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Red Herring Prospectus
Dated: December 01, 2023
Please read Section 26 and 32 of The Companies Act, 2013
100% Book Built Issue

ACCENT MICROCELL LIMITED
CIN: U24230GJ2012PLC069799

REGISTERED OFFICE	CONTACT PERSON	EMAIL ID & CONTACT NO	WEBSITE
314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015.	Ms. Braham Pal Chhabra (Company Secretary)	**Email:** cs@accentmicrocell.com **Tel:** +91 - 7575803351	www.accentmicrocell.com

THE PROMOTERS OF OUR COMPANY ARE MR. VASANT VADILAL PATEL, MR. GHANSHYAM ARJANBHAI PATEL, MR. NITIN JASVANTBHAI PATEL AND MR. VINODBHAI MANIBHAI PATEL

DETAILS OF THE ISSUE TO PUBLIC

TYPE	FRESH ISSUE	OFS SIZE	TOTAL ISSUE SIZE	ELIGIBILITY
Fresh Issue	56,00,000 Equity Shares aggregating to ₹ **[•]** Lakhs	Nil	56,00,000 Equity Shares aggregating to ₹ **[•]** Lakhs	The Issue is being made pursuant to Regulation 229(2) of SEBI ICDR Regulations, 2018. As the Company's post issue face value capital exceeds ₹1000 Lakhs but does not exceed ₹ 2500 Lakhs.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION

NAME	TYPE	NUMBER OF SHARES OFFERED / AMOUNT IN ₹	WACA IN ₹ PER EQUITY SHARE
NIL			

RISKS IN RELATION TO THE FIRST ISSUE

This being the first public issue of the Equity Shares, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹ 10 per Equity Share. The Floor Price, the Cap Price and the Offer Price (as determined 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, as stated in "Basis for Issue Price" beginning on page 88, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active 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 investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" beginning on page 29 of this Red Herring Prospectus.

ISSUER'S ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this 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 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 Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the Emerge platform of National Stock Exchange of India Limited ("NSE Emerge"). In terms of the Chapter IX of the SEBI ICDR Regulations, as amended from time to time, our Company has received in-principal approval letter dated December 01, 2023 from NSE Emerge for using its name in this Offer document for listing our shares on the NSE Emerge. For the purpose of this Issue, the Designated Stock Exchange will be National Stock Exchange of India Limited.

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
Corporate Capital Ventures	KFINTECH EXPERIENCE TRANSFORMATION
CORPORATE CAPITALVENTURES PRIVATE LIMITED B1/E13, First Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044, **Tel:** +91 11 - 41824066; **Email:** smeipo@ccvindia.com **Investor Grievances Email id-** investor@ccvinndia.com **Website:** www.ccvindia.com **SEBI Registration:** INM000012276 **Contact Person:** Mrs. Harpreet Parashar	**KFIN TECHNOLOGIES LIMITED** Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana **Tel No.:** +91 40 6716 2222 **Toll Free No.:** 1800 309 4001 **E-mail:** aml.ipo@kfintech.com **Investor Grievances Email Id:** einward.ris@kfintech.com **Website:** www.kfintech.com **SEBI Registration No.:** INR000000221 **Contact Person:** M Murali Krishna

ISSUE PROGRAMME

ANCHOR INVESTOR PORTION OFFER OPENS/CLOSE:	**Thursday, December 07, 2023**
ISSUE OPENS ON:	**Friday, December 08, 2023**
ISSUE CLOSES ON:	**Tuesday, December 12, 2023**

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

ACCENT MICROCELL LIMITED

CIN: U24230GJ2012PLC069799

Our Company was originally incorporated on April 10, 2012 as a Private Limited Company as "Accent Microcell Private Limited" vide Registration No. 069799 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli. Subsequently, pursuant to a special resolution passed by the Shareholders at their Extraordinary General Meeting held on December 05, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to "Accent Microcell Limited" and a Fresh Certificate of Incorporation consequent to Conversion was issued on December 23, 2022 by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our Company is U24230GJ2012PLC069799. For further details of change in name and change in Registered Office of our Company, please refer to section titled 'Our History and Certain Other Corporate Matters' beginning on page 153 of this Red Herring Prospectus.

Registered Office: 314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015
Tel: +91 – 7575803351; **E-mail:** cs@accentmicrocell.com ; **Website:** www.accentmicrocell.com;
Contact Person: Ms. Braham Pal Chhabra, Company Secretary and Compliance Officer

OUR PROMOTERS: MR. VASANT VADILAL PATEL, MR. GHANSHYAM ARJANBHAI PATEL, MR. NITIN JASVANTBHAI PATEL AND MR. VINODBHAI MANIBHAI PATEL

PUBLIC ISSUE OF 56,00,000 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF ACCENT MICROCELL LIMITED (THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY (THE "ISSUE PRICE") AGGREGATING TO ₹ [●] LAKH ("THE ISSUE") COMPRISING OF A FRESH ISSUE OF 56,00,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE "FRESH ISSUE") OF WHICH 2,80,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER TO THE ISSUE (THE "MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. NET ISSUE OF 53,20,000 EQUITY SHARES AGGREGATING TO ₹ [●] LAKH (THE "NET ISSUE"). THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.61% AND 25.28% RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

PRICE BAND: ₹ 133 to ₹ 140 PER EQUITY SHARE OF FACE VALUE OF ₹ 10/- EACH AND THE ISSUE PRICE IS 13.30 TO 14.00 TIMES OF THE FACE VALUE AT THE LOWER PRICE BAND AND THE UPPER PRICE BAND RESPECTIVELY. BID CAN BE MADE FOR MINIMUM OF 1,000 EQUITY SHARES AND THE MULTIPLES OF 1,000 EQUITY SHARES THEREAFTER.

IN CASE OF ANY REVISION IN THE PRICE BAND, THE BID/ISSUE PERIOD WILL BE EXTENDED BY AT LEAST THREE ADDITIONAL WORKING DAYS AFTER SUCH REVISION IN THE PRICE BAND, SUBJECT TO THE BID/ISSUE PERIOD NOT EXCEEDING 10 WORKING DAYS. IN CASES OF FORCE MAJEURE, BANKING STRIKE OR SIMILAR CIRCUMSTANCES, OUR COMPANY MAY, FOR REASONS TO BE RECORDED IN WRITING, EXTEND THE BID/ISSUE PERIOD FOR A MINIMUM OF THREE WORKING DAYS, SUBJECT TO THE BID/ISSUE PERIOD NOT EXCEEDING 10 WORKING DAYS. ANY REVISION IN THE PRICE BAND AND THE REVISED BID/ISSUE PERIOD, IF APPLICABLE, SHALL BE WIDELY DISSEMINATED BY NOTIFICATION TO THE STOCK EXCHANGE, BY ISSUING A PUBLIC NOTICE, AND ALSO BY INDICATING THE CHANGE ON THE RESPECTIVE WEBSITES OF THE BOOK RUNNING LEAD MANAGER AND AT THE TERMINALS OF THE SYNDICATE MEMBERS AND BY INTIMATION TO DESIGNATED INTERMEDIARIES AND THE SPONSOR BANK, AS APPLICABLE.

The Issue is being made through the Book Building Process, in terms of Rule 19(2)(b)(i) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 253 of the SEBI ICDR Regulations, as amended, wherein not more than 50 % of the Net Issue shall be allocated on a proportionate basis to Qualified Institutional Buyers ("QIBs", the "QIB Portion"), provided that our Company may, in consultation with the Book Running Lead Managers, 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"), 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, including Mutual Funds, subject to valid Bids being received at σabove 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 QIBs. Further, not less than 15% of the Net Offer shall be available for allocationon a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders 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 utilize the ApplicationSupported by Blocked Amount ("ASBA") process providing details of their respective ASBA accounts, and UPI ID in case of RIBs using the UPI Mechanism, if applicable, in which the corresponding Bid Amounts will be blocked by the SCSBs or by the Sponsor Bank under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts.Anchor Investors are not permitted to participate in the Issue through the ASBA process. For details, see ***"Issue Procedure"*** beginning on page 311 of this Red Herring Prospectus.

RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹ 10 per Equity Share. The Floor Price, the Cap Price and the Offer Price (as determined 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, as stated in "Basis for Issue Price" beginning on page 88, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares or regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISKS

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 investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue, including the risks involved. The Equity Shares in the Issue have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" on page 29 of this Red Herring Prospectus.

ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that this 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 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 Prospectus as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on the Emerge Platform of National Stock Exchange of India Limited i.e., NSE Emerge. Our Company has received 'in-principle' approval from the NSE Emerge for using its name in the offer document for the listing of the Equity Shares, pursuant to letter dated December 01, 2023. For the purpose of the Issue, the Designated Stock Exchange shall be National Stock Exchange of India Limited.

BOOK RUNNING LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
Corporate Capital Ventures	KFINTECH EXPERIENCE TRANSFORMATION
CORPORATE CAPITALVENTURES PRIVATE LIMITED B1/E13, First Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi – 110044, **Tel:** +91 11 - 41824066; **Email:** smeipo@ccvindia.com **Investor Grievances Email id-** investor@ccvinndia.com **Website:** www.ccvindia.com **SEBI Registration:** INM000012276 **Contact Person:** Mrs. Harpreet Parashar	**KFIN TECHNOLOGIES LIMITED** Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana **Tel No.:** +91 40 6716 2222 **Toll Free No.:** 1800 309 4001 **E-mail:** aml.ipo@kfintech.com **Investor Grievances Email Id:** einward.ris@kfintech.com **Website:** www.kfintech.com **SEBI Registration No.:** INR000000221 **Contact Person:** M Murali Krishna

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Our Company may, in consultation with the Book Running Lead Managers, 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

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

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SECTION I – GENERAL

DEFINITIONS AND ABBREVIATIONS

This Red Herring Prospectus uses certain definitions and abbreviations which, unless the context otherwise specified or indicates, requires or implies, shall have the meaning as provided below. References to any legislations, acts, regulation, rules, guidelines, circulars, notifications, policies or clarifications shall be deemed to include all amendments, supplements or re-enactments and modifications thereto notified from time to time and any reference to a statutory provision shall include any subordinate legislation made from time to time under such provision.

The words and expressions used in this Red Herring Prospectus but not defined herein shall have, to the extent applicable, the meanings ascribed to such terms under the Companies Act, the SEBI ICDR Regulations, the SCRA, the Depositories Act or the rules and regulations made thereunder. If there is any inconsistency between the definitions given below and the definitions contained in the General Information Document (defined hereinafter), the following definitions shall prevail.

General Terms

Term	Description
"Accent" –or – "We" or - "us" or - "our Company" or - "the Issuer" – or - "Company"	Unless the context otherwise requires, refers to Accent Microcell Limited, a company incorporated under the Companies Act, 1956, bearing Corporate Identification Number U24230GJ2012PLC069799 and having registered office at 314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015.

Company Related Terms

Terms	Description
Articles / Articles of Association	Unless the context otherwise requires, refers to the Articles of Association of Accent Microcell Limited, as amended from time to time.
Audit Committee	The committee of the Board of Directors constituted as the Company's Audit Committee is in accordance with Section 177 of the Companies Act, 2013 and rules made thereunder and disclosed as such in the chapter titled - Our Management on page 159 of this Red Herring Prospectus.
Auditors/ Statutory Auditors	The Statutory Auditors of our Company, being M/s T R Chadha & Co LLP, Chartered Accountants, having FRN 006711N / N500028.
Board of Directors / Board/ Director(s)	The Board of Directors of Accent Microcell Limited, including all duly constituted Committees thereof.
Central Registration Centre (CRC)	It's an initiative of Ministry of Corporate Affairs (MCA) in Government ProcessRe-engineering (GPR) with the specific objective of providing speedyincorporation related services in line with global best practices. For more details please refer http://www.mca.gov.in/MinistryV2/central+registration+centre+content+page.html
Companies Act	The Companies Act, 2013 including provisions of the Companies Act, 1956, to the extent not repealed.
Company Secretary and Compliance Officer	The Company Secretary and Compliance Officer of our Company being Ms. Braham Pal Chhabra.
Chief Financial Officer	The Chief Financial Officer of our Company being Mr. Ghanshyam ArjanBhai Patel.
Depositories Act	The Depositories Act, 1956, as amended from time to time.
Equity Shares	Equity Shares of our Company of Face Value of ₹ 10/- each unless otherwise specified in the context thereof.
Equity Shareholders	Persons holding equity shares of our Company.
Group Entities	The group entities of our Company, as covered under the applicable accounting standards and other companies as considered material by our Board in terms of the Materiality Policy and as set forth in - Group Entities on page 183 of this Red Herring Prospectus.
HUF	Hindu Undivided Family.
Indian GAAP	Generally Accepted Accounting Principles in India.

Terms	Description
Key ManagerialPersonnel /Key ManagerialEmployees	The officer vested with executive power and the officers at the level immediately below the Board of Directors as described in the chapter titled Our Management on page 159 of this Red Herring Prospectus.
MOA / Memorandum / Memorandum of Association	Memorandum of Association of Accent Microcell Limited.
Non-Residents	A person resident outside India, as defined under FEMA.
NRIs / Non-Resident Indians	A person outside India, as defined under FEMA and who is a citizen of India or aPerson of Indian Origin under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000.
Person or Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, Company, partnership, limited liability Company, joint venture, or trust or any other entity or organization validity constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires.
Promoters or Our Promoters	Mr. Vasant Vadilal Patel, Mr. Ghanshyam Arjanbhai Patel, Mr. Nitin Jasvantbhai Patel and Mr. Vinodbhai Manibhai Patel
Promoters Group	The companies, individuals and entities (other than companies) as defined under Regulation 2(1) (pp) of the SEBI (ICDR) Regulations, 2018, which is provided in the chapter titled - Our Promoters Group. For further details refer page 178 of this Red Herring Prospectus.
Registered Office	The Registered office of our company which is located at 314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015
Restated Financial Statements	The Restated Financial statements of our Company, which comprises the restated statement of Assets and Liabilities for the period ended as at June 30,2023 and for the year ended on March 31, 2023, 2022 & 2021 and the restated statements of profit and loss for the period ended as at June 30,2023 and for the year ended on March 31, 2023, 2022 & 2021 of our Company prepared in accordance with generally accepted accounting principles (Indian GAAP)and the Companies Act and restated in accordance with the SEBI (ICDR) Regulations, 2018 and the Revised Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, together with the schedules, notes and annexure thereto.
ROC	Registrar of Companies, Ahmedabad.
SEBI	Securities and Exchange Board of India, constituted under the SEBI Act, 1992.
SEBI Act	Securities and Exchange Board of India Act 1992, as amended from time to time.
SEBI (ICDR) Regulations	SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.
SEBI (LODR) Regulations	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, asamended.
SEBI (Takeover)Regulations or SEBI (SAST) Regulations	SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, as amended from time to time.
Stock Exchange	Unless the context requires otherwise, refers to, the Emerge Platform of National Stock Exchange of India Limited.
Shareholders	Equity shareholders of our Company, from time to time

Offer Related Terms

Terms	Description
Acknowledgement Slip	The slip or document issued by a Designated Intermediary to a Bidder as proof of registration of the Bid cum Application Form.
Allotment/ Allot/ Allotted	Unless the context otherwise requires, allotment of the Equity Shares pursuant to the Fresh Issue to the successful Applicants.
Allotment Advice	Note or advice or intimation of Allotment sent to the Bidders who have been or are to be Allotted the Equity Shares after the Basis of Allotment has been approved by the Designated Stock Exchange.
Allottee	The successful applicant to whom the Equity Shares are being / have been allotted.
Applicant	Any prospective investor who makes an application for Equity Shares of our company in terms of this Red Herring Prospectus.

Terms	Description
Application Amount	The amount at which the Applicant makes an application for Equity Shares of our Company in terms of this Red Herring Prospectus.
Application Form	The Form in terms of which the prospective investors shall apply for our Equity Shares in the Issue.
ASBA/ Application Supported by Blocked Amount.	Applications Supported by Blocked Amount (ASBA) means an application for Subscribing to the Issue containing an authorization to block the application moneyin a bank account maintained with SCSB.
ASBA Account	Account maintained with an SCSB and specified in the Application Form which will be blocked by such SCSB or account of the RIIs blocked upon acceptance of UPI Mandate request by RIIs using the UPI mechanism to the extent of the appropriate Bid / Application Amount in relation to a Bid / Application by an ASBA Applicant.
ASBA Investor/ASBA applicant	Any prospective investor(s)/applicants(s) in this Issue who apply (ies) through the ASBA process.
Banker(s) to the Issue/ Public Issue Bank(s).	Collectively, the Escrow Collection Banks(s), Sponsor Bank, Refund Bank(s) and Public Issue Bank, in our case being Kotak Mahindra Bank Limited.
Basis of Allotment	The basis on which Equity Shares will be Allotted to the successful Applicants under the Issue and which is described under chapter titled "Issue Procedure" beginning on page 311 of this Red Herring Prospectus.
Bid	An indication to make an offer during the Bid/Offer Period by an ASBA Bidder pursuant to submission of the ASBA Form, or during the Anchor Investor Bidding Date by an Anchor Investor pursuant to submission of the Anchor Investor Application Form, to subscribe to or purchase the Equity Shares at a price within the Price Band, including all revisions and modifications thereto as permitted under the SEBI ICDR Regulations and in terms of the Red Herring Prospectus and the relevant Bid cum Application Form. The term "Bidding" shall be construed accordingly.
Bidding Centres	Centres at which the Designated Intermediaries accepted the ASBA Forms, i.e., Designated Branches of SCSBs, Specified Locations for members of the Syndicate, Broker Centres for Registered Brokers, Designated RTA Locations for RTAs and Designated CDP Locations for CDPs.
Bid Lot	1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter.
Bid/Offer 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, being Tuesday, December 12, 2023 , which shall be published in [•] editions of [•] (a widely circulated English national daily newspaper), [•] editions of [•] (a widely circulated Hindi national daily newspaper) and [•] editions of [•] (Gujarati being the regional language of Ahmedabad (Gujarat), where our Registered Office is located). Our Company, in consultation with the LM, may, consider closing the Bid/Offer Period for QIBs one Working Day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations. In case of any revision, the extended Bid/ Offer Closing Date shall be widely disseminated by notification to the Stock Exchange, and also be notified on the websites of the BRLM and at the terminals of the Syndicate Members, if any and communicated to the Designated Intermediaries and the Sponsor Bank, which shall also be notified in an advertisement in same newspapers in which the Bid/ Offer Opening Date was published, as required under the SEBI ICDR Regulations.
Bid/Offer Opening Date	Except in relation to any Bids received from the Anchor Investors, the date on which the Designated Intermediaries shall start accepting Bids, being Friday December 08, 2023, which shall be published in [•] editions of [•] (a widely circulated English national daily newspaper), [•] editions of [•] (a widely circulated Hindi national daily newspaper) and [•] editions of [•] (Gujarati being the regional language of Ahmedabad (Gujarat), where our Registered Office is located).
Bid/ Offer Period	Except in relation to Anchor Investors, the period between the Bid/ Offer Opening Date and the Bid/ Offer Closing Date, inclusive of both days, during which prospective Bidders can submit their Bids, including any revisions thereof in accordance with the SEBI ICDR Regulations and the terms of the Red Herring Prospectus. Provided, however, that the Bidding shall be kept open for a minimum of three Working Days for all categories of Bidders, other than Anchor Investors. Our Company, in consultation with the Lead Manager may consider closing the Bid/Offer

Terms	Description
	Period for the QIB Portion One Working Day prior to the Bid/Offer Closing Date which shall also be notified in an advertisement in same newspapers in which the Bid/Offer Opening Date was published, in accordance with the SEBI ICDR Regulations. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the LM, for reasons to be recorded in writing, extend the Bid / Offer Period for a minimum of three Working Days, subject to the Bid/ Offer Period not exceeding 10 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
Book Building Process	Book building process, as provided in Part A of Schedule XIII of the SEBI ICDR Regulations, in terms of which the Offer is being made.
Cap Price	The higher end of the Price Band, subject to any revisions thereto, above which the Offer Price and the Anchor Investor Offer Price will not be finalized and above which no Bids will be accepted.
Controlling Branch	Such branch of the SCSBs which coordinate Applications under this Issue by the ASBA Applicants with the Registrar to the Issue and the Stock Exchange and a list of which is available at www.sebi.gov.in or at such other website as may be prescribed by SEBI from time to time.
Demographic Details	The demographic details of the Applicants such as their address, PAN, occupation and bank account details.
Depository Participant	A Depository Participant as defined under the Depositories Act, 1996.
Designated Branches	Such branches of the SCSBs which shall collect the ASBA Forms from the ASBA Applicants and a list of which is available at www.sebi.gov.in, or at such other website as may be prescribed by SEBI from time to time.
Designated Date	The date on which funds are transferred from the amount blocked by the SCSBs is transferred from the ASBA Account to the Public Issue Account, as appropriate, after the Issue is closed, following which the Equity Shares shall be allotted/transfer to the successful Applicants.
Designated Stock Exchange	Emerge Platform of National Stock Exchange of India Limited or NSE EMERGE.
Draft Red Herring Prospectus	Draft Red Herring Prospectus filed with NSE EMERGE for obtaining in-principle approval.
Eligible NRIs	NRIs from jurisdictions outside India where it is not unlawful to make an issue or invitation under the Issue and in relation to whom this Red Herring Prospectus constitutes an invitation to subscribe to the Equity Shares offered herein.
Emerge Platform of NSE	The Emerge Platform of National Stock Exchange of India Limited for listing equity shares offered under Chapter IX of the SEBI (ICDR) Regulation which was approved by SEBI as an SME Exchange.
First/ Sole Applicant	The applicant whose name appears first in the Application Form or Revision Form.
Floor Price	The lower end of the Price Band, subject to any revision(s) thereto, not being less than the face value of Equity Shares, at or above which the Offer Price and the Anchor Investor Offer Price will be Finalized and below which no Bids will be accepted.
Issue/ Issue Size/ Initial Public Issue/Initial Public Offer/Initial Public Offering/ IPO	Public Issue of 56,00,000 Equity Shares of face value of ₹10/- each fully paid of our Company for cash at a price of ₹ [●] per Equity Share (including a premium of ₹ [●] per Equity Share) aggregating ₹ [●] Lakhs by our Company.
Issue Agreement	The agreement dated **October 17, 2023** between our Company and the Lead Manager, pursuant to which certain arrangements are agreed to in relation to the Issue.
Issue Closing Date	The date on which Issue closes for subscription is Tuesday, December 12, 2023
Issue Opening Date	The date on which Issue opens for subscription is Friday, December 08, 2023
Issue Period	The period between the Issue Opening Date and the Issue Closing Date inclusive of both the days during which prospective investors may submit their application.
Issue Price	The price at which the Equity Shares are being issued by our Company under this Red Herring Prospectus being ₹ [●] per Equity Share of face value of ₹10/- each fully paid.

Terms	Description
Issue Proceeds	Proceeds from the Issue that will be available to our Company, being ₹ [●].
LM / Lead Manager	Lead Manager to the Issue, in this case being Corporate CapitalVentures Private Limited.
Listing Agreement	The equity listing agreement to be signed between our Company and the National Stock Exchange of India Limited.
Market Maker	Market Makers appointed by our Company from time to time, in this case being Prabhat Financial Services Limited having SEBI registration number INZ000169433 who have agreed to receive or deliver the specified securities in the market making process for a period of three years from the date of listing of our Equity Shares or for any other period as may be notified by SEBI from time to time.
Market Making Agreement	The Agreement entered into between the Book Running Lead Manager, Market Maker and our Company dated November 24, 2023.
Market Maker Reservation	The Reserved Portion of 2,80,000 Equity Shares of face value of ₹10/- each fully paid for cash at a price of ₹ [●] per Equity Share aggregating ₹ [●] for the Market Maker in this Issue.
Mutual Fund(s)	A mutual fund registered with SEBI under the SEBI (Mutual Funds) Regulations,1996, as amended from time to time.
Net Issue/ Offer	The Issue (excluding the Market Maker Reservation Portion) of 53,20,000 Equity Shares of face value of ₹10/- each of Issuer at ₹ [●] (including share premium of ₹ [●]) per equity share aggregating to ₹ [●].
Net Proceeds	The Issue Proceeds, less the Issue related expenses, received by the Company. For information about use of the Issue Proceeds and the Issue expenses, please refer to the chapter titled – "Objects of the Issue" beginning on page 77 of this Red Herring Prospectus.
NIF	National Investment Fund set up by resolution F. No. 2/3/2005-DDII dated November 23, 2005 of Government of India published in the Gazette of India.
Non-Institutional Applicants	All Applicants that are not Qualified Institutional Buyers or Retail Individual Investors and who have applied for Equity Shares for an amount more than ₹ 2,00,000/-
OCB / 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 trust in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly as defined under Foreign Exchange Management (Deposit) Regulations, 2000. OCBs are not allowed to invest in this Issue.
Payment throughelectronic transfer of funds	Payment through ECS / NECS, Direct Credit, RTGS or NEFT, as applicable.
Prospectus	The Prospectus, which is filed with the RoC containing, inter alia, the Issue opening and closing dates and other information.
Price Band	Price Band of a minimum price (Floor Price) of ₹ 133 and the maximum price (Cap Price) of ₹ 140 and includes revisions thereof. The Price Band will be decided by our Company in consultation with the BRLM and advertised in two national daily newspapers (one each in English and in Hindi) with wide circulation and one daily regional newspaper, in the language where the registered office of the Company is situated, with wide circulation at least two working days prior to the Bid / Offer Opening Date.
Public Issue Account	Account opened with the Banker to the Issue/Public Issue Bank i.e. Kotak Mahindra Bank Limited by our Company to receive monies from the SCSBs from the bank accounts of the ASBA Applicants on the Designated Date.
Qualified Institutional Buyers / QIBs	As defined under the SEBI ICDR Regulations, including public financial institutions as specified in Section 4A of the Companies Act, scheduled commercial banks, mutual fund registered with SEBI, FII and sub-account (other than a sub-account which is a foreign corporate or foreign individual) registered with SEBI, multilateral and bilateral development financial institution, venture capital fund registered with SEBI, foreign venture capital investor registered with SEBI, state industrial development corporation, insurance company registered with Insurance Regulatory and Development Authority, provident fund with minimum corpus of ₹ 2,500 Lakh, pension fund with minimum corpus of ₹ 2,500 Lakh, NIF and 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.

Terms	Description
Refund Account	The account opened with the Refund Bank(s), from which refunds, if any, of the whole or part of the Bid Amount to Anchor Investors shall be made.
Refund Bank	The Bankers to the Offer with whom the Refund Account(s) are opened, in this case being Kotak Mahindra Bank Limited.
Refunds through electronic transfer of funds	Refunds through electronic transfer of funds means refunds through ECS,Direct Credit or RTGS or NEFT or the ASBA process, as applicable
Registrar Agreement	The registrar agreement dated **October 17, 2023** between our Company and Registrar to the Issue in relation to the responsibilities and obligations of the Registrar to the Issue pertaining to the Issue.
Registrar/ Registrar to the Offer	Registrar to the Offer being KFin Technologies Limited. For more information please refer —General Information on page 53 of this Red Herring Prospectus.
Regulations	Unless the context specifies something else, this means the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018 as amended from time to time.
Retail Individual Investors	Individual investors (including HUFs, in the name of Karta and Eligible NRIs) who apply for the Equity Shares of a value of not more than ₹ 2,00,000/-
SCSB	Shall mean a Banker to an Issue registered under SEBI (Bankers to an Issue)Regulations, 1994, as amended from time to time, and which offer the service ofmaking Application/s Supported by Blocked Amount including blocking of bankaccount and a list of which is available on http://www.sebi.gov.in/cms/sebi_data/attachdocs/1480483399603.html or at such other website as may be prescribed by SEBI from time to time.
Sponsor Bank	Sponsor Bank means a Banker to the Issue registered with SEBI which is appointed by the Issuer to act as a conduit between the Stock Exchanges and NPCI in order to push the mandate collect requests and / or payment instructions of the retail investors into the UPI. In this case Kotak Mahindra Bank Limited.
Underwriter	Underwriter to this Issue is Corporate CapitalVentures Private Limited.
Underwriting Agreement	The agreement dated November 24, 2023 entered into between Corporate CapitalVentures Private Limited and our Company.
Unified Payments Interface / UPI	The instant payment system developed by the National Payments Corporation of India.
Working Days	In accordance with Regulation 2(1)(mmm) of SEBI ICDR Regulations, working days means, all days on which commercial banks in the city as specified in this Red Herring Prospectus are open for business: 1. However, in respect of announcement of price band and bid/ Offer period, working day shall mean all days, excluding Saturdays, Sundays and public holidays, on which commercial banks in the city as notified in the Red Herring Prospectus are open for business 2. In respect to the time period between the bid/ Offer closing date and the listing of the specified securities on the stock exchange, working day shall mean all trading days of the stock exchange, excluding Sundays and bank holidays in accordance with circular issued by SEBI.

Conventional Terms / General Terms / Abbreviations

Abbreviation	Full Form
A/c	Account
ACS	Associate Company Secretary
AGM	Annual General Meeting
AIF	Alternative Investment Fund as defined in and registered with SEBI under the SEBI AIF Regulations
AS	Accounting Standards as issued by the Institute of Chartered Accountants of India
ASBA	Applications Supported by Blocked Amount
AY	Assessment Year

BIFR	Board for Industrial and Financial Reconstruction
Bn	Billion
BRLM	Book Running Lead Manager
BSE	BSE Limited
CAGR	Compounded Annual Growth Rate
Carpet Area	The area of the apartment excluding the thickness of inner walls.
CDSL	Central Depository Services (India) Limited
CFO	Chief Financial Officer
CGST Act	Central Goods and Services Tax Act, 2017
CIBIL	Credit Information Bureau (India) Limited
CIN	Corporate Identification Number
CIT	Commissioner of Income Tax
CSR	Corporate Social Responsibility
CST	Central Sales Tax
DIN	Director Identification Number
DP	Depository Participant
DP ID	Depository Participant's identification
DPIIT	Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry Government of India
EBITDA	Earnings before Interest, Taxes, Depreciation and Amortization
ECS	Electronic Clearing System
EGM	Extraordinary General Meeting
EPFO	Employees' Provident Fund Organization
EPS	Earnings Per Share
ESOP	Employee Stock Option Plan
ESPS	Employee Stock Purchase Scheme
FCNR Account	Foreign Currency Non-Resident Account
FDI	Foreign Direct Investment
FEMA	Foreign Exchange Management Act, 1999, as amended from time to time, and theregulations framed there under
FIIs	Foreign Institutional Investors (as defined under Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000) registered with SEBI under applicable laws in India
FIPB	Foreign Investment Promotion Board
F&NG	Father and Natural Guardian
FTP	Foreign Trade Policy
FVCI	Foreign Venture Capital Investors as defined and registered under the SEBI FVCI Regulations
FY / Fiscal/Financial Year	Period of twelve months ended March 31 of that particular year, unless otherwisestated
GDP	Gross Domestic Product
GoI/Government	Government of India
GST	Goods & Services Tax
HUF	Hindu Undivided Family
IAS Rules	Indian Accounting Standards, Rules 2015
I.T. Act	Income Tax Act, 1961, as amended from time to time
ICAI	The Institute of Chartered Accountants of India
ICSI	Institute of Company Secretaries of India
IFRS	International Financial Reporting Standards
IGST Act	Integrated Goods and Services Tax Act, 2017

IMF	International Monetary Fund
Indian GAAP	Generally Accepted Accounting Principles in India
Ind AS	Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015
IPO	Initial Public Offering
IRDAI	Insurance Regulatory and Development Authority of India
ISO	International Organization for Standardization
IST	Indian Standard Time
KMP	Key Managerial Personnel
Ltd	Limited
MAPIN	Market Participants and Investors Integrated Database
MCA	Ministry of Corporate Affairs, Government of India
Merchant Banker	Merchant Banker as defined under the Securities and Exchange Board of India(Merchant Bankers) Regulations, 1992
MoF	Ministry of Finance, Government of India
MOU	Memorandum of Understanding
NA	Not Applicable
NACH	National Automated Clearing House
NAV	Net Asset Value
NBFC	Non-Banking Financial Company
NDOH	Next Date of Hearing
NECS	National Electronic Clearing Service
NEFT	National Electronic Fund Transfer
NGT	National Green Tribunal
NOC	No Objection Certificate
NPCI	National Payments Corporation of India
NPV	Net Present Value
NRE Account	Non-Resident External Account
NRIs	Non-Resident Indians
NRO Account	Non-Resident Ordinary Account
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
OCB	Overseas Corporate Bodies
OPC	One Person Company as defined under section 2(62) of The Companies Act, 2013
p.a.	per annum
P/E Ratio	Price/Earnings Ratio
PAC	Persons Acting in Concert
PAN	Permanent Account Number
PAT	Profit After Tax
PLR	Prime Lending Rate
Plots	Parcel of land demarcated through boundary
PMI	Purchasing Managers' Index
PPP	Purchasing power parity
QIC	Quarterly Income Certificate
RBI	The Reserve Bank of India
RoC	Registrar of Companies
ROE	Return on Equity
RONW	Return on Net Worth
Rs. /₹	Rupees, the official currency of the Republic of India

RTGS	Real Time Gross Settlement
RERA	Real Estate Regulatory Authority
SCRA	Securities Contract (Regulation) Act, 1956, as amended from time to time
SCRR	Securities Contracts (Regulation) Rules, 1957, as amended from time to time.
SEBI	Securities and Exchange Board of India
SEBI Act	Securities and Exchange Board of India Act, 1992
Sec.	Section
SGST Act	State Goods and Services Tax Act, 2017
STT	Securities Transaction Tax
Super Area	The built up area added to share of common areas which includes staircases,reception, lift shafts, lobbies, club houses and so on
TIN	Taxpayers Identification Number
TDS	Tax Deducted at Source
UGST Act	Union Territory Goods and Services Tax Act, 2017
US/United States	United States of America
USD/ US$/ $	United States Dollar, the official currency of the Unites States of America
UPI	Unified payments interface which is an instant payment mechanism, developed by NPCI.
UPI Circulars	The SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1,2018, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, SEBI circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 8, 2019, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI/HO/CFD/DIL2/CIR/P/2021/47 dated March 31, 2021, SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, SEBI circular no. SEBI/HO/CFD/DIL2/CIR/2022/75 dated May 30, 2022 and any subsequent circulars or notifications issued by SEBI in this regard.
UPI ID	ID created on Unified Payment Interface (UPI) for single-window mobile payment system developed by the National Payments Corporation of India (NPCI).
UPI Mandate Request	The request initiated by the Sponsor Bank and received by an RII using the UPI Mechanism to authorise blocking of funds on the UPI mobile or other application equivalent to the Bid Amount and subsequent debit of funds in case of Allotment
UPI Mechanism	The bidding mechanism that may be used by a RIB to make an application in the Issue in accordance with SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2018/138) dated November 1, 2018
UPI PIN	Password to authenticate UPI transaction
VAT	Value Added Tax
VC	Venture Capital
VCF / Venture Capital Fund	Foreign Venture Capital Funds (as defined under the Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996) registered with SEBI under applicable laws in India.
WIP	Work in process
WHO	World Health Organization
WEO	World Economic Outlook
YoY	Year on Year

Industry Related Terms

Term	Description
BP	British Pharmacopoeia
CCS	Croscarmellose Sodium
CCP	Critical Control Point
DM Water	Demineralized Water
DM Plant	Demineralized Plant
ETP	Effluent Treatment Plant
EP	European Pharmacopoeia
EOU	Export Oriented Unit
FCC	Food Chemicals Codex
FDA	Food and Drug Administration
FSSC-22000	Food Safety System Certification-22000
FSSAI	Food Safety and Standards Authority of India
GMP	Good Manufacturing Practices
HCL	Hydrogen Chloride
HACCP	Hazard Analysis and Critical Control Points
HALAL & USP/NF	HALAL in Arabic means "permissible". United States Pharmacopeia/National Formulary
OPRP	Operational Pre-requisite Programme
JP	Japanese Pharmacopoeia
KOSHER	Kosher certification indicates that your products comply with Jewish dietary laws
MCC	Microcrystalline Cellulose
MCC Spheres	Microcrystalline Cellulose Spheres
Mg. St. / MS	Magnesium Stearate
PC	Powdered Cellulose
SMCC	Silicified Microcrystalline Cellulose
US- DMF	United States Drug Master File

Notwithstanding the foregoing:

1. *In the section titled "Main Provisions of the Articles of Association" beginning on page number 344 of the Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
2. *In the chapters titled "Summary of Offer Documents" and "Our Business" beginning on page numbers 18 and 111 respectively, of the Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
3. *In the section titled "Risk Factors" beginning on page number 29 of the Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
4. *In the chapter titled "Statement of Tax Benefits" beginning on page number 93 of the Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section;*
5. *In the chapter titled "Management's Discussion and Analysis of Financial Conditions and Results of Operations" beginning on page number 254 of the Red Herring Prospectus, defined terms shall have the meaning given to such terms in that section*.

PRESENTATION OF FINANCIAL, INDUSTRY AND MARKET DATA

Financial Data

Unless stated otherwise, the financial data included in this Red Herring Prospectus are extracted from the restated financial statements of our Company, prepared in accordance with the applicable provisions of the Companies Act and Indian GAAP and restated in accordance with SEBI (ICDR) Regulations, as stated in the report of our Peer Reviewed Auditors, set out in the section titled "Financial Statements", as Restated 'beginning on page 198 this Red Herring Prospectus. Our restated financial statements are derived from our audited financial statements prepared in accordance with Indian GAAP and the Companies Act, and have been restated in accordance with the SEBI (ICDR) Regulations.

Our fiscal year commences on 1st April of each year and ends on 31st March of the next year. All references to a particular fiscal year are to the 12 months period ended 31st March of that year. In this Red Herring Prospectus, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding-off. All decimals have been rounded off to two decimal points. There are significant differences between Indian GAAP, IFRS and US GAAP. The Company has not attempted to quantify their impact on the financial data included herein and urges you to consult your own advisors regarding such differences and their impact on the Company's financial data. Accordingly, to what extent, the financial statements included in this Red Herring Prospectus will provide meaningful information is entirely dependent on the reader's level of familiarity with Indian accounting practices / Indian GAAP. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Red Herring Prospectus should accordingly be limited. Any percentage amounts, as set forth in "Risk Factors", "Our Business", "Management's Discussion and Analysis of Financial Condition and Results of Operations" and elsewhere in this Red Herring Prospectus unless otherwise indicated, have been calculated on the basis of the Company's restated financial statements prepared in accordance with the applicable provisions of the Companies Act and Indian GAAP and restated in accordance with SEBI (ICDR) Regulations, as stated in the report of our Peer Reviewed Auditors, set out in the section titled "Financial Statements", as Restated beginning on page 198 of this Red Herring Prospectus.

Currency and units of presentation

In this Red Herring Prospectus, references to Rupees or INR or ₹ are to Indian Rupees, the official currency of the Republic of India. All references to $, US$, USD, U.S. $ or U.S. Dollars are to United States Dollars, the official currency of the United States of America. All references to million / Million / Mn refer to one million, which is equivalent to ten lacs or ten lakhs, the word Lacs / Lakhs / Lac means onehundred thousand and Crore means ten million and billion / bn./ Billions means one hundred crores.

Industry and Market Data

Unless stated otherwise, industry data used throughout the Red Herring Prospectus has been obtained or derived from industry and government publications, publicly available information and sources. Industry publications generally state that the information contained in those publications has been obtained from sources believed to be reliable but that their accuracy and completeness are not guaranteed and their reliability cannot be assured. Although our Company believes that industry data used in the Red Herring Prospectus is reliable, it has not been independently verified. Further, the extent to which the industry and market data presented in the Red Herring Prospectus is meaningful depends on the reader's familiarity with and understanding of, the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business, and methodologies and assumptions may vary widely among different industry sources.

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FORWARD LOOKING STATEMENTS

All statements contained in the Red Herring Prospectus that are not statements of historical facts constitute "forward-looking statements". All statements regarding our expected financial condition and results of operations, business, objectives, strategies, plans, goals and prospects are forward-looking statements. These forward-looking statements include statements as to our business strategy, our revenue and profitability, and other matters discussed in the Red Herring Prospectus regarding matters that are not historical facts. These forward-looking statements and any other projections contained in the Red Herring Prospectus (whether made by us or any third party) are predictions and involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections.

These forward-looking statements can generally be identified by words or phrases such as "will", "aim", "will likely result", "believe", "expect", "will continue", "anticipate", "estimate", "intend", "plan", "contemplate", "seek to", "future", "objective", "goal", "project", "should", "will pursue" and similar expressions or variations of such expressions. Important factors that could cause actual results to differ materially from our expectations include but are not limited to:

- loss of consumers;
- impact of Covid 19 pandemic or any future pandemic;
- general economic and business conditions in the markets in which we operate and in the local, regional and national and international economies;
- Adverse natural calamities having significant impact on regions where we are having projects under implementation;
- our ability to successfully implement strategy, growth and expansion plans and technological initiatives;
- our ability to respond to technological changes;
- our ability to attract and retain qualified personnel;
- the effect of wage pressures, seasonal hiring patterns and the time required to train and productively utilize new employees;
- general social and political conditions in India which have an impact on our business activities orinvestments;
- potential mergers, acquisitions restructurings and increased competition;
- occurrences of natural disasters or calamities affecting the areas in which we have operations;
- market fluctuations and industry dynamics beyond our control;
- changes in the competition landscape;
- our ability to finance our business growth and obtain financing on favourable terms;
- our ability to manage our growth effectively;
- our ability to compete effectively, particularly in new markets and businesses;
- changes in laws and regulations relating to the industry in which we operate changes in governmentpolicies and regulatory actions that apply to or affect our business; and
- developments affecting the Indian economy;
- Any adverse outcome in the legal proceedings in which we are involved.
- Our ability to attract and retain qualified personnel;
- Volatility of loan interest rates and inflation;
- Inability to protect our IP or any third-party claims in relation to infringement of our existing intellectual property rights or in future
- Inability to cater to the evolving consumer preferences, in India and abroad, in the information technology
- The occurrence of natural disasters or calamities; and
- Failure to successfully upgrade our service portfolio, from time to time.

For a further discussion of factors that could cause our current plans and expectations and actual results to differ, please refer to the chapters titled "Risk Factors", "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" beginning on page numbers 29, 111 and 254 respectively of this Red Herring Prospectus.

Forward looking statements reflects views as of the date of the Red Herring Prospectus and not a guarantee of future performance. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains or losses could materially differ from those that have been estimated. Neither our Company / our Directors nor the Lead Manager, nor any of its affiliates have any obligation to update

or otherwise revise any statements reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition. In accordance with SEBI requirements, our Company and the Lead Manager will ensure that investors in India are informed of material developments until such time as the listing and trading permission is granted by the Stock Exchange(s).

SECTION II - SUMMARY OF OFFER DOCUMENTS

A. SUMMARY OF OUR BUSINESS OVERVIEW

OUR COMPANY

Our Company was originally incorporated on April 10, 2012 as a Private Limited Company as "Accent Microcell Private Limited" vide Registration No. 069799 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Dadar and Nagar Havelli. Pursuant to a special resolution passed by the shareholders at their Extra Ordinary General Meeting held on December 05, 2022, our company was converted from a Private Limited Company to Public Limited Company. Consequently, the name of our Company was changed to 'Accent Microcell Limited' and a Fresh Certificate of Incorporation consequent to Conversion was issued on December 23, 2022 by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our Company is U24230GJ2012PLC069799.

For further details of change in name, change in object and change in registered office of our company, please refer to section titled *'History and Certain Corporate Matters'* beginning on page 153 of this Red Herring Prospectus.

OUR BUSINESS

Our company was incorporated on April 10, 2012, with the primary focus on manufacturing of the high-quality cellulose-based excipients which predominantly find application in the Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. Our company manufacture cellulose-based excipients as follows:

- Microcrystalline Cellulose (MCC) - Spray Dryer / Spin Flash Dried
- Microcrystalline Cellulose Spheres (MCC Spheres)
- Silicified Microcrystalline Cellulose (SMCC)
- Powdered Cellulose (PC)
- Croscarmellose Sodium (CCS)
- Magnesium Stearate (Mg. St.)
- Microcrystalline Cellulose with Carboxy Methyl Cellulose (Co-Processed)

Presently, we majorly manufacture Microcrystalline Cellulose ("MCC"). MCC is an odourless, fine white powder & a purified form of cellulose, which is derived from refinement of highly purified wood pulp. It is widely used as texturizer, anticaking agent, binder, lubricant, a bulking agent, diluent which finds a wide range of applications in Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. We manufacture 22 grades of MCC, with particle sizes ranging from 20 microns to 180 microns. The major grades of MCC manufactured and marketed by our Company are branded under the name **"accel"**. Besides **"accel"** we also sell our products under the name **"acrocell", "maccel" and "Vincel".**

During the production process, the various grades of MCC are distinguished using different drying techniques used by our Company. We manufacture products by two drying techniques which are branded under different brand names. In our company MCC, MCC Spheres, SMCC, MCC with CMC are manufactured with spray dried product which are branded as **"accel"** and They are known for its premium quality due to its physical properties such as direct compression, particle size, density, flow, tableting properties etc. On the other hand MCC, SMCC are manufactured with spin flash dried which are branded as **"Vincel"**.

Accent have established a robust manufacturing infrastructure, supported by an efficient supply chain that caters to the needs of our Indian and global clientele. With two state-of-art manufacturing facilities located in Pirana (Unit -I) and Dahej SEZ (Unit -II). Unit I i.e. Pirana manufacture product mainly caters to the domestic market which manufacture MCC, SMCC, PC, MCC with CMC. Unit II i.e Dahej SEZ is set up as export-oriented unit ("EOU") which is purely engaged in the manufacture of MCC, MCC sphere, SMCC, MCC with CMC which is exported to overseas customers and distributors.

With over 10 years of continuous growth, two state of the art manufacturing facilities and consistent focus on delivering premium quality product, Our Company is one of the ***Global leading manufacturers of Microcrystalline Cellulose (MCC)*** (**Source:* Research Report on Global Microcrystalline Cellulose (MCC) Industry, refer link

https://www.expertmarketresearch.com/articles/top-5-companies-in-the-global-microcrystalline-cellulose-mcc-market).

For detailed information on the business of our Company please refer to "Our Business" beginning on page numbers 111 of this Red Herring Prospectus.

SUMMARY OF OUR INDUSTRY

Global Pharmaceuticals Industry

Pharmaceuticals Market size was valued at USD 209.85 billion in 2021 and is poised to grow from USD 222.4 billion in 2022 to USD 352.98 billion by 2030, growing at a CAGR of 5.9% in the forecast period (2023-2030). With about 46% of the market share, North America was the largest market for pharmaceuticals in the global pharmaceuticals market in 2021. The Asia Pacific was the second largest region making up more than 26% of the global pharmaceuticals market. Although the need for medicines is much greater in Africa, it holds the smallest market share in the global pharmaceuticals market.
(Source: (https://www.skyquestt.com/report/pharmaceuticals-market)

Indian Pharmaceuticals Market

The Indian Pharmaceutical industry is currently ranked third in pharmaceutical production by volume after evolving over time into a thriving industry growing at a CAGR of 9.43% since the past nine years. Generic drugs, over-the-counter medications, bulk drugs, vaccines, contract research & manufacturing, biosimilars, and biologics are some of the major segments of the Indian pharma industry. India has the greatest number of pharmaceutical manufacturing facilities that are in compliance with the US Food and Drug Administration (USFDA) and has 500 API producers that make for around 8% of the worldwide API market.

Market size of India pharmaceuticals industry is expected to reach US$ 65 billion by 2024, and ~US$ 130 billion by 2030. According to the government data, the Indian pharmaceutical industry is worth approximately US$ 50 billion with over US$ 25 billion of the value coming from exports. About 20% of the global exports in generic drugs are met by India.

(Source: https://www.ibef.org/industry/pharmaceutical-india)

For detailed information on the industry please refer to "Our Industry" beginning on page number 97 of this Red Herring Prospectus.

B. PROMOTERS

The promoters of our Company are Mr. Vasant Vadilal Patel, Mr. Ghanshyam ArjanBhai Patel, Mr. Nitin JasvantBhai Patel and Mr. VinodBhai ManiBhai Patel.

For detailed information please refer chapter titled Our Promoters and Our Promoter Group on page number 178 respectively of this Red Herring Prospectus.

C. ISSUE SIZE

The Issue size comprises of fresh issuance of up to 56,00,000 Equity Shares of face value of ₹ 10/- each fully paid-up of the Company for cash at price of ₹ [●] per Equity Share (including premium of ₹ [●] per Equity Share) aggregating ₹ [●].

D. OBJECTS OF THE ISSUE

Our Company intends to utilize the Net Proceeds for the following objects:

S. N.	Particulars	Amount (In ₹ Lakh)
1.	To Set up plant for manufacturing Croscarmellose Sodium ("CCS"), and Sodium Starch Glycolate and Carboxymethylcellulose (CMC).	5439.38
2.	General Corporate Purposes*	[●]
Total		[●]

**The amount utilized for general corporate purposes shall not exceed 25% of the gross proceeds of the Issue.*

E. PRE-ISSUE SHAREHOLDING

S. No.	Name of shareholder	Pre-issue		Post-issue	
		No. of equity Shares	As a % of Issued Capital	No. of Equity shares	As a % of Issued Capital
Promoters					
1	Nitin JasvantBhai Patel	32,28,000	20.90	32,28,000	15.34
2	VinodBhai ManiBhai Patel	32,28,000	20.90	32,28,000	15.34
3	Ghanshyam ArjanBhai Patel	25,79,400	16.70	25,79,400	12.26
4	Vasant Vadilal Patel	19,34,100	12.53	19,34,100	9.19
Total – A		**1,09,69,500**	**71.03**	**1,09,69,500**	**52.13**
Promoter Group					
5	ArvindBhai ManiBhai Patel	1,35,000	0.87	1,35,000	0.64
6	Shailesh Bhai ArjanBhai Patel	1,08,000	0.70	1,08,000	0.51
7	Jitendra Vadilal Patel	81,000	0.53	81,000	0.39
Total – B		**3,24,000**	**2.10**	**3,24,000**	**1.54**
Public					
9	Existing Shareholders	41,49,500	26.87	41,49,500	19.72
10	IPO	-	-	56,00,000	26.61
Total - C		**41,49,500**	**26.87**	**97,19,500**	**46.33**
Grand Total (A+B+C)		**1,54,43,000**	**100.00**	**2,10,43,000**	**100.00**

F. SUMMARY OF FINANCIAL INFORMATION

(Amount in Lakhs)

Particulars	For Period ended on June 30th, 2023	For the year ended March 31		
		2023	2022	2021
Share Capital	1,294.30	1,294.30	1,290.30	430.10
Net Worth	5,125.44	4419.91	3209.32	2663.02
Revenue (total income)	5,992.95	20,696.75	16,753.97	13,481.59
Profit after Tax	705.53	1301.02	589.31	480.29
Earnings per share Basic and Diluted (in ₹) *1	5.45	10.06	4.57	3.72
Net Asset Value per Equity Share (in ₹)*2	39.60	34.19	74.21	61.92
Total Borrowing	2105.73	2,278.23	2,409.53	3,063.76
- Long Term	465.75	547.41	693.18	1783.72
- Short Term	1639.98	1730.82	1716.35	1280.04

****Note:-***

1. *EPS (Basic and Diluted) are calculated on the basis of Adjusted Average no. of equity shares.*
   For Adjusted Average number of equity shares: Since the Bonus issue is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2021, the earliest period reported. So, Adjusted Average number of equity shares outstanding at June 30, 2023, F.Y ended 2023, F.Y ended 2022, F.Y ended 2021 are 1,29,43,000, 1,29,27,329, 12903000 and 12903000.
2. *NAV are calculated on the basis of Weighted Average no. of equity shares.*
   Weighted Average no. of equity shares is calculated considering the actual date of issue of shares/ bonus issue during the respective years. So, Weighted Average No. of Equity Shares outstanding at June 30, 2023, F.Y ended 2023, F.Y ended 2022, F.Y ended 2021 are 1,29,43,000, 1,29,27,329, 43,24,567 and 43,01,000

G. QUALIFICATIONS OF AUDITORS

The Restated Financial Statements do not contain any qualification requiring adjustments by the StatutoryAuditors.

H. SUMMARY OF OUTSTANDING LITIGATIONS & MATERIAL DEVELOPEMENTS

A summary of pending legal proceedings and other material litigations involving our Company is provided Below:-

Name	By/Against	Civil Proceedings	Criminal Proceedings	Tax Proceedings	Actions by regulatory authorities	Other Pending Litigations	Amount Involved (in lakhs)
Company	**By**	-	-	-	-	-	-
	Against	1	-	1	-	1	538.98
Promoter	**By**	1	-	-	-	-	Not Quantifiable
	Against	-	-	2	-	-	32.20
Promoter Group	**By**	-	-	-	-	-	-
	Against	1*	1#	-	-	-	Amount for civil proceedings – 2.85 Lac and for the criminal proceedings – not Quantifiable
Group Companies/Entities	**By**	-	-	-	-	-	-
	Against	1*	1#	-	-	-	Amount for civil proceedings – 2.85 Lac and for the criminal proceedings – not Quantifiable
Directors other than promoters	**By**	-	-	-	-	-	-
	Against	-	-	-	-	-	-

Note-

*Claroid Pharmaceuticals Private limited is our Promoter Group and Group entity as well, so both the cases are common under both the heads.

#Ashutosh Corporate LLP is our Promoter Group and Group entity as well, so both the cases are common under both the heads.

For further details, please refer chapter titled "Outstanding Litigations & Material Developments" beginningon page 266 of this Red Herring Prospectus.

I. RISK FACTORS

For details relating to risk factors, please refer section titled *"Risk Factors"* beginning on page no. 29 of this Red Herring Prospectus.

J. SUMMARY OF CONTINGENT LIABILITIES OF OUR COMPANY

As per the Restated financial statements of the company, following are the contingent liabilities: -

(Rs. In Lakhs)

Particulars	For Period ended on June 30th, 2023	For the year ended March 31		
		2023	2022	2021
Claims against the Company not acknowledgement as debt - Gujarat Pollution Control Board*	411.60	-	-	-

In respect of the above matters, the expected outflow will be determined at the time of final resolution of the dispute.

K. SUMMARY OF RELATED PARTY TRANSACTIONS

Related Party Transactions

In accordance with the requirements of Accounting Standard – 18 on Related Party Disclosures, the names of the related parties where control exists and with whom transactions have taken place during the year and description of relationships as identified and certified by the management are given below: -

i) Key Management Personnel & their relatives:

Ghanshyam A Patel (Managing Director & Chief Financial Officer)
Nitin J Patel (Director)
Vasant V Patel (Director)
Vinod M Patel (Director)
Braham Pal Chhabra (Company Secretary)
Jahanvi G Patel (Relative of Director)
Jitendra Patel (Relative of Director)
Jyotiben G Patel (Relative of Director)
Nilam N Patel (Relative of Director)
Sangeeta V Patel (Relative of Director)
Arvindkumar M Patel (Relative of Director)
Vasanti V Patel (Relative of Director)
Het G Patel (Relative of Director)
Pooja Shrey Patel (Relative of Director)

ii) Enterprises over which parties listed in (i) have significant influence and transactions are carried out during the year:

Agistin Biotech Pvt Ltd
Aneta Pharmaceuticals Pvt Ltd
Claroid Pharmaceuticals Pvt Ltd
Globe Star Valves Pvt ltd
Indo SMC Pvt Ltd
Accent Biosciences Pvt Ltd
M/S Ashutosh Corporate LLP
Indocon Infrastructure Private Limited
Jasoda Developers
Maccent Bio care Industries
Jainishk Industries
Prerna Rice Mill

26 (b) The following transactions were carried out with the related parties in the ordinary course of business:

Sr. No	RELATIONSHIP	Key Management Personnel & their relatives:				Enterprises over which parties listed in (i) have significant influence and transactions are carried out during the year:				GRAND TOTAL			
	NATURE OF TRANSACTIONS	Apr'23 to Jun'23	2022-23	2021-22	2020-21	Apr'23 to Jun'23	2022-23	2021-22	2020-21	Apr'23 to Jun'23	2022-23	2021-22	2020-21
(A)	**INCOME**												
	1) Sales of Goods												
	Jainishk Industries	-	-	-	-	600.29	910.24	-	1,155.95	600.29	910.24	-	1,155.95
	Maccent Bio care Industries	-	-	-	-	-	101.75	-	27.91	-	101.75	-	27.91
	Claroid Pharmaceuticals Pvt Ltd	-	-	-	-	10.15	19.15	33.83	1.23	10.15	19.15	33.83	1.23
	Agistin Biotech Pvt Ltd	-	-	-	-	3.03	18.19	13.09	11.86	3.03	18.19	13.09	11.86
(B)	**EXPENSES**												
	1) Purchase of goods												
	Maccent Biocare Industries	-	-	-	-	838.29	2,180.23	1,571.47	1,607.66	838.29	2,180.23	1,571.47	1,607.66
	Jainishk Industries	-	-	-	-	228.32	1,102.15	1,261.39	419.71	228.32	1,102.15	1,261.39	419.71
	Agistin Biotech Pvt Ltd	-	-	-	-	2.18	19.28	15.58	5.81	2.18	19.28	15.58	5.81
	Indocon Infrastructure Private Limited	-	-	-	-	-	-	-	0.37	-	-	-	0.37
	Indo SMC Pvt Ltd	-	-	-	-	-	-	0.67	-	-	-	0.67	-
	Aneta Pharmaceuticals Pvt Ltd	-	-	-	-	-	261.93	-	-	-	261.93	-	-
	Globe Star Valves Pvt ltd	-	-	-	-	-	0.69	-	-	-	0.69	-	-
	2) Purchase of Fixed Assets												
	Ashutosh Corporate LLP	-	-	-	-	-	3.58	6.00	-	-	3.58	6.00	-
	Jasoda Developers	-	-	-	-	-	60.30	-	-	-	60.30	-	-
	3) Remuneration & Bonus												

	Ghanshyam A Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
	Nitin J Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
	Vasant V Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
	Vinod M Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
	Jyotiben G Patel	2.39	8.30	7.23	6.00	-	-	-	-	2.39	8.30	7.23	6.00
	Jahanvi G Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
	Jitendra Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
	Nilam N Patel	3.58	12.44	10.83	9.00	-	-	-	-	3.58	12.44	10.83	9.00
	Sangeeta V Patel	2.39	8.30	7.23	6.00	-	-	-	-	2.39	8.30	7.23	6.00
	Arvindkumar M Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
	Vasanti V Patel	3.68	8.30	7.23	6.00	-	-	-	-	3.68	8.30	7.23	6.00
	Het G Patel	1.29	-	-	-	-	-	-	-	1.29	-	-	-
	Pooja Shrey Patel	1.29	-	-	-	-	-	-	-	1.29	-	-	-
	Braham Pal Chhabra	0.64	-	-	-	-	-	-	-	0.64	-	-	-
	4) Interest on Unsecured Loan Received												
	Ghanshyam A Patel	-	12.20	19.41	30.00	-	-	-	-	-	12.20	19.41	30.00
	Nitin J Patel	-	9.67	39.72	57.01	-	-	-	-	-	9.67	39.72	57.01
	Vasant V Patel	-	7.19	20.44	27.56	-	-	-	-	-	7.19	20.44	27.56
	Vinod M Patel	-	7.58	30.22	39.83	-	-	-	-	-	7.58	30.22	39.83
										-	-	-	-
	5) Commission Expense									-	-	-	-
	Ashutosh Corporate LLP	-	-	-	-	-	5.00	-	-	-	5.00	-	-
										-	-	-	-
	6) Rent Expense									-	-	-	-
	Ghanshyam A Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
	Nitin J Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
	Vasant V Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
	Vinod M Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
(C)	**DISTRIBUTION OF PROFIT**												

	1) Dividend Payment												
	Ghanshyam A Patel	-	20.64	8.60	-	-	-	-	-	-	20.64	8.60	-
	Nitin J Patel	-	25.81	10.75	-	-	-	-	-	-	25.81	10.75	-
	Vasant V Patel	-	15.48	6.45	-	-	-	-	-	-	15.48	6.45	-
	Vinod M Patel	-	25.81	10.75	-	-	-	-	-	-	25.81	10.75	-
(D)	**FINANCE**												
	1) Loans/Advances Given												
	Jainishk Industries	-	-	-	-	-	-	-	3.41	-	-	-	3.41
	Agistin Biotech Pvt Ltd	-	-	-	-	110.00	95.00	-	-	110.00	95.00	-	-
	Indo Aluminium Pvt Ltd	-	-	-	-	-	141.50	127.00	-				
	Indo SMC Pvt Ltd	-	-	-	-	-	20.00	-	-	-	20.00	-	-
	Accent Biosciences Pvt Ltd	-	-	-	-	-	60.00	-	0.40	-	60.00	-	0.40
	2) Loans/Advances taken									-	-	-	-
	Ghanshyam A Patel	2.12	234.02	227.97	105.10	-	-	-	-	2.12	234.02	227.97	105.10
	Vasant V Patel	25.00	64.25	67.72	117.16	-	-	-	-	25.00	64.25	67.72	117.16
	Nitin J Patel	-	296.23	572.56	288.71	-	-	-	-	-	296.23	572.56	288.71
	Vinod M Patel	8.52	81.93	117.21	147.28	-	-	-	-	8.52	81.93	117.21	147.28
	Maccent Bio care Industries	-	-	-	-	-	-	-	100.41	-	-	-	100.41
	3) Repayment of Loans/Advances Given												
	Agistin Biotech Pvt Ltd	-	-	-	-	85.00	95.00	-	-	85.00	95.00	-	-
	Indo SMC Pvt Ltd	-	-	-	-	-	20.00	-	-	-	20.00	-	-
	Ashutosh Corporate LLP	-	-	-	-	-	-	-	-	-	-	-	-
	Accent Biosciences Pvt Ltd	-	-	-	-	-	60.00	-	0.40	-	60.00	-	0.40
	Ghanshyam A Patel	-	-	-	-	-	-	-	-	-	-	-	-
	Indo Aluminium Pvt Ltd	-	-	-	-	-	141.50	129.50	-	-	141.50	129.50	-

	4) Repayment of Loans/Advances taken												
	Ghanshyam A Patel	18.26	194.85	373.63	269.28	-	-	-	-	18.26	194.85	373.63	269.28
	Vasant V Patel	35.66	127.92	242.23	126.19	-	-	-	-	35.66	127.92	242.23	126.19
	Nitin J Patel	34.88	344.91	1,020.71	309.87	-	-	-	-	34.88	344.91	1,020.71	309.87
	Vinod M Patel	21.89	105.33	432.02	137.67	-	-	-	-	21.89	105.33	432.02	137.67
	Maccent Bio care Industries	-	-	-	-	-	-	-	111.41	-	-	-	111.41
(E)	**ISSUE OF EQUITY SHARES**												
	Ghanshyam A Patel	-	-	171.96	-	-	-	-	-	-	-	171.96	-
	Nitin J Patel	-	-	215.20	-	-	-	-	-	-	-	215.20	-
	Vasant V Patel	-	-	128.94	-	-	-	-	-	-	-	128.94	-
	Vinod M Patel	-	-	215.20	-	-	-	-	-	-	-	215.20	-
	Jitendra V Patel	-	-	1.32	-	-	-	-	-	-	-	1.32	-
	Arvind Kumar M Patel	-	-	2.20	-	-	-	-	-	-	-	2.20	-
(F)	**OUTSTANDING AT YEAR END**												
	1) Trade Receivable												
	Jainishk Industries	-	-	-	-	707.75	386.56	-	-	707.75	386.56	-	-
	Claroid Pharmaceuticals Pvt Ltd	-	-	-	-	11.98	7.97	13.53	1.45	11.98	7.97	13.53	1.45
	Agistin Biotech Pvt Ltd	-	-	-	-	4.75	-	1.30	-	4.75	-	1.30	-
	Maccent Biocare Industries	-	-	-	-	-	-	-	76.39	-	-	-	76.39
	2) Trade Payable												
	Agistin Biotech Pvt Ltd	-	-	-	-	7.89	-	5.56	1.29	7.89	-	5.56	1.29
	Maccent Biocare Industries	-	-	-	-	1,140.55	182.98	277.84	59.63	1,140.55	182.98	277.84	59.63
	Jainishk Industries	-	-	-	-	251.51	164.37	323.83	214.58	251.51	164.37	323.83	214.58
	Globe Star Valves Private Limited	-	-	-	-	0.77	-	-	-	0.77	-	-	-
	3) Unsecured Loan taken												
	Ghanshyam A Patel	97.45	113.59	65.08	179.52	-	-	-	-	97.45	113.59	65.08	179.52

	Nitin J Patel	40.96	75.85	86.97	495.79	-	-	-	-	40.96	75.85	86.97	495.79
	Vinod M Patel	43.97	57.33	74.08	362.27	-	-	-	-	43.97	57.33	74.08	362.27
	Vasant V Patel	21.23	31.89	89.64	246.38	-	-	-	-	21.23	31.89	89.64	246.38
	4) Interest Payable on Unsecured Loan												
	Ghanshyam A Patel	-	10.98	2.29	18.88	-	-	-	-	-	10.98	2.29	18.88
	Nitin J Patel	-	8.70	8.14	13.92	-	-	-	-	-	8.70	8.14	13.92
	Vinod M Patel	-	6.83	2.88	6.49	-	-	-	-	-	6.83	2.88	6.49
	Vasant V Patel	-	6.47	3.04	9.45	-	-	-	-	-	6.47	3.04	9.45
	5) Loans \ Advances given												
	Agistin Biotech Pvt Ltd	-	-	-	-	25.00	-	-	-	25.00	-	-	-
	Indo Aluminium Pvt Ltd	-	-	-	-	-	-	-	2.70	-	-	-	2.70
	Jainishk Industries	-	-	-	-	-	-	-	0.27	-	-	-	0.27
	6) Salary \ Remuneration Payable												
	Ghanshyam A Patel	1.77	2.27	2.02	1.98	-	-	-	-	1.77	2.27	2.02	1.98
	Jahanvi G Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
	Jitendra Vadilal Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
	Jyotiben G Patel	0.74	0.62	0.56	0.47	-	-	-	-	0.74	0.62	0.56	0.47
	Nilam N Patel	1.07	0.88	0.79	0.67	-	-	-	-	1.07	0.88	0.79	0.67
	Nitin J Patel	1.62	2.27	2.02	1.63	-	-	-	-	1.62	2.27	2.02	1.63
	Sangeeta V Patel	0.74	0.62	0.55	0.47	-	-	-	-	0.74	0.62	0.55	0.47
	Vasant V Patel	2.03	2.27	2.02	1.63	-	-	-	-	2.03	2.27	2.02	1.63
	Vinod M Patel	1.62	2.27	2.02	1.63	-	-	-	-	1.62	2.27	2.02	1.63
	Arvindkumar M Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
	Vasanti V Patel	1.09	0.62	0.55	0.47	-	-	-	-	1.09	0.62	0.55	0.47

L. FINANCING ARRANGEMENTS

There have been no financing arrangements whereby our Promoters, members of the Promoter Group, our directors and their relatives have financed the purchase by any other person of securities of our Company during a period of six (6) months immediately preceding the date of this Red Herring Prospectus.

M. WEIGHTED AVERAGE PRICE AT WHICH THE EQUITY SHARES WERE ACQUIRED BY EACH OF OUR PROMOTERS IN LAST ONE YEAR

Name of the Promoter	No. of Shares held	Average cost of Acquisition (in₹)
Nitin JasvantBhai Patel	Nil	0.00
VinodBhai ManiBhai Patel	Nil	0.00
Ghanshyam Bhai ArjanBhai Patel	Nil	0.00
Vasant Vadilal Patel	Nil	0.00

* Only the shares acquired are considered.

N. AVERAGE COST OF ACQUISITON

The average cost of acquisition per Equity Share to our Promoters as at the date of this Red Herring Prospectus is:

Name of the Promoter	No. of Shares held	Average cost of Acquisition (in₹)
Nitin JasvantBhai Patel	32,28,000	10.60
VinodBhai ManiBhai Patel	32,28,000	0.00#
Ghanshyam ArjanBhai Patel	25,79,400	10.60
Vasant Vadilal Patel	19,34,100	10.60

** Only the shares acquired are considered.*

 # 10,76,000/- Equity Shares held by Manibhai Kanjibhai Patel has been transferred in name of Vinodbhai Manibhai Patel via Gift Deed dated February 16, 2017. Considering the amount paid by Manibhai Kanjibhai Patel for acquisition of the given shared and Bonus shares issued by company on 31/03/2022, average cost of acquisition for Manibhai Kanjibhai Patel / Vinodbhai Manibhai Patel also works out to Rs. 10.60 Per Share.

