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NFP SAMPOORNA FOODS LIMITED

CIN: U10793DL2023PLC455908

NFP Sampoorna Foods Limited ("the Company") was incorporated under the Companies Act, 2013, and received its Certificate of Incorporation dated December 13, 2023, bearing Corporate Identification Number U10793HR2023PLC117207 issued by the Registrar of Companies, Central Registration Centre. Prior to incorporation as a public limited company, the business was operated as a partnership firm under the name M/s Nut and Food Processor. Pursuant to a resolution passed by the partners on October 28, 2023, the partnership was converted into a public limited company and the name was changed to NFP Sampoorna Foods Limited. Subsequently, on June 30, 2025, the Company acquired M/s Yashvardhan Food Industries Private Limited on a going concern basis through a share swap agreement dated June 30th, 2025. This acquisition was approved by the shareholders of the Company pursuant to a resolution passed on June 30, 2025. Further, the Company has changed its registered office from C/o Ashok Gupta, Nathupur, P.S. Rai, Sonapat, Haryana - 131029 to Ground Floor, B-3A & B-3B, Plot No. 70, Najafgarh Road Industrial Area, Rama Road, New Delhi - 110015. Pursuant to this change, our company has received fresh Certificate of Incorporation dated September 24, 2025, bearing Certificate of Incorporation (CIN) U10793DL2023PLC455908 issued by the Registrar of Companies, Delhi. For Further details, please refer Chapter titled "History and Corporate Structure" beginning on Page no. 168 of this Red Herring Prospectus.

Registered office & Corporate office: Ground Floor B-3A & B-3B, Plot No 70, Najafgarh Road Industrial Area, Rama Road, New Delhi-110015.
Ph. No. - +91 9643829587; Website: www.sampoornanuts.com; E-Mail: compliance@sampoornanuts.com
Contact Person: Ms. Babli, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY : MR. YASHVARDHAN GOEL, MRS. ANJU GOEL, MR. PRAVEEN GOEL

INITIAL PUBLIC OFFER OF 44,60,000 EQUITY SHARES OF FACE VALUE OF ₹10/- EACH (THE "EQUITY SHARES") OF NFP SAMPOORNA FOODS LIMITED ("OUR COMPANY" OR "NFP" OR "NSFL" OR "THE ISSUER") AT AN ISSUE PRICE OF ₹[•] PER EQUITY SHARE FOR CASH, AGGREGATING UP TO ₹[•] LAKHS ("PUBLIC ISSUE") OUT OF WHICH 2,24,000 EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN ISSUE PRICE OF ₹[•] PER EQUITY SHARE FOR CASH, AGGREGATING ₹[•] LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY THE MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE PUBLIC ISSUE LESS MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 42,36,000 EQUITY SHARES OF FACE VALUE OF ₹10 EACH, AT AN ISSUE PRICE OF ₹[•] PER EQUITY SHARE FOR CASH, AGGREGATING UPTO ₹[•] LAKHS IS HEREIN AFTER REFERRED TO AS THE "NET ISSUE". THE PUBLIC ISSUE AND NET ISSUE WILL CONSTITUTE 35.30% AND 33.53 % RESPECTIVELY OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

DETAILS OF SELLING SHAREHOLDERS, OFFER FOR SALE AND WEIGHTED AVERAGE COST OF ACQUISITION: Not Applicable as the Entire Issue Constitutes Fresh Issue of Equity Shares.

PRICE BAND: ₹ 52/- TO ₹ 55/- PER EQUITY SHARE OF FACE VALUE ₹ 10/- EACH.

THE FLOOR PRICE IS 5.2 TIMES OF THE FACE VALUE AND THE CAP PRICE IS 5.5 TIMES OF THE FACE VALUE OF THE EQUITY SHARES.

THE PRICE TO EARNING RATIO BASED ON DILUTED EPS FOR FISCAL 2025 AT THE FLOOR PRICE IS 12.06 TIMES AND AT THE CAP PRICE IS 12.76 TIMES.

BIDS CAN BE MADE FOR A MINIMUM OF 4000 EQUITY SHARES AND IN MULTIPLES OF 2000 EQUITY SHARES THEREAFTER.

BRIEF DESCRIPTION OF THE BUSINESS OF THE COMPANY

NFP Sampoorna Foods Limited is a diversified and growing food processing and trading company engaged in the procurement, import, processing, grading, packaging, marketing, and distribution of dry fruits. The Company's core product portfolio includes cashew nuts (raw and processed), makhana (fox nuts), almonds and walnuts, catering to domestic and regional markets through B2B, B2C and institutional channels.

