subject to the provisions of the section 42 and section 62 of the Act, the rules thereunder and other applicable provisions of the Act.

Sub Division, Consolidation And Cancellation Of Share Certificate

13. Subject to the provisions of the Act, the Company in its General Meetings may, by an Ordinary Resolution, from time to time:

(a) increase the share capital by such sum, to be divided into shares of such amount as it thinks expedient;

(b) divide, sub-divide or consolidate its shares, or any of them, and the resolution whereby any share is sub-divided, may determine that as between the holders of the shares resulting from such sub-division one or more of such shares have some preference or special advantage in relation to dividend, capital or otherwise as compared with the others;

(c) cancel shares which at the date of such General Meeting have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled;

(d) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares; provided that any consolidation and division which results in changes in the voting percentage of Members shall require applicable approvals under the Act; and

(e) convert all or any of its fully paid-up shares into stock and reconvert that stock into fully paid-up shares of any denomination.

14. Share warrants – The Company may issue Share warrants in the manner provided by the said Act and accordingly the Directors may, in their discretion, with respect to any fully paid up Share or stock, on application, in writing, signed by the person or all persons registered as holder or holders of the Share or stock, and authenticated by such evidence, if any, as the Directors may, from time to time, require as to the identity of the person or persons signing the application, and on receiving the certificate, if any, of the Share or stock and the amount of the stamp duty on the warrant and such fee as the Directors may, from time to time, prescribe, issue, under the Seal of the Company, a warrant, duly stamped, stating that the bearer of the warrant is entitled to the Shares or stock therein specified, and may provide by coupons or otherwise for the payment of future dividends, or other moneys, on the Shares or stock included in the warrant. On the issue of a Share warrant the names of the persons then entered in the Register of Members as the holder of the Shares or stock specified in the warrant shall be struck off the Register of Members and the following particulars shall be entered therein:

(i) fact of the issue of the warrant.

(ii) a statement of the Shares or stock included in the warrant distinguishing each Share by its number, and

(iii) the date of the issue of the warrant.

A Share warrant shall entitle the bearer to the Shares or stock included in it, and, notwithstanding anything contained in these articles, the Shares or stock shall be transferred by the delivery of the Share-warrant, and the provisions of the regulations of the Company with respect to transfer and transmission of Shares shall not apply thereto.

The bearer of a Share-warrant shall, on surrender of the warrant to the Company for cancellation, and on payment of such fees, as the Directors may, from time to time, prescribe, be entitled, subject to the discretion of the Directors, to have his name entered as a member in the Register of Members in respect of the Shares or stock included in the warrant.

The bearer of a Share-warrant shall not be considered to be a member of the Company and accordingly save as herein otherwise expressly provided, no person shall, as the bearer of 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 notice from the Company of meetings or otherwise, or qualified in respect of the Shares or stock specified in the warrant for being a director of the Company, or have or exercise any other rights of a member of the Company. The Directors may, from time to time, make rules as to the terms on which, if they shall think fit, a new Share warrant or coupon may be issued by way of renewal in case of defacement, loss, or destruction.

15. ***Lien***

(*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) Unless otherwise agreed, the registration of a transfer of shares shall operate as a waiver of the Company's lien, if any, on such shares.

16. 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.

17. (*i*) To give effect to any such sale, the Board may authorise 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.

18. (*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.

19. That fully paid up shares shall be free from all lien and that in the case of partly paid shares, the Company's lien shall be restricted to moneys called or payable at a fixed time in respect of such shares.

Calls on shares

20. (*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.

21. A call shall be deemed to have been made at the time when the resolution of the Board authorising the call was passed and may be required to be paid by instalments.

22. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

23. (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.

24. (*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 Articles, 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 Articles 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.

(iii) On the trial or hearing of any action or suit brought by the Company against any member or his representative for the recovery of any money claimed to be due to the Company in respect of his Shares, it shall be sufficient to prove that the name of the member, in respect of whose Shares the money is sought to be recovered, appears or is entered on the Register of Members as the holder, at or subsequent to the date at which the money is sought to be recovered, is alleged to have become due on the Shares in respect of which money is sought to be recovered, and that the resolution making the call is duly recorded in the minute book, and that notice, of

which call, was duly given to the member or his representatives and used in pursuance of these Articles, and it shall not be necessary to prove the appointment of the Directors who made such call, and not that a quorum of Directors was present at the meeting of the Board at which any call was made, and nor that the meeting, at which any call was made, has duly been convened or constituted nor any other matter whatsoever, but the proof of the matters aforesaid shall be conclusive of the debt.

(iv) Neither the receipt by the Company of a portion of any money which shall, from time to time, be due from any member to the Company in respect of his Shares, either by way of principal or interest, nor any indulgence granted by the Company in respect of the payment of any such money, shall preclude the Company from thereafter proceeding to enforce a forfeiture of such Shares as hereinafter provided.

25. 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; and

(c) 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 Directors may at any time repay the amount so advanced.

The provisions of these Articles shall mutatis mutandis apply to any other securities, including debentures, of the Company, to the extent applicable.

26. If by the conditions of allotment of any shares, the whole or part of the amount of issue price thereof shall be payable by installments, then every such installment shall, when due, be paid to the Company by the person who, for the time being and from time to time, is or shall be the registered holder of the share or the legal representative of a deceased registered holder.

27. All calls shall be made on a uniform basis on all shares falling under the same class.

Explanation: Shares of the same nominal value on which different amounts have been paid-up shall not be deemed to fall under the same class.

28. **Dematerialisation**

Notwithstanding anything contained in the Articles, the Company shall be entitled to dematerialise its shares, debentures and other securities and offer such shares, debentures and other securities in a dematerialised form pursuant to the Depositories Act 1996.

Notwithstanding anything contained in the Articles, and subject to the provisions of the law for the time being in force, the Company shall, on a request made by a beneficial owner, re-materialise the shares, which are in dematerialised form.

Every Person subscribing to the shares offered by the Company shall have the option to receive share certificates or to hold the shares with a Depository. Where Person opts to hold any share with the Depository, the Company shall intimate such Depository of details of allotment of the shares to enable the Depository to enter in its records the name of such Person as the beneficial owner of such shares. Such a Person who is the beneficial owner of the shares can at any time opt out of a Depository, if permitted by the law, in respect of any shares 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 certificate of shares. In the case of transfer of shares or other marketable securities where the Company has not issued any certificates and where such shares or securities are being held in an electronic and fungible form, the provisions of the Depositories Act 1996 shall apply.

If a Person opts to hold his shares with a Depository, the Company shall intimate such Depository the details of allotment of the shares, and on receipt of the information, the Depository shall enter in its record the name of the allottee as the beneficial owner of the shares.

All shares held by a Depository shall be dematerialised and shall be in a fungible form:

(*a*) Notwithstanding anything to the contrary contained in the Act or the Articles, a Depository shall be deemed to be the registered owner for the purposes of effecting any transfer of ownership of shares on behalf of the beneficial owner.

(*b*) Save as otherwise provided in (a) above, the Depository as the registered owner of the shares shall not have any voting rights or any other rights in respect of shares held by it.

Notwithstanding anything in the Act or the Articles to the contrary, where shares are held in a Depository, the records of the beneficial ownership may be served by such Depository on the Company by means of electronic mode or by delivery of disks, drives or any other mode as prescribed by law from time to time.

Further Issue of Shares

29. Where at any time the Board or the Company, as the case may be, propose 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:

(a) (i) to the persons who at the date of the offer are holders of the Equity Shares of the Company, in proportion as nearly as circumstances admit, to the paid-up share capital on those shares by sending a letter of offer subject to the conditions mentioned in sub-clause (ii) to (iv) below;

(ii) 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 under the Act or the rules made thereunder, or other applicable law) 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.