O. DETAILS OF PRE-ISSUE PLACEMENT

Our Company does not contemplate any issuance or placement of Equity Shares from the date of this Red Herring Prospectus until the listing of the Equity Shares.

P. ISSUE OF EQUITY SHARES FOR CONSIDERATION OTHER THAN CASH IN THE LAST ONE YEAR

Our Company has not issued any equity shares as bonus issue in last one year from the date of this Red Herring Prospectus. For more details, refer ‑ Capital Structure on page number 61 of this Red Herring Prospectus.

Q. SPLIT / CONSOLIDATION OF EQUITY SHARES IN THE LAST ONE YEAR

The Company has not consolidated its equity shares in the last one (1) year.

R. EXEMPTION FROM COMPLYING SECURITIES LAWS

No, our company has not been granted any such exemption.

SECTION III- RISK FACTORS

An investment in the Equity Shares involves a high degree of risk. You should carefully consider all the information in this Red Herring Prospectus, including the risks and uncertainties summarized below, before making an investment in our Equity Shares. The risks described below are relevant to the industries our Company is engaged in, our Company and our Equity Shares. To obtain a complete understanding of our Company, you should read this section in conjunction with the chapters titled "Our Business" and "Management's Discussion and Analysis of Financial Positions and Results of Operations" beginning on page numbers 111 and 254, respectively, of this Red Herring Prospectus as well as the other financial and statistical information contained in this Red Herring Prospectus. Prior to making an investment decision, prospective investors should carefully consider all of the information contained in the section titled "Restated Financial Information" beginning on page number 198 of this Red Herring Prospectus.

If any one or more of the following risks as well as other risks and uncertainties discussed in the Red Herring Prospectus occurs, our business, financial position and results of our operation could suffer material adverse effects and could cause the trading price of our Equity Shares and the value of investment in the Equity Shares to materially decline which could result in the loss of all or part of investment. Prospective investors should pay particular attention to the fact that our Company is incorporated under the laws of India, and is therefore subject to a legal and regulatory environment that may differ in certain respects from that of other countries.

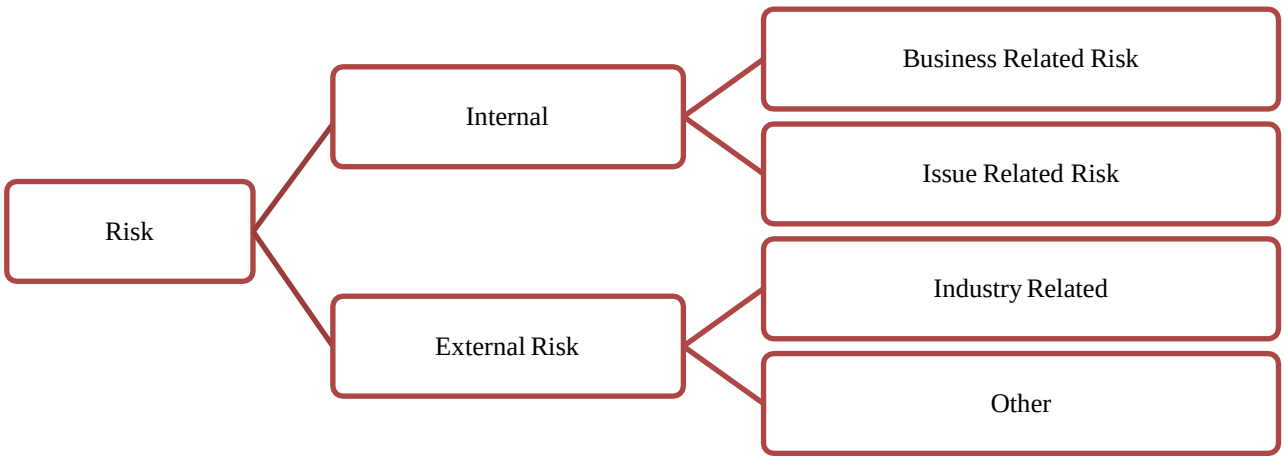
This Red Herring Prospectus also contains forward looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of many factors, including the considerations described below and elsewhere in the Red Herring Prospectus. These risks are not the only ones that our Company face. Our business operations could also be affected by additional factors that are not presently known to us or that we currently consider to be immaterial to our operations. Unless specified or quantified in the relevant risk factors below, we are not in a position to quantify financial or other implication of any risks mentioned herein.

Materiality

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

1. *Some events may not be material individually but may be material when considered collectively.*
2. *Some events may have an impact which is qualitative though not quantitative.*
3. *Some events may not be material at present but may have a material impact in the future.*

Classification of Risk Factors



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

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

INTERNAL RISK FACTORS

1. ***Our Company is party to the case "Aryavart Foundation V/S Hemani industries Ltd. & Ors" for non-compliance of environmental laws.***

Our Company involved in the case of Aryavart Foundation v/s Hemani Industries Ltd.& Ors OA no. 60/2021 West Zone, Pune Bench. The case was registered on 7th August 2022 and was first listed on 6th July 2022. The case is in relation with wastewater management by the industries and Gujarat Infrastructure Development Corporation (GIDC) in the Dahej industrial area. Though the industry is discharging wastewater meeting the GPCB discharge standards, however the industry has provided ETP of treatment capacity (reportedly 250 KLD) lesser than the wastewater generation and discharge permission as per CCA (790 KLD). Therefore, the industry is considered as non-complying with the CCA condition. Moreover, the industry has been issued closure directions under Section 33A of the Water (Prevention & Control of Pollution) Act, 1974 by GPCB on following dates in last 5 years: 12.04.2016, 28.11.2017, 06.12.2019 and 27.05.2020. The industry needs to re-examine the quantity of wastewater generation to augment the ETP with adequate capacity. Hazardous waste was found stored on uncovered area for drying without leachate collection and treatment facility. The industry also needs to improve facility for intermediate storage and handling of hazardous waste by providing covered shed with leachate collection. The Hon'ble National Green Tribunal order dated 2nd Feb 2022, as a result of Company failure to comply with the environmental law's statutory requirements, the NGT declared the Company responsible for their actions. The estimated compensation was INR 4.116 Cr, and the number of days in violation was 2058. The matter was last heard on 19th September 2022 and still pending. In the Original Matters there are six Interim Application filled by various Respondents including us. The matter is sub-judice and registered with NGT Pune Bench and waiting for it's hearing. In future if the court or tribunal gives the closure directions than continuity of our business operations, revenue, result of operations and financial condition may adversely be affected.

2. ***We may face several risks associated with the proposed expansion of our manufacturing of CCS at the Proposed Unit, which could hamper our growth, prospects, cash flows and business and financial condition.***

We intend to utilize the Net Proceeds of this Issue for manufacturing of Cross Carmellose Sodium (CCS), Sodium starch glycolate (SSG) and Carboxymethylcellulose (CMC) in the Proposed Unit at Navagam Kheda as per the proposed schedule of implementation. For further details, please refer to the chapter titled "Object of the Issue"– at page 77 of this Red Herring Prospectus.

However, during the installation of production facilities at the Proposed Unit, we anticipate potential challenges, such as cost overruns and delays. These challenges may arise from various factors, including financial conditions, shifts in business strategy, market conditions, competition, design changes, rising input costs, taxes, and external factors beyond our control. Any Delays in expanding production capacities could lead to revenue loss for our company, and unforeseen events like technical issues, disputes, and cost escalations could further impact our expansion plans. Further, Budgeted costs may prove insufficient due to factors like cost escalation, potentially requiring additional capital, which may not be readily available on favorable terms. The successful completion of the expansion is essential, as any delay could negatively affect our growth, prospects, cash flows, and financial condition.

3. ***There may be potential conflict of interests between Our Company and our Group Entities.***

The main business object/activities of our group entitiy viz Maccent Biocare Industries, Jainshik Industries, Accent Biosciences Private Limited and Aneta Pharmaceuticals Private Limited also permit them to undertake pharmaceutical business to that of our business, which may create a potential conflict of interest and which in turn, may have an implication on our operations and profits. Conflicts of interests may arise in allocating business opportunities between our Company and our Group Entity activities in circumstances where our respective interests diverge. Further, our Group Entity are allowed to carry on activities as per its MOA, which are similar to the activities carried by our Company. This may be a potential source of conflict of interest in addressing business opportunities, strategies, implementing new plans and affixing priorities. In cases of conflict, our Promoter may favour other company in which our Promoter have interest.

4. ***We rely on a limited number of suppliers for sourcing our raw materials. Furthermore, we have not entered into any long-term agreement or contract of supply of raw materials and consequently are exposed to price and supply fluctuations for our raw materials.***

We are dependent on limited number of suppliers for procurement of raw materials required for manufacturing our products. Mainly, our Company is engaged in the business of manufacturing MCC of various grades for which wood pulp in the form of

wood pulp sheets is used as the primary raw material during our manufacturing process which are majorly imported from Canada, Sweden, Indonesia by our suppliers. Therefore, we are highly dependent on wood pulp sheets and it forms the most

important and primary component of our manufacturing process. Our top five suppliers accounted for 66.73%, 64.75%, 67.06% and 53.53% of our expenses towards the purchase of raw materials for the quarter ended June 30, 2023 and the Fiscals 2023, 2022 and 2021 respectively.

While we typically have long term relationships with our suppliers but we have not entered into long terms agreements with our suppliers. So, the success of our business is accordingly significantly dependent on us maintaining good relationships with our suppliers. Raw materials prices are normally based on the quotes we receive from various suppliers. We rely on pre-booking capacity with our suppliers, based on our demand projections. Since we have no formal arrangements with our suppliers, they are not contractually obligated to supply their products to us and may choose to sell their products to our competitors. Non-availability or inadequate quantity of raw material or use of substandard quality of the raw materials in the manufacturing of our products, could have a material adverse effect on our business. Further, any discontinuation or a failure of these suppliers to adhere to the delivery schedule or failure to deliver the required quality and quantity could hamper our manufacturing schedule.

5. ***We derive a significant portion of our revenue from the sale of certain products and any reduction in demand for these products could have an adverse effect on our business, results of operations and financial condition.***

We generate a significant portion of our revenue from operations from the sale of a limited number of products. The following table sets forth details of product wise revenue contribution of for the Fiscals 2021, 2022 and 2023 and for the three month period ended June 30, 2023:

Fiscal Year/ Period	***From Microcrystalline Cellulose***		***From other excipients***		***From all the excipients***	
	Revenue	***As a % of revenue from operations***	***Revenue***	***As a % of revenue from operations***	***Revenue***	***As a % of revenue from operations***
As on March 31, 2021	12,208.62	92.09	1048.18	7.91	13,256.80	100.00
As on March 31, 2022	15,408.40	92.98	*1162.73*	7.02	16,571.13	100.00
As on March 31, 2023	18,709.07	91.62	*1709.69*	8.37	20,418.76	100.00
As on June 30, 2023	5,423.20	92.22	*457.36*	7.78	5,880.56	100.00

Our revenue from the sale of these products may decline as a result of increased competition, regulatory action, pricing pressures or fluctuations in the demand for or supply of such products. Similarly, in the event of any breakthroughs in the development or invention of alternative products for these categories, we may be exposed to the risk of our products being substituted by such alternatives. If we are unable to continue to sell our top products in the market or maintain historic levels of business from these products or fail to successfully introduce new products in other categories to compensate for any losses in these categories, our business, results of operations and financial condition may be adversely affected.

6. ***Our Major Exports are to Brazil, United Kingdom, United States, Russia, Republic of Korea, Turkey, Germany, Bangladesh, Egypt, Netherland, Indonesia***

Our export sales are majorly dependent on the Brazil, United Kingdom, United States, Russia, Republic of Korea, Turkey, Germany, Bangladesh, Egypt, Netherland, Indonesia. Our Export revenue is dependent on the above countries, the following table represent the top 5 countries on which our export revenue predominantly depends:

For the Period	**Top 5 countries**	**% of total top 5 countries**
For the quarter ended June 30, 2023	Brazil, United Kingdom, Republic of Korea, Turkey, Germany	31.12%
For the Financial year ended on March 31, 2023	Republic of Korea, Brazil, Bangladesh, Egypt, Germany	22.49%

For the Financial year ended on March 31, 2022	United Kingdom, Netherland, United states, Russia, Indonesia	28.32%
For the Financial year ended on March 31, 2021	United Kingdom, Russia, United States, Netherland, Republic of Korea	28.87%

Our export sales are depending on the above countries and in future if any we are not able to sale our products to above countries our revenue will impact majorly. For Further information, refer Geographical wise distribution of our revenue bifurcated on page no. 123 of the Red Herring Prospectus.

7. Substantial portion of our revenues has been dependent upon our few clients (Top 10). The loss of any one or more of our major clients would have a material effect on our business operations and profitability.

Our Company is engaged in the business of manufacturing MCC and its various grades for sale to various end users, merchants, distributors and exporters. Our top Ten (10) clients contributed approximately 45.67 %, 33.22%, 45.74% and 45.87% of our revenue from operations based on Restated Financial Statements for the period ended June 30, 2023 and the Fiscals 2023, 2022 and 2021 respectively. The loss of a significant clients would have a material effect on our financial results. We cannot assure you that we can maintain the historical levels of business from these clients or that we will be able to replace these clients in case we lose any of them. Furthermore, major events affecting our clients such as bankruptcy, change of management, mergers and acquisitions could impact our business. If any of our major clients becomes bankrupt or insolvent, we may lose some or all of our business from that client and our receivable from that client would increase and may have to be written off, impacting our income and financial condition.

Further, as of June 30, 2023, based on management estimates, the revenue from the pharmaceutical, food, nutraceuticals was Rs.4,277.68 lakhs, Rs. 618.89 lakhs, Rs. 983.99 lakhs respectively, that accounts for 72.74 %, 10.52 % and 16.73 % respectively of our revenues. Our business operations are highly dependent on our customers, especially from the pharmaceutical industry which we cater to and the loss of any of our customers from any industry which we cater to may adversely affect our sales and consequently on our business and results of operations.

8. Our revenues are dependent on clients concentrated in the pharmaceutical industry for a significant portion of our revenue. An economic slowdown or factors affecting this segment may have an adverse effect on our business, financial condition and results of operations.

Our revenues generated with supplies to the pharmaceutical industry for the quarter ended June 30, 2021 and for the fiscals 2021, 2022 and 2023 are Rs. 4,277.68 lakhs, Rs. 14,672.98 lakhs, Rs. 12,029.86 lakhs and Rs. 9,628.92 lakhs respectively, which accounts for 72.74%, 71.86%, 72.60% and 72.63% respectively of our revenues. Our revenues are highly dependent on our customers from the pharmaceutical industry and the loss of any of our customers from any industry which we cater to may adversely affect our sales and consequently on our business and results of operations.

Further, in any event, there could be vulnerable changes in industry practices. For instance, if pharmaceutical companies or other industries we cater to start producing their raw materials in-house, it could negatively impact the demand for our products. Similarly, in the event of any new product or raw material by our competitors or customers, our products may become obsolete or be substituted by such alternatives; thereby impacting our revenues and profitability adversely.

9. We depend on our promoters, directors, key managerial personnel and senior management and we heavily rely on their knowledge and experience in operating our business and therefore, it is critical for our business that they remain associated with us.

Our success depends to a large extent upon the continued services of our promoters, directors, key managerial personnel and senior management team. Our promoters, directors, key managerial personnel and senior management are not bound by employment or non-competition agreements and we cannot assure you that we will be able to retain them or other executive officers. We could be adversely affected by the loss of any of our senior management or other executive officers. The market for such qualified professionals is competitive and we may not continue to be successful in our efforts to attract and retain qualified people. Our success also depends, in part, on key client relationships forged by members of our senior management. If we were to lose these members of our senior management, we cannot assure you that we will be able to continue to maintain key client relationships or renew them. If we are unable to retain these members of our senior management, our business, results of operations and financial condition may be affected. Further, our Promoters, directors, key managerial personnel and senior management may promote other companies/ firms/ ventures, this will divert their attention to the other companies, we may not be able to function as efficiently and profitably as before. We may have to incur additional costs to replace the services of our promoters, directors, key managerial personnel and senior management or we may not be able to

do so at all, which could adversely affect our business operations and affect our ability to continue to manage and expand our business.

10. ***Our Company has in the past entered into related party transactions and may continue to do so in the future. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our Company's financial condition and results of operations.***

Our company have entered into related party transactions with our Promoter, Directors and Group Companies which are in compliance with sec 188 of the Companies Act, 2013.

The following table represent the total sales made by the company to related Parties in past 3 Financial years and for stub period i.e. June 30th, 2023:

Year	Total Sales made by company to Related Parties (in Lakhs)	Total Revenue including other income (in Lakhs)	% of Total Revenue including other income
For stub period i.e. June 30, 2023	613.47	5,992.95	10.24%
Financial Year 2023	1049.33	20,696.75	5.07%
Financial Year 2022	46.92	16,753.97	0.28%
Financial Year 2021	1196.95	13,481.59	8.88%

The following table represent the total purchases made by the company from related Parties in past 3 Financial years and for stub period i.e. June 30th, 2023:

Year	Total purchases made by the company from Related Parties (in Lakhs)	Total Purchases made during the year (in Lakhs)	% of Total Purchases
For stub period i.e. June 30, 2023	1,068.79	4,198.93	25.45%
Financial Year 2023	3,564.28	15,822.81	22.53%
Financial Year 2022	2,849.11	12,137.99	23.47%
Financial Year 2021	2,033.55	9,876.13	20.59%

Further these related party transactions have been disclosed in our financial statements as per AS-18, and we believe that all such transactions have been conducted on an arms-length basis, we cannot assure you that we may not have achieved more favorable terms had such transactions been entered into with unrelated parties. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our business, prospects, results of operations and financial condition, including because of potential conflicts of interest or otherwise. For further details kindly refer to the chapter titled 'Financial Statements' beginning on page 189 of this RHP.

11. ***Depletion of forest reserves could lead to a reduction in the availability of raw materials, potentially causing an increase in the cost of raw materials.***

The pharmaceutical industry relies on various excipients, which serve as inert carriers or additives in medications. These excipients can be categorized into three groups: natural, semi-synthetic, and synthetic. Among these groups, natural excipients are frequently preferred due to their minimal impurities, ready availability, and are economically cheap as compared to their synthetic counterparts. MCC is one of the most commonly used natural excipient that is obtained from wood pulp sheets and our company also deals majorly in MCC which primary relies on wood pulp sheets as the key raw material for producing MCC and its various grades.

Our business's viability is closely tied to the ready availability of wood pulp sheets in the market. Every year, substantial areas of forests are cleared for various purposes, including human settlement, industrial activities, and farming, among others. Without corresponding afforestation efforts, this ongoing depletion of natural forest resources may lead to a decrease in the

availability of raw materials, ultimately resulting in increased raw material cost. Rising raw material costs would compel us to raise product prices, negatively impacting our competitiveness. Presently, we have not identified an alternative to wood pulp sheets for our manufacturing processes, making our business highly reliant on a consistent supply of this critical raw material. If, due to dwindling forest reserves, we are unable to procure wood pulp sheets and find no substitute, we may have to suspend or permanently cease our operations. Further, if the government introduces policies or laws regulating the use of wood pulp, our operations would be highly affected by such policies and we cannot assure you that our end use customers will not be affected by the same. On happening of such events, the continuity of our business operations, revenue, result of operations and financial condition may adversely be affected.

12. ***Changes in technology and advancement of methods and machineries may render our current technologies and plant and machinery obsolete or require us to make substantial capital investments.***

Modernisation and technology Upgradation is essential in our industry to reduce costs and increase productivity. With latest technology and advancement of methods and machineries, our existing technology and machineries may become obsolete or may not be upgraded timely, hampering our operations and financial conditions and we may lose our competitive edge. Although we strive to keep our technology, plant and machinery in line with the latest technological standards, we may be required to implement new technology or upgrade the machineries and other equipment's employed by us. Further, the costs in upgrading our technology and modernizing the plant and machineries are significant which could substantially affect our finances and operations.

13. ***Any failure in our Quality control process failures may harm our business and financial condition, leading to potential product liability claims and legal actions if our products don't meet customer expectations***

Our products may contain certain quality issues or undetected errors, due to defects in manufacture of products or raw materials which are used in the products. We have implemented quality control processes for our raw materials and finished goods on the basis of internal and international quality standards. We are engaged in export operations as well and have to fulfill the quality conditions and processes prescribed under the United States Pharmacopeia ("USP"), EP (European Pharmacopoeia), BP (British Pharmacopoeia), JP (Japanese Pharmacopoeia), and IP (Indian Pharmacopoeia). We have a separate Quality Division which carries out necessary standard operating procedures, standard test procedures on the raw materials and the finished products. However, we cannot assure you that our quality control processes or our product will pass the quality tests and inspections conducted by various international and domestic agencies as per their prescribed standards will not fail. Any shortcoming in the raw materials procured by us or in the production of our products due to failure of our quality control procedures, negligence and human error or otherwise, may damage our products and result in deficient products. It is imperative for us to meet the international quality standards set by our international customers and agencies as deviation from the same can cause them to reject our products and can also cause damage to our reputation, market standing and brand value.

14. ***Our company yet to place orders for 100% of the equipment, plant and machinery for installation at the Proposed Unit at Navagam Kheda. Any delay in placing orders or procurement of such plant and machinery may delay the schedule of implementation and possibly increase the cost of commencing* operations.**

Our Company has received third party quotations for the cost of equipment, plant and machinery proposed to be installed at the Proposed Unit i.e. Navagam Kheda. Although, we have identified the type of equipment, plant and machinery proposed to be purchased from Net Proceeds, company is yet to place orders for 100% of the total proposed equipment, plant and machinery amounting to approximately Rs. 3368.78 lakhs. For details, please refer to the chapter titled "Objects of the Issue" on page 69 of this Red Herring Prospectus.

The projected capital expenditure is based on the quotations received from external vendors and contractors and such quotations are subject to change due to various factors such as, change in supplier of equipment, change in the government regulation and policies, change in management's view of desirability of the current plans, possible cost overruns, etc. The company cannot guarantee that we will be able to procure the equipment, plant and machinery in a timely manner and at the same price at which the quotations have been received. Delay in procurement of the same can cause time and cost overrun in the implementation of our proposed expansion of the manufacturing units and can also compel us to buy such machineries at a higher price, thus causing the budgeted cost to vary.

Subsequently, such delay in the procurement process could materially and adversely affect our business, financial condition, results of operations and overall prospects.

15. ***Our business is subject to extensive regulation, if we fail to comply or obtain and renew certain registrations, licenses and permits from government and regulatory authorities may adversely affect our business operations.***

We operate in a highly regulated industry and our operations are subject to extensive regulation in each market in which we do business. Our business operations require us to comply or obtain and renew certain approvals, licenses, registrations and permits, some of which may expire and for which we may have to make an application for obtaining the approval or its renewal. We will be applying for certain approvals relating to our business. Furthermore, in certain markets where we market and sell our products, regulatory authorities must grant approval for our manufacturing facilities and products before they can be marketed, regardless of whether they have already received approval in India or elsewhere. Some of the Certification or guidelines which we have to follow are US-DMF, GMP, ISO 9001:2008, HACCP, KOSHER, HALAL & USP/NF, EP , BP, JP, IP, FCC, FSSC-22000, FSSAI and etc.

A majority of these approvals require renewal from time to time. There can be delays in obtaining required clearances from regulatory authorities after applications are filed. This could materially and adversely affect our business, financial condition, and results of operations. We cannot assure you that we will be able to obtain approvals in respect of such applications or any application made by us in the future. For more information about the licenses required in our business and the licenses and approvals applied for, please refer "Government and Other Approvals" on page 276 of this Red Herring Prospectus, respectively.

16. ***Our international operations expose us to complex management, legal, tax and economic risks, which could adversely affect our business, results of operations and financial condition.***

We have a global presence and our products are exported to more than 45 countries. As a result, our business is subject to risks and challenges associated with international operations, including risks related to complying with several local laws, restrictions on the import and export of certain intermediates, technologies, multiple tax and cost structures, cultural and language factors. Further, regulatory requirements are still evolving in many markets and are subject to change and as a result may, at times, be unclear or inconsistent. We could also face other internal or external risks, including, inter alia, foreign exchange and economic volatility, any need to obtain governmental approvals and permits under unfamiliar regulatory regimes, restrictions on the transfer of funds into or out of a country, longer payment cycles in some countries and inability to maintain or enforce legal rights and remedies and at a reasonable cost or at all. If we do not effectively manage our international operations, it may affect our profitability from such countries, which may adversely affect our business, results of operations and financial condition.

17. ***If we do not successfully develop or commercialise new products in a timely manner, or if the products that we commercialise do not perform as expected, our business, results of operations and financial condition may be adversely affected.***

Our success depends significantly on our ability to develop and commercialise new products in a timely manner. The development and commercialisation processes are both time consuming and costly and involve a high degree of business risk. During these periods, our competitors may be developing similar products of which we may be unaware of that could compete directly or indirectly with our products under development. Due to the prolonged period of time for developing a new product and delays associated with regulatory approval process, we may invest resources in developing products that will face competition of which we are currently unaware. Such unforeseen competition may hinder our ability to effectively plan the timing of our product development, which could have an adverse impact on our results of operations and financial condition.

Additionally, our company plans to manufacture new products, namely Sodium starch glycolate (SSG) and Carboxymethyl cellulose (CMC), in the proposed plant at Navagam Kheda. However, there is no guarantee that these products, when fully developed and tested, will meet our performance expectations or receive the necessary regulatory approvals in a timely manner, or at all. Furthermore, it may take a considerable amount of time for these new products to gain market acceptance, if they do so at all.

18. ***We have applied for registration of logo***  ***under the Class 5 and 35 and We do not own the trademark legally as on date. We may be unable to adequately protect our intellectual property. Furthermore, we may be subject to claims alleging breach of third-party intellectual property rights.***

Our company have registered our logo  under the class 29 but for the Class 5 & 35, we have applied for registration of our logo under the provisions of the Trademarks Act, 1999 and do not own the trademark as on date. As such we do not enjoy the statutory protections accorded to a registered trademark as on date. We are in the process of for

registration of our logo under the provisions of the Trade Marks Act, 1999. There can be no assurance that we will be able to register the trademark under class 5 & 35 in future or that, third parties will not infringe our intellectual property, causing damage to our business prospects, reputation and goodwill. Further, we cannot assure you that any application for registration of our trademark in future by our Company will be granted by the relevant authorities in a timely manner or at all. We may need to litigate in order to determine the validity of such claims and the scope of the proprietary rights of others. Any such litigation could be time consuming and costly and the outcome cannot be guaranteed. We may not be able to detect any unauthorized use or take appropriate and timely steps to enforce or protect our intellectual property.

19. Majority of our domestic sales for the last 3 years and stub period is dependent majorly on Top 5 States. Any loss of business from may adversely affect our revenues and profitability.

Our domestic Sales are dependent on the Top 5 States including Gujarat, Himachal Pradesh, Maharashtra, Uttarakhand, Telangana. We generate almost i.e 36.44 %, 34.42%, 33.24% and 34.60% of the Total Domestic Sales generated for the quarter ended June 30, 2023 and the Fiscals 2023, 2022 and 2021 respectively. Such concentration of revenue in above states may have an adverse effect. Further, drastic change in Taxes and other levies imposed by State Government as well as other financial policies and regulations, Political and deregulation policies, if changed, could harm business and economic conditions. However, the composition and revenue generated from various states might change as we continue to add new customers in the different parts of India. For Further information, refer Geographical wise distribution of our revenue bifurcated on page no. 123 of the Red Herring Prospectus.

20. We have applied for registration of brand names "vincel" "acrocell" and "maccel", our company may be unable to adequately protect our intellectual property. Furthermore, we may be subject to claims alleging breach of third-party intellectual property rights.

Our company have applied for the registration of brand name ***"vincel" "acrocell" and "maccel"*** under the provisions of the Trademarks Act, 1999. There can be no assurance that we will be able to register our tradename in future or that, third parties will not infringe our intellectual property, causing damage to our business prospects, reputation and goodwill. Further, we cannot assure you that any application for registration of our brand name in future by our Company will be made to the relevant authorities and even if such applications are made, there is no assurance that they will be approved by the relevant authorities.

21. There are certain discrepancies and non-compliances noticed in some of our corporate records relating to forms filed with the Registrar of Companies, taxation authorities and other public authorities.

In the past, there have been some instances of delays in filing statutory forms with the RoC which includes CH-4, MGT-14, DIR-12, MR-1, PAS-6, CRA-2, CRA-4, there are delays in EPF with the concerned offices on several instances and have accordingly been subjected to penalty and charged with interest for delayed deposit of tax on various instances as well.

Further with the expansion of our operations there can be no assurance that deficiencies in our internal controls and compliances will not arise, or that we will be able to implement, and continue to maintain, adequate measures to rectify or mitigate any such deficiencies in our internal controls, in a timely manner or at all.

22. Our Company and Directors is involved in certain legal proceeding(s) and potential litigations. Any adverse decision in such proceeding(s) may render them liable to liabilities/penalties.

Our Company and directors are involved in legal proceedings which are pending at different levels of adjudication authorities. We cannot provide assurance that these legal proceedings will be decided in the favour of our company or director. A classification of these legal and other proceedings are as follows:

A summary of pending legal proceedings and other material litigations is provided below:

(Amount in Lakhs)

Name	By/Against	Civil Proceedings	Criminal Proceedings	Tax Proceedings	Actions by regulatory authorities	Other Pending Litigations	Amount Involved (in lakhs)
Company	**By**	-	-	-	-	-	-
	Against	1	-	1	-	1	538.98
	By	1	-	-	-	-	Not Quantifiable

Promoter	**Against**	-	-	2	-	-	32.20
Promoter Group	**By**	-	-	-	-	-	-
	Against	1*	1#	-	-	-	Amount for civil proceedings – 2.85 Lac and for the criminal proceedings – not Quantifiable
Group Companies/Entities	**By**	-	-	-	-	-	-
	Against	1*	1#	-	-	-	Amount for civil proceedings – 2.85 Lac and for the criminal proceedings – not Quantifiable
Directors other than promoters	**By**	-	-	-	-	-	-
	Against	-	-	-	-	-	-

Note-

*Claroid Pharmaceuticals Private limited is our Promoter Group and Group entity as well, so both the cases are common under both the heads.

#Ashutosh Corporate LLP is our Promoter Group and Group entity as well, so both the cases are common under both the heads.

For Further details refer chapter "Outstanding Litigations & Material Developments" beginning on page 266 of this Red Herring Prospectus.

23. *Our inability to effectively manage our growth or to successfully implement our business plan and growth strategy could adversely affect our business, results of operations and financial condition.*

We have experienced considerable growth over the past three years and we have expanded our operations and product portfolio. Our total revenue grew at a CAGR of 23.90% between Fiscals 2021 and 2023, while our restated profit after tax grew at a CAGR of 64.58% between Fiscals 2021 and 2023. We cannot assure you that our growth strategies will continue to be successful or that we will be able to continue to expand further, or at the same rate.

Our inability to execute our growth strategies in a timely manner or within budget estimates or our inability to meet the expectations of our customers and other stakeholders, could have an adverse effect on our business, results of operations and financial condition. Our future prospects will depend on our ability to grow our business and operations. The development of such future business could be affected by many factors, including general, political and economic conditions in India, government policies or strategies in respect of specific industries, prevailing interest rates and price of equipment and raw materials. Further, in order to manage our growth effectively, we must implement, upgrade and improve our operational systems, procedures and internal controls on a timely basis. If we fail to implement these systems, procedures and controls on a timely basis, or if there are weaknesses in our internal controls that would result in inconsistent internal standard operating procedures, we may not be able to meet our customers' needs, hire and retain new employees or operate our business effectively. Failure to manage growth effectively could adversely affect our business and results of operations.

24. *Our business depends on protection of our intellectual property in our product range. Our ability to compete effectively will be impaired if we are unable to protect our intellectual property rights.*

We have applied for various product related trademarks but not yet obtained registration with respect to certain trademarks. For further details, see "Government and Other Approvals" on page 276.

We are exposed to the risk that other entities may pass off their products as ours by imitating our brand name and attempting to create counterfeit products. We believe that there may be other companies or vendors which operate in the unorganized segment using our trade name or brand names. The measures we take to protect our intellectual property include relying on Indian laws and initiating legal proceedings, which may not be adequate to prevent unauthorised use of our intellectual property by third parties. Furthermore, the application of laws governing intellectual property rights in India is uncertain and evolving, and could involve substantial risks to us. Notwithstanding the precautions we take to protect our intellectual property rights, it is possible that third parties may copy or otherwise infringe on our rights, which may have an adverse effect on our business, results of operations, cash flows and financial condition.

25. Our lenders have charged over our movable properties and book debts in respect of finance availed by us.

We have provided security in respect of loans / facilities availed by us from banks and financial institutions by creating a charge over present and future Machinery, Furniture and fixture, Equipments, Vehicle, Current Assets, Commercial Premises, Book debts. The total amount outstanding and payable by us as secured loans were Rs. 1,881.69 lakhs as on 30 June, 2023. In the event of default in repayment of the loans / facilities availed by company and any interest thereof, the properties may be subject to forfeiture by lenders, which in turn could have significant adverse effect on business, financial condition or results of operations. For further details of secured loans of our Company, please refer the chapter titled Financial Statements on page 198 of this Red Herring Prospectus.

26. We are 100% dependent on third-party transportation providers for the supply of raw materials and delivery of our finished products.

Our success depends on the supply and transport of the finished products from our manufacturing facilities to our customers and distributors, which are subject to various uncertainties and risks. Uncertainties and risks such as transportation strikes, failure to book vessels or delay in supply of pharmaceutical products due to port congestions, vessel / vehicle breakdown could have an adverse effect on our supplies and deliveries to and from our customers and suppliers. In addition, raw materials and finished products may be lost or damaged in transit for various reasons including occurrence of accidents or natural disasters. There may also be a delay in delivery of raw materials and products which may also affect our business and results of operations negatively. In the event we fail to maintain a sufficient volume of raw materials and delivery of such materials to us is delayed, we may be unable to meet our purchase orders in a timely manner or at all, which may result in loss of sales opportunities that our competitors may capitalize on, thereby adversely affecting our business, financial condition, results of operations, and cash flows. Any compensation received from insurers or third-party transportation providers may be insufficient to cover the cost of any delays and will not repair damage to our relationships with our affected customers and distributors. We may also be affected by an increase in fuel costs, as it will have a corresponding impact on freight charges levied by our third-party transportation providers. This could require us to expend considerable resources in addressing our distribution requirements, including by way of absorbing these excess freight charges to maintain our selling price, which could adversely affect our results of operations, or passing these charges on to our customers, which could adversely affect demand for our products.

27. We have issued Equity Shares during the last one year at a price that may be below the Issue Price.

During the last one year we have issued Equity Shares at a price that is lower than the Issue Price as detailed in the following table:

Date of allotment	No. of Equity Shares allotted	Face Value	Issue Price	Nature of Consideration	Nature of allotment
21.08.2023	25,00,000	10	50	Cash	Preferential Allotment

For details of the Allottees, please refer “Capital Structure” on page 61 of this Red Herring Prospectus.

28. We have significant power and water requirements for continuous running of our factories. Any disruption to our operations on account of interruption in power and water supply or any irregular or significant hike in power tariffs may have an effect on our business, results of operations and financial condition.

All our manufacturing units have significant electricity and water requirements and any interruption in the supply of water or power may temporarily disrupt our operations. Our manufacturing unit situated at Dahej, SEZ and Pirana receive power supply from Torrent Power Limited and Uttar Gujarat Vij Company Limited, respectively. For our manufacturing units situated at Dahej and Pirana, water supply provided by Gujarat Industrial Development Corporation for carrying out our day-to-day operations.

Since, we have a high power consumption, any unexpected or unforeseen increase in the tariff rates can increase the operating cost of our manufacturing unit and thereby cause an increase in the production cost which we may not be able to pass on to our customers. Water is one of the main components of our manufacturing unit, therefore continuous water supply is essential for smooth business operations of our Company. There are a limited number of electricity providers in the areas from where we operate due to which in case of a price hike, we may not be able to find a cost-effective substitute, which may negatively affect our business, financial condition, cash flows and results of operations.

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

Post this Issue, our Promoters and Promoter Group will collectively own 53.67% of our post issue equity share capital. As a result, our Promoters, together with the members of the Promoter Group, will continue to exercise a significant degree of influence over the Company and will be able to control the outcome of any proposal that can be approved by a majority shareholder vote, including, the election of members to our Board, in accordance with the Companies Act, 2013 and our Articles of Association. Such a concentration of ownership may also have the effect of delaying, preventing or deterring a change in control of our Company. In addition, our Promoters will continue to have the ability to cause us to take actions that are not in, or may conflict with, our interests or the interests of some or all of our creditors or other shareholders and we cannot assure you that such actions will not have an adverse effect on our future financial performance or the price of our Equity Shares.

30. ***Our insurance coverage may not be adequate to protect us against certain operating hazards and this may have a material adverse effect on our business.***

We are insured for a number of the risks associated with our several businesses, such as insurance cover against loss or damage by fire, earthquake, theft and robbery and taken fidelity insurance. We believe we have got our assets and employees adequately insured; however, there can be no assurance that any claim under the insurance policies maintained by us will be honoured fully, in part or on time, to cover all material losses. To the extent that we suffer any loss or damage that is not covered by insurance or exceeds our insurance coverage, our business and results of operations could be adversely affected.

31. ***The average cost of acquisition of Equity Shares by our Promoters could be lower than the issue price.***

Our Promoters' average cost of acquisition of Equity Shares in our Company is lower than the Issue Price of the shares proposed to be offered though this Red Herring Prospectus. For further details regarding average cost of acquisition of Equity Shares by our Promoters in our Company, please refer to page 18 of this Red Herring Prospectus.

32. ***Our Promoters have interest in our Company, other than reimbursement of expenses incurred or remuneration.***

Our Promoters can be deemed to be interested to the extent of the Equity shares held by them, or their relatives, dividend entitlements, or loans advances and personal guarantee provided by them for the Company, and benefits deriving from the directorship in our Company. Our Promoters are interested in the transaction entered into our Company. For further information, please refer to the chapters titled, "Our Business", "Our Promoter and Promoter Group" and "Note No. 26 - Related Party Transactions under Financial Statement of our Company" beginning on pages 111, 178, and 198 respectively.

33. ***Our ability to pay dividends in the future may be affected by any material adverse effect on our future earnings, financial condition cash flows, working capital requirements, capital expenditures and restrictive covenants in our financing arrangements.***

Our ability to pay dividends in future will depend on our earnings, financial condition and capital requirements. Our business is working capital intensive and we are required to obtain consents from certain of our lenders prior to the declaration of dividend as per the terms of the agreements executed with them. We may be unable to pay dividends in the near or medium term, and our future dividend policy will depend on our future earnings, financial condition, cash flows and requirement to fund operations and expansion of the business. Although our Company has declared dividends in the past, however there can be no assurance that our Company will declare dividends in the future also. Any future determination as to the declaration and payment of dividends will be at the discretion of our Board of Directors. For further details, please refer "Dividend Policy" on page 197 of this Red Herring Prospectus.

34. ***We do not own the premises in which our Dahej Unit is located and the same is on lease arrangement. Any termination of such lease/license and/or non-renewal thereof and attachment by Property Owner could adversely affect our operations.***

Our Unit II, located at Plot No. Z/59-60-63, Dahej-SEZ, Part-I, Ta. Vagra, Dist. Bharuch - 392130, is presently leased from Dahej SEZ Limited for a 30-year period and the validity of such lease is upto 27.02.2043, upon lease termination, we are obligated to return the premises to the Lessor. The renewal of these agreements is uncertain, and if not renewed on favorable terms, we may need to vacate our operational premises. this unit majorily manufactures excipients for export purpose, any disruption

could significantly impact our export sales. This could necessitate finding alternative premises and entering into new lease or license agreements under less favorable conditions, potentially leading to operational disruptions.

36. There is no monitoring agency appointed by Our Company to monitor the utilization of the Issue proceeds.

As per SEBI (ICDR) Regulations, 2018, as amended, appointment of monitoring agency is required only for Issue size above ₹ 10,000.00 Lakhs. Hence, we have not appointed any monitoring agency to monitor the utilization of Issue proceeds. However, the audit committee of our Board will monitor the utilization of Issue proceeds in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the audit committee of the company shall monitor utilisation of issue proceeds at regular intervals. Further, our Company shall inform about material deviations in the utilization of Issue proceeds to the stock exchange and shall also simultaneously make the material deviations / adverse comments of the audit committee public.

35. The Price of our Equity Shares may be volatile, or an active trading market may not develop.

Prior to this Issue, there has been no public market for our Equity Shares. Prabhat Financial Services Limited is acting as Market Maker for the Equity Shares of our Company. However, the trading price of our Equity Shares may fluctuate after this Issue due to a variety of factors, including our results of operations and the performance of our business, competitive conditions, general economic, political and social factors, the performance of the Indian and global economy and significant developments in India's fiscal regime, volatility in the Indian and global securities market, performance of our competitors, the Indian Capital Markets, changes in the estimates of our performance or recommendations by financial analysts and announcements by us or others regarding contracts, acquisitions, strategic partnerships, joint ventures, or capital commitments. In addition, if the stock markets experience a loss of investor confidence, the trading price of our Equity Shares could decline for reasons unrelated to our business, financial condition or operating results. The trading price of our Equity Shares might also decline in reaction to events that affect other companies in our industry even if these events do not directly affect us. Each of these factors, among others, could materially affect the price of our Equity Shares. Any instance of disinvestments of equity shares by our Promoters or by other significant shareholder(s) may significantly affect the trading price of our Equity Shares. Further, our market price may also be adversely affected even if there is a perception or belief that such sales of Equity Shares might occur. There can be no assurance that an active trading market for our Equity Shares will develop or be sustained after this Issue, or that the price at which our Equity Shares are initially offered will correspond to the prices at which they will trade in the market subsequent to this Issue. For further details of the obligations and limitations of Market Maker, please refer to the section titled —General Information – Details of the Market Making Arrangement, for this Issue beginning on page 53.

36. The Objects of the Issue for which funds are being raised, are based on our management estimates and any bank or financial institution or any independent agency has not appraised the same. The deployment of funds in the project is entirely at our discretion, based on the parameters as mentioned in the chapter titles "Objects of the Issue".

The fund requirement and deployment, as mentioned in the "Objects of the Issue" on page 77 of this Red Herring Prospectus is based on the estimates of our management and has not been appraised by any bank or financial institution or any other independent agency. These fund requirements are based on our current business plan. We cannot assure that the current business plan will be implemented in its entirety or at all. In view of the highly competitive and dynamic nature of our business, we may have to revise our business plan from time to time and consequently these fund requirements. The deployment of the funds as stated under chapter "Objects of the Issue" is at the discretion of our Board of Directors and is not subject to monitoring by any external independent agency. Further, we cannot assure that the actual costs or schedule of implementation as stated under chapter "Objects of the Issue" will not vary from the estimated costs or schedule of implementation. Any such variance may be on account of one or more factors, some of which may be beyond our control. Occurrence of any such event may delay our business plans and/or may have an adverse bearing on our expected revenues andearnings.

***37.* Strikes, work stoppages or increased wage demands by our employees or any other kind of disputes with our employees/workmen in future could adversely affect our business and results of operations.**

Our Company has total 173 employees as at September 30, 2023, with an increase in our operation capacities or execution of any expansion projects in future, we expect increase in such number of employees and labours. Except as below, we have enjoyed a good relationship with our employees, labours and have not experienced any lockouts, strikes, or any disruptions of any sort due to labour unrest. However, there can be no assurance that we may not experience any disruptions in our operations in future as well. In case of disputes or other problems with our work force such as strikes, work stoppages or increased wage demands, our business, financial conditions and results of operations may be materially and adversely affected.

Case Name	Application No.	Facts of the Case	Status of the case	Disposed off date
Pravin Bhai Vaghela and Others V. Manager (Accent Microcell Private Limited)	PWAPP LC/ 1/2015	The petitioner filed an application under sec 15 of the Payment of Wages Act, 1936 for the recovery of the amount due from the workmen. The Labor Court (Bharuch) observed that the case, an amicable settlement has been reached between the petitioners and the parties out of court. Therefore, the application for payment of wages is decided in the Lok Adalat.	Amicable settlement has been reached between the petitioners and the parties out of court. Therefore, the application for payment of wages is decided in the Lok Adalat.	13th May 2023.

38. **Compliance with, and changes in, safety, health and environmental laws and various labour, workplace and related laws and regulations impose additional costs and may increase our compliance costs and a such adversely affect our results of operations and our financial condition.**

We are subject to a broad range of safety, health and environmental laws and various labour, workplace and related laws and regulations in the jurisdictions in which we operate, which impose controls on the disposal and storage of raw materials, noise emissions, air and water discharges, on the storage, handling, employee exposure to hazardous substances and other aspects of our operations. Compliance with, and changes in these laws may increase our compliance costs and as such adversely affect our results of operations and financial condition.

ISSUE RELATED RISK

39. We cannot assure you that our equity shares will be listed on the SME platform of NSE in a timely manner or at all, which may restrict your ability to dispose of the equity shares.

Though we shall make best of our efforts to comply with all applicable regulatory, financial and operational requirements for getting the equity shares proposed to be offered through this Red Herring Prospectus listed on EMERGE platform of NSE in a time bound manner, yet on account of any change in applicable laws, economic conditions and/or any other reason/s beyond our control, the said shares may not get listed on the EMERGE platform of NSE Limited in a timely manner or at all, which may restrict your ability to dispose of the equity shares. However, even in such circumstances, the company shall stay fully committed to pay such interest and/or refund the full application amount, as may be required in accordance with the applicable regulatory directives.

40. Sale of Equity Shares by our Promoters or other significant shareholder(s) may adversely affect the trading price of the Equity Shares.

Any instance of disinvestments of equity shares by our Promoters or by other significant shareholder(s) may significantly affect the trading price of our Equity Shares. Further, our market price may also be adversely affected even if there is a perception or belief that such sales of Equity Shares might occur.

41. After this Issue, the price of the Equity Shares may be highly volatile, or an active trading market for the Equity Shares may not develop.

The price of the Equity Shares on the Stock Exchange may fluctuate as a result of the factors, including

a. Volatility in the Indian and global capital market;
b. Company's results of operations and financial performance;
c. Performance of Company's competitors,
d. Adverse media reports on Company or pertaining to our Industry;
e. Changes in our estimates of performance or recommendations by financial analysts;

f. Significant developments in India's economic and fiscal policies; and
g. Significant developments in India's environmental regulations.

Current valuations may not be sustainable in the future and may also not be reflective of future valuations for our industry and our Company. There has been no public market for the Equity Shares and the prices of the Equity Shares may fluctuate after this Issue. There can be no assurance that an active trading market for the Equity Shares will develop or be sustained after this Issue or that the price at which the Equity Shares are initially traded will correspond to the price at which the Equity Shares will trade in the market subsequent to this Issue.

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

The Issue Price of our Equity Shares has been determined by book building method. This price is be based on numerous factors (For further information, please refer chapter titled "Basis for Issue Price" beginning on page 88 of this Red Herring Prospectus) and may not be indicative of the market price of 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. We cannot assure you that you will be able to sell your Equity Shares at or above the Issue Price. Among the factors that could affect our share price include without limitation. The following:

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

EXTERNAL RISK FACTORS

43. We are subject to risks arising from exchange rate fluctuations.

We indulge transact a portion of our business in several other currencies. For the Financial Years 2021, 2022 and 2023 and the three months ended June 30, 2023, our revenue from operations outside India amounted to ₹8,470.31 Lakhs, ₹ 10,823.56 Lakhs ₹12,949.30 Lakhs, and ₹3,621.27 Lakhs respectively, representing 63.89%, 65.32%, 63.42%, and 61.58% respectively, of our total revenue from operations. Additionally, we also procure our raw materials from outside India and, as a result, incur such costs in currencies other than the Indian Rupee. Therefore, we are exposed to exchange rate fluctuations due to the revenue that we receive, the raw materials that we purchase. In addition, the policies of the RBI may also change from time to time, which may limit our ability to effectively hedge our foreign currency exposures and may have an adverse effect on our business, financial condition, cash flows and results of operations. The exchange rate between the Indian Rupee and foreign currencies, primarily the U.S. dollar, has fluctuated in the past and our results of operations may be impacted by such fluctuations. A decline in India's foreign exchange reserves could impact the valuation of the Indian Rupee and could result in reduced liquidity and higher interest rates which could adversely affect our financial condition. A future material decline in these reserves could result in reduced liquidity and higher interest rates in the Indian economy which in turn, could adversely affect our business and future financial performance.

44. Changes in government regulations or their implementation could disrupt our operations and adversely affect our business and results of operations.

Our business and industry are regulated by different laws, rules and regulations framed by the Central and State Government. These regulations can be amended/ changed on a short notice at the discretion of the Government. If we fail to comply with all applicable regulations or if the regulations governing our business or their implementation change adversely, we may incur increased costs or be subject to penalties, which could disrupt our operations and adversely affect our business and results of operations.

45. You may be subject to Indian taxes arising out of capital gains on the sale of the Equity Shares.

Under current Indian tax laws, capital gains arising from the sale of equity shares within 12 months in an Indian company are classified as short-term capital gains and generally taxable. Any gain realized on the sale of listed equity shares on a stock

exchange that are held for more than 12 months is considered as long-term capital gains and is taxable at 10%, in excess of Rs.1,00,000. Any long-term gain realized on the sale of equity shares, which are sold other than on a recognized stock exchange and on which no STT has been paid, is also subject to tax in India. Capital gains arising from the sale of equity shares are exempt from taxation in India where an exemption from taxation in India is provided under a treaty between India and the country of which the seller is resident. 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 to pay tax in India as well as in their own jurisdiction on a gain on the sale of equity shares.

46. Taxes and other levies imposed by the Government of India or other State Governments, as well as other financial policies and regulations, may have a material adverse effect on our business, financial condition and results of operations.

Taxes and other levies imposed by the Central or State Governments in India that affect our industry include custom duties on imports of raw materials and components, Goods and Service. These taxes and levies affect the cost and prices of our products and therefore demand for our product. An increase inany of these taxes or levies, or the imposition of new taxes or levies in the future, may have a material adverse effect on our business, profitability and financial condition.

47. Political instability or a change in economic liberalization and deregulation policies could seriously harm business and economic conditions in India generally and our business in particular.

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

48. We cannot guarantee the accuracy or completeness of facts and other statistics with respect to India, the Indian economy and industry in which we operate contained in the Red Herring Prospectus.

While facts and other statistics in the Red Herring Prospectus relating to India, the Indian economy and the industry in which we operate has been based on various web site data and IBEF that we believe are reliable, we cannot guaranteethe quality or reliability of such materials. While we have taken reasonable care in the reproduction of such information, industry facts and other statistics have not been prepared or independently verified by us or any of our respective affiliates or advisors and, therefore we make no representation as to their accuracy or completeness. These facts and other statistics include the facts and statistics included in the chapter titled ***"Industry Overview"*** beginning on page 97 of this Red Herring Prospectus . Due to possibly flawed or ineffective data collection methods or discrepancies between published information and market practice and other problems, the statistics herein may be inaccurate or may not be comparable to statistics produced elsewhere and should not be unduly relied upon. Further, there is no assurance that they are stated or compiled on the same basis or with the same degree of accuracy, as the case may be, elsewhere.

49. Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock price.

Global economic and political factors that are beyond our control, influence forecasts and directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, inflation, deflation, foreign exchange fluctuations, consumer credit availability, fluctuations in commodities markets, consumer debt levels, unemployment trends and other matters that influence consumer confidence, spending and tourism. Increasing volatility in financial markets may cause these factors to change with a greater degree of frequency and magnitude, which may negatively affect our stock prices.

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

Under the foreign exchange regulations currently in force in India, transfer of shares between non- residents and residents are freely permitted (subject to certain exceptions) if they comply with the pricing guidelines and reporting requirements specified by the RBI. If the transfer of shares, which are sought to be transferred, is not in compliance with such pricing

guidelines or reporting requirements or fall under any of the exceptions referred to above, then the prior approval of the RBI will be required. Additionally, shareholders who seek to convert the Rupee proceeds from a sale of shares in India into foreign currency and repatriate that foreign currency from India will require a no objection/ tax clearance certificate from the income tax authority. There can be no assurance that any approval required from the RBI or any other government agency can be obtained on any particular terms or at all.

51. The extent and reliability of Indian infrastructure could adversely affect our Company's results of operations and financial condition.

India's physical infrastructure is in developing phase compared to that of many developed nations. Any congestion or disruption in its port, rail and road networks, electricity grid, communication systems or any other public facility could disrupt our Company's normal business activity. Any deterioration of India's physical infrastructure would harm the national economy, disrupt the transportation of goods and supplies, and add costs to doing business in India. These problems could interrupt our Company's business operations, which could have an adverse effect on its results of operations and financial condition.

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

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

53. Natural calamities could have a negative impact on the Indian economy and cause our Company's business to suffer.

India has experienced natural calamities such as earthquakes, tsunami, floods etc. in recent years. The extent and severity of these natural disasters determine their impact on the Indian economy. Prolonged spells of abnormal rainfall or other natural calamities could have a negative impact on the Indian economy, which could adversely affect our business, prospects, financial condition and results of operations as well as the price of the Equity Shares.

54. Terrorist attacks, civil unrests and other acts of violence or war involving India or other countries could adversely affect the financial markets, our business, financial condition and the price of our Equity Shares.

Any major hostilities involving India or other acts of violence, including civil unrest or similar events that are beyond our control, could have a material adverse effect on India's economy and our business. Incidents such as the terrorist attacks in India, other incidents such as those in US, Russia, Ukraine, Indonesia, Madrid, London and other acts of violence may adversely affect the Indian stock markets where our Equity Shares will trade as well the global equity markets generally. Such acts could negatively impact business sentiment as well as trade between countries, which could adversely affect our Company's business and profitability. Additionally, such events could have a material adverse effect on the market for securities of Indian companies, including the Equity Shares.

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

Inflation rates in India have been volatile in recent years, and such volatility may continue 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 salaries, 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 pass on to our customers, whether entirely or in part, and the same may adversely affect our business and financial condition. In particular, we might not be able to reduce our costs or increase our rates 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 GoI 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.

SECTION IV- INTRODUCTION

THE ISSUE

PRESENT OFFER IN TERMS OF THIS RED HERRING PROSPECTUS	
Offer for Equity Shares* Public Offer of Equity Shares by our Company	Up to 56,00,000 Equity Shares aggregating to ₹ [●] Lakhs
The Offer consists of:	
Fresh Issue	56,00,000 Equity Shares aggregating to ₹ [●] Lakhs
of which	
Reserved for the Market Makers	2,80,000 Equity Shares aggregating to ₹ [●] Lakhs
Net Offer to the Public	53,20,000 Equity Shares aggregating to ₹ [●] Lakhs
Out of which	
A. QIB Portion*3	Not more than 26,60,000 Equity Shares aggregating to ₹ [●] Lakhs
Of which:	
(a) Anchor Investor Portion	Upto 15,96,000 Equity Shares aggregating to ₹ [●] Lakhs
(b) Net QIB Portion (assuming the AnchorInvestor Portion is fully subscribed)	Upto 10,64,000 Equity Shares aggregating to ₹ [●] Lakhs
Of which:	
(i) Available for allocation to Mutual Funds only (5% of the QIB Portion (excluding Anchor Investor Portion)	Upto [●] Equity Shares aggregating to ₹ [●] Lakhs
(ii) Balance of QIB Portion for all QIBsincluding Mutual Funds	Upto [●] Equity Shares aggregating to ₹ [●] Lakhs
B. Non-Institutional Category*3	Not Less than 7,98,000 Equity Shares aggregating to ₹ [●] Lakhs
C. Retail Portion*3	Not Less than 18,62,000 Equity Shares aggregating to ₹ [●] Lakhs
Pre and Post – Issue Equity Shares	
Equity Shares outstanding prior to the Offer	1,54,43,000 Equity Shares of face value of ₹10 each
Equity Shares outstanding after the Offer	2,10,43,000 Equity Shares of face value of ₹10 each
Objects of the Offer/ Use of Offer Proceeds	Please see the chapter titled "Objects of the Issue" on page 77 of this Red Herring Prospectus for information about the use of Net Proceeds from the Fresh Issue. Our Company will not receive any proceeds from the Offer for Sale.

Notes: -

1) The Issue is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. The issue is being made by our company in terms of Regulation 229 (2) of SEBI (ICDR) Regulation, read with Rule 19(2)(b)(i) of SCRR wherein not less than 25% of the post issued paid-up equity share capital of our company are being offered to the public for subscription.

2) The Issue has been authorized by the Board of Directors vide a resolution passed at its meeting held on August 18, 2023 and by the Special Resolution passed under Section 62(1)(c) of the Companies Act, 2013 at the AGM of our shareholders held on August 28, 2023.

*3) *The allocation in the net issue to the public category shall be made as per the requirements of Regulation 253(1) of SEBI ICDR regulations, as amended from time to time. Our Company in consultation with the BRLMs may allocate as follows-*

a) Not less than thirty-five per cent. to retail individual investors;

b) Not less than fifteen per cent. to non-institutional investors

c) Not more than fifty percent. to qualified institutional buyers, five percent. of which shall be allocated to mutual funds:

Provided that the unsubscribed portion in either of the categories specified in clauses (a) or (b) may be allocated to applicants in any other category:

Provided further that in addition to five percent allocation available in terms of clause (c), mutual funds shall be eligible for allocation under the balance available for qualified institutional buyers. For further details, please see the section entitled "Issue Structure" or "Issue Procedure" on page 307 or 311 respectively. Allocation to all categories shall be made in accordance with SEBI ICDR Regulations.

SUMMARY OF OUR FINANCIAL INFORMATION

STATEMENT OF ASSETS AND LIABILITIES AS RESTATED

(₹ in Lakhs)

		Note	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
A	**EQUITY AND LIABILITIES**					
1	**Shareholders' Funds**					
	(a) Share Capital	2	1,294.30	1,294.30	1,290.30	430.10
	(b) Reserves and Surplus	3	3,831.14	3,125.61	1,919.02	2,232.92
			5,125.44	**4,419.91**	**3,209.32**	**2,663.02**
2	**Non-Current Liabilities**					
	(a) Long Term Borrowings	4	465.75	547.41	693.18	1,783.72
	(b) Deferred Tax Liabilities (Net)	5	91.04	113.33	124.17	120.66
	(c) Long Term Provisions	6	69.08	64.40	42.30	25.24
			625.87	**725.14**	**859.66**	**1,929.62**
3	**Current Liabilities**					
	(a) Short Term Borrowings	7	1,639.98	1,730.82	1,716.35	1,280.04
	(b) Trade Payables	8				
	(i) Dues to Micro Enterprise & Small Enterprises		-	-	-	-
	(ii) Dues to Creditors other than Micro Enterprise & Small Enterprises		3,669.81	3,460.06	3,009.63	1,835.46
	(c) Other Current Liabilities	9	1,081.92	1,018.74	623.35	326.35
	(d) Short Term Provisions	6	71.86	55.01	42.75	35.95
			6,463.57	**6,264.63**	**5,392.07**	**3,477.81**
	TOTAL - EQUITY AND LIABILITIES		**12,214.89**	**11,409.69**	**9,461.04**	**8,070.45**
B	**ASSETS**					
1	**Non Current Assets**					
	(a) Property, Plant & Equipment & Intangible Assets					
	(i) Property, Plant & Equipment	10	3,076.44	3,029.09	3,006.12	3,023.36
	(ii) Intangible Assets		1.63	1.81	2.98	3.74
	(iii) Goodwill		-	-	2.44	12.44
	(b) Long term Loans and Advances	11	63.52	72.62	-	-
	(c) Other Non Current Assets	12	72.93	72.63	57.28	55.86
			3,214.53	**3,176.15**	**3,068.83**	**3,095.40**
2	**Current Assets**					
	(a) Inventories	13	5,600.86	5,365.13	3,958.59	3,155.19
	(b) Trade Receivables	14	2,921.72	2,391.91	1,704.48	1,261.05
	(c) Cash and Bank Balances	15	206.42	204.00	282.66	139.76
	(d) Short Term Loans and Advances	11	255.23	256.95	446.48	419.04
	(e) Other Current Assets	16	16.13	15.54	-	-

			9,000.36	**8,233.54**	**6,392.22**	**4,975.05**
	TOTAL - ASSETS		**12,214.89**	**11,409.69**	**9,461.04**	**8,070.45**

Significant accounting Policies 1

See accompanying Notes to the Financial Statements 2 to 29

For T R Chadha & Co LLP
Chartered Accountants
Firm Regn. No.:- 006711N / N500028

Brijesh Thakkar
Partner
Membership No. 135556

Date: 28/10/2023
Place: Ahmedabad

For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel
Director
(DIN:05225561)

Nitin Patel
Director
(DIN:05225550)

Ghanshyam Patel
MD & CFO
(DIN:05225398)

Ms. Braham Pal Chhabra
Company Secretary
(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

STATEMENT OF PROFIT AND LOSS AS RESTATED

(₹ in Lakh)

	Notes	For the Quarter ended June 30, 2023	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
Income					
Revenue from operations	17	5,880.56	20,418.76	16,571.13	13,256.80
Other Income	18	112.39	277.98	182.84	224.79
Total Income (I+II)		**5,992.95**	**20,696.75**	**16,753.97**	**13,481.59**
Expenses					
Cost of materials consumed	19	4,154.76	15,389.01	12,028.38	9,904.79
Changes in inventory of finished goods, work-in - progress, stock-in trade	20	(191.56)	(972.74)	(693.79)	(893.69)
Employee benefits expenses	21	250.37	866.13	761.97	692.67
Finance costs	22	53.44	253.34	306.54	337.80
Depreciation & Amortization expenses	23	102.13	413.27	414.70	355.47
Other expenses	24	795.93	3,198.62	3,177.26	2,484.25
Total Expenses (IV)		**5,165.06**	**19,147.64**	**15,995.05**	**12,881.29**
Profit before exceptional and extraordinary items and tax (III - IV)		**827.89**	**1,549.10**	**758.92**	**600.30**
Exceptional Items		-	-	-	-
Profit before extraordinary items and tax (V-VI)		**827.89**	**1,549.10**	**758.92**	**600.30**
Extraordinary Items		-	-	-	-
Profit before Tax (VII-VIII)		**827.89**	**1,549.10**	**758.92**	**600.30**
Tax Expenses					
Current Tax Expense for Current Year		144.65	259.58	166.09	118.63
Current Tax Expense for Earlier Years		-	(0.65)	-	-
Deferred Tax		(22.29)	(10.84)	3.51	1.38
Total Tax Expense		**122.36**	**248.08**	**169.60**	**120.02**
Profit (Loss) for the period from continuing operations (IX-X)		**705.53**	**1,301.02**	**589.31**	**480.29**
Profit/(loss) from discontinuing operations		-	-	-	-
Tax expense of discontinuing operations		-	-	-	-

Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		-	-	-	-
Profit/(loss) for the Period (XI+ XIV)		**705.53**	**1,301.02**	**589.31**	**480.29**
Earnings per Share	25				
Nominal Value per Share (₹)		**10.00**	**10.00**	**10.00**	**10.00**
Basic Earnings per Share (₹)		**5.45**	**10.06**	**4.57**	**3.72**
Diluted Earnings per Share (₹)		**5.45**	**10.06**	**4.57**	**3.72**

Significant accounting Policies 1

See accompanying Notes to the Financial Statements 2 to 29

For T R Chadha & Co LLP
Chartered Accountants
Firm Regn. No.:- 006711N / N500028

Brijesh Thakkar
Partner
Membership No. 135556

Date: 28/10/2023
Place: Ahmedabad

For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel
Director
(DIN:05225561)

Nitin Patel
Director
(DIN:05225550)

Ghanshyam Patel
MD & CFO
(DIN:05225398)

Ms. Braham Pal Chhabra
Company Secretary
(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

STATEMENT OF CASH FLOW AS RESTATED

(₹ in Lakh)

	Particulars	For the Quarter ended June 30, 2023	For the Year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
(A) CASH FLOW FROM OPERATING ACTIVITIES					
(i)	**Profit before tax**	**827.89**	**1,549.10**	**758.92**	**600.30**
	Add: Adjustments for:				
	- Changes in Accounting Estimates & Errors	-	-	-	(327.32)
	- Baddebts	2.96	-	-	5.36
	- Interest Income on Fixed Deposits	(2.35)	(6.46)	(6.25)	(8.13)
	- Interest Income on Loans and Advances	(0.59)	-	-	-
	- Sundry Balances written back	(83.80)	(0.62)	(3.66)	-
	- (Profit) / loss on sale / write off of assets	-	-	0.02	-
	- Interest and Financial Charges	46.50	213.01	269.86	289.49
	- Depreciation & Amortisation	102.13	413.27	414.70	355.47
	- Provision for Doubtful Debts & Advances	114.95	-	-	-
	- Sundry Balances written off (Net)	-	-	-	2.54
(ii)	**Operating Profit before working capital changes**	**1,007.69**	**2,168.32**	**1,433.59**	**917.71**
	Change in Working Capital				
	- Inventories	(235.73)	(1,406.54)	(803.41)	(1,336.29)
	- Trade Receivables	(647.72)	(687.43)	(443.43)	889.54
	- Short Term Loans & Advances	26.72	189.53	(30.41)	(140.40)
	- Long Term Loans & Advances	8.80	(87.97)	(1.42)	15.61
	- Trade Payable	293.55	451.05	1,177.82	(65.00)
	- Short & Long Term Provisions	21.52	34.37	23.85	61.19
	- Other Current Liability	(27.92)	390.03	296.19	281.06
	- Other Current Assets	-	(15.54)	-	-
		(560.78)	**(1,132.50)**	**219.20**	**(294.29)**
	Cash Generated from Operations	**446.91**	**1,035.82**	**1,652.79**	**623.42**
	Less: Income Tax Paid	(53.92)	(253.59)	(165.69)	(119.47)
	Net cash flow from / (Used in) Operating Activities (A)	**392.99**	**782.23**	**1,487.10**	**503.95**
(B) CASH FLOW FROM INVESTING ACTIVITIES					
	- Purchase of fixed assets (Net)	(149.30)	(432.63)	(386.73)	(515.24)
	- Loans (Given)/ Received back	(25.00)	-	2.97	-

-	Bank deposits (with original maturity of more than three months) not considered as cash & cash equivalents	(2.20)	(2.90)	(52.46)	(120.17)
-	Interest received on fixed deposits	2.35	6.46	6.25	8.13
Net cash flow from / (Used in) Investing Activities (B)		**(174.14)**	**(429.08)**	**(429.97)**	**(627.27)**
(C) CASH FLOW FROM FINANCING ACTIVITES					
-	Proceeds From Issue of Equity Shares	-	12.80	-	-
-	Proceeds from borrowings	38.27	211.33	935.10	536.50
-	Repayment of borrowings	(210.77)	(342.63)	(1,589.33)	(465.32)
-	Dividend Paid	-	(103.22)	(43.01)	-
-	Interest and Finance charges Paid	(46.13)	(212.99)	(269.46)	(289.89)
Net Cash flow from / (Used in) Financing Activities (C)		**(218.63)**	**(434.72)**	**(966.69)**	**(218.71)**
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)		**0.22**	**(81.56)**	**90.44**	**(342.03)**
Cash & Cash Equivalents at the Beginning of the Year		**28.47**	110.03	19.60	361.63
Cash & Cash Equivalents at the End of the Year		**28.69**	**28.47**	**110.03**	**19.60**

Components of Cash & Cash Equivalents:

1	Cash & Cash Equivalents include the following:	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
	Cash in hand	27.18	26.82	29.78	16.25
	Balances with Schedule Banks				
	In Current Accounts	0.42	0.57	79.22	3.35
	In Fixed Deposits	1.09	1.09	1.03	-
	Total Cash and Bank Equivalents (As per Note 15)	**28.69**	**28.47**	**110.03**	**19.60**

Significant accounting Policies 1

See accompanying Notes to the Financial Statements 2 to 29

For T R Chadha & Co LLP Firm Regn. No.:- 006711N / N500028
Chartered Accountants

Brijesh Thakkar
Partner
Membership No. 135556
For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel
Director
(DIN:05225561)

Nitin Patel
Director
(DIN:05225550)

Ghanshyam Patel
MD & CFO
(DIN:05225398)

Ms. Braham Pal Chhabra
Company Secretary
(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

Date: 28/10/2023
Place: Ahmedabad

SECTION V- GENERAL INFORMATION

Our Company was originally incorporated on April 10, 2012 as a Private Limited Company as "Accent Microcell Private Limited" vide Registration No. 069799 under the provisions of the Companies Act, 1956, with the Registrar of Companies, Dadra and Nagar Havelli. Subsequently, pursuant to a special resolution passed by the Shareholders at their Extraordinary General Meeting held on December 05, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to "Accent Microcell Limited" and a Fresh Certificate of Incorporation consequent to Conversion was issued on December 23, 2022 by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our Company is U24230GJ2012PLC069799.