BID/ISSUE PROGRAMME

BID/ISSUE OPENS ON: May 18th, 2026, MONDAY*

BID/OFFER CLOSES ON: May 20th, 2026 WEDNESDAY ^

* Our Company in consultation with the BRLM has decided that no participation by anchor investors will be considered in the IPO

^ UPI mandate end time and date shall be at 5:00 pm on the Bid/Issue Closing Date.

THIS ISSUE IS BEING MADE THROUGH BOOK BUILDING PROCESS, IN TERMS OF REGULATION 229(2) OF CHAPTER IX OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI (ICDR) REGULATIONS"), AS AMENDED READ WITH RULE 19(2)(B) OF SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED. THE EQUITY SHARES OF THE COMPANY WILL GET LISTED ON EMERGE PLATFORM OF NSE LIMITED.

FOR THE PURPOSE OF THE ISSUE, NATIONAL STOCK EXCHANGE OF INDIA LIMITED SHALL BE THE DESIGNATED STOCK EXCHANGE

FOR FURTHER DETAILS, PLEASE REFER TO THE CHAPTER TITLED "ISSUE PROCEDURE" BEGINNING ON PAGE 296 OF THE RED HERRING PROSPECTUS. A COPY OF THE RED HERRING PROSPECTUS WILL BE DELIVERED FOR REGISTRATION TO THE REGISTRAR OF COMPANIES, DELHI AND HARYANA REQUIRED UNDER SECTION 26 AND 32 OF THE COMPANIES ACT, 2013.

ALLOCATION OF THE ISSUE

- QIB PORTION: NOT MORE THAN 0.99% OF THE NET ISSUE • INDIVIDUAL INVESTOR PORTION: NOT LESS THAN 49.58% OF THE NET ISSUE
- NON-INSTITUTIONAL PORTION: NOT LESS THAN 49.43% OF THE NET ISSUE • MARKET MAKER PORTION: 2,24,000 EQUITY SHARES OR 5.02 % OF THE ISSUE

IN MAKING AN INVESTMENT DECISION, POTENTIAL INVESTORS MUST ONLY RELY ON THE INFORMATION INCLUDED IN THE RED HERRING PROSPECTUS AND THE TERMS OF THE ISSUE, INCLUDING THE RISKS INVOLVED AND NOT RELY ON ANY OTHER EXTERNAL SOURCES OF INFORMATION ABOUT THE ISSUE AVAILABLE IN ANY MANNER.

In accordance with the approval of the Audit committee of our Company, pursuant to their resolution dated February 07, 2026, The above provided price band is justified based on quantitative factors/KPIs disclosed in the "Basis for Issue Price" section beginning on page no.103 of the Red Herring Prospectus vis-à-vis the weighted average cost of acquisition (WACA) of primary and secondary transaction(s) as applicable disclosed in the "Basis for Issue Price" section beginning on page no.103 of the Red Herring Prospectus and provided below in the advertisement.

RISKS TO INVESTORS

- Our business is dependent on the timely and cost-effective procurement of quality raw materials, which are subject to seasonality and price fluctuations. Any disruption in procurement may adversely affect our business, results of operations, Cash flows, and financial condition.
- Our processing facility is critical to our operations, and any slowdown, disruption, or shutdown could have a material adverse effect on our business, financial condition, and results of operations. Our factory premises, registered office & corporate office, godown and shop are on rental/lease basis.
- Our Company is substantially dependent on the sale of cashew products, and any adverse changes in market conditions, supply, or regulations may materially affect our business, financial condition, cash flows, and reputation.
- We are exposed to Risk arising from transition in Company's Procurement Model from High Seas Purchase to Front Load Procurement
- Our factory premises, registered office & corporate office, godown and shop are on rental/lease basis.
- We face intense competition which may lead to a reduction in our market share and may cause us to increase our expenditure on marketing and promotion as well as cause us to offer discounts, which may result in an adverse effect on our business and a decline in our profitability.
- The Company has recently undertaken a strategic shift in its business model by adding a trading vertical in addition to its established processing operations. Any failure to effectively manage this diversification could materially and adversely affect our operations and financial condition.
- The Processing of Raw Cashew nuts involve number of stages and during the process the cashew nuts may get broken.
- We have limited Geographical Presence in the market. Any loss of business from one or more of these states may adversely affect our revenues and profitability
- The Company is dependent on few suppliers for purchase of product. Loss of any of these large suppliers may affect our business operations.