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;

(b) 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

(c) to any person(s), if it is authorised 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 compliance with such conditions as may be prescribed under the Act and the rules made thereunder;

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 having an option 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 of the Company in a general meeting. Notwithstanding anything contained in Article 13 (C) 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. A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the rules made thereunder.

A further issue of shares may be made in any manner whatsoever as the Board may determine including by way of preferential offer or private placement, subject to and in accordance with the Act and the Rules.

Term of Issue of Debenture

30. 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, 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.

Transfer of shares

31. (*i*) The instrument of transfer of any share in the company shall be duly executed by or on behalf of both the transferor and transferee and delivered to the Company within the prescribed period and all provisions of section 56 of the Act and statutory modification thereof for the time being shall be duly complied with in respect of all transfer of shares and registration thereof.

(*ii*) 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.

32. 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.

33. The Board may decline to recognise any instrument of transfer unless—

(*a*) The instrument of transfer is in writing and the form shall be duly executed by or on behalf of both the transferor and transferee 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.

34. 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.

35. The Company shall keep a "Register of Transfers" and therein shall be fairly and distinctly entered particulars of every transfer or transmission of any shares. The Company shall also use a common form of transfer.

36. Subject to the provisions of these Articles and other applicable provisions of the Act or any other law for the time being in force, the Board may (at its own absolute and uncontrolled discretion) decline or refuse by giving reasons, whether in pursuance of any power of the Company under these Articles or otherwise, to register or acknowledge any transfer of, or the transmission by operation of law of the right to, any securities or interest of a Member in the Company, after providing sufficient cause, within a period of one month or such other period as prescribed under applicable laws, from the date on which the instrument of transfer, or the intimation of such transmission, as the case may be, was delivered to the Company, send notice of the refusal to the transferee and the transferor or to the person giving intimation of such transmission, as the case may be, giving reasons for such refusal. Provided that the registration of transfer of any securities shall not be refused on the ground of the transferor being either alone or jointly with any other person or persons, indebted to the Company on any account whatsoever except where the Company has a lien on shares. Transfer of shares/ debentures in whatever lot shall not be refused.

37. The transferee may, within two weeks from the date of receipt of the notice and not later, object to the proposed transfer. The notice to the transferee shall be deemed to have been duly given, if dispatched by prepaid registered post to the transferee at the address given in the instrument of transfer and shall be deemed to have been delivered at the time when it would have been delivered in the ordinary course of post.

Transmission of shares

38. (*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 recognised 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.

39. (*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.

40. (*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 Articles 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.

41. 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.

42. In case of a One Person Company—

(*i*) on the death of the sole member, the person nominated by such member shall be the person recognised by the company as having title to all the shares of the member;

(*ii*) the nominee on becoming entitled to such shares in case of the member's death shall be informed of such event by the Board of the company;

(*iii*) such nominee shall be entitled to the same dividends and other rights and liabilities to which such sole member of the company was entitled or liable;

(i) on becoming member, such nominee shall nominate any other person with the prior written consent of such person who, shall in the event of the death of the member, become the member of the company.

No Fee on Transfer or Transmission

43. 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, or for sub division and/or consolidation of shares and debentures and sub-divisions of letters of allotment, renounceable letters of right

and split, consolidation, renewal and genuine transfer receipts into denomination corresponding to the market unit of trading.

Forfeiture of shares

44. If a member fails to pay any call, or instalment of a call, 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 remains unpaid or a judgement or decree in respect thereof remains unsatisfied in whole or in part, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.

45. The 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.

46. 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. Subject to the provisions of the Act, such forfeiture shall include all dividends declared or any other moneys payable in respect of the forfeited Shares and not actually paid before the forfeiture.

47. (*i*) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks it fit.

(*ii*) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks it is fit.

48. (*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.

49. (*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.

(*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.

50. The provisions of these Articles as to forfeiture shall apply in the case of non-payment 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

51. 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.

52. 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.

53. 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 Articles of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those Articles shall include "stock" and "stock-holder" respectively.

54. The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law,—

(*a*) its share capital;

(*b*) any capital redemption reserve account; or

(*c*) any share premium account.

Capitalisation of profits

55. (i) The company in general meeting may, upon the recommendation of the Board, resolve—

(*a*) that it is desirable to capitalise 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 (*i*), 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.

56. (*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 capitalised 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 authorise 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 capitalisation, 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 capitalised, 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.

(iv) A general meeting may resolve that any surplus money arising from the realisation of any capital assets of the Company, or any investments representing the same, or any other undistributed profits of the Company, not subject to charge for income tax, be distributed among the members on the footing that they receive the same as capital.

Buy-back of shares

57. 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.

The Company may purchase its own Shares or other specified securities out of free reserves, the securities premium account or the proceeds of issue of any Share or specified securities.

Subject to the provisions contained in sections 68 to 70 and all applicable provisions of the Act and subject to such approvals, permissions, consents and sanctions from the concerned authorities and departments, including the SEBI, Registrar and the Reserve Bank of India, if any, the Company may, by passing a special resolution at a general meeting, purchase its own Shares or other specified securities from its existing Shareholders on a proportionate basis and/or from the open market and/or from the lots smaller than market lots of the securities (odd lots), and/or the securities issued to the employees of the Company pursuant to a scheme of stock options or sweat Equity, from out of its free reserves or out of the securities premium account of the Company or out of the proceeds of any issue made by the Company specifically for the purpose, on such terms, conditions and in such manner as may be prescribed by law from time to time; provided that the aggregate of the securities so bought back shall not exceed such number as may be prescribed under the Act or Rules made from time to time.

General meetings

58. All general meetings other than annual general meeting shall be called extraordinary general meeting.

59. (*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.

(*iii*) Any valid requisition made by the members must state the object or objects of the meeting proposed to be called and must be signed by the requisitionists and be deposited at the office, provided that such requisition may consist of several documents, in like form, each of which has been signed by one or more requisitionists.

(*iv*) Upon receipt of any such requisition, the Board shall forthwith call an Extra-ordinary General Meeting and if they do not proceed within 21 (Twenty-one) days or such other lessor period, as may be prescribed, from time to time, under the Act, from the date of the requisition, being deposited at the office, to cause a meeting to be called on a day not later than 45 (Forty-five) days or such other lessor period, as may be prescribed, from time to time, under the Act, from the date of deposit of the requisition, the requisitionists, or such of their number as represent either a majority in value of the paid up Share capital held by all of them or not less than one-tenth of such of the paid up Share Capital of the Company as is referred to in Section 100(4) of the Act, whichever is less, may themselves call the meeting, but, in either case, any meeting so called shall be held within 3 (Three) months or such other period, as may be prescribed, from time to time, under the Act,

from the date of the delivery of the requisition as aforesaid. Any meeting called under the foregoing Articles by the requisitionists shall be called in the same manner, as nearly as possible as that in which such meetings are to be called by the Board.

Proceedings at general meetings

60. (*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.

61. The chairperson, if any, of the Board shall preside as chairperson at every general meeting of the company.

62. 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.

63. 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.

64. Not more than 15 (Fifteen) months or such other period, as may be prescribed, from time to time, under the Act, shall lapse between the date of one Annual General Meeting and that of the next. Nothing contained in the foregoing provisions shall be taken as affecting the right conferred upon the Registrar under the provisions of the Act to extend time within which any Annual General Meeting may be held.

65. Every Annual General Meeting shall be called for a time during business hours i.e., between 9 a.m. and 6 p.m., on a day that is not a National Holiday, and shall be held at the Office of the Company or at some other place within the city, in which the Office of the Company is situated, as the Board may think fit and determine and the notices calling the Meeting shall specify it as the Annual General Meeting.