For further details of change in name, change in object and change in Registered office of our company, please refer to section titled "*History and Certain Corporate Matters*" beginning on page 153 of this Red Herring Prospectus

Brief Information on Company and Issue

Registered Office	314, Shangrilla Arcade, Shyamal Cross Road, Anandnagar Road, Satellite, Ahmedabad, Gujarat, India, 380015 Tel: +91-7575803351 Fax: N.A. E-mail: info@accentmicrocell.com Website: https://accentmicrocell.com/			
Date of Incorporation	April 10, 2012			
CIN	U24230GJ2012PLC069799			
Company Category	Company Limited by Shares			
Registrar of Company	Registrar of Company, Ahmedabad ROC Bhavan, Opp Rupal Park society, Behind Ankur bus stop, Naranpura, Ahmedabad, Gujarat- 380013. Tel No.: 079-27438531 Fax No: N.A Email: roc.ahmedabad@mca.gov.in Website: www.mca.gov.in			
Company Secretary & Compliance Officer	Name: Ms. Braham Pal Chhabra Address: 314, Shangrilla Arcade, Shyamal Cross Road, Anandnagar Road, Satellite, Ahmedabad, Gujarat, India, 380015. Tel: +91-7575803351 E-mail: cs@accentmicrocell.com Website: https://accentmicrocell.com/			
Chief Financial Officer	Name: Ghanshyam Bhai ArjanBhai Patel Address: 314, Shangrilla Arcade, Shyamal Cross Road, Anandnagar Road, Satellite, Ahmedabad, Gujarat, India, 380015. Tel: + 91 - 9825044070 E-mail: ghanshyam.patel@accentmicrocell.com Website: https://accentmicrocell.com/			
Designated Stock Exchange	National Stock Exchange of India Limited NSE Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Website: www.nseindia.com			
Issue Programme	Issue Opens On:	Friday, December 08, 2023	Issue Closes On:	Tuesday, December 12, 2023

Note: Please refer to Section XII "Issue Information" at page no 300 of this Red Herring Prospectus.

DETAILS OF INTERMEDIARIES PERTAINING TO THIS ISSUE AND OUR COMPANY

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE
CORPORATE CAPITALVENTURES PRIVATE LIMITED B-1/E-13, Mohan Cooperative Industrial Estate, Mathura Road, New Delhi 110044 **Tel:** +91 11-41824066; **Email:** smeipo@ccvindia.com **Investor Grievances Email id-** investor@ccvindia.com **Website:** www.ccvindia.com **SEBI Registration:** INM000012276 **Validity**: Permanent **Contact Person:** Mrs. Harpreet Parashar	**KFIN TECHNOLOGIES LIMITED** Selenium Tower-B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana **Tel No**.: +91 40 6716 2222 **Toll Free No.**: 1800 309 4001 **E-mail**: aml.ipo@kfintech.com **Investor Grievances Email Id:** einward.ris@kfintech.com **Website**: www.kfintech.com **SEBI Registration No.:** INR000000221 **Contact Person**: M Murali Krishna
BANKER TO THE ISSUE & SPONSOR BANK	**MARKET MAKER & SYNDICATE MEMBER**
KOTAK MAHINDRA BANK LIMITED Kotak Infiniti, 6th Floor, Building No. 21, Infinity Park, Off Western Express Highway, General AK Vaidya Marg, Malad (East). Mumbai – 400 097 Maharashtra, India. **Tel:** 022-66056588; **Email:** cmsipo@kotak.com **Investor Grievances Email id-** cmsipo@kotak.com **Website:** www.kotak.com **SEBI Registration:** INBI00000927 **Contact Person:** Mr. Siddhesh Shirodkar, Associate Vice President **CIN:** L65110MH1985PLC038137	**PRABHAT FINANCIAL SERVICES LIMITED** 205, Navjeevan Complex, 29, Station Road, Jaipur, Rajasthan, Pincode- 302006 **Tel No**.: 0141-4162083 **E-mail**: pfslindia@hotmail.com **Website**: www.pfslindia.co.in **SEBI Registration No.:** INZ000169433 **Contact Person**: Mr. Adheesh Kabra
STATUTORY AUDITOR OF THE COMPANY	**LEGAL ADVISOR TO THE ISSUE**
M/s T R Chadha & Co LLP Chartered Accountants **Firm Registration No.:** 006711N / N500028 **Peer Review Regn. No.:** 014544 **Address:** 610 – 611, Shivalik Shilp II, Opp Hotel ITC Narmada, Keshavbaug Road, Vastrapur, Ahmedabad, 380015 **Tel:** +91-079 4800 4897 **Email:** ahmedabad@trchadha.com **Contact Person:** Mr. Brijesh Thakkar	**AdLegus Law Consultants LLP** **Enrollment No.** D/1675/ 2019 **Address:** 2nd Floor, Moolchand Towers, I-Block, Sector 22, Noida - 201301 **Tel:** +91- 9711914380 **Email:** anang@adlegus.in **Contact Person:** Adv. Anang Kumar Shandilya

DETAILS OF BOARD OF DIRECTORS OF OUR COMPANY

S.N.	Name	DIN	Category	Designation
1.	Ghanshyam ArjanBhai Patel	05225398	Executive	Managing Director
2.	Vasant Vadilal Patel	05225561	Executive	Chairperson
3.	Nitin JasvantBhai Patel	05225550	Executive	Whole time Director
4.	VinodBhai ManiBhai Patel	07698117	Executive	Whole time Director
5.	RajatKumar DineshBhai Patel	09124295	Non- Executive	Independent Director
6.	Chintan UmeshBhai Bhatt	09289074	Non- Executive	Independent Director
7.	Shreyaben MilanKumar Shah	09726000	Non- Executive	Women Independent Director

For further details of our directors please refer chapter titled "Our Management" beginning on page 159 of this Red Herring Prospectus.

Investors may contact our Company Secretary and Compliance Officer and/or the Registrar to the Offer, i.e., Ms. Braham Pal Chhabra and/or KFin Technologies Limited and/or the lead manager i.e. Corporate CapitalVentures Private Limited, in case of any pre-Offer or post-Offer related problems, such as non-receipt of letters of Allotment, credit of allotted Equity Shares in the respective beneficiary account, unblocking of amount in ASBA, etc.

All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the relevant SCSB to whom the Application was submitted (at ASBA Bidding Locations), giving full details such as name, address of the applicant, number of Equity Shares applied for, Application Amount blocked, ASBA Account number and the Designated Branch of the relevant SCSBs where the Application was submitted by the ASBA Applicants.

For all Issue related queries and for redressal of complaints, Applicants may also write to the Lead Manager. All complaints, queries or comments received by Stock Exchange/SEBI shall be forwarded to the Lead Manager, who shall respond to the same.

SELF-CERTIFIED SYNDICATE BANKS

The lists of banks that have been notified by SEBI to act as SCSB for the Applications Supported by Blocked Amount (ASBA) Process are provided on the website of SEBI. For details on Designated Branches of SCSBs collecting the Bid Cum Application Forms, please refer to the below mentioned SEBI link. https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes
Further, as notified by SEBI vide its circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019; the applications through UPI in IPOs can be made only through the SCSBs / mobile applications whose name appears on the SEBI website www.sebi.gov.in at the following path: Home ≫ Intermediaries/Market Infrastructure Institutions ≫ Recognized intermediaries ≫ Self Certified Syndicate Banks eligible as Issuer Banks for UPI.

Investor shall ensure that when applying in IPO using UPI, the name of his Bank appears in the list of SCSBs displayed on the SEBI website which are live on UPI. Further, he/she shall also ensure that the name of the app and the UPI handle being used for making the application is also appearing in the aforesaid list.

REGISTERED BROKERS
Bidders can submit Bid cum Application Forms in the Offer using the stock brokers network of the Stock Exchanges, i.e., through the Registered Brokers at the Broker Centers. The list of the Registered Brokers, including details such as postal address, telephone number and e-mail address, is provided on the website of the SEBI (www.sebi.gov.in) and updated from time to time. For details on Registered Brokers, please refer https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes

REGISTRAR TO OFFER AND SHARE TRANSFER AGENTS
The list of the RTAs eligible to accept Bid cum Applications forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, are provided on the website of the SEBI on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes as updated from time to time.

COLLECTING DEPOSITORY PARTICIPANTS
The list of the CDPs eligible to accept Bid cum Application Forms at the Designated CDP Locations, including details such as name and contact details, are provided on the website of Stock Exchange. The list of branches of the SCSBs named by the respective SCSBs to receive deposits of the Bid cum Application Forms from the Designated Intermediaries will be available on the website of the SEBI (www.sebi.gov.in) on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes and updated from time to time.

STATEMENT OF RESPONSIBILITY OF THE LEAD MANAGER/STATEMENT OF INTER SE ALLOCATION OF

RESPONSIBILITIES

Since Corporate CapitalVentures Private Limited is the sole Lead Manager to this Issue, a statement of inter-se-allocation of responsibilities amongst Lead Managers is not required.

CREDIT RATING

This being an issue of Equity Shares, credit rating is not required.

IPO GRADING

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

EXPERT OPINION

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

1. Our Company has received written consent dated September 19, 2023 from Peer Review Auditor namely, T R Chadha & Co LLP , Chartered Accountants, to include its name as an expert as defined under Section 2(38) of the Companies Act, read with Section 26(5) of the Companies Act, 2013, read with SEBI ICDR Regulations in this Prospectus as an "expert" to the extent and in its capacity as an independent Statutory Auditor and in respect of its (i) examination report dated October 28, 2023 from on our restated Standalone financial information; and (ii) its report dated October 28, 2023 on the statement of Special Tax Benefits in this Prospectus and such consent has not been withdrawn as on the date of this Prospectus.

2. Our Company has received a written consent dated September 4, 2023 from Mr. Anang Kumar Shandilya, Advocate, having registration number D/1675/2019 to include its name as an expert as defined under Section 2(38) of the Companies Act, 2013, read Section 26(5) of the Companies Act, 2013, read with SEBI ICDR Regulations in this Prospectus as an "expert", to the extent and in its capacity as an advisor on the Legal Litigations being subsisting by the Company, against the Company, by the Promoters, against the Promoters, by the Directors and against the Directors of the Company.

Aforementioned consents have not been withdrawn as on the date of this Red Herring Prospectus. However, the term - expert shall not be construed to mean an - expert as defined under the U.S. Securities Act. All the intermediaries including Merchant Banker has relied upon the appropriacy and authenticity of the same**.**

DEBENTURE TRUSTEE

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

APPRAISAL AND MONITORING AGENCY

As per regulation 262(1) of SEBI ICDR Regulations, the requirement of monitoring agency is not mandatory if the Issue size is up to ₹ 10,000 Lakh. Since the Issue size is below ₹10,000 Lakh, our Company has not appointed any monitoring agency for this Issue. However, as per section 177 of the Companies Act, the Audit Committee of our Company, would be monitoring the utilization of the proceeds of the issue.

UNDERWRITING AGREEMENT

Our Company and LM to the issue hereby confirm that the Issue is 100% Underwritten. The Underwriting agreement is dated November 24, 2023. Pursuant to the terms of the Underwriting Agreement, the obligations of the Underwriters are subject to certain conditions specified therein. The Underwriters have indicated their intention to underwrite the following number of specified securities being offered through this Issue:

Name, Address, Telephone, Fax, and Email of the Underwriter	Indicative No. of Equity Shares to be Underwritten	Amount Underwritten (Rs. in Lakh)	% of the Total Issue Size Underwritten

Corporate CapitalVentures Private Limited **Address:** B-1/E-13, Mohan Cooperative Industrial, Estate Mathura Road, New Delhi 110044 **Tel:** +91 11 - 41824066; **Email:** smeipo@ccvindia.com **Investor Grievances Email id:** investor@ccvindia.com **Website:** www.ccvindia.com **SEBI Registration:** INM000012276 **Validity**: Permanent **Contact Person:** Mrs. Harpreet Parashar	56,00,000	**[●]**	**100%**
Total	56,00,000	**[●]**	**100%**

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

FILING OF OFFER DOCUMENT

The Draft offer document, Red Herring Prospectus, Prospectus and Offer Document shall be filed on the platform of NSE Emerge.

Pursuant to Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, Draft Red Herring Prospectus shall not be submitted to SEBI, however, soft copy of Red Herring Prospectus and Prospectus with the Due Diligence Certificate shall be submitted to SEBI pursuant to Regulation 246(1), and SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, through SEBI Intermediary Portal at https://siportal.sebi.gov.in. SEBI will not issue any observation on the Issue document in term of Regulation 246(2) of the SEBI ICDR Regulations.

A copy of the Red Herring Prospectus and Prospectus along with the material contracts and documents referred elsewhere in the Prospectus required to be filed under Section 32 of the Companies Act, 2013 will be delivered to the Registrar of Companies, Ahmedabad situated at ROC Bhavan, Opp Rupal Park society, Behind Ankur bus stop, Naranpura, Ahmedabad, Gujarat- 380013 at least (3) three working days prior from the date of opening of the Issue.

CHANGE IN THE AUDITOR DURING LAST 3 YEAR

Except as provided below, Company has not changed auditor during last 3 years.

Name of Auditor	Appointed for the Period	Date of Appointment/ Reappointment	Date of Resignation	Reason for Resignation
M/s T R Chadha & Co LLP **FRN: 006711N/ N500028** **Peer Review:** 014544 **E-Mail:** ahmedabad@trchadha.com **Address:** 610 – 611, Shivalik Shilp II, Opp Hotel ITC Narmada, Keshavbaug Road, Vastrapur, Ahmedabad, 380015	01/04/2023 to 31/03/2028	August 28, 2023	NA	NA
M/s Rajiv Shah & Associates **FRN:** 108454W **Peer Review:** 015188 **E-Mail:** **Address:** 1111-1112, Shivalik- Shilp-2, Opp. ITC, Narmada Hotel, Mansi Tower Road, Keshavbaug, Vastrapur, Ahmedabad- 380015	10/04/2012 to 31/03/2023	March 04, 2019	NA	NA (resignation pursuant to sec 139 (2) of the Companies Act, 2023)

WITHDRAWAL OF THE ISSUE

Our Company in consultation with the Lead Manager, reserves the right not to proceed with the Issue at any time after the Issue Opening Date but before the Board meeting for Allotment. In such an event, our Company would issue a public notice in the newspapers, in which the pre-Issue advertisements were published, within two (2) days of the Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The Lead Manager, through the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Applicants within one (1) day of receipt of such notification. Our Company shall also promptly inform NSE Emerge on which the Equity Shares were proposed to be listed. Notwithstanding the foregoing, the Issue is also subject to obtaining the final listing and trading approvals from NSE Emerge, which our Company shall apply for after Allotment. If our Company withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an IPO, ourCompany shall be required to file a fresh Prospectus.

DETAILS OF THE MARKET MAKING ARRANGEMENT FOR THIS OFFER

Our Company and the Lead Manager have entered into a tripartite agreement dated November 24, 2023 with Prabhat Financial Services Limited the MarketMaker for this Issue, duly registered with NSE Emerge to fulfill the obligations of Market Making:

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

1. The Market Maker shall be required to provide a 2-way quote for 75% of the time in a day. The same shall be monitored by the stock exchange. Further, the Market Maker(s) shall inform the exchange in advance for each and every black out period when the quotes are not being offered by the Market Maker.

2. The prices quoted by Market Maker shall be in compliance with the Market Maker Spread Requirements and other particulars as specified or as per the requirements of NSE Emerge and SEBI from time to time.

3. The minimum depth of the quote shall be ₹1,00,000. However, the investors with holdings of value less than₹1,00,000 shall be allowed to offer their holding to the Market Maker(s) (individually or jointly) in that scrip provided that he sells his entire holding in that scrip in one lot along with a declaration to the effect to the selling broker.

4. Execution of the order at the quoted price and quantity must be guaranteed by the Market Maker(s), for the quotes given by him.

5. There would not be more than five Market Makers for a script at any point of time and the Market Makers may compete with other Market Makers for better quotes to the investors.

6. On the first day of the listing, there will be pre-opening session (call auction) and there after the trading will happen as per the equity market hours. The circuits will apply from the first day of the listing on the discovered price during the pre-open call auction.

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

8. There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Exchange, while force-majeure will be applicable for non-controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.

The Market Maker(s) shall have the right to terminate said arrangement by giving a one month notice or on mutually acceptable terms to the Merchant Banker, who shall then be responsible to appoint a replacement Market Maker(s). In case of termination of the abovementioned Market Making agreement prior to the completion of the compulsory Market Making period, it shall be the responsibility of the Lead Manager to arrange for another Market Maker in replacement during the term of the notice period being served by the Market Maker but prior to the date of releasing the existing Market Maker from its duties in order to ensure compliance with the requirements of regulation 261 of the SEBI (ICDR) Regulations, 2018. Further, our Company and the Lead Manager reserve the right to appoint other Market Makers either as a replacement of the current Market Maker or as an additional Market Maker subject to the

total number of Designated Market Makers does not exceed five or as specified by the relevant laws and regulations applicable at that particular point of time. The Market Making Agreement is available for inspection at our corporate office from 11.00 a.m. to 5.00 p.m. on working days.

9. **Risk containment measures and monitoring for Market Makers:** Emerge Platform of NSE will have all margins which are applicable on the NSE Main Board viz., Mark-to-Market, Value- At-Risk (VAR) Margin, Extreme Loss Margin, Special Margins and Base Minimum Capital etc. NSE can impose any other margins as deemed necessary from time-to-time.

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

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

11. Price Band and Spreads: SEBI Circular bearing reference no: CIR/MRD/DP/02/2012 dated January 20, 2012, has laid down that for Issue size up to ₹ 250 crores, the applicable price bands for the first day shall be:
    (i) In case equilibrium price is discovered in the Call Auction, the price band in the normal trading session shall be 5% of the equilibrium price.
    (ii) In case equilibrium price is not discovered in the Call Auction, the price band in the normal trading session shall be 5% of the Offer price.
    Additionally, the trading shall take place in TFT sent for first 10 days from commencement of trading.
    The following spread will be applicable on the SME Exchange Platform.

S. No.	Market Price Slab	Proposed Spread (in % to sale price)
1	Up to 50	9.00%
2	50 to 75	8.00%
3	75-100	6.00%
4	Above 100	5.00%

12. There will be special circumstances under which the Market Maker may be allowed to withdraw temporarily/fully from the market – for instance due to system problems, any other problems. All controllable reasons require prior approval from the Exchange, while force-majeure will be applicable for non-controllable reasons. The decision of the Exchange for deciding controllable and non-controllable reasons would be final.

13. Pursuant to SEBI Circular number CIR/MRD/DSA/31/2012 dated November 27,2012, limits on the upper side for Markets Makers during market making process has been made applicable, based on the issue size and as follows:

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

The Marketing Making arrangement, trading and other related aspects including all those specified above shall be subject to the applicable provisions of law and/or norms issued by SEBI/NSE from time to time.

The trading shall take place in TFT segment for first 10 days from commencement of trading. Theprice band shall be 20% and the Market Maker Spread (difference between the sell and the buy quote) shall be within 10% or as intimated by Exchange from time to time.

SECTION VI - CAPITAL STRUCTURE

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

#	Particulars	Amount (Rs. in Lakhs)	
		Aggregate nominal value	Aggregate value at Offer Price
A.	**Authorised Share Capital**		
	2,20,00,000 Equity Shares of ₹ 10/- each (₹ 22,00,00,000 Equity Share Capital)	2,200.00	-
B.	**Issued, Subscribed and Paid-Up Share Capital before the Issue**		
	1,54,43,000 Equity Shares of ₹10/- each (₹ 15,44,30,000 Equity Share Capital)	1,544.30	-
C.	**Present Issue in terms of the Prospectus**		
	Fresh Offer of 56,00,000 Equity Shares of Face Value ₹10/- each at a Price of ₹ [•] per Equity Share	560.00	[•]
	Consisting of:		
	Reservation for Market Maker – 2,80,000 Equity Shares of ₹ 10/- each at a price of ₹ [•] per Equity Share reserved as Market Maker Portion.	28.00	[•]
	Net Issue to the Public – 53,20,000 Equity Shares of ₹ 10/- each at a price of ₹ [•] per Equity Share.	532.00	[•]
	Of the Net Issue to the Public		
	1. QIB Portion		[•]
	Of which:		
	(a) Anchor Investor Portion	159.60	[•]
	(b) Net QIB Portion (assuming the Anchor Investor Portion is fully subscribed)	106.40	[•]
	Of which:	[•]	
	(i) Available for allocation to Mutual Funds only (5% of the QIB Portion (excluding Anchor Investor Portion)	[•]	[•]
	(ii) Balance of QIB Portion for all QIBs including Mutual Funds	[•]	[•]
	2. Non-Institutional Category	79.80	[•]
	3. Retail Portion	186.20	[•]
D.	**Issued, Subscribed and Paid-up Share Capital after the Issue**		
	2,10,43,000 Equity Shares of ₹10/- each	2,104.30	
E.	**Securities Premium Account**		
	Before the Issue	1,086.80	
	After the Issue	[•]	

The present issue has been authorized by our Board of Directors vide a resolution passed at its meeting held on dated August 18, 2023 and by Special Resolution passed under Section 62(1)(c) of the Companies Act, 2013 at the EGM of our shareholders held on August 28, 2023.

All Equity Shares are fully paid-up. Our Company has no outstanding convertible instruments as on the date of this Red Herring Prospectus.

NOTES TO THE CAPITAL STRUCTURE

1. **Details of increase in Authorised Share Capital:**

Since April 10, 2012, the authorized share capital of our Company has been altered in the manner set forth below:

S. No.	Date	No. of Equity Shares	Face Value (in₹)	Cumulative No. of Shares	Cumulative Authorised Share Capital (in ₹)	Whether AGM/EGM
1.	On Inception	1,00,000	10	1,00,000	10,00,000	N.A.
2.	30/06/2012	3,50,000	10	4,50,000	45,00,000	EGM
3.	27/02/2013	23,50,000	10	28,00,000	2,80,00,000	EGM
4.	01/10/2013	3,00,000	10	31,00,000	3,10,00,000	EGM
5.	23/03/2015	12,50,000	10	43,50,000	4,35,00,000	EGM
6.	29/03/2022	86,00,000	10	1,29,50,000	12,95,00,000	EGM
7.	07/07/2023	90,50,000	10	2,20,00,000	22,00,00,000	EGM

2. History of Equity Share Capital of our Company

Note	Date of Allotment	No. of Equity Shares allotted	Face value (Rs.)	Issue Price (Rs.)	Nature of consideration	Nature of Allotment	Cumulative number of Equity Shares	Cumulative Equity Paid - up Capital (Rs.)	Cumulative Securities premium (Rs.)
1.	On Incorporation	10,000	10	10	Cash	Subscription to MOA	10,000	1,00,000	Nil
2.	30.06.2012	4,00,000	10	50	Pursuant to Acquisition of business*	Preferential Allotment	4,10,000	41,00,000	1,60,00,000
3.	01.03.2013	11,70,000	10	30	Cash	Right Issue	15,80,000	1,58,00,000	3,94,00,000
4.	06.09.2013	10,14,000	10	30	Cash	Right Issue	25,94,000	2,59,40,000	5,96,80,000
5.	09.10.2013	3,70,000	10	30	Cash	Right Issue	29,64,000	2,96,40,000	6,70,80,000
6.	25.03.2015	13,37,000	10	30	Cash	Right Issue	43,01,000	4,30,10,000	9,38,20,000
7.	31.03.2022	86,02,000	10	Nil	Other than Cash	Bonus Issue	1,29,03,000	12,90,30,000	78,00,000
8.	22.08.2022	40,000	10	32	Cash	Right Issue	1,29,43,000	12,94,30,000	86,80,000
9.	21.08.2023	25,00,000	10	50	Cash	Preferential Allotment	1,54,43,000	15,44,30,000	10,86,80,000

*Slump Sale Agreement was executed between M/s Accent Microcell Industries (registered partnership firm) and our company for acquiring all the assets and liabilities of the partnership firm in consideration of Rs. 200 Lacs by issuance of 4,00,000 Equity shares of Rs. 10 each fully paid up @ Rs. 50 per share of our company.

Notes:

1. Initial Subscribers to Memorandum of Association hold 10,000 Equity Shares each of face value of ₹ 10/- fully paid up as per the details given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Manibhai KanjiBhai Patel	2,500
2.	Nitin JasvantBhai Patel	2,500
3.	Ghanshyam ArjanBhai Patel	2,000
4.	SubhadraBen Amrutlal Patel	1,500
5.	Vasant Vadilal Patel	1,500
	Total	**10,000**

2. The Company thereafter allotted 4,00,000 Equity shares as Preferential Allotment i.e. on June 30, 2012, the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Manibhai KanjiBhai Patel	1,00,000
2.	Nitin JasvantBhai Patel	1,00,000
3.	Ghanshyam ArjanBhai Patel	80,000
4.	SubhadraBen Amrutlal Patel	60,000
5.	Vasant Vadilal Patel	60,000
	Total	**4,00,000**

3. The Company thereafter allotted 11,70,000 Equity shares as Right Issue on March 01, 2013, the details of whichis given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Ghanshyam ArjanBhai Patel	4,58,000
2.	Manibhai KanjiBhai Patel	2,43,000
3.	Nitin JasvantBhai Patel	1,68,000
4.	Vasant Vadilal Patel	1,68,000
5.	SubhadraBen Amrutlal Patel	1,33,000
	Total	**11,70,000**

4. The Company thereafter allotted 10,14,000 Equity shares as Right Issue on September 06, 2013 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Nitin JasvantBhai Patel	4,20,000
2.	Manibhai KanjiBhai Patel	2,37,500
3.	SubhadraBen Patel	1,90,000
4.	Vasant Vadilal Patel	1,66,500
	Total	**10,14,000**

5. The Company thereafter allotted 3,70,000 Equity shares as Right Issue on October 09, 2013 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Manibhai KanjiBhai Patel	1,58,000
2.	SubhadraBen Patel	60,000
3.	Ghanshyam ArjanBhai Patel	52,800
4.	Nitin JasvantBhai Patel	50,500
5.	Vasant Vadilal Patel	48,700
	Total	**3,70,000**

6. The Company thereafter allotted 13,37,000 Equity shares as Right Issue on March 25, 2015 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Manibhai KanjiBhai Patel	3,35,000
2.	Nitin JasvantBhai Patel	3,35,000
3.	Ghanshyam ArjanBhai Patel	2,67,000
4.	Vasant Vadilal Patel	2,00,000
5.	SubhadraBen Patel	2,00,000
	Total	**13,37,000**

7. The Company thereafter allotted 86,02,000 Equity shares as Bonus Issue in the ratio 2:1 on March 31, 2022 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Nitin JasvantBhai Patel	21,52,000
2.	VinodBhai Manibhai Patel	21,52,000
3.	Ghanshyam ArjanBhai Patel	17,19,600
4.	Vasant Vadilal Patel	12,89,400
5.	Kantilal Pachan Vadia	12,89,000
	Total	**86,02,000**

8. The Company thereafter allotted 40,000 Equity shares as Right Issue on August 22, 2022 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	ArvindBhai Manibhai Patel	10,000
2.	Subhash JayantiBhai Chhabhaiya	10,000
3.	ShaileshBhai ArjanBhai Patel	8,000
4.	Jitendra Vadilal Patel	6,000
5.	Dharmsi Pachna Patel	2,000
6.	Purushotam Narayan Patel	2,000
7.	Vasant Pachana Patel	2,000
	Total	**40,000**

9. The Company thereafter allotted 25,00,000 Equity shares as Preferential Allotment on August 21, 2023 the details of which is given below:

S. No.	Name of Person	No. of Shares Allotted
1.	Arvindkumar Manibhai Patel	1,25,000
2.	Subhash Jayantibhai Chhabhaiya	1,25,000
3.	Manoj Agarwal	1,25,000
4.	Shailesh bhai Arjanbhai Patel	1,00,000
5.	Adwait Artha LLP	1,00,000
6.	Manish Kumar	1,00,000
7.	Jagdish Prashad Sharma	1,00,000
8.	Kadayam Ramanathan Bharat	1,00,000
9.	Jitendra Vadilal Patel	75,000
10.	Dharamsi Pachan Patel	71,000
11.	Purushotam Narayan Patel	71,000
12.	Vasant Pachan Patel	71,000
13.	Pujan Chandrakant Patel	64,000
14.	Utsav Pramodkumar Shrivastav	50,000
15.	Payal Tandon Shrivastav	50,000
16.	Utsav Pramodkumar Shrivastav HUF	50,000
17.	Ramesh Govindbhai Patel	50,000
18.	Gordhanbhai GaguBhai Parmar	50,000
19.	Preeti Garg	50,000
20.	Chandan Garg	50,000
21.	Ankur Kumar Hasmukh Bhai Patel	45,000
22.	Vivek Kumar ChuniLal Patel	45,000
23.	MonaBen Ankur Kumar Patel	45,000
24.	Kalpeshkumar Lallubhai Patel	45,000

25.	Parth Ramanbhai Patel	40,000
26.	Dhirendra Kumar Siroya	40,000
27.	Hardik JayPrakash shah	40,000
28.	UpendraBhai RasikBhai Patel	38,000
29.	Nachiket Ramanbhai Patel	30,000
30.	Nikunj Kumar Laljibhai Patel	30,000
31.	Rushabhkumar Chetanbhai Patel	30,000
32.	Hemang Ghanshyambhai Patel	30,000
33.	Alkesh Kanubhai Patel	30,000
34.	Ankit Kantilal Patel	30,000
35.	Pragnesh Navinbhai Patel	30,000
36.	Yogesh Kumar DineshKumar Patel	30,000
37.	VIVIN Seccom LLP	30,000
38.	Pranav Dhirendrakumar Doshi	30,000
39.	DineshBhai KantiBhai Patel	25,000
40.	Paresh Kumar Ambalal Patel	25,000
41.	Utsav Kumar Harshad Bhai Patel	25,000
42.	Arpita Malav Patel	25,000
43.	Ajeet Modi	25,000
44.	Ketulkumar Rameshchandra Patel	20,000
45.	Swarnali Advisors Pvt Ltd	20,000
46.	Raghav Arvind Chaudhary	20,000
47.	Jignesh Amrutlal Thobhani	20,000
48.	Hemanshi Mukesh Gala	10,000
49.	Vinay Vijay Nagori	10,000
50.	Jitendra Mehta	10,000
51.	Sunny Modi	10,000
52.	Ritesh Kumar Gupta	10,000
53.	Parsekar Prasad	10,000
54.	Shalin Ashwin Shah	10,000
55.	Ajit Kumar	10,000
	Total	**25,00,000**

3. Shareholding of the Promoters of our Company

As on the date of this Red Herring Prospectus, our Promoters Nitin JasvantBhai Patel, VinodBhai Manibhai Patel, Ghanshyam ArjanBhai Patel and Vasant Vadilal Patel holds total 3228000, 3228000, 2579400 and 1934100 Equity Shares respectively representing 20.90% , 20.90% , 16.70% and 12.53% of the pre-issue paid up share capital of our Company.

Details of build-up of shareholding of the Promoters-

Date of Allotment / acquisition / transaction and when made fully paid up	Nature (Allotment/ transfer)	Number of Equity Shares	Face Value per Equity Share (in₹)	Issue/ Transfer price per Equity Share (in₹)	Consideration (cash/ other than cash)	Name of Transferor / Transferee
Mr. Nitin JasvantBhai Patel						
Subscription to MOA	Allotment	2,500	10	10	Cash	NA
On 30.06.2012	Preferential Allotment	1,00,000	10	50	Cash	NA

On 01.03.2013	Right Issue	1,68,000	10	30	Cash	NA
On 06.09.2013	Right Issue	4,20,000	10	30	Cash	NA
On 09.10.2013	Right Issue	50,500	10	30	Cash	NA
On 25.03.2015	Right Issue	3,35,000	10	30	Cash	NA
On 31.03.2022	Bonus Allotment	21,52,000	10	Nil	Consideration other than cash	NA
Total		**32,28,000**				
Mr. VinodBhai Manibhai Patel						
On 16.02.2017	Transfer	10,76,000	10	Nil	Consideration other than cash	Transfer by way of Gift from Mr. Manibhai KanjiBhai Patel
On 31.03.2022	Bonus Allotment	21,52,000	10	Nil	Consideration other than cash	NA
Total		**32,28,000**				
Mr. Ghanshyam ArjanBhai Patel						
Subscription to MOA	Allotment	2,000	10	10	Cash	NA
On 30.06.2012	Preferential Allotment	80,000	10	50	Cash	NA
On 01.03.2013	Right Issue	4,58,000	10	30	Cash	NA
On 09.10.2013	Right Issue	52,800	10	30	Cash	NA
On 25.03.2015	Right Issue	2,67,000	10	30	Cash	NA
On 31.03.2022	Bonus Allotment	17,19,600	10	Nil	Consideration other cash	NA
Total		**25,79,400**				
Mr. Vasant Vadilal Patel						
Subscription to MOA	Allotment	1,500	10	10	Cash	NA
On 30.06.2012	Preferential Allotment	60,000	10	50	Cash	NA
On 01.03.2013	Right Issue	1,68,000	10	30	Cash	NA
On 06.09.2013	Right Issue	1,66,500	10	30	Cash	NA
On 09.10.2013	Right Issue	48,700	10	30	Cash	NA
On 25.03.2015	Right Issue	2,00,000	10	30	Cash	NA
On 31.03.2022	Bonus Allotment	12,89,400	10	Nil	Consideration other than Cash	NA
Total		**19,34,100**				

Note – *All the Equity Shares held by our Promoters were fully paid-up on the respective dates of acquisition of such Equity Shares.*

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3. Our shareholding Pattern

a) **The table below represents the shareholding pattern of our Company as per Regulation 31 of the SEBI (LODR) Regulations, 2015, as on the date of this Red Herring Prospectus**

Category Code	*Category of shareholder*	*No. of share holder*	*No. of fully paid-up equity shares held*	*No. of Partly paid-up Equity shareshold*	*No. of shares underlying Depository Receipts*	*Total nos. shares held*	*Share holding as a % of total no. of shares (calculated as perSCRR, 1957) As a % of (A+B+C2)*	*Number of Voting Rights held ineach class of securities**				*No. of Shares Underlying Outstanding convertible securities (Including Warrants)*	*Shareholding,as a % assuming full conversion of convertible securities (Asa percentage of diluted share Capital)As a % of (A+B+C2)*	*Number of locked in Shares*		*Number of Shares pledged or otherwise encumbered*		*Number of shares held in dematerialized form*
								No. of Voting Rights			*Total asa % of (A+B+C)*			*No. (a)*	*As a % of total shar e s held (B)*	*No. (a)*	*As a % of total shar e s held (B)*	
								Class X	*Class Y*	*Total*								
I	*II*	*III*	*IV*	*V*	*VI*	*VII= IV+V+V I*	*VIII*	*IX*				*X*	*XI=VII+X*	*XII*		*XIII*		*XIV*
(A)	Promoters and Promoter Group	7	1,12,93,500	-	-	1,12,93,500	73.13%	1,12,93,500		1,12,93,500	73.13%	-	-	-	-	-	-	1,12,93,500
(B)	Public	53	41,49,500	-	-	41,49,500	26.87%	41,49,500	-	41,49,500	26.87%	-	-	-	-	-	-	41,49,500
(C)	Non-Promoter-Non-Public	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
(1)	Shares underlying DRs	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

(2)	Shares held by Employee Trusts	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	Total	**60**	**1,54,43,000**	**-**	**-**	**1,54,43,000**	**100%**	**1,54,43,000**	**-**	**1,54,43,000**	**100%**	**-**	**-**	**-**	**-**	**-**	**-**	**1,54,43,000**

***As on the date of this Red Herring Prospectus 1 Equity Shares holds 1 vote.*

Note:

- *In terms of SEBI circular bearing No. CIR/ISD/3/2011 dated June 17, 2011 and SEBI circular bearing No. SEBI/CIR/ISD/ 05 /2011, dated September 30, 2011, the Equity Shares held by the Promoters/Promoters Group Entities and 50% of the Equity Shares held by the public shareholders, shall be dematerialized. Accordingly, all the existing equity shares of the Company will be in dematerialized form at the time of listing of shares.*
- *PAN of the Shareholders will be provided by our Company prior to Listing of Equity Share on the Stock Exchange.*
- *Our Company will file the shareholding pattern of our Company, in the form prescribed under Regulation 31 of the SEBI (LODR) Regulations, 2015, one day prior to the listing of the equity shares. The shareholding pattern will be uploaded on the website of NSE Emerge before commencement of trading of such Equity Shares.*

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5. As on the date of this Red Herring Prospectus, there are no partly paid-up shares/outstanding convertible securities/warrants in our Company

6. **Following are the details of the holding of securities of persons belonging to the category "Promoter and Promoter Group" and public before and after the Issue:**

S. No.	Name of shareholders	Pre-issue		Post-issue	
		No. of equity Shares	As a % of Issued Capital	No. of Equity shares	As a % of Issued Capital
Promoters					
1	Nitin JasvantBhai Patel	32,28,000	20.90	32,28,000	15.34
2	VinodBhai ManiBhai Patel	32,28,000	20.90	32,28,000	15.34
3	Ghanshyam ArjanBhai Patel	25,79,400	16.70	25,79,400	12.26
4	Vasant Vadilal Patel	19,34,100	12.53	19,34,100	9.19
Total – A		**1,09,69,500**	**71.03**	**1,09,69,500**	**52.13**
Promoter Group					
5	ArvindBhai ManiBhai Patel	1,35,000	0.87	1,35,000	0.64
6	Shailesh Bhai ArjanBhai Patel	1,08,000	0.70	1,08,000	0.51
7	Jitendra Vadilal Patel	81,000	0.53	81,000	0.39
Total – B		**3,24,000**	**2.10**	**3,54,000**	**1.54**
Public					
8	Existing Shareholders	41,49,500	26.87	41,49,500	19.72
9	IPO	-	-	56,00,000	26.61
Total – C		**41,49,500**	**26.87**	**97,49,500**	**46.33**
Grand Total (A+B+C)		**1,54,43,000**	**100.00**	**2,10,43,000**	**100.00**

7. The average cost of acquisition of or subscription to Equity Shares by our Promoter is set forth in the table below:

Name of the Promoter and Promoter Group	No. of Shares held*	Average cost of Acquisition (in₹)
Mr. Nitin JasvantBhai Patel	32,28,000	10.60
Mr. VinodBhai ManiBhai Patel	32,28,000	0.00#
Mr. Ghanshyam ArjanBhai Patel	25,79,400	10.60
Mr. Vasant Vadilal Patel	19,34,100	10.60

**Only the shares acquired are considered.*

 # 10,76,000/- Equity Shares held by Manibhai Kanjibhai Patel has been transferred in name of Vinodbhai Manibhai Patel via Gift Deed dated February 16, 2017. Considering the amount paid by Manibhai Kanjibhai Patel for acquisition of the given shared and Bonus shares issued by company on 31/03/2022, average cost of acquisition for Manibhai Kanjibhai Patel / Vinodbhai Manibhai Patel also works out to Rs. 10.60 Per Share.

8. **Details of Major Shareholders:**

A. List of Shareholders holding 1.00% or more of the Paid-up Capital of the Company as on date of this Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held	% of Paid-up Capital
1.	Nitin JasvantBhai Patel	32,28,000	20.90
2.	VinodBhai ManiBhai Patel	32,28,000	20.90
3.	Ghanshyam ArjanBhai Patel	25,79,400	16.70
4.	Vasant Vadilal Patel	19,34,100	12.53
5.	Kantilal Pachan Vadia	19,33,500	12.53
	Total	**1,29,03,000**	**83.56**

B. List of Shareholders holding 1.00% or more of the Paid-up Capital of the Company as on date ten days prior to the date of the Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held	% of Paid-up Capital
1.	Nitin JasvantBhai Patel	32,28,000	20.90
2.	VinodBhai ManiBhai Patel	32,28,000	20.90
3.	Ghanshyam ArjanBhai Patel	25,79,400	16.70
4.	Vasant Vadilal Patel	19,34,100	12.53
5.	Kantilal Pachan Vadia	19,33,500	12.53
	Total	**1,29,03,000**	**83.56**

C. List of Shareholders holding 1.00% or more of the Paid-up Capital of the Company as on date one year prior to the date of this Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity shares held	% of Paid-up Capital
1.	Nitin JasvantBhai Patel	32,28,000	24.94
2.	VinodBhai ManiBhai Patel	32,28,000	24.94
3.	Ghanshyam ArjanBhai Patel	25,79,400	19.93
4.	Vasant Vadilal Patel	19,34,100	14.94
5.	Kantilal Pachan Vadia	19,33,500	14.94
	Total	**1,29,03,000**	**99.69**

D. List of Shareholders holding 1.00% or more of the Paid-up Capital of the Company as on date two years prior to the date of this Red Herring Prospectus:

Sr. No.	Name of shareholders	No. of Equity Shares held	% of Paid up Capital
1.	Nitin JasvantBhai Patel	10,76,000	25.02
2.	VinodBhai ManiBhai Patel	10,76,000	25.02
3.	Ghanshyam ArjanBhai Patel	8,59,800	19.99
4.	Vasant Vadilal Patel	6,44,700	14.99
5.	Kantilal Pachan Vadia	6,44,500	14.98
	Total	**43,01,000**	**100.00**

9. The Company has not issued any convertible instruments like warrants, debentures etc. since its incorporation and there are no outstanding convertible instruments as on date of this Red Herring Prospectus.

10. Our Company has not issued any Equity Shares out of revaluation reserve or reserves without accrual of cash resources.

11. Our Company has not issued any Equity Shares during a period of one year preceding the date of this Red Herring Prospectus at a price lower than the Issue Price, except as following:

Preferential Issue: 25,00,000 Equity Shares

S. No.	Name of Shareholders	No. of Shares Allotted	FaceValue (Rs.)	IssuePrice (Rs.)	Date of Allotment	Reason for Allotment
1.	Arvindkumar Manibhai Patel	1,25,000	10	50	August 21, 2023	Preferential Allotment
2.	Subhash Jayantibhai Chhabhaiya	1,25,000	10	50	August 21, 2023	Preferential Allotment
3.	Manoj Agarwal	1,25,000	10	50	August 21, 2023	Preferential Allotment
4.	Shailesh bhai Arjanbhai Patel	1,00,000	10	50	August 21, 2023	Preferential Allotment

5.	Adwait Artha LLP	1,00,000	10	50	August 21, 2023	Preferential Allotment
6.	Manish Kumar	1,00,000	10	50	August 21, 2023	Preferential Allotment
7.	Jagdish Prashad Sharma	1,00,000	10	50	August 21, 2023	Preferential Allotment
8.	Kadayam Ramanathan Bharat	1,00,000	10	50	August 21, 2023	Preferential Allotment
9.	Jitendra Vadilal Patel	75,000	10	50	August 21, 2023	Preferential Allotment
10.	Dharamsi Pachan Patel	71,000	10	50	August 21, 2023	Preferential Allotment
11.	Purushotam Narayan Patel	71,000	10	50	August 21, 2023	Preferential Allotment
12.	Vasant Pachan Patel	71,000	10	50	August 21, 2023	Preferential Allotment
13.	Pujan Chandrakant Patel	64,000	10	50	August 21, 2023	Preferential Allotment
14.	Utsav Pramodkumar Shrivastav	50,000	10	50	August 21, 2023	Preferential Allotment
15.	Payal Tandon Shrivastav	50,000	10	50	August 21, 2023	Preferential Allotment
16.	Utsav Pramodkumar Shrivastav HUF	50,000	10	50	August 21, 2023	Preferential Allotment
17.	Ramesh Govindbhai Patel	50,000	10	50	August 21, 2023	Preferential Allotment
18.	Gordhanbhai GaguBhai Parmar	50,000	10	50	August 21, 2023	Preferential Allotment
19.	Preeti Garg	50,000	10	50	August 21, 2023	Preferential Allotment
20.	Chandan Garg	50,000	10	50	August 21, 2023	Preferential Allotment
21.	Ankur Kumar Hasmukh Bhai Patel	45,000	10	50	August 21, 2023	Preferential Allotment
22.	Vivek Kumar ChuniLal Patel	45,000	10	50	August 21, 2023	Preferential Allotment
23.	MonaBen Ankur Kumar Patel	45,000	10	50	August 21, 2023	Preferential Allotment
24.	Kalpeshkumar Lallubhai Patel	45,000	10	50	August 21, 2023	Preferential Allotment
25.	Parth Ramanbhai Patel	40,000	10	50	August 21, 2023	Preferential Allotment
26.	Dhirendra Kumar Siroya	40,000	10	50	August 21, 2023	Preferential Allotment
27.	Hardik JayPrakash shah	40,000	10	50	August 21, 2023	Preferential Allotment
28.	UpendraBhai RasikBhai Patel	38,000	10	50	August 21, 2023	Preferential Allotment
29.	Nachiket Ramanbhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment
30.	Nikunj Kumar Laljibhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment
31.	Rushabhkumar Chetanbhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment
32.	Hemang Ghanshyambhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment

33.	Alkesh Kanubhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment
34.	Ankit Kantilal Patel	30,000	10	50	August 21, 2023	Preferential Allotment
35.	Pragnesh Navinbhai Patel	30,000	10	50	August 21, 2023	Preferential Allotment
36.	Yogesh Kumar DineshKumar Patel	30,000	10	50	August 21, 2023	Preferential Allotment
37.	VIVIN Seccom LLP	30,000	10	50	August 21, 2023	Preferential Allotment
38.	Pranav Dhirendrakumar Doshi	30,000	10	50	August 21, 2023	Preferential Allotment
39.	DineshBhai KantiBhai Patel	25,000	10	50	August 21, 2023	Preferential Allotment
40.	Paresh Kumar Ambalal Patel	25,000	10	50	August 21, 2023	Preferential Allotment
41.	Utsav Kumar Harshad Bhai Patel	25,000	10	50	August 21, 2023	Preferential Allotment
42.	Arpita Malav Patel	25,000	10	50	August 21, 2023	Preferential Allotment
43.	Ajeet Modi	25,000	10	50	August 21, 2023	Preferential Allotment
44.	Ketulkumar Rameshchandra Patel	20,000	10	50	August 21, 2023	Preferential Allotment
45.	Swarnali Advisors Pvt Ltd	20,000	10	50	August 21, 2023	Preferential Allotment
46.	Raghav Arvind Chaudhary	20,000	10	50	August 21, 2023	Preferential Allotment
47.	Jignesh Amrutlal Thobhani	20,000	10	50	August 21, 2023	Preferential Allotment
48.	Hemanshi Mukesh Gala	10,000	10	50	August 21, 2023	Preferential Allotment
49.	Vinay Vijay Nagori	10,000	10	50	August 21, 2023	Preferential Allotment
50.	Jitendra Mehta	10,000	10	50	August 21, 2023	Preferential Allotment
51.	Sunny Modi	10,000	10	50	August 21, 2023	Preferential Allotment
52.	Ritesh Kumar Gupta	10,000	10	50	August 21, 2023	Preferential Allotment
53.	Parsekar Prasad	10,000	10	50	August 21, 2023	Preferential Allotment
54.	Shalin Ashwin Shah	10,000	10	50	August 21, 2023	Preferential Allotment
55.	Ajit Kumar	10,000	10	50	August 21, 2023	Preferential Allotment
	Total	**25,00,000**				

12. There will be no further issue of capital, whether by way of issue of bonus shares, preferential allotment, rights issue or in any other manner during the period commencing from the date of this Red Herring Prospectus until the Equity Shares have been listed. Further, our Company presently does not have any intention or proposal to alter our capital structure for a period of six months from the date of opening of this Issue, by way of split / consolidation of the denomination of Equity Shares or further issue of Equity Shares (including issue of securities convertible into exchangeable, directly or indirectly, for our Equity Shares) whether preferential or otherwise, except that if we enter into acquisition(s) or joint venture(s), expansion of business, we may consider additional capital to fund such activities or to use Equity Shares as a currency for acquisition or participation in such joint

ventures.

13. We have **60 (Sixty)** shareholders as on the date of filing of this Red Herring Prospectus.

14. As on the date of this Red Herring Prospectus, our Promoter and Promoters Group hold total 1,12,93,500 Equity Shares representing 73.13% of the pre-issue paid up share capital of our Company.

15. None of our Promoters, their relatives and associates, persons in Promoter Group or the directors of the Company which is a promoter of the Company and/or the Directors of the Company have purchased or sold any securities of our Company during the past six months immediately preceding the date of filing this Red Herring Prospectus. Except Mr. Jagdish Prasad Sharma who is the immediate relative of Mr. Kulbhushan Parashar, is holding 100,000 equity shares, 0.65% of the existing capital and this holding will reduce to 0.48% post listing of shares.

16. The members of the Promoters Group, our directors and the relatives of our directors have not 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 six months immediately preceding the date of filing this Red Herring Prospectus.

17. Details of Promoter's Contribution locked in for three years:

As per Sub-Regulation (1) of Regulation 236 of the SEBI (ICDR) Regulations, 2018, an aggregate of 20.00% of the post- Issue Capital shall be considered as Promoter 's Contribution.

Our Promoters have granted consent to include such number of Equity Shares held by them as may constitute 20.00% of the post-issue Equity Share Capital of our Company as Promoters Contribution and have agreed not to sell or transfer or pledge or otherwise dispose of in any manner, the Promoters Contribution from the date of filing of this Red Herring Prospectus until the completion of the lock-in period specified above.

In terms of clause (a) of Regulation 238 of the SEBI (ICDR) Regulations, 2018, Minimum Promoters" Contribution as mentioned above shall be locked-in for a period of three years from the date of commencement of commercial production or date of allotment in the Initial Public Offer, whichever is later.

Explanation: The expression "date of commencement of commercial production" means the last date of the month in which commercial production of the project in respect of which the funds raised are proposed to be utilised as stated in the offer document, is expected to commence.

We further confirm that Minimum Promoters Contribution of 20.00% of the post issue paid-up Equity Shares Capital does not include any contribution from Alternative Investment Fund.

The Minimum Promoters Contribution has been brought into to the extent of not less than the specified minimum lot and has been contributed by the persons defined as Promoters under the SEBI (ICDR) Regulations, 2018.

The lock-in of the Minimum Promoters Contribution will be created as per applicable regulations and procedure and details of the same shall also be provided to the Stock Exchange before listing of the Equity Shares.

As on date of this Red Herring Prospectus there are no equity shares held by our Promoter and Promoter Group which are under lock in.

We confirm that the minimum Promoters contribution of 20.00% which is subject to lock-in for three years does not consist of:

a) Equity Shares acquired during the preceding three years for consideration other than cash and revaluation of assets or capitalisation of intangible assets;
b) Equity Shares acquired during the preceding three years resulting from a bonus issue by utilisation of revaluation reserves or unrealised profits of the issuer or from bonus issue against equity shares which are ineligible for minimum Promoters' contribution;
c) Equity Shares acquired by Promoters during the preceding one year at a price lower than the Issue Price;
d) The Equity Shares held by the Promoters and offered for minimum 20% Promoters Contribution are not subject to any pledge.
e) Equity Shares for which specific written consent has not been obtained from the shareholders for inclusion of their subscription in the minimum Promoters' Contribution subject to lock-in.

In terms of Regulation 241 of the SEBI (ICDR) Regulations, 2018, our Company confirms that certificates of Equity

Shares which are subject to lock in shall contain the inscription —Non-Transferable and specify the lock-in period and in case such equity shares are dematerialized, the Company shall ensure that the lock in is recorded by the Depository.

Equity Shares locked-in for three years

The details of Lock-in Period of existing pre- IPO capital of promoters for 3 years are as follows:

Sr. No.	Category	No. of Shares	Lock-in Period
1.	Nitin JasvantBhai Patel	12,38,591	3 Years
2.	VinodBhai ManiBhai Patel	12,38,591	3 Years
3.	Ghanshyam ArjanBhai Patel	9,89,442	3 Years
4.	Vasant Vadilal Patel	7,41,976	3 Years
	Total	**42,08,600**	

Equity Shares locked-in for one year

The details of Lock-in Period of existing pre- IPO capital of Promoter, Promoter Group or Public are as follows:

Sr. No.	Category	No. of Shares	Lock-in Period
1.	Promoter	67,60,900	1 Year
2.	Promoter Group	3,24,000	1 Year
3.	Public	41,49,500	1 Year
	Total	**1,12,34,400**	

Further, such lock-in of the Equity Shares would be created as per the bye laws of the Depositories.

Pledge of Locked in Equity Shares:

In terms of Regulation 242 of the SEBI (ICDR) Regulations, 2018, the locked-in Equity Shares held by our Promoters can be pledged only with any scheduled commercial banks or public financial institutions as collateral security for loans granted by such banks or financial institutions, subject to the following:

- In case of Minimum Promoters' Contribution, the loan has been granted to the issuer company or its subsidiary (ies)for the purpose of financing one or more of the Objects of the Issue and pledge of equity shares is one of the terms of sanction of the loan.
- In case of Equity Shares held by Promoters in excess of Minimum Promoters' contribution, the pledge of equity shares is one of the terms of sanction of the loan.

Further, lock in shall continue pursuant to the invocation of the pledge and such transferee shall not be eligible to transfer the equity shares till the lock in period stipulated has expired.

However, the Equity Shares held by the Promoters of the Company are not under any Pledge.

Transferability of Locked in Equity Shares:

In terms of Regulation 243 of the SEBI (ICDR) Regulations, 2018 and subject to provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as applicable:

- The Equity Shares held by our Promoters and locked in as per Regulation 238 of the SEBI (ICDR) Regulations, 2018 may be transferred to another Promoters or any person of the Promoters' Group or to a new promoter(s) or personsin control of our Company, subject to continuation of lock-in for the remaining period with transferee and such transferee shall not be eligible to transfer them till the lock-in period stipulated has expired.

- The equity shares held by persons other than promoters and locked in as per Regulation 239 of the SEBI (ICDR) Regulations, 2018 may be transferred to any other person (including Promoter and Promoters' Group) holding the

equity shares which are locked-in along with the equity shares proposed to be transferred, subject to continuation oflock-in for the remaining period with transferee and such transferee shall not be eligible to transfer them till the lock- in period stipulated has expired.

18. Our Company, our Promoters, our Directors and the Lead Manager to this Offer have not entered into any buy-back, standby or similar arrangements with any person for purchase of our Equity Shares from any person.

19. Our Company has not issued any shares for consideration other than cash or out of revaluation of reserves since inception, although our company has issued Bonus Shares out of Free reserve or Securities Premium reserve only, details of which are as follows: -

Sr. No.	Name of shareholders	No. of Shares Allotted	Face Value (Rs.)	IssuePrice (Rs.)	Date of Allotment	Reason for Allotment
1.	Nitin JasvantBhai Patel	21,52,000	10	-	March 31, 2022	Bonus
2.	VinodBhai Manibhai Patel	21,52,000	10	-	March 31, 2022	Bonus
3.	Ghanshyam ArjanBhai Patel	17,19,600	10	-	March 31, 2022	Bonus
4.	Vasant Vadilal Patel	12,89,400	10	-	March 31, 2022	Bonus
5.	Kantilal Pachan Vadia	12,89,000	10	-	March 31, 2022	Bonus
	Total	**86,02,000**				

20. Our Company has not allotted any Equity Shares pursuant to any scheme approved under Sections 230 to 234 of the Companies Act, 2013.

21. Our Company has not re-valued its assets since inception and has not issued any Equity Shares (including bonus shares) by capitalizing any revaluation reserves

22. Our Company does not have any Employee Stock Option Scheme / Employee Stock Purchase Scheme for our employees and we do not intend to allot any shares to our employees under Employee Stock Option Scheme / Employee Stock Purchase Scheme from the proposed issue. As and when, options are granted to our employees under the Employee StockOption Scheme, our Company shall comply with the SEBI (Share Based Employee Benefits) Regulations, 2014.

23. There are no safety net arrangements for this public Offer.

24. An oversubscription to the extent of 10% of the Net Offer can be retained for the purposes of rounding off to the minimum allotment lot, while finalizing the Basis of Allotment.

25. As on the date of filing of this Red Herring Prospectus, there are no outstanding warrants, options or rights to convert debentures, loans or other financial instruments into our Equity Shares.

26. All the Equity Shares of our Company are fully paid up as on the date of this Red Herring Prospectus. Further, since the entire money in respect of the Offer is being called on application, all the successful applicants will be allotted fully paid-up equity shares.

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

28. There is no -Buyback, -Standby, or similar arrangement by our Company/Promoters/Directors/Lead Manager for purchase of Equity Shares issued / offered through this Red Herring Prospectus.

29. As on the date of this Draft Red Herring Prospectus, none of the shares held by our Promoters/ Promoter Group are pledged with any financial institutions or banks or any third party as security for repayment of loans.

30. Investors may note that in case of over-subscription, the allocation in the Issue shall be as per the requirements ofRegulation 253 of SEBI (ICDR) Regulations, as amended from time to time.

31. Under subscription, if any, in any category, shall be met with spill-over from any other category or combination ofcategories at the discretion of our Company, in consultation with the Lead Manager and NSE.

32. The Issue is being made through Book Building Method.

33. Lead Manager to the Issue viz. Corporate CapitalVentures Private Limited and its associates do not hold any Equity Shares of our Company.

34. Our Company has not raised any bridge loan against the proceeds of this Issue.

35. Our Company undertakes that at any given time, there shall be only one denomination for our Equity Shares, unless otherwise permitted by law.

36. Our Company shall comply with such accounting and disclosure norms as specified by SEBI from time to time.

37. An Applicant cannot make an application for more than the number of Equity Shares being Issued/Offered through this fixed subject to the maximum limit of investment prescribed under relevant laws applicable to each category of investors.

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

39. Our Promoters and the members of our Promoter Group will not participate in this Issue.

40. Our Company has not made any public issue since its incorporation.

41. Our Company shall ensure that transactions in the Equity Shares by the Promoters and the Promoter Group between the date of filing the Red Herring Prospectus and the Offer Closing Date shall be reported to the Stock Exchange withintwenty-four hours of such transaction.

42. For the details of transactions by our Company with our Promoter Group, Group Companies during the last three Fiscals i.e., 2021, 2022 and 2023 & period ended on June 30, 2023 please refer to paragraph titled -*Related Party Transaction* in the chapter titled*, "Financial Information"* beginning on page number 198 of this Red Herring Prospectus.

    None of our Directors or Key Managerial Personnel holds Equity Shares in our Company, except as stated in the chapter titled -*Our Management* beginning on page 159.

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SECTION VII: PARTICULARS OF THE ISSUE

OBJECTS OF THE ISSUE

We believe that listing will give more visibility and enhance corporate image of our Company. We also believe that our Company and shareholders will receive the benefits from listing of Equity Shares on the Emerge platform of NSE. It will also provide liquidity to the existing shareholders and will also create a public trading market for the Equity Shares of our Company.

The Issue includes a fresh Issue of 56,00,000 Equity Shares our Company at an Issue Price of ₹ [●] per Equity Share.

Fresh Issue

The details of the proceeds of the Fresh Issue are summarized below:

(₹ in lakhs)

Particulars	**Amount**
Gross Proceeds from the Fresh Issue	**[●]**
Less: Issue related expenses	**[●]**
Net Proceeds of the Fresh Issue	**[●]**

Requirement of Funds

Our Company intends to utilize the Net Fresh Issue Proceeds for the following Objects ("Objects of the Issue"):

1) **To Set up plant at Navagam Kheda for manufacturing Croscarmellose Sodium ("CCS"), Sodium Starch Glycolate and Carboxymethylcellulose (CMC); and**
2) **General Corporate Expenses.**

The main object clause of Memorandum of Association of our Company enables us to undertake the activities for which the funds are being raised by us through the Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the object clause of our Memorandum of Association. For the main objects clause of our Memorandum of Association, see *"History and Certain Corporate Matters"* on page 153.

Utilization of Net Proceeds: We intend to utilize the proposed net proceeds in the manner set forth below:

(₹ in Lakhs)

Particulars	**Amount**
1. Funding of Capital Expenditure Requirements To Set up plant at Navagam Kheda for manufacturing Croscarmellose Sodium ("CCS"), Sodium Starch Glycolate and Carboxymethylcellulose (CMC)	**5439.38**
2. General Corporate Expenses*	**[●]**
Total	**[●]**

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

Since, the entire fund requirement of the objects detailed above are intended to be funded from the Net Proceeds. In view of the above, we confirm that the firm arrangements of finance under Regulation 230(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amounts to be raised through the proposed Issue is not applicable.

SCHEDULE OF IMPLEMENTATION OF THE OBJECTS AND PROGRESS

Following is the tentative schedule, where we expect to invest the proceeds of the issue:

(Rs.in Lacs)

Sr. No.	**Particulars**	**Amount to be financed from Net Proceeds**	**Amount already incurred as on September 30,2023**	**Estimated Utilization of Net Proceeds in F. Y. 2023-24**	**Estimated Utilization of Net Proceeds in F. Y. 2024-25**
1.	**Funding of Capital Expenditure Requirements**				

To Set up new plant at Navagam Kheda for manufacturing Croscarmellose Sodium ("CCS"), Sodium Starch Glycolate and Carboxymethylcellulose (CMC).		₹ 5,439.38	-	₹ 4,839.38	₹ 600.00
2.	**General Corporate Expenses**	**[●]**	**[●]**	**[●]**	**[●]**
Total		**[●]**	**[●]**	**[●]**	**[●]**

Particulars	**New Plant**	
	Estimated month of	
	Commencement	**Completion**
Land Acquisition	August, 2023	November, 2023
Land Development	November, 2023	January, 2024
Civil Works		
i) Factory Building	January, 2024	February, 2025
iii) Other Civil Structure & Machinery Foundation	January, 2024	February, 2025
Arrangement of Power	August, 24	January, 25
Arrangement of Water	December, 2023	December, 2023
Order of P&M, Equipment	March, 2024	September, 2024
Electrification & Installation	November, 2024	December-24 to January 25
Trial run/ validation	February, 2025	February, 25
Commercial production	March, 2025	March, 2025

The fund requirements mentioned above are based on internal management estimates of our Company and have not been verified by the lead managers or appraised by any bank, financial institution or any other external agency. They are based on current circumstances of our business and our Company may have to revise its estimates from time to time on account of various factors beyond its control, such as market conditions, competitive environment, cost of commodities and interest or exchange rate fluctuations. Consequently, the fund requirements of our Company are subject to revisions in the future at the discretion of the management. In the event of any shortfall of funds for the activities proposed to be financed out of the issue proceeds as stated above, our Company may re-allocate the issue proceeds to the activities where such shortfall has arisen, subject to compliance with applicable laws. Further, in case of a shortfall in the issue proceeds or cost overruns, our management may explore a range of options including utilizing our internal accruals or seeking debt financing.

To the extent our Company is unable to utilize any portion of the Net Proceeds towards the Object, as per the estimated schedule of deployment specified above; Our Company shall deploy the Net Proceeds in the subsequent Financial Years towards the Object. In case of variations in the actual utilisation of funds earmarked for the purpose set forth or shortfall in the Net Proceeds or delay in raising funds through the IPO, increased fund requirements for a particular purpose may be financed from our internal accruals and/ or debt financing, as required. If the actual utilisation towards any of the objects is lower than the proposed deployment, such balance will be used for funding other objects as mentioned above or towards general corporate purposes to the extent that the total amount to be utilised towards general corporate purposes will not exceed 25% of the Gross Proceeds from the Issue in accordance with the SEBI ICDR Regulations. However, we confirm that no bridge financing has been availed as on date, which is subject to being repaid from the Issue Proceeds. We further confirm that no part of the Issue Proceed shall be utilized for repayment of any part of outstanding unsecured loan as on date of filing the Red Herring Prospectus. For further details on the risks involved in our business plans and executing our business strategies, please see the section titled "Risk Factors" beginning on page no. 29.

DETAILS OF THE OBJECTS OF THE ISSUE

1. To Set up plant at Navagam Kheda for manufacturing Croscarmellose Sodium ("CCS"), Sodium Starch Glycolate and Carboxymethylcellulose (CMC).

Our company currently operates two state-of-art manufacturing facilities located in Pirana (Unit -I) and Dahej SEZ (Unit -II), which are dedicated facilities for the production of Microcrystalline Cellulose **("MCC")**. However, we foresee an increase in demand for Croscarmellose Sodium ("CCS"), Sodium Starch Glycolate ("SSG") and Carboxymethylcellulose (CMC) within the market where we operate. To capture the rising demand, our Company is planning to set up a new plant at Navagam, Kheda.

As Unit-1 & Unit-2 are dedicated facility for Microcrystalline Cellulose, so there is requirement for new plant to accommodate the production of CCS, CMC and SSG. Hence Unit-3 is proposed for New Products. These products involve solvent-based processes that cannot be accommodated within Unit-1 and Unit-2, therefore, we are planning to establish a new manufacturing plant in Navagam, Kheda.

Currently, to fulfill the demands of CCS in the market, we are procuring CMC from suppliers and then proceed with the cross-linking of CMC to produce CCS which involves a drying and sieving process. However, to enhance our operational profitability and efficiency, we intend to pursue a strategy of backward integration which involves setting up a new facility to internally manufacture CMC, which will enable us to enjoy higher profit margins by eliminating the need to source raw materials externally. We will sell all three products individually in the market. Additionally, CMC will be used as a raw material for the CCS production while also being offered for individual sales.

Our total installed capacity from the existing two facilities is 8,000 metric tonnes per annum and with our ongoing capex, we intend to add 2400 metric tonnes which make the total capacity of our company as 10,400 metric tonnes per annum. It also enables us to deliver products that are specifically tailored to customer needs and help us in entering into untapped regions.

For the setting up of the plant, amount for the acquisition of this plant is made by the company out of the internal accruals and net proceeds is proposed to be utilized towards the capital expenditure for the Civil and structural works, Electricals and fittings and for the purchase of machinery and utilities.

Location of the New Facility

The new facility will be set up at Survey No. 1887-1889 Paiki Village Paldi-Nayka of Tal & Dist: - Kheda which covers an area of 33,173 Sq. Mtrs with the expected installed capacity of 200 MT Per month.

Ownership of the Land

For the new facility at Navagam Kheda, our company has executed agreement to sale on October 16, 2023 between the Company and M/s Jashoda Developers. Through this agreement, the company has acquired land for a total consideration of Rs. 3,48,32,000 from M/s Jashoda Developers who was the absolute owner of the said property. As on date, company has paid only the earnest money of Rs. 1,05,30,303 to the Seller. The balance amount i.e. 2,43,01,697 will be paid by our company within 90 days from date of the execution of this agreement. The consideration for the acquisition of this plant is made by the company out of the internal accruals.

Advantages of New Plant

There will be ease of operations and increase in profit margins of the company, by enabling in house CMC manufacturing which will help us to streamline the entire process from CMC production to crosslinking CMC to manufacture CCS. Further, the Plant is best located in terms of infrastructure facilities which is just 30 km away from Ahmedabad on National Highway No. 8, Ahmedabad-Mumbai and is well connected with Rail, Road and Air.

Also, the power from Local state Government supply is continuously available without any interruption and a number of manufacturing plants are already operating in the vicinity of our proposed plant location which shall enable us to arrange required skilled, semiskilled and unskilled labor easily at competitive rates. Even Water supply from Government with Narmada canal supply and water from own borewell is easily available.