For Additional details please refer to chapter titled Risk factors beginning on page no 28 of RHP

Details of suitable ratios of the company for the latest full financial year

1. Basic and Diluted Earnings per Share (EPS) as adjusted for changes in capital

Financial Year	Consolidated	
	Basic/ Diluted EPS	Weighted
Year ended March 31, 2023*	-	-
For the Period ended December 20, 2023	-	-
For the Period ended March 31, 2024	0.85	1
For the Period ended March 31, 2025	4.31	2
Weighted Average	3.16	3
For the Period ended November 30, 2025 (Non-Annualised)	4.69	-

Note: - *The Earnings Per Share (EPS) for the financial year 2023-2024 has been computed for the period from 21st December 2023 to 31st March 2024 only. This is because, during the period from 1st April 2023 to 20th December 2023, and for the entire financial year 2022-2023, the Company operated as a Partnership Firm and did not have any share capital. EPS is thus not applicable for those periods.

- The figures disclosed above are based on the Restated Consolidated Financial Statements of the Company.
- The face value of each Equity Share is ₹10/- each.
- Earnings per Share has been calculated in accordance with AS 20 - "Earnings per Share" issued by the Institute of Chartered Accountants of India.
- The above statement should be read with Significant Accounting Policies and the Notes to the Restated Financial Statements.
- Basic Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of equity shares outstanding during the year/ period.
- Diluted Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of diluted potential equity shares outstanding during the year/ period.
- Diluted Earnings per Share = Net Profit/(Loss) after tax, as restated attributable to equity shareholders / Weighted average number of diluted potential equity shares outstanding during the year/ period.

2. Price Earning (P/E) Ratio in relation to the Price Band of ₹ 52 to ₹ 55 per Equity Share of Face Value of ₹ 10/- each fully paid up:

Particulars	(in times)	
	(P/E) Ratio at the Floor Price (i.e.52)	(P/E) Ratio at the Cap Price (i.e.55)
P/E ratio based on the Basic & Diluted EPS, as restated (Consolidated basis) for the Period ended March 31, 2025	12.06	12.76
P/E ratio based on the weighted average Basic & Diluted EPS, as restated (Consolidated basis) for the Period ended March 31, 2025	16.46	17.41

Note: P/E ratio has been computed dividing the price per share by Earnings per Equity Share.

Industry PE	
Particulars	P/E Ratio
Highest	37.89
Lowest	17.21
Average	27.55

3. Net Asset Value (NAV) per Equity Share (Face Value of ₹10 each).

As per Restated Financial Statements

Financial Year	(Amount in ₹)	
	Consolidated	
For the Period ended March 31, 2023	-	-
For the Period ended December 20, 2023	-	-
For the Period ended March 31, 2024	₹10.23*	-
For the Period ended March 31, 2025	₹14.54	-
For the Period ended November 30, 2025 (Non-Annualised)	₹19.21	-
NAV per Equity Share after the Issue		
i) At Floor Price	₹30.79	
ii) At Cap Price	₹31.85	

*The Net Asset Value for the financial year 2023-2024 has been computed for the period from 21st December 2023 to 31st March 2024 only. This is because, during the period from 1st April 2023 to 20th December 2023, and for the entire financial year 2022-2023, the Company operated as a Partnership Firm and did not have any share capital. NAV is thus not applicable for those periods.

Notes:

- The figures disclosed above are based on the Consolidated Financial Statement as Restated of the Company.
- NAV per share = Restated Net worth at the end of the year/period divided by total number of equity shares outstanding at the end of the year.
- Net worth is computed as the sum of the aggregate of paid-up equity share capital, all reserves created out of the profits, securities premium account received in respect of equity shares and debit or credit balance of profit and loss account.
- Issue Price per Equity Share will be determined by our Company in consultation with the Book Running Lead Manager.

4. Return on Net worth (RoNW).

As per Restated Financial Statements

Financial Years Ended On	(in%)	
	Consolidated	Weighted
For the Period ended March 31, 2023	4.81%	1
For the Period ended March 31, 2024	16.03%*	2
For the Period ended March 31, 2025	29.65%	3
Weighted Average	20.97%	6
For the Period ended November 30, 2025 (Non-Annualised)	22.20%	-

* The figures have been calculated on the basis of full year for each period as mentioned.