66. At least 21 (Twenty-one) days' notice, of every general meeting, Annual or Extra-ordinary, and by whomsoever called, specifying the day, date, place and hour of meeting, and the general nature of the business to be transacted there at, shall be given in the manner hereinafter provided, to such persons as are under these Articles entitled to receive notice from the Company, provided that in the case of an General Meeting, with the consent of members holding not less than 95 per cent of such part of the paid up Share Capital of the Company as gives a right to vote at the meeting, a meeting may be convened by a shorter notice. In the case of an Annual General Meeting of the Shareholders of the Company, if any business other than:

(i) the consideration of the Accounts, Balance Sheet and Reports of the Board and the Auditors thereon

(ii) the declaration of dividend,

(iii) appointment of directors in place of those retiring,

(iv) the appointment of, and fixing the remuneration of, the Auditors,

is to be transacted, and in the case of any other meeting, in respect of any item of business, a statement setting out all material facts concerning each such item of business, including, in particular, the nature and extent of the interest, if any, therein of every director and manager, if any, where any such item of special business relates to, or affects any other company, the extent of shareholding interest in that other company or every director and manager, if any, of the Company shall also be set out in the statement if the extent of such Share-holding interest is not less than such percent, as may be prescribed, from time to time, under the Act, of the paid-up Share Capital of that other Company. Where any item of business consists of the according of approval of the members to any document at the meeting, the time and place where such document can be inspected, shall be specified in the statement aforesaid.

The accidental omission to give any such notice as aforesaid to any of the members, or the non-receipt thereof shall not invalidate any resolution passed at any such meeting.

No general meeting, whether Annual or Extra-ordinary, shall be competent to enter upon, discuss or transact any business which has not been mentioned in the notice or notices upon which it was convened.

67. (*i*) The Company shall cause minutes of the proceedings of every general meeting of any class of members or creditors and every resolution passed by postal ballot to be prepared and signed in such manner as may be prescribed by the Rules and kept by making within thirty days of the conclusion of every such meeting

concerned or passing of resolution by postal ballot entries thereof in books kept for that purpose with their pages consecutively numbered.

(*ii*) There shall not be included in the minutes any matter which, in the opinion of the Chairperson of the meeting: (a) is, or could reasonably be regarded, as defamatory of any person; or (b) is irrelevant or immaterial to the proceedings; or (c) is detrimental to the interests of the Company.

(*iii*) The Chairperson shall exercise an absolute discretion in regard to the inclusion or non-inclusion of any matter in the minutes on the grounds specified in the aforesaid clause.

(*iv*) The minutes of the meeting kept in accordance with the provisions of the Act shall be evidence of the proceedings recorded therein.

68. The books containing the minutes of the proceedings of any general meeting of the Company or a resolution passed by postal ballot shall:

(*a*) be kept at the registered office of the Company; and

(*b*) be open to inspection of any member without charge, during business hours on all working days.

69. A body corporate, being a member, shall be deemed to be personally present, if it is represented in accordance with and in the manner as may be prescribed by the applicable provisions of the Act.

70. Any member shall be entitled to be furnished, within the time prescribed by the Act, after he has made a request in writing in that behalf to the Company and on payment of such fees as may be fixed by the Board, with a copy of any minutes referred to in article 71 above.

Adjournment of meeting

71. (*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*) If, at the expiration of half an hour from the time appointed for holding a meeting of the Company, a quorum shall not be present, then the meeting, if convened by or upon the requisition of members, shall stand dissolved, but in any other case, it shall stand adjourned meeting also, a quorum is not present, at the expiration of half an hour from the time appointed for holding the meeting, the members present shall be a quorum, and may transact the business for which the meeting was called adjourned to such time on the following day or such other day and to such place, as the Board may determine, and, if no such time and place be determined, to the same day in the next week, at the same time and place in the city or town in which the office of the Company is, for the time being, situate, as the Board may determine, and, if at such.

(*iv*) 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.

(*v*) 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

72. Subject to any rights or restrictions for the time being attached to any class or classes of shares,—

(*a*) on a show of hands, every member present in person shall have one vote; and

(*b*) 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.

73. A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. Provided, however, if any preference Shareholder be present at any meeting of the Company, subject to the provision of section 47, he shall have a right to vote only on resolutions, placed before the meeting, which directly affect the rights attached to his Preference Shares. The Company shall also provide e-voting facility to the Shareholders of the Company in terms of the provisions of the Companies (Management and Administration) Rules, 2014, the SEBI Listing Regulations or any other Law, if applicable to the Company.

74. (*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.

(*iii*) Such person shall alone be entitled to speak and to vote in respect of such Shares, but the other of the joint holders shall be entitled to be present at the meeting.

(ii) Several executors or administrators of a deceased member in whose (deceased member) sole name any share stands, shall for the purpose of this clause be deemed joint-holders.

75. 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. If any member is a minor, the vote in respect of his share or shares shall be by his guardian or any one of his guardians.

76. Any business other than that upon which a poll has been demanded may be proceeded with, pending the taking of the poll.

At any general meeting, a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is demanded, before or on the declaration of the result of the show of hands, by any member or members present in person or by proxy and holding shares in the Company, which confer a power to vote on the resolution not being less than one-tenth or such other proportion as may statutorily be prescribed, from time to time, under the Act, of the total voting power, in respect of the resolution or on which an aggregate sum of not less than Rs. 500,000/- or such other sum as may statutorily be prescribed, from time to time, under the Act, has been paid up, and unless a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried unanimously or by a particular majority, or has been lost and an entry to that effect in the minutes book of the Company shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

If a poll is demanded as aforesaid, the same shall subject to the clause herein with respect to the election of chairman and question of adjournment of meeting hereunder, be taken at such place as may be decided by the Board, at such time not later than 48 (Forty-eight) hours from the time when the demand was made and place in the city or town in which the office of the Company is, for the time being, situated, and, either by open voting or by ballot, as the Chairman shall direct, and either at once or after an interval or adjournment, or otherwise, and the result of the poll shall be deemed to be resolution of the meeting at which the poll was demanded. The demand for a poll may be withdrawn at any time by the people who made the demand.

Where a poll is to be taken, the Chairman of the meeting shall appoint one or, at his discretion, two scrutinisers, who may or may not be members of the Company to scrutinise the votes given on the poll and to report thereon to him, subject to that one of the scrutinisers so appointed shall always be a member, not being an officer or employee of the Company, present at the meeting, provided that such a member is available and willing to be appointed. The Chairman shall have power, at any time, before the result of the poll is declared, to remove a scrutiniser from office and fill the vacancy so caused in the office of a scrutiniser arising from such removal or from any other cause.

Any poll duly demanded on the election of a Chairman of a meeting or on any question of adjournment of the meeting shall be taken forthwith at the same meeting.

The demand for a poll, except on questions of the election of the Chairman and of an adjournment thereof, shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded.

On a poll taken at a meeting of the Company, a member entitled to more than one vote, or his proxy or other person entitled to vote for him, as the case may be, need not, if he votes, use all his votes or cast in the same way all the votes, he uses.

No objections shall be made to the validity of any vote, except at any meeting or poll at which such vote shall be tendered, and every vote, whether given personally or by proxy, or not disallowed at such meeting or on a poll, shall be deemed as valid for all purposes of such meeting or a poll whatsoever.

77. 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 or in regard to which the Company has exercised any right of lien.

78. *(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 course shall be referred to the chairperson of the meeting, whose decision shall be final and conclusive.

(*iii*) Any member whose name is entered in the register of members of the Company shall enjoy the same rights and be subject to the same liabilities as all other members of the same class.