The tentative capital expenditure for the above Project/ Manufacturing facility are as follows:

(Amt in Lakhs)

Sr. No.	Specifications	Total Estimated cost
1.	Civil and structural works	1695.60
2.	Electricals and fittings	375.00
3.	Machinery and Utilities	3368.78
Total Estimated Project Cost		**5439.38**

Tentative Cost Bifurcation of Civil and structural works

Civil Work				
Description	**Quantity**	**Unit of measurement**	**Estimated Rate (Rs)**	**Estimated Amount (Rs)**
Structure (Production Area) (G+2)/Including Wall, Elevation, Finishing Etc	5000	Sq. Mtr.	10,000	5,00,00,000
Structure (Utility Building + Boiler House + Security Cabin + Chemical Store)	2500	Sq. Mtr.	9,000	2,25,00,000
Structure (Outside Area)/Including Wall, Elevation, Finishing Etc.	1	Lot	50,00,000	50,00,000
Plot Development	1	Lot	2,00,00,000	2,00,00,000
RCC Road Construction	1	Lot	1,35,00,000	1,35,00,000
Landscape Planning	1	Lot	50,00,000	50,00,000
Roof	1	Lot	1,20,00,000	1,20,00,000
Compound wall	1000	Sq. Mtr.	8,000	80,00,000
Window	200	Sq. Mtr.	4,000	8,00,000
Total (A)				**13,68,00,000**
Clean room panel (CRP)				
Partition Panel (80 mm Thick)	500	Sq. Mtr.	5,500.00	27,50,000.00
Partition Panel (50 mm Thick)	1500	Sq. Mtr.	4,500.00	67,50,000.00
Walkable False Ceiling (50 mm Thick)	1000	Sq. Mtr.	4,500.00	45,00,000.00
Non Walkable False Ceiling	1500	Sq. Mtr.	1,500.00	22,50,000.00
View Panel	150	Nos	7,500.00	11,25,000.00
Single Leaf Door	10	Nos	25,000.00	2,50,000.00
Double Leaf Door	30	Nos	32,000.00	9,60,000.00
Coving	1200	RMtr.	600.00	7,20,000.00
Pu Flooring	100	Sq. Mtr.	1,800.00	1,80,000.00
Misc. Item	1	Lot	5,00,000.00	5,00,000.00
Total (B)				**1,99,85,000.00**
Heating ventilation and air conditioning work				
Description	**Quantity**	**Unit of measurement**	**Estimated Rate (Rs)**	**Estimated Amount (Rs)**
Air Handling Unit	2	Nos	10,00,000.00	20,00,000.00
Ventilation Unit	8	Nos	500,000.00	40,00,000.00
AHU / FDV Panel	10	Nos	75,000.00	750,000.00
VFD	10	Nos	55,000.00	5,50,000.00
Duct with Insulation	1	Nos	30,00,000.00	3,000,000.00
HEPA	25	Nos	25,000.00	6,25,000.00
Diffuser	50	Nos	6,500.00	3,25,000.00
Riser	35	Nos	15,000.00	5,25,000.00
Mag Gauge/T-RH Sen/Velo. Sen/Misc.	1	Nos	10,00,000.00	10,00,000.00
Total (C)				**1,27,75,000.00**
Grand Total (A+B+C)				**169,560,000.00**

TENTATIVE COST BIFURCATION OF ELECTRICALS AND FITTINGS

Description	Quantity	Capacity	Estimated Rate (Rs)	Estimated Amount (Rs)
Transformer	1 Nos	1000 KVA	1500000	1500000
HTVCB	1 Nos	11 KV	650000	650000
VCB	1 Nos	11 KV	650000	650000
LT Panels (LT LT PCC, APFCR, Production, Utility Panels, Etc)	1 Lot	NA	4500000	4500000
LT Power Cables	1 Lot	NA	5000000	5000000
Earthing system	1 LOT	NA	800000	800000
Cable Trays	1 LOT	NA	1600000	1600000
Distribution Panels (PDB, LDB, UPS Panel)	1 LOT	NA	1000000	1000000
Wiring (Wiring for looping of switches & Sockets, Lighting, etc)	1 LOT	NA	2000000	2000000
Power Sockets (5 Ampere Power Sockets, 16 Ampere Power Sockets. Switches for power.)	1 LOT	NA	800000	800000
FLP Industrial Socket (3 Phase & Single Phase)	1 LOT	NA	1000000	1000000
Light Fixture (Street Lights, Production Light, Etc)	1 LOT	NA	4000000	4000000
UPS System for Facility	1 Nos	500KVA	1000000	1000000
CCTV	1 Lot	NA	1500000	1500000
FAS	1 Lot	NA	5000000	5000000
Public Addressing System	1 Lot	NA	2000000	2000000
Data & Telephone	1 Lot	NA	2000000	2000000
Access Control	1 Lot	NA	2500000	2500000
Total				**37500000**

Cost Bifurcation for Machinery & Utility

Description	Quantity	Capacity	Estimated Rate (Rs)	Estimated Amount (Rs)
Compressor	1 Nos	250 CFM	3500000	3500000
Boiler+ESP+All BOP	1 Nos	10 Ton	48000000	48000000
VAM	1 Nos	600TR	14500000	14500000
Cooling Tower	1 Nos	1500 TR	3000000	3000000
DG Set	1 Nos	600KVA	3500000	3500000
Diesel Tank	1 Nos	1000 Ltr.	800000	800000
Piping (Water, Steam,Air,Process Piping, Recovery Piping,Solvent Piping, Etc)	1 Nos	NA	25000000	25000000
MS Structure Work	1 Nos	Lot	15000000	15000000
Caustic Tank	1 Nos	25 KL	996042	996042
Filtrate Tank	1 Nos	25 KL	2177360	2177360
Underground Feed Tank	1 Nos	90 KL	16709774	16709774
STP System	1 Nos	NA	3500000	3500000
Underground Solvent Storage Tank	1 Nos	90KL	7865568	7865568

Multi Effect Evaporator +Agigated thin film Dryer	1 Nos	150 KL/Day Evaporation	37500696	37500696
Total (A)				**182049440**
Processing Area				
Description	**Item Detail**	**Quantity (Nos)**	**Estimated Rate (Rs)**	**Estimated Amount (Rs)**
GLR For Processing	GMM FRAUDLER 16KL	2	5321638	10643276
GLR For Washing	GMM FRAUDLER 16KL	4	6326338	25305352
RVD	10m3/hr	2	10300000	20600000
Accessories for RVDF	-	1	9500000	9500000
Screw Conveyer-1	3m3/Hr	1	726600	726600
Screw Conveyer-2	3m3/Hr	1	930200	930200
Screw Conveyer-3	3m3/Hr	1	1615600	1615600
Softner+RO Plant	5m3/hr	1	4050000	4050000
Distillation Column	Feed @5m3/hr	1	35000000	35000000
Rotary Vacuum Dryer	6m3	1	9500454	9500454
Rotary Vacuum Cooler	6m3	1	5500666	5500666
Total (B)				**123372148**
Store & Ancillary Area				
Description	**Item Detail**	**Quantity (Nos)**	**Estimated Rate (Rs)**	**Estimated Amount (Rs)**
RM & PM Receiving Bay	Balance(300 kg)	1	45000	45000
	Balance (3 kg)	1	25000	25000
	M.S Truck Pallet (entire plant)	1	17000	17000
	HDPE Pallets	1	2500	2500
RM Quarantine	HDPE Pallets	2	2500	5000
Office	Computer	1	30000	30000
	Cupboard	1	15000	15000
	Chair	1	3500	3500
	Table	1	10000	10000
PM Quarantine	HDPE Pallets	2	2500	5000
Reject Room	HDPE Pallets	1	2500	2500
RM & PM Store	Rack Solution	1	1500000	1500000
	HDPE Pallets	30	2500	75000
Janitor	Small SS cupboard	1	3000	3000
	Sink	1	5000	5000
Office	Computer, table, chair	1	30000	30000
IPQA	Sink	1	5000	5000
	Vernier	1	3000	3000
	balance 220 gm	1	50000	50000
	SS table	1	15000	15000
	SS chair	1	3000	3000
Office	Computer, table, chair	1	30000	30000
FG Store	Rack	560	2000	1120000

	HDPE Pallets	15	2500	37500
FG Office	Table	1	7000	7000
	Chair	1	2500	2500
	Cupboard	1	10000	10000
	Computer	1	30000	30000
Recall Room	HDPE Pallets	2	2500	5000
Day SPM Store	HDPE Pallets	2	2500	5000
SPM Office	Table	1	7000	7000
	Chair	1	2500	2500
	Cupboard	1	10000	10000
	Computer	1	30000	30000
SPM Store	Rack	1	500000	500000
	HDPE Pallets	10	2500	25000
Janitor Room(Secondary Area)	Small SS cupboard	1	3000	3000
	Sink	1	5000	5000
Linen Room	Cupboard	1	5000	5000
Gents Change room -1 for Production	Lockers	1	5000	5000
Gents Change room -2 for Production	Cross Over Bench	1	20000	20000
	Lockers	1	5000	5000
Gents Toilet	Hand dryer	1	1500	1500
Ladies Change room-1 for Production	Lockers	1	5000	5000
Ladies Change room-2 for Production	Cross Over Bench	1	20000	20000
	lockers	1	5000	5000
Ladies Toilet	Hand dryer	1	1500	1500
Ladies Change room for Secondary Packing	Cross Over Bench	1	20000	20000
	Lockers	1	5000	5000
Gents Change room for Secondary Packing	Cross Over Bench	1	20000	20000
	Lockers	1	5000	5000
Scrape Removal room	Dynamic Passbox	1	150000	150000
Maintenance office	Cupboard	2	5000	10000
Total (C)				**3957000**
Miscellaneous				
Description	**Quantity**	**Unit of Measurement**	**Estimated Rate (Rs)**	**Estimated Amount (Rs)**
SOP stand, disinfectant stand, insectocuter, Air curtained, log book stand, scoops, writing table, Drain Trap	1	Lot	2500000	2500000
Fire Hydrant System	1	Lot	15000000	15000000
liasoning, Gov fees	1	Lot	-	-
Borewell, underground Tank, Security cabin	1	Lot	10000000	10000000
Total (D)				**27500000**
Grand Total (A+B+C+D)				**33,68,78,588**

Other confirmations relating to the proposed facility.

- We have received quotation from Concept Pharma Projects for an amount of Rs. 54,39,38,588/- valid for 90 days w.e.f October 11,2023, has been signed by Mr. Abhishek Singh.
- Tradestone Projects Private Limited, have provided the quote for an amount of Rs. 51,28,57,312/- which is valid for 90 days w.e.f October 31, 2023, has been signed by Mr. Krunal Patel.
- Natraj Engineering, have provided quote for an amount of Rs. 58,11,95,312/- which is valid for 90 days w.e.f 31.10.2023, has been signed by Mr. Daxesh Patel.

However, we have not entered into any definitive agreements with the vendor and there can be no assurance that the same vendor would supply at same costs. Payments for Civil and structural works, Electricals and fittings and for the purchase of machinery and utilities shall be made in Indian Rupee except for a few QA/QC/Lab Equipments which the vendors import from abroad, payment of which will be made by our Company in foreign currency.

Also, we do not intend to purchase any second-hand machinery or equipment. Currently, our company have not placed any order for purchase of machinery. We will initiate the order placement for all equipment, machinery and utilities for the above capital expenditure in March 2024 and the deliveries are expected to be completed by September 2024."

Scope of work of above vendors: - It is important to note that all the above vendor take assignments on turnkey project basis viz., a delivery method in which a contractor works with a project owner under a single contract to complete all project stages from detail engineering through construction. Turnkey projects can eliminate inconveniences for the project owner by placing responsibilities on the contractor that would otherwise fall on the owner in a traditional design-bid-build (DBB) delivery . Our company in setting up the entire facility will also appoint such vendor who will assist the company in setting up of the entire Unit. The company will deal and liaison with one vendor only, the vendor shall be responsible for liaising and coordinating with the concern persons/vendors/suppliers/contractor from whom the materials/machineries/fixtures/fittings will be precured. However, the invoices to procure all the materials shall be raised/issued in the name of our company only. Therefore, these quotes from the vendor includes designing the layout, civil and structural works, sourcing vendors for machinery procurement, installing the machinery, setting up electrical fittings, ensuring compliance with safety guidelines, and more. Thus, these quotes may be considered as all inclusive costs in setting up the proposed unit, subject to the actuals to be spend by the company. The object to give on turnkey basis is to fix price certainty, reduce management challenges and cost overrun and condensed project timeline.

Government and other Approvals

For the proposed expansions as well as the proposed unit, our company has yet to apply for material licenses and approvals from concerned authorities as and when required, following the scheduled of implementation of our expansion plan.

Particulars	**New Plant**	
	Estimated month of	
	Commencement	**Completion**
Land Acquisition	August, 2023	November, 2023
Land Development	November, 2023	January, 2024
Civil Works		
i) Factory Building	January, 2024	February, 2025
iii) Other Civil Structure & Machinery Foundation	January, 2024	February, 2025
Arrangement of Power	August, 24	January, 25
Arrangement of Water	December, 2023	December, 2023
Order of P&M, Equipment	March, 2024	September, 2024
Electrification & Installation	November, 2024	December-24 to January 25
Trial run/ validation	February, 2025	February, 25
Commercial production	March, 2025	March, 2025

2. GENERAL CORPORATE EXPENSES

Our management, in accordance with the policies of our Board, will deploy ₹ **[●]** Lakhs from Net Proceeds towards the general corporate expenses to drive our business growth. In accordance with the policies set up by our Board, we have flexibility in utilizing the remaining Net Proceeds not exceeding 25% of the amount raised by our Company through this Issue, for general corporate purpose including but not restricted to, meeting operating expenses, branding, promotion, advertisements and meeting exigencies, which our Company in the ordinary course of business may not foresee or any other purposes as approved by our Board of Directors, subject to compliance with the necessary provisions of the Companies Act.

Further, our management confirms that –

- any issue related expenses shall not be considered as a part of General Corporate Purpose; and
- the amount deployed towards general corporate expense, as mentioned above in this Red Herring Prospectus, shall not exceed 25% of the amount raised by our Company through this Issue.

TO MEET THE EXPENSES OF THE ISSUE

The total expenses of the Issue are estimated to be approximately ₹ [●] Lakhs which include, among others, underwriting and management fees, printing and distribution expenses, advertisement expenses, legal fees and listing fees. The estimated Issue expenses are as follows:

(₹ in Lakhs)

Expenses	**Estimated expenses**	**As a % of the total estimated Issue expenses**	**As a % of the total Gross Issue Proceeds**
Book Running Lead Manager Issue Management	[●]	[●]	[●]
Selling and Distribution Fees	[●]	[●]	[●]
Underwriting Commission	[●]	[●]	[●]
Advertising and marketing expenses	[●]	[●]	[●]
Fees payable to Registrar to the Issue	[●]	[●]	[●]
Brokerage and selling commission payable to SCSBs, Registered Brokers, RTAs and CDPs, as applicable	[●]	[●]	[●]
Processing fees to the SCSBs and to the Sponsor Banks for ASBA Forms procured by Registered Brokers, RTAs or CDPs	[●]	[●]	[●]
Printing and distribution of issue stationery	[●]	[●]	[●]
Others	[●]	[●]	[●]
a. Listing fees	[●]	[●]	[●]
b. BSE Processing	[●]	[●]	[●]
c. Book Building software fees	[●]	[●]	[●]
d. Other regulatory expenses	[●]	[●]	[●]
e. Fees payable to legal counsel	[●]	[●]	[●]
f. Miscellaneous	[●]	[●]	[●]
Total Estimated Issue Expenses	[●]	[●]	[●]

@ please note that the cost mentioned is an estimate quotation as obtained from the respective parties and it may include GST and excludes, interest rate and inflation cost. The amount deployed so far toward issue expenses shall be recouped out of the issue proceeds.

Structure for commission and brokerage payment to the SCSBs Syndicate, RTAs, CDPs and SCSBs

1. ASBA applications procured directly from the applicant and Bided (excluding applications made using the UPI Mechanism, and in case the Offer is made as per Phase I of UPI Circular) - Rs 10/- per application on wherein shares are allotted.
2. Syndicate ASBA application procured directly and bided by the Syndicate members (for the forms directly procured by them) - Rs 10/- per application on wherein shares are allotted
3. Processing fees / uploading fees on Syndicate ASBA application for SCSBs Bank - Rs 10/- per application on wherein shares are allotted

4. Sponsor Bank shall be payable processing fees on UPI application processed by them – Rs 6.5 /- per application on wherein shares are allotted
5. No additional uploading/processing charges shall be payable to the SCSBs on the applications directly procured by them.
6. The commissions and processing fees shall be payable within 30 Working days post the date of receipt of final invoices of the respective intermediaries.
7. Amount Allotted is the product of the number of Equity Shares Allotted and the Offer Price. 8. Offer Expenses other than the listing fees shall be shared among our Company and the Selling Shareholder on a pro rata basis, in proportion to the Equity Shares Allotted.

Appraisal by Appraising Fund:

None of the Objects have been appraised by any bank or financial institution or any other independent third-party organization. The funding requirements of our Company and the deployment of the proceeds of the Issue are currently based on management estimates. The funding requirements of our Company are dependent on a number of factors which may not be in the control of our management, including variations in interest rate structures, changes in our financial condition and current commercial conditions and are subject to change in light of changes in external circumstances or in our financial condition, business or strategy.

Shortfall of Funds

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

Bridge Financing Facilities

As on the date of this Red Herring Prospectus, we have not raised any bridge loans which are proposed to be repaid from the Net Proceeds. However, we may draw down such amounts, as may be required, from an overdraft arrangement/cash credit facility with our lenders, to finance additional working capital needs until the completion of the Issue.

Interim Use of Proceeds

Pending utilization for the purposes described above, our Company intends to invest the funds in with scheduled commercial banks included in the second schedule of Reserve Bank of India Act, 1934. Our management, in accordance with the policies established by our Board of Directors from time to time, will deploy the Net Proceeds. Further, our Board of Directors hereby undertake that full recovery of the said interim investments shall be made without any sort of delay as and when need arises for utilization of process for the objects of the issue.

Monitoring Utilization of Funds

As the Issue size is less than 10,000 Lakh, under the SEBI (ICDR) Regulations it is not mandatory for us to appoint a monitoring agency.

Our Board and the management will monitor the utilization of the Net Proceeds through its audit committee. Pursuant to Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company shall on half-yearly basis disclose to the Audit Committee the applications of the proceeds of the Issue. On an annual basis, our Company shall prepare a statement of funds utilized for purposes other than stated in this Red Herring Prospectus and place it before the Audit Committee. Such disclosures shall be made only until such time that all the proceeds of the Issue have been utilized in full. The statement will be certified by the Statutory Auditors of our Company.

No part of the Issue Proceeds will be paid by our Company as consideration to our Promoters, our Directors, Key Management Personnel or companies promoted by the Promoters, except as may be required in the usual course of business and for working capital requirements.

Variation in Objects

In accordance with Section 13(8) and Section 27 of the Companies Act, 2013, our Company shall not vary the objects of the Initial Public Issue without our Company being authorized to do so by the Shareholders by way of a special resolution through a postal ballot. Further, pursuant to Regulation 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, our Company shall on half- yearly basis disclose to the Audit Committee the applications of the proceeds of the Issue. In addition, the notice issued to the Shareholders in relation to the passing of such

special resolution ("Postal Ballot Notice") shall specify the prescribed details as required under the Companies Act. The Postal Ballot Notice shall simultaneously be published in the newspapers, one in English and one in Hindi, the vernacular language of the jurisdiction where our Registered Office is situated. Our Promoters will be required to provide an exit opportunity to such shareholders who do not agree to the above stated proposal, at a price as may be prescribed by SEBI, in this regard.

Other Confirmations

There are no material existing or anticipated transactions with our Promoters, our Directors, our Company's Key Managerial Personnel, in relation to the utilization of the Net Proceeds. No part of the Net Proceeds will be paid by us as consideration to our Promoters, our directors or Key Managerial Personnel, except in the normal course of business and in compliance with the applicable laws.

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 the Book Building Process and the quantitative and qualitative factors as described below. The face value of the Equity Shares is ₹10 each and the Issue floor Price is ₹ 133/- which is 13.30 times of the face value of Equity Shares and the Issue Cap Price is ₹ 140 /- which is 14.00 times of the face value of Equity Shares. Investors should refer to "*Risk Factors*", "*Our Business*", "*Financial Information*" and "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" on pages 29, 111, 198 and 254 respectively, to have an informed view before making an investment decision.

QUALITATIVE FACTORS

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

- Experienced Promoter and management team with strong industry expertise and successful track record.
- One of the leading manufacturers of MCC (cellulose based excipient) with over two decades experience.
- Established Global presence
- Long term relationship with clients and repeat & diversified business.
- Versatile, Technically Sound operation Team, which understands creativity at its excellence.
- Well versed and equipped with advance technology.
- Track record of growth and profitability.

For further details, see *"Risk Factors"* and *"Our Business"* on pages 29 and 111 respectively.

QUANTITATIVE FACTORS

The information presented in this section is derived from our Restated Financial Statements. For details, see *"Financial Information"* on page 198. Investors should evaluate our Company and form their decisions taking into consideration its earnings, and based on its growth strategy. Some of the quantitative factors which may form the basis for computing the Issue price are as follows:

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

Year ended	Basic EPS/ *(in ₹)*	Diluted EPS *(in ₹)*	Weight
FY 2020-21	3.72	3.72	1
FY 2021-22	4.57	4.57	2
FY 2022-23	10.06	10.06	3
Weighted Average	**7.17**	**7.17**	
June 30, 2023	5.45	5.45	

** Since the Bonus issue is an issue without consideration, the issue is treated as if it had been occurred prior to the beginning of the year 2021, the earliest period reported.*

Note:

The ratios have been computed as under:

1. *Basic and diluted EPS: profit for the year attributable to equity shareholders of the Company divided by total weighted average number of Equity shares outstanding during the period. Basic and diluted EPS are computed in accordance with IND AS 33 – Earnings per share post the bonus issue in current financial year.*
2. *Weighted average = Aggregate of year-wise weighted EPS divided by the aggregate of weights i.e. (EPS x Weight) for each year/Total of weights*

2. Price / Earning (P/E) Ratio in relation to Issue Price of ₹ 133 to ₹ 140 per Equity Share

	Particulars	P/E at the lower end of the price band (no. of times)	P/E at the higher end of the price band (no. of times)
a)	P/E ratio based on Basic and Diluted EPS of ₹ 10.06 as at March 31, 2023	13.22	13.92
b)	P/E ratio based on Weighted Average EPS of ₹ 7.17	18.55	19.53

3. Return on Net Worth (RONW):

Year ended	RoNW (%)	Weight
FY 2020-21	18.04	1
FY 2021-22	18.36	2
FY 2022-23	29.44	3
Weighted Average	**23.85**	
June 30, 2023	13.77	

Return on net worth (%) = Net profit after tax as restated, attributable to the owners of the company / Net worth as restated, including share capital and reserves and surplus, as stated at the end of the year

Net worth = Equity share capital + Reserves and surplus (including, Securities Premium, General Reserve and surplus in statement of profit and loss).

4. Net Asset Value* (NAV) per Equity Share

Particulars	Rs.
As of March 31, 2021	61.92
As of March 31, 2022	74.21
As of March 31, 2023	34.19
As of June 30, 2023	39.60
NAV post issue:	
At the lower end of the price band of ₹ 133	65.70
At the Higher end of the price band of ₹ 140	67.55
Issue price per share	[●]

** NAV are calculated on the basis of Weighted Average no. of equity shares.*

Weighted Average no. of equity shares are calculated considering the actual date of issue of shares/ bonus issue during the respective years. So, Weighted Average No. of Equity Shares outstanding at June 30, 2023, F.Y ended 2023, F.Y ended 2022, F.Y ended 2021 are 1,29,43,000, 1,29,27,329, 43,24,567 and 43,01,000.

Net asset value per equity share = Net worth as restated, including share capital and reserves and surplus, as restated at the end of the year / Weighted Average No. of equity shares outstanding at the end of the year

5. Comparison of Accounting Ratios with Industry Peers

		For Fiscal 2023						
Sr. No.	**Name of Company**	**Face Value (₹)**	**Total income (₹ *in Lakhs*)**	**Basic EPS (₹)**	**Diluted EPS (₹)**	**P/E (based on Diluted EPS)**	**RoNW (%)**	**NAV per share(₹)**
1.	Accent Microcell Limited	10	20,696.75	10.06	10.06	-	29.44	34.19
	Peer Group							
2.	Sigachi Industries Limited	10	29,699.54	13.52	13.52	16.70	15.64	86.39

Source: Financial information for listed industry peer mentioned above is on a standalone basis and is sourced from the filings made with stock exchanges available on www.bseindia.com , www.nseindia.com and has also been extracted from other websites for the Financial Year ending March 2023.

Source Accent Microcell Limited: Based on the restated financial statements of the Company for year ended F.Y 2023

6. The Issue Floor Price is ₹ 133 /- which is 13.30 times the face value of Equity Shares and the Issue Cap Price is ₹ 140 /- which is 14.00 times the face value of Equity Shares.

The price band/floor price/issue price will be determined by the issuer in consultation with the BRLM, on the basis of book-building on the basis of assessment of the market demand from investors for the Equity Shares and shall be justified in view of the above qualitative and quantitative parameters.

Investors should read the above-mentioned information along with "*Risk Factors*", "*Our Business*" and "*Financial Information*" on pages 29, 111 and 198 respectively, to have a more informed view. The trading price of the Equity Shares of our Company could decline due to the factors mentioned in "Risk Factors" and you may lose all or part of your investments.

Key Financial and Operational Performance Indicators ("KPIs")

The KPIs disclosed below have been used historically by our Company to understand and analyse the business performance, which in result, help us in analyzing the growth of various verticals in comparison to our peers.

The KPIs disclosed below have been approved by a resolution of our Audit Committee dated 28.10.2023, and the members of the Audit Committee have verified the details of all KPIs pertaining to our Company. Further, the members of the Audit Committee have confirmed that there are no KPIs pertaining to our Company that have been disclosed to any investors at any point of time during the three years period prior to the date of filing of this red herring prospectus. Further, the KPIs herein have been certified by M/S. T R Chadha & Co LLP, Chartered Accountants, by their certificate dated 28.10.2023.

For details of our other operating metrics disclosed elsewhere, refer "Our Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations – Key Performance Indicators" on pages 111, 254 respectively.

Our Company confirms that it shall continue to disclose all the KPIs included in this section on a periodic basis, at least once in a year (or any lesser period as determined by the Board of our Company), for a duration of one year after the date of listing of the Equity Shares on the Stock Exchange or till the complete utilization of the proceeds of the Fresh Issue as per the disclosure made in the Objects of the Issue Section, whichever is later. Any change in these KPIs, during the aforementioned period, will be disclosed by the Company. Uptill that, the ongoing KPIs shall continue to be certified as certified by M/S. T R Chadha & Co LLP, Chartered Accountants, by their certificate dated 28.10.2023.

Key Performance Indicators of our Company:

(Figure in Lakhs)

Particulars	For the period ended on June 30, 2023*	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Revenue from Operations	5,880.56	20,418.76	16,571.13	13,256.80
EBITDA	983.46	2215.72	1480.15	1293.58
EBITDA margin (%)	16.72%	10.85%	8.93%	9.76%
ROCE (%)	12.03%	26.46%	18.55%	16.04%
PAT margin (%)	12.00%	6.37%	3.56%	3.62%
ROE (%)	14.78%	34.11%	20.07%	18.57%
Net working capital days	34.86	26.54	27.5	40.37

Formula used to derive the above ratios is as under: -

Ratio	Numerator	Denominator
EBITDA margin (%)	EBITDA	Revenue from Operations
ROCE (%)	Earnings before interest and taxes	Capital Employed
PAT margin (%)	Net Profit	Net Sales
ROE (%)	Net Profits after taxes - Preference Dividend (if any)	Average Shareholder's Equity
Net working capital days	Average Working Capital x Number of days in the year	Revenue from Operations

Explanation for KPI Metrics

KPI	Explanation
Revenue from Operations	Revenue from Operations is used by our management to track the revenue profile of the business and in turn helps to assess the overall financial performance of our Company and volume of our business
EBITDA	EBITDA provides information regarding the operational efficiency of the business
EBITDA Margin	EBITDA Margin (%) is an indicator of the operational profitability and financial performance of our business.
ROCE	ROCE (%) is used by our management to assess the company's efficiency for utilisation of its capital to generate profits
PAT Margin	PAT Margin (%) is an indicator of the overall profitability and financial performance of our business.
ROE	ROE (%) is measure of profitability of a business in relation to its equity
Net Working Capital Days	Net Working Capital Days is used by our management to track the number of days it takes for the company to convert its working capital into revenue

COMPARISON OF KPI WITH LISTED INDUSTRY PEERS

(Rs. In Lakhs)

Key Financial Performance	Accent Microcell Limited				Sigachi Industries Limited**			
	June 30, 2023*	March 31, 2023	March 31, 2022	March 31, 2021	June 30, 2023*	March 31, 2023	March 31, 2022	March 31, 2021
Revenue from Operations	5,880.56	20,418.76	16,571.13	13,256.80	7,784.00	29,032.37	24,940.47	18,794.24
EBITDA	983.46	2215.72	1480.15	1293.58	1,684.00	6248.58	5,302.54	4,059.00
EBITDA margin (%)	16.72%	10.85%	8.93%	9.76%	21.63%	21.52%	21.26%	21.60%
ROCE (%)	12.03%	26.46%	18.55%	16.04%	NA#	19.29%	21.94%	39.55%
PAT margin (%)	12.00%	6.37%	3.56%	3.62%	13.02%	14.31%	15.24%	15.46%
ROE (%)	14.78%	34.11%	20.07%	18.57%	NA#	15.64%	16.73%	30.62%
Net working capital days	34.86	26.54	27.5	40.37	NA#	129.77	105.07	118.09

***Not annualized.**

****All the information for listed industry peers mentioned above are on a Standalone basis and is sourced from their respective audited/ unaudited financial results and/or annual report.**

#The company has not published the quarterly balance sheet, therefore these ratios are not ascertained.

JUSTIFICATION FOR BASIS FOR OFFER PRICE

The price per share of the Company based on the primary/ new issue of shares.

The details of the Equity Shares excluding shares issued under ESOP/ESOS and issuance of bonus shares during the 18 months preceding the date of this certificate where such issuance is equal to or more than 5 per cent of the fully diluted paid-up share capital of the Issuer Company (calculated based on the pre-issue capital before such transaction), in a single transaction or multiple transactions combined together over a span of rolling 30 days; and

Date of allotment	No. of equity shares allotted	Face value (Rs.)	Issue Price (Rs.)	Nature / Reason of allotment	Nature of consideration	Total consideration (Rs.)
21.08.2023	25,00,000	10	50	Preferential Allotment	Cash	12,50,00,000
Total	**25,00,000**					**12,50,00,000**
Weighted average cost of acquisition (WACA) for primary transactions						**50.00**

However, our company has allotted 40,000 equity shares at issue price of Rs.32 per share via Rights Issue on August 22, 2022. The same transaction is ignored for the purpose of this clause as the transaction is not for more than 5% of the fully diluted paid up share capital of the Company.

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

There have been no secondary sale / acquisitions of Equity Shares or any convertible securities, where the promoters, members of the promoter group, selling shareholders, or shareholder(s) having the right to nominate director(s) in the board of directors of the Company are a party to the transaction (excluding gifts), during the 18 months preceding the date of this 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-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.

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

Type of transaction	**Weighted average cost of acquisition (₹ per Equity Share)**	**Floor Price is ₹ 133/-**	**Cap Price is ₹ 140/-**
(i) Weighted average cost of acquisition of primary issuances	Rs. 50.00/-	2.66 times	2.80 times
(ii) Weighted average cost of acquisition for secondary transactions	-	-	-

Justification for Basis for Issue Price

Explanation for Issue Price being [●] of weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares (set out in [●] above) along with our Company's key performance indicators and the Fiscals 2023, 2022 and 2021.

[●]*

*To be included upon finalization of Offer Price

Explanation for Issue Price/Cap Price being [●] price of weighted average cost of acquisition of primary issuance price / secondary transaction price of Equity Shares (set out in [●] above) in view of the external factors which may have influenced the pricing of the Issue.

[●]*

*To be included upon finalization of Offer Price

STATEMENT OF POSSIBLE TAX BENEFITS

To,
The Board of Directors
Accent Microcell Limited
314, Shangrilla Arcade, Shyamal Cross Roads,
Anandnagar Road, Satellite, Ahmedabad,
Gujarat, 380015.

Dear Sirs,

Sub: Certificate on Special tax benefits for the Company in accordance with the requirements under Schedule VI-Clause 9L of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (the 'Regulations')

We, T R Chadha & Co LLP, Chartered Accountants, being the Statutory Auditor of the company, have been requested by the company to verify the statement of possible tax benefits available to company and the shareholders under Income Tax Act, 1961 (read with income tax rules, circulars, notifications) as amended by Finance Act, 2023, hereinafter referred to as "Indian Income Tax Regulations" presented in **Statement I** which has been prepared by the management of the Company and signed by us for identification purposes.

Management's Responsibility:

The preparation of the Statement as of the date of our certificate which is to be included in the draft red herring prospectus, red herring prospectus and prospectus for the Offer is the responsibility of the management of the Company. The management's responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances. The management is also responsible for identifying and ensuring that the Company complies with the laws and regulations applicable to its activities.

Procedure followed for this Certificate and Our Responsibility

We have performed the following procedures in this regard:

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements. We conducted our examination of the information given in this certificate (including the Statements thereto) in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes (Revised 2016)' ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"), as revised from time to time, to obtain a reasonable assurance that such details are in agreement with the books of accounts and other relevant records provided to us, in all material respects. The aforesaid Guidance Note requires that we comply with the ethical requirements of the 'Code of Ethics' issued by the ICAI, as revised from time to time.

We have reviewed the enclosed **Statement I**, prepared by the Company and initialed by us for identification purposes, which provides the possible special tax benefits available to the Company as stated in those Statements, as under:

•Indian Income Tax Regulations, applicable for the Financial Year 2023-24 relevant to the Assessment Year 2024-25, presently in force in India; and

Several of these stated tax benefits/consequences are dependent on the Company fulfilling the conditions prescribed under the relevant tax laws. Therefore, the ability of the Company to derive the tax benefits is dependent on fulfilling such conditions.

Inherent Limitation:

The benefits discussed in the enclosed Statements are not exhaustive. 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 Offer. Neither are we suggesting nor advising the investor to invest money based on this statement. These statements do not cover any general tax benefits available to the Company and is neither designed nor intended to be a substitute for professional tax advice.

Further, we give no assurance that the revenue authorities / courts will concur with our views expressed herein. Our views are based on the existing provisions of Indian Income Tax Regulations and its interpretation and Indian Indirect Tax Regulations, which are subject to change from time to time. We do not assume responsibility to update the views consequent to such changes.

We shall not be liable to the Company for any claims, liabilities or expenses arising from facts and disclosure in statement of tax benefits determined to have resulted primarily from bad faith or intentional misrepresentation.

We will not be liable to any other person in respect of the Statement.

Opinion:

Considering the provisions of Income Tax Act, 1961 (read with Income Tax Rules, circulars, notifications issued from time to time) as amended by the Finance Act, 2023 and presently in force in India and according to the information and explanations provided to us by the Management of the Company, read with Auditor's responsibility and methodology detailed above, nothing has come to our attention that causes us to believe that the Statement mentioned in "**Statement I**" does not presents, the possible tax benefits primarily available as of 30th June 2023, to the Company and its shareholders, in accordance with the Income Tax Regulations.

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

i) the Company will continue to obtain these benefits in future; or
ii) the conditions prescribed for availing the benefits have been/would be met with; or.
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.

Restriction on use:

This certificate, including **Statement I** herein, is for your information and for inclusion in the draft red herring prospectus, red herring prospectus, prospectus and any other material used in connection with the Offer (together the "**Offer Documents**") with the Securities and Exchange Board of India ("**SEBI**"), BSE Limited and National Stock Exchange of India Limited (collectively, the "**Stock Exchanges**") and subsequently the red herring prospectus and the prospectus with the Registrar of Companies, Gujrat at Ahmedabad ("**RoC**"), in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**ICDR Regulations**") may be prepared in connection with the Offer.

The aforesaid information contained herein and in **Statement I** may be relied upon by the Book Running Lead Managers and legal counsels appointed pursuant to the Offer and may be submitted to the stock exchanges, the Securities and Exchange Board of India, and any other regulatory or statutory authority in respect of the Offer and for the records to be maintained by the Book Running Lead Managers.

Our certificate is made solely to the Company's management and BRLM for the purpose as set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This certificate relates only to the items specified above and does not extend to any financial statements of the Company, taken as a whole. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company, BRLM and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

For T R Chadha & Co LLP
Chartered Accountants
FRN No. 006711N/N500028

Place: Ahmedabad
Date: 28. 10.2023

Brijesh Thakkar
(Partner)
Membership No. 135556
UDIN No: 23135556BGUXEY2493

Statement I

STATEMENT TO THE STATEMENT OF POSSIBLE TAX BENEFITS AVAILABLE TO ACCENT MICROCEL LLIMITED UNDER THE APPLICABLE DIRECT TAX LAWS ("TAX LAWS") IN INDIA

UNDER THE INCOME TAX ACT,1961

A. Special tax benefits available to the Company

In accordance with and subject to fulfilment of conditions as laid out under Section 10AA of the Income-Tax Act, 1961 ('IT Act') the Company may be entitled to claim deduction for profit and gains derived from export of goods provided by its unit set up in special economic zone, subject to fulfillment of the conditions prescribed under the law in this regard.

B. Special tax benefits available to the Shareholders

The Shareholders of the company are not entitled to any Special tax benefits under the Act.

NOTES:

1. The above is as per the current laws, as amended by the Finance Act, 2023.

2. The tax benefits discussed in the 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 implications arising out of their participation in the issue.

3. 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.

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SECTION VIII – ABOUT US

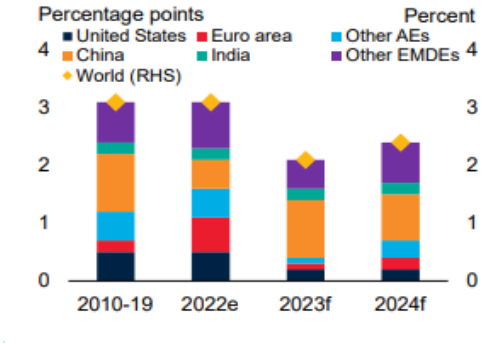
INDUSTRY OVERVIEW

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

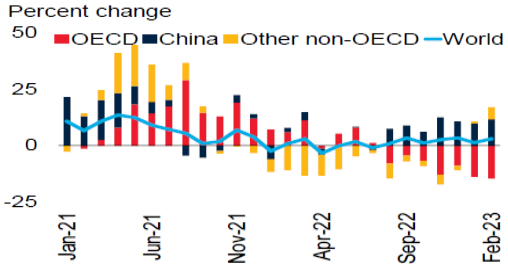
GLOBAL ECONOMIC OUTLOOK

The global economy remains in a precarious state amid the protracted effects of the overlapping negative shocks of the pandemic, the Russian Federation's invasion of Ukraine, and the sharp tightening of monetary policy to contain high inflation. Global financial conditions have tightened as a result of policy rate hikes and, to a lesser extent, recent bouts of financial instability.

Energy prices have eased considerably since their peak in 2022 on account of weaker global growth prospects and a warmer-than-expected Northern winter, which reduced natural gas and electricity consumption. Metal prices increased in early 2023, reflecting signs of a stronger-than anticipated recovery in China, but subsequently retraced those gains. Pressures on global supply chains have abated as goods demand has weakened and global shipping conditions have improved. Energy prices have eased considerably since their peak in the third quarter of 2022. A warmer-than expected northern hemisphere winter reduced natural gas and electricity consumption, especially in Europe. Energy prices could be lower if global demand is weaker than expected. In this respect, prospects in China play a particularly important role, as it is expected to account for more than half of the increase in global oil demand in 2023. On the upside, risks to the price forecast relate to a lack of expansion in U.S. oil production, low levels of spare capacity among OPEC members, and to the possibility that the cartel may decide to cut output further.



In a scenario where banking stress results in a severe credit crunch and broader financial stress in advanced economies, global growth in 2024 would only be 1.3 percent, about half the pace in the baseline forecast (figure 1.2.A). In another scenario where financial stress propagates globally to a far greater degree, the world economy would fall into recession in 2024, as global growth of only 0.3 percent would imply a contraction in global per capita GDP. Another risk to the forecast pertains to the possibility of higher-than-expected global inflation. This would result in additional monetary policy tightening, which could trigger financial stress. This would be particularly important in the case of the United States, given the scale of international spillovers from hawkish policy reaction by the Federal Reserve to rein in inflation—such spillovers could include a substantial further rise in borrowing costs in EMDEs, especially in those with underlying vulnerabilities (figure 1.2.B). In the longer term, the decades-long slowdown of the fundamental drivers of potential growth— labor supply, capital accumulation, and total factor productivity—may be exacerbated by trade fragmentation and climate-related natural disasters.



Metal prices are expected to decline in 2023 and 2024, albeit to levels higher than their 2015-19 average. Price declines reflect a recovery of supply following production disruptions last year, as well as subdued global demand. Metal prices may be higher if China's real estate sector recovers faster than expected or if supply disruptions persist—the importance of developments in China is illustrated by the fact that the country has accounted for a substantial proportion of global demand growth in recent months. Inflation remains above target in almost all inflation-targeting economies. Median headline global inflation stood at 7.2 percent year-on-year in April, down from a peak of 9.4 percent in July 2022. Moderating energy prices help explain global inflation being somewhat softer in the first quarter

of 2023 than previously anticipated. However, recent core inflation measures suggest the disinflation that started last year has made only halting progress. Across EMDEs, three-month median core inflation has decelerated somewhat in recent months, while it has picked up in advanced economies Global financial conditions have become restrictive as a result of the fastest global monetary policy tightening cycle since the 1980s, along with bouts of financial instability.

Advanced-economy banks started the year with unrealized losses on bond portfolios, which increased as interest rates rose. This, combined with shortcomings in risk management, contributed to the failure of several regional banks in the United States. In Europe, Credit Suisse came under intense market pressure in March and was subject to an emergency takeover. Je initial emergence of banking stress drove a surge in market volatility, including the sharpest five-day drop in two-year U.S. yields in more than two decades and a large decline in bank equity prices. Central banks have nonetheless reaffirmed intentions to maintain, or increase, the tightness of monetary policy until inflation shows a clear trend toward target. Even with continued signs of banking stress, broader risk appetite in advanced-economy financial markets has been notably resilient. High-yield corporate risk spreads have mostly stayed below their post-2010 average, despite bank lending standards reaching their most restrictive levels since the global financial crisis.

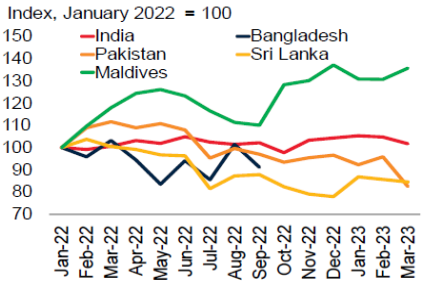
Growth in advanced economies in late 2022 and early 2023 slowed less than expected, as tight labor markets supported robust wage growth and prevented a sharper slowdown in consumption. EMDE growth firmed somewhat in early 2023. External demand for many countries was supported by the pickup in growth in China and the unexpected resilience in advanced economies. Indicators of EMDE domestic demand have improved, but from a low level. Services activity also picked up to start the year, with services PMIs indicating solid expansion in several large EMDEs. Although measures of EMDE financial stress have generally declined since last year, financing costs remain elevated, reflecting both domestic and advanced-economy monetary policy tightening. Activity in EMDE energy exporters remains firm, despite a decline in energy prices (especially for coal and gas), reflecting momentum from a prolonged period of elevated export earnings. In the context of decelerating advanced-economy demand, subdued metal prices will provide little support for growth in EMDE metal exporters, many of which are also facing headwinds from tight financing conditions. In large agricultural exporters, stable high prices have supported investment in machinery and equipment, softening the contractionary impact of increased borrowing costs. Among poorer agricultural exporters, however, prohibitive fertilizer costs are crimping output. Among EMDE commodity importers, the decline in energy import costs has partially reversed the squeeze on consumers and industrial activity from last year's worsening terms of trade.

Growth in EMDEs is projected to edge up to 4 percent in 2023, which almost entirely reflects the rebound in China. EMDE growth is expected to receive little support from external demand. China's recovery is envisaged to be services oriented, rather than trade-intensive. Many EMDE central banks have also continued to tighten monetary policies, or retained high rates for longer than previously expected. Given lags in the transmission of monetary tightening, investment growth is expected to be weak throughout the year, with labour markets and consumption also softening. Moreover, market pricing suggests that inflation-adjusted policy rates will rise further in many EMDEs, as inflation declines only gradually, taking aggregate EMDE real rates further into positive territory (figure 1.9.C). This should help to combat inflation in many countries but will entail a continued drag on EMDE activity throughout 2024.

In 2022, South Asia (SAR) endured significant negative spillovers from rapid monetary policy tightening in advanced economies, weak growth in China, and the Russian Federation's invasion of Ukraine. Import restrictions imposed by several economies (Bangladesh, Nepal, Pakistan, Sri Lanka), which adversely affected economic activity, have been relaxed as external imbalances have improved and exchange rate pressures have eased. Food export bans, however, are expected to remain in place in Bangladesh, India, and Pakistan through 2023 despite falling global prices.
In India, which accounts for three-quarters of output in the region, growth in early 2023 remained below what it achieved in the decade before the pandemic as higher prices and rising borrowing costs weighed on private consumption. However, manufacturing rebounded into 2023 after contracting in the second half of 2022, and investment growth remained buoyant as the government ramped up capital expenditure. Private investment was also likely boosted by increasing corporate profits. Unemployment declined to 6.8 percent in the first quarter of 2023, the lowest since the onset of the COVID-19 pandemic, and labour force participation increased. India's headline consumer price inflation has returned to within the central bank's 2-6 percent tolerance band.

Growth in India is expected to slow further to 6.3 percent in FY2023/24 (April-March), a 0.3 percentage point downward revision from January. This slowdown is attributed to private consumption being constrained by high inflation and rising

borrowing costs, while government consumption is impacted by fiscal consolidation. Growth is projected to pick up slightly through FY2025/26 as inflation moves back toward the midpoint of the tolerance range and reforms payoff. India will remain the fastest-growing economy (in terms of both aggregate and per capita GDP) of the largest EMDEs.



In SAR excluding India, growth is expected to slow to 2.9 percent in 2023 before rebounding to 4.3 percent in 2024.

Growth in the region is expected to slow marginally to 5.9 percent in 2023 and more significantly to 5.1 percent in 2024. Relative to January projections, this is a 0.4 percentage point upward revision in 2023 and a 0.7 percentage point downward revision for 2024. Greater-than expected resilience in private consumption and investment, and a robust services sector in India, is supporting growth in 2023.

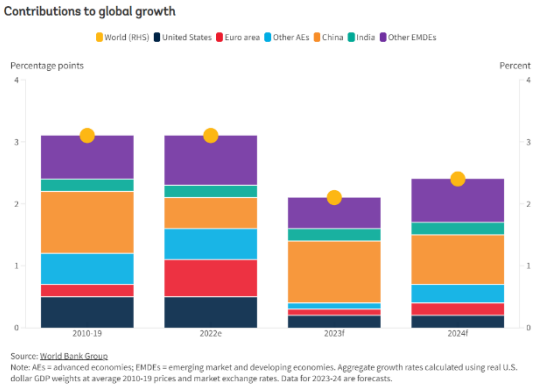
Expected inflation one year ahead has risen sharply in the region since early 2022 in response to broad-based price increases.
Additionally, in several economies, economic crises have further contributed to this inflationary pressure. Medium-term inflation expectations appear thus far to have remained subdued; however, if higher inflation expectations became entrenched, additional monetary policy tightening would be required and could affect financial stability as well as economic activity in the region. Financial sector risks remain elevated in several economies, with high levels of non-performing loans, weak capital buffers, and weak bank governance.

Growth in India is expected to slow further to 6.3 percent in FY2023/24 (April-March), a 0.3 percentage point downward revision from January. This slowdown is attributed to private consumption being constrained by high inflation and rising borrowing costs, while government consumption is impacted by fiscal consolidation. Growth is projected to pick up slightly through FY2025/26 as inflation moves back toward the midpoint of the tolerance range and reforms payoff. India will remain the fastest-growing economy (in terms of both aggregate and per capita GDP) of the largest EMDEs.

(Source: Global Economic Prospects- 2023)

THE FORECAST BY IMF

Global growth is projected to fall from an estimated 3.5 percent in 2022 to 3.0 percent in both 2023 and 2024. While the forecast for 2023 is modestly higher than predicted in the April 2023 World Economic Outlook (WEO), it remains weak by historical standards. The rise in central bank policy rates to fight inflation continues to weigh on economic activity. Global headline inflation is expected to fall from 8.7 percent in 2022 to 6.8 percent in 2023 and 5.2 percent in 2024. Underlying (core) inflation is projected to decline more gradually, and forecasts for inflation in 2024 have been revised upward.



The recent resolution of the US debt ceiling standoff and, earlier this year, strong action by authorities to contain turbulence in US and Swiss banking, reduced the immediate risks of financial sector turmoil. This moderated adverse risks to the outlook. However, the balance of risks to global growth remains tilted to the downside. Inflation could remain high and even rise if further shocks occur, including those from an intensification of the war in Ukraine and extreme weather-related events, triggering more restrictive monetary policy. Financial sector turbulence could resume as markets adjust to further policy tightening by central banks. China's recovery could slow, in part as a result of unresolved real estate problems, with negative cross-border spillovers. Sovereign debt distress could spread to a wider group of economies. On the upside, inflation could fall faster than expected, reducing the need for tight monetary policy, and domestic demand could again prove more resilient.

In most economies, the priority remains achieving sustained disinflation while ensuring financial stability. Therefore, central banks should remain focused on restoring price stability and strengthening financial supervision and risk monitoring. Should market strains materialize, countries should provide liquidity promptly while mitigating the possibility of moral hazard. They

should also build fiscal buffers, with the composition of fiscal adjustment ensuring targeted support for the most vulnerable. Improvements to the supply side of the economy would facilitate fiscal consolidation and a smoother decline of inflation toward target levels.

For advanced economies, the growth slowdown projected for 2023 remains significant: from 2.7 percent in 2022 to 1.5 percent in 2023, with a 0.2 percentage point upward revision from the April 2023 WEO. About 93 percent of advanced economies are projected to have lower growth in 2023, and growth in 2024 among this group of economies is projected to remain at 1.4 percent.

- In the United States, growth is projected to slow from 2.1 percent in 2022 to 1.8 percent in 2023, then slow further to 1.0 percent in 2024. For 2023, the forecast has been revised upward by 0.2 percentage point, on account of resilient consumption growth in the first quarter, a reflection of a still-tight labor market that has supported gains in real income and a rebound in vehicle purchases. However, this consumption growth momentum is not expected to last: Consumers have largely depleted excess savings accumulated during the pandemic, and the Federal Reserve is expected to raise rates further.

- Growth in the euro area is projected to fall from 3.5 percent in 2022 to 0.9 percent in 2023, before rising to 1.5 percent in 2024. The forecast is broadly unchanged, but with a change in composition for 2023. Given stronger services and tourism, growth has been revised upward by 0.4 percentage point for Italy and by 1.0 percentage point for Spain. However, for Germany, weakness in manufacturing output and economic contraction in the first quarter of 2023 means that growth has been revised downward by 0.2 percentage point, to –0.3 percent.

- Growth in the United Kingdom is projected to decline from 4.1 percent in 2022 to 0.4 percent in 2023, then to rise to 1.0 percent in 2024. This is an upward revision of 0.7 percentage point for 2023, reflecting stronger-than-expected consumption and investment from the confidence effects of falling energy prices, lower post-Brexit uncertainty (following the Windsor Framework agreement), and a resilient financial sector as the March global banking stress dissipates.

- Growth in Japan is projected to rise from 1.0 percent in 2022 to 1.4 percent in 2023, reflecting a modest upward revision, buoyed by pent-up demand and accommodative policies, then slow to 1.0 percent in 2024, as the effects of past stimuli dissipate.

For emerging market and developing economies, growth is projected to be broadly stable at 4.0 percent in 2023 and 4.1 percent 2024, with modest revisions of 0.1 percentage point for 2023 and –0.1 percentage point for 2024. However, this stable average masks divergences, with about 61 percent of the economies in this group growing faster in 2023 and the rest—including low-income countries and three of the five geographic regions described in what follows—growing more slowly.

- Growth in emerging and developing Asia is on track to rise to 5.3 percent in 2023, then to moderate to 5.0 percent in 2024, reflecting a modest (0.1 percentage point) downward revision for 2024. The forecast for China is unchanged at 5.2 percent for 2023 and 4.5 percent for 2024, but with a change in composition: Consumption growth has evolved broadly in line with April 2023 WEO projections, but investment has underperformed due to the ongoing real estate downturn in that country. Stronger-than-expected net exports have offset some of the investment weakness, although their contribution is declining as the global economy slows. Growth in India is projected at 6.1 percent in 2023, a 0.2 percentage point upward revision compared with the April projection, reflecting momentum from stronger-than-expected growth in the fourth quarter of 2022 as a result of stronger domestic investment.

- Growth in emerging and developing Europe is projected to rise to 1.8 percent in 2023, reflecting a 0.6 percentage point upward revision since April, and to rise further to 2.2 percent in 2024. The forecast for Russia in 2023 has been revised upward by 0.8 percentage point to 1.5 percent, reflecting hard data (on retail trade, construction, and industrial production) that point to a strong first half of the year, with a large fiscal stimulus driving that strength.

- Latin America and the Caribbean is expected to see growth decline from 3.9 percent in 2022 to 1.9 percent in 2023, although this reflects an upward revision of 0.3 percentage point since April, and to reach 2.2 percent in 2024. The decline from 2022 to 2023 reflects the recent fading of rapid growth during 2022 after pandemic reopening, as well as lower commodity prices; the upward revision for 2023 reflects stronger-than-expected growth in Brazil—marked up by 1.2

percentage points to 2.1 percent since the April WEO—given the surge in agricultural production in the first quarter of 2023, with positive spillovers to activity in services. It also reflects stronger growth in Mexico, revised upward by 0.8 percentage point to 2.6 percent, with a delayed post-pandemic recovery in services taking hold and spillovers from resilient US demand.

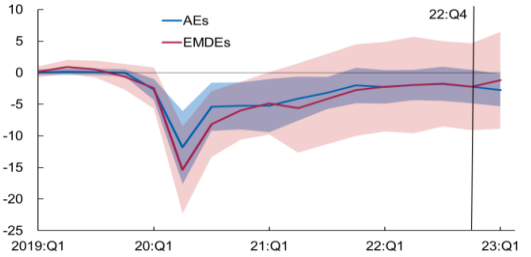
- Growth in the Middle East and Central Asia is projected to decline from 5.4 percent in 2022 to 2.5 percent in 2023, with a downward revision of 0.4 percentage point, mainly attributable to a steeper-than-expected growth slowdown in Saudi Arabia, from 8.7 percent in 2022 to 1.9 percent in 2023, a negative revision of 1.2 percentage points. The downgrade for Saudi Arabia for 2023 reflects production cuts announced in April and June in line with an agreement through OPEC+ (the Organization of the Petroleum Exporting Countries, including Russia and other non-OPEC oil exporters), whereas private investment, including from "giga-project" implementation, continues to support strong non-oil GDP growth.

- In sub-Saharan Africa, growth is projected to decline to 3.5 percent in 2023 before picking up to 4.1 percent in 2024. Growth in Nigeria in 2023 and 2024 is projected to gradually decline, in line with April projections, reflecting security issues in the oil sector. In South Africa, growth is expected to decline to 0.3 percent in 2023, with the decline reflecting power shortages, although the forecast has been revised upward by 0.2 percentage point since the April 2023 WEO, on account of resilience in services activity in the first quarter.

Forces Shaping the Outlook

The global recovery from the COVID-19 pandemic and Russia's invasion of Ukraine is slowing amid widening divergences among economic sectors and regions.

Figure 1. Value Added in the Services Sector: Distance to Pre-Pandemic Trends
(Percent)



Sources: Haver Analytics; and IMF staff calculations.
Note: The lines denote means and the bands represent one standard deviation around the means. For 18 AEs, the sample comprises AUS, CAN, CHE, CZE, DEU, DNK, ESP, FRA, GBR, ISR, ITA, KOR, NOR, NZL, SGP, SWE, TWN, and USA. For 16 EMDEs, the sample comprises ARG, BRA, CHL, CHN, COL, HUN, IDN, IND, MEX, MYS, PER, PHL, RUS, THA, TUR, and ZAF. Economy list uses International Organization for Standardization (ISO) country codes. AEs = advanced economies; EMDEs = emerging market and developing economies.

The World Health Organization (WHO) announced in May that it no longer considers COVID-19 to be a "global health emergency." Supply chains have largely recovered, and shipping costs and suppliers' delivery times are back to pre-pandemic levels. But forces that hindered growth in 2022 persist. Inflation remains high and continues to erode household purchasing power. Policy tightening by central banks in response to inflation has raised the cost of borrowing, constraining economic activity. Immediate concerns about the health of the banking sector have subsided, but high interest rates are filtering through the financial system, and banks in advanced economies have significantly tightened lending standards, curtailing the supply of credit. The impact of higher interest rates extends to public finances, especially in poorer countries grappling with elevated debt costs, constraining room for priority investments. As a result, output losses compared with pre-pandemic forecasts remain large, especially for the world's poorest nations. Despite these headwinds, global economic activity was resilient in the first quarter of 2023, with that resilience driven mainly by the services sector. The post-pandemic rotation of consumption back toward services is approaching completion in advanced economies (including in tourism-dependent economies of southern Europe), and it accelerated in a number of emerging market and developing economies in the first quarter (Figure 1). However, as mobility returns to pre-pandemic levels, the scope for further acceleration appears more limited.

At the same time, nonservices sectors, including manufacturing, have shown weakness, and high-frequency indicators for the second quarter point to a broader slowdown in activity. Amid softening consumption of goods, heightened uncertainties regarding the future geoeconomic landscape, weak productivity growth, and a more challenging financial environment, firms have scaled back investment in productive capacity. Gross fixed capital formation and industrial production have slowed sharply or contracted in major advanced economies, dragging international trade and manufacturing in emerging markets with them. International trade and indicators of demand and production in manufacturing all point to further weakness. Excess savings built up during the pandemic are declining in advanced economies, especially in the United States, implying a slimmer buffer to protect against shocks, including those to the cost of living and those from more restricted credit availability.

The fight against inflation continues. Inflation is easing in most countries but remains high, with divergences across economies and inflation measures. Following the buildup of gas inventories in Europe and weaker-than-expected demand

in China, energy and food prices have dropped substantially from their 2022 peaks, although food prices remain elevated. Together with the normalization of supply chains, these developments have contributed to a rapid decline in headline inflation in most countries. Core inflation, however, has on average declined more gradually and remains well above most central banks' targets. Its persistence reflects, depending on the particular economy considered, pass-through of past shocks to headline inflation into core inflation, corporate profits remaining high, and tight labor markets with strong wage growth, especially in the context of weak productivity growth that lifts unit labor costs. However, to date, wage-price spirals—wherein prices and wages accelerate together for a sustained period—do not appear to have taken hold in the average advanced economy, and longer-term inflation expectations remain anchored. In response to the persistence of core inflation, major central banks have communicated that they will need to tighten monetary policy further. The Federal Reserve paused rate hikes at its June meeting but signaled further ones ahead, and the Reserve Bank of Australia, Bank of Canada, Bank of England, and European Central Bank have continued to raise rates. At the same time, in some other economies, particularly in East Asia, where mobility curbs during the pandemic restricted demand for services longer than elsewhere, core inflation has remained low. In China, where inflation is well below target, the central bank recently cut policy interest rates. The Bank of Japan has kept interest rates near zero under the quantitative and qualitative monetary easing with yield curve control policy.

Acute stress in the banking sector has receded, but credit availability is tight. Thanks to the authorities' swift reaction, the March 2023 banking scare remained contained and limited to problematic regional banks in the United States and Credit Suisse in Switzerland. Accordingly, since the April 2023 WEO, global financial conditions have eased (Box 1), a sign that financial markets may have become less concerned about risks to financial stability coming from the banking sector. But tight monetary policy continues to put some banks under pressure, both directly (through higher costs of funding) and indirectly (by increasing credit risk). Bank lending surveys in the United States and Europe suggest that banks restricted access to credit considerably in the first quarter of 2023, and they are expected to continue to do so in coming months. Corporate loans have been declining lately, as has commercial real estate lending.

Following a reopening boost, China's recovery is losing steam. Manufacturing activity and consumption of services in China rebounded at the beginning of the year when Chinese authorities abandoned their strict lockdown policies; net exports contributed strongly to sequential growth in February and March as supply chains normalized and firms swiftly put backlogs of orders into production. Nonetheless, continued weakness in the real estate sector is weighing on investment, foreign demand remains weak, and rising and elevated youth unemployment (at 20.8 percent in May 2023) indicates labor market weakness. High-frequency data through June confirm a softening in momentum into the second quarter of 2023.

(Source: https://www.imf.org/-/media/Files/Publications/WEO/2023/Update/July/English/text.ashx)

INDIAN ECONOMY

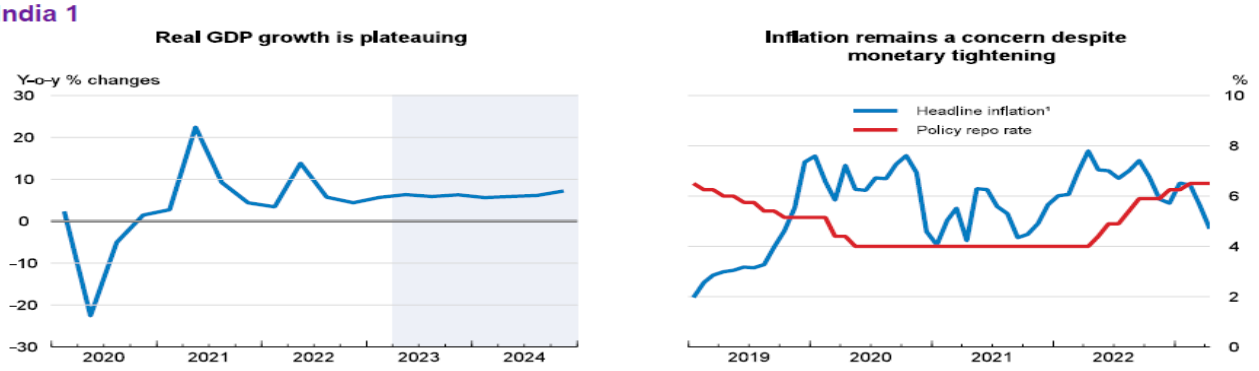
Weak global demand and the effect of monetary policy tightening to manage inflationary pressures will constrain the economy in FY 2023-24, limiting real GDP growth to 6%. Moderating inflation and monetary policy easing in the second half of 2024 will help discretionary household spending regain momentum. This, along with improved global conditions, will help economic activity to accelerate, with growth of 7% in real GDP in FY 2024-25.

Despite an impressive growth and development record, daunting challenges remain. Creating good jobs is the most promising pathway to reduce poverty, which is particularly high in the female population. Increasing investment in education and vocational training, and updating labour laws, would help to achieve this objective. India is particularly vulnerable to extreme heatwaves and must make progress in mobilising resources for investment in the green economy.

Moderating demand and high inflation have slowed economic activity FY 2022-23 ended on a positive note, due to higher-than-expected agriculture output and strong government spending. However, high inflation, in particular for energy and food, and the ensuing monetary tightening to anchor expectations are weighing on purchasing power and household consumption, particularly in urban areas. Tighter financial market conditions are reflected in weakening credit-supported demand for capital goods, a good proxy for business investment. The merchandise trade deficit was 40% larger in FY 2022-23 than in FY 2021-22, with trade in petroleum accounting for over two-fifths of the deterioration. Although services export

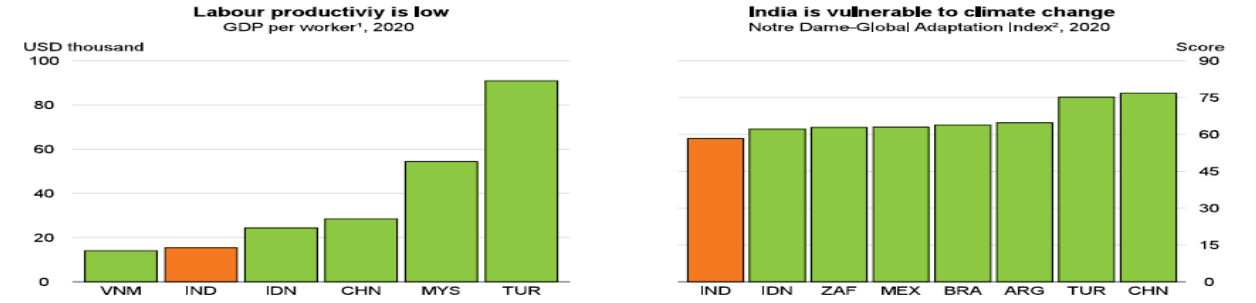
growth remains brisk and the sectoral surplus rose by 35%, it is insufficient to offset the imbalance in goods' trade. Low labour productivity is affecting the competitiveness of "Made in India" goods and participation in global value chains. The current account deficit narrowed in the October-December quarter to 2.2% of GDP, from 2.7% in the same period in FY 2021-22. Headline inflation has fallen below 6% (the central bank's upper bound of the tolerance band) since March 2023, mostly due to lower food prices, as well as base effects. Employment and wage estimates suggest improving labour market conditions in rural areas, while export-oriented service firms report increasing difficulties filling vacancies.

India 1



1. Headline inflation refers to the change in price of all goods in the basket. OECD seasonal adjustment based on monthly consumer price index (index 2012 = 100) from the Ministry of Statistics and Programme Implementation (MOSPI).
Source: OECD Economic Outlook 113 database; CEIC; and RBI.

India 2



1. GDP per worker at constant prices using 2017 PPP.
2. The Notre Dame-Global Adaptation Index is a composite indicator which summarises two sub-indices: 1) a country's vulnerability to climate change and other global challenges and 2) a country's readiness to improve resilience. The index is recalculated based on the best performing country's score (Norway = 100).
Source: APO Productivity Databook 2022; and University of Notre Dame, Notre Dame Global Adaptation Initiative.

Domestic growth prospects are strongly influenced by global developments. India has seized the opportunity of discounted Urals oil, which has increased Russia's share in its energy imports. The sourcing of fertilisers from Russia has also increased considerably, more than doubling in volume in the case of urea. Overall, Indian imports from Russia rose from USD 9.9 billion (1.6% of total imports) in FY 2021-22 to USD 46.2 billion (6.5%) in FY 2022-23.

Macroeconomic policies remain restrictive

Monetary policy is focused on anchoring inflation expectations and bringing headline inflation consistently within the 2-6% tolerance band. A long cycle of policy rate increases came to a halt in April. Following one further small increase, rates are expected to remain unchanged until the end of the calendar year, when evidence will confirm whether core inflation, which is less sensitive to weather conditions and geopolitical tensions, has durably diminished. The projections assume mild interest rate declines from mid-2024.

During the projection period, the priority for fiscal policy is to control government debt, so as to keep it at sustainable levels, reduce interest payments, and thereby free resources for public investment in physical and human capital and initiatives to adapt to population aging. The Pradhan Mantri Garib Kalyan Anna Yojana scheme provided free foodgrains to eligible beneficiaries during the pandemic, but targeting was imprecise – as testified by the number of beneficiaries (820 million),

well in excess of most estimates of the poor population (between 400 and 500 million) – and the cost excessive. Its suppression in 2023 reinforces the need to update the 2011 Census in order to guarantee coverage of eligible families. The next 25 years until the 2047 centenary of Independence will be crucial for India to fight poverty and the government strategy (so-called Amrit Kaal) will require a large increase in capital investment outlays.

The economy will not escape the global slowdown

After reaching 7.2% in FY 2022-23, real GDP growth is expected to slow to 6% in FY 2023-24, before rising to 7% in FY 2024-25. While indicators suggest that India's growth is stable for now, headwinds from the impact of rapid monetary policy tightening in the advanced economies, heightened global uncertainty and the lagged impact of domestic policy tightening will progressively take effect. With slower growth, inflation expectations, housing prices and wages will progressively moderate, helping headline inflation converge towards 4.5%. This will allow interest rates to be lowered from mid-2024. The trade restrictions (including export bans on various rice varieties) imposed in 2022 to fight inflation are assumed to be withdrawn. The current account deficit will narrow, reflecting abating import price pressures.

Most risks to the projections are tilted to the downside. While banks' solvency ratios and financial results have improved and the authorities have enhanced loan-loss provisioning and established a 'bad bank', any deterioration of banks' asset quality could threaten macro-financial stability. In the run-up to the 2024 elections, fiscal consolidation may be delayed, and the conclusion of trade agreements may become more difficult. A potentially below-normal monsoon season could also impact growth. Declining geopolitical uncertainty, on the other hand, would boost confidence and benefit all sectors, as would a faster-than-expected conclusion of free-trade agreements with key partners and the incorporation therein of services.