Note:

- The figures disclosed above are based on the Consolidated Financial Statement as Restated of the Company.
- The RoNW has been computed by dividing restated net profit after tax (excluding exceptional items) with restated Net worth of equity shareholders as at the end of the year/period.
- Weighted average = Aggregate of year-wise weighted RoNW divided by the aggregate of weights i.e. (RoNW x Weight) for each year/Total of weights.

Continued from previous page...

5. Comparison of accounting ratios with listed Industry peers.

Name of Company	Total Revenue for the Period Ended 31 st March 2025 (In Lakh)	CMP	Face Value(₹)	Basic EPS (₹)	PE Ratio (times)	RoNW (%)	NAV per Share(₹)
NFP Samporna Foods Limited	₹ 3,563.67	•	10.00	4.31	•	29.66%	₹14.54
Peer Group*							
Krishival Food Limited	₹17,323.30	₹230.05	10.00	6.07	37.89	9.99%	₹60.74
Prospect Consumer Products Limited	₹3,099.11	₹72.11	10.00	4.19	17.21	9.46%	₹42.54

*Source: Audited financials for the period ended March 31, 2025 uploaded on their website or Stock Exchange

Notes:

- The figures for our company are based on Restated Consolidated Financial Statements for the year ended March 31, 2025.
- The figures for the Peer Group are based on the Standalone Financial Statements filed for the financial year ended March 31, 2025.
- CMP is the closing prices or the last traded price of respective scripts as on March 31, 2025.
- PE Ratio has been computed based on their respective closing market price on March 31, 2025 as divided by the Basic EPS as on March 31, 2025.
- Return on Net Worth (%) has been computed by dividing restated net profit after tax (excluding exceptional items) with restated Net worth of equity shareholders as at the end of the year/period.
- Net Asset Value per Equity Share (in ₹) = Restated Net worth at the end of the year/period divided by total number of equity shares outstanding at the end of the year.
- The Issue Price determined by our Company in consultation with the Book Running Lead Manager is justified by our Company in consultation with the Book Running Lead Manager on the basis of the above parameters.

6. Key Performance Indicators ("KPI")

Key Financial Performance	November 30, 2025*	March 31, 2025	March 31, 2024 (A)*	Dec 20, 2023 (B)*	March 31, 2023
Revenue from Operations ⁽¹⁾	3,687.50	3563.67	599.66	1700.70	1674.68
EBITDA ⁽²⁾	664.28	469.40	56.18	160.40	77.15
EBITDA Margin (%) ⁽³⁾	18.01%	13.17%	9.37%	9.43%	4.61%
PAT	348.71	267.41	14.80	86.91	41.11
PAT Margin (%) ⁽⁴⁾	9.46%	7.50%	2.47%	5.11%	2.46%
Trade Receivables Turnover Ratio (In times) ⁽⁵⁾	8.42	23.71	2.15	5.37	17.40
Inventory Turnover Ratio (In times) ⁽⁶⁾	2.89	3.73	0.52	2.05	6.84
Trade Payables Turnover Ratio (In times) ⁽⁷⁾	25.98	66.33	15.50	47.95	573.44
Net Capital Turnover Ratio (In times) ⁽⁸⁾	6.38	4.50	0.63	1.97	2.58
Trade Receivables days ⁽⁹⁾	29	16	48	50	21
Inventory days ⁽¹⁰⁾	85	98	197	129	54
Trade Payable days ⁽¹¹⁾	10	6	7	6	1
Return on equity (%) ⁽¹²⁾	28.21%	34.82%	2.58%	12.71%	5.51%
Return on capital employed (%) ⁽¹³⁾	24.71%	40.90%	4.69%	16.21%	7.53%
Debt-Equity Ratio (times) ⁽¹⁴⁾	1.59	1.26	1.35	2.02	-
Working Capital Cycle (days) ⁽¹⁵⁾	104	108	238	173	74
Net fixed asset turnover ratio (times) ⁽¹⁶⁾	3.89	12.71	4.53	13.88	17.72
Current Ratio (times) ⁽¹⁷⁾	1.24	1.42	2.51	2.61	22.24

*Not Annualized

> The figures of March 31, 2024 have been computed with the base year as on December 20, 2023.

> The figures of December 20, 2023 have been computed with the base year as on March 31, 2023.