Proxy

79. Any member entitled to attend and vote at a general meeting may do so either personally or through his constituted attorney or through another person as a proxy on his behalf, for that meeting.

80. The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised 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 48 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.

81. An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105.

82. 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.

83. Every proxy, whether a member or not, shall be appointed, in writing, under the hand of the appointer or his attorney, or if such appointer is a body corporate under the common seal of such corporate, or be signed by an officer or officers or any attorney duly authorised by it or them, and, for a member of unsound mind or in respect of whom an order has been made by a court having jurisdiction in lunacy, any committee or guardian may appoint such proxy.

Board of Directors

84. The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. Unless otherwise determined by the Company in general meeting, the number of directors shall not be less than 3 (three) and shall not be more than fifteen (fifteen), provided that the Company may appoint more than fifteen directors after passing a special resolution. The Company shall have at the minimum such number of independent Directors on the Board of the Company, as may be required in terms of the provisions of applicable law. In addition, not less than two-thirds of the total number of Directors shall be persons whose period of office is liable to determination by retirement of Directors by rotation. The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014, and the provisions of the SEBI Listing Regulations.

The Company shall have such number of Independent Directors on the Board or Committees of the Bonard of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, SEBI Listing Regulations or any other Law, as may be applicable. Further, the appointment of such Independent Directors shall be in terms of the aforesaid provisions of Law and subject to the requirements prescribed under the SEBI Listing Regulations.

85. The Directors shall not be required to hold any qualification shares in the Company.

86. The Board of Directors shall appoint the Chairperson of the Company.

The same individual may, at the same time, be appointed as the Chairperson as well as the Managing Director of the Company.

87. At every Annual General Meeting of the Company, one-third of such Directors, for the time being, are liable to retire by rotation or if their number is not three or a multiple of three, the number nearest to one-third shall retire from Office. The Independent, Nominee, Special and Debenture Directors Managing Directors, if any, shall not be subject to retirement under this clause and shall not be taken into account in determining the rotation of retirement or the number of directors to retire, subject to Section 152 and other applicable provisions, if any, of the Act.

If the Managing Director ceases to hold the office of director, he shall *ipso-facto* and forthwith ceases to hold the office of Managing Director.

Subject to Section 152 of the Act, the directors, liable to retire by rotation, at every annual general meeting, shall be those, who have been longest in Office since their last appointment, but as between the persons, who became Directors on the same day, and those who are liable to retire by rotation, shall, in default of and subject to any agreement among themselves, be determined by lot.

A retiring director shall be eligible for re-election and shall act as a director throughout the meeting at which he retires.

Subject to Section 152 of the Act, the Company, at the general meeting at which a director retires in manner aforesaid, may fill up the vacated Office by electing a person thereto.

If the place of retiring director is not so filled up and further the meeting has not expressly resolved not to fill the vacancy, the meeting shall stand adjourned till the same day in the next week, at the same time and place or if that day is a public holiday, till the next succeeding day, which is not a public holiday, at the same time and place.

If at the adjourned meeting also, the place of the retiring director is not filled up and that meeting also has not expressly resolved not to fill the vacancy, the retiring director shall be deemed to have been re-appointed at the adjourned meetings, unless:

(*a*) at that meeting or at the previous meeting, resolution for the re-appointment of such director has been put to the meeting and lost;

(*b*) the retiring director has, by a notice, in writing, addressed to the Company or its Board, expressed his unwillingness to be so re-appointed;

(*c*) he is not qualified, or is disqualified, for appointment.

(*d*) a resolution, whether special or ordinary, is required for the appointment or reappointment by virtue of any provisions of the Act; or

(*e*) Section 162 of the Act is applicable to the case.

88. (*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*) The remuneration payable to the directors, including manager, if any, shall be determined in accordance with and subject to the provisions of the Act by an ordinary resolution passed by the Company in the general meeting.

(*iii*) 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; or

(c) and if any director is called upon to go or reside out of the ordinary place of his residence for the Company's business, he shall be entitled to be repaid and reimbursed for any travelling or other expenses incurred in connection with business of the Company. The Board may also permit the use of the Company's car or other vehicle, telephone(s) or any such other facility, by the director, only for the business of the Company.

89. The Board may pay all expenses incurred in getting up and registering the company.

90. 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 Articles as it may think fit respecting the keeping of any such register.

91. 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.

92. 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.

93. (*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.

Appointment and Remuneration of Directors

94. Subject to the provisions of section 196, 197 and read with schedule V of the Companies Act, 2013 and other provisions of the Act, the Rules, Law including the provisions of the SEBI Listing Regulations, and these Articles, the Board of Directors, may from time to time, appoint one or more of the Directors to be Managing Director or Managing Directors or other whole-time Director(s) of the Company, for a term not exceeding five years at a time and may, from time to time, (subject to the provisions of any contract between him or them and the Company) remove or dismiss him or them from office and appoint another or others in his or their place or places and the remuneration of Managing or Whole-Time Director(s) by way of salary and commission or paid remuneration either by way of a monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other, or in any other manner, as may be, from time to time, permitted under the Act or as may be thought fit and proper by the Board or, if prescribed under the Act, by the Company in general meeting. The Board shall have the power to pay remuneration to such director for his services rendered.

Subject to the superintendence, directions and control of the Board, the Managing Director or Managing Directors shall exercise the powers, except to the extent mentioned in the matters, in respect of which resolutions are required to be passed only at the meeting of the Board, under Section 179 of the Act and the rules made thereunder.

95. Subject to the provisions of the Act, the Board shall appoint Independent Directors, who shall have appropriate experience and qualifications to hold a position of this nature on the Board.

96. (*i*) Subject to the provisions of section 196, 197 and 188 read with Schedule V to the Act, the Directors shall be paid such further remuneration, whether in the form of monthly payment or by a percentage of profit or otherwise, as the Company in General meeting may, from time to time, determine and such further remuneration shall be divided among the Directors in such proportion and in such manner as the Board may, from time to time, determine and in default of such determination shall be divided among the Directors equally or if so determined paid on a monthly basis.

(*ii*) Subject to the provisions of these Articles, and the provisions of the Act, if any Director, being willing, shall be called upon to perform extra service or to make any special exertions in going or residing away from the place of his normal residence for any of the purposes of the Company or has given any special attendance for any business of the Company, the Company may remunerate the Director so doing either by a fixed sum or otherwise as may be determined by the Director.

97. (*i*) The Board may appoint an alternate director to act for a director (hereinafter in this Article called "***the Original Director***") during his absence for a period of not less than three months from India. No person shall be appointed as an alternate director for an independent director unless he is qualified to be appointed as an independent director under the provisions of the Act.

(*ii*) An alternate director shall not hold office for a period longer than that permissible to the Original Director in whose place he has been appointed and shall vacate the office if and when the Original Director returns to India.

(*iii*) If the term of office of the Original Director is determined before he returns to India the automatic reappointment of retiring directors in default of another appointment shall apply to the Original Director and not to the alternate director.

98. (*i*) 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, the resulting casual vacancy may be filled by the Board of Directors at a meeting of the Board.

(*ii*) The director so appointed shall hold office only up to the date upto which the director in whose place he is appointed would have held office if it had not been vacated.

(*iii*) The office of director shall be vacated, pursuant to the provisions of section 164 and section 167 of the Companies Act, 2013. Further, the Director may resign his office by giving notice to the Company pursuant to section 168 of the Companies Act, 2013. Subject to the provisions of Section 149 of the Act, the Company may, by special resolution, from time to time, increase or reduce the number of directors, and may alter their qualifications and the Company may, subject to the provisions of Section 169 of the Act, remove any director before the expiration of his period of Office and appoint another qualified person in his place.