Climate change and gender gaps require targeted policies

More than half of the Indian population lives in the Indo-Gangetic Plain and is exposed to the increasingly frequent and extreme heatwaves caused by climate change. It is estimated that almost 100 000 extra lives are lost every year due to hot weather and the flooding that can follow. The economic costs are also large, including labour losses, a meagre wheat harvest, greater livestock mortality and power outages. Reducing global greenhouse gas emissions, including in India, will help limit such losses in the long term. However, measures that can immediately reduce the impact of extreme weather events are also needed, such as improved infrastructure to prevent flooding. Sustainable development also requires further progress in gender equality across many dimensions, including access to health, education and capital. Impressive results have been attained, for instance in financial inclusion, but substantial gaps remain. Policy formulation and execution should fully incorporate gender considerations and specific indicators. Enhanced policy efforts to increase childcare assistance, vocational training and life-long education for working women would also be welcome. Better enforcement of the land rights of women would strengthen their economic position and, by making it possible to use this asset as collateral, may also facilitate investments in climate mitigation and adaptation.

(Source:https://issuu.com/oecd.publishing/docs/india-oecd-economic-outlook-june-2023?fr=sNDBlZDUwNTY2MTA)

Road Ahead

In the second quarter of FY 2022-23, the growth momentum of the first quarter was sustained, and high-frequency indicators (HFIs) performed well in July and August of 2022. India's comparatively strong position in the external sector reflects the country's generally positive outlook for economic growth and rising employment rates. India ranked fifth in foreign direct investment inflows among the developed and developing nations listed for the first quarter of 2022.

India's economic story during the first half of the current financial year highlighted the unwavering support the government gave to its capital expenditure, which, in FY 2022–23 (until August 2022), stood 46.8% higher than the same period last year. The ratio of revenue expenditure to capital outlay decreased from 6.4 in the previous year to 4.5 in the current year, signaling a clear change in favour of higher-quality spending. Stronger revenue generation as a result of improved tax compliance, increased profitability of the company, and increasing economic activity also contributed to rising capital spending levels.

Despite the continued global slowdown, India's exports climbed at the second highest rate this quarter. With a reduction in port congestion, supply networks are being restored. The CPI-C and WPI inflation reduction from April 2022 already reflects the impact. In August 2022, CPI-C inflation was 7.0%, down from 7.8% in April 2022. Similarly, WPI inflation has decreased from 15.4% in April 2022 to 12.4% in August 2022. With a proactive set of administrative actions by the government, flexible monetary policy, and a softening of global commodity prices and supply-chain bottlenecks, inflationary pressures in India look to be on the decline overall.

(Source: https://www.ibef.org/economy/indian-economy-overview)

GLOBAL PHARMACEUTICALS INDUSTRY

Pharmaceuticals Market size was valued at USD 209.85 billion in 2021 and is poised to grow from USD 222.4 billion in 2022 to USD 352.98 billion by 2030, growing at a CAGR of 5.9% in the forecast period (2023-2030).

Pharmaceuticals are any kind of drug that is used for medical purposes. Pharmaceuticals are drug-containing products in specific dosages that can be used for healthcare purposes. People are increasingly becoming cautious over their life and health. This acts as a driver for this market. Even during the Covid - 19 pandemic, while all other industries were bleeding money, the pharmaceutical companies that developed vaccines for the virus continued to thrive even in a very unstable state of the economy. It is expected that the sector will continue if there are people. The pharmaceutical industry has experienced a significant shift due to advancements in technology, cost-effective manufacturing methods, and increased investment. These factors have had a positive impact on market growth. The implementation of robotic technology and Artificial Intelligence (AI) has led to a reduction in manufacturing floor downtime and product waste. These technologies have improved efficiency and productivity in pharmaceutical manufacturing processes.

With about 46% of the market share, North America was the largest market for pharmaceuticals in the global pharmaceuticals market in 2021. The Asia Pacific was the second largest region making up more than 26% of the global pharmaceuticals market. Although the need for medicines is much greater in Africa, it holds the smallest market share in the global pharmaceuticals market.

Global Pharmaceuticals Market Driver:

Growing aging population

According to the Bureau of Census, the proportion of the world's population aged 65 and over has increased from 8% in 2015 to 9% in 2021. This is an important driving force for the market. Improved living standards combined with a constantly expanding net population are causing a massive change in global demography, with many nations facing a substantial increase in the percentage of old residents. Indeed, the United Nations predicts a 56% growth in the 60-plus age group between 2015 and 2030. While longer lifespans provide several benefits to individuals and society, they exert tremendous strain on global healthcare systems. Furthermore, the increase in the patient pool has driven the demand for medicines to treat these diseases and has had a significant impact on market growth during this period.

Pharmaceuticals Market Restraint

Lack of skilled labour and fluctuating raw material cost

Market growth was limited due to a severe shortage of skilled workforce for developing drugs that require specialized skill sets. These skillsets are limited to some research organizations and medical equipment. Furthermore, the fluctuating prices of raw materials is one of the restraints hindering the growth of global pharmaceuticals market.

(Source: https://www.skyquestt.com/report/pharmaceuticals-market)

GLOBAL MCC MARKET OUTLOOK

The global microcrystalline cellulose (mcc) market was valued at $401.1 million in 2021, and is projected to reach $712.9 million by 2031, growing at a CAGR of 5.9% from 2022 to 2031.

Microcrystalline cellulose is an odourless, fine white powder, and a purified form of cellulose, which is derived from the pulp of fibrous plant material. It is a depolymerized cellulose obtained by treating alpha-cellulose with mineral acids and acid hydrolysis by using 2M hydrochloric acid at 105 degrees Celsius for 15 min. It is widely used as an anti-caking agent, texturizers, an emulsifier, and binding agent. Microcrystalline cellulose finds a wide range of applications in pharmaceuticals, food & beverages, cosmetics, textiles, and others.

The rising population across the globe, increase in disposable income among people, and rapid shift in the consumer preference for packaged food have enhanced the performance of the microcrystalline cellulose market. Moreover, an increase in food processing activity has escalated the food packaging industry.

Market Dynamics

- **Drivers:**

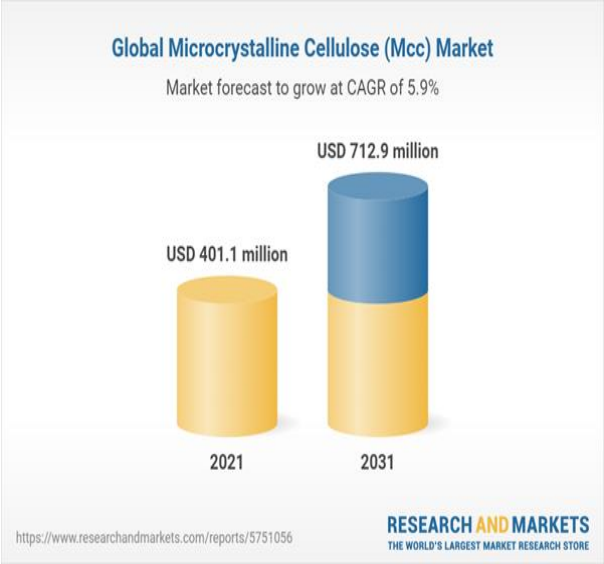
1. Impeded growth of microcrystalline cellulose in the pharmaceutical industry.
2. Robust demand for microcrystalline cellulose in personal care and cosmetic industry.

- **Restraints**

3. Availability of substitute for specific food and & beverage and pharmaceutical industry.

- **Opportunities**

4. Surge in the demand for microcrystalline cellulose in the food and beverages industry.



Key Market Segments

- **By Drying Process**

1. Bulk Drying
2. Spray Drying

- **By Application**

1. Pharmaceutical
2. Food and Beverage
3. Cosmetics and Personal Care

- **By Source Type**

1. Wood-Based
2. Non-wood based

- The regional markets for microcrystalline cellulose (MCC) industry can be divided into North America, Europe, the Asia Pacific, Latin America, and the Middle East and Africa.

Asia Pacific to Emerge as the Leading Market for Microcrystalline Cellulose (MCC)

The Asia Pacific is emerging as the market leader for the microcrystalline cellulose (MCC) industry. This is attributed to the fast-growing population in the developing economies. The disposable income of households has been rising in countries such as India and China, along with the surging demand for personal care products in the region, which is providing a thrust to market growth of MCC. North America is also predicted to witness significant growth due to the large population base with obesity. This is expected to boost the demand for healthy food items with minimal fat content, hence accelerating the microcrystalline cellulose industry.

(Source:https://www.globenewswire.com/en/news-release/2023/05/23/2674584/28124/en/Global-Microcrystalline-Cellulose-Market-Report-to-2031-Robust-Demand-for-Microcrystalline-Cellulose-in-the-Personal-Care-and-Cosmetic-Industry-Drives-Growth.html)

The emergence of pharmaceutical and food and beverages plants across the globe is projected to drive the market

Key factors such as growing population coupled with advancement in the technology, and well-established pharmaceutical industry have enhanced the performance of microcrystalline cellulose market. Microcrystalline cellulose is one of the most important excipients widely used in tableting due to its excellent binding properties in the dry state. This may act as one of the key drivers responsible for the growth of the microcrystalline cellulose market in the growing pharmaceutical sector. Furthermore, growth of the global microcrystalline cellulose market is driven by increase in demand for microcrystalline cellulose in the food processing industry in developing countries, such as China, India, and Brazil. The processed food industry has been using microcrystalline cellulose to produce low fat dairy products, which is expected to boost the microcrystalline cellulose market.

High production cost and availability of substitute is expected to act as challenging factors for microcrystalline cellulose market.

However, high manufacturing and production costs of microcrystalline cellulose is expected to hinder the market. In addition, availability of specific substitutes for microcrystalline cellulose such as carboxymethyl mcc, kappa- carrageenan, and others hamper the market growth.

Growing consumer demand for personal grooming products has driven the potential sales of the microcrystalline cellulose market

On the contrary, rapid increase in the population in both developed & developing economies, rise in import & export of various cosmetics & skincare products, up-gradation in technology, and increased focus on the cosmetic sector have increased the demand for microcrystalline cellulose, where it is used as a texturizer and binding agent in the formulation of various skincare and personal care products. In addition, microcrystalline cellulose has a wide range of applications in the medical sector. For instance, NB Entrepreneur offers purified SANCEL microcrystalline cellulose for the pharmaceutical industry. These factors are anticipated to offer remunerative opportunities for the microcrystalline cellulose market during the forecast period.

The Europe region accounted for a major market share in 2021 with 5.5% share in the global market and is projected to grow at the highest CAGR during the forecast period and. The European microcrystalline cellulose market is one of the developed markets. This region has been the epicenter of microcrystalline cellulose consumption, as consumers in this region prefer to have low-fat dairy products. This has driven the market growth in the region.

Furthermore, according to data published by, Cosmetics Europe, Germany's cosmetics and personal care industry is valued at €13.6 billion in 2021 and is expected to grow during the forecast period. Microcrystalline cellulose has a wide range of applications in the cosmetics and personal care industry where it is widely used for the formulation of skin care products and used as an abrasive & absorbent in the formulation of lotions, creams, capsules, and others. This may act as one of the key drivers responsible for the growth of microcrystalline cellulose in the growing cosmetics industry in the European region.

In 2021, the wood-based segment was the largest revenue generator, and is anticipated to grow at a CAGR of 85% during the forecast period. This is attributed to the fact that, rising population across the globe, increase in disposable income among people, and rapid shift in the consumer preference for several types of fruit juices & carbonated drinks have enhanced the performance of the food and beverages industry. It is widely used as a stabilizer, thickening agent, and anti-caking agent during the production process of processed food. Wood-based cellulose can be consumed as a natural source

of dietary fiber. This is projected to drive the growth of the wood-based microcrystalline cellulose market during the forecast period.

In 2021, the spray drying segment was the largest revenue generator, and is anticipated to grow at a CAGR of 77% during the forecast period. Spray drying helps in improving the DC properties of pharmaceutical excipients and APIs and it also



influences tableting at the distinct stages of compression, packing and rearrangement, compact formation, and ejection. Owing to this, the demand for spray-dried microcrystalline cellulose has increased in the pharmaceutical industry. Moreover, the demand for pharmaceutical products in emerging economies such as Brazil, Russia, India, China, and South Africa (BRICS); and Mexico, Indonesia, South Korea, and Turkey (MIST) has witnessed growth owing to the presence of large population base, rise in prosperity, and increased life expectancy in these countries. This is expected to fuel the demand for spray-dried microcrystalline cellulose, thereby boosting the market's growth.

By application the market is divided into pharmaceutical, food and beverages, cosmetics and personal care, and others. The pharmaceutical segment is dominated the global market, in terms of revenue in 2021 with 36% share in the global market. he major advantage of using microcrystalline cellulose is its binding capacity, chemical purity, and low reactivity. This is projected to drive the market in the coming years. Furthermore, enhanced binding capacity and highly absorbent characteristics of microcrystalline cellulose have enhanced its production capacities. For instance, DuPont and Pharmaceutical Technology are offering a wide range of microcrystalline cellulose-based products, which is in turn drives the market; thus, offering new opportunities for future growth.

The microcrystalline cellulose market is segmented on the basis of source type, drying process, application, and region. By source type, it is bifurcated into wood- and non-wood-based. By drying process, the market is categorized into bulk-drying and spray drying. By application, it is divided into pharmaceutical, food & beverage, cosmetics & personal care, and others. Region-wise, the market is studied across North America, Europe, Asia-Pacific, and LAMEA.

(Source: https://www.alliedmarketresearch.com/microcrystalline-cellulose-market)

Key Industry Players in the Global Microcrystalline Cellulose (MCC) Market

The report gives a detailed analysis of the following key players in the global microcrystalline cellulose (MCC) market, covering their competitive landscape, capacity, and latest developments like mergers, acquisitions, and investments, expansions of capacity, and plant turnarounds:

- DuPont de Nemours, Inc.
- Asahi Kasei Corporation
- Sigachi Industries Limited
- Accent Microcell Pvt. Ltd.
- DFE Pharma GmbH & Co.KG
- Others

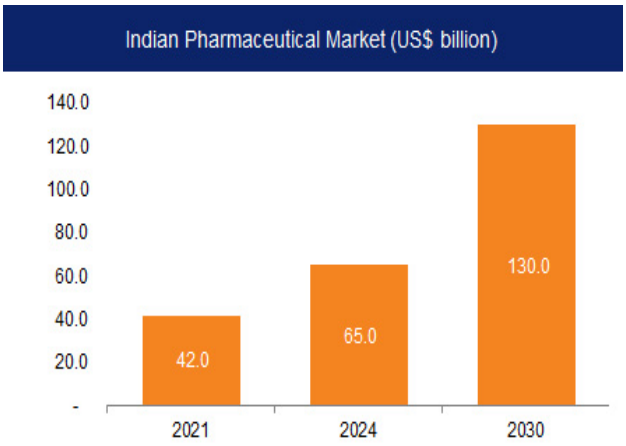
(Source: https://www.expertmarketresearch.com/reports/microcrystalline-cellulose-mcc-market)

INDIAN PHARMACEUTICALS INDUSTRY

India is the largest provider of generic drugs globally and is known for its affordable vaccines and generic medications. The Indian Pharmaceutical industry is currently ranked third in pharmaceutical production by volume after evolving over time into a thriving industry growing at a CAGR of 9.43% since the past nine years. Generic drugs, over-the-counter medications, bulk drugs, vaccines, contract research & manufacturing, biosimilars, and biologics are some of the major segments of the Indian pharma industry. India has themost number of pharmaceutical manufacturing facilities that are in compliance with the US Food and Drug Administration (USFDA) and has 500 API producers that make for around 8% of the worldwide API market.

MARKET SIZE

Market size of India pharmaceuticals industry is expected to reach US$ 65 billion by 2024, and ~US$ 130 billion by 2030. According to the government data, the Indian pharmaceutical industry is worth approximately US$ 50 billion with over US$ 25 billion of the value coming from exports. About 20% of the global exports in generic drugs are met by India.



India is among the top 12 destinations for biotechnology worldwide and 3rd largest destination for biotechnology in Asia Pacific. In 2022, India's Biotechnology industry has crossed US$ 80.12 billion, growing 14% from the previous year. The Indian pharmaceutical industry has seen a massive expansion over the last few years and is expected to reach about 13% of the size of the global pharma market while enhancing its quality, affordability, and innovation.

EXPORTS

Pharmaceutical is one of the top ten attractive sectors for foreign investment in India. The pharmaceutical exports from India reach more than 200 nations around the world, including highly regulated markets of the USA, West Europe, Japan, and Australia. India supplied around 45 tonnes and 400 million tablets of hydroxychloroquine to around 114 countries globally.

India's drugs and pharmaceuticals exports stood at Rs. 2,08,231 crore (US$ 25.3 billion) for FY23, as per the data by Pharmexcil. Exports of Drugs & Pharmaceuticals was estimated to be at US$ 2.48 billion in March, 2023 and shared 6.47% of the total exports of the month.

India is the 12th largest exporter of medical goods in the world. Indian drugs are exported to more than 200 countries in the world, with US being the key market. Generic drugs account for 20% of the global export in terms of volume, making the country the largest provider of generic medicines globally. Indian drug & pharmaceutical exports stood at US$ 24.60 billion in FY22 and US$ 24.44 billion in FY21. Indian drug & pharmaceutical exports stood at US$ 2.19 billion in September 2022.

GOVERNMENT INITIATIVES

Some of the initiatives taken by the Government to promote the pharmaceutical sector in India are as follows:

- **As per the Union Budget 2023-24:**

- A mission to eliminate sickle cell anemia by 2047 will be launched. It would involve raising awareness, conducting a comprehensive screening of seven crore individuals in the impacted tribal regions between the ages of 0 and 40, and providing counselling through coordinated efforts.
- For innovation in the pharmaceutical sector, through centres of excellence, a new initiative to encourage pharmaceutical research and innovation will be implemented. The government persuades business to spend money on R&D in a few chosen priority fields. At the grassroots level, government has also announced on building 157 nursing colleges in co-location with government medical colleges.
- The Union Cabinet, on April 26, 2023, approved the National Medical Devices Policy, 2023. The National Medical Devices Policy, 2023 is expected to facilitate an orderly growth of the medical device sector to meet the public health objectives of access, affordability, quality and innovation.

- **Scheme for Development of Pharma industry – Umbrella Scheme:**
  - The Department of Pharmaceuticals has prepared an Umbrella Scheme namely 'Scheme for Development of Pharma industry'. Which comprises of the following sub schemes:
  - Assistance to Bulk Drug Industry for Common Facilitation Centres
  - Assistance to Medical Device Industry for Common Facilitation Centres
  - Assistance to Pharmaceutical Industry (CDP-PS)
  - Pharmaceutical Promotion and Development Scheme (PPDS)
  - Pharmaceutical Technology Upgradation Assistance Scheme (PTUAS)
- **As per the Union Budget 2022-23:**
  - Rs. 3,201 crore (US$ 419.2 million) has been set aside for research and Rs. 83,000 crore (US$ 10.86 billion) has been allocated for the Ministry of Health and Family Welfare.
  - Rs. 37,000 crore (US$ 4.83 billion) has been allocated to the 'National Health Mission'.
  - Rs. 10,000 crore (US$ 1.28 billion) has been allocated to Pradhan Mantri Swasthya Suraksha Yojana.
  - The Ministry of AYUSH has been allocated Rs. 3,050 crore (US$ 399.4 million), up from Rs. 2,970 crore (US$ 389 million).
- In March 2022, under the Strengthening of Pharmaceutical Industry (SPI) Scheme, a total financial outlay of Rs. 500 crore (US$ 665.5 million) for the period FY22 to FY26 were announced.
  To achieve self-reliance and minimise import dependency in the country's essential bulk drugs, the Department of Pharmaceuticals initiated a PLI scheme to promote domestic manufacturing by setting up greenfield plants with minimum domestic value addition in four separates 'Target Segments' with a cumulative outlay of Rs. 6,940 crore (US$ 951.27 million) from FY21 to FY30.

  (Source: https://www.ibef.org/industry/pharmaceutical-india)

OUR BUSINESS

Some of the information in this section, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. Before deciding to invest in the Equity Shares, Investors should read this Red Herring Prospectus. An investment in the Equity Shares involves a high degree of risk. For a discussion of certain risks in connection with investment in the Equity Shares, you should read "Risk Factors" on page 29 for a discussion of the risks and uncertainties related to those statements, as well as "Financial Statements" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 198 and 254 *respectively, for a discussion of certain factors that may affect our business, financial condition or results of operations. Our actual results may differ materially from those expressed in or implied by these forward-looking statements. Unless otherwise stated, the financial information used in this section is derived from our Restated Financial Statements.*

Unless otherwise stated, all references in this section to "Accent" or "the Company" or "our Company" or "we" or "our" or "us" are to Accent Microcell Limited'.

COMPANY'S ORIGIN

Our company was incorporated on April 10, 2012, with the primary focus on manufacturing of the high-quality cellulose-based excipients which predominantly find application in the Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries**.** Prior to the incorporation of company, our Promoters i.e. Mr. Ghanshyam ArjanBhai Patel, Mr. Nitin JaswantBhai Patel and Mr. Vasant Vadilal Patel were operating the similar business in form of a partnership firm formed in the year 2002 under the name and style of "M/s Accent Microcell Industries". This Partnership Firm was primarily in the manufacturing of variety of excipients, driven by a strong desire to expand and propelled by the opportunities in the pharmaceuticals/excipients sector, the idea behind forming a company arouse and Accent Microcell Private Limited was incorporated on April 10, 2012. In the year 2012, Accent acquired all the Assets and Liabilities of the Partnership Firm through "Slump Sale Agreement" which was executed in June 2012.

This acquisition has not only provided us with the valuable experience of our promoters in the pharmaceuticals industry but has also brought several advantages, including:

- Access to a fully operational production Unit i.e., Unit-I (Pirana) which was used for manufacturing of variety of excipients such as Magnesium stearate (Mg. St.), Microcrystalline Cellulose (MCC).
- This unit was well equipped for the production of both Non-spray Dryer and spray dryer products.
- This Acquisition had brought the advantage of global presence in countries like Germany, Australia, Bangkok, etc.
- Acquired an in-house microbial lab adhering to International Standards and GMP certificates which help in targeting giant Pharma players in the industry.

BUSINESS OVERVIEW

Our Company is one of the ***Global leading manufacturers of Microcrystalline Cellulose (MCC)*** (**Source:* Research Report on Global Microcrystalline Cellulose (MCC) Industry, refer link https://www.expertmarketresearch.com/articles/top-5-companies-in-the-global-microcrystalline-cellulose-mcc-market). Our Company has carved a niche in the production of high-quality cellulose-based excipients, that meet international quality standards. With our two state of the art manufacturing facilities located at Pirana Road, Ahmedabad and Dahej, SEZ (Bharuch), we have developed a strong global sales model, as we are serving customers across India and in more than 45 countries including USA, Canada, Germany, UK, Japan, China, Australia, Korea, Netherlands, Turkey, Vietnam, Italy, Indonesia, Poland, Egypt, France, Thailand, New Zealand, Brazil, Russia, Mexico, Chile, Zimbawe, Denmark, Greece and many others.

Presently, we majorly manufacture Microcrystalline Cellulose ("MCC"). MCC is an odourless, fine white powder & a purified form of cellulose, which is derived from refinement of highly purified wood pulp. It is widely used as texturizer, anticaking agent, binder, lubricant, a bulking agent, diluent which finds a wide range of applications in Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries**.** We manufacture 22 grades of MCC, with particle sizes ranging from 20 microns to 180 microns. The major grades of MCC manufactured and marketed by our Company are branded under the name **"accel"**. Besides "**accel**" we also sell our products under the name "**acrocell**", "**maccel**" and "**Vincel".**

During the production process, the various grades of MCC are distinguished using different drying techniques used by our Company. We manufacture products by two drying techniques which are branded under different brand names. In our company MCC, MCC Spheres, SMCC, MCC with CMC are manufactured with spray dried product which are branded as **"accel"**. These products are known for its premium quality due to its physical properties such as direct compression, particle size, density, flow, tableting properties etc. On the other hand MCC, SMCC are manufactured with spin flash dried which are branded as **"Vincel"**.

We also manufacture co-processed excipients. Co-processed excipients are unique formulations created by combining two or more individual excipients to achieve specific properties or functionalities that cannot be attained with any single excipient alone. To meet the rising demand for co-processed excipients, we offer **"accel SMCC"** as product, which is a co-processed blend of Microcrystalline Cellulose (MCC) & Colloidal Silicon Dioxide and we also offer "**RC"** as a product, which is a co-processed blend of Microcrystalline Cellulose with Carboxy Methyl Cellulose, to cater the growing market of the co-processed excipients. We distinguish our product categories as accel, acrocell, maccel and RC.

We are a quality-focused Company and are committed to maintaining quality standards at all steps of the manufacturing cycle. The Company's manufacturing facilities are equipped with a quality control and assurance division, which conducts all necessary tests on the materials received, including raw materials used in manufacturing as well as finished goods. We have dedicated quality assurance teams who ensure compliance with our quality management systems and statutory and regulatory compliances. Quality has always been a focus area for management and is part of our organizational corporate goals. Our quality control process has resulted in certifications and approvals such as EXCiPACT, US-DMF, GMP, ISO 9001:2008, HACCP, KOSHER, HALAL & USP/NF, EP, BP, JP, IP, FCC, FSSC-22000, FSSAI etc. reaffirming our dedication to delivering top-notch quality.

PRODUCTION UNITS

Accent have established a robust manufacturing infrastructure, supported by an efficient supply chain that caters to the needs of various Indian and global clientele. With two state-of-art manufacturing facilities located in Pirana (Unit -I), Dahej SEZ (Unit - II), the company serves various categories of clients from different industries. The company is developing another facility at Navagam Kheda, which is expected to commercialised by March, 2025. For further details please refer to the chapter titled "Object of the Issue" at page no. 77 of this Red Herring Prospectus.

Unit I i.e Pirana manufacture products mainly caters to the domestic market which manufacture MCC, SMCC, PC, MCC with CMC. Unit II i.e Dahej SEZ is set up as export-oriented unit ("EOU") which is purely engaged in the manufacture of MCC, MCC sphere, SMCC, MCC with CMC which is exported to overseas customers. Our Company foresees an increase in demand for Cross Carmellose Sodium (CCS), Sodium Starch Glycolate (SSG), and Carboxymethylcellulose (CMC) within the market where we operate. To capture this growing demand, we are planning to enhance the production capacity of CCS, SSG and CMC by establishing a new facility at Navagam Kheda. The company will utilize the Net Proceeds of the Issue for setting up this new plant.

Our total installed capacity from the existing two facilities is 8,000 metric tonnes per annum and with our ongoing capex, we intend to add 2400 metric tonne which make the total capacity of our company as 10,400 metric tonnes per annum. It also enables us to deliver products that are specifically tailored to customer needs and help us in entering into untapped regions. For further details, please refer to the chapter titled "Object of the Issue" at page 77 of this Red Herring Prospectus.

Pictures of both the Units are provided below: -

UNIT: 1 (Pirana)



UNIT: 2 (Dahej, SEZ)



CAPACITY AND CAPACITY UTILISATION

Set forth below is the detail of Capacity utilization of our manufacturing units for last three F.Y details –

Particulars of manufacturing unit	March 31, 2023	March 31, 2022	March 31, 2021
A. Dahej			

Installed Capacity (MTPA)	6,000	6,000	6,000
Production Capacity (MTPA)	5,700	5,400	5,400
Capacity Utilisation (%)	95	90	90
B. Pirana			
Installed Capacity (MTPA)	2,000	2,000	2,000
Production Capacity (MTPA)	2,000	2,000	2,000
Capacity Utilisation (%)	100	100	100

Note - As certified by Cost Auditor i.e., Ms. P. D Modh and Associates, Cost Accountants vide their Certificate dated October 31,2023 vide UDIN 2316651ZZQUB765RDW.

OUR COMPANY OFFERS 7 PRODUCTS, WHICH ARE CATEGORIZED UNDER 4 BRAND NAMES AS FOLLOWS:

accel/Vincel

- Microcrystalline Cellulose (MCC) - Spray Dried / Spin Flash Dried
- Microcrystalline Cellulose Spheres (MCC Spheres)
- Silicified Microcrystalline Cellulose (SMCC)
- Powdered Cellulose (PC)
- Microcrystalline Cellulose with Carboxy Methyl Cellulose (Co-Processed)

acrocell

- Croscarmellose Sodium (CCS)

maccel

- Magnesium Stearate (Mg. St.)

Our revenue break-up (as per the restated standalone financials of the Company) for the preceding three fiscals and for the period ended June 30,2023 based on the revenue received from the sale of our products in different industries is as under:-

(Figures in Lakhs)

Particular	For the period ended on June 30,2023		Financial year ended on March 31, 2023		Financial year ended on March 31, 2022		Financial year ended on March 31, 2021	
	Amount	In %	Amount	In %	Amount	In %	Amount	In %
Pharmaceuticals	4,277.68	72.74	14,672.98	71.86	12,029.86	72.60	9,628.92	72.63
Nutraceuticals	618.89	10.52	2,138.19	10.47	1,594.91	9.62	1,404.52	10.59
Food	983.99	16.73	3,607.59	17.67	2,946.36	17.78	2,223.37	16.77
Total	**5,880.56**	100.00	**20,418.76**	100.00	**16,571.13**	100.00	**13,256.80**	100.00

DETAILS OF EACH PRODUCT

1. accel - Microcrystalline Cellulose (MCC)

We are engaged in manufacturing of Microcrystalline Cellulose ("MCC"). MCC is basically the outcome of the refinement of highly purified wood pulp. MCC is used as a texturizer, anticaking agent, extender, fat substitute, binder, filler, disintegrant, flow aid, lubricant, sugar coating additive and a bulking agent in food production. Its silent features can also be mentioned as superior compressibility, high dilution potential, optimum particle size distribution, low friction coefficient, good flowability and fast disintegration.

MCC is pure and does not contain organic or inorganic contaminants. MCC is considered to be the finest element for tableting as it abolishes all formulation-related problems. As an alternative to Carboxymethyl Cellulose and Lactose, MCC is used in plaque assays for counting viruses. Also, to mention, the most common form of MCC is used in vitamin supplements and tablets.

We manufacture 22 grades of MCC, with particle sizes ranging from 20 microns to 180 microns having varied applications in the pharmaceutical, nutraceutical, Food, Cosmetic, and other industries. Here's a detailed breakdown of their respective uses in each industry:

APPLICATION OF MICROCRYSTALLINE CELLULOSE (MCC)

Industries	Functionality and Grades
For Pharmaceuticals & Nutraceuticals Cellulose-based excipients are widely used in pharmaceutical and nutraceutical industries due to their unique physiochemical properties. Microcrystalline cellulose is commonly used as a diluent or binder. 	MCC is finest element for tableting because of its purity. Used as an alternative to Carboxymethyl Cellulose and Lactose. Most commonly used in vitamin supplements & tablets.

accel [101]	• Free flowing, ideal for wet granulation • For Wet granulation, extrusion, spherization
accel [102_102HD]	• Larger Size, For direct compression • Better Flow, improve flow properties of crystalline API's, Proper disintegration
accel [103]	• Low moisture content. Free flowing • For moisture sensitive API's, Compatible with crystalline materials
accel [105]	• Finest size • Direct compression of crystalline API's, ideal for dry granulations, and wet granulations
accel [112]	• Coarser particles, beneficial for direct compression, Lower in moisture content • Direct compression of high moisture sensitive drugs
accel [113]	• Fine particle size, low moisture content • For better granulation of moisture sensitive drugs, roller compaction and dry granulation
accel [200]	• Larger particle size, Better flow, good compressibility • Beneficial in weight variation drawback, thus improve content uniformity
accel [301]	• High density particles • High Density, better flow, weight, uniformity, better capsule filling

For Food, Bakery & Dairy





MCC is used as to enhance food products such as meats, bakery items, dairy, etc.

DAIRY

- Used in ice-cream as a stabilizer to prevent from crystallization
- Bulking agent
- Improves texture
- Improves texture & mouth feel in processed cheese

accel[105]	• Low particle size • Useful as a gelling agent

For Cosmeceuticals & Personal Care



MCC is derived from cellulose, a natural polymer found in plant cell walls. It is used as a bulking agent, stabilizer, texture enhancer, and oil-absorbing agent in various formulations. MCC helps enhancing the spreadability of creams, lotions, and powders.

accel[101]	• Free flowing, ideal for wet granulation • Works as a diluent
accel[102]	• Larger particle size, ideal for scrubbing • Works as a diluent
accel[105]	• Finest particle size • Ideal for gelling

For Paints, Ceramics, Construction & Cements



Applications (Paints & Ceramics)

- Used as a rheology modifier to control viscosity & flow
- Used as an opacifier to improve whiteness
- Used to improve durability and scrub resistance
- Used to improve uniformity and adhesion
- Used as a plasticizer in ceramics to control shape

Applications (Construction & Cement)

- Used as a rheology modifier to control viscosity &
- Mixability of the materials
- Used to control water retention properties to improve workability and hydration
- Used to improve fiber reinforcement and control
- mechanical properties of cement-based materials
- Used as a micro-filler
- Used to control durability of materials

Products

- accel MCC 105
- accel MCC 102
- accel MCC 101

For Welding Electrodes



It is primarily used as a coating agent to electrodes. It improves their welding properties depending upon the type of the coating.

Benefits	**Product**
• Useful in Metal Arc welding and High Arc Voltage	accel MCC 101
• Deep penetration welding in any position	accel MCC 102
• Light amount of slag	
• Welding in vertical down position	
• Circumferential welds on pipelines	

For Filtration



MCC enhances filtration efficiency, captures suspended solids, and improves cake formation, making it valuable for liquid and air filtration.Ideal for filtration of all types of organic solutions, brine, edible oils, as well as galvanic baths.

Benefits	Product
• A reliable depositing media	accel MCC 101
• Economical filter aids	accel MCC 102
• Excellent separating ability	
• Used as membrane support material	

For Rubber



It improves the mechanical properties of rubber products. It is widely utilized in applications such as tires, conveyor belts, seals, and various rubber molded products.

Benefits	Product
• Staring material to bio-plastics	accel MCC 101
• Thickening to high viscous materials	accel MCC 102
• Improve ease of molding	
• Antiadherant to wall of the dies	
• Film-forming agent	
• Improves stiffness and durability	
• Enhance thermal stability	

For Plastics



It is a versatile additive used as a filler, reinforcing agent, and processing aid in plastic formulations, resulting in stronger and more stable plastic products.

Benefits	**Product**
• Used as Reinforcing filler to improve tensile	accel MCC 101
• strength, tear and abrasion resistance	accel MCC
• Reduce the energy required for dispersion.	
• Reduce Internal temperature during compounding.	
• Control viscosity, breathability and stability.	
• Improve bonding and adhesion to other materials.	
• Improve homogeneity and uniformity.	

2. accel - Microcrystalline Cellulose Spheres (MCC Spheres)

For Pharmaceuticals & Nutraceuticals

MCC spheres are carriers for Potential Apis and nutraceuticals for targeted drug delivery system, can be filled into capsules or compacted into tablets. While the tight particle size distribution maximizes content uniformity.

Characteristics	Product
• Spherical In Shape • 100 % Cellulose Spheres • Low Moisture • Feasible For Coating in Fluid bed dryers • High Surface Area • Uniform Coating of API • Better Compressibility	• Accel MCC Spheres 100 • Accel MCC Spheres 200 • Accel MCC Spheres 350 • Accel MCC Spheres 500 • Accel MCC Spheres 700 • Accel MCC Spheres 1000

3. accel - Silicified Microcrystalline Cellulose (SMCC)

For Pharmaceuticals & Nutraceuticals

SMCC is a co-processed blend of Microcrystalline Cellulose (MCC) and Colloidal Silicon Dioxide by spray drying technology. It brings better flowablity to MCC's excellent compaction. Its dual characteristics of brittle fracture as well as plastic deformation; leading to superior binding properties. It can even replace granulations, while reducing no. of required excipients.

<table>
<tr>
<td rowspan="2">accel SMCC 50
• High intrinsic flow
• Enhanced lubrication efficiency
• Superior binding properties
• Enhance blending efficiency
• Ideal for capsule manufacturing
• Improved properties like weight uniformity, friability, disintegrations, etc</td>
<td>accel SMCC 50LD
• Low density
• Better for low dose drugformulation
• Flow improvement of crystallineblends</td>
<td rowspan="2">accel SMCC 90-HD 90
• Excellent compactibility
• Desired flow properties
• Good flow to direct compression
• API'S
• Increased production capacity
• Easy for dry bledding in capsule
• Improved blending properties</td>
</tr>
<tr>
<td>accel SMCC 90LM
• Low moisture content, better compressibility of low moisture sensitive dugs, direct compression</td>
</tr>
</table>

For Cosmeceuticals & Personal Care

Microcrystalline Cellulose is derived from cellulose, a natural polymer found in plant cell walls. It is used as a bulking agent, stabilizer, texture enhancer, and oil-absorbing agent in various formulations. MCC helps enhancing the spreadability of creams, lotions, and powders.

accel 101	accel 102	accel 107
• Free flowing, ideal for wet granulation • Works as a diluent	• Larger particle size, ideal for scrubbing • Works as a diluent	• Finest particle size • Ideal for gelling

4. accel - Powdered Cellulose (PC)

For Pharmaceuticals & Nutraceuticals

Powdered Cellulose or Alpha Cellulose is a purified, mechanically disintegrated cellulose prepared from alpha-cellulose of fibrous plant materials. It is an odorless, tasteless, hydrophobic powder of various particle sizes, and forms - from flaky & coarse to fluffy & free flowing.

- Tablet diluent and filler in two-piece
- Hard capsules
- A bulking agent
- To increase the physical size of the dosage form
- Acceptable compression properties
- Reduce the sedimentation rate of oily suspension fills
- Suspending agent in aqueous suspensions
- Good for extrusion/spheronization

For Food, Bakery & Dairy

Powdered cellulose is an inert substance and is not degraded during digestion and has no appreciable absorption and is useful to provide dietary bulk.

- Anticaking Agent
- Used as a Binder
- Used as a Texturizer
- Works as a dietary fiber
- Used to control calory intake
- Used to provide firmness

For Cosmeceuticals & Personal Care

In cosmetics and personal care products, it is used as an absorbent, texturizer, and thickening agent. Powdered Cellulose helps improve product consistency, provides a smooth feel, and enhances the spread ability of products.

- Works as great absorbent
- Best thickener than other synthetics
- Can be used as a texturizer
- Is natural and non-irritating
- Can be used a bulking agent
- Has good compatibility

Usage in Textile & Leather

- Used as a sizing, leveling, and thickening agent
- Used as a hypoallergen
- Used to inhibit the growth of bacteria
- Best for making medical clothing, smooth, and soft clothing
- Can withstand climate changes
- Has long tenacity

Usage in Paper & Board

- Used as an antisticking agent
- Used as a natural filler
- Used to improve surface coating, ink absorption and print quality
- Used to enhance Texture & Bulk
- Is a naturally derived, sustainable material

5. acrocell - Croscarmellose Sodium (CCS)

For Pharmaceuticals & Nutraceuticals

CCS is an internally cross-linked polymer of sodium carboxymethyl cellulose and at Accent is available as Acrocell. Possessing the nature of being cross-linked, it is insoluble, hydrophilic and highly absorbent. Being uniquely fibrous, it holds remarkable water wicking capabilities. CCS improves bioavailability of formulations through its drug dissolution and disintegration attributes. E468 cross-linked sodium carboxymethyl cellulose is commonly used as a food stabilizer and thickener, and it can also assist in emulsification in food applications.

CCS, is a cross-linked polymer of Carboxy Methyl Cellulose and Sodium. It appears as white, fibrous, free-flowing powder. With Acrocell tablet may disintegrate appropriately, ultimate good dissolution and actives absorption / desired bioavailability.

Application of CCS

- Rapid disintegrator in pharmaceutical formulations for tablets, capsules and granules.
- CCS effectively combines with insoluble and filler binders such as MCC and DCP.
- It is preferable for non-starch base formulation products.
- CCS being a rapid disintegrator, tablet dissolution can be easily achieved.
- Efficient for low use of level.
- CCS works well for insensate hardness of tablets & finer dissolution stability for a long term.

acrocell

- Low concentration will beneficial.
- Desired disintegration of tablet
- Capillary action / wicking action

acrocell LM

- Better disintegration
- Ideal for low moisture sensitive drugs

6. maccel - Magnesium Stearate (MS)

For Pharmaceuticals & Nutraceuticals

MS acts a lubricant it provides a free flow to the blend throughout the manufacturing process. Thus, speeding up production. It also prevents molecular clumping which ensures accurate dosage form.

With its lubricating properties, MS prevents the ingredients from sticking to the machines during the compression of chemical powders into production of solid tablets thus speeding up production. MS is a sugar binder for candies and is also commonly used in baby foods.

The FDA classifies MS as a glidant or a granulating agent. MS functions in preventing molecular clumping thus ensuring accurate dosage of every pill. It is an inactive ingredient binding the active ingredients of a pill or a capsule. MS acts as a masking agent for taste & odour of active ingredients and helps prolong the shelf life of pharmaceuticals.

Application of MS

- Used as lubricant in tableting & pharmaceuticals
- Works as flattening agent in paints and varnishes
- Functions as stabilizer & lubricant in engineering & plastics
- Acts as soothing agent in talcum powder & other cosmetics
- Serves as emulsifying agent in cosmetics & anti-caking agent in foods

7. RC - Microcrystalline Cellulose with Carboxy Methyl Cellulose (Co-Processed)

Our MCC with Carboxy Methyl Cellulose find applications across wide industries, including Pharmaceuticals & Nutraceuticals, Food, Bakery & Dairy, Cosmeceuticals & Personal Care, as well as Paints, Ceramics, Construction, and Cements.

Desired viscosity modifier in Suspensions as well as emilsions formulations

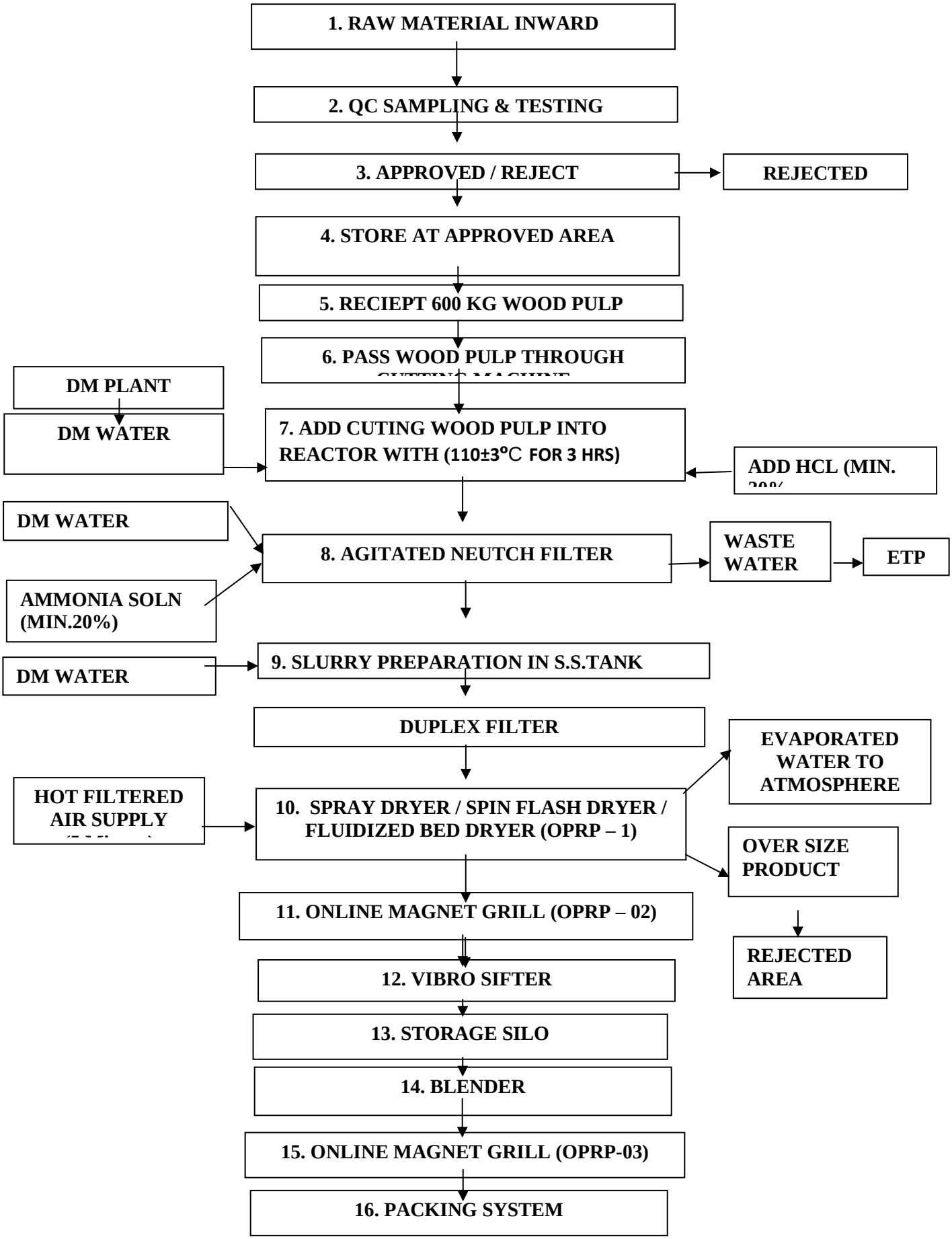
Characteristics

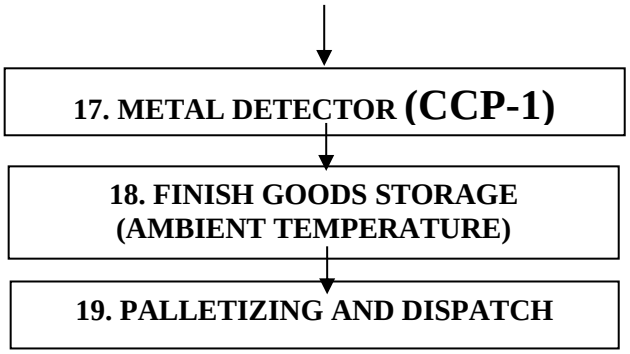
- Viscosity Modifier
- Stabilizer

Product

- RC 581
- RC 591

PROCESS FLOW CHART





OUR COMPETITIVE STRENGTH

1. Expansion in domestic & overseas market (Geographic Diversification):

The Company is very aggressive in promoting its range of products in domestic & international market through participating in frequent visit to customers, marketing & advertisement at relevant platforms. In future, company will focus to expand its geographical reach in maximum countries by exploring unexplored potential & assured promotional venues.

With the help of our premium quality products, we have been able to create a long-standing market presence in India and internationally. We cater to various end users, merchants and exporters. We export our products to in more than 45 countries including USA, Canada, Germany and Others. A break up of the domestic and export sales of products (as per the restated standalone financials of the Company) for the past three financial years and stub period is depicted in the table below:-

State/ Country	June 30,2023		March 31, 2023		March 31, 2022		March 31, 2021	
	Amount	In %	Amount	In %	Amount	In %	Amount	In %
Domestic Sales								
Gujarat	1,605.88	27.31%	4,953.53	24.26%	3,725.45	22.48%	3,235.87	24.41%
HIMACHAL PRADESH	180.73	3.07%	635.37	3.11%	680.30	4.11%	516.04	3.89%
Maharashtra	160.83	2.74%	902.34	4.42%	632.02	3.81%	454.75	3.43%
UTTARAKHAND	105.88	1.80%	343.88	1.68%	325.92	1.97%	307.90	2.32%
TELENGANA	89.33	1.52%	193.12	0.95%	144.85	0.87%	71.73	0.54%
WEST BENGAL	44.77	0.76%	107.98	0.53%	22.10	0.13%	40.86	0.31%
HARYANA	15.63	0.27%	33.78	0.17%	38.96	0.24%	41.17	0.31%
U.P.	11.14	0.19%	39.45	0.19%	16.45	0.10%	11.82	0.09%
TAMILNADU	10.02	0.17%	60.66	0.30%	30.14	0.18%	18.45	0.14%
SIKKIM	9.85	0.17%	23.82	0.12%	11.11	0.07%	15.89	0.12%
PUNJAB	9.82	0.17%	41.95	0.21%	32.20	0.19%	24.55	0.19%
RAJASTHAN	9.40	0.16%	36.06	0.18%	25.64	0.15%	4.18	0.03%
J & K	4.72	0.08%	27.19	0.13%	34.21	0.21%	22.01	0.17%
ASSAM	0.63	0.01%	4.22	0.02%	-	0.00%	-	0.00%
KARNATAKA	0.55	0.01%	56.01	0.27%	10.79	0.07%	5.43	0.04%
PUDUCHERRY	0.11	0.00%	1.83	0.01%	0.05	0.00%	1.18	0.01%
ANDHRA PRADESH	-	0.00%	5.11	0.03%	0.04	0.00%	-	0.00%
DADRA & NAGAR HAVELI	-	0.00%	-	0.00%	5.09	0.03%	8.57	0.06%
DELHI	-	0.00%	2.70	0.01%	12.25	0.07%	6.10	0.05%
ODISHA	-	0.00%	0.47	0.00%	-	0.00%	-	0.00%
Total I								
Export Sales								
Brazil	651.80	11.08%	992.37	4.86%	539.24	3.25%	443.72	3.35%
United Kingdom	344.67	5.86%	615.49	3.01%	1,247.24	7.53%	1,247.40	9.41%
Republic of Korea	296.05	5.03%	1,019.04	4.99%	528.95	3.19%	479.55	3.62%

Turkey	286.98	4.88%	639.63	3.13%	300.56	1.81%	166.93	1.26%
Germany	250.38	4.26%	767.57	3.76%	302.29	1.82%	198.85	1.50%
Colombia	226.65	3.85%	618.09	3.03%	167.30	1.01%	172.33	1.30%
UNITED STATES	206.25	3.51%	610.63	2.99%	944.17	5.70%	766.90	5.78%
Netherlands	166.23	2.83%	405.95	1.99%	1,016.19	6.13%	519.33	3.92%
Indonesia	121.15	2.06%	531.23	2.60%	692.34	4.18%	386.29	2.91%
THAILAND	115.17	1.96%	463.72	2.27%	202.96	1.22%	15.44	0.12%
Bangladesh	112.86	1.92%	915.81	4.49%	325.14	1.96%	201.28	1.52%
Australia	106.05	1.80%	626.98	3.07%	577.86	3.49%	277.84	2.10%
Poland	98.34	1.67%	525.55	2.57%	354.48	2.14%	253.12	1.91%
Italy	88.91	1.51%	407.29	1.99%	213.24	1.29%	385.91	2.91%
Mexico	70.35	1.20%	163.28	0.80%	228.94	1.38%	33.81	0.26%
Spain	61.85	1.05%	258.37	1.27%	360.46	2.18%	280.41	2.12%
Hungary	54.81	0.93%	67.82	0.33%	8.14	0.05%	65.03	0.49%
Israel	45.02	0.77%	245.75	1.20%	214.18	1.29%	127.17	0.96%
Socialist Republic of Vietnam	43.96	0.75%	183.16	0.90%	347.51	2.10%	98.19	0.74%
Greece	42.51	0.72%	202.98	0.99%	110.93	0.67%	63.31	0.48%
UNITED ARAB EMIRATES	38.93	0.66%	271.54	1.33%	185.63	1.12%	55.39	0.42%
Russia	35.77	0.61%	652.49	3.20%	792.28	4.78%	814.62	6.14%
Pakistan	34.58	0.59%	80.45	0.39%	41.22	0.25%	86.59	0.65%
Egypt	26.77	0.46%	897.97	4.40%	407.07	2.46%	313.29	2.36%
Canada	24.57	0.42%	52.16	0.26%	146.64	0.88%	100.12	0.76%
Switzerland	22.89	0.39%	23.51	0.12%	-	0.00%	-	0.00%
Denmark	22.02	0.37%	0.41	0.00%	-	0.00%	199.82	1.51%
ZIMBABWE	14.04	0.24%	-	0.00%	-	0.00%	-	0.00%
Sri Lanka	6.06	0.10%	11.36	0.06%	27.45	0.17%	70.80	0.53%
Chile	4.57	0.08%	11.05	0.05%	22.27	0.13%	17.81	0.13%
Belgium	1.10	0.02%	-	0.00%	-	0.00%	-	0.00%
Argentina	-	0.00%	239.08	1.17%	122.01	0.74%	90.03	0.68%
Bahrain	-	0.00%	-	0.00%	23.81	0.14%	-	0.00%
Ecuador	-	0.00%	-	0.00%	-	0.00%	1.83	0.01%
France	-	0.00%	5.98	0.03%	-	0.00%	-	0.00%
Iran	-	0.00%	-	0.00%	107.75	0.65%	275.65	2.08%
Ireland	-	0.00%	63.51	0.31%	-	0.00%	-	0.00%
Japan	-	0.00%	-	0.00%	-	0.00%	1.73	0.01%
Morocco	-	0.00%	320.03	1.57%	79.94	0.48%	92.71	0.70%
New Zealand	-	0.00%	20.75	0.10%	12.16	0.07%	14.73	0.11%
Singapore	-	0.00%	-	0.00%	5.58	0.03%	-	0.00%
South Africa	-	0.00%	18.35	0.09%	129.88	0.78%	118.43	0.89%
Tunisia	-	0.00%	19.95	0.10%	18.51	0.11%	-	0.00%
Ukraine	-	0.00%	-	0.00%	19.27	0.12%	33.94	0.26%
Total II	**3,621.27**	**61.58**	**12,949.30**	**63.42**	**10,823.56**	**65.32**	**8,470.31**	**63.89**
Total (I + II)	**5,880.56**	**100.00**	**20,418.76**	**100.00**	**16,571.13**	**100.00**	**13,256.80**	**100.00**

2. One of the leading manufacturers of MCC (cellulose based excipient) with over a decade experience.

We have a legacy of more than a decade in the cellulose-based excipient industry. We manufacture various excipients and market them under our brand names such as accel, maccel, etc. With over 10 years of continuous growth, two manufacturing facilities and consistent focus on delivering premium quality product, our Company is one of the ***Global leading manufacturers of MCC*** (*Source:* Research Report on Global Microcrystalline Cellulose (MCC) Industry, refer link https://www.expertmarketresearch.com/articles/top-5-companies-in-the-global-microcrystalline-cellulose-mcc-market).

3. Strategically located manufacturing facilities.

With a view to strategically expand our operations and ensure our market presence in domestic and international markets, we have set up two state-of-art manufacturing facilities namely Pirana ("Unit I") and Dahej, Gujarat ("Unit II") which helps us provide timely, efficient and customized delivery of our products in terms with the specific demographic needs. Unit II located in the SEZ is entirely export-oriented unit. By utilizing the Net Proceeds of this Issue, we intend to tap the growing demand in the existing market where our company serves, of CCS, SSG and CMC by establishing of New Facility at Navagam Kheda. For further details, please refer to the chapter titled "Objects of the Issue" at page 77 of this Red Herring Prospectus.

4. Government Incentives

As on date of this Red Herring Prospectus, our Company is availing benefits under the Remission of Duties and Taxes on Export Products Scheme. Therefore, for exports originating from our Pirana unit, we have access to incentives through the Duty Drawback scheme and the RoDTEP (Remission of Duties and Taxes on Exported Products) scheme. These incentives play a pivotal role in facilitating our company's export activities and expanding our international presence.

Our company enjoys benefits from various export incentives. For exports originating from our Dahej unit, we are eligible to participate in the "Merchandise Exports from India Scheme" (MEIS), which is offered by the Central Government of India. Under the MEIS scheme, a percentage of the achieved Free on Board (FOB) value, ranging from 2%, 3%, to 5%, is provided as incentives. These incentives are disbursed in the form of MEIS duty credit scrips, which can be used to offset various taxes and duties, including excise duty and customs tax. These scrips are highly transferable and can be applied toward payments for excise duty, service tax, and customs duty. Now, the MEIS scheme has been withdrawn by the Government of India w.e.f. January 1, 2021 and has been replaced by the Remission of Duties and Taxes on Export Products Scheme (RoDTEP).

5. Strong supplier base for sourcing of raw materials/ products

Our Company has developed strong supply chain for the procurement of raw materials required for manufacturing our products. Mainly, our Company is engaged in the business of manufacturing MCC of various grades for which wood pulp in the form of wood pulp sheets is used as the primary raw material during our manufacturing process which are majorly imported from Indonesia, Canada, Sweden, by our suppliers or by us. While, we do not have any long-term contracts with any of our suppliers. However, we have maintained good relationships with our major suppliers. We believe our good relationships with our suppliers enable us to obtain good quality products within the prescribed timelines. We continually strive to maintain strong relationships with our suppliers in order to derive better insight into the markets for our raw materials, which helps us to manage our raw material supply chain, resulting in greater predictability of supply and, consequently, a greater ability to meet production schedules and achieve on time delivery for our customers. We have successfully leveraged the past experience of our management in maintaining effective supplier relationship.

6. Robust Quality and Service Standards

We maintain stringent quality standards in our manufacturing unit to ensure that our products consistently meet customer requirements. We have implemented comprehensive quality control processes for both raw materials and finished goods, aligning with internal and international quality standards. As part of our export operations, we adhere to the quality conditions and processes prescribed under the United States Pharmacopeia (USP), European Pharmacopoeia (EP), British Pharmacopoeia (BP), Japanese Pharmacopoeia (JP), and Indian Pharmacopoeia (IP). To oversee these processes effectively, we have a dedicated Quality Division that conducts necessary standard operating procedures (SOPs) and standard test procedures (STPs) on raw materials and finished products.

Our Quality Division rigorously checks and inspects raw materials and finished products to ensure that the desired level of quality is consistently achieved. They employ SOPs, STPs, and calibration techniques in our fully equipped in-house testing facility, which is equipped to meet the specifications required by the USP, BP, IP, and EP. To guarantee that the products we dispatch or sell are of the highest quality.

Key points:

- ✓ We have a fully established, well-equipped in-house quality control laboratory for comprehensive physical, chemical, and microbial testing of raw materials, in-process stages, and finished products.
- ✓ Our Quality Assurance (QA) and Quality Control (QC) departments are separate entities, ensuring adherence to best laboratory practices.
- ✓ All test methods are meticulously validated in accordance with pharmacopeial guidelines.

- ✓ Across the organization, we diligently follow SOPs and adhere to Good Documentation Practices (GDP) to maintain quality standards.

7. Quality Certifications

Our company proudly holds several quality certifications including EXCiPACT, US-DMF, GMP, ISO 9001:2008, HACCP, KOSHER, HALAL & USP/NF, EP, BP, JP, IP, FCC, FSSC-22000, FSSAI, reaffirming our dedication to delivering top-notch quality. The Company has carved a niche in the production of high-quality products that meet international quality standards.

OUR BUSINESS STRATEGY

1. Establishing New Facility to meet the rising demand for CCS, SSG, and CMC

Over the years we have increased our production capacities through consistent growth and innovation. With the view to expand our manufacturing operations, in Fiscals 2013, we had set up additional manufacturing facilities at Dahej SEZ. Now, Our Company foresees an increase in demand of Cross Carmellose Sodium (CCS), Sodium starch glycolate (SSG) and Carboxymethylcellulose (CMC) within the market where we operate and to the tap the growing market, we intend to utilize the Net Proceeds of this Issue to setup the manufacturing facility for the production of CCS, SSG and CMC by establishing of New Facility at Navagam Kheda. With this, we intend to touch 2400 metric tonnes which make the total capacity of our company as 10,400 metric tonnes per annum.

2. Diverse Product Portfolio & Quality Services:

We are engaged in manufacturing of MCC which is widely used as an excipient for finished dosages in the pharmaceutical industry, as a stabilizer, anti-caking agent, fat substitute and emulsifier in food industry and as a fat substitute, thickener and binder in cosmetics. Currently, we manufacture MCC of various grades particle size ranging from 20 microns to 180 microns at our manufacturing units. Furthermore, our company intended to manufacture new range of excipients namely CCS, SSG and CMC and higher grades of MCC at the Proposed Unit. We intend to increase our market share by exploring untapped markets by offering innovative value-added products, as part of our strategy to widen growth prospects. We shall also continue to explore opportunities in different regions and countries abroad to enhance our geographical reach.

3. Increasing our Global presence

Our income from exports grew at a CAGR of 23.64% from ₹ 8470.31 lacs in Fiscal 2021 to ₹ 12,949.30 lacs in Fiscal 2023. With our global sales, we are currently exporting our products to Forty-Five (45) countries including USA, Canada, Germany and others and plan to expand our export operations globally. Through a combination of increased capacities, reduced costs, wider range of product specifications and services adhering to global standards, marketing initiatives, competitive pricing and more efficient use of our resources, we intend to expand our global footprint with diversified applications for our products in various industries.

4. Focus on quality

Ensuring the quality of our offerings is a top priority for our company. It is essential to uphold our high-quality standards, as this fosters customer satisfaction and encourages repeat orders from our clients. By maintaining consistent quality, we not only preserve our reputation but also strengthen our brand value, leading to increased business opportunities.

PLANT & MACHINERY:

Our manufacturing unit have been setup using the machineries and components which are fully owned by the company, acquired from reliable sources in India as well as abroad. Our manufacturing units house various material handling and preparation equipment. Our unit wise plant and machinery is as follows:

Major Drying Machines

Machinery Name	Specification
Dahej Unit	
Spray Dryer – 2 Quantity	Slurry Feed rate:2m3Hr Evaporation capacity:1600 liters/hr.

	Dry powder Output:400 kgs/hr. MOC: SS-304
Pirana unit	
Spray Dryer – 1 Quantity	Slurry Feed rate:425 Liter/hr. Evaporation capacity: 425 Liter/hr. Dry powder Output:85 kgs/hr. MOC: SS-304
Spin Flash Dryer- 1 Quantity	Dry powder Output:165 kgs/Hr. MOC: SS-304








a) Unit I:

The following is the list of major plant and machineries we have installed at Unit I:

Sr. No.	EQUIPMENT NAME	UNIT	MAKE	CAPACITY
1.	Glass Lined Reactor	3 Nos	GMM	5000 Litres
2.	Nautch Filter Tank	3 Nos	Self – Fabricated	6000 Litres
3.	Slurry storage tank	1 Nos	Self – Fabricated	10000 Litres
4.	Slurry storage tank	1 Nos	Self – Fabricated	5000 Litres
5.	Filter Press (21 Plate)	1 Nos	Maruti	10000 lit/hr

6.	Pulp Shredder	2 Nos	Self – Fabricated	1000 kg/hr
7.	Blender	3 Nos	Sachi Engineering	2000 lit
8.	Vibratory Shifter	6 Nos	Delite Industry	100 kg/hr
9.	Agitated Nautch Filter	3 Nos	System Angi-tech	5000 lit
10.	Pulp Shredder	2 Nos	Ground floor	1000 kg/hr
11.	Hag Boiler	1 Nos	Fire tech Engineering	1200000 k.cal
12.	Oil Boiler	1 Nos	Alfa Boiler	600000 k.cal
13.	Compressor	2 Nos	Venus Compressor	8.0 kg
14.	Bag Printing machine	1 Nos	Videojet (1280)	----
15.	EOT Crane	1 Nos	----	3.0 Ton
16.	DG set	1 Nos	Sudhir	500 KVA
17.	Transformer	1 Nos	Rectifier	320 KVA
18.	Collection Tank (ETP)	2 Nos	Self – Fabricated (RCC)	----
19.	Flocculation Chamber (ETP)	1 Nos	Self – Fabricated (RCC)	----
20.	Primary Setling Tank (ETP)	1 Nos	Self – Fabricated (RCC)	----
21.	Aeriation Tank (ETP)	1 Nos	Self – Fabricated (RCC)	----
22.	Secondary Setling Tank (ETP)	1 Nos	Self – Fabricated (RCC)	----
23.	Filter Press (ETP)	1 Nos	Self – Fabricated (RCC)	----
24.	Digital Weight balance	3 Nos	Prime Industries	200 kg
25.	Digital Weight balance	1 Nos	Honeywell	500

b) Unit II:

The following is the list of major plant and machineries we have installed at Unit I:

Sr. No.	EQUIPMENT NAME	UNIT	MAKE	CAPACITY
1.	Wood Pulp cutter machine	03 Nos	Self- Fabricated	N/A
2.	Glass line reactors (1, 2,8)	03 Nos	Swiss Glass Coat	6.3 KL
3.	Glass line reactors (3-7,9)	06 Nos	GMM	6.3 KL
4.	Agitated Nutsche Filters	09 Nos	System Engitech Pvt.	6KL
5.	Slurry storage tanks	08 Nos	Sachi eng. Pvt. Ltd.	15 KL
6.	Vibro sifters	05 Nos	Separation techniques	9 TPD
7.	Holding silo	02 Nos	Self-Fabricated	03 Ton
8.	Online packing system	02 Nos	Techno weighing system	300 bags of 25 kgs/hr
9.	Digital weighing balance #1	01 Nos	Prime Instrument	1000 Kgs
10.	Digital weighing balance #2	01 Nos	Prime Instrument	200 Kgs
11.	Digital weighing balance #3	01 Nos	Prime Instrument	200 Kgs
12.	Steam boiler	01 Nos	Thermax	06 Ton
13.	Hot air generator	02 Nos	Fire tech.	3500000 Kcal/hr
14.	R.O./D.M./U.F.	01 Nos	Panda water tech	25000 ltr/hr
15.	Blender	01 Nos	Raj Equipment	20000 ltr
16.	Dust collector	03 Nos	Am equipment	1750 cfm
17.	Hydraulic Lift	01 Nos	Krishna equipment	01 Ton
18.	EOT crane (Pulp Go- down)	01 Nos	Safex Energy Pvt. Ltd.	05 Ton
19.	EOT crane (Reactor Floor)	01 Nos	Krishna Equipment	7.5 Ton
20.	Screw Air Compressor	02 Nos	Atlas Copco	135 cfm
21.	ETP lobe blower #1	01 Nos	PPI Pumps Pvt. Ltd.	150 m^3/hr
22.	ETP lobe blower #2	01 Nos	PPI Pumps Pvt. Ltd.	1000m^3/hr
23.	ETP lobe blower #3	01 Nos	PPI Pumps Pvt. Ltd.	500m^3/hr
24.	Transformer	01 Nos	Voltamp	1500 KVA
25.	DG set	01 Nos	Ashok Leyland	500 KVA
26.	Pneumatic conveying system	02 Nos	Hindustan industries	467 kgs/hr
27.	Spent tank	01 Nos	----	----
28.	Distilled storage tank	01 Nos	-----	----
29.	Neutralization Tank	01 Nos	-----	----

30.	Precipitation Tank	01 Nos	----	----
31.	Centrifuge	01 Nos	----	----
32.	Dryer	01 Nos	----	----
33.	Vibro Filter	01 Nos	----	----

UTILITIES & INFRASTRUCUTURE FACILITIES

RAW MATERIAL

Our Company procures raw materials used for the manufacture of MCC is wood pulp which are imported from Canada, Hong Kong, Singapore, Indonesia from various suppliers and Hydrochloric Acid, Ammonia Solution & soda ash light is also required which is purchased from the local market. The chemical and physical properties of the pulp determine the final quality of our finished products.

We have a fully established, well-equipped in-house quality control laboratory for comprehensive physical, chemical, and microbial testing of raw materials. Our Quality Assurance (QA) and Quality Control (QC) departments are separate entities, ensuring adherence to best laboratory practices.

POWER

Our manufacturing unit has adequate power supply position. Unit 1 has sanctioned power from Uttar Gujarat Vij Company Limited to the tune of 300 KW. Also, we have also installed one transformer and one diesel generator set for power back up with combined capacity of 820 KW. Unit 2 has sanctioned power from Torrent Power Limited to the tune of 1100 KW. Also, we have also installed one transformer and two diesel generator set for power back up with combined capacity of 2000 KW. At our corporate office there is normal requirement for the lighting, Computer systems etc.

WATER MANAGEMENT

For Unit 1 Pirana: We source water from Gujarat Industrial Development Corporation. We have fully equipped & operational water treatment plant comprising of Softener, Ultra Filtration, Reverse Osmosis units followed by demineralization water (DM) unit for process & utilities. These treatment processes are crucial to us for ensuring the quality and purity of water.

For Unit 2 Dahej, SEZ: We source water in house borewell water and we have fully equipped & operational water treatment plant comprising of Reverse Osmosis units followed by DM water unit for process & utilities.

REPAIR AND MAINTENANCE

We conduct periodic repair and maintenance programs periodically by our own technician for our manufacturing facility. Our company have preventive maintenance schedule and checklist along with equipment history card for repairs history.

LOGISTIC

We transport raw materials and finished products primarily by road in case of domestic and by Sea and Air in case of exports. Our major raw material is wood pulp in the form of wood pulp sheets which is used as the primary raw material during our manufacturing process which is imported from Canada, Hong Kong, Singapore, Indonesia. Most of our purchases are on CIF basis, in this case freight is paid by the supplier on receipt of material.