Note - During the year under 2023-24 the partnership firm was converted into a Public Limited Company and the financial statement of company comprise a period from December, 2023 to 31st March 2024 therefore the given ratios are compared with the figures at the date of conversion and wherever no comparison is available the same is not compared. Accordingly, the ratios for such year and the subsequent year are therefore impacted by the change in legal status, part-year operations of the Company and restatement adjustments are not strictly comparable with those of the preceding periods.

Notes:

- Revenue from operation means revenue from sale of the products
- EBITDA is calculated as Profit before tax + Depreciation + Finance Costs - other income
- EBITDA Margin is calculated as EBITDA divided by Revenue from Operations
- PAT Margin is calculated as PAT for the period/year divided by revenue from operations
- Trade receivable turnover is calculated Revenue from Operation divided by average trade receivables
- Inventory turnover ratio is calculated Cost of goods sold divided by average inventory
- Trade Payable turnover ratio is calculated Net Credit Purchase divided by average trade payable
- Net Capital Turnover Ratio is calculated revenue from operations divided by Average working capital (i.e. Total current assets less Total current liabilities)
- Trade receivable days is calculated as average trade receivable divided by revenue from operations multiplied by no. of days for the relevant period.
- Inventory days is calculated as average inventory divided by cost of goods sold multiplied by no. of days for the relevant period.
- Trade payable days is calculated as average trade payable divided by Purchases multiplied by no. of days for the relevant period.
- Return on Equity is calculated by Profit for the year less Preference dividend (if any) divided by average total equity
- Return on Capital Employed is calculated as follows: Profit before tax plus finance cost divided by (Net Worth plus Lease liabilities plus Deferred Tax Liabilities)
- Debt to Equity ratio is calculated as Total Debt divided by equity
- Working Capital Cycle is defined as trade receivable days plus inventory days less trade payable days
- Net fixed asset turnover ratio is calculated by dividing net sales by the average fixed assets
- Current Ratio is calculated by dividing Current assets to Current Liabilities

As certified by M/s Ajay K. Kapoor & Co., Chartered Accountants through their certificate dated February 07, 2026 having UDIN 26092423GNWJXT4783.

Explanation for KPI metrics

Key Financial Performance	Explanations
Revenue from Operations	Revenue from Operations is used by the management to track the revenue profile of the business and in turn helps to assess the overall financial performance of the Company and volume of the business.
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of the business
PAT	Profit after tax provides information regarding the overall profitability of the business
PAT Margin	PAT Margin (%) is an indicator of the overall profitability and financial performance of the business
Trade Receivables Turnover Ratio	Trade receivables measures how frequently a company converts its accounts receivable into cash over a given period
Inventory Turnover Ratio	Inventory turnover ratio is the number of times a company has sold and replenished its inventory over a specific amount of time
Trade Payables Turnover Ratio	Trade Payable turnover measure the number of times the business is paying off its creditors or suppliers in an accounting period
Net Capital Turnover Ratio	Net Capital Turnover estimates the operating efficiency of a company via its allocation of equity capital
Trade Receivables days	Trade Receivables days is the average number of days required for a company to receive payments from its customers
Inventory days	Inventory days is the average number of days required for a company to convert its inventory into sales
Trade Payable days	Trade Payable days is the average number of days required for a company to pay its suppliers
Return on Equity	Return on equity provides how efficiently the Company generates profits from shareholders' funds
Return on Capital Employed	Return on capital employed provides how efficiently the Company generates earnings from the capital employed in the business.
Debt-Equity Ratio	Debt/Equity Ratio is used to measure the financial leverage of the Company and provides comparison benchmark against peers
Working Capital Cycle	Working Capital Cycle is the time it takes to convert net current assets and current liabilities into cash
Net fixed asset turnover ratio	Net fixed asset turnover ratio is indicator of the efficiency with which the company is able to leverage its assets to generate revenue from operations
Current Ratio	The current ratio is a liquidity ratio that measures the company's ability to pay short-term obligations or those due within one year

7. Disclosures as per clause (9)(K)(4) of Part A to Schedule VI, as applicable.

The average cost of acquisition of Equity Shares for the Promoters is as follows:

Sr. No.	Name of Promoters	No of Equity Shares held	Average Cost of Acquisition (in ₹) *
1.	Mr. Praveen Goel	43,73,513	11.79
2.	Mr. Yash Vardhan Goel	35,63,310	10.83
3.	Mrs. Anju Goel	100	10.00

*As Certified by Ajay K. Kapoor & Co., Chartered Accountants vide their certificate dated February 07, 2026 having UDIN 26092423HFGOT12839.