(*iv*) If it is provided by the Trust Deed, securing or otherwise, in connection with any issue of Debentures of the Company, that any person or persons shall have power to nominate a director of the Company, then in the case of any and every such issue of Debentures, the person or persons having such power may exercise such power, from time to time, and appoint a director accordingly. Any director so appointed is hereinafter referred to as "the Debenture Director". A Debenture Director may be removed from the Office, at any time, by the person or persons in whom, for the time being, is vested the power, under which he was appointed, and another director may be appointed in his place.

(*v*) No person, not being a retiring director, shall be eligible for appointment to the office of director at any general meeting unless he or some member, intending to propose him, has, not less than 14 (Fourteen) days or such other period, as may be prescribed, from time to time, under the Act, before the meeting, left at the Office of the Company, a notice, in writing, under his hand, signifying his candidature for the Office of director or an intention of such member to propose him as a candidate for that office, along with a deposit of Rupees One lakh or such other amount as may be prescribed, from time to time, under the Act, which shall be refunded to such person or, as the case may be, to such member, if the person succeeds in getting elected as a director or gets more than twenty-five per cent of total valid votes cast either on show of hands or on poll on such resolution.

Every person, other than a director retiring by rotation or otherwise or a person who has left at the Office of the Company a notice under Section 160 of the Act signifying his candidature for the Office of a director, proposed as a candidate for the Office of a director shall sign and file with the Company, the consent, in writing, to act as a director, if appointed.

A person, other than a director re-appointed after retirement by rotation immediately on the expiry of his term of Office, or an Additional or Alternate Director, or a person filling a casual vacancy in the Office of a director under Section 161 of the Act, appointed as a director or reappointed as a director immediately on the expiry of his term of Office, shall not act as a director of the Company, unless he has, within thirty days of his appointment, signed and filed with the Registrar his consent, in writing, to act as such director.

Every director and Key Managerial Personnel within a period of thirty days of his appointment, or relinquishment of his office, as the case may be, disclose to the company the particulars specified in sub-section (1) of section 184 relating to his concern or interest in any company or companies or bodies corporate (including shareholding interest), firms or other association which are required to be included in the register under that section 189 of the Companies Act, 2013.

(*vi*) Subject to the provisions of the Act, a director, who is neither in the Whole-time employment nor a Managing Director, may be paid remuneration either: (a) by way of monthly, quarterly or annual payment with the approval of the Central Government; or (b) by way of commission, if the Company, by a special resolution, authorises such payment. The fee payable to a director, excluding a Managing or Whole time Director, if any, for attending a meeting of the Board or Committee thereof shall be such sum, as the Board may, from time to time, determine, but within and subject to the limit prescribed by the Central Government pursuant to the provisions, for the time being, under the Act.

Powers of Board

99. The management of the business of the Company shall be vested in the Board and the Board may exercise all such powers, and do all such acts and things, as the Company is by the Memorandum or otherwise authorized to exercise and do, and, not hereby or by the statute or otherwise directed or required to be exercised or done by the Company in general meeting but subject nevertheless to the provisions of the Act and other Applicable Laws and of the Memorandum and these Articles and to any regulations, not being inconsistent with the Memorandum and these Articles or the Act, from time to time made by the Company in general meeting provided that no such regulation shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

100. Without prejudice to the general powers as well as those under the Act, and so as not in any way to limit or restrict those powers, and without prejudice to the other powers conferred by these Articles or otherwise, it is hereby declared that the Directors shall have, inter alia, the following powers, that is to say, power-

(*i*) to pay the costs, charges and expenses, preliminary and incidental to the promotion, formation, establishment and registration of the Company;

(*ii*) to pay and charge, to the account of the Company, any commission or interest lawfully payable thereon under the provision of the Act;

(*iii*) subject to the provisions of the Act, to purchase or otherwise acquire for the Company any property, rights or privileges, which the Company is authorised to acquire, at or for such price or consideration and generally on such terms and conditions as they may think fit and being in the interests of the Company, and in any such purchase or other acquisition to accept such title or to obtain such right as the directors may believe or may be advised to be reasonably satisfactory;

(*iv*) at their discretion and subject to the provisions of the Act, to pay for any property, right or privileges acquired by or services rendered to the Company, either wholly or partially, in cash or in Shares, Bonds, Debentures, mortgages, or other securities of the Company, and any such Shares may be issued either as fully paid up, with such amount credited as paid up thereon, as may be agreed upon, and any such bonds, Debentures, mortgages or other securities may either be specifically charged upon all or any part of the properties of the Company and its uncalled capital or not so charged;

(*v*) to secure the fulfilment of any contracts or engagement entered into by the Company or, in the interests or for the purposes of this Company, by, with or against any other Company, firm or person, by mortgage or charge of all or any of the properties of the Company and its uncalled capital, for the time being, or in such manner and to such extent as they may think fit;

(*vi*) to accept from any member, as far as may be permissible by law, a surrender of his Shares or any part thereof, whether under buy-back or otherwise, on such terms and conditions as shall be agreed mutually, and as may be permitted, from time to time, under the Act or any other Law or the Regulations, for the time being, in force,

(*vii*) to appoint any person to accept and hold in trust, for the Company, any property belonging to the Company, in which it is interested, or for any other purposes, and execute and do all such deeds and things as may be required in relation to any trust, and to provide for the remuneration of such trustee or trustees;

(*viii*) to institute, conduct, defend, compound or abandon any legal proceedings by or against the Company or its Officers, or otherwise concerning the affairs of the Company, and also to compound and allow time for payment or satisfaction of any debts, due and of any differences to arbitration and observe and perform any awards made thereon;

(*ix*) to act on behalf of the Company in all matters relating to bankruptcy and insolvents;

(*x*) to make and give receipts, releases and other discharges for moneys payable to the Company and for the claims and demands of the Company;

(*xi*) subject to the applicable provisions of the Act, to invest and deal with any moneys of the Company not immediately required for the purposes thereof upon such security, not being Shares of this Company, or without security and in such manner, as they may think fit, and from time to time, to vary or realise such investments, save as provided in Section 49 of the Act, all investments shall be made and held in the Company's own name;

(*xii*) to execute, in the name and on behalf of the Company, in favour of any director or other person, who may incur or be about to incur any personal liability whether as principal or surety, for the benefit or purposes of the Company, such mortgages of the Company's property, present and future, as they may think fit, and any such mortgage may contain a power of sale and such other powers, provisions, covenants and agreements as shall be agreed upon;

(*xiii*) to determine from time to time, who shall be entitled to sign, on behalf of the Company, bills, invoices, notes, receipts, acceptances, endorsements, cheques, dividend warrants, releases, contracts and or any other document or documents and to give the necessary authority for such purpose, and further to operate the banking or any other kinds of accounts, maintained in the name of and for the business of the Company;

(*xiv*) to distribute, by way of bonus, incentive or otherwise, amongst the employees of the Company, a Share or Shares in the profits of the Company, and to give to any staff, officer or others employed by the Company a commission on the profits of any particular business or transaction, and to charge any such bonus, incentive or commission paid by the Company as a part of the operational expenditure of the Company;

(*xv*) to provide for the welfare of directors or ex-directors, Shareholders, for the time being, or employees or ex-employees of the Company and their wives, widows and families or the dependents or connections of such persons, by building or contributing to the building of houses or dwellings, or grants of moneys, whether as a gift or otherwise, pension, gratuities, allowances, bonus, loyalty bonuses or other payments, also whether by way of monetary payments or otherwise, or by creating and from time to time, subscribing or contributing to provident and other association, institutions, funds or trusts and by providing or subscribing or contributing towards places of worship, instructions and recreation, hospitals and dispensaries, medical and other attendance and other assistance, as the Board shall think fit, and to subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, national or other institutions or objects, which shall have any moral or other claim to support or aid by the Company, either by reason of locality or place of operations, or of public and general utility or otherwise;