For the delivery of our products, we outsource the delivery of our products by road in case of domestic and by sea and air in case of exports. In case sale of finished products, our sales are based on rates which are inclusive of freight, in those cases, our Company pays the freight on despatch of material.

WASTE MANAGEMENT

We have installed effluent treatment plants in all our manufacturing units for treatment of waste water generated during the manufacturing process. Our Company has agreements with third parties i.e Bharuch Environment Infrastructure Limited and Safe Environment Pvt. Ltd. for systematic disposal and processing of hazardous waste generated in all our manufacturing units. For the Liquid waste, it is treated in effluent treatment plant and Nano filtration for reuse and rest is discharged in final discharge

through drainage pipelines provided by GIDC & GPCB where treated water is discharged in deep sea. For the Solid waste Bio sludge and chemical sludge which is dewatered in belt press and semi dried sludge is dried and then handed over to BIEL for Quantity as per agreement between BIEL and Accent for dumping for land filling. *However, please read risk factor no. 01, as mentioned under the section III Risk Factors at page no. 29.*

HUMAN RESOURCE

Our employees are the key to the success of our business. As on September 30,2023, we have the total strength of 173 employees on payroll basis and 161 employees on contract basis. The breakup of employees on payroll and labour on contract basis are as follows: -

Sr. No.	Particulars	Dahej, SEZ	Pirana	Ahmedabad office	Total
1.	Employees on Payroll	98	31	44	173
2.	Labour on contract basis	140	21	0	161
Total					**334**

Details of employees on payroll basis, categorized by department, is provided below:

S.no	Departments	No. of Employees			Total
		Pirana (Unit -I)	Dahej SEZ (Unit - II)	Ahmedabad office	
1.	Production	14	23	1	38
2.	Packing & Dispatch	2	18	-	20
3.	ETP & RODM	-	9	-	9
4.	Accounts	1	-	14	15
5.	GST & CUSTOMS	1	-	-	1
6.	HR & Admit	2	7	6	14
7.	Stores	2	3	-	5
8.	Electrical & Instruments	2	8	-	10
9.	Mechanical & Maintenance	1	13	-	14
10.	Document	1	-	-	1
11.	Operations	-	2	-	2
12.	Commercial	3	3	-	6
13.	QC & Micro Lab	1	8	1	10
14.	QA	1	3	-	4
15.	EHS	-	1	-	1
16.	DOMESTIC BUSINESS	-	-	6	6
17.	INTERNATIONAL BUSINESS	-	-	4	4
18.	EXIM	-	-	4	4
19.	PURCHASE	-	-	5	5
20.	IT	-	-	2	2
21.	CS	-	-	1	1
	Total	**31**	**98**	**44**	**173**

CORPORATE SOCIAL RESPONSIBILITY

We as a responsible corporate citizen are committed to take up different projects, spending through the implementing agency as part of our Corporate Social Responsibility ("CSR") initiatives. CSR was applicable to the company from Financial Year 2020-2021 as the profit before tax crossed applicable threshold limit in the Financial Year 2019-2020. Our CSR policy defines the framework for implementing CSR activities in compliance with Section 135 of the Companies Act, 2013 and rules framed thereunder. The company's CSR policy includes its objective and areas of spending and it covers areas as specified in schedule VII of the Company's Act and CSR rules made thereunder. In FY 21 & FY 22, the spending is done through the implementing agency by Shree Hiraba Charitable Trust, Ahmedabad, registration No. E 20413 and In FY 23 spending is done through the implementing agency by Raginiben Bipinchandra Sevakarya Trust, Ahmedabad registration No. E-2033.

(Rs. In Lakhs)

Particulars	Apr'23 to June'23	2022-23	2021-22	2020-21
Amount required to be spent during the year	21.18	15.36	11.93	9.20
Amount actually spent	-	15.50	12.13	9.50
Shortfall at the end of year	-	-	-	-
Total of previous year shortfall	-	-	-	-
Reason for such shortfall	NA	NA	NA	NA
Nature of CSR activities	As per Note 1	As per Note 2	As per Note 3	
Details of related party transactions	Nil	Nil	Nil	Nil

Note: -

1. Company is required to spent liability for FY 23-24 upto 31st March 2024.
2. Women Empowerment, Medical & Health Care, Rural Development.
3. Improving Life Standard of Women and helping poor Children's developing as well as providing grains and pulses to poor peoples for their daily food requirements.

MARKETING:

- Having more than 17 years presence in Chemical and Pharmaceutical industry, we are having good contacts among buyers hence we remain in regular communications with buyers by email, over telecom and have periodically business meetings.
- Our promoters through their vast experience and good rapport with customers expands the sales network of our company.
- Our Quality certifications such as US-DMF, GMP, ISO 9001:2008, HACCP, KOSHER, HALAL & USP/NF, EP, BP, JP, IP, FCC, FSSC-22000, FSSAI certify the quality of our products and the compliance with international standards. We regularly leverage these certifications in our marketing strategy.
- We strictly adhere to the quality expectations of the customers and the international standards as we have a fully established, well-equipped in-house quality control laboratory for comprehensive physical, chemical, and microbial testing of raw materials, in-process stages, and finished products by conducting the necessary tests before dispatching out products.

COLLABORATIONS:

We have not entered into any technical or other collaboration as on date.

PERFORMANCE GURANTEE

We are not obliged for performance gurantee.

SEGMENT WISE REVENUE BREAKUP

Segment Wise Revenue breakup of our Company as per Restated Financial Information is as under:

(Figures in Lakhs)

Particular	For the period ended on June 30,2023		Financial year ended on March 31, 2023		Financial year ended on March 31, 2022		Financial year ended on March 31, 2021	
	Amount	In %	Amount	In %	Amount	In %	Amount	In %
Pharmaceuticals	4,277.68	72.74	14,672.98	71.86	12,029.86	72.60	9,628.92	72.63
Nutraceuticals	618.89	10.52	2,138.19	10.47	1,594.91	9.62	1,404.52	10.59
Food	983.99	16.73	3,607.59	17.67	2,946.36	17.78	2,223.37	16.77
Total	**5,880.56**	100.00	**20,418.76**	100.00	**16,571.13**	100.00	**13,256.80**	100.00

GEOGRAPHICAL WISE REVENUE BREAKUP

Geographical distribution of our revenue during the last 3 F.Y and for the period ended June 30,2023 are as under:

(Amount in Lakhs)

State/ Country	June 30,2023		March 31, 2023		March 31, 2022		March 31, 2021	
	Amount	In %	Amount	In %	Amount	In %	Amount	In %
Domestic Sales								
Gujarat	1,605.88	27.31	4,953.53	24.26	3,725.45	22.48	3,235.87	24.41
HIMACHAL PRADESH	180.73	3.07	635.37	3.11	680.30	4.11	516.04	3.89
Maharashtra	160.83	2.74	902.34	4.42	632.02	3.81	454.75	3.43
UTTARAKHAND	105.88	1.80	343.88	1.68	325.92	1.97	307.90	2.32
TELENGANA	89.33	1.52	193.12	0.95	144.85	0.87	71.73	0.54
WEST BENGAL	44.77	0.76	107.98	0.53	22.10	0.13	40.86	0.31
HARYANA	15.63	0.27	33.78	0.17	38.96	0.24	41.17	0.31
U.P.	11.14	0.19	39.45	0.19	16.45	0.10	11.82	0.09
TAMILNADU	10.02	0.17	60.66	0.30	30.14	0.18	18.45	0.14
SIKKIM	9.85	0.17	23.82	0.12	11.11	0.07	15.89	0.12
PUNJAB	9.82	0.17	41.95	0.21	32.20	0.19	24.55	0.19
RAJASTHAN	9.40	0.16	36.06	0.18	25.64	0.15	4.18	0.03
J & K	4.72	0.08	27.19	0.13	34.21	0.21	22.01	0.17
ASSAM	0.63	0.01	4.22	0.02	-	0.00	-	0.00
KARNATAKA	0.55	0.01	56.01	0.27	10.79	0.07	5.43	0.04
PUDUCHERRY	0.11	0.00	1.83	0.01	0.05	0.00	1.18	0.01
ANDHRA PRADESH	-	0.00	5.11	0.03	0.04	0.00	-	0.00
DADRA & NAGAR HAVELI	-	0.00	-	0.00	5.09	0.03	8.57	0.06
DELHI	-	0.00	2.70	0.01	12.25	0.07	6.10	0.05
ODISHA	-	0.00	0.47	0.00	-	0.00	-	0.00
Total I	**2,259.29**	**38.42**	**7,469.47**	**36.58**	**5,747.56**	**34.68**	**4,786.50**	**36.11**
Export Sales								
Brazil	651.80	11.08%	992.37	4.86%	539.24	3.25%	443.72	3.35%
United Kingdom	344.67	5.86%	615.49	3.01%	1,247.24	7.53%	1,247.40	9.41%
Republic of Korea	296.05	5.03%	1,019.04	4.99%	528.95	3.19%	479.55	3.62%
Turkey	286.98	4.88%	639.63	3.13%	300.56	1.81%	166.93	1.26%
Germany	250.38	4.26%	767.57	3.76%	302.29	1.82%	198.85	1.50%
Colombia	226.65	3.85%	618.09	3.03%	167.30	1.01%	172.33	1.30%
UNITED STATES	206.25	3.51%	610.63	2.99%	944.17	5.70%	766.90	5.78%
Netherlands	166.23	2.83%	405.95	1.99%	1,016.19	6.13%	519.33	3.92%
Indonesia	121.15	2.06%	531.23	2.60%	692.34	4.18%	386.29	2.91%
THAILAND	115.17	1.96%	463.72	2.27%	202.96	1.22%	15.44	0.12%
Bangladesh	112.86	1.92%	915.81	4.49%	325.14	1.96%	201.28	1.52%
Australia	106.05	1.80%	626.98	3.07%	577.86	3.49%	277.84	2.10%
Poland	98.34	1.67%	525.55	2.57%	354.48	2.14%	253.12	1.91%
Italy	88.91	1.51%	407.29	1.99%	213.24	1.29%	385.91	2.91%
Mexico	70.35	1.20%	163.28	0.80%	228.94	1.38%	33.81	0.26%
Spain	61.85	1.05%	258.37	1.27%	360.46	2.18%	280.41	2.12%
Hungary	54.81	0.93%	67.82	0.33%	8.14	0.05%	65.03	0.49%
Israel	45.02	0.77%	245.75	1.20%	214.18	1.29%	127.17	0.96%
Socialist Republic of Vietnam	43.96	0.75%	183.16	0.90%	347.51	2.10%	98.19	0.74%
Greece	42.51	0.72%	202.98	0.99%	110.93	0.67%	63.31	0.48%
UNITED ARAB EMIRATES	38.93	0.66%	271.54	1.33%	185.63	1.12%	55.39	0.42%
Russia	35.77	0.61%	652.49	3.20%	792.28	4.78%	814.62	6.14%
Pakistan	34.58	0.59%	80.45	0.39%	41.22	0.25%	86.59	0.65%
Egypt	26.77	0.46%	897.97	4.40%	407.07	2.46%	313.29	2.36%
Canada	24.57	0.42%	52.16	0.26%	146.64	0.88%	100.12	0.76%

Switzerland	22.89	0.39%	23.51	0.12%	-	0.00%	-	0.00%
Denmark	22.02	0.37%	0.41	0.00%	-	0.00%	199.82	1.51%
ZIMBABWE	14.04	0.24%	-	0.00%	-	0.00%	-	0.00%
Sri Lanka	6.06	0.10%	11.36	0.06%	27.45	0.17%	70.80	0.53%
Chile	4.57	0.08%	11.05	0.05%	22.27	0.13%	17.81	0.13%
Belgium	1.10	0.02%	-	0.00%	-	0.00%	-	0.00%
Argentina	-	0.00%	239.08	1.17%	122.01	0.74%	90.03	0.68%
Bahrain	-	0.00%	-	0.00%	23.81	0.14%	-	0.00%
Ecuador	-	0.00%	-	0.00%	-	0.00%	1.83	0.01%
France	-	0.00%	5.98	0.03%	-	0.00%	-	0.00%
Iran	-	0.00%	-	0.00%	107.75	0.65%	275.65	2.08%
Ireland	-	0.00%	63.51	0.31%	-	0.00%	-	0.00%
Japan	-	0.00%	-	0.00%	-	0.00%	1.73	0.01%
Morocco	-	0.00%	320.03	1.57%	79.94	0.48%	92.71	0.70%
New Zealand	-	0.00%	20.75	0.10%	12.16	0.07%	14.73	0.11%
Singapore	-	0.00%	-	0.00%	5.58	0.03%	-	0.00%
South Africa	-	0.00%	18.35	0.09%	129.88	0.78%	118.43	0.89%
Tunisia	-	0.00%	19.95	0.10%	18.51	0.11%	-	0.00%
Ukraine	-	0.00%	-	0.00%	19.27	0.12%	33.94	0.26%
Total II	**3,621.27**	**61.58**	**12,949.30**	**63.42**	**10,823.56**	**65.32**	**8,470.31**	**63.89**
Total (I + II)	**5,880.56**	**100.00**	**20,418.76**	**100.00**	**16,571.13**	**100.00**	**13,256.80**	**100.00**

TOP TEN CUSTOMER

Our top 10 clients in terms of revenue generated during the last 3 F.Y and for the period ended June 30,2023 are as follows: -

(Amount in Lakhs)

S.No	Particular	March 31, 2023 (in ₹)	March 31, 2022 (in ₹)	March 31, 2021 (in ₹)	Total	% of Total
1.	Direct Food Ingredients Limited	566.86	1,247.24	1,247.40	3,061.50	14.97%
2.	Maruti Pharma Chem Pvt Ltd	830.94	1,244.64	432.79	2,508.37	12.27%
3.	Felizata Holding	521.31	792.28	894.14	2,207.72	10.80%
4.	Pragati Raw Phamra Pvt Ltd	867.46	878.67	388.17	2,134.30	10.44%
5.	Jainishk Industries	910.24	-	1,155.95	2,066.19	10.11%
6.	Indukern Do Brasil Quimica LtdA	899.62	539.24	443.72	1,882.58	9.21%
7.	AIC C/o. Freeway Warehouse	-	586.84	468.42	1,055.27	5.16%
8.	PT Chemco Prima Mandiri	-	672.68	316.43	989.11	4.84%
9.	Unnati Pharmaceuticals Pvt Ltd Baddi	-	502.23	347.97	850.20	4.16%
10.	Biesterfeld International GMBH	-	627.05	-	627.05	3.07%
11.	DVA Mexicana S.A.DE C.V.	589.29	-	-	589.29	2.88%
12.	Sanil Pharmaceutical Co Ltd	554.67	-	-	554.67	2.71%
13.	Biesterfeld Spezialchemie GMBH	527.91	-	-	527.91	2.58%
14.	Paymar GIDC Ve Kimyevi MaddelerSan TIC Ltd	514.57	-	-	514.57	2.52%
15.	Optigen Ingredients Pty Ltd	-	489.54	-	489.54	2.39%
16.	Brenntag S P A	-	-	385.91	385.91	1.89%
Total		**6,782.86**	**7,580.40**	**6,080.91**	**20,444.18**	**100.00%**

S.No	Particular	June 30, 2023 (in ₹)	% of Total
1.	Vidara Do Brasil LTDA	616.87	22.97%
2.	Jainishk Industries	600.29	22.35%
3.	Lehmann & Voss & Co KG	250.38	9.32%
4.	Pragati Raw Pharma Pvt Ltd A'Bad	204.28	7.61%
5.	Direct Food Ingredients Limited	201.37	7.50%
6.	DVA Mexicana S.A.DE C.V.	199.55	7.43%

7.	RHB Pharma LLP	167.36	6.23%
8.	AIC C/o. Freeway Warehouse	151.01	5.62%
9.	Yilmaz Kimya Insaat Sanayi Ve Ticaret A S	149.62	5.57%
10.	Unnati Pharmaceuticals Pvt Ltd	144.92	5.40%
Total		**2,685.66**	**100.00%**

TOP TEN SUPPLIER

Our top 10 Supplier in terms of revenue generated during last 3 F.Y and for the period ended June 30,2023 are as follows:

(Amount in Lakhs)

S.No	Particular	June 30, 2023 (in ₹)	% of Total
1.	Dhanalaxmi Roto Spinners Ltd	1,225.86	35.94
2.	Maccent Biocare Industries	838.29	24.58
3.	Cellpap Recycling LLP	293.87	8.62
4.	Jainishk Industries	204.04	5.98
5.	N.E.Impex Pvt Ltd	210.32	6.17
6.	Prachin Chemical	194.20	5.69
7.	Rawalwasia Textile Industries Pvt Ltd	180.63	5.30
8.	Pavan Pure Industries	106.22	3.11
9.	Ganpati Energy Pvt Ltd	87.04	2.55
10.	Shubham Pharma Chem	70.48	2.07
Total		**3,410.95**	**100.00**

S.No	Particular	March 31, 2023 (in ₹)	% of Total
1.	Dhanalaxmi Roto Spinners Ltd	5,436.97	44.52
2.	Maccent Biocare Industries	2,180.23	17.85
3.	Jainishk Industries	983.96	8.06
4.	Marubeni Corporation	741.35	6.07
5.	Prachin Chemical	622.50	5.10
6.	N.E.Impex Pvt Ltd	551.86	4.52
7.	Ganpati Energy Pvt Ltd	493.12	4.04
8.	Black Diamond Tradelink Pvt Ltd	435.08	3.56
9.	Khodiyar Marketing Pvt. Ltd.	391.72	3.21
10.	Shreenathji Trading Company	374.55	3.07
Total		**12,211.33**	**100.00**

S.No	Particular	March 31, 2022 (in ₹)	% of Total
1.	Dhanalaxmi Roto Spinners Ltd	4,137.56	42.64
2.	Maccent Biocare Industries	1,571.47	16.20
3.	Jainishk Industries	1,122.14	11.56
4.	Black Diamond Tradelink Pvt Ltd	671.21	6.92
5.	Marubeni Corporation	563.71	5.81
6.	Ganpati Energy Pvt Ltd	413.53	4.26
7.	Pavan Pure Industries	351.83	3.63
8.	Khodiyar Marketing Pvt Ltd	340.01	3.50
9.	N.E.Impex Pvt Ltd	293.93	3.03
10.	Shreenathji Trading Company	238.03	2.45
Total		**9,703.42**	**100.00**

S.No	Particular	March 31, 2021 (in ₹)	% of Total
1.	Dhanalaxmi Roto Spinners Ltd	2,066.06	30.07
2.	Maccent Biocare Industries	1,607.66	23.40
3.	Fibre Source International Corp	654.27	9.52

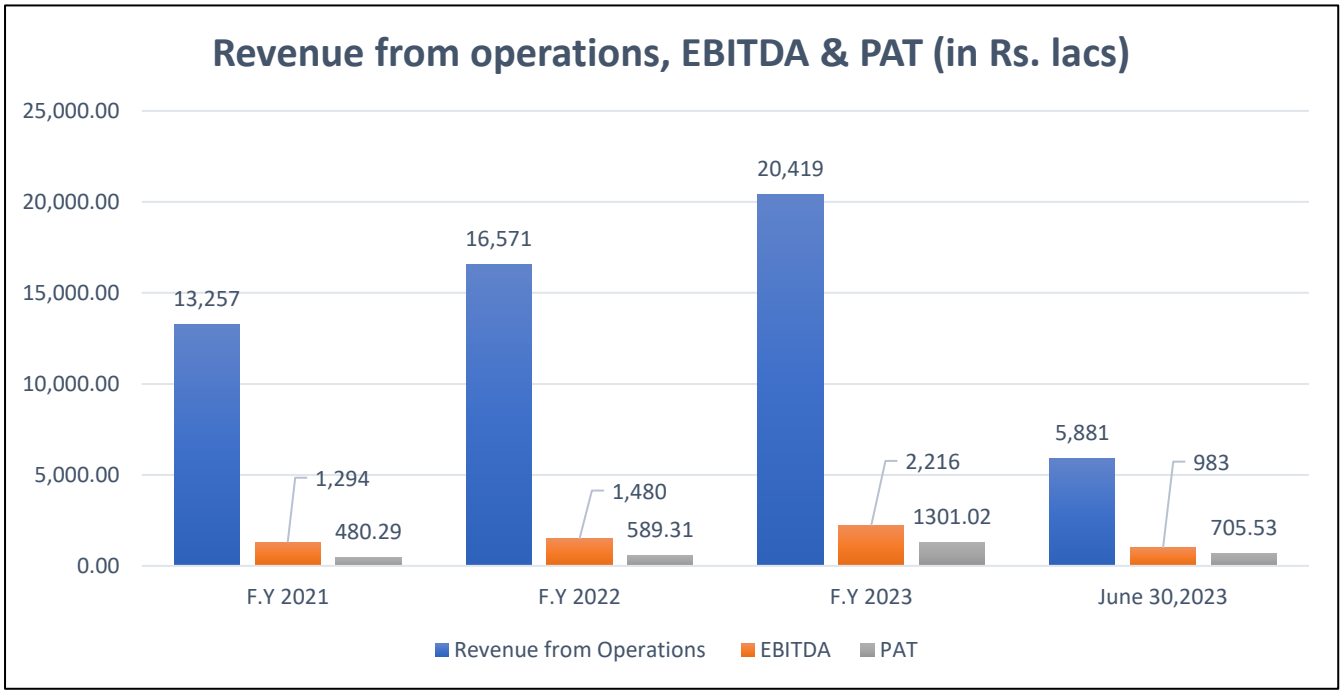
4.	Rayonier A M Canada G.P	523.21	7.62
5.	Dipal Chemical Industries	450.74	6.56
6.	Khodiyar Marketing Pvt. Ltd.	435.28	6.34
7.	Shreenathji Trading Company	373.44	5.44
8.	Shubham Pharma Chem Pur	372.52	5.42
9.	ADi Tradelink	206.28	3.00
10.	Rayonier A.M.Sales And Technology	180.68	2.63
Total		**6,870.13**	**100.00**

FINANCIAL SNAPSHOT:

Financial Snapshot of our Company as per Restated Financial Information is as under:

(Rs. in Lakhs)

Particulars	For the period ended on June 30, 2023	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Revenue from Operations	5,880.56	20,418.76	16,571.13	13,256.80
Total Revenue	5,992.95	20,696.75	16,753.97	13,481.59
EBITDA	983.46	2,215.72	1480.15	1,293.58
EBITDA Margin (in %)	16.72%	10.85%	8.93%	9.76%
PAT	705.53	1301.02	589.31	480.29
PAT Margin (in %)	12.00%	6.37%	3.56%	3.62%



INTELLECTUAL PROPERTY

The Company owned the following trademark / copyrights which are owned by our Company and applied for registration:

S.NO	Original Trademark Name	Registration No.	Application No.	Class	Current Status
1.	accent bonding precision	3131147	-	29	Registered

2.		-	5920894	5	Accepted & advertised
3.		-	5920895	35	Objected
4.	Micro Crystalline Cellulose – ACCEL	3131149	-	29	Registered
5.	Micro Crystalline Cellulose – ACCEL	3131148	-	5	Registered
6.	VINCEL	-	5888407	3	Accepted & advertised
7.	VINCEL	-	5888408	5	Accepted & advertised
8.	VINCEL	-	5888409	29	Accepted & advertised
9.	VINCEL	-	5888410	30	Accepted & advertised
10.	VINCEL	-	5888411	35	Accepted & advertised
11.	MACCEL	-	6167391	5	Applied (Marked for Exam)
12.	MACCEL	-	6167392	29	Applied (Marked for Exam)
13.	MACCEL	-	6167393	30	Applied (Marked for Exam)
14.	MACCEL	-	6167394	35	Applied (Marked for Exam)
15.	ACROCELL	-	6167397	5	Objected
16.	ACROCELL	-	6167388	29	Applied (Marked for Exam)
17.	ACROCELL	-	6167389	30	Applied (Marked for Exam)
18.	ACROCELL	-	6167390	35	Applied (Marked for Exam)

The Details of Domain Names Registered in the Name of the Company:

S. No	Domain Name	Registrant Name and Registrant Organization	Expiry Date
1.	accentmicrocell.com	Accent Microcell Limited and Om Net Solution	31/05/2026

INSURANCE

S. No	Insurer	Description of Property Insured	Policy No.	Expiry date	Insured Amount
1.	Bajaj Allianz General Insurance Company Ltd	Stock, Stock in Process, Finish Goods, Packing Material	OG-24-2202-4010-00000272	March 30,2024	Rs. 21 Crores
2.	Bajaj Allianz General Insurance Company Ltd	Entire plant & Machineries of all kind with accessories, tools, spares.	OG-23-2202-4057-00000923	March 30,2024	Rs. 49.80 Crores

		Furniture & Fittings and stock including stock in process and finished goods.			
3.	Tata AIG General Insurance Company Ltd.	Employees Compensation Insurance	2250029947	April 13,2024	Rs. 75 crores
4.	Digit Insurance	Building including Plinth, Plant & Machinary and Finished Stocks.	D119969433	October 13,2024	Rs. 23.25 crores
5.	Tata AIG General Insurance Company Ltd.	Group Accident Guard Policy	0239736844	November 06,2023	Rs. 7.18 crores
6.	Bajaj Allianz General Insurance Company Ltd*	Employees Compensation Insurance	OG-24-2202-2802-00001692	June 26,2024	Rs. 12.62 crores

**As per the terms and conditions of the insurance policy the inured amount varied according to the salary of the employees*.

Marine Policies

Sr.. No	Insurer	Description of Property Insured	Policy No.	Expiry date	Insured Amount
1.	ICICI Lombard General Insurance Company Limited	Marine Open Inland Declaration Policy	2001/306832749/00/000	September 14, 2024	Rs. 50 Crores
2.	ICICI Lombard General Insurance Company Limited	Marine Export Import Insurance Open Policy	2002/294588957/00/000	June 13, 2024	Rs. 100 Crores
3.	ICICI Lombard General Insurance Company Limited	Marine Open Export Declaration Policy	2002/E/298751793/00/000	July 17, 2024	Rs. 100 Crores

PROPERTIES

We operate our activities from our registered office and manufacturing units. Details of which are given below:

Owned Properties

Sr. No.	Address of Premises	Name of the Seller	Date of Execution of Agreement	Consideration	Area	Purpose
Registered Office and Corporate Office						
1.	314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad - 380015, Gujarat, India	VNKC Agrocom Pvt. Ltd.	March 9, 2016	30,75,000	1745 Sq. Ft.	Registered office and Corporate Office
Manufacturing Units						
2.	**Unit 1 (Pirana)** Survey No. 533/P, Paldi, Kankaj, Pirana Road, Ta. Daskroi, Dist. Ahmedabad - 382425 Phone: +91 2718 288001/288002	Accent Microcell Industries	October 18, 2012	This Property is acquired via Slump sale agreement*	3900.33 Sq. Mtr.	Manufacturing Unit
3.	An Agreement to sale has been executed between the company and Jashoda Developers on October 16, 2023 for acquisition of property situated at 1887, 1889 Paiki, village Paldi- Nayka of Kheda Taluka for a total consideration of Rs.					

	3,48,32,000/-. As on date, only the earnest money of Rs. 1,05,30,303 has been paid, and the balance amount will be paid in future as per the terms of the agreement.

Note: - * Slump Sale Agreement was executed between M/s Accent Microcell Industries (registered partnership firm) and our company for acquiring all the assets and liabilities of the partnership firm in consideration of Rs. 200 Lacs by issuance of 4,00,000 Equity shares of Rs. 10 each fully paid up @ Rs. 50 per share of our company.

Leased Properties

Sr. No.	Address of Premises	Name of the Seller	Date of Execution of Agreement	Consideration	Area	Purpose
Manufacturing Unit						
4.	**Unit 2 (Dahej - SEZ)** Plot 2No. Z/59-60-63, Dahej-SEZ, Part-I, Ta. Vagra, Dist. Bharuch - 392130	Dahej SEZ Limited	February 28,2013	2,40,72,540/- and Rs. 1per sq. mtr. per annum	20060.45 Sq. Meters	Manufacturing Unit

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KEY INDUSTRY REGULATIONS AND POLICIES

The following description is a summary of the relevant laws, regulations and policies as prescribed by the Government of India and other regulatory bodies that are applicable to our business. The information detailed in this chapter has been obtained from publications available in the public domain. The description of the applicable regulations as given below has been set out in a manner to provide general information to the investors and is not exhaustive and shall not be treated as a substitute for professional legal advice.

The statements below are based on current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions. For details of government approvals obtained by us, see the chapter titled "Government and Other Approvals" beginning on page 276 of this Red Herring Prospectus.

Set forth below are certain significant legislations and regulations which generally govern the business and operations of our Company:

Industry Related Laws and Regulations

The Drugs and Cosmetics Act, 1940 (the "DCA") and the Drugs and Cosmetics Rules, 1945 (the "Rules")

The Drugs and Cosmetics Act, 1940 governs the import, manufacture, distribution and sale of drugs in India and deals with aspects of labeling, packing, testing and licensing. The term 'drugs' has been given a wide import under this legislation and includes not only the active pharmaceutical ingredient (API) component of medicines but also substances that are intended for use as components of a drug, such as empty gelatin capsules. The Central and the State Governments have been given the power to appoint inspectors under the Act, who must carry out and perform the functions as prescribed including but not limited to search and seizure, examination of records, registers and documents. Penalties have been provided for the manufacture for sale or distribution, stocking and exhibition of drugs in contravention of the Act and for the non-disclosures of names of the manufacturers, as may be prescribed. The Rules framed under this legislation provide that for the purpose of importing drugs, an import license and registration certificate is required from the licensing authority. Even the manufacture for sale or distribution of drugs, requires the grant/renewal of a license by the Central License Approving Authority. Persons have been prohibited from the manufacture, distribution and sale of drugs which are not of the standard prescribed under the Act, or are misbranded, adulterated or spurious.

The Drugs (Price Control) Order, 2013 ("DPCO 2013")

The DPCO 2013 was issued by the Central Government under Section 3 of the ECA 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 ingredient or bulk drug 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 Essential Commodities Act, 1955 (the "ECA" or the "Act")

The Central Government has been given the power to regulate and control the production, supply and distribution, of essential commodities as specified in the Schedule to the Act. Such essential commodities have been defined to include drugs as defined

under the DCA. Section 3 of the ECA confers wide powers on the Central Government including the power to mandate that licenses and permits be issued for the production and manufacture of certain commodities and the power to control the price at which essential commodities may be bought and sold. The State Government has been brought under the ambit of the Act and its authorities and officers may be directed to exercise the powers and carry out the duties as mandated under the Act, for the regulation of essential commodities. The Act also prescribes penal consequences for violations of the provisions mentioned therein.

• ***Laws relating to the food sector***

The Food Safety and Standards Act, 2006 ("FSSA" or the "Act")

The FSSA is a comprehensive legislation that has empowered the Central Government to establish a body known as the Food Safety and Standards Authority of India to exercise the powers conferred on and perform the functions assigned to it, under the Act. Its duty involves the regulation and monitoring of the manufacturing, processing, distribution, sale and import of food so as to ensure its safety. Such authority may by regulations specify the standards and guidelines in relation to articles of food and the limits of use of food additives, processing aids, antibiotics and pharmacological active substances, etc. The Act prohibits addition of food additives or processing aids to the food articles, which are not in accordance with the regulations made thereunder. As per the Act, the substances and materials that are not consumed as a food ingredient by themselves but are used in the processing of raw materials, food and its ingredients must also conform to the standards laid down under this Act.

The Food Safety and Standards (Food Products Standards and Food Additives) Regulations, 2011 (the "Regulation")

These Regulation lists various additives, which are recognised as suitable to be added in foods and have been assigned the label of 'Acceptable Daily Intake' or on the basis of other criteria mentioned in the Regulation, have been considered as safe for intake. The use of additives is required to be made in accordance with the principles of Good Manufacturing Practice ("**GMP**") which includes limiting the quantity of the food additive to a level which is necessary to accomplish the desired effect whilst ensuring that the additive is of appropriate food grade quality and handled in the same way as the food ingredient. The Regulations provides for specifications regarding the use of various anti-caking agents, bulking agents, emulsifying agents and stabilizing agents, among other substances.

• ***Industrial and Labour Laws***

Factories Act, 1948

The Factories Act, 1948 (the "***Factories Act***") regulates the provisions relating to labour employed in factories. This Act defines a factory as any premises on which ten or more workers are employed or were employed on any day of the previous twelve (12) months, and on which a manufacturing process is being carried on with the aid of power, or a premises on which twenty or more workers are employed or were employed on any day of the previous twelve (12) months and on which a manufacturing process is carried on ordinarily without the use of power. The Factories Act provides for the health, safety, and welfare of all workers and requires that the '*Occupier*' (defined as the person who has ultimate control over the affairs of the factory and in case of a company, any one of the directors) ensures that all the workers are within safe working conditions while they are in the factory, and are not exposed to any health risks and that they receive adequate instruction, training and supervision to ensure the same. The Factories Act also makes provisions relating to the employment of women and young persons (including children and adolescents), annual leave with wages, etc.

The Factories Act requires an Occupier of a factory to obtain approval, license, and registration for running and qualifying as a factory under the Factories Act, by submitting the application along with plans and specifications to the State Government or the Chief Inspector. Unless this permission from the Chief Inspector is obtained, no building can be constructed or taken in use as a factory or a part of an existing factory. The Chief Inspector may, on receipt of the said application and on being satisfied that there is no objection to the grant of license applied for, register the factory and grant the license to the applicant to use as factory such premises as are specified in the application and subject to compliance with such conditions as are specified in the license.

Any contravention of the provisions of the Factories Act or the rules framed thereunder may lead to imprisonment of the manager or the Occupier of the factory for a term up to two (2) years or with a fine of ₹ 100,000 or both, and in case of continuing contravention even after conviction, with a fine of up to ₹ 1,000 per day of contravention. In case of a contravention which results in an accident causing death or serious bodily injury, the fine shall be not less than ₹ 25,000 and ₹ 5,000 respectively.

Industries (Development and Regulation) Act, 1951

The Industries (Development and Regulation) Act, 1951 (the "***Act***") governs the development and regulation of industries in India, and its main objective is to empower the Government to: (i) take necessary steps for the development of industries; (ii) regulate the pattern and direction of industrial development; and (iii) control the activities, performance and results of industrial undertakings in public interest. The Act is applicable to the '*Scheduled Industries*' which have been listed down in the first schedule of the Act and small-scale industrial undertakings and ancillary units are exempted from the provisions of the Act.

The Act regulated the industries by requiring them to obtain industrial licensing by filing an Industrial Entrepreneur Memoranda with the Secretariat of Industrial Assistance, Department of Industrial Policy and Promotion. This Act is administered by the Ministry of Industries and Commerce through its Department of Industrial Policy & Promotion. This department is responsible for the formulation and implementation of promotional and developmental measures for growth of the industrial sector and also monitors the industrial growth and production, in general, and selected industrial sectors.

Other Labour Law

The following is an indicative list of labour laws which may be applicable to our Company due to the nature of the business activities:

i) Industrial Disputes Act, 1947.
ii) Minimum Wages Act, 1948 and Minimum Wages (Gujarat) Rules, 1961.
iii) Payment of Bonus Act, 1965.
iv) Payment of Gratuity Act, 1972.
v) Payment of Wages Act, 1936.
vi) Employees' Provident Funds and Miscellaneous Provisions Act, 1952.
vii) Employees' State Insurance Act, 1948.
viii) The Industrial Employment Standing Orders Act, 1946.
ix) Maternity Benefit Act, 1961.
x) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
xi) Contract Labour (Regulation and Abolition) Act, 1970.
xii) The Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979.
xiii) Employees' Compensation Act, 1923.
xiv) The Child Labour (Prohibition and Regulation) Act, 1986 xv) The Equal Remuneration Act, 1976. xvi) The Trade Unions Act, 1926 and the Trade Union (Amendment) Act, 2001. xvii) Building and Other Construction Workers Regulation of Employment and Conditions of Service Act, 1996.

The Code on Wages, 2019

The Code on Wages, 2019 received the assent of the President of India on August 8, 2019 and proposes to subsume four existing laws namely, the Payment of Wages Act, 1936, the Minimum Wages Act, 1948, the Payment of Bonus Act, 1965 and the Equal Remuneration Act, 1976. The Central Government has notified certain provisions of this code mainly in relation to the constitution of the advisory board.

The Occupational Safety, Health and Working Conditions Code, 2020

The Occupational Safety, Health and Working Conditions Code, 2020 received the assent of the President of India on September 28, 2020 and proposes to subsume certain existing legislations, including the Factories Act, 1948, the Contract Labour

(Regulation and Abolition) Act, 1970, the Inter-State Migrant Workmen (Regulation of Employment and Conditions of Service) Act, 1979 and the Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996. The provisions of this code will be brought into force on a date to be notified by the Central Government.

The Industrial Relations Code, 2020

The Industrial Relations Code, 2020 received the assent of the President of India on September 28, 2020 and it proposes to subsume three existing legislations, namely, the Industrial Disputes Act, 1947, the Trade Unions Act, 1926 and the Industrial Employment (Standing Orders) Act, 1946. The provisions of this code will be brought into force on a date to be notified by the Central Government.

The Code on Social Security, 2020

The Code on Social Security, 2020 received the assent of the President of India on September 28, 2020 and it proposes to subsume certain existing legislations including the Employee's Compensation Act, 1923, the Employees' State Insurance Act, 1948, the Employees' Provident Funds and Miscellaneous Provisions Act, 1952, the Maternity Benefit Act, 1961, the Payment of Gratuity Act, 1972, the Building and Other Construction Workers' Welfare Cess Act, 1996 and the Unorganised Workers' Social Security Act, 2008. The provisions of this code will be brought into force on a date to be notified by the Central Government.

• ***Other Laws***

The Bureau of Indian Standards Act, 2016

The Bureau of Indian Standards Act, 2016 (the "***BIS Act***") provides for the establishment of the Bureau of Indian Standards ("BIS") for the development of the activities, *inter alia,* standardization, marking and quality certification of goods. Functions of the BIS include, inter-alia, (a) recognizing as an Indian standard, any standard established for any article or process by any other institution in India or elsewhere; (b) specifying a standard mark to be called the Bureau of Indian Standards Certification Mark which shall be of such design and contain such particulars as may be prescribed to represent a particular Indian standard; and (c) conducting such inspection and taking such samples of any material or substance as may be necessary to see whether any article or process in relation to which the standard mark has been used conforms to the Indian Standard or whether the standard mark has been improperly used in relation to any article or process with or without a license.

Legal Metrology Act, 2009

The Legal Metrology Act, 2009 ("***Act***"), received the assent of the President of India on January 13, 2010. The Act governs the standards/units/denominations used for weights and measures as well as for goods which are sold or distributed by weights, measures or numbers. It also states that any transaction/contract relating to goods/class of goods shall be as per the weights/measurements/numbers prescribed under the Act. Every unit of weight or measure shall be in accordance with the metric system based on the international system of units. Using or keeping any weight or measure otherwise than in accordance with the provisions of the said Act is an offence, as is considered as tampering or altering any reference standard, secondary standard or working standard. Moreover, the Act prohibits any person from quoting any price, issuing any price list, cash memo or other document, in relation to goods or things, otherwise than in accordance with the provisions of this Act. The administration of the Act and regulation of pre-packaging of commodities is done with the help of Legal Metrology (Packaged Commodities) Rules, 2011, (the "**Rules**") which require every manufacturer, packer and importer who pre-packs or imports any commodity for sale, distribution or delivery to get himself registered under these Rules. Additionally, the Rules also bar anyone from pre-packing or causing or permitting pre-packaging any commodity for sale, distribution or delivery unless a declaration in respect to such pre-packaging has been made on the package in accordance with these Rules.

Standards of Weights and Measures Act, 1976

The Standards of Weights and Measures Act, 1976 (the "***Act***") was enacted to regulate trade or commerce in weights, measures and other goods which are sold or distributed by weight, measure or number and to provide for such matters as may be connected thereto. The Act enumerates the specific base units to measure goods and products. Any offence under this Act is punishable with imprisonment or fine or with both based on the type of violation.

Consumer Protection Act, 2019

The Consumer Protection Act, 2019 ("***COPRA***") will repeal the existing Consumer Protection Act, 1986, and shall come into force on such date as the Central Government may, by notification, appoint. The Consumer Protection Act, 1986 provides a mechanism for the consumer to file a complaint against a service provider in cases of unfair trade practices, restrictive trade practices, deficiency in services, price charged being unlawful and food served being hazardous to life. It also places product liability on a manufacturer or product service provider or product seller, to compensate for injury or damage caused by defective product or deficiency in services. It provides for a three tier consumer grievance redressal mechanism at the national, state and district levels. Noncompliance of the orders of the redressal commissions attracts criminal penalties. The COPRA will, inter alia, introduce a Central Consumer Protection Council to promote, protect and enforce the rights of consumers executive agency to provide relief to a class of consumers. The COPRA will bring e-commerce entities and their customers under its purview including providers of technologies or processes for advertising or selling, online market place or online auction sites. The COPRA will also provide for mediation cells for early settlement of the disputes between the parties.

Information Technology Act, 2000

The Information Technology Act, 2000 (the "***IT Act***") creates a liability on a body corporate which is negligent in implementing and maintaining reasonable security practices and procedures, and thereby causing wrongful loss or wrongful gain to any person, while possessing, dealing with, or handling any sensitive personal data or information in a computer resource owned, controlled or operated by it but affords protection to intermediaries with respect to third party information liability. The IT Act also provides for civil and criminal liability including compensation, fines, and imprisonment for various computer related offences. These include offences relating to unauthorised disclosure of confidential information and committing of fraudulent acts through computers, tampering with source code, unauthorised access, publication or transmission of obscene material etc. The IT Act empowers the Government of India to formulate rules with respect to reasonable security practices and procedures and sensitive personal data. Additionally, the IT Act empowers the Government of India to direct any of its agencies to intercept, monitor or decrypt any information in the interest of sovereignty, integrity, defence and security of India, among other things. In April 2011, the Department of Information Technology under the Ministry of Communications and Information Technology notified the Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules 2011 under Section 43A of the IT Act and the Information Technology (Intermediaries Guidelines) Rules, 2011 under Section 79(2) of the IT Act.

Electricity Act, 2003

The Electricity Act, 2003 (the "***Electricity Act***") was enacted to regulate the generation, transmission, distribution, trading and use of electricity by authorising a person to carry on the above acts either by availing a license or by seeking an exemption under the Electricity Act. Additionally, the Electricity Act states no person other than Central Transmission Utility or State Transmission Utility, or a licensee shall transmit or use electricity at a rate exceeding 250 watts and 100 volts in any street or place which is a factory within the meaning of the Factories Act, 1948 or a mine within the meaning of the Mines Act, 1952 or any place in which 100 or more persons are ordinarily likely to be assembled. An exception to the said rule is given by stating that the applicant shall apply by giving not less than 7 days' notice in writing of his intention to the Electrical Inspector and to the District Magistrate or the Commissioner of Police, as the case may be, containing the particulars of electrical installation and plant, if any, the nature and purpose of supply of such electricity. The Electricity Act also lays down the requirement of mandatory use of meters to regulate the use of electricity and authorises the commission so formed under the Electricity Act, to determine the tariff for such usage. The Electricity Act also authorises the State Government to grant subsidy to the consumers or class of consumers it deems fit from paying the standard tariff required to be paid. The Electricity Act also states the mechanism for seeking judicial relief by setting up an Appellate Tribunal and laying down the process to seek justice against the orders of the commission established under the Electricity Act.

Indian Boilers Act, 1923

The Indian Boilers Act, 1923 (the "***Act***") consolidates and amends the law relating to steam boilers. This Act was enacted with the objective of providing for the safety of life and property of persons from the dangers of steam boilers and for achieving uniformity in registration and inspection during the operation and maintenance of boilers in India. The owners of boilers which are not exempted from this Act are required to register their boilers by applying to the Inspector with prescribed documents, following which the Inspector shall fix a date within 30 days of receipt and shall inspect the boiler and documents. If the Inspector is satisfied that the boiler has not suffered any damage during its transit from the place of manufacture to the sire of erection, and with the documents, he may register the boiler and assign a register number thereto and also issue a certificate

to the owner authorising the use of the boiler for a period not exceeding 12 months at a pressure he thinks is fit and in accordance with the regulations made under this Act. The certificate may be renewed upon expiry or if there has been an accident with the boiler. Any contravention to the provisions of this Act shall be punishable with imprisonment, which may extend to two (2) years or with fine which may extend to ₹ 1 lacs or with both.

Shops and Establishments Legislations

Establishments are required to be registered under the provisions of local shops and establishments legislations applicable in the states where such establishments are set up. Such legislations regulate the working and employment conditions of workers employed in such 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. Shops and establishments have to be registered under the shops and establishments legislations of the respective states where they are located.

Municipality Laws

Pursuant to the Constitution (Seventy-Fourth Amendment) Act, 1992, the respective state legislatures in India have power to endow the municipalities with power to implement schemes and perform functions in relation to matters listed in the Twelfth Schedule to the Constitution of India. The respective States of India have enacted laws empowering the municipalities to issue trade license for operating stores and implementation of regulations relating to such license along with prescribing penalties for non-compliance.

Transfer of Property Act, 1882

The Transfer of Property Act, 1882 (the "***T.P. Act***") governs the transfer of property, including immovable property, between natural persons excluding a transfer by operation of law. The T.P. Act establishes the general principles relating to the transfer of property, including among other things, identifying the categories of property that are capable of being transferred, the persons competent to transfer property, the validity of restrictions and conditions imposed on the transfer and the creation of contingent and vested interest in the property. The T.P. Act also provides for the rights and liabilities of the vendor and purchaser in case of a transaction relating to sale of property and the lessor and lessee if the transaction involves lease of land, as the case may be.

Sale of Goods Act, 1930

The Sale of Goods Act, 1930 (the "***Sale of Goods Act***") governs contracts relating to the sale of goods. The contracts for sale of goods are subject to the general principles of the law relating to contracts. A contract for sale may be an absolute one or based on certain conditions. The Sale of Goods Act contains provisions in relation to the essential aspects of such contracts, including the transfer of ownership of goods, delivery of goods, rights and duties of the buyer and seller, remedies for breach of contract and the conditions and warranties implied under a contract for the sale of goods.

The Registration Act, 1908

The Registration Act, 1908 (the "***Act***") was passed to consolidate all the previous legislations which were enacted in relation to the registration of documents. This Act was promulgated to achieve the purpose of maintaining a proper regulatory record of transactional documents with a recognized officer in order to safeguard the original copies. The Act lays down two types of registration of documents, one being mandatory registration, which has been laid down under Section 17 of the Act and relates to documents such as, *inter alia* gift deed or transfer deed for an immovable property, non-testamentary instruments purporting to an interest in any immovable property, leasing or renting an immovable property. The other type of registration has been laid down under Section 18 of the Act which provides for the category of documents, registration of which is optional or discretionary and include, wills, instrument for transfer of shares, adoption deeds, etc. Failure to register a document under Section 17 of the Act can attract severe consequences, including declaration of invalidity of the transfer in question; however, no such consequence is attracted in case of Section 18 of the Act. Sections 28 and 31 of the Act provide the sub-registrars and other officers, the authority to register documents under this Act. Registration of a document, provides authenticity to a document and also acts as a conclusive proof in relation to the execution of such a document in the court of law.

Indian Stamp Act, 1899

Stamp duty in relation to certain specified categories of instruments as specified under Entry 91 of the Union list mentioned in the Seventh Schedule of the Constitution of India, is governed by the provisions of the Indian Stamp

Act, 1899 (the "***Act***"), all others instruments are required to be stamped, as per the rates laid down by the State Governments. Stamp duty is required to be paid on such category of transaction documents laid down under the various laws of the states, which denotes that stamp duty was paid before the document became legally binding. The stamp duty has to be paid on such documents or instruments and at such rates which have been specified in the First Schedule of the Act. Instruments as mentioned in the said schedule of the Act, if are not duly stamped are not admissible in the court of law as valid evidence for the transaction contained therein. The Act also provides for impounding of instruments which are not sufficiently stamped or not stamped at all. Unstamped and deficiently stamped instruments can be impounded by the relevant authorities and validated by imposing of penalty on the parties. The amount of penalty payable on such instruments may vary from state to state.

B. Tax Related Laws

Finance Act, 2021

The Finance Act, 2021 received the assent of the President on March 28, 2021 and came into force on April 1, 2021 to give effect to the financial proposals of the Central Government for the financial year 2021-22. This Act contains necessary amendments in direct and indirect taxes signifying the policy decisions of the Union Government for the year 2021-22.

Income Tax Act, 1961

The Income Tax Act, 1961 is applicable to every domestic and foreign company whose income is taxable under the Provisions of this Act or Rules made under it depending upon its "Residential Status" and "Type of income" involved. Under Section 139(1), every company is required to file its Income Tax Return for every Previous Year by October 31 of the Assessment Year. Other compliances like those relating to tax deductions and exemptions, fringe benefit tax, advance tax and minimum alternative tax, etc., are also required to be complied with by every company.

Goods and Service Tax (GST)

Goods and Service Tax (GST) is levied on supply of goods or services or both jointly by the Central and State Governments. It is governed by the GST Council and provides for the imposition of tax on the supply of goods or services and will be levied by the Centre on intra-State supply of goods or services and by the States including Union Territories. A destination-based consumption tax GST would be a dual GST with the Centre and State simultaneously levying tax with a common base. The GST law is enforced by various laws, namely the Central Goods and Services Act, 2017 (CGST), State Goods and Services Tax Act, 2017 (SGST), Union Territory Goods and Services Act, 2017 (UTGST), Integrated Goods and Services Tax Act, 2017 (IGST) and Goods and Services Tax (Compensation to States) Act, 2017 and various rules made thereunder.

These enactments replace the following indirect taxes and duties at the Central and State levels: Central Excise Duty, Duties of Excise, additional duties on excise – goods of special importance– special additional duty of customs, Service Tax, Central and State Surcharges and cesses relating to the supply of goods and services, State VAT, Central Sales Tax, Luxury Tax, Entry Tax, etc.

The Telangana Goods and Services Act, 2017

The Telangana Goods and Services Act, 2017 contains provisions for the levy and collection of tax on intra-state supply of goods or services or both. It lays down eligibility and conditions for taking input tax credit, provisions relating to audit, inspection, search, seizure, arrest, demands and recovery and also prescribes penalties for offences under the Act.

Gujarat Goods and Services Tax Act, 2017

The Gujarat Goods and Services Tax Act, 2017 makes provisions for the levy and collection of intra-state supply of goods or services or both within the State of Gujarat and the matters connected therewith or incidental thereto. The Act details the scope of supply, the levy and collection of tax, exemptions from tax, registration, returns, and other such related or incidental matters.

The Customs Act, 1962 (the "Customs Act" or the "Act")

The Customs Act came into force in India with effect from February 1, 1963. The Customs Act deals with the levy of customs duty, the power of the central government to prohibit import and export of certain goods and prevention and detection of illegally imported goods. Section 8 of the Customs Act empowers the Commissioner of Customs to approve proper places in any customs port or customs airport or coastal port for the unloading and loading of goods or for any class of goods. The Commissioner of Customs is also empowered to specify limits of any customs area. Under the Customs Act, the Central Board of Excise and Customs ("**CBEC**") is empowered to appoint, by notification, *inter alia*, ports or airports as customs ports or customs airports and places as the Inland Container Depot ("ICD"). Section 45 of the Customs Act lays down that all imported goods unloaded in a customs area shall remain in the custody of the person approved by the Commissioner of Customs until they are cleared for home consumption or warehouse or transshipped. The custodian is required to keep a record of such goods and send a copy of the record to the designated officer. The custodian shall not permit the goods to be removed unless approved by the designated authority. The Customs Act, further provides that if the goods are pilfered while in the custody of the custodian, then such custodian shall be liable to pay duty on such goods. The said Act contains provision for levying the custom duty on imported goods, export goods, goods which are not cleared, goods warehoused or transshipped within 30 days after unloading etc. It also provides for storage of imported goods in warehouses pending clearance, for goods in transit etc., subject to prescribed conditions.

The Customs Act provides for levy of penalty and/or confiscation of, *inter alia*, prohibited or dutiable goods that are imported into or exported from an area that is not appointed as a customs port or customs airport or are imported or exported without payment of requisite duty. Additionally, any owner of motor vehicle is required to obtain written permission from the Commissioner of Customs for transshipment of imported goods by a motor vehicle, pursuant to the Goods Imported (Conditions of Transshipment) Regulations, 1995. By a notification dated March 17, 2009, the CBEC and Customs has notified the Handling of Cargo in Customs Area Regulations, 2009 which specify the eligibility requirements and responsibilities of persons who are receive, store, deliver or otherwise handle imported goods in the customs area.

Gujarat State Tax on Professions, Trades, Callings and Employments Act, 1976

Every person engaged in any profession, trade, callings and employment is liable to pay tax at the rate prescribed by the State Government of Gujarat. It is considered necessary to levy tax on profession, trade callings and employment in order to augment state revenues, and every state is empowered by the Constitution of India to make laws relating to the levy of taxes on professions, trades, callings and employments that shall serve as the governing provisions in that state.

C. Foreign Investment related Laws and Regulations

Foreign investment in Indian securities is governed by the provisions of the Foreign Exchange Management Act, 1999 ("**FEMA**") read with the applicable FEM Rules. FEMA replaced the erstwhile Foreign Exchange Regulation Act, 1973. Foreign investment is permitted (except in the prohibited sectors) in Indian companies, either through the automatic route or the government approval route, depending upon the sector in which foreign investment is sought to be made. The DIPP (now DPIIT) makes policy pronouncements on FDI through press notes and press releases which are notified by the RBI as amendments to the FEM Rules. In case of any conflict, the FEM Rules prevail. Therefore, the regulatory framework, over a period of time consists of acts, regulations, press notes, press releases, and clarifications among other amendments. The DIPP (now DPIIT) issued the FDI Policy which consolidates the policy framework on FDI issued by DIPP (now DPIIT), in force on August 28, 2017 and reflects the FDI policy as on August 28, 2017. The FDI Policy consolidates and subsumes all the press notes, press releases, and clarifications on FDI issued by DIPP (now DPIIT). As per the FDI Policy, FDI up to 100% is permitted in wholesale trading under automatic route and upto 51% is permitted in multi brand retail trading under the government route subject to certain conditions prescribed

under FDI policy. As per the Press Note No. 3 of 2020 dated April 17, 2020 issued by the DIPP, has amended the FDI Policy to include restrictions on entities belonging to 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, where they can invest only under the Government route. Further, a citizen of Pakistan or an entity incorporated in Pakistan can invest, only under the Government route, in sectors/activities other than defence, space, atomic energy and sectors/activities prohibited for foreign investment.

The Foreign Exchange Management Act, 1999

Foreign investment in India is primarily governed by the provisions of the Foreign Exchange Management Act, 1999 ("***FEMA***") and the rules, regulations and notifications thereunder, as issued by the Reserve Bank of India from time to time. The RBI, in exercise of its power under the FEMA, has notified the Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 by Notification No. FEMA. 395/2019-RB dated October 17, 2019 ("***FEMA Rules***") to prohibit, restrict, or regulate transfer by or issue security to a person resident outside India. As laid down by the FEMA Rules, no prior consents and approvals are required from the RBI for Foreign Direct Investment ("***FDI***") under the "automatic route" within the specified sectoral caps. In respect of all industries not specified as FDI under the automatic route, and in respect of investment in excess of the specified sectoral limits under the automatic route, approval may be required from the RBI. At present, the FDI Policy does not prescribe any cap on the foreign investments in the sector in which the Company operates. Therefore, foreign investment up to 100% is permitted in the Company under the automatic route.

The Foreign Trade (Development and Regulation) Act, 1992 and the Rules framed thereunder

The Foreign Trade (Regulation and Development) Act, 1992 ("***FTA***"), and the rules framed thereunder, is the main legislation concerning foreign trade in India. The FTA read along with Foreign Trade (Regulation) Rules, 1993 provides for the development and regulation of foreign trade by facilitating imports into, and augmenting exports from, India and for matters connected therewith or incidental thereto. As per the provisions of FTA, the Government:- (i) may make provisions for facilitating and controlling foreign trade; (ii) may prohibit, restrict and regulate exports and imports, in all or specified cases as well as subject them to exemptions; (iii) is authorised to formulate and announce an export and import policy and also amend the same from time to time, by notification in the Official Gazette; (iv) is also authorised to appoint a 'Director General of Foreign Trade' for the purpose of the Act, including formulation and implementation of the Export-Import Policy.

The FTA prohibits anybody from undertaking any import or export under an Importer-Exporter Code member ("***IEC***") granted by the Director General of Foreign Trade pursuant to Section 7. Hence, every entity in India engaged in any activity involving import/export is required to obtain an IEC unless specifically exempted from doing so. The IEC shall be valid until it is cancelled by the issuing authority.

D. Environment Related Laws

The National and State governments are jointly responsible for the sustainable management of the forest resource. Since our Company deals primarily in manufacturing activities relating to wood waste and Agro forestry, there are various environmental and forest specific laws that are required to be taken into consideration. By virtue of the 42nd amendment to the Constitution of India in 1976, the subject matter of 'forest' was brought from the state list to the concurrent list empowering the Central Government to legislate on this subject. In India, various state governments have enacted their own Forest Acts or made an amendment to the Indian Forest Act, 1927. Further, the Indian Forest Act, 1927 empowers the state government to enact rules to regulate various aspects of forest management such as prescribing procedure for issuance of transit pass, setting up of saw mills, saw pits etc. In a practical sense, the State forest departments act as the custodians of the public forest resource and as the forest authorities, managing the forest resources in the basis of the forest management plans that they submit to the central government.

Our manufacturing activities are subject to, among other laws, environmental laws and regulations promulgated by the Ministry of Environment and Forest of Government of India, Saw Mill Rules, the State Forest Policy, State Pollution Control Board and

Central Empowered Committee. These include laws and regulations about cutting of trees, discharge of effluents, polluted emissions, hazardous substances etc. On wood based industries, the Hon'ble Supreme Court of India has given specific directives from time to time and the same would be applicable to our Company as well. Laws relating to excise, customs, GST, factory and labour related matters etc. are applicable to our Company, as they are applicable to other manufacturing establishments. The applicable environmental laws are summarized below:

Indian Forest Act, 1927

The Indian Forest Act, 1927 ("**Forest Act**") is India's guiding forestry legislation that seeks to consolidate and preserve areas with forest cover or significant wildlife, to regulate movement and transit of forest produce, and to levy duties on timber and other forest produce. It lays out the procedure by which a State government can declare an area a Reserved Forest, Protected Forest or a Village Forest. It also defines as to what is a forest offence, what are the acts prohibited inside a Reserved Forest, and what penalties occur on violation of the provisions of the Forest Act. The Forest Act gives the State Governments the power to formulate rules to regulate matters such as the cutting, sawing, conversion and removal of trees and timber, and the collection, manufacture and removal of forest-produce from protected forests; the granting of licenses to persons felling or removing trees or timber or other forest-produce from such forests for the purposes of trade, and production etc. ***Forest (Conservation) Act, 1980 (the "Act")***

The Act was promulgated to provide for the conservation of forests and for matters connected therewith or ancillary or incidental thereto. The Act prevents state governments from making any order directing that any forest land be used for a non-forest purpose or that any forest land is assigned through lease or otherwise to any private person or corporation not owned or controlled by the Government without the approval of the GoI. The Ministry of Environment and Forests ("**MoEF**") mandates that Environment Impact Assessment ("**EIA**") must be conducted for projects. In the process, the Ministry receives proposals for the setting up of projects and assesses their impact on the environment before granting clearances to the projects.

The EIA Notification S.O. 1533, issued on September 14, 2006 ("**EIA Notification**") under the provisions of the Environment Act, prescribes that new construction projects require prior environmental clearance from the MoEF. The environmental clearance must be obtained from the MoEF according to the procedure specified in the EIA Notification. No construction work, preliminary or other, relating to the setting up of a project can be undertaken until such clearance is obtained. Under the EIA Notification, the environmental clearance process for new projects consists of four stages – screening, scoping, public consultation and appraisal. After completion of public consultation, the applicant is required to make appropriate changes in the draft 'EIA Report' and the 'Environment Management Plan.' The final EIA Report has to be submitted to the concerned regulatory authority for appraisal. The regulatory authority is required to given its decision within 105 days of the receipt of the final EIA Report.

Air (Prevention and Control of Pollution) Act, 1981

The Air (Prevention and Control of Pollution) Act, 1981 (the "**Act**") aims to prevent, control and abate air pollution and pursuant to the provisions of this 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. The State Pollution Control Board is required to grant consent within a period of four months of receipt of an application, but may impose conditions relating to the consent granted. No person operating any industrial plant in any air pollution control area is permitted to discharge the emission of any air pollutant in excess of the standards laid down by the State Pollution Control Board. The penalties for the failure to comply with the above requirements include imprisonment of up to six years and the payment of fine extending up to ₹ 10,000.

Under the said Act, the Central Pollution Control Board has powers, inter alia, to specify standards for the quality of air, while the State Board has the power to inspect any control equipment, industrial plant or manufacturing process, to advice the State Government with respect to the suitability of any premises or location for carrying on any industry and to obtain information from any industry.

Water (Prevention and Control of Pollution) Act, 1974

The Water (Prevention and Control of Pollution) Act, 1974 (**"*Water* Act"**) aims to prevent and control water pollution as well as restore water quality by establishing and empowering the Central Pollution Control Board and the State Pollution Control Boards. Under the Water Act, any person establishing any industry, operation or process, any treatment or disposal system, use of any new or altered outlet for the discharge of sewage or new discharge of sewage, must obtain the consent of the relevant State Pollution Control Board, which is empowered to establish standards and conditions that are required to be complied with. In certain cases, the State Pollution Control Board may cause the local Magistrates to restrain the activities of such person who is likely to cause pollution. Penalty for the contravention of the provisions of the said Act include the imposition of fines or imprisonment, or both.

The Central Pollution Control Board has the powers, inter alia, to specify and modify standards for stream and wells. The State Pollution Control Board has powers, inter alia, to inspect any sewage or trade effluents, and to review plans, specifications or other date relating to plants set up for treatment of water. The State Board also has the power to evolve efficient methods of disposal of sewage and trade effluents on land, to advice the State Government with respect to the suitability of any premises or location for carrying on any industry likely to pollute a stream or well and to specify standards for treatment of sewage and trade effluents.

The Environment Protection Act, 1986

The Environment Protection Act, 1986 (the "**Act**") has been enacted for the protection and improvement of the environment (which includes water, air, land, human beings, other living creatures, plants, microorganisms, etc.) and for matters connected therewith. The Act empowers the Central Government to take measures to protect and improve the environment such as by laying down standards of emission or discharge of pollutants, providing for restrictions regarding areas where industries may operate, prohibitions and restrictions regarding the handling of hazardous substances and location of industries and so on. The Central Government is empowered by the Act to constitute authority or authorities for the purpose of exercising and performing such powers and functions, to appoint a person for inspection, for analysis of samples and for selection of notification of environmental laboratories.

Hazardous and Other Wastes (Management and Transboundary Movement) Rules, 2016 ("HWM Rules")

The HWM Rules allocate the responsibility to the occupier and operator of any facility that treats hazardous wastes to collect, treat, store or dispose them without adverse effects accruing to the environment. Moreover, the occupier and the operator must take steps to ensure that persons working at the site are given adequate training and equipment for performance of their work. Hazardous wastes can be collected, treated, stored and disposed of only in such facilities as may be authorised for this purpose. The occupier is liable for damages caused to the environment resulting from the improper handling and disposal of hazardous waste, and any fine that may be levied by the respective SPCB.

The Noise Pollution (Regulation and Control) Rules, 2000

The Noise Pollution (Regulation and Control) Rules, 2000 (the "Rules") aim to regulate and control noise producing and venerating sources with the objective of maintaining the ambient air quality standards in respect of noise. The Rules declare different areas or zones each permitting for different ambient air quality standards in respect of noise and the noise levels shall not exceed this limit, as prescribed by the Schedule. The Rules also prescribe methods to cut down on noise from various sources including industries, such as by mounting machinery, using insulating screens and suitable ducts, etc.

National Environment Policy (the "Policy")

The present national policies for environmental management are contained in the National Forest Policy, 2018, the National Conservation Strategy and Policy Statement on Environment and Development, 1992, the Policy Statement on Environment

and Development, 1992; and the Policy Statement on Abatement of Pollution,1992. Some sector policies such as the National Agriculture Policy, 2018; National Population Policy, 2000; and National Water Policy, 2012 have also contributed towards environmental management. All these policies have recognized the need for sustainable development in their specific contexts and formulated necessary strategies to give effect to such recognition. The Policy seeks to extend the coverage, and fill in gaps that still exist, in light of present knowledge and accumulated experience. It does not displace, but builds on the earlier policies.

The Objectives of the Policy are as follows:

- Conservation of critical environmental resources
- Intra-generational equity: Livelihood security for the poor
- Inter-generational equity
- Integration of environmental concerns in economic and social development
- Efficiency in environmental resource use
- Environmental governance
- Enhancement of resources for environmental conservation

The Policy evolved from the recognition that only such development is sustainable, which respects ecological constraints and the imperatives of justice. The objectives stated above are to be realized through various strategic interventions by different public authorities at Central, State and Local government levels. They would also be the basis of diverse partnerships. The principles followed in the Policy are:

- Human beings are the center of sustainable development concerns
- Right to development must be fulfilled so as to equitably meet developmental and environmental needs of present and future generations.
- In order to achieve sustainable development environmental protection shall constitute an integral part of the development process and cannot be considered in isolation from it.
- Where there are credible threats of serious or irreversible damage to key environmental resources, lack of full scientific certainty shall not be used as a reason for postponing cost-effective measures to prevent environmental degradation.
- In various public actions for environmental conservation, economic efficiency would be sought to be realized.

E. Intellectual Property Laws

Information Technology Act, 2000

The Information Technology Act, 2000 (the "***IT Act***") creates a liability on a body corporate which is negligent in implementing and maintaining reasonable security practices and procedures, and thereby causing wrongful loss or wrongful gain to any person, while possessing, dealing with, or handling any sensitive personal data or information in a computer resource owned, controlled or operated by it but affords protection to intermediaries with respect to third party information liability. The IT Act also provides for civil and criminal liability including compensation, fines, and imprisonment for various computer related offences. These include offences relating to unauthorised disclosure of confidential information and committing of fraudulent acts through computers, tampering with source code, unauthorised access, publication or transmission of obscene material etc. The IT Act empowers the Government of India to formulate rules with respect to reasonable security practices and procedures and sensitive personal data. Additionally, the IT Act empowers the Government of India to direct any of its agencies to intercept, monitor or decrypt any information in the interest of sovereignty, integrity, defence and security of India, among other things. In April 2011, the Department of Information Technology under the Ministry of Communications and Information Technology notified the Information Technology (Reasonable Security Practices and Procedures and Sensitive Personal Data or Information) Rules 2011 under Section 43A of the IT Act and the Information Technology (Intermediaries Guidelines) Rules, 2011 under Section 79(2) of the IT Act.

Indian Patents Act, 1970

The purpose of the Indian Patents Act, 1970 (the "**Act**") is to protect inventions. Patents provide the exclusive rights for the owner of a patent to make, use, exercise, distribute and sell a patented invention. The patent registration confers on the patentee the exclusive right to use, manufacture and sell his invention for the terms of the patent. An invention means a new product or process involving an inventive step capable of industrial application. An application for a patent can be made by (a)

a person claiming to be the true and first inventor of the invention; (b) a person being the assignee of the person claiming to be the true and first inventor in respect of the right to make such an application; and (c) legal representative of any deceased person who immediately before his death was entitled to make such an application.

Trade Marks Act, 1999

Indian trademark law permits the registration of trademarks for goods and services. The Trade Marks Act, 1999 ("***Trade Mark Act***") governs the statutory protection of trademarks and for the prevention of the use of fraudulent marks in India. An application for trademark registration may be made by individual or joint applicants and can be made on the basis of either use or intention to use a trademark in the future. Once granted, trademark registration is valid for ten years, unless cancelled, and may be renewed indefinitely upon payment of renewal fees every ten years. If not renewed after ten years, the mark lapses and the registration has to be restored. The Trade Mark (Amendment) Act, 2010 has been enacted by the Government to amend the Trade Mark Act to enable Indian nationals as well as foreign nationals to secure simultaneous protection of trademark in other countries. It also seeks to simplify the law relating to transfer of ownership of trademarks by assignment or transmission and to align the law with international practice.