The weighted average price of acquisition of Equity Shares by our Promoters in last one year is:

Sr. No.	Name of Promoters	No. of Shares acquired in last one year	Weighted Average Cost of Acquisition (in ₹) *
1.	Mr. Praveen Goel	12,61,043	16.21
2.	Mr. Yash Vardhan Goel	4,76,280	16.21
3.	Mrs. Anju Goel	NIL	-

*The weighted average cost of acquisition of Equity Shares by our Promoter have been calculated by taking into account the amount paid by him to acquire and Shares allotted to him divided by number of shares acquired in last One (1) year.

**As certified by M/s Ajay K. Kapoor & Co., Chartered Accountants vide the certificate dated February 07, 2026 having UDIN 26092423RPWYOB5001.

Weighted average cost of acquisition

a. The price per share of our Company based on the primary/new issue of shares (equity/ convertible securities)

The details of issuance of Equity Shares or convertible securities, excluding shares issued under ESOP/ESOS and issuance of bonus shares, during the 18 months preceding the date of this Red Herring Prospectus, where such issuance is equal to or more than 5% of the fully diluted paid-up share capital of the Company (calculated based on the pre-issue capital before such transaction(s)), in a single transaction or multiple transactions combined together over a span of 30 days is as follows:

Primary Transactions:

Date of Allotment	Nature of Allotment	Name	Category	No of equity shares acquired	Face value (₹)	Issue Price (₹)	Nature of Consideration paid	Total Consideration (₹ in lakhs)
30/06/2025	Preferential allotment basis by virtue of shares swap method	Praveen Goel	Promoter	12,61,043	10	16.21	Other than cash	204.41
30/06/2025	Preferential allotment basis by virtue of shares swap method	Yash Vardhan Goel	Promoter	4,76,280	10	16.21	Other than cash	77.20
30/06/2025	Preferential allotment basis by virtue of shares swap method	Mahesh Chandra Goel	Promoter Group	2,36,805	10	16.21	Other than Cash	38.39
Weighted average cost of acquisition (WACA) Primary issuances (in ₹ per Equity Share)								16.21

*WACA = Total consideration of Primary issuance of equity shares divided by Total No. of equity shares of primary issuance

b) The price per share of our Company based on the secondary sale/acquisition of shares (equity shares)

There have been no secondary sale/acquisitions of Equity Shares, where the promoters, members of the promoter group or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts of shares), during the 18 months preceding the date of this Red Herring Prospectus, where either acquisition or sale is equal to or more than 5% of the fully diluted paid up share capital of the Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.

c) Price per share based on the last five primary or secondary transactions.

Note: Since there were no secondary transactions of equity shares of our Company during the 18 months preceding the date of filing of the Red Herring Prospectus, the information has been disclosed for price per share of our Company based on the last five Primary or secondary transactions (where Promoter/Promoter Group entities or

Selling Shareholders 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 the transaction.

Primary Transactions:

Sr. No.	Transaction	Number of shares (A)	Price per share (B)	Value of shares (C)
1	Subscriber to MOA	51,41,152	10	5,14,11,520
2	Conversion of Loan	10,58,848	10	1,05,88,480
Total		62,00,000	-	6,20,00,000
Weighted Average Cost (A/C)				10

*This is certified by Ajay K. Kapoor & Company, Chartered Accountant dated February 07, 2026 having UDIN 26092423RPWYOB5001.

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

Weighted Average Cost of Acquisition

Types of transactions	Weighted average cost of acquisition (₹ per Equity Shares)	Floor price (i.e. 52/-)	Cap price (i.e. 55/-)
Weighted average cost of acquisition for last 18 months for primary / new issue of shares (equity / convertible securities), excluding shares issued under an employee stock option plan/employee stock option scheme and issuance of bonus shares, during the 18 months preceding the date of filing of this Red Herring Prospectus, where such issuance is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction/s and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	16.21	3.21	3.39
Weighted average cost of acquisition for last 18 months for secondary sale / acquisition of shares equity / convertible securities), where promoter / promoter group entities or Selling Shareholders or shareholder(s) having the right to nominate director(s) in our Board are a party to the transaction (excluding gifts), during the 18 months preceding the date of filing of this Red Herring Prospectus, where either acquisition or sale is equal to or more than five per cent of the fully diluted paid-up share capital of our Company (calculated based on the pre-issue capital before such transaction(s) and excluding employee stock options granted but not vested), in a single transaction or multiple transactions combined together over a span of rolling 30 days.	N.A	N.A	N.A

ADDITIONAL INFORMATION FOR INVESTORS

Details of proposed/undertaken pre-issue placements from the DRHP filing date: Our company has not undertaken any Pre-IPO Placements from the DRHP filing date.