(*xvi*) before recommending any dividend, to set aside out of the profits of the Company such sums, as the Board may think proper, for depreciation or to a Depreciation Fund, or to an Insurance Fund, a Reserve Fund, Capital Redemption Fund, Dividend Equalisation Fund, Sinking Fund or any Special Fund to meet contingencies or to repay debentures or debenture-stock, or for special dividends or for equalising dividends or for repairing, improving, extending and maintaining any of the property of the Company and for such other purposes, including the purposes referred to in the preceding clause, as the Board may, in their absolute discretion, think conducive to the interests of the Company and, subject to the provisions of the Act, to invest the several sums so set aside or so much thereof, as required to be invested, upon such investments, other than shares of the Company, as they may think fit, and from time to time, to deal with and vary such investments and dispose of and apply and expend all or any part thereof for the benefit of the Company, in such manner and for such purposes, as the Board, in their absolute discretion, think conducive to the interests of the Company, notwithstanding, that the matter, to which the Board apply or upon which they expend the same, or any part thereof, may be matters to or upon which the capital moneys of the Company might rightly be applied or expended, and to divide the Reserve Fund into such special funds, as the Board may think fit, with full power to transfer the whole or any portion of a Reserve Fund or divisions of a Reserve Fund and with full powers to employ the assets constituting all or any of the above funds, including the Depreciation Fund, in the business of the Company or in the purchase of or repayment of debentures or debenture stock and without being bound to keep the same separate from the other assets and without being bound to pay interest on the same with power however to the Board at their discretion to pay or allow to the credit of such funds interest at such rate as the Board may think proper, subject to the provisions of the applicable laws, for the time being, in force.

(*xvii*) to appoint and at their discretion, remove or suspend such general managers, secretaries, assistants, supervisors, clerks, agents and servants or other employees, in or for permanent, temporary or special services, as they may, from time to time, think fit, and to determine their powers and duties and to fix their salaries, emoluments or remuneration of such amount, as they may think fit.

(*xviii*) to comply with the requirements of any local laws, Rules or Regulations, which, in their opinion, it shall, in the interests of the Company, be necessary or expedient to comply with.

(*xix*) at any time, and from time to time, by power of attorney, under the Seal of the Company, to appoint any person or persons to be the attorney or attorneys of the Company, for such purposes and with such powers, authorities and discretions, not exceeding those vested in or exercisable by the Board under these presents and excluding the powers to make calls and excluding also except in their limits authorised by the Board the power to make loans and borrow moneys, and for such period and subject to such conditions as the Board may, from time to time, think fit, and any such appointment may, if the Board thinks fit, be made in favour of the members or in favour of any Company, or the Share-holders, directors, nominees, or managers of any Company or firm or otherwise in favour of any fluctuating body of persons whether nominated directly or indirectly by the Board and any such Power of Attorney may contain such powers for the protection of convenience of person dealing with such Attorneys, as the Board may think fit, and may contain powers enabling any such delegates all or any of the powers, authorities and discretions, for the time being, vested in them;

(*xx*) Subject to the provisions of the Act, for or in relation to any of the matters, aforesaid or otherwise, for the purposes of the Company, to enter into all such negotiations and contracts and rescind and vary all such contracts, and execute and do all such contracts, and execute and do all such acts, deeds and things in the name and on behalf of the Company, as they may consider expedient;

(*xxi*) from time to time, make, vary and repeal bylaws for the regulation of the business of the Company, its Officers and Servants.

Proceedings of the Board

101. (*i*) The Board of directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

Provided that the Board of Directors shall hold meetings at least once in every three months and at least four times every calendar year in such a manner that not more than one hundred and twenty days (120) days shall intervene between two consecutive meetings of the Board.

(*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*) The quorum for a Board meeting shall be as provided in the Act.

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 directors who are not interested, present at the meeting, being not less than two, shall be the quorum, during such time.

If a meeting of the Board could not be held for want of quorum, then the meeting shall automatically stand adjourned for 30 minutes in the same day and at same place.

A meeting of the Board, at which a quorum is present, shall be competent to exercise all or any of the authorities, powers and discretions, which, by or under the Act or the Articles of the Company, are, for the time being, vested in or exercisable by the Board generally.

(*iv*) The participation of directors in a meeting of the Board may be either in person or through video conferencing or audio-visual means or teleconferencing, which are capable of recording and recognising the participation of the directors and of recording and storing the proceedings of such meetings along with date and time subject to the rules as may be prescribed.

(*v*) At least 7 (seven) Days' written notice shall be given in writing to every Director by hand delivery or by speed-post or by registered post or by facsimile or by email or by any other electronic means, either (i) in writing, or (ii) by fax, e-mail or other approved electronic communication, receipt of which shall be confirmed in writing as soon as is reasonably practicable, to each Director, setting out the agenda for the meeting in reasonable detail and attaching the relevant papers to be discussed at the meeting and all available data and information relating to matters to be discussed at the meeting except as otherwise agreed in writing by all the Directors. Subject to the provisions of section 173(3) meeting may be called at shorter notice.

102. (*i*) 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*) In case of an equality of votes, the chairperson of the Board, if any, shall have a second or casting vote.

103. 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.

104. (*i*) The Chairperson of the Company shall be the Chairperson at meetings of the Board. In his absence, the Board may elect the 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.

105. (*i*) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such members or members of its body as it thinks is fit.

(*ii*) 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. 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 were done by the Board.

106. (*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.

107. (*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.

108. The meetings and proceedings of any meeting of such Committee of the Board, consisting of two or more members, shall be governed by the provisions contained herein for regulating the meetings and proceedings of the meetings of the directors, so far as the same are applicable thereto and are not superseded by any regulations made by the Directors under these Articles.

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.

109. 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.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

110. 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 think 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;

(*ii*) A director may be appointed as chief executive officer, manager, company secretary or chief financial officer.

111. A provision of the Act or these Articles 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

112. (*i*) The Board shall provide for the safe custody of the seal.

(*ii*) The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserve

113. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board but the Company in general meeting may declare a lesser dividend.

114. Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends of such amount on such class of shares and at such times as it may think fit and as in their judgement, the position of the Company justifies.

115. (*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 equalising 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*) Subject to the applicable provisions of the Act, no dividend shall be declared or paid otherwise than out of profits of the financial year arrived at after providing for depreciation in accordance with the provisions of the Act or out of the profits of the Company for any previous financial year or years arrived at after providing for depreciation in accordance with these provisions and remaining undistributed or out of both provided that:

(a) if the Company has not provided for any previous financial year or years it shall, before declaring or paying a dividend for any financial year, provide for such depreciation out of the profits of the financial year or out of the profits of any other previous financial year or years;

(b) if the Company has incurred any loss in any previous financial year or years the amount of loss or an amount which is equal to the amount provided for depreciation for that year or those years whichever is less, shall be set off against the profits of the Company for the year for which the dividend is proposed to be declared or paid as against the profits of the Company for any financial year or years arrived at in both cases after providing for depreciation in accordance with the provisions of schedule II of the Act.

(*iii*) The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve.

116. (*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.

117. 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.

The Board may retain dividends payable upon shares in respect of which any person is, under the Transmission Clause hereinbefore contained, entitled to become a member or where any person under these articles is entitled to transfer until such person shall become a member in respect of such Shares, or shall duly transfer the same and until such transfer of Shares has been registered by the Company.

118. 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.

119. (*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 liable or responsible for any cheque or warrant or pay-slip lost in transmission or for any dividend lost to the member or person entitled thereto due to or by the forged endorsement of any cheque or warrant or the fraudulent recovery of the dividend 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.