In March 2017, the Trade Marks Rules, 2017 ("***Trade Mark Rules***") were notified, in supersession of the Trade Marks Rules, 2002. The Trade Marks Rules brought with them some changes in the application process, in terms of an increase in application fees and common formats for multiple kinds of applications. However, the e-filing process has been incentivized by providing lower application fees.

F. General Corporate and Other Allied Laws

Apart from the above list of laws which is inclusive in nature and not exhaustive – general laws like the Indian Contract Act, 1872, Specific Relief Act, 1963, Negotiable Instruments Act, 1881, Sale of Goods Act, 1930, Consumer Protection Act, 1986, Anti-Trust law such as Competition Act, 2002 and corporate Acts namely Companies Act, 1956 and Companies Act, 2013 are also applicable to the Company.

OUR HISTORY AND CERTAIN OTHER CORPORATE MATTERS

HISTORY OF OUR COMPANY

Our Company was originally incorporated on April 10, 2012 as a Private Limited Company as "Accent Microcell Private Limited" vide Registration No. 069799 under the provisions of the Companies Act, 1956 with the Registrar of Companies, Gujarat, Dadra and Nagar Havelli. Pursuant to a special resolution passed by the Shareholders at their Extra ordinary General Meeting held on December 05, 2022, our Company was converted from a Private Limited Company to Public Limited Company and consequently, the name of our Company was changed to 'Accent Microcell Limited' and a Fresh Certificate of Incorporation consequent to Conversion was issued on December 23, 2022 by the Registrar of Companies, Ahmedabad. The Corporate Identification Number of our Company is U24230GJ2012PLC069799.
Presently, we carry out our operations from our Corporate or Registered Office and 2 (Two) units for business purpose as per the below details:

Sr. No.	Particulars	Address
1.	Corporate or Registered Office	314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015.
2.	Unit I (Pirana)	Survey No. 533/P, Paldi, Kankaj, Pirana Road, Ta. Daskroi, Dis. Ahmedabad – 382425.
3.	Unit II (Dahej -SEZ)	Plot No. Z/59-60-63, Dahej-SEZ, Part-I, Ta. Vagra, Dist. Bharuch- 392130

CHANGES IN OUR REGISTERED OFFICE

Since Incorporation, our Registered Office is situated at 314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015.

CHANGES IN NAME CLAUSE

Date of Amendment	Particular	Reason
On December 23, 2022	Change in name of company from "Accent Microcell Private Limited" to "Accent Microcell Limited"	Conversion of Company from Private to Public

MAIN OBJECTS OF OUR COMPANY

The object clauses of the Memorandum of Association of our Company enable us to undertake our present activities. The main objects of our Company as per the Object Clause of Memorandum of Association of the Company are as under:

1. To carry on the business of developing, processing, refining, producing, manufacturing or buying, importing, stocking and marketing, selling, exporting and generally dealing in all kinds of drugs and medicines, including bulk drugs, pharmaceutical formulations in all forms, feed supplements and dietary food supplements and food preparations in Allopathic, Ayurvedic, Unani, Homeopathic or other branches of healthcare and treatment of human beings and veterinary applications, antibiotics, herbal, bacteriological and biological products, insecticides, pesticides, fungicides, disinfectants and vermi fuges and raw materials, ingredients, intermediates, semi-finished or finished preparations, compounds, pharmaceutical chemical and microcrystalline cellulose powder, alpha cellulose powder and all kinds of products and by-products related thereto.

AMENDMENTS TO THE MOA OF OUR COMPANY SINCE INCORPORATION:

Since incorporation, there has been following amendment made to the MoA of our Company:

Date of Amendment	Particulars of Amendment
June 30, 2012	Increase in Authorized Capital from 10,00,000 to 45,00,000.
February 27, 2013	Increase in Authorised Capital from 45,00,000 to 2,80,00,000.

October 01, 2013	Increase in Authorised Capital from 2,80,00,000 to 3,10,00,000.
March 24, 2015	Increase in Authorised Capital from 3,10,00,000 to 4,35,00,000.
March 29, 2022	Increase in Authorised Capital from 4,35,00,000 to 12,95,00,000.
December 05, 2022	Change in name of Company from "Accent Microcell Private Limited" to "Accent Microcell Limited".
July 07, 2023	Increase in Authorised Capital from 12,95,00,000 to 22,00,00,000.
September 25, 2023	Change in Object clause of the Company- Deleting the words "To carry on the business of Accent Microcell Industries" in the main object of the company.

KEY EVENTS AND MILESTONES:

The following table sets forth the key events and milestones in the history of our Company, since incorporation:

YEAR	PARTICULARS
2012	Incorporation of our Company as a Private Limited Company with the name of "Accent Microcell Private Limited" vision with a focus of expansion on a global platform along with value addition to healthcare and life.
2012	Executed slump sale agreement between our company and M/s Accent Microcell Industries, previously run by our Promoters since 2002 by acquiring all the Assets and Liabilities of M/s Accent Microcell Industries. This acquisition not only provided us with the valuable experience of our promoters in the pharmaceuticals industry but has also brought several advantages, including: • Access to a fully operational production Unit i.e., Unit-I (Pirana) which was used for manufacturing of variety of excipients such as Cross Carmellose Sodium (CCS), Magnesium stearate (MS), Microcrystalline Cellulose (MCC). • Additionally, Unit-1 was well equipped for the production of both Non-spray Dryer and spray dryer products. • Certification for ISO 9001 • This Acquisition brought the advantage of an existing global presence in countries like Bangkok, Australia, Germany. • Benefitted with upgraded technology i.e., Agitated Nutsche filter which helps our company in giving a better-quality product as per global customer requirement. • Acquired an in-house microbial lab adhering to International Standards. • Possession of GMP certificates which help in target giants Pharma players in the industry.
2013	Set up new plant i.e., Unit II (Dahej -SEZ) to cater the global customer cost competitiveness.
2014	Install Metal detector at Dahej Plant with a view to capture heavy metal impurities in the finished products.
2015	Started to work on annual agreements or on contract basis oversees. Major countries covered were USA, EU regions, Australia, Indonesia.
2016	Certified by FSSC-22000
2017	• Introduced new Products Accel 591, Accel 581, Accel S • Installed new Spray dryer at Dahej Unit-II • Maccel, Acrocell, RC
2022	Converted to Public Limited Company - consequently, the name of our Company was changed to 'Accent Microcell Limited'

DETAILS OF BUSINESS OF OUR COMPANY

Our company was incorporated on April 10, 2012, with the primary focus on manufacturing of the high-quality cellulose-based excipients which predominantly find application in the Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. Our company manufacture cellulose-based excipients as follows:

- Microcrystalline Cellulose (MCC) - Spray Dryer / Spin Flash Dried
- Microcrystalline Cellulose Spheres (MCC Spheres)
- Silicified Microcrystalline Cellulose (SMCC)
- Powdered Cellulose (PC)
- Croscarmellose Sodium (CCS)

- Magnesium Stearate (Mg. St.)
- Microcrystalline Cellulose with Carboxy Methyl Cellulose (Co-Processed)

Presently, we majorly manufacture Microcrystalline Cellulose ("MCC"). MCC is an odourless, fine white powder & a purified form of cellulose, which is derived from refinement of highly purified wood pulp. It is widely used as texturizer, anticaking agent, binder, lubricant, a bulking agent, diluent which finds a wide range of applications in Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. We manufacture 22 grades of MCC, with particle sizes ranging from 20 microns to 180 microns. The major grades of MCC manufactured and marketed by our Company are branded under the name **"accel"**. Besides **"accel"** we also sell our products under the name **"acrocell", "maccel" and "Vincel".**

During the production process, the various grades of MCC are distinguished using different drying techniques used by our Company. We manufacture products by two drying techniques which are branded under different brand names. In our company MCC, MCC Spheres, SMCC, MCC with CMC are manufactured with spray dried product which are branded as **"accel"** and They are known for its premium quality due to its physical properties such as direct compression, particle size, density, flow, tableting properties etc. On the other hand MCC, SMCC are manufactured with spin flash dried which are branded as **"Vincel"**.

Accent have established a robust manufacturing infrastructure, supported by an efficient supply chain that caters to the needs of our Indian and global clientele. With two state-of-art manufacturing facilities located in Pirana (Unit -I) and Dahej SEZ (Unit -II). Unit I i.e. Pirana manufacture product mainly caters to the domestic market which manufacture MCC, SMCC, PC, MCC with CMC. Unit II i.e Dahej SEZ is set up as export-oriented unit ("EOU") which is purely engaged in the manufacture of MCC, MCC sphere, SMCC, MCC with CMC which is exported to overseas customers and distributors.

With over 10 years of continuous growth, two state of the art manufacturing facilities and consistent focus on delivering premium quality product, Our Company is one of the ***Global leading manufacturers of Microcrystalline Cellulose (MCC)*** (**Source:* Research Report on Global Microcrystalline Cellulose (MCC) Industry, refer link https://www.expertmarketresearch.com/articles/top-5-companies-in-the-global-microcrystalline-cellulose-mcc-market).

For details on the description of Our Company's activity, business model, marketing strategy, strength, completion of business, please see "Our Business", "Management Discussion and Analysis of Financial Conditions" and "Basis for Issue Price" on page 111, 254 and 88 of this Red Herring Prospectus respectively.

HOLDING COMPANY OF OUR COMPANY

Our company does not have any Holding Company as on the date of filling of this Red Herring Prospectus.

SUBSIDIARY COMPANY OF OUR COMPANY

Our Company has no Subsidiary Company as on the date of filing of this Red Herring Prospectus.

ASSOCIATE AND JOINT VENTURES OF OUR COMPANY

Our Company does not have any associate and joint ventures as on the date of this Red Herring Prospectus.

OTHER DECLARATIONS AND DISCLOSURES

Our Company is not a listed entity and its securities have not been refused listing at any time by any recognized stock exchange in India or abroad. Further, Our Company has not made any Public Issue or Rights Issue (as defined in the SEBI ICDR Regulations) in the past. No action has been taken against Our Company by any Stock Exchange or by SEBI. Our Company is not under winding up nor has received a notice for striking off its name from the relevant Registrar of Companies.

FUND RAISING THROUGH EQUITY OR DEBT

For details in relation to our fund-raising activities through equity or debt, please refer to the chapters titled *"Capital Structure"* beginning on page number 61 respectively, of this Red Herring Prospectus.

REVALUATION OF ASSETS

Our Company has not re-valued its assets since its incorporation.

CHANGES IN THE ACTIVITIES OF OUR COMPANY HAVING A MATERIAL EFFECT

Other than as stated in this red herring prospectus, there has been no change in the activities being carried out by our Company during the preceding five years from the date of this red herring prospectus which may have a material effect on the profits / loss of our Company, including discontinuance of lines of business, loss of agencies or markets and similar factors.

INJUNCTIONS OR RESTRAINING ORDERS

Our Company is not operating under any injunction or restraining order.

DEFAULTS OR RESCHEDULING OF BORROWINGS WITH FINANCIAL INSTITUTIONS/BANKS

There have been no Defaults or Rescheduling of borrowings with financial institutions/banks in last 3 financial years.

STRIKES AND LOCK-OUTS

Except as Discussed below, our company has not been involved in any labor disputes or disturbances including strikes and lockouts, since incorporation.

Case Name	Application No.	Facts of the Case	Status of the case	Disposed off date
Pravin Bhai Vaghela and Others V. Manager (Accent Microcell Private Limited)	PWAPP LC/ 1/2015	The petitioner filed an application under sec 15 of the Payment of Wages Act, 1936 for the recovery of the amount due from the workmen. The Labor Court (Bharuch) observed that the case, an amicable settlement has been reached between the petitioners and the parties out of court. Therefore, the application for payment of wages is decided in the Lok Adalat.	Amicable settlement has been reached between the petitioners and the parties out of court. Therefore, the application for payment of wages is decided in the Lok Adalat.	13th May 2023.

As on the date of this Red Herring Prospectus, our employees are not unionized.

TIME AND COST OVERRUNS IN SETTING UP PROJECTS

As on the date of this Red Herring Prospectus, there have been no time and cost overrun in any of the projects undertaken by our Company.

SHAREHOLDERS'AGREEMENT

Our Company does not have any subsisting shareholders' agreement as on the date of this Red Herring Prospectus.

OTHER AGREEMENTS

Except as disclosed in the title "*Material Contracts and Documents for Inspection*" on page No. 361 as on the date of this Red Herring Prospectus our Company has not entered into any agreements other than those entered into in the ordinary course of business and there are no material agreements entered into more than two years before the date of this Red Herring Prospectus.

AGREEMENTS WITH KEY MANAGERIAL PERSONNEL, DIRECTORS, PROMOTERS OR ANY OTHER EMPLOYEE

As on the date of this Red Herring Prospectus, there are no agreements entered into by our Key Managerial Personnel or Directors or Promoters or any other employee of our Company, either by themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of our Company.

COLLABORATION AGREEMENT

As on the date of this Red Herring Prospectus, our Company is not party to any collaboration agreement.

STRATEGIC PARTNERS

Our Company does not have any strategic partner(s) as on the date of this Red Herring Prospectus.

FINANCIAL PARTNERS

As on the date of this Red Herring Prospectus, our Company does not have any financial partners.

ACQUISITION OF BUSINESS/UNDERTAKINGS

There is no Merger, Amalgamation, Acquisition of Business or Undertaking etc. with respect to our Company and we have not acquired a business undertaking in last 10 years.

DIVESTMENT OF BUSINESS/UNDERTAKING BY COMPANY IN LAST 10 YEARS.

There has been no divestment by the Company of any business or undertaking in last 10 years.

NUMBER OF SHAREHOLDER OF OUR COMPANY

Our Company has **60 (Sixty)** shareholders as on date of this Red Herring Prospectus. For further details on the Shareholding Pattern of our Company, please refer to the Chapter titled "*Capital Structure*" beginning on page 61 of this Red Herring Prospectus.

DETAILS OF PAST PERFORMANCE

For details of Change of management, please see chapter titled "*Our Business*" and "*Our History and Certain Corporate Matters*" on page 111 and 153 respectively of this Red Herring Prospectus.

DETAILS OF FINANCIAL PERFORMANCE

For details in relation to our financial performance in the previous five financial years, including details of non-recurring items of income, refer to section titled "*Financial Statements*" beginning on page 198 of this Red Herring Prospectus.

GUARANTEES GIVEN BY PROMOTER OFFERING ITS SHARES IN THE OFFER FOR SALE

This Issue is a fresh issue of Equity Shares and our Promoters are not offering their shares in this Issue.

OUR MANAGEMENT

BOARD OF DIRECTORS

As per the Articles of Association of our Company, we are required to have not less than 3 (Three) Directors and not more than 15 (Fifteen) Directors on its Board, subject to provisions of Section 149 of Companies Act, 2013. As on date of this Red Herring Prospectus, our Board consist of Seven (7) Directors, out of which Four (4) are Executive Director, three (3) are Non-Executive Independent Director.

Sr.No.	Name	DIN	Category	Designation
1.	Vasant Vadilal Patel	05225561	Executive	Chairperson
2.	Ghanshyam ArjanBhai Patel	05225398	Executive	Managing Director
3.	Nitin JasvantBhai Patel	05225550	Executive	Whole time Director
4.	VinodBhai ManiBhai Patel	07698117	Executive	Whole time Director
5.	RajatKumar DineshBhai Patel	09124295	Non- Executive	Independent Director
6.	Chintan UmeshBhai Bhatt	09289074	Non- Executive	Independent Director
7.	Shreyaben Milankumar Shah	09726000	Non-Executive	Independent Director

The following table sets forth certain details regarding the members of our Company's Board as on the date of this Red Herring Prospectus:

S. No.	Name, DIN, Date of Birth, Qualification, Designation, Occupation, Address, Nationality and Term	Age	Other Directorship
1.	**Mr. Vasant Vadilal Patel** **Designation:** Executive Chairman **Address:** B 304, Kala Residency, Manekbag, Ahmedabad, Gujarat- 380015 **Date of Birth:** 01/10/1977 **Qualification:** Matriculation **Occupation:** Business **Nationality**: Indian **Term:** 3 Years w.e.f. June 08, 2023 **Date of First Appointment:** April 10, 2012 **Date of Appointment as Executive Chairman:** June 08, 2023 **DIN**: 05225561	46	**Indian Private Limited Company** 1. Agistin Biotech Private Limited 2. Accent Biosciences Private Limited **Indian Public Limited Company** Nil **Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil
2.	**Mr. Ghanshyam ArjanBhai Patel** **Designation:** Managing Director & Chief Financial Officer **Address:** A 404 Kala Residency, Ahmedabad, Gujrat- 380015	45	**Indian Private Limited Company** 1. Accent Biosciences Private Limited 2. Claroid Pharmaceuticals Private Limited **Indian Public Limited Company** Nil

S. No.	Name, DIN, Date of Birth, Qualification, Designation, Occupation, Address, Nationality and Term	Age	Other Directorship
	Date of Birth: 19/11/1978 **Qualification:** Matriculation **Occupation:** Business **Nationality:** Indian **Term:** 3 years w.e.f. June 08, 2023 **Date of First Appointment:** April 10, 2012 **Date of Appointment as Managing Director:** June 08, 2023 **DIN**: 05225398		**Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil
3.	**Mr. Nitin JasvantBhai Patel** **Designation:** Whole Time Director **Address:** 15, Shri Chaitanya State Bank Sub Officer Co. Op. H. Sc. Ltd., Near IIM, Ahmedabad, Gujarat-380015 **Date of Birth:** 23/06/1982 **Qualification**: Under Graduate (Bachelor of Commerce 2nd Year from G. B. Shah Commerce College, Gujarat) **Occupation:** Business **Nationality:** Indian **Date of First Appointment:** April 10, 2012 **Term:** 3 Years w.e.f. June 08, 2023 **DIN:** 05225550	41	**Indian Private Limited Company** 1. INDO SMC Private Limited 2. Aneta Pharmaceuticals Private Limited 3. Globe Star Valves Private Limited **Indian Public Limited Company** Nil **Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil
4.	**Mr. VinodBhai ManiBhai Patel** **Designation:** Whole Time Director **Address**: Paldi Kankaj, Ahmedabad, Gujarat- 382425 **Date of Birth:** 10/02/1975 **Qualification:** Bachelor of Arts from Gujarat University **Occupation:** Business **Nationality:** Indian **Term:** 3 Years w.e.f. June 08, 2023	48	**Indian Private Limited Company** Nil **Indian Public Limited Company** Nil **Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil

S. No.	Name, DIN, Date of Birth, Qualification, Designation, Occupation, Address, Nationality and Term	Age	Other Directorship
	DIN: 07698117		
5.	**Mr. RajatKumar DineshKumar Patel** **Designation:** Non-Executive Independent Director **Address:** Baharano Madh, Upera, Mahesana, Gujarat- 384170 **Date of Birth:** 19/07/1995 **Qualification:** Bachelor of Computer Application from Hemchandracharya North Gujarat University **Occupation:** Professional **Nationality:** Indian **Term:** 5 Years w.e.f. May 05, 2023 **DIN**: 09124295	28	**Indian Private Limited Company** Nil **Indian Public Limited Company** 1. Globe Textiles (India) Limited **Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil
6.	**Mr. Chintan UmeshBhai Bhatt** **Designation:** Non-Executive Independent Director **Address:** Q-10, Suvarna Apartment, Arjun Ashram Road, Ranip, Ahmedabad, Gujarat- 382480 **Date of Birth:** 18/07/1995 **Qualification:** Company Secretary **Occupation:** Professional **Nationality:** Indian **Term:** 5 years w.e.f. August 18, 2023 **DIN**: 09289074	28	**Indian Private Limited Company** Nil **Indian Public Limited Company** 1. Art Nirman Limited **Indian Limited Lability Partnership** Nil **Indian Hindu Undivided Family** Nil
7.	**Ms. Shreyaben MilanKumar Shah** **Designation:** Non-Executive Independent Director **Address:** 20/9,8 Dharmottam Bunglows, Prahladnagar, Reliance Petrol Pump, Ahmedabad, Gujarat- 380015 **Date of Birth:** 18/12/1993 **Qualification:** 1. Company Secretary 2. Bachelor of Legislative Law (LL.B)	29	**Indian Private Limited Company** Nil **Indian Public Limited Company** 1. Rushil Decor Limited **Indian Limited Lability Partnership** Nil

S. No.	Name, DIN, Date of Birth, Qualification, Designation, Occupation, Address, Nationality and Term	Age	Other Directorship
	from I.M. Nanavati Law College, Ahmedabad **Occupation:** Professional **Nationality:** Indian **Term:** 5 years w.e.f. 18.08.2023 **DIN**: 09726000		**Indian Hindu Undivided Family** Nil

BRIEF PROFILE OF THE DIRECTORS OF OUR COMPANY

Mr. Vasant Vadilal Patel, aged 46 years, is the Executive Chairman of the Company. He possesses a secondary school certificate (Matriculation). Mr. Vasant is having an extensive experience of more than two decades in this dyes, intermediate and pharmaceuticals and nutraceutical industry. He has been one of the key persons behind the setting up of plant and also the founder promoter of the Company. He has varied experience related to product development and marketing. He is presently in charge of all offshore marketing, product development policy matters.

Before commencing M/s Accent Microcell Industries, he started his journey with a company named as M/s Pooja Fine Chem, a trading company. Where he gained experience in sales and marketing. This Company deals in industrial and pharmaceuticals chemicals as well as laboratory chemicals. During his time at M/s Pooja Fine Chem, he became interested in product called Microcrystalline Cellulose. He wanted to establish a manufacturing unit for this product, however it required a lot of time and money. So, he chose to team up with a group that shared his passion and had the necessary funds to start a joint venture. This is how Accent came into existence.

Mr. Ghanshyam ArjanBhai Patel, aged 45 years, is the Managing Director and CFO at Accent Microcell Limited. He possesses a secondary school certificate (Matriculation). He is having long standing and rich experience of more than two decades in various fields like Agro products, marketing, rice processing and finally to venture into this Company as a founder promoter. He looks after the overall strategic plan and supervising the operations of the company in administration, Finance, HRD, banking, collections etc. He has been instrumental in nourishing the finance requirement of the company as and when required to meet to long term and short-term requirement of the company for the company's business development.

Mr. Nitin JasvantBhai Patel, aged 41 years, is the Whole Time Director on the board of Accent Microcell Limited. He is Under Graduate pursued degree of Bachelor of commerce (2nd Year). Mr. Nitin has over two decades of extensive experience as a technical director, where he has effectively and efficiently overseen the implementation of plant projects, ensuring their successful trial runs and commercial production. He is the founder promoter of the company and Executive Director who looks after plant production, quality criteria & project implementation in timely manner. He looks after all technical matters of the company's current technology and his technical expertise give competitive edge to company in time line of setting up project. His technical advice is invaluable and of immense help to the company in all technical decisions the board takes. Mr. Nitin Patel's consistent delivery of high-quality and abundant output has earned the company a strong reputation both in the domestic and international markets. He is very passionate in R&D field and he has been leading this department and many products have been developed under his leadership.

Mr. VinodBhai ManiBhai Patel, an arts graduate aged 48 years is the promoter and Executive Director of the Company having absolute skilled, technical and administrative experience of running Company's 1st Plant at Pirana. He is also a person involved in CSR, Social and philanthropic activities including Cordial relations to be maintained with Plant Head, Labour and Contract workers. His experience in running the unit for more than two decades itself speaks about the volume of skills he has and what a shop floor experience he has got from the Company's own plant.

Mr. RajatKumar DineshKumar Patel, aged 28 years, is the Non- Executive Independent Director on the board of Accent Microcell Limited. He has graduated in Bachelor of Computer Applications (B.C.A) from Hemchandracharya North Gujarat University, Gujarat. He is having a diversified work experience in the fields of Accounts and Finance for more than 6 (Six) years. Currently he is working as Executive in Finance & Accounts in Kusum Packaging Solutions Private Limited. Mr. Rajat Patel is also on the Board of Globe Textiles (India) Limited as a Non- Executive, Independent Director since 25th March,

2023.

Mr. Chintan UmeshBhai Bhatt, aged 28 years, is the Non- Executive Independent Director on the board of Accent Microcell Limited. He is Associate Member of Institute of Company Secretaries of India and having degree in Bachelor of Law, Diploma in Tax Practice and Diploma in labor Practice. He is having more than 4 years of experience in corporate law and advisory services.

Ms. Shreyaben MilanKumar Shah, aged 29 years, is the Non- Executive Independent Director on the board of Accent Microcell Limited. She is a Qualified Company Secretary and law graduate having diversified experience of around 7 years in the domain of Corporate Governance, SEBI, Stock Exchange and MCA related compliances, securities law and other legal compliances. Presently, she is working as Assistant Company Secretary in PSP Projects Limited, Ahmedabad.

Note:
None of the above-mentioned Directors are on the RBI List of willful defaulters as on the date of this Red Herring Prospectus.

1) *None of the Promoters, persons forming part of our Promoter Group, our directors or persons in control of our Company or our Company are debarred by SEBI from accessing the capital market.*
2) *None of the Promoters, Directors or persons in control of our Company, have been or are involved as a promoter, director or person in control of any other company, which is debarred from accessing the capital market under any order or directions made by SEBI or any other regulatory authority.*

FAMILY RELATIONSHIP BETWEEN DIRECTORS

None of the Directors of the Company are related to each other as per Section 2(77) of the Companies Act, 2013:

Details of current and past directorship(s) in listed companies whose shares have been / were suspended from being traded on the stock exchanges and reasons for suspension

None of our Directors is / was a director in any listed company during the last five years before the date of filing of this Red Herring Prospectus, whose shares have been / were suspended from being traded on the any stock exchange.

Details of current and past directorship(s) in listed companies which have been/ were delisted from the stock exchange(s) and reasons for delisting

None of our Directors are currently or have been on the board of directors of a public listed company whose shares have been or were delisted from any stock exchange.

Details of arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which of the Directors were selected as a director or member of senior management.

There are no arrangements or understandings with major shareholders, customers, suppliers or any other entity, pursuant to which any of the Directors or Key Managerial Personnel were selected as a director or member of the senior management.

TERMS AND CONDITIONS OF EMPLOYMENT OF THE DIRECTORS

i. Executive Directors

Name	**Vasant Vadilal Patel**
Designation	Executive Chairman
Period	3 years w.e.f. June 08, 2023
Date of approval of shareholder	July 07, 2023
Remuneration for F.Y. 2022-23	Rs. 32,71,000/-

Perquisite	As per the rules of the company

Name	**Ghanshyam ArjanBhai Patel**
Designation	Managing Director & Chief Financial Officer
Period	3 years w.e.f. June 08, 2023
Date of approval of shareholder	July 07, 2023
Remuneration for F.Y. 2022-23	Rs. 32,71,000/-
Perquisite	As per the rules of the company

Name	**Nitin JasvantBhai Patel**
Designation	Whole Time Director
Period	3 years w.e.f. June 08, 2023
Date of approval of shareholder	July 07, 2023
Remuneration for F.Y. 2022-23	Rs. 32,71,000/-
Perquisite	As per the rules of the company

Name	**VinodBhai ManiBhai Patel**
Designation	Whole Time Director
Period	3 years w.e.f. June 08, 2023
Date of approval of shareholder	July 07, 2023
Remuneration for F.Y. 2022-23	Rs. 32,71,000/-
Perquisite	As per the rules of the company

ii. Non-Executive Directors

Non-Executive Directors including Independent Directors are not entitled to any remuneration except sitting fees for attending meetings of the Board, or of any committee of the Board. They are entitled to a sitting fee for attending the meeting of the Board and the Committee thereof respectively.

Note: No portion of the compensation as mentioned above was paid pursuant to a bonus or profit-sharing plan.

SHAREHOLDING OF DIRECTORS IN OUR COMPANY

As per the Articles of Association of our Company, a director is not required to hold any shares in our Company to qualify him for the office of the Director of our Company. The following table details the shareholding in our Company of our Directors in their personal capacity, as on the date of this Red Herring Prospectus:

Sr. No.	Name of the Directors	No. of Equity Shares held	% of pre-issue paid-up Equity Share capital in our Company
1.	Ghanshyam ArjanBhai Patel	25,79,400	16.70%
2.	Vasant Vadilal Patel	19,34,100	12.53%
3.	Nitin JasvantBhai Patel	32,28,000	20.90%
4.	VinodBhai ManiBhai Patel	32,28,000	20.90%
5.	RajatKumar DineshBhai Patel	-	0.00%
6.	Chintan UmeshBhai Bhatt	-	0.00%
7.	Shreyaben MilanKumar Shah	-	0.00%

INTEREST OF DIRECTORS

All of our Directors may be deemed to be interested to the extent of fees payable to them (if any) for attending meetings of the Board or a committee thereof as well as to the extent of remuneration payable to them for their services as Directors

of our Company and reimbursement of expenses as well as to the extent of commission and other remuneration, if any, payable to them under our Articles of Association. Some of the Directors may be deemed to be interested to the extent of consideration received/paid or any loans or advances provided to any bodies corporate including companies and firms, and trusts, in which they are interested as directors, members, partners or trustees.

All our directors may also be deemed to be interested to the extent of Equity Shares, if any, already held by them or their relatives in our Company, or that may be subscribed for and allotted to our non-promoter Directors, out of the present Issue and also to the extent of any dividend payable to them and other distribution in respect of the said Equity Shares.

The Directors may also be regarded as interested in the Equity Shares, if any, held or that may be subscribed by and allocated to the companies, firms and trusts, if any, in which they are interested as directors, members, partners, and/or trustees.

Our directors may also be regarded interested to the extent of dividend payable to them and other distribution in respect of the Equity Shares, if any, held by them or by the companies/firms/ventures promoted by them or that may be subscribed by or allotted to them and the companies, firms, in which they are interested as Directors, members, partners and promoters, pursuant to this Issue. All our directors may be deemed to be interested in the contracts, agreements/ arrangements entered into or to be entered into by the Company with either the Directors himself, other company in which they hold directorship or any partnership firm in which they are partners, as declared in their respective declarations.

Interest in promotion of Our Company

Except Promoters, none of our non-promoter Directors have any interest in the promotion of our Company.

Interest in the property of Our Company

Our directors have no interest in any property acquired by our Company neither in the preceding two years from the date of this Red Herring Prospectus nor in the property proposed to be acquired by our Company as on the date of filing of this Red Herring Prospectus. Our directors also do not have any interest in any transaction regarding the acquisition of land, construction of buildings and supply of machinery, etc. with respect to our Company.

Interest in the business of Our Company

Save and except as stated otherwise in Related Party Transaction in the chapter titled "*Financial Information*" beginning on page number 198 of this Red Herring Prospectus, Our Directors do not have any other interests in our Company as on the date of this Red Herring Prospectus. Our directors are not interested in the appointment of Underwriters, Registrar and Bankers to the Issue or any such intermediaries registered with SEBI.

Details of Service Contracts

None of our directors have entered into any service contracts with our Company except for acting in their individual capacity as director and no benefits are granted upon their termination from employment other than the statutory benefits provided by our Company.

Except statutory benefits upon termination of their employment in our Company or retirement, no officer of our Company, including the directors and key Managerial personnel, are entitled to any benefits upon termination of or retirement from employment.

Bonus or Profit-Sharing Plan for the Directors

There is no bonus or profit-sharing plan for the Directors of our Company.

Contingent and Deferred Compensation Payable to Directors

No Director has received or is entitled to any contingent or deferred compensation.

Other Indirect Interest

Except as stated in chapter titled — *"Financial Information"* beginning on page 198 of this Red Herring Prospectus, none of our sundry debtors or beneficiaries of loans and advances are related to our directors.

Borrowing Power of the Board

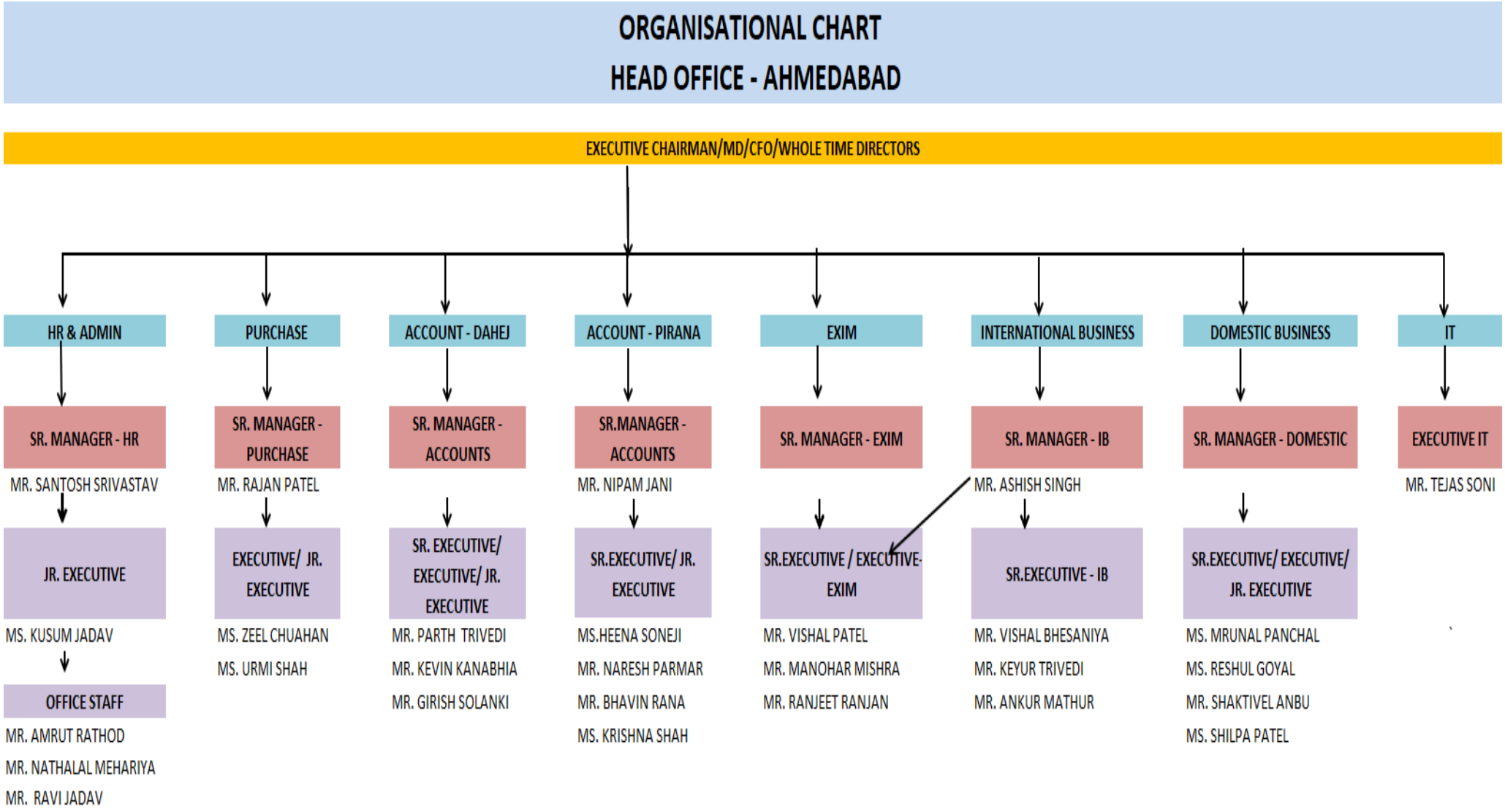
The Board of Directors are vested with the power to borrow, pursuant to Section 179(3)(d) of Companies Act 2013. However, pursuant to Section 180(1)(c) Companies Act, 2013 and the rules made thereunder that any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate of the paid-up capital of the Company, free reserve & security premium, the approval of shareholders by way of Special Resolution will be required. The company has passed a special resolution dated January 16, 2023 for approval of borrowing limits not exceeding Rs. 200 crores only.

Changes in The Board for the Last Three Years

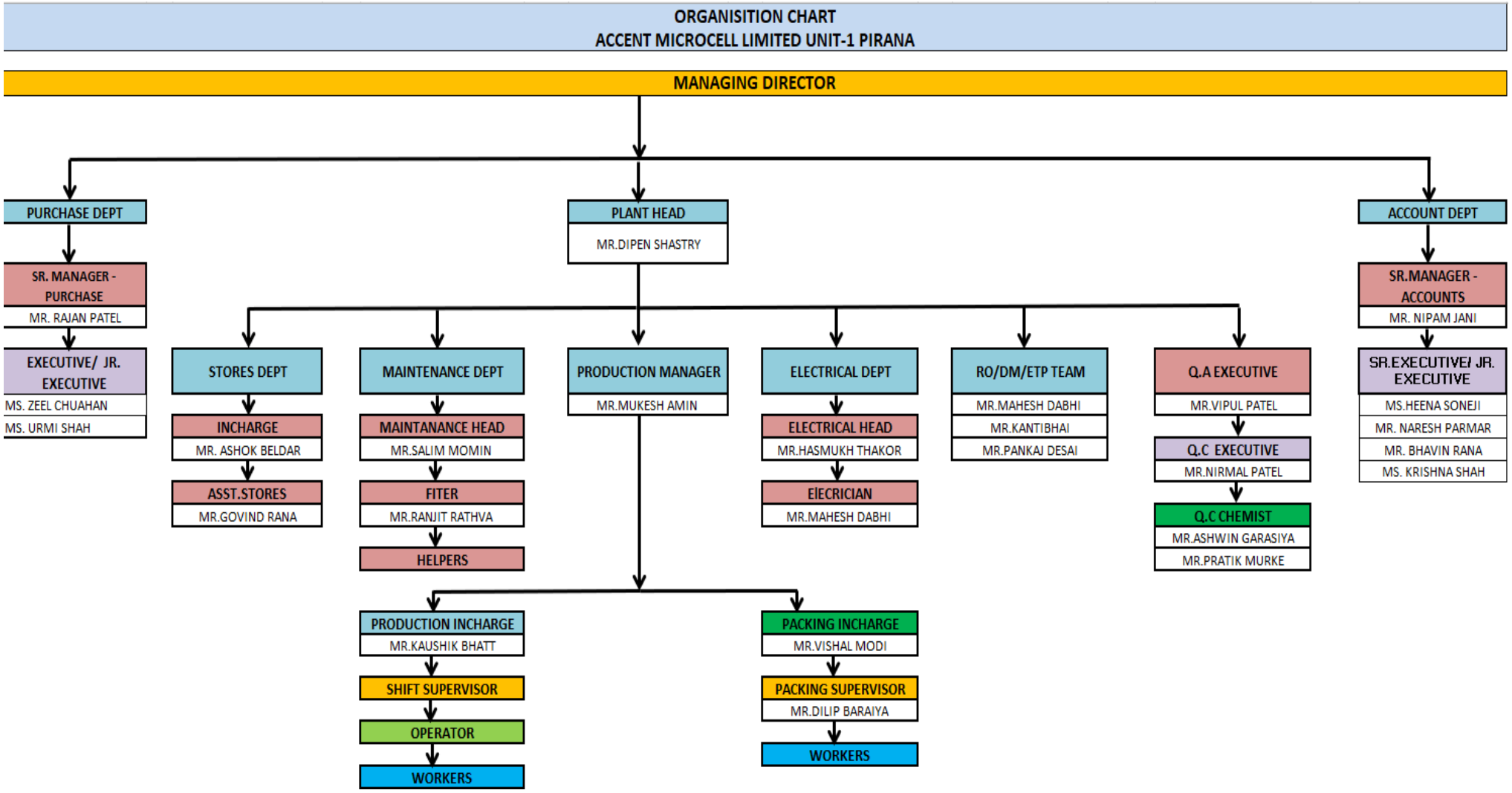
Save and except as mentioned below, there had been no change in the Directorship during the last three (3) years:

Sr. No.	Name of Director	Date of Event (M/D/Y)	Reason for Change
1.	Vasant Vadilal Patel	June 08, 2023	Change in Designation as Executive Chairman
2.	Ghanshyam ArjanBhai Patel	June 08, 2023	Change in Designation as Managing Director
3.	Nitin JasvantBhai Patel	June 08, 2023	Change in Designation as Whole Time Director
4.	VinodBhai ManiBhai Patel	June 08, 2023	Change in Designation as Whole Time Director
5.	RajatKumar DineshBhai Patel	May 05, 2023	Appointed as Non-Executive Independent Director
6.	Chintan UmeshBhai Bhatt	August 18, 2023	Appointed as Non-Executive Independent Director
7.	Shreyaben Milankumar Shah	August 18, 2023	Appointed as Non-Executive Independent Director

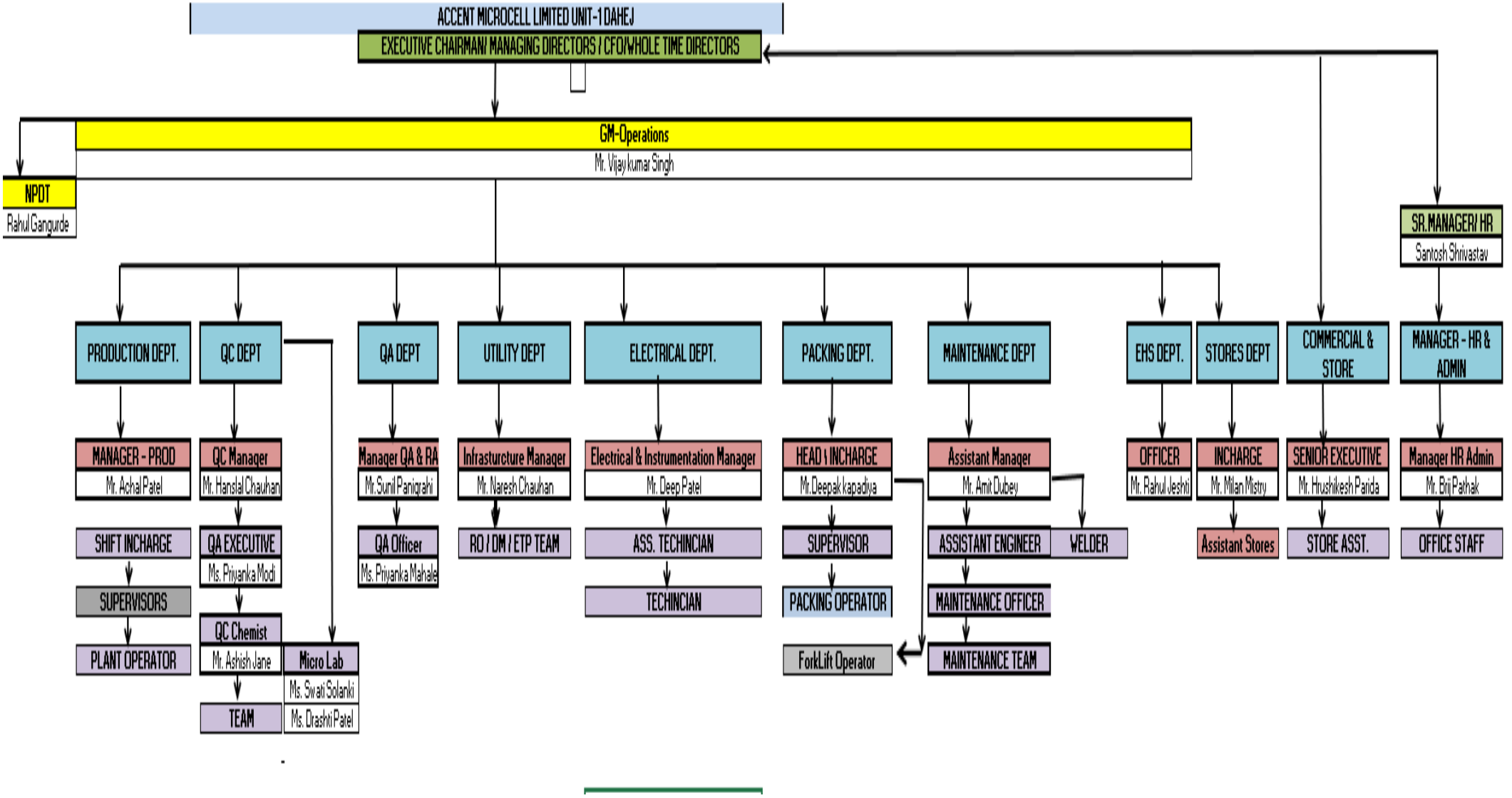
Management Organization Structure (Head Office)



Management Organization Structure For Unit-I (Pirana)



Management Organization Structure For Unit-II (Dahej-SEZ)



CORPORATE GOVERNANCE

In additions to the applicable provisions of the Companies Act, 2013 with respect to the Corporate Governance, provisions of the SEBI Listing Regulations will be applicable to our company immediately upon the listing of Equity Shares on the Stock Exchanges. As on date of this Red Herring Prospectus, as our Company is coming with an issue in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time, the requirement specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (LODR) Regulations, 2015 is not applicable to our Company, although we require to comply with requirement of the Companies Act, 2013 wherever applicable. Our Company has complied with the corporate governance requirement, particularly in relation to appointment of independent directors, woman director on our Board, constitution of an Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Our Board functions either on its own or through committees constituted thereof, to oversee specific operational areas.

The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. Our Company has constituted the following Committees of the Board:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee
4. Corporate Social Responsibility
5. IPO Committee

Details of each of these committees are as follows:

AUDIT COMMITTEE

The Audit Committee was re-constituted *vide* Board resolution dated October 09, 2023 pursuant to Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI Listing Regulations. As on the date of this Red Herring Prospectus, the Audit Committee comprises of:

Name of the Director	Designation in the Committee	Nature of Directorship
Ms. Shreyaben MilanKumar Shah	Chairman	Non- Executive Women Independent Director
Mr. RajatKumar DineshBhai Patel	Member	Non- Executive Independent Director
Mr. Ghanshyam ArjanBhai Patel	Member	Executive Director

Our Company Secretary and Compliance officer will act as the secretary of the Committee.

The scope of Audit Committee shall include but shall not be restricted to the following:

1. Oversight the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement orremoval of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board forapproval, with particular reference to:
    a. Matters required being included in the Directors Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 134 of the Companies Act, 2013.
    b. Changes, if any, in accounting policies and practices and reasons for the same.
    c. Major accounting entries involving estimates based on the exercise of judgment by management.
    d. Significant adjustments made in the financial statements arising out of audit findings.

e. Compliance with listing and other legal requirements relating to financial statements.
f. Disclosure of any related party transactions.
g. Qualifications in the draft audit report.

5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Review and monitor the auditor's independence and performance and effectiveness of audit process.
8. Approval of any transactions of the Company with Related Parties, including any subsequentmodification thereof.
9. Scrutiny of inter-corporate loans and investments.
10. Valuation of undertakings or assets of the Company, wherever it is necessary.
11. Evaluation of internal financial controls and risk management systems.
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of theinternal control systems.
13. 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.
14. Discussion with internal auditors on any significant findings and follow up thereon.
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there issuspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit aswell as post-audit discussion to ascertain any area of concern.
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders,shareholders (in case of nonpayment of declared dividends) and creditors.
18. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading thefinance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
20. Carrying out any other function as it mentioned in the terms of reference of the Audit Committee.

The Audit Committee enjoys following powers:

a) To investigate any activity within its terms of reference
b) To seek information from any employee
c) To obtain outside legal or other professional advice
d) To secure attendance of outsiders with relevant expertise if it considers necessary
e) The audit committee any invite such of the executives as it considers appropriate (and particularly thehead of the finance function) to be present at the meetings of the committee, but on the occasions, it may also meet without the presence of any executives of the Issuer. The finance director, head of internal audit committee.

The Audit Committee shall mandatorily review the following information:

1. Management Discussion and Analysis of financial condition and results of operations.
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management.
3. Management letters/letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.
5. The recommendations of the Audit Committee on any matter relating to financial management, including the audit report, are binding on the Board. If the Board is not in agreement with the recommendations of the committee, reasons for disagreement shall have to be incorporated in the minutes of the Board Meeting and the same has to be communicated to the shareholders. The Chairman of the committee has to attend the Annual General Meetings of the Company to provide clarifications on matters relating to theaudit. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

The Audit Committee shall meet at-least four times in a year and not more than one hundred and twenty days shall elapse between two meetings. The quorum shall be either two members or one third of the members of the audit committee whichever is greater, but there shall be minimum of two independent members present.

Any members of this committee may be removed or replaced any time by the board, any member of this committee ceasing to be a director shall be ceased to be a member of this committee.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was constituted at a meeting of the Board of Directors held on October 09, 2023. As on the date of this Red Herring Prospectus the Nomination and Remuneration Committee comprises of:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Chintan UmeshBhai Bhatt	Chairman	Non- Executive Independent Director
Mr. RajatKumar DineshBhai Patel	Member	Non- Executive Independent Director
Ms. Shreyaben MilanKumar Shah	Member	Non- Executive Women Independent Director

Our Company Secretary and Compliance officer will act as the secretary of the Committee.

The role of the Nomination and Remuneration Committee includes, but not restricted to, the following:

1. Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.
2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
3. Devising a policy on diversity of Board of Directors.
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria, laid down, and recommend to the Board of Directorstheir appointment and removal.
5. 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.
6. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

The Meetings of the Committee shall be held at such regular intervals as may be required. The quorum will be either two members or one third of the members of the Nomination and Remuneration Committee whichever is greater, including at-least one independent director.

Any members of this committee may be removed or replaced any time by the board, any member of this committee ceasing to be a director shall be ceased to be a member of this committee.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been formed by the Board of Directors, at the meeting held on October 09, 2023. As on the date of this Red Herring Prospectus the Stakeholders Relationship Committee comprises of:

Name of the Director	Designation in the Committee	Nature of Directorship
Ms. Shreyaben MilanKumar Shah	Chairman	Non- Executive Women Independent Director
Mr. Ghanshyam ArjanBhai Patel	Member	Managing Director cum CFO
Mr. Nitin JasvantBhai Patel	Member	Whole-Time Director

Our Company Secretary and Compliance officer will act as the secretary of the Committee.

This Committee supervises all grievances of Shareholders and Investors and its terms of reference include the following:

1. Allotment and listing of our shares in future.
2. Redressing of shareholders and investor complaints such as non-receipt of declared dividend, annual report, transfer of Equity Shares and issue of duplicate/split/consolidated share certificates;
3. Monitoring transfers, transmissions, dematerialization, re-materialization, splitting and consolidation of Equity Shares and other securities issued by our Company, including review of cases for refusal of transfer/ transmission of shares and debentures;
4. Reference to statutory and regulatory authorities regarding investor grievances;
5. To otherwise ensure proper and timely attendance and redressal of investor queries and grievances;
6. And to do all such acts, things or deeds as may be necessary or incidental to the exercise of the above powers.

The Stakeholders Relationship Committee is required to meet at-least once in a year.

Any members of this committee may be removed or replaced any time by the board, any member of this committee ceasing to be a director shall be ceased to be a member of this committee.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee has been formed by the Board of Directors, at the meeting held on October 09, 2023. As on the date of this Red Herring Prospectus the Corporate Social Responsibility Committee comprises of:

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. VinodBhai ManiBhai Patel	Chairman	Whole Time Director
Mr. Ghanshyam ArjanBhai Patel	Member	Managing Director
Mr. RajatKumar DineshBhai Patel	Member	Non- Executive Independent Director

Our Company Secretary and Compliance officer will act as the secretary of the Committee.

The Corporate Social Responsibility Committee is in compliance with Section 135 of the Companies Act 2013. The Company Secretary shall act as the secretary of the Corporate Social Responsibility Committee.

The terms of reference of the Corporate Social Responsibility Committee include the following:

1. To formulate and recommend to the Board, a CSR policy which will indicate the activities to be undertaken by the Company in accordance with Schedule VII of the Companies Act, 2013;

2. To review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;

3. To monitor the CSR policy of the Company from time to time;

4. Any other matter as the CSR Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

The quorum for the CSR Committee Meeting shall be one – third of its total strength (any fraction contained in that one-third be rounded off as one) or two members, whichever is higher.
Any members of this committee may be removed or replaced any time by the board, any member of this committee ceasing to be a director shall be ceased to be a member of this committee.

IPO Committee

Our IPO Committee was constituted pursuant to resolution of our Board of Directors dated October 09, 2023. The members of the said Committee are as follows

Name of the Director	Designation in the Committee	Nature of Directorship
Mr. Ghanshyam ArjanBhai Patel	Chairman	Managing Director cum CFO
Mr. Nitin JasvantBhai Patel	Member	Whole Time Director
Ms. Shreyaben MilanKumar Shah	Member	Non- Executive Women Independent Director

The Company Secretary shall act as the secretary of the IPO Committee.

The Powers of the IPO Committee in relation to the matter listed below:

1. The lPO Committee has been constituted to decide the terms and conditions of the Issue, finalisation and filing of the Draft Red Herring Prospectus and this Red Herring Prospectus with SEBI, the Stock Exchanges and other regulatory bodies as may be required,
2. Handle all matter relating to appointment or intermediaries and advisors in relation to the IPO,
3. Deciding on allocation of the equity shares to specific categories of persons,
4. Opening of bank accounts, securities account, escrow or custodian accounts, submitting applications and seeking listing of Equity Shares with the Stock Exchanges,
5. Determining and finalising the price band, bid opening and closing date of this Issue, approving and finalising the 'Basis of Allocation",
6. Determining the price at which the Equity Shares are to be offered to the investors,
7. Settling Difficulties and Doubts arising in relation to the IPO,
8. Empowering the authorized officers to enter into and execute any agreements or arrangements in relation to the IPO,
9. Carry out all acts and take all decisions as may be necessary for the purpose of the IPO and listing.

Compliance with SME Listing Regulations

The provisions of the SEBI (Listing Obligation and Disclosures) Regulations, 2015 will be applicable to our Company immediately upon the listing of Equity Shares of our Company on Emerge Platform of NSE.

KEY MANAGERIAL PERSONNEL

Our Company is managed by our Board of Directors, assisted by qualified professionals, who are permanent employees of our Company. Below are the details of the Key Managerial Personnel of our Company:

Name	:	**Mr. Vasant Vadilal Patel**
Designation	:	Executive Chairman
Date of Appointment at current Designation	:	June 08, 2023
Qualification	:	Matriculation
Previous Employment	:	Not Applicable
Overall Experience	:	Overall experience of more than two decades in dyes, dyes intermediate, pharmaceuticals and nutraceuticals industry.
Remuneration paid in F.Y. (2022-23)	:	Rs. 32,71,000/-

Name	:	**Mr. Ghanshyam ArjanBhai Patel**
Designation	:	Managing Director & Chief Financial Officer
Date of Appointment at current Designation	:	June 08, 2023
Expiration of Term as Managing Director	:	3 years w.e.f. June 08, 2023
Qualification	:	Matriculation
Previous Employment	:	Not Applicable

Overall Experience	:	Overall experience of more than two decades in various fields like agro products, marketing & rice processing.
Remuneration paid inF.Y. (2022-23)	:	Rs. 32,71,000/-

Name	:	**Mr. Nitin JasvantBhai Patel**
Designation	:	Whole Time Director
Date of Appointment at current Designation	:	June 08, 2023
Qualification	:	Bachelor of Commerce
Previous Employment	:	NA
Overall Experience	:	Overall experience of more than two decades as Technical Director.
Remuneration paid in F.Y. (2022-23)	:	Rs. 32,71,000/-

Name	:	**Mr. VinodBhai ManiBhai Patel**
Designation	:	Whole Time Director
Date of Appointment at current Designation	:	June 08, 2023
Qualification	:	Bachelor of Arts
Previous Employment	:	NA
Overall Experience	:	More than Two decade of experience in Pharmaceuticals and Neutraceuticals industry
Remuneration paid in F.Y. (2022-23	:	Rs. 32,71,000/-

Name	:	**Ms. Braham Pal Chhabra**
Designation	:	Company Secretary & Compliance Officer
Date of Appointment	:	May 15, 2023
Qualification	:	1. Masters of commerce 2. Company Secretary
Previous Employment	:	Ro Jewels Limited
Overall Experience	:	Having experience of more than 4 years in Legal and Secretarial Compliances.
Remuneration paid in F.Y. (2022-23	:	NA

Notes:

- *All of our Key Managerial Personnel mentioned above are on the payrolls of our Company as permanent employees.*
- *There is no agreement or understanding with major shareholders, customers, suppliers or others pursuant to which any of the above-mentioned personnel was selected as a director or member of senior management.*
- *None of our Key Managerial Personnel has entered into any service contracts with our company and no benefits are granted upon their termination from employment other that statutory benefits provided by ourCompany.*

Family Relationship Between Key Managerial Personnel

None of the KMP of the Company are related to each other as per section 2(77) of the Companies Act, 2013.

Bonus and/ or Profit-Sharing Plan for the Key Managerial Personnel

Our Company does not have any bonus and / or profit-sharing plan for the key managerial personnel.

Contingent and Deferred Compensation Payable to Key Managerial Personnel

None of our Key Managerial Personnel has received or is entitled to any contingent or deferred compensation.

Shareholding of the Key Managerial Personnel

Except as discussed below, none of our Key Managerial Personnel is holding any Equity Shares in our Company as on the date of this Red Herring Prospectus.

Sr. No.	Name of KMP	No. of Equity Shares Held	% of pre-issue paid-up Equity Share capital in our Company
1.	Vasant Vadilal Patel	19,34,100	12.53%
2.	Ghanshyam ArjanBhai Patel	25,79,400	16.70%
3.	Nitin JasvantBhai Patel	32,28,000	20.90%
4.	VinodBhai ManiBhai Patel	32,28,000	20.90%

Interest of Key Managerial Personnel

None of our key managerial personnel have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to our Company as per the terms of their appointment and reimbursement of expenses incurred by them during the ordinary course of business.

Changes in Our Company's Key Managerial Personnel During the Last three Years

Following have been the changes in the Key Managerial Personnel during the last three years:

Sr. No.	Name of KMP	Date of Change	Reason
1.	Payal Rishabh Shah	July 19, 2022	Appointment as Company Secretary
2.	Payal Rishabh Shah	September 01, 2022	Resignation as Company Secretary
3.	Braham Pal Chhabra	May 15, 2023	Appointment as Company Secretary & Compliance Officer
4.	Ghanshyam ArjanBhai Patel	June 08, 2023	Change in Designation as Managing Director
5.	Vasant Vadilal Patel	June 08, 2023	Change in Designation as Executive Chairman
6.	Nitin JasvantBhai Patel	June 08, 2023	Change in Designation as Whole Time Director
7.	VinodBhai ManiBhai Patel	June 08, 2023	Change in Designation as Whole Time Director
8.	Ghanshyam ArjanBhai Patel	June 08, 2023	Appointment as Chief Financial Officer

N*ote: Other than the above changes, there have been no changes to the key managerial personnel of our Company that are not in the normal course of employment.*

Scheme of Employee Stock Options or Employee Stock Purchase

Our Company does not have any Employee Stock Option Scheme or other similar scheme giving options in our Equity Shares to our employees.

Loans to Key Managerial Personnel

There are no loans outstanding against the key managerial personnel other than the loan mentioned in the chapter – "Restated Financial Statement" page no. 198.

Payment of Benefits to Officers of Our Company (Non-Salary Related)

Except for the payment of salaries and perquisites and reimbursement of expenses incurred in the ordinary course of business, and the transactions as enumerated in the chapter titled *"Financial Information"* and the chapter titled *"Our Business"* beginning on pages 198 and 111 of this Red Herring Prospectus, we have not paid/given any benefit to the officers of our Company, within the two preceding years nor do we intend to make such payment/ give such benefit to any officer as on the date of this Red Herring Prospectus.

RETIREMENT BENEFITS

Except statutory benefits upon termination of their employment in our Company or superannuation, no officer of our Company is entitled to any benefit upon termination of his employment in our Company.

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OUR PROMOTERS AND PROMOTER GROUP

OUR INDIVIDUAL PROMOTERS:

1. Mr. Vasant Vadilal Patel
2. Mr. Ghanshyam ArjanBhai Patel
3. Mr. Nitin JasvantBhai Patel
4. Mr. VinodBhai ManiBhai Patel

DETAILS OF OUR INDIVIDUAL PROMOTERS

	**Mr. Vasant Vadilal Patel,** aged 46 years, is the Executive Chairman of the Company. He possesses a secondary school certificate (Matriculation). Mr. Vasant is having an extensive experience of more than two decades in this dyes, intermediate and pharmaceuticals and nutraceutical industry. He has been one of the key persons behind the setting up of plant and also the founder promoter of the Company. He has varied experience related to product development and marketing. He is presently in charge of all offshore marketing, product development policy matters. Before commencing M/s Accent Microcell Industries, he started his journey with a company named as M/s Pooja Fine Chem, a trading company. Where he gained experience in sales and marketing. This Company deals in industrial and pharmaceuticals chemicals as well as laboratory chemicals. During his time at M/s Pooja Fine Chem, he became interested in product called Microcrystalline Cellulose. He wanted to establish a manufacturing unit for this product, however it required a lot of time and money. So, he chose to team up with a group that shared his passion and had the necessary funds to start a joint venture. This is how Accent came into existence. **Permanent Account Number**. AHGPP4213R
	**Mr. Ghanshyam ArjanBhai Patel,** aged 44 years, is the Managing Director and CFO at Accent Microcell Limited. He possesses a secondary school certificate (Matriculation). He is having long standing and rich experience of more than two decades in various fields like Agro products, marketing, rice processing and finally to venture into this Company as a founder promoter. He looks after the overall strategic plan and supervising the operations of the company in administration, Finance, HRD, banking, collections etc. He has been instrumental in nourishing the finance requirement of the company as and when required to meet to long term and short-term requirement of the company for the company's business development. **Permanent Account Number**. AKWPP0337R

	**Mr. Nitin JasvantBhai Patel,** aged 41 years, is the Whole Time Director on the board of Accent Microcell Limited. He holds degree of Bachelor of Commerce. Mr. Nitin has over two decades of extensive experience as a technical director, where he has effectively and efficiently overseen the implementation of plant projects, ensuring their successful trial runs and commercial production. He is the founder promoter of the company and Executive Director who looks after plant production, quality criteria & project implementation in timely manner. He looks after all technical matters of the company's current technology and his technical expertise give competitive edge to company in time line of setting up project. His technical advice is invaluable and of immense help to the company in all technical decisions the board takes. Mr. Nitin Patel's consistent delivery of high-quality and abundant output has earned the company a strong reputation both in the domestic and international markets. He is very passionate in R&D field and he has been leading this department and many products have been developed under his leadership. **Permanent Account Number**. AKWPP0339B
	**Mr. VinodBhai ManiBhai Patel,** an arts graduate aged about 48 years is the promoter and Executive Director of the Company having absolute skilled, technical and administrative experience of running Company's 1st Plant at Pirana. He is also a person involved in CSR, Social and philanthropic activities including Cordial relations to be maintained with Plant Head, Labour and Contract workers. His experience in running the unit for more than two decades itself speaks about the volume of skills he has and what a shop floor experience he has got from the Company's own plant. **Permanent Account Number**. ARSPP3164B

Our Company confirms that the Permanent Account Number, Bank Account Number, Passport Number and Aadhar Card of our promoter, shall be submitted to the NSE at the time of filing this Red Herring Prospectus.

OUR PROMOTER GROUP

Our Promoter Group in terms of Regulation 2(1) (pp) of SEBI (ICDR) Regulations,2018 includes the following persons:

a. Individual Promoter

The natural persons who are part of our Promoter Group (due to the relationship with our Promoter), other than the Promoter named above are as follows:

Sr. No.	Relationship	Mr. Vasant Vadilal Patel	Mr. Ghanshyam ArjanBhai Patel	Mr. Nitin JasvantBhai Patel	Mr. VinodBhai ManiBhai Patel
1.	Father	Patel Vadilal Kanji bhai	Late Arjan bhai K Patel	Patel JasvantBhai Karshanbhai	Patel Manibhai Kanjibhai
2.	Mother	Mangalaben V Patel	Patel Gomtiben Arjanbhai	Patel Vimla ben Jashavantbhai	Lilaben Manilal Patel
3.	Spouse	Patel Vasantiben	Patel Jyoti ben	Patel Nilam ben	Sangeetaben V Patel

		Vasantbhai	Ghanshyambhai	Nitinbhai	
4.	Brother	Patel Jitendra Vadilal	Shaileshbhai Arjanbhai Patel	Patel Harshad Kumar J	Arvindkumar Manibhai Patel
5.	Sister	• Patel Asmitaben Haren	• Patel Nirmalaben Arjanbhai • Patel Hemlataben Arjanbhai • Patel Sangetaben Arjanbhai • Patel Kailasben Arjanbhai • Patel Sagunaben hareshbhai	Dipmala Mitesh Patel	Manjulaben Patel
6.	Son	• Patel Samip Vasantbhai • Vins Vasant Patel	Patel Het Ghanshyam bhai	Krishiv NitinBhai Patel	Shrey Vinodkumar Chhabhaiya
7.	Daughter	-	Patel Jahanvi Ghanshyambhai	-	Chhabhaiya Anjali Vinodkumar
8.	Spouse Father	Patel Manibhai Dahyabhai	Late Valji bhai K Patel	Patel Kiritbhai Chhaganbhai	Karshanbhai Mavajibhai Patel
9.	Spouse Mother	Late Champaben M Patel	Patel Vimlaben	Patel Savantriben Kiritbhai	Parvatiben Karashnbhai Patel
10.	Spouse Brother	Patel Kiritkumar Manibhai	• Makani Rameshkumar Valji • Patel Shanti Lal Valjibhai	BhaveshKumar Kiritbhai Patel	• Pravinkumar Karshanbhai Patel • Manoj Kumar Karshanbhai Patel
11.	Spouse Sister	• Patel Jagrutiben Mukeshkumar • Ritaben HarshadBhai Patel	• Kailashben Arvindbhai Patel • Rasilaben Bharatkumar Patel	-	• Patel Rekhaben Kishorbhai

6. Companies and proprietorship firms forming part of our Promoter Group are as follows:

Relationship with Promoter	**Individual Promoter**			
	Vasant Vadilal Patel	**Ghanshyam ArjanBhai Patel**	**Nitin JasvantBhai Patel**	**VinodBhai ManiBhai Patel**
Any company in which 20% or more of the share capital is held by the promoter or an immediate relative of the promoter or a firm or HUF in which the promoter or any one or more of his immediate relatives is a member	1. Agistin Biotech Private Limited 2. M/s Ashutosh Corporate LLP 3. Accent Biosciences Private Limited	1. Claroid Pharmaceuticals Private Limited 2. Accent Biosciences Private Limited	1. Indo Aluminum Private Limited 2. Globe star valves Private Limited 3. Indo SMC Private Limited 4. Aneta Pharmaceuticals Private Limited 5. Indocon Infrastructure Private Limited 6. Accent Biosciences Private Limited.	1. M/s Ashutosh Corporate LLP 2. Accent Biosciences Private Limited
Any company in which a	NA	NA	NA	NA

company (mentioned above) holds 20% of the total holding				
Any HUF or firm in which the aggregate share of the promoter and his immediate relatives is equal to or more than 20% of the total holding	-	1. Maccent Biocare Industries 2. M/s Claroid Infrastructure	1. M/s Prerana Rice & Pulse Mill 2. M/s Jasoda Developers 3. M/s JK Infra	1. M/s Jainshik Industries

OTHER UNDERTAKINGS AND CONFIRMATIONS

Our Company undertakes that the details of Permanent Account Number, Bank Account Number, Aadhar and Passport Number of the Promoters will be submitted to the Emerge Platform of NSE, where the securities of our Company are proposed to be listed at the time of submission of Red Herring Prospectus.

Our Promoters have confirmed that they have not been identified as willful defaulters.

No violations of securities laws have been committed by our Promoters in the past or are currently pending against them. None of our Promoters are debarred or prohibited from accessing the capital markets or restrained from buying, selling, or dealing in securities under any order or directions passed for any reasons by the SEBI or any other authority or refused listing of any of the securities issued by any such entity by any stock exchange in India or abroad.

COMMON PURSUITS OF OUR PROMOTERS

Except, Maccent Biocare Industries, Jainshik Industries, Accent Biosciences Private Limited and Aneta Pharmaceuticals Private Limited also permit them to undertake pharmaceutical business as mentioned in the Chapter "Our Group Entities" beginning on page 183 of the Red Herring Prospectus.

INTEREST OF THE PROMOTERS

Interest in the promotion of Our Company

Our Promoters Mr. Vasant Vadilal Patel, Mr. Ghanshyam ArjanBhai Patel, Mr. Nitin JasvantBhai Patel, Mr. VinodBhai ManiBhai Patel may be deemed to be interested in the promotion of the Issuer to the extent of the Equity Shares held by them as well as their relatives and also to the extent of any dividend payable to them and other distributions in respect of the aforesaid Equity Shares. Further, Our Promoters may also be interested to the extent of Equity Shares held by or that may be subscribed by and allotted to companies and firms in which either of them are interested as a director, member or partner.

Interest in the property of Our Company

Our Promoters do not have any interest in any property acquired by Our Company in last two years or proposed to be acquired by our Company.