Transaction of shares aggregating up to 1% or more of the paid-up equity share capital of the company by promoter(s) and promoter group(s) from the DRHP filing date:

Not Applicable

Shareholding of Promoter / Promoter Group and Additional Top 10 Shareholders of the Company

S. No	Names	Pre-issue shareholding as at the date of advertisement		Post-issue shareholding as at allotment			
		Number of Equity Shares	Share holding (in %)	At the lower end of the price band (₹52)	Share holding (in %)	At the lower end of the price band (₹55)	Share holding (in %)
Promoter							
1.	Mr. Praveen Goel	43,73,513	53.50	•	•	•	•
2.	Mr. Yashvardhan Goel	35,63,310	43.59	•	•	•	•
3.	Mrs. Anju Goel	100	Negligible	•	•	•	•
TOTAL (A)		79,36,923	97.09	•	•	•	•
Promoter Group							
1.	Mr. Mahesh Chandra Goel	2,36,805	2.90	•	•	•	•
2.	Ms. Nisha Gupta	100	Negligible	•	•	•	•
TOTAL (B)		2,36,905	2.90	•	•	•	•
Additional Top 10 Shareholders							
1.	Mr. Anil Kumar Gupta	100	Negligible	•	•	•	•
2.	Mr. Sudhanshu Shekhar Thakur	100	Negligible	•	•	•	•
3.	Mr. Sanjay Kumar Garg	100	Negligible	•	•	•	•
TOTAL (C)		300	Negligible	•	•	•	•
GRAND TOTAL (A+B+C)		81,74,128	99.99%	•	•	•	•

BASIS FOR THE ISSUE PRICE

The "Basis for Issue Price" on Page 103 of the offer document has been updated with the above price band. Please refer to the website of the BRLM for the "Basis for Issue Price" updated with the above price band. You can scan the QR code given on the first page of the advertisement for the chapter titled "Basis for Issue Price" on Page 103 of the Red Herring Prospectus.

INDICATIVE TIMELINE FOR THE OFFER

Sequence of Activities	Listing within T+3 days (T is Issue Closing Date)
Application Submission by Investors	Electronic Applications (Online ASBA through 3-in-1 accounts) *For Individual Investor - Upto 4 pm on T Day. Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA etc.) - Upto 4 pm on T Day. Electronic Applications (Syndicate Non-Individual, Non-Institutional Applications) - Upto 3 pm on T Day.
Bid Modification	*Downward Modification and cancellation shall not be applicable to any of the category of bidding.
Validation of bid details with depositories	From issue opening date up to 5 pm on T Day.
Reconciliation of UPI mandate transactions (Based on the guidelines issued by NPCI from time to time): Among Stock Exchanges - Sponsor Banks - NPCI and NPCI-PSPs/TPAS** - Issuer Banks; Reporting formats of bid information, UPI analysis report and compliance timelines.	On daily basis
UPI Mandate acceptance time	Merchant Bankers to submit to SEBI, sought as and when.
Issue Closure T Day	T Day - 5 pm T day - 4 pm for QIB and NII categories T day - 5 pm for Retail and other reserved categories
Third party check on UPI applications	On daily basis and to be completed before 9:30 PM on T day
Third party check on Non-UPI applications	On daily basis and to be completed before 12:30 pm on T+1 day
Submission of final certificates: -For UPI from Sponsor Bank -For Bank ASBA, from all SCSBs -For syndicate ASBA UPI ASBA	Before 09:30 pm on T day All SCSBs for Direct ASBA - Before 07:30 pm on T Day Syndicate ASBA - Before 07:30 pm on T Day
Finalization of rejections and completion of basis	Before 6 pm on T+1 day.
Approval of basis by Stock Exchange	Before 9 pm on T+1 day
Issuance of fund transfer instructions in separate files for debit and unblock. For Bank ASBA and Online ASBA - To all SCSBs For UPI ASBA - To Sponsor Bank	Intimation not later than 9:30 am on T+2 day. Completion before 2 pm on T+2 day for fund transfer; Completion before 4 pm on T+2 day for unlocking
Corporate action execution for credit of shares	Initiation before 2 pm on T+2 day Completion before 6 pm on T+2 day
Filing of listing application with Stock Exchanges and issuance of trading notice	Before 7:30 pm on T+2 day
Publish allotment advertisement	On the website of issuer, Merchant Banker and RTI - before 9 pm on T+2 day. In newspaper - on T+3 day but not later than T+4 day
Trading starts T+3 day	T+3 day