(*iii*) The Company will be deemed to having made a payment and received a good discharge for it if a payment using any of the foregoing permissible means is made.

120. 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.

121. 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.

122. No dividend shall bear interest against the company.

123. The waiver in whole or in part of any dividend on any share by any document shall be effective only if such document is signed by the member (or the person entitled to the share in consequence of the death or bankruptcy of the holder) and delivered to the Company and if or to the extent that the same is accepted as such or acted upon by the Board.

124. Any general meeting declaring a dividend may, on the recommendation of the Directors, make a call on the members of such amount as the meeting decides, but so that the call on each member shall not exceed the dividend payable to him and so that the call be made payable at the same time as the dividend and the dividend may, if so arranged between the Company and the members, be set off against the calls.

125. Where a dividend has been declared by a company but has not been paid or claimed within thirty days from the date of the declaration to any shareholder entitled to the payment of the dividend, the company shall, within seven days from the date of expiry of the said period of thirty days, transfer the total amount of dividend which remains unpaid or unclaimed to a special account to be opened by the company in that behalf in any scheduled bank to be called the Unpaid Dividend Account.

126. Any money transferred to the Unpaid Dividend Account of a company in pursuance of this section which remains unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred by the company along with interest accrued, if any, thereon to the Fund established under subsection (1) of section 125 and the Company shall send a statement in the prescribed form of the details of such transfer to the authority which administers the said Fund and that authority shall issue a receipt to the company as evidence of such transfer.

127. All shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall betransferred by the company in the name of Investor Education and Protection Fund along with a statement containing such details as may be prescribed: Provided that any claimant of shares transferred above shall be entitled to claim the transfer of shares from Investor Education and Protection Fund in accordance with such procedure and on submission of such documents as may be prescribed.

128. No unclaimed or unpaid dividend shall be forfeited by the Board before the claim becomes barred by law.

Accounts

129. (*i*) The books of account and books and papers of the Company, or any of them, shall be open to the inspection of directors in accordance with the applicable provisions of the Act and the Rules with respect to:

a) all sums of money received and expended by the Company and the matters in respect of which the receipt and expenditure take place;

b) all sales and purchases of goods by the Company;

c) the assets and liabilities of the Company;

d) such particulars, if applicable to this Company, relating to utilisation of material and/or labour or to other items of cost, as may be prescribed by the Central Government.

(*ii*) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or Articles, the accounts and books of the company, or any of them, shall be open to the inspection of members not being directors.

(*iii*) 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 authorised by the Board or by the company in general meeting.

130. Where the Board decides to keep all or any of the books of account at any place, other than the Office of the Company, the Company shall, within 7 (Seven) days, or such other period, as may be fixed, from time to time, by the Act, of the decision, file with the Registrar, a notice, in writing, giving the full address of that other place.

The Company shall preserve, in good order, the books of account, relating to the period of not less than 8 (Eight) years or such other period, as may be prescribed, from time to time, under the Act, preceding the current year, together with the vouchers relevant to any entry in such books. Where the Company has a branch office, whether in or outside India, the Company shall be deemed to have complied with this Article, if proper books of account, relating to the transaction effected at the branch office, are kept at the branch office, and the proper summarised returns, made up to day at intervals of not more than 3 (Three) months or such other period, as may be prescribed, from time to time, by the Act, are sent by the branch office to the Company at its Office or other place in India, at which the books of account of the Company are kept as aforesaid. The books of account shall give a true and fair view of the state of affairs of the Company or branch office, as the case may be, and explain the transactions represented by it. The books of account

and other books and papers shall be open to inspection by any director, during business hours, on a working day, after a prior notice, in writing, is given to the Accounts or Finance department of the Company.

131. The Company shall cause to be kept a register and index of beneficial owners in accordance with all applicable provisions of the Companies Act, 2013 and the Depositories Act, 1996 with details of shares held in dematerialised forms in any medium as may be permitted by law including in any form of electronic medium. The Company shall be entitled to keep in any Country outside India a branch Register of beneficial owners residing outside India.

132. A copy of every such Profit & Loss Accounts and Balance Sheets, including the Directors' Report, the Auditors' Report and every other document(s) required by law to be annexed or attached to the Balance Sheet, shall at least 21 (Twenty-one) days, before the meeting, at which the same are to be laid before the members, be sent to the members of the Company, to every trustee for the holders of any Debentures issued by the Company, whether such member or trustee is or is not entitled to have notices of general meetings of the Company sent to him, and to all persons other than such member or trustees being persons so entitled.

The Auditors, whether statutory, branch or internal, shall be appointed and their rights and duties shall be regulated in accordance with the provisions of the Act and the Rules made thereunder.

Borrowing Powers

133. Subject to the provisions of the Act, the Board may from time to time, at their discretion raise or borrow or secure the payment of any sum or sums of money for and on behalf of the Company. Any such money may be raised or the payment or repayment thereof may be secured in such manner and upon such terms and conditions in all respect as the Board may think fit by promissory notes or by opening loan or current accounts or by receiving deposits and advances at interest with or without security or otherwise and in particular by the issue of bonds, perpetual or redeemable debentures of the Company charged upon all or any part of the property of the Company (both present and future) including its uncalled capital for the time being or by mortgaging or charging or pledging any lands, buildings, machinery, plant, goods or other property and securities of the Company or by other means as the Board deems expedient.

The Board of Directors shall not except with the consent of the Company by way of a special resolution, borrow moneys where the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceeds the aggregate of paid up capital of the Company and its free reserves and securities premium of the Company.

Subject to the Act and the provisions of these Articles, any bonds, debentures, debenture-stock or other securities issued or to be issued by the Company shall be under the control of the Board, who may issue them 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.

Winding up

134. 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 and Insurance

135. 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 and it shall include the payment of all costs, losses and expenses (including travelling expense) which such director, manager, company secretary and officer may incur or become liable for by reason of any contract entered into or act or deed done by him in his capacity as

such director, manager, company secretary or officer or in any way in the discharge of his duties in such capacity including expenses.

136. The Company may take and maintain any insurance as the Board may think fit on behalf of its present and/or former directors and key managerial personnel for indemnifying all or any of them against any liability for any acts in relation to the Company for which they may be liable but have acted honestly and reasonably.

Secrecy

137. (*i*) Every director, manager, auditor, treasurer, trustee, member of a committee, officer, servant, agent, accountant or other person employed in the business of the Company shall, if so required by the Directors, before entering upon his duties, sign a declaration pledging himself to observe strict secrecy respecting all transactions and affairs of the Company with the customers and the state of the accounts with the individuals and in matters relating thereto, and shall, by such declaration, pledge himself not to reveal any of the matters which may come to his knowledge in the discharge of his duties except when required so to do by the Directors or by Law or by the person to whom such matters relate and except so far as may be necessary in order to comply with any of the provisions contained in these Articles or the Memorandum of Association of the Company and the provisions of the Act.

(*ii*) Subject to the provisions of the Act, no member shall be entitled to visit or inspect any works of the Company, without the permission of the Directors, or to require inspection of any books of accounts or documents of the Company or discovery of or any information respecting any details of the Company's trading or business or any matter which is or may be in the nature of a trade secret, mystery of trade, secret or patented process or any other matter, which may relate to the conduct of the business of the Company and, which in the opinion of the Directors, it would be inexpedient in the interests of the Company to disclose.