Interest as Member of our Company

As on the date of this Red Herring Prospectus, our Promoters and Promoter Group together hold 1,12,93,500 (73.13%) Equity Shares of our Company and are therefore interested to the extent of their shareholding and the dividend declared, if any, by our Company. Except to the extent of shareholding of the Promoters in our Company, our Promoters does not hold any other interest in our Company.

Payment Amounts or Benefit to Our Promoters during the Last Two Years

No payment has been made or benefit given to our Promoters in the two years preceding the date of this Red Herring Prospectus except as mentioned / referred to in this chapter and in the section titled 'Our Management', 'Financial Statements' and 'Capital Structure' on page 159, 198 and 61 respectively of this Red Herring Prospectus. Further as on the date of this Red Herring Prospectus, there is no bonus or profit-sharing plan for our Promoters.

CONFIRMATIONS

For details on litigations and disputes pending against the Promoters and defaults made by them including violations of securities laws, please refer to the section titled "Outstanding Litigation and Material Developments" on page 266 of this Red Herring Prospectus. Our Promoters have not been declared a willful defaulter by the RBI or any other governmental authority.

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OUR GROUP ENTITIES

As per definition of group companies as per Sections 2(1)(t) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 shall include (i) the companies (other than our Promoters and Subsidiaries) with which there were related party transactions as disclosed in the Restated Financial Statements during any of the last three Fiscals in respect of which the Restated Financial Information is included in this Red Herring Prospectus; and (ii) such other companies as are considered material by the Board. Our Board considered the below mentioned companies as material, pursuant to which the following entities are identified as Group Entities of our Company-

Except as stated below, there is no company which is considered material by the Board of Directors of our Company to be identified as Group Company. No equity shares of our group entities are listed on any of the stock exchange and they have not made any public or rights issue of securities in the preceding three years.

1. Agistin Biotech Private Limited
2. Aneta Pharmaceuticals Private Limited
3. Claroid Pharmaceuticals Private Limited
4. Indocon Infrastructure Private Limited
5. Indo SMC Private Limited
6. Globe Star Valves Private Limited
7. Indo Aluminum Private Limited
8. Accent Biosciences Private Limited
9. Maccent Biocare Industries
10. Jainshik Industries
11. Jasoda Developers
12. Ashutosh Corporate LLP

1. AGISTIN BIOTECH PRIVATE LIMITED

Corporate Information

Agistin Biotech Private Limited was incorporated on April 10, 2012 under Companies Act, 1956. The registered office of the company is situated at 403, Shivalik Abaise, Survey No. 1291/1, TPS No.27 Near Shivalik Square-01, Anandnagar Vejalpur Ahmedabad, Gujarat, 380015. The Corporate Identification Number is U15122GJ2012PTC069786.

Brief Profile of the Company

The company was founded in the year 2008 as a proprietary firm named as Agis Pharma Chem, Ahmedabad. Later, in the year 2012, the firm was converted in the company and became Agistin Biotech Pvt. Ltd. The main object of the company is to carry on the business and to act as manufacturers, traders, middleman, liasoner, exporters, importers, franchisers. C & F agent, stockist, graders, consignor, packers, collaborator, representatives, factors, agent, representative, dealers of all kind, classes, types. nature & description of agriculture products, vegetable oil, vegetable colours, natural colours, consumer food items, crops and commodities, such as 'vegetables, grains, cereals, seeds, cotton, cotton seeds. soyabeans, edible oils, oil seeds, corn, corn oils, cash crops, flowers, vegetables, fruits, animal and human foods and food products, Agro derivatives products, Essential oils.

Board of Director

The Directors of Agistin Biotech Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Vasant Vadilal Patel	Director
Jitendra Vadilal Patel	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the Company is Rs. 40,00,000/- (4,00,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 39,43,500 /- (3,94,350 Equity shares of Rs.10/- each).

As on September 30th, 2023, the shareholding pattern of Agistin Biotech Private Limited is as follows:

Name of shareholder	No. of Equity Shares Held	% of Shareholding
Jitendra Vadilal Patel	1,99,850	50.68
Vasant Vadilal Patel	1,94,500	49.32
TOTAL	**3,94,350**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Equity Share Capital	3,943.50	3,943.50	3,943.50
Reserve and surplus (excluding Revaluation reserve, if any)	8,643.24	7,440.10	6,323.68
Net Worth	12,586.74	11,383.60	10,267.18
Sales/Turnover including Other Income	3,90,022.14	6,03,439.76	7,37,605.24
Profit/(Loss) after Tax	1,203.14	1,116.42	909.98
Earnings Per Share (in Rs)	3.05	2.83	2.31
Net Asset Value per Share (in Rs.)	31.92	28.86	26.03

2. Aneta Pharmaceuticals Private Limited

Corporate Information

Aneta Pharmaceuticals Private Limited was incorporated on May 04, 2022 under Companies Act, 2013. The registered office of the company is situated 808, Shilp Zaveri, Shyamal Cross Road Satelite Ahmedabad, Gujarat- 380015. The Corporate Identification Number is U24230GJ2022PTC131644.

Brief Profile of the Company

Aneta Pharmaceuticals Private Limited was established in 2022 with a vision of providing quality & most affordable medicines across the nation. The company has more than 200+ products in the basket with its presence in different therapeutic segments like Anti-hypertensives, Anti-Diabetics, Lipid-lowering, Anti-Infective, Anti-biotics, Respiratory management, Hematinics, Anti-Allergic Steroids, Psychotropics, Calcium and Vitamin Supplements and others. The company has its core competence in chronic segments like Anti-Hypertensives, Anti- Diabetics, and Lipid-Lowering drugs.

Board of Director

The Directors of Aneta Pharmaceuticals Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Nitin JasvantBhai Patel	Director
Subhash JayantiBhai Chhabhaiya	Director
RameshBhai KimjiBhai Patel	Additional Director

Capital Structure and Shareholding Pattern

As on September 30th 2023, the authorized share capital of the Company is Rs 4,50,00,000/- (45,00,000 Equity shares of Rs.10/- each). The paid-up share capital Rs.4,50,00,000/- (45,00,000 Equity shares of Rs.10/- each).
The Shareholding Pattern of Aneta Pharmaceuticals Private Limited as on September 30th, 2023 is as follows:

Name of shareholder	No. of Equity Shares Held	% of Shareholding

Kantilal P Wadiya	2,25,000	5
Miteshkumar Keshavlal Patel	4,50,000	10
Nitinbhai Patel	11,25,000	25
Rameshbhai Khimjibhai Patel	2,25,000	5
Subhash Jayantibhai Chhabhaiya	11,25,000	25
Vasant Vadilal Patel	2,25,000	5
VinodBhai ManiBhai Patel	2,25,000	5
V.J. Firetch Pvt. Ltd.	9,00,000	20
TOTAL	**45,00,000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	**Financial year ended March 31, 2023**
Equity Share Capital	45000.00
Reserve and surplus (excluding Revaluation reserve, if any)	(542.70)
Net Worth	44,457.30
Sales/Turnover including Other Income	32,752.700
Profit/(Loss) after Tax	(542.70)
Earnings Per Share (in Rs)	(0)
Net Asset Value per Share (in Rs.)	9.87

3. CLAROID PHARMACEUTICALS PRIVATE LIMITED

Corporate Information

Claroid Pharmaceuticals Private Limited was incorporated on August 31, 2018 under Companies Act, 2013. The registered office of the company is situated at 13 Mill Officer S, Co. Op. H. Soc., Opp. Mill Owners Association, Navrangpura, Ahmedabad, Gujarat, India, 380009. The Corporate Identification Number is U24304GJ2018PTC103796.

Brief Profile of the Company

Claroid Pharmaceuticals Private Limited (CPPL) is a closely held company incorporated on 31st August, 2018. The company is engaged in the manufacturing of pharmaceuticals finished formulations like Vitamins, Capsules, Tablets, Ointments, and food supplements, etc. With rich experience and long existence in their own working areas, directors have decided to start a new venture by getting together and to start manufacturing of pharmaceuticals finished formulations like tablets, capsules and ointments.

Board of Director

The Directors of Claroid Pharmaceuticals Private Limited as on September 30th, 2023 are as follows:

Name	**Designation**
Snehalkumar Hasmukhlal Soni	Director
Shaileshbhai Arjanbhai Patel	Director
Baiju BhupendraBhai Desai	Director
Rushin Baijubhai Desai	Director
Ghanshyam ArjanBhai Patel	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 50,00,000/- (5,00,000 Equity shares of Rs.10/- each). The paid-up share capital Rs.50,00, 000/- (5,00,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Claroid Pharmaceuticals Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	Ghanshyam ArjanBhai Patel	1,00,000	20
2.	Shailesh ArjanBhai Patel	1,00,000	20
3.	Snehal H Soni	50,000	10
4.	Baiju B Desai	1,00,000	20
5.	Falguni B Desai	50,000	10
6.	Rushin B Desai	1,00,000	20
	Total	**5,00,000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Equity Share Capital	5,000.00	5,000.00	5,000.00
Reserve and surplus (excluding Revaluation reserve, if any)	(15,957)	(31,304)	(1,880.50)
Net Worth	(10,957)	(26,304)	3,119.50
Sales/Turnover including Other Income	4,30,151	2,66,289	1,216.56
Profit/(Loss) after Tax	15,346	(29,423)	(1,879.60)
Earnings Per Share (in Rs)	30.69	(58.85)	(3.76)
Net Asset Value per Share (in Rs.)	21.91	52.61	6.24

4. INDOCON INFRASTRUCTURE PRIVATE LIMITED

Corporate Information

Indocon Infrastructure Private Limited was incorporated on March 02, 2015 under Companies Act, 2013. The registered office of the company is situated at 16, Shri Chaitanaya State Bank Supervising Official Society, opp. I.I.M. New gate, Vastrapur, Ahmedabad, Gujarat, India, 380015. The Corporate Identification Number is U45203GJ2015PTC082444.

Brief Profile of the Company

Indocon Infrastructure Private Limited (IIPL) was incorporated on March 02, 2015 with a motive to provide complete solution for various infrastructure activities to be carried out. Company is carrying out various government projects through tender work. Apart from above company has successfully completed various road projects, building an engineering and pharma company. In addition to above company provides consultancy services as well.

Board of Director

The Directors of Indocon Infrastructure Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Subhash JayantiBhai Chhabhaiya	Director
Bhavik JayantiBhai Chhabhaiya	Director
HarshadKumar Jasvantlal Patel	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 1,00,000/- (10,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 1,00, 000/- (10,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Indocon Infrastructure Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	HarshadBhai Patel	2400	24.00
2.	Subhashbhai Chhabhaiya	2400	24.00
3.	BhavikBhai Chhabhaiya	400	4.00
4.	Jitendra C Patel	2400	24.00
5.	JayminKumar Jayantilal Patel	2400	24.00
	Total	**10000**	**100.00**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Equity Share Capital	100.00	100.00	100.00
Reserve and surplus (excluding Revaluation reserve, if any)	806.91	671.40	124.91
Net Worth	906.91	771.40	224.91
Sales/Turnover including Other Income	14903.91	41,047.03	20,519.68
Profit/(Loss) after Tax	133.80	546.49	873.79
Earnings Per Share (in Rs)	13.38	54.65	2.91
Net Asset Value per Share (in Rs.)	90.69	77.14	22.49

5. INDO SMC PRIVATE LIMITED

Corporate Information

Indo SMC Private Limited was incorporated on September 27, 2021 under Companies Act, 2013. The registered office of the company is situated at Plot 11, Shivprerna Industrial Park, Village Paldi, Tal-Daskroi, Ahmedabad, Gujarat, India-382425. The Corporate Identification Number is U31909GJ2021PTC125904.

Brief Profile of the Company

Indo SMC Private Limited (ISPL) offers IP Enclosures in SMC material and sizes to enclose and protect Energy Meters. INDO Enclosures are customized as per the customers' requirements like Push Fit Type Locking System, Sensor System, with Louvers etc. All our Enclosures are tamper proof and are fire Resistant, UV Resistant and Self-extinguishing which is an essential requirement with electrical utilities. DT Meter Boxes are available with the option of Modem mounting Arrangements, TTB, CT's etc. as per the customers' requirements. The Applicable Standards are IS:13410 for SMC Materials, IS:14772 for Enclosures and other tests as per customers' requirements. Various Sizes are listed, however other dimensions may also be made as per the customer's requirements.

Board of Director

The Directors of Indo SMC Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Chaitanya Patel	Director
Nitin JasvantBhai Patel	Director
Neel NiteshBhai Shah	Director
Riktabahen Sonawala	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 65,00,000/- (6,50,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 65,00,000/- (6,50,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Indo SMC Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	Nitin JasvantBhai Patel	1,62,500	25
2.	Neel Niteshbhai Shah	1,62,500	25
3.	Chaitanya Hitendra Patel	1,62,500	25
4.	Riktaben Sonwala (Legal Heir of Deceased Director Late Shri Pranay Sonawala)	1,62,500	25
	Total	**6,50,000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022
Equity Share Capital	6,500.00	6,500.00
Reserve and surplus (excluding Revaluation reserve, if any)	2,954.006	22.625
Net Worth	9,454.006	6,522.625
Sales/Turnover including Other Income	73,101.498	6,942.341
Profit/(Loss) after Tax	2,931.381	22.625
Earnings Per Share (in Rs)	4.51	0.03
Net Asset Value per Share (in Rs.)	14.54	10.03

6. GLOBE STAR VALVES PRIVATE LIMITED

Corporate Information

Globe Star Valves Private Limited was incorporated on June 02, 2022 under Companies Act, 2013. The registered office of the company is situated at Shed no-11, Shivdhara IND ESTATE, Nr. Ashapura Estate, Nr. Ramol Overbridge, Ahmedabad, Gujarat, India- 382449. The Corporate Identification Number is U29291GJ2022PTC132630.

Brief Profile of the Company

Globe Star Valves Private Limited (GSVPL) is leading manufacturer of industrial PTFE/FEP/PFA-lined valves. It offers comprehensive valve solutions that meet the specific requirements of clients. The product range includes lined Ball Valve, lined Butterfly Valve, lined Plug Valve, lined Diaphragm Valve, lined Check Valve, and lined Pipe fitting accessories etc. We provide lined nonstandard items like header, etc. It is at the forefront of offering innovative and effective products.

Board of Director

The Directors of Globe Star Valves Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Dhirahkumar ChhaganBhai Siddhapura	Director
Nitin JasvantBhai Patel	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 15,00,000/- (1,50,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 10,00,000/- (1,00,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Globe Star Valves Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	DhirajKumar ChhaganBhai Siddhapura	50,000	50
2.	Nitin JasvantBhai Patel	50,000	50
	Total	**1,00,000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023
Equity Share Capital	1,000.00
Reserve and surplus (excluding Revaluation reserve, if any)	40.451
Net Worth	1,040.451
Sales/Turnover including Other Income	872.011
Profit/(Loss) after Tax	40.451
Earnings Per Share (in Rs)	0.40
Net Asset Value per Share (in Rs.)	10.40

7. INDO ALLUMINIUM PRIVATE LIMITED

Corporate Information

Indo Alluminium Private Limited was incorporated on September 23, 2013 under Companies Act, 1956. The registered office of the company is situated at AT PO. Paldilankaj, Village Paldi Kankaj, Taluka Daskroi, Disrict Ahmedabad, Gujarat, India- 382425. The Corporate Identification Number is U28910GJ2013PTC076925.

Brief Profile of the Company

Indo Alluminium Private Limited (IAPL) was incorporated on September 23, 2013 with a motive to provide services in aluminum section like unitized glazing, structural glazing, spider glazing, system window, Canopy, openable windows, ACP works, Louvers and Duct coverings, commercial and residential projects.

Board of Director

The Directors of Indo Alluminium Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Bhavik JayantiBhai Chhabhaiya	Director
HarshadKumar Jashvantlal Patel	Director
JayantiBhai KarshanBhai Patel	Director
JashvantBhai Karshanbhai Patel	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 5,00,000/- (50,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 2,00,000/- (20,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Indo Alluminium Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	HarshadBhai JasvantBhai Patel	9800	49.00
2.	BhavikBhai J Chhabhaiya	9800	49.00

3.	JashvantBhai Patel	200	1.00
4.	JayantiBhai Patel	200	1.00
	Total	**20000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Equity Share Capital	200.000	200.000	200.000
Reserve and surplus (excluding Revaluation reserve, if any)	8,319.045	6,608.662	6,160.027
Net Worth	8,519.045	6,808.662	6,360.027
Sales/Turnover including Other Income	1,49,260.533	82,656.840	52,943.485
Profit/(Loss) after Tax	1,710.383	448.635	253.725
Earnings Per Share (in Rs)	85.52	22.43	25.37
Net Asset Value per Share (in Rs.)	425.95	340.43	318.00

8. ACCENT BIOSCIENCES PRIVATE LIMITED

Corporate Information

Accent Biosciences Private Limited was incorporated on February 02, 2021 under Companies Act, 2013. The registered office of the company is situated at 314/A, Shangrila Arcade, Opp. Shyamal 3A Row House Shyamal Cross Road, Satellite, Ahmedabad, Gujarat, India- 380015. The Corporate Identification Number is U24299GJ2021PTC119892.

Brief Profile of the Company

Accent Biosciences Private Limited (ABPL) is a closely held company incorporated on February 02, 2021. Accent Biosciences, a newly constructed plant located at Saykha GIDC, Bharuch, Gujarat, India. Unit is having a dedicated facility for multiple API (Active Pharmaceuticals Industry) products.

Board of Director

The Directors of Accent Biosciences Private Limited as on September 30th, 2023 are as follows:

Name	Designation
Nilesh Patel	Director
Ghanshyam ArjanBhai Patel	Director
Vasant Vadilal Patel	Director
Bhupeshkumar Patel Rasiklal	Director

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the authorized share capital of the company is Rs 50,00,000/- (5,00,000 Equity shares of Rs.10/- each). The paid-up share capital Rs. 30,00,000/- (3,00,000 Equity shares of Rs.10/- each).

The Shareholding Pattern of Accent Biosciences Private Limited as on September 30th, 2023 is as follows:

Sr. No.	Name of the Share Holders	No. Equity Shares Held	% of Shareholding
1.	Bhupeshkumar R Patel	22,500	7.50
2.	Ghanshyam A Patel	30,000	10.00
3.	Nilesh M Patel	37,500	12.50

4.	Vasant Vadilal Patel	22,500	7.50
5.	ArpanKumar Kantilal Patel	15,000	5.00
6.	Bhaveshkumar Rasiklal Patel	22,500	7.50
7.	Kantilal Vadi	22,500	7.50
8.	Nitin JasvantBhai Patel	37,500	12.50
9.	Patel Raghvendra Jayantibhai	15,000	5.00
10.	Patel Vipulkumar Manilal	37,500	12.50
11.	VinodBhai ManiBhai Patel	37,500	12.50
	Total	**3,00,000**	**100**

Financial Information

(Amount in Thousands Except EPS & NAV)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021 (Period February 02, 2021 to March 31, 2021)
Equity Share Capital	3,000.00	3,000.00	100.00
Reserve and surplus (excluding Revaluation reserve, if any)	-	-	-
Net Worth	3,000.00	3,000.00	100.00
Sales/Turnover including Other Income	-	-	-
Profit/(Loss) after Tax	-	-	-
Earnings Per Share (in Rs)	-	-	-
Net Asset Value per Share (in Rs.)	10	10	10

9. MACCENT BIOCARE INDUSTRIES

Corporate Information

Maccent Biocare Industries is a registered partnership which has been constituted on January 13, 2012.

Brief Profile of the Partnership

Maccent BioCare Industries is a partnership firm involved in manufacturing of Magnesium Stearate of pharma grade. Magnesium Stearate is an additive that is most frequently used as a lubricant. Magnesium Stearate is capable of forming films on other tablet excipients during prolonged mixing, leading to a prolonged drug liberation time, a decrease in hardness, and an increase in disintegration time.

Details of Partnership

The Partners of Maccent Biocare Industries as on September 30, 2023 are as follows:

Name	Designation
ShaileshBhai ArjanBhai Patel	Partner
Subhashbhai Jayantibhai Chhabhaiya	Partner

Capital Structure and Profit- Sharing Ratio of Partnership

As on September 30th, 2023, the total contribution made by partners is INR 1,36,00,954.33 .

As on September 30th, 2023, the profit-sharing ratio of Maccent Biocare Industries are as follows:

Sr. No.	Name of the Share Holders	Capital Contribution	% of Shareholding
1.	ShaileshBhai ArjanBhai Patel	69,01,636.88	50
2.	Subhashbhai Jayantibhai Chhabhaiya	66,99,317.45	50
	Total	**1,36,00,954.33**	**100**

Financial Information

The Financial information derived from the audited financial results of Maccent Biocare Industries for the financial year ended 2023, 2022 and 2021 are set forth below:

(Amount in Thousands)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Total Contribution	13,322.34	11,444.43	9,431.56
Reserve and surplus	651.20	575.40	449.90
Sales	2,28,197.04	1,57,739.54	1,77,135.30
Net Profit	651.20	575.40	449.90

10. JAINSHIK INDUSTRIES

Corporate Information

Jainshik Industries is a registered partnership which has been constituted on August 28, 2014.

Brief Profile of the Partnership

The business of partnership firm shall be that of business of Pharmaceutical raw material manufacturing trading etc. and other related business etc. and carry on such other businesses or businesses as the partners may from time to time unanimously agreed upon writing.

Details of Partnership

The Partners of Jainshik Industries as on September 30, 2023 are as follows:

Name	Designation
Arvind Kumar ManiBhai Patel	Partner
Shrey VinodKumar Chhabhaiya	Partner

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the total contribution made by partners is INR 86,37,447.30.

As on September 30th, 2023, the profit-sharing ratio of Jainshik Industries are as follows:

Sr. No.	Name of the Share Holders	Contribution	% of Shareholding
1.	ArvindKumar ManiBhai Patel	50,47,204.75	50
2.	Shrey VinodKumar Chhabhaiya	35,90,242.55	50
	Total	**86,37,447.30**	**100**

Financial Information

(Amount in Thousands)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021

Total Contribution	8,157.44	8,719.73	5,994.61
Reserve and surplus	248.06	173.61	116.63
Sales	1,98,898.57	1,18,744.30	1,52,794.65
Net Profit	248.06	173.61	116.63

11. JASODA DEVELOPERS

Corporate Information

Jasoda Developers is an Partnership made and entered at Ahmedabad on September 08, 2022.

Brief Profile of the Partnership

Jasoda Developer carry on business as developer of industrial/ Residential plots, Builder of residential and commercial schemes, Infrastructure developers, Developer of residential and commercial buildings, civil and other contractors and for that purpose to acquire land, improve/develop properties of all type or any other business directly or indirectly connected development of industrial plot and lawfully permitted and mutually decided upon by and between all the parties. Also, the partners may agree and do any other business as they may decide from time to time.

Details of Partnership

The Partners of Jasoda Developers as on September 30, 2023 are as follows:

Name	Designation
BhavikBhai JayantiBhai Chhabhaiya	Partner
HiralBen BhavikBhai Patel	Partner
Ushaben SubhashBhai Patel	Partner
Vimlaben JasvantBhai Patel	Partner
NilamBen NitinBhai Patel	Partner
Arunaben JayantiBhai Patel	Partner
Kalpanaben HarshadBhai Patel	Partner

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the profit-sharing ratio of Jasoda Developers are as follows:

Sr. No.	Name of the Share Holders	% of Shareholding
1.	BhavikBhai JayantiBhai Chhabhaiya	40.00
2.	HiralBen BhavikBhai Patel	10.00
3.	Ushaben SubhashBhai Patel	10.00
4.	Vimlaben JasvantBhai Patel	10.00
5.	NilamBen NitinBhai Patel	10.00
6.	Arunaben JayantiBhai Patel	10.00
7.	Kalpanaben HarshadBhai Patel	10.00
	Total	**100**

Financial Information

(Amount in Thousands)

Particular	Financial year ended March 31, 2023
Partner's Capital Account	10,790.00
Reserve and surplus	-
Sales	-
Net Profit	-

12. Ashutosh Corporate LLP

Corporate Information

Ashutosh Corporate LLP is a Limited Liability Partnership which has been constituted on April 27, 2017.

Brief Profile of the Partnership

The business of LLP is to carry out business of paints supply, PVC profiles, plastic water tanks, plastic furniture, and all type of fabrication works like cabins, false ceilings, wall panelling and to act as a authorized distributors & traders.

Details of Partnership

The Partners of Ashutosh Corporate LLP as on September 30, 2023 are as follows:

Name	Designation
Dharamshi Kurshibhai Desai	Partner
Jitendra Vadilal Patel	Partner
Rajan ArvindBhai Chhabhaiya	Partner
Shrey VinodKumar Chhabhaiya	Partner

Capital Structure and Shareholding Pattern

As on September 30th, 2023, the total contribution made by partners is Rs. 20,98,168/-.

As on September 30th, 2023, the profit-sharing ratio of Ashutosh Corporate LLP are as follows:

Sr. No.	Name of the Share Holders	Contribution	% of Shareholding
1.	Jitendra Vadilal Patel	8,39,266	40.00
2.	Dharamshi Kurshibhai Desai	4,19,634	20.00
3.	Rajan ArvindBhai Chhabhaiya	4,19,634	20.00
4.	Shrey VinodKumar Chhabhaiya	4,19,634	20.00
	Total	**20,98,168**	**100**

Financial Information

(Amount in Thousands)

Particular	Financial year ended March 31, 2023	Financial year ended March 31, 2022	Financial year ended March 31, 2021
Partner's Fixed Capital A/c	1,500.00	1614.87	10.00
Partner's Current A/c	598.16	(47.76)	(5,150.08)
Sales/Turnover including Other Income	1,39,233.17	59,517.62	22,110.83
Profit/(Loss) after Tax	483.28	114.87	(1,306.13)

CONFIRMATION

Our Promoters and persons forming part of Promoter Group have confirmed that they have not been declared as willful defaulters by the RBI or any other governmental authority and there are no violations of securities laws committed by them in the past and no proceedings pertaining to such penalties are pending against them. Additionally, none of the Promoters and persons forming part of Promoter Group has been restrained from accessing the capital markets for any reasons by SEBI or any other authorities.

Further, our company or our group entity or any entity promoted by the promoters, has not been in default in payment

of listing fees to any stock exchange in the last three years or has not been delisted or suspended in the past and not been proceeded against by SEBI or other regulatory authority in connection with investor related issues or otherwise.

INTEREST OF OUR GROUP ENTITIES

None of our Group Entities are interested in the promotion of our Company. Except as disclosed in the section titled "Restated Financial Statements" beginning on page 198 of the Red Herring Prospectus and to the extent of their shareholding in our Company, our Group Entities do not have any other interest in our Company.

LITIGATION

For details on litigations and disputes pending against the Promoters and Promoter Group entities and defaults made by them, please refer to the chapter titled, 'Outstanding Litigations and Material Developments' beginning on page 266 of this Red Herring Prospectus.

DISASSOCIATION BY THE PROMOTERS IN THE LAST THREE YEARS

None of our Promoters have disassociated themselves from any of the companies / partnership firms during preceding three years.

SALES / PURCHASES BETWEEN OUR COMPANY AND GROUP ENTITIES

There is no sale purchase between our Company and Group Entities except as mentioned in Annexure VIII Related Party Disclosures under the chapter titled "Financial Statement" beginning on page 198 of this Red Herring Prospectus.

COMMON PURSUITS

There are no common pursuits among our Company and Group Entities except as Maccent Biocare Industries, Jainshik Industries, Accent Biosciences Private Limited and Aneta Pharmaceuticals Private Limited, their MOA also permit them to undertake pharmaceutical business or any objects similar to that of our Company's business

RELATED PARTY TRANSACTION

For details on related party transaction of our Company, please refer to Note 33 of Restated Financial statement beginning on page 198 of this Red Herring Prospectus.

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DIVIDEND POLICY

The declaration and payment of dividends will be recommended by the Board of Directors and approved by the Shareholders, at their discretion, subject to the provisions of the Articles of Association and the Companies Act. The dividend, if any, will depend on a number of factors, including but not limited to the future expansion plans of the Company and capital requirements, profit earned during the fiscal year, and surpluses, contractual restrictions, liquidity and applicable taxes including dividend distribution tax payable by our Company. In addition, our ability to pay dividends may be impacted by restrictive covenants under the loan or financing arrangements our Company is currently availing of or may enter into to finance our fund requirements for our business activities. For further details, see the section titled "Financial Indebtedness" on page 264.

The dividends declared by our Company on the Equity shares in last 3 fiscal years 2023, 2022 and 2021, as per our Restated Financial Statements are given below:

Particulars	For the Period as at June 30, 2023	Financial Performance (For the Fiscal Year)		
		2023	2022	2021
Face Value Per Share (in Rs.)	10	10	10	10
Dividend Declared	No	Yes	Yes	Yes
Dividend (in lacs)	-	103.54	103.22	43.01
Dividend Per Share (in Rs.)	NA	0.80	0.80	1.00
Rate of Dividend (%)	NA	8%	8%	10%
Interest Paid (in Rs.)	NA	No	No	42,420[*1]
Dividend Distribution Tax[*2]	NA	NA	NA	NA

Notes:

[*1] Interest has been paid for delay in payment of dividend by 20 days for FY 2020- 2021.

[*2] Dividend Distribution tax has been abolished effective from 1st April, 2020 and payment of tax has to be made by respective shareholder as per their applicable tax slabs.

Our Company does not have a formal dividend policy. The amount paid as dividends in the past is not necessarily indicative of our dividend policy or dividend amounts, if any, in the future. For details in relation to the risks involved, see the section titled "Risk Factors" on page 29.

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SECTION IX - FINANCIAL STATEMENTS

RESTATED FINANCIAL INFORMATION

INDEPENDENT AUDITOR'S EXAMINATION REPORT ON RESTATED STANDALONE FINANCIAL

The Board of Directors
Accent Microcell Limited
314, Shangrilla Arcade, Shyamal Cross Road,
Anandnagar Road, Satel Lite
Ahmedabad Gujarat - 380015

Independent Auditor's Examination Report on Restated Financial Statements in connection with the proposed Initial Public Offering on SME Platform ("IPO" or "SME IPO") of Accent Microcell Limited (Formerly known as Accent Microcell Private Limited)

Dear Sir,

1. We have examined, the attached Restated Financial Statements, of Accent Microcell Limited (Formerly known as Accent Microcell Private Limited), comprising:

a) the "Restated Statement of Assets and Liabilities" as at June 30, 2023, March 31, 2023, March 31, 2022 and March 31, 2021;

b) the "Restated Statement of Profit and Loss" for the period ended June 30, 2023, for years ended March 31, 2023, March 31, 2022 and March 31, 2021;

c) the "Restated Statement of Cash Flows" for the period ended June 30, 2023, for years ended March 31, 2023, March 31, 2022 and March 31, 2021; and

d) the "Notes to the Restated Financial Statements" for the period ended June 30, 2023, for years ended March 31, 2023, March 31, 2022 and March 31, 2021;

(Hereinafter together referred to as the "Restated Financial Statements"), as approved by the Board of Directors of the Company at their meeting held on October 28, 2023 for the purpose of inclusion in the Draft Red Herring Prospectus ("DRHP")/Red Herring Prospectus ("RHP")/ Prospectus prepared by the Company in connection with SME IPO of NSE Limited ("NSE").

2. These restated summary statements have been prepared in accordance with the requirements of:

a) Section 26 of Part I of Chapter III of the Companies Act, 2013 ("the Act") as amended from time to time;

b) Paragraph (A) of Clause 11 (I) of Part A of Schedule VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended to date (the "SEBI ICDR Regulations") issued by the Securities and Exchange Board of India (the "SEBI"); and

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 Statements

3. The Company's Board of Directors is responsible for the preparation of the Restated Financial Statements for the purpose of inclusion in the Draft Red Herring Prospectus / Red Herring Prospectus / Prospectus to be filed with Securities and Exchange Board of India ("SEBI"), SME platform of NSE Limited ("NSE") and Registrar of Companies (Ahmedabad, Gujarat), where the equity shares of the Company are proposed to be listed ("Stock Exchanges"), in connection with the proposed IPO. The Restated Financial Statements have been prepared by the Management of the Company in accordance with the basis of preparation stated in Note 1 forming part of 'Significant Accounting Policies' of the Restated Financial Statements.

The Board of Directors of the Company is responsible for designing, implementing and maintaining adequate

internal control relevant to the preparation and presentation of the Restated Financial Statements. The Board of Directors of the Company are also responsible for identifying and ensuring that the Company complies with the Act, the ICDR Regulations and the Guidance Note.

Auditor's Responsibility

4. We have examined such Restated Financial Statements taking into consideration:

a) The terms of reference and terms of our engagement agreed with you vide our engagement letter dated September 25, 2023, in connection with the proposed SME IPO of equity shares of the Company;

b) The Guidance Note also requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI;

c) Concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Information; and

d) The requirements of Section 26 of the Act and applicable provisions of the ICDR Regulations. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Guidance Note in connection with the Proposed IPO of equity shares of the Company.

5. The Restated Financial Information have been compiled by the management from:

a) Audited special purpose interim financial statements of the Company as at and for the period ended June 30, 2023 prepared in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with the Companies (Accounting Standards) Rules, 2006 as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 (IGAAP) which was approved by the Board of Directors at their meeting held on October 28, 2023 and

b) Audited Financial Statements of the Company as at and for years ended March 31, 2023, March 31, 2022 and March 31, 2021, prepared in accordance with the IGAAP which have been approved by the Board of Directors at their meeting held on August 18, 2023, August 22, 2022 and November 01, 2021 respectively.

6. For the purpose of our examination, we have relied on

a) Auditors' reports issued by us dated October 28, 2023 on the special purpose Interim financial statements of the Company as at and for the three months period ended June 30, 2023, and

b) Auditor's reports issued by Previous Auditor Rajiv Shah & Associates, dated August 18, 2023, August 22, 2022 and November 01, 2021 on the audited financial statements of the Company as at for the years ended March 31, 2023, 2022 and 2021 respectively, as referred in Paragraph 5 above.

The audited financial statements for the years ended March 31, 2023, 2022 and 2021 and the independent auditors' reports thereon issued by the Previous Auditor have been furnished to us by the Company. We have examined and reported on the restated financial information for the years ended March 31, 2023, 2022 and 2021. The adjustments in so far as it relates to the amounts, disclosures, material errors, regrouping, reclassification, etc., included in respect of the years ended March 31, 2023, 2022 and 2021 is restricted to and based solely on the audited financial statements and auditor's reports issued by the Previous Auditor for such years. We have not performed any additional procedures other than those stated herein and do not accept any responsibility of whatsoever nature in this regard.

Opinion

7. Based on the above and according to the information and explanations given to us, we report that the Restated Financial Statements:

a) have been prepared after incorporating adjustments for the change in accounting policies, material errors and regrouping / reclassifications, retrospectively in the financial years ended March 31, 2023, March 31 2022, March

31 2021 and three month ended June 30, 2023 to reflect the same accounting treatment as per the accounting policies and grouping / classifications followed as at and for the three months period ended June 30, 2023.

b) does not contain any qualifications regarding adjustments.

c) have been prepared in accordance with the Act, the ICDR Regulations and the Guidance Note.

8. The Restated Financial Statement does not reflect the effects of events that occurred subsequent to the respective dates of the report on the special purpose interim financial statements and audited financial statements mentioned in paragraph 5 above.

9. In our opinion, the Restated Financial Information, read with Summary of Significant Accounting Policies disclosed in Note 1, accompanying this report, are prepared after making adjustments and regroupings as considered appropriate have been prepared in accordance with the Act, ICDR Regulations and the Guidance Note.

10. This report should not in any way be construed as a reissuance or re-dating of any of the previous audit reports issued by us or Previous Auditor, nor should this report be construed as a new opinion on any of the financial statements referred to herein.

11. We have no responsibility to update our report for events and circumstances occurring after the date of the report.

Restriction on Use

12. Our report is intended solely for use of the Board of Directors for inclusion in the Offer Document in connection with the proposed SME IPO. Our report should not be used, referred to, or distributed for any other purpose except with our prior consent in writing. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For **T R Chadha & Co LLP**
Chartered Accountants
FRN: - 006711N/ N500028

_____
Brijesh Thakkar
(Partner)
Membership No.: 135556
UDIN: 23135556BGUXES7534

Place: Ahmedabad
Date: October 28, 2023

STATEMENT OF ASSETS AND LIABILITIES AS RESTATED

(₹ in Lakhs)

		Note	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
A	**EQUITY AND LIABILITIES**					
1	**Shareholders' Funds**					
	(a) Share Capital	2	1,294.30	1,294.30	1,290.30	430.10
	(b) Reserves and Surplus	3	3,831.14	3,125.61	1,919.02	2,232.92
			5,125.44	**4,419.91**	**3,209.32**	**2,663.02**
2	**Non-Current Liabilities**					
	(a) Long Term Borrowings	4	465.75	547.41	693.18	1,783.72
	(b) Deferred Tax Liabilities (Net)	5	91.04	113.33	124.17	120.66
	(c) Long Term Provisions	6	69.08	64.40	42.30	25.24
			625.87	**725.14**	**859.66**	**1,929.62**
3	**Current Liabilities**					
	(a) Short Term Borrowings	7	1,639.98	1,730.82	1,716.35	1,280.04
	(b) Trade Payables	8				
	(i) Dues to Micro Enterprise & Small Enterprises		-	-	-	-
	(ii) Dues to Creditors other than Micro Enterprise & Small Enterprises		3,669.81	3,460.06	3,009.63	1,835.46
	(c) Other Current Liabilities	9	1,081.92	1,018.74	623.35	326.35
	(d) Short Term Provisions	6	71.86	55.01	42.75	35.95
			6,463.57	**6,264.63**	**5,392.07**	**3,477.81**
	TOTAL - EQUITY AND LIABILITIES		**12,214.89**	**11,409.69**	**9,461.04**	**8,070.45**
B	**ASSETS**					
1	**Non Current Assets**	10				
	(a) Property, Plant & Equipment & Intangible Assets					
	(i) Property, Plant & Equipment		3,076.44	3,029.09	3,006.12	3,023.36
	(ii) Intangible Assets		1.63	1.81	2.98	3.74
	(iii) Goodwill		-	-	2.44	12.44
	(b) Long term Loans and Advances	11	63.52	72.62	-	-
	(c) Other Non Current Assets	12	72.93	72.63	57.28	55.86
			3,214.53	**3,176.15**	**3,068.83**	**3,095.40**
2	**Current Assets**					
	(a) Inventories	13	5,600.86	5,365.13	3,958.59	3,155.19
	(b) Trade Receivables	14	2,921.72	2,391.91	1,704.48	1,261.05
	(c) Cash and Bank Balances	15	206.42	204.00	282.66	139.76
	(d) Short Term Loans and Advances	11	255.23	256.95	446.48	419.04
	(e) Other Current Assets	16	16.13	15.54	-	-
			9,000.36	**8,233.54**	**6,392.22**	**4,975.05**
	TOTAL - ASSETS		**12,214.89**	**11,409.69**	**9,461.04**	**8,070.45**

Significant accounting Policies	1
See accompanying Notes to the Financial Statements	2 to 29

As per our Report of even date

For T R Chadha & Co LLP
Chartered Accountants
Firm Regn. No.:- 006711N / N500028

Brijesh Thakkar
Partner
Membership No. 135556

Date: 28/10/2023
Place: Ahmedabad

For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel	**Nitin Patel**
Director	Director
(DIN:05225561)	(DIN:05225550)

Ghanshyam Patel	**Ms. Braham Pal Chhabra**
MD & CFO	Company Secretary
(DIN:05225398)	(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

STATEMENT OF PROFIT AND LOSS AS RESTATED

(₹ in Lakh)

	Notes	For the Quarter ended June 30, 2023	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
Income					
Revenue from operations	17	5,880.56	20,418.76	16,571.13	13,256.80
Other Income	18	112.39	277.98	182.84	224.79
Total Income (I+II)		**5,992.95**	**20,696.75**	**16,753.97**	**13,481.59**
Expenses					
Cost of materials consumed	19	4,154.76	15,389.01	12,028.38	9,904.79
Changes in inventory of finished goods, work-in -progress, stock-in trade	20	(191.56)	(972.74)	(693.79)	(893.69)
Employee benefits expenses	21	250.37	866.13	761.97	692.67
Finance costs	22	53.44	253.34	306.54	337.80
Depreciation & Amortization expenses	23	102.13	413.27	414.70	355.47
Other expenses	24	795.93	3,198.62	3,177.26	2,484.25
Total Expenses (IV)		**5,165.06**	**19,147.64**	**15,995.05**	**12,881.29**
Profit before exceptional and extraordinary items and tax (III - IV)		**827.89**	**1,549.10**	**758.92**	**600.30**
Exceptional Items		-	-	-	-
Profit before extraordinary items and tax (V-VI)		**827.89**	**1,549.10**	**758.92**	**600.30**
Extraordinary Items		-	-	-	-
Profit before Tax (VII-VIII)		**827.89**	**1,549.10**	**758.92**	**600.30**
Tax Expenses					
Current Tax Expense for Current Year		144.65	259.58	166.09	118.63
Current Tax Expense for Earlier Years		-	(0.65)	-	-
Deferred Tax		(22.29)	(10.84)	3.51	1.38
Total Tax Expense		**122.36**	**248.08**	**169.60**	**120.02**
Profit (Loss) for the period from continuing operations (IX-X)		**705.53**	**1,301.02**	**589.31**	**480.29**
Profit/(loss) from discontinuing operations		-	-	-	-
Tax expense of discontinuing operations		-	-	-	-
Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		**-**	**-**	**-**	**-**
Profit/(loss) for the Period (XI+ XIV)		**705.53**	**1,301.02**	**589.31**	**480.29**
Earnings per Share	25				
Nominal Value per Share (₹)		**10.00**	**10.00**	**10.00**	**10.00**
Basic Earnings per Share (₹)		**5.45**	**10.06**	**4.57**	**3.72**
Diluted Earnings per Share (₹)		**5.45**	**10.06**	**4.57**	**3.72**

Significant accounting Policies	1
See accompanying Notes to the Financial Statements	2 to 29

As per our Report of even date

For T R Chadha & Co LLP
Chartered Accountants
Firm Regn. No.:- 006711N / N500028

Brijesh Thakkar
Partner
Membership No. 135556

For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel	**Nitin Patel**
Director	Director
(DIN:05225561)	(DIN:05225550)

Ghanshyam Patel	**Ms. Braham Pal Chhabra**
MD & CFO	Company Secretary
(DIN:05225398)	(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

Date: 28/10/2023
Place: Ahmedabad

STATEMENT OF CASH FLOW AS RESTATED

(₹ in Lakh)

	Particulars	For the Quarter ended June 30, 2023	For the Year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
(A) CASH FLOW FROM OPERATING ACTIVITIES					
(i)	**Profit before tax**	**827.89**	**1,549.10**	**758.92**	**600.30**
	Add: Adjustments for:				
-	Changes in Accounting Estimates & Errors	-	-	-	(327.32)
-	Baddebts	2.96	-	-	5.36
-	Interest Income on Fixed Deposits	(2.35)	(6.46)	(6.25)	(8.13)
-	Interest Income on Loans and Advances	(0.59)	-	-	-
-	Sundry Balances written back	(83.80)	(0.62)	(3.66)	-
-	(Profit) / loss on sale / write off of assets	-	-	0.02	-
-	Interest and Financial Charges	46.50	213.01	269.86	289.49
-	Depreciation & Amortisation	102.13	413.27	414.70	355.47
-	Provision for Doubtful Debts & Advances	114.95	-	-	-
-	Sundry Balances written off (Net)	-	-	-	2.54
(ii)	**Operating Profit before working capital changes**	**1,007.69**	**2,168.32**	**1,433.59**	**917.71**
	Change in Working Capital				
-	Inventories	(235.73)	(1,406.54)	(803.41)	(1,336.29)
-	Trade Receivables	(647.72)	(687.43)	(443.43)	889.54
-	Short Term Loans & Advances	26.72	189.53	(30.41)	(140.40)
-	Long Term Loans & Advances	8.80	(87.97)	(1.42)	15.61
-	Trade Payable	293.55	451.05	1,177.82	(65.00)
-	Short & Long Term Provisions	21.52	34.37	23.85	61.19
-	Other Current Liability	(27.92)	390.03	296.19	281.06
-	Other Current Assets	-	(15.54)	-	-
		(560.78)	**(1,132.50)**	**219.20**	**(294.29)**
	Cash Generated from Operations	**446.91**	**1,035.82**	**1,652.79**	**623.42**
	Less: Income Tax Paid	(53.92)	(253.59)	(165.69)	(119.47)
	Net cash flow from / (Used in) Operating Activities (A)	**392.99**	**782.23**	**1,487.10**	**503.95**
(B) CASH FLOW FROM INVESTING ACTIVITIES					
-	Purchase of fixed assets (Net)	(149.30)	(432.63)	(386.73)	(515.24)
-	Loans (Given)/ Received back	(25.00)	-	2.97	-

-	Bank deposits (with original maturity of more than three months) not considered as cash & cash equivalents	(2.20)	(2.90)	(52.46)	(120.17)
-	Interest received on fixed deposits	2.35	6.46	6.25	8.13
Net cash flow from / (Used in) Investing Activities (B)		**(174.14)**	**(429.08)**	**(429.97)**	**(627.27)**
(C) CASH FLOW FROM FINANCING ACTIVITES					
-	Proceeds From Issue of Equity Shares	-	12.80	-	-
-	Proceeds from borrowings	38.27	211.33	935.10	536.50
-	Repayment of borrowings	(210.77)	(342.63)	(1,589.33)	(465.32)
-	Dividend Paid	-	(103.22)	(43.01)	-
-	Interest and Finance charges Paid	(46.13)	(212.99)	(269.46)	(289.89)
Net Cash flow from / (Used in) Financing Activities (C)		**(218.63)**	**(434.72)**	**(966.69)**	**(218.71)**
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)		**0.22**	**(81.56)**	**90.44**	**(342.03)**
Cash & Cash Equivalents at the Beginning of the Year		**28.47**	110.03	19.60	361.63
Cash & Cash Equivalents at the End of the Year		**28.69**	**28.47**	**110.03**	**19.60**

Components of Cash & Cash Equivalents:

1	Cash & Cash Equivalents include the following:	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
	Cash in hand	27.18	26.82	29.78	16.25
	Balances with Schedule Banks				
	In Current Accounts	0.42	0.57	79.22	3.35
	In Fixed Deposits	1.09	1.09	1.03	-
	Total Cash and Bank Equivalents (As per Note 15)	**28.69**	**28.47**	**110.03**	**19.60**

Significant accounting Policies 1

See accompanying Notes to the Financial Statements 2 to 29

As per our Report of even date

For T R Chadha & Co LLP
Chartered Accountants
Firm Regn. No.:- 006711N / N500028

Brijesh Thakkar
Partner
Membership No. 135556

Date: 28/10/2023
Place: Ahmedabad

For and on behalf of the Board of Directors of
Accent Microcell Limited

Vasant Patel
Director
(DIN:05225561)

Nitin Patel
Director
(DIN:05225550)

Ghanshyam Patel
MD & CFO
(DIN:05225398)

Ms. Braham Pal Chhabra
Company Secretary
(Mem No: 55557)

Date: 28/10/2023
Place: Ahmedabad

Notes forming part of financial statements as restated

Company Overview

Nature of Business

"The company was incorporated as Accent Microcell Private Limited in the year 2012. Subsequently, during the year 2022 – 2023, the company was converted into public company (referred to as "Accent Microcell Limited") vide order dated 23/12/2022 of Regional Director (MCA). The company is engaged in the manufacturing business of Pharmaceutical Excipients Range of Products.

These restated financial statements were authorized for issue in accordance with a resolution of the Board of Directors on October 28, 2023.

These restated financial statements are presented in Indian Rupees ('Rupees' or 'Rs.' or 'INR') and are rounded to the nearest lakhs, except per share data and unless stated otherwise."

1. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies have been predominantly presented below in the order of the Accounting Standards (AS) specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

1.1. Basis of Accounting and Preparation of Financial Statements

"The restated financial statements of the Company comprise financial statement for the three months period ended June 30, 2023, for the year ended March 31, 2023, March 31, 2022 and March 31, 2021 that had been previously prepared and audited as per the requirements of Companies Act, 2013 and now restated as per the requirements of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the SEBI ICDR Regulations) issued by the Securities and Exchange Board of India (SEBI) on September 11, 2018 as amended from time to time in pursuance of the Securities and Exchange Board of India Act, 1992 and Guidance note on reports in Company Prospectus (Revised 2019) (Guidance Note) issued by the Institute of Chartered Accountants of India (ICAI). The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous years.

These Statements have been prepared by the Management for the purpose of inclusion in the Red Herring Prospectus ('RHP') / Prospectus in connection with its proposed initial public offering of equity shares."

"a) The Restated Financial Information have been compiled by the Management from:

i) Audited special purpose interim financial statements of the Company as at and for the three months period ended June 30, 2023 prepared in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with the Companies (Accounting Standards) Rules, 2006 as amended, to the extent applicable, and the presentation requirements of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 (IGAAP) which was approved by the Board of Directors at their meeting held on October 28, 2023 and

ii) Audited Financial Statements of the Company as at and for years ended March 31, 2023, March 31, 2022 and March 31, 2021, prepared in accordance with the IGAAP which has been approved by the Board of Directors at their meeting held on August 18, 2023, August 22, 2022 and November 01, 2021 respectively."

"b) The Restated Financial Information have been prepared to contain information/disclosures and incorporating adjustments set out below in accordance with the ICDR Regulations:

i) Adjustments to the profits or losses of the earlier years for the changes in accounting policies if any to reflect what the profits or losses of those years would have been if a uniform accounting policy was followed in each of these years and of material errors, if any;

ii) Adjustments for reclassification/regroupings of the corresponding items of income, expenses, assets and liabilities retrospectively in the three months period/years ended June 30, 2023, March 31, 2023, March 31, 2022 and March 31, 2021, in order to bring them in line with the groupings as per the Restated Financial Information of the Company for the period ended June 30, 2023 and the requirements of the SEBI Regulations, if any; and

iii) The resultant impact of tax due to the aforesaid adjustments, if any"

1.2. Use of estimates

The preparation of restated financial statements in conformity with Indian GAAP requires management to make judgements, estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities as on the date of the reporting period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements which in management's opinion are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognized prospectively in current and future periods.

1.3. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured

"i) Sales
Revenue from sale of goods is recognized on transfer of all significant risks and rewards of ownership to the buyer. Sales are stated net of trade discount, duties, sales tax and GST.

ii) Interest
Interest income is recognized in books of accounts on time proportion basis.

iii) Export Benefit
Export Incentives in form of MEIS \ RoDTEP (effective from 01/01/2021) Income is recognized in books of account on accrual basis.

iv) Dividend Income
Dividend income on investments is accounted for when the right to receive the payment is established."

1.4. **Property, Plant & Equipment and Capital Work in Progress**

"Tangible Fixed Assets are stated at cost of acquisition/construction less accumulated depreciation, amortization and impairment loss (if any). Cost comprises of purchase price, import duties and other non-refundable taxes or levies and any directly attributable cost to bring the assets ready for their intended use. Direct expenses, as well as pro rata identifiable indirect expenses on projects during the year of construction are capitalized. Only expenditures that increase the future economic benefits from the existing asset beyond its previously assessed standard of performance is included in the gross book value, e.g., an increase in capacity. The cost of an addition or extension to an existing asset which is of a capital nature and which becomes an integral part of the existing asset is added to its gross book value. Any addition or extension, which has a separate identity and is capable of being used after the existing asset is disposed off, is accounted for separately. The fixed assets retired from active use are stated at net book value or net realizable value, whichever is lower. The loss arising due to write-down is recognized in the statement of profit and loss. An item of fixed asset is eliminated from the financial statements on disposal. Gains or losses arising on disposal are recognized in the statement of profit and loss.

Capital Work In progresses stated at cost less impairment losses, if any, cost comprises of expenditures incurred in respect of capital projects under development and includes any attributable/allocable cost and other incidental expenses"

1.5. Depreciation /Amortization

"Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on all the tangible fixed assets is provided on Written Down Value (WDV) Method as per

the useful life prescribed in Schedule II to the Companies Act, 2013.

Any addition or extension to an existing asset which is of a capital nature and which becomes an integral part of the existing asset is depreciated at the rate which is applied to the existing asset. Depreciation on sale of assets is provided till the date of sale. Depreciation on tangible assets is ceased when a fixed asset is retired from active use and held for disposal or is disposed off.

Intangible fixed assets in the nature of software are amortized over a period of time from the date of addition. Goodwill is amortized over a period of 10 years. Amortization of an intangible asset commences when the asset is available for use and ceases when the asset is retired from active use or is disposed off. Residual value for the purpose of amortization is taken as zero. At each balance sheet date, the company reviews the amortization period and amortization method."

1.6. **Impairment of property plant and equipment (PPE) and intangible assets (IA)**

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 assets recoverable amount. An assets recoverable amount is the higher of an assets or cash-generating units (CGU) net selling price and its value in use. The 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 groups of assets. Where 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. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

"The company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses, including impairment on PPE and IA, are recognized in the statement of profit and loss."

1.7. Investments

"Investments which are intended for sale/maturing within twelve months are classified as Current Investments. Others are classified as Long-Term Investments. Cost of Investments comprises of the purchase price and any directly attributable expenses incurred.

Current Investments are carried at the lower of cost and fair value computed individually. Long term investments are carried at cost. Provision for diminution in value of long-term investments is made, only if, in the opinion of the management, such a decline is regarded as being other than temporary.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss"

1.8. Inventories

"Cost of inventories comprises of cost of purchase and all costs incurred in bringing them to their respective present location and condition.
Cost has been determined as under:

i) Raw Material on FIFO basis

ii) Packing Material is valued on FIFO basis.

iii) Stock in process- Raw material cost and proportionate conversion cost

iv) Goods-in-Transit is valued at purchase cost.

v) Finished Goods – at cost or net realizable value whichever is less."

1.9. **Foreign Currency Transactions**

Initial Recognition

Foreign currency transactions are recorded, on initial recognition in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction

Subsequent Measurement

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined. All other exchange differences are recognized as income or as expenses in the period in which they arise.

2.0 Leases

Rent, Rates and Taxes (including lease rent) represent operating leases which are recognized as an expense respectively in the Statement of Profit and Loss. Erstwhile, Lease charges paid at the onset of the agreement is amortized over the period of lease on straight line basis.

2.1. Borrowing Costs

"Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

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 capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur"

2.2. Taxation

"Tax expense comprises of current and deferred tax.

Current Tax

Provision for current tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the prevailing tax laws.

In accordance with and subject to fulfilment of conditions as laid out under Section 10AA of the Income-Tax Act, 1961 ('IT Act') the Company is entitled to claim deduction for profit and gains derived from export of goods provided by its unit set up in special economic zone, subject to fulfillment of the conditions prescribed under the law in this regard."

"Deferred Tax

Deferred tax liability or asset is recognized for timing differences between the profits / losses offered for income tax and profits / losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax asset is recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax asset is recognized only if there is a virtual certainty of realization of such asset. Deferred tax asset is reviewed as at each Balance Sheet date and written down or written up to reflect the amount that is reasonably / virtually certain to be realized."

2.3. Provisions, Contingent Liabilities & Contingent Assets

"A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company. When there is an obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A contingent asset is neither recognized nor disclosed in the financial statement."

2.4. Cash Flow Statements

Cash Flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

2.5. Cash & Cash Equivalent

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

2.6. Earnings per Share

"Basic and diluted earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The numbers of equity shares are adjusted for share splits and bonus shares, as appropriate.

For the purpose of calculating the diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares."

2.7. Segment Reporting

"The accounting policies used in the preparation of the financial statements of the company are also applied for segment reporting. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relates to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been included under" Unallocated income/expenses".

Accent Microcell Limited has 2 units. Thus the company shall report as per its geographical location of productions in accordance with AS-17."

2.8. Employee Benefits

Retirement benefit in the form of Provident Fund is a defined contribution scheme and the contributions to the scheme are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective trusts.

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.

Leave encashment is recognized as a liability as per rules of the company. Accumulated leave can be availed at any time during the tenure of employment but can be encashed only on the completion of service. Liability for the same is recognized on accrual basis.

Actuarial gains / losses are immediately taken to the profit and loss account and are not deferred.

2.9. Current and Non Current Classification

The Company presents assets and liabilities in the Balance Sheet based on current / non-current classification.

"An asset is classified as current if it satisfies any of the following criteria:

a) It is expected to be realized or intended to be sold or consumed in the Company's normal operating cycle,
b) It is held primarily for the purpose of trading,
c) It is expected to be realized within twelve months after the reporting period, or
d) It is a cash or cash equivalent unless restricted from being exchanged or used to settle a liability for atleast twelve months after the reporting period.

All other assets are classified as non-current."

"An liability is classified as current if it satisfies any of the following criteria:

a) it is expected to be settled in the Company's normal operating cycle,
b) it is held primarily for the purpose of trading,
c) it is due to be settled within twelve months after the reporting period
d) 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. Current liabilities include current portion of non-current financial liabilities."

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(₹ in Lakh)

	As At June 30, 2023	As At March 31, 2023	As At March 31, 2022	As At March 31, 2021
2) SHARE CAPITAL				
2.1. EQUITY SHARE CAPITAL				
Authorised Shares Capital				
1,29,50,000 Equity shares (Previous year: 1,29,50,000) of ` 10/- each fully paid up	1,295.00	1,295.00	1,295.00	435.00
	1,295.00	**1,295.00**	**1,295.00**	**435.00**
Issued, Subscribed and paid-up				
Equity Share Capital				
1,29,43,000 Equity shares (Previous year: 1,29,43,000) of ` 10/- each fully paid up	1,294.30	1,294.30	1,290.30	430.10
Total	**1,294.30**	**1,294.30**	**1,290.30**	**430.10**

2.2. Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 30th June 2023		As at 31st March 2023		As at 31st March 2022		As at 31st March 2021	
	No. of Shares	₹ In Lakhs	No. of Shares	₹ In Lakhs	No of Shares	₹ In Lakhs	No of Shares	₹ In Lakhs
At the beginning of the year	1,29,43,000	1,294.30	1,29,03,000	1,290.30	43,01,000	430.10	43,01,000	430.10
Add : Shares Issued during the year	-	-	40,000	4.00	86,02,000	860.20	-	-
Less : Shares Bought back during the year	-	-	-	-	-	-	-	-
Equity Share Outstanding at the end of the year	**1,29,43,000**	**1,294.30**	**1,29,43,000**	**1,294.30**	**1,29,03,000**	**1,290.30**	**43,01,000**	**430.10**

2.3. Details of shares held by each shareholder holding more than 5% shares:

Name of Shareholders	As at June 30, 2023		As at March 31, 2023		As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding	No. of shares	% holding
Equity Share								
Ghanshyam A.Patel	25,79,400	19.93%	25,79,400	19.93%	25,79,400	19.99%	8,59,800	19.99%
Vinod M Patel	32,28,000	24.94%	32,28,000	24.94%	32,28,000	25.02%	10,76,000	25.02%
Nitin J Patel	32,28,000	24.94%	32,28,000	24.94%	32,28,000	25.02%	10,76,000	25.02%
Kantilal P Vadi	19,33,500	14.94%	19,33,500	14.94%	19,33,500	14.98%	6,44,500	14.98%
Vasant V Patel	19,34,100	14.94%	19,34,100	14.94%	19,34,100	14.99%	6,44,700	14.99%
	1,29,03,000	**99.69%**	**1,29,03,000**	**99.69%**	**1,29,03,000**	**100.00%**	**43,01,000**	**100.00%**

2.4. Details of shares held by Promoters

Name of Shareholders	As at June 30, 2023			As at March 31, 2023			As at March 31, 2022			As at March 31, 2021		
	No. of shares	% holding	% Change during the year	No. of shares	% holding	% Change during the year	No. of shares	% holding	% Change during the year	No. of shares	% holding	% Change during the year
Equity Share												
Ghanshyam A.Patel	25,79,400	19.93%	0.00%	25,79,400	19.93%	-0.06%	25,79,400	19.99%	19.99%	8,59,800	19.99%	0.00%
Vinod M Patel	32,28,000	24.94%	0.00%	32,28,000	24.94%	-0.08%	32,28,000	25.02%	25.02%	10,76,000	25.02%	0.00%
Nitin J Patel	32,28,000	24.94%	0.00%	32,28,000	24.94%	-0.08%	32,28,000	25.02%	25.02%	10,76,000	25.02%	0.00%
Vasant V Patel	19,34,100	14.94%	0.00%	19,34,100	14.94%	-0.05%	19,34,100	14.99%	14.99%	6,44,700	14.99%	0.00%
	1,09,69,500	**84.75%**	**0.00%**	**1,09,69,500**	**84.75%**	**-0.26%**	**1,09,69,500**	**85.02%**	**85.02%**	**36,56,500**	**85.02%**	**0.00%**

2.5. "The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares shall have one vote for each share of which he is a holder.

In the event of liquidation of the company, the holders of the equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be proportionate to the number of equity shares held by the shareholders."

3) RESERVE AND SURPLUS

(₹ in Lakhs)

	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2022
Securities Premium Account				
Opening Balance	86.80	78.00	938.20	938.20
Less: Utilized for issue of Bonus Shares	-	-	(860.20)	-
Add: Received on allotment on Equity Shares	-	8.80	-	-
Closing Balance	**86.80**	**86.80**	**78.00**	**938.20**
Retained Earning				
Opening Balance	3,038.81	1,841.02	1,294.72	1,141.75
Less:Changes in Accounting Estimates & Errors	-	-	-	(327.32)
Add: Profit/(Loss) for the year	705.53	1,301.02	589.31	480.29
Less: Amount Written Off	-	-	-	-
Less: Proposed dividend	-	(103.22)	(43.01)	-
Closing Balance	**3,744.34**	**3,038.81**	**1,841.02**	**1,294.72**
Total Reserves and Surplus	**3,831.14**	**3,125.61**	**1,919.02**	**2,232.92**

Distributions Proposed:

For the financial year 2023-24, Company has not proposed any interim dividend.

(₹ in Lakh)

4) LONG TERM BORROWINGS	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
(a) Term Loan:				
Secured				
- From Bank	484.72	518.51	597.05	706.11
'Less: Current Maturity of Long Term Debt	(243.01)	(270.30)	(273.38)	(279.45)
(b) Others				
Unsecured				
- From Directors	203.61	278.77	346.32	1,340.36
- From Related Parties	20.43	20.43	23.20	16.70
Total Long Term Borrowings	**465.75**	**547.41**	**693.18**	**1,783.72**
Note:				
Refer Note 4.1 for Details of security & repayment terms				

(₹ in Lakh)

5) DEFERRED TAX LIABILITY (NET)	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
Deferred Tax Liability				
On difference between book balance and tax balance of fixed assets	132.08	148.10	148.94	138.48
Gross Deferred Tax Liability (a)	132.08	148.10	148.94	138.48
Deferred Tax Assets				
Provision for Compensated leave and gratuity	31.63	28.92	20.65	14.08

Provision for Bonus	9.41	5.85	4.11	3.74
Gross Deferred Tax Asset (b)	41.04	34.77	24.77	17.82
DEFERRED TAX LIABILITY (NET)	91.04	113.33	124.17	120.66

(₹ in Lakh)

6) PROVISIONS	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
Long term Provisions				
Provision for Employee benefits				
- Provision for Gratuity	25.40	23.17	10.41	0.11
- Provision for Leave Encashment	43.68	41.23	31.90	25.14
Total Long term Provisions	**69.08**	**64.40**	**42.30**	**25.24**
Short term Provisions				
Provision for Employee benefits				
- Provision for Gratuity	29.57	25.54	21.70	18.05
- Provision for Leave Encashment	9.96	9.37	6.92	5.07
- Provision for Bonus	32.33	20.10	14.12	12.83
Total Short term provisions	**71.86**	**55.01**	**42.75**	**35.95**

(₹ in Lakh)

7) SHORT TERM BORROWINGS	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
Secured:				
- From Bank	1,396.97	1,460.53	687.67	1,000.59
Unsecured:				
- From Bank	-	-	755.30	-
	1,396.97	**1,460.53**	**1,442.97**	**1,000.59**
Current maturities of long term borrowings	243.01	270.30	273.38	279.45
Total Short-Term Borrowings	**1,639.98**	**1,730.82**	**1,716.35**	**1,280.04**

(₹ in Lakh)

8) TRADE PAYABLE	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
(i) Total outstanding dues of micro enterprises and small enterprises; and	-	-	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	3,669.81	3,460.06	3,009.63	1,835.46
Total Trade Payable	**3,669.81**	**3,460.06**	**3,009.63**	**1,835.46**

8.1. Disclosures under Micro, Small & Medium Enterprise Development Act, 2006

Under the Micro, Small & Medium Enterprises Development Act, 2006 which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small & Medium Enterprises. The Company is in the process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information is not readily available, no disclosures have been made in the accounts.

8.2. Ageing of Trade Payables Outstanding

Particulars	Outstanding as on 30th June 2023 for following periods from the transaction date					
	Unbilled Dues	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total
a) MSME	-	-	-	-	-	-
b) Others	116.40	3,543.05	1.79	0.32	8.25	3,669.81
c) Disputed dues – MSME	-	-	-	-	-	-
d) Disputed dues - Others	-	-	-	-	-	-
Total	116.40	3,543.05	1.79	0.32	8.25	3,669.81

(₹ in Lakhs)

Particulars	Outstanding as on 31st March 2023 for following periods from the transaction date					
	Unbilled Dues	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total
a) MSME	-	-	-	-	-	-
b) Others	45.50	3,306.32	4.81	0.77	102.66	3,460.06
c) Disputed dues – MSME	-	-	-	-	-	-
d) Disputed dues - Others	-	-	-	-	-	-
Total	45.50	3,306.32	4.81	0.77	102.66	3,460.06

(₹ in Lakhs)

Particulars	Outstanding as on 31st March 2022 for following periods from the transaction date					
	Unbilled Dues	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total
a) MSME	-	-	-	-	-	-
b) Others	23.96	2,870.51	6.20	3.81	105.15	3,009.63
c) Disputed dues – MSME	-	-	-	-	-	-
d) Disputed dues - Others	-	-	-	-	-	-
Total	23.96	2,870.51	6.20	3.81	105.15	3,009.63

(₹ in Lakhs)

Particulars	Outstanding as on 31st March 2021 for following periods from the transaction date					
	Unbilled Dues	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	Total

a) MSME	-	-	-	-	-	-
b) Others	12.19	1,704.54	6.79	10.33	101.61	1,835.46
c) Disputed dues – MSME	-	-	-	-	-	-
d) Disputed dues - Others	-	-	-	-	-	-
Total	12.19	1,704.54	6.79	10.33	101.61	1,835.46

(₹ in Lakhs)

9) OTHER CURRENT LIABILITIES	**As at June 30, 2023**	**As at March 31, 2023**	**As at March 31, 2022**	**As at March 31, 2021**
Statutory Liabilities	17.25	22.81	31.58	11.89
Salary Payable	79.40	70.80	63.85	55.95
Advances from Customers	863.36	916.80	519.12	240.25
Interest accrued but not due on borrowing	1.31	0.94	0.92	0.51
Payable towards Capital Goods	18.26	1.07	6.90	17.18
Provision for Income-Tax	97.04	6.31	0.97	0.57
Unspent CSR Liability	5.30	-	-	-
Total Other Current Liabilities	**1,081.92**	**1,018.74**	**623.35**	**326.35**

Note 4.1

(₹ in Lakh)

Sr. No.	Name of Lender	Nature of Facility	Sanctioned limit	As at 30th June 2023	As at 31st March 2023	As at 31st March 2022	As at 31st March 2021	Rate of Interest	Repayment Terms	Security Given
1	Ratnakar Bank	Loan against property	81.79	-	-	22.60	35.38	11.50%	96 Equated monthly installments	Office No. 315, 3rd Floor, Shangrilla Arcade Complex, Shyamal Cross Roads, Anandnagar road, Satellite, Ahmedabad - 380015.
2	Ratnakar Bank	Foreign currency term loan	296.00	-	-	-	54.51	4.62%	Maximum balance tenor of 55 months with last installment due in Nov 21	Primary Security: Plant & machinery, prefbricated shed, machinery spares & tools accessories, office equipment, computers, furnitures & fixtures both present & future funded by RBL bank situated at dahej plant. Subservient charge on entire current assets of the company. Collateral Security: First charge by way of mortagage on all immovable properties of the borrower both present & future situated at P No.Z/59,60,63,64 Dahej Sez Taluka Vagara Dist Bharuch admeasuring 20012.17 sq meters