Submission of Bids (other than Bids from Anchor Investors):

Submission and Revision in Bids	Bid/Offer Period (except the Bid/Issue Closing Date)
Submission and Revision in Bids	Only between 10.00 a.m. and 5.00 p.m. (Indian Standard Time ("IST")) *Downward Modification and cancellation shall not be applicable to any of the category of bidding. (The amendments to SEBI (ICDR) (Amendment) Regulations, 2025, NSE/ISO/68604 dated JUNE 18, 2025

Bid/Issue Closing Date* (i.e. May 20th, Friday)

Submission of Electronic Applications (Online ASBA through 3-in-1 accounts) -For Individual Investors (other than QIBs and Non-Institutional Investors)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Bank ASBA through Online channels like Internet Banking, Mobile Banking and Syndicate UPI ASBA applications)	Only between 10.00 a.m. and up to 4.00 p.m. IST
Submission of Electronic Applications (Syndicate Non-Individual, Non-Institutional Applications)	Only between 10.00 a.m. and up to 3.00 p.m. IST
Submission of Physical Applications (Bank ASBA)	Only between 10.00 a.m. and up to 1.00 p.m. IST
Submission of Physical Applications (Syndicate Non-Individual, Non-Institutional Applications)	Only between 10.00 a.m. and up to 12.00 p.m. IST
Modification/Revision/cancellation of Bids	Only between 10.00 a.m. and up to 4.00 p.m. IST on Bid/Offer Closing Date
Upward Revision of Bids by Individual Investors, QIBs, Non-Institutional Investors categories#	Only between 10.00 a.m. and up to 4.00 p.m. IST on Bid/Offer Closing Date

*UPI mandate end time and date shall be at 4:00 pm on the Bid/Offer Closing Date.

#Individual Investors, QIBs and Non-Institutional Investors can neither revise their bids downwards nor cancel/ withdraw their bids. On the Bid/Offer Closing Date, the Bids shall be uploaded until: 4.00 p.m. IST in case of Bids by Individual Investors, QIBs and Non-Institutional Investors.

INDICATIVE TIMELINE FOR THE ISSUE

Event	Indicative Dates
Bid/Issue Opening Date	Monday, 18th May, 2026
Bid/Issue Closing Date	Wednesday, 20th May, 2026
Finalization of Basis of Allotment with Designated Stock Exchange	On or before Thursday 21st May, 2026
Initiation of refunds/unblocking of funds from ASBA Account*	On or before Friday 22nd May, 2026
Credit of Equity Shares to demat accounts of Allottees	On or before Friday 22nd May, 2026
Commencement of trading of the Equity Shares on Stock Exchange	On or before Monday, 25th May 2026

Note - Our Company has, in consultation with the Book Running Lead Manager has decided that there will be no participation by the Anchor Investors.

ASBA*

Simple, Safe, Smart way of Application- Make use of it!!!

*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.

Mandatory in Public issue, no cheque will be accepted

UPI

UPI-Now available in ASBA for Individual Investors (II)**

Collecting Depository Participants and Registrar and Share Transfer Agents.

The Price Band is Rs. 52/- to Rs. 55/- has been determined by our company in consultation with the Book Running Lead Manager and justified by our company in consultation with the Book Running Lead Manager on the basis of the above information. Investors should also refer to "Our Business", "Risk Factors", "Restated Financial Information", "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 121, 28, 204and 246 respectively, to get a more informed view before making an investment decision. The trading price of the Equity Shares could decline due to the factors mentioned in the "Risk Factors" and you may lose all or part of your investment. For further details, see the section "Basis for Issue Price" on page 103 of the Red Herring Prospectus.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 229 of the SEBI ICDR Regulations and in compliance with Regulation 253 of the SEBI ICDR Regulations, wherein not more than 50.00% of the Net Issue shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs") (the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Manager, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), 40% of the Anchor Investor Portion shall be reserved for (i) 33.33% shall be available for allocation to domestic Mutual Funds, and (ii) 6.67% for life insurance companies and pension funds. In the event of under-subscription in the Anchor Investor Portion,