SECTION IX – OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The copies of the following documents and contracts which have been entered or are to be entered into by our Company which are or may be deemed material have been entered or are to be entered into by our Company. These contracts and also the documents for inspection referred to hereunder, will be attached to the copy of the Red Herring Prospectus which will be filed with the RoC, and will also be available at the following weblink: https://www.supreetchemicals.com/uploads/images/all/material-contracts--documents.pdf. Physical copies of the above-mentioned documents referred to hereunder, may be inspected at the Registered Office between 10 a.m. and 5 p.m. on all Working Days from the date of the Red Herring Prospectus until the Bid/Issue Closing Date.

Material contracts to the Issue

1. Issue Agreement dated September 5, 2025 entered into among our Company and the BRLM.

2. Registrar Agreement dated September 5, 2025 entered into among our Company and the Registrar to the Issue.

3. Monitoring Agency Agreement dated [●] entered into between our Company and the Monitoring Agency.

4. Cash Escrow and Sponsor Bank(s) Agreement dated [●] entered into among our Company, the BRLM, the Syndicate Members, the Bankers to the Issue, and the Registrar to the Issue.

5. Syndicate Agreement dated [●] entered into among our Company, the BRLM, the Registrar to the Issue and the Syndicate Members.

6. Underwriting Agreement dated [●] entered into among our Company and the Underwriters.

Material Documents

1. Certified copies of the Memorandum of Association and the Articles of Association, as amended until date.

2. Certificate of incorporation dated July 7, 1992, issued to our Company by the Registrar of Companies, Gujarat, Dadar and Nagar Haveli at Ahmedabad, pursuant to incorporation of our Company.

3. Fresh Certificate of incorporation dated November 21, 2022 issued to our Company by the Registrar of Companies, Gujarat, at Ahmedabad, pursuant to conversion from private limited company to a public limited company and change of name from 'Supreet Chemicals Private Limited' to 'Supreet Chemicals Limited.'

4. Resolution dated August 8, 2025 passed by the Board authorising the Issue and other related matters.

5. Resolution dated August 16, 2025 passed by the Shareholders authorising the Issue and other related matters.

6. Resolution dated September 5, 2025 passed by the Board approving this Draft Red Herring Prospectus and certain other related matters, for filing with the SEBI and Stock Exchanges.

7. Resolution dated September 5, 2025 passed by the Audit Committee approving the KPIs.

8. Resolution dated September 5, 2025 passed by the Board of Directors of our Company approving the Objects of the Issue.

9. Report titled "*Industry Report on Global and Indian Chemicals and Specialty Chemicals*" dated September 2025 issued by F&S.

10. Consent letter dated September 4, 2025 issued by F&S, with respect to the F&S Report.

11. The examination report dated September 5, 2025 of the Statutory Auditors on the Restated Financial Information included in this Draft Red Herring Prospectus.

12. Written consent dated September 5, 2025 from Maheshwari & Co., Chartered Accountants, to include their name as required under section 26 (1) of the Companies Act, 2013 read with SEBI ICDR Regulations, in this Draft Red Herring Prospectus, and as an "expert" as defined under section 2(38) of the Companies Act, 2013 to the extent and in their capacity as our Statutory Auditors, and in respect of their (i) examination report dated September 5, 2025 on our Restated Financial Information; and (ii) their report dated September 5, 2025 on the statement of special tax benefits available to our Company and Shareholders, in this Draft Red Herring Prospectus and such consent has not been

withdrawn as on the date of this Draft Red Herring Prospectus. However, the term "expert" shall not be construed to mean an "expert" as defined under the U.S. Securities Act.

13. Written consent dated September 5, 2025 from the independent practicing company secretary, Prachi Bansal & Associates, 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 5, 2025 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.

14. Written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to be named as an "expert" under Section 2(38) and other applicable provisions of the Companies Act, 2013 to the extent and in his capacity as a chartered engineer and in respect of his certificate dated September 5, 2025 in relation to the Company's manufacturing capacities and capacity utilization at all of its manufacturing facilities and the details derived from such certificate and included in this Draft Red Herring Prospectus.

15. Our Company has received written consent dated September 5, 2025 from Pankaj Jayantilal Gandhi, Chartered Engineer, to include his name in this Draft Red Herring Prospectus and be named as an "expert" as defined under Section 2(38) of the Companies Act, 2013 in respect of TEV Report dated September 5, 2025 in connection with the Issue and such consent has not been withdrawn as of the date of Draft Red Herring Prospectus.

16. The TEV Report titled *"Techno-Economic Viability Report for the Proposed Greenfield Project"* dated September 5, 2025, issued by Pankaj Jayantilal Gandhi, Chartered Engineer.

17. Consents of the BRLM, the Registrar to the Issue, the Syndicate Members, Bankers to the Company, Escrow Collection Bank(s), Public Issue Account Bank(s), Refund Bank(s) and Sponsor Bank(s), Monitoring Agency, the legal counsel to the Issue, our Directors, and the Company Secretary and Compliance Officer, to act in their respective capacities.

18. Report on the statement of special tax benefits available to our Company and Shareholders, dated September 5, 2025 issued by the Statutory Auditors.

19. Copies of annual reports of our Company for Fiscal 2024, Fiscal 2023, and Fiscal 2022.

20. Tripartite agreement dated June 21, 2022, among our Company, NSDL and the Registrar to the Issue.

21. Tripartite agreement dated April 11, 2022, among our Company, CDSL and the Registrar to the Issue.

22. Due diligence certificate to SEBI from the BRLM dated September 5, 2025.

23. Certificates dated September 5, 2025, obtained from Maheshwari & Co., Chartered Accountants certifying the (i) weighted average price at which the specified securities were acquired by our Promoters, in the last one year preceding the date of this Draft Red Herring Prospectus, (ii) average cost of acquisition of shares for our Promoters; (iii) weighted average cost of acquisition of all shares transacted, in the last eighteen months, one year and three years preceding the date of this Draft Red Herring Prospectus.

24. Certificates dated September 5, 2025, obtained from Maheshwari & Co., Chartered Accountants, certifying the (i) financial indebtedness; (ii) outstanding dues to creditors; (iii) basis for issue price, (iv) key performance indicators, (v) utilization of loans for the purpose availed, and (vi) deployment of funds and internal accruals.

25. In-principle listing approvals dated [●] and [●] from BSE and NSE, respectively.

26. Final observation letter bearing number [●] dated [●] issued by SEBI.

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 with the provisions contained in the Companies Act and other relevant statutes.

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Harjindersingh Jaswantsingh Sarna
(*Whole-Time Director and Chairman)*

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Manjeetsingh Gurbirsingh Sarna
(*Managing Director)*

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Hemang Thakorlal Desai
(*Non-Executive Director)*

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Rajkumar Singh
(Whole-Time Director)

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Ruta Krunal Vashi
(*Independent Director)*

Place: Valsad, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Tanvi Premal Desai
(*Independent Director)*

Place: Valsad, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Gautam Dave
(*Independent Director)*

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE DIRECTOR OF OUR COMPANY

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Prajapati Mulshankar Dhulabhai

(*Independent Director)*

Place: Vapi, Gujarat
Date: September 5, 2025

DECLARATION

I hereby confirm, certify and declare that all relevant provisions of the Companies Act, 2013 and the rules, or guidelines, or regulations issued by the Government of India or the rules, guidelines, or regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as amended, as the case may be, have been complied with and no statements, disclosures and undertakings made in this Draft Red Herring Prospectus are contrary to the provisions of the Companies Act, 2013, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, each as amended, or the rules made or the guidelines or regulations issued thereunder, as the case may be. I further certify that all statements, disclosures and undertakings in this Draft Red Herring Prospectus are true and correct.

SIGNED BY THE CHIEF FINANCIAL OFFICER OF OUR COMPANY

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Dineshchandra Manubhai Patel
(*Chief Financial Officer*)

Place: Vapi, Gujarat
Date: September 5, 2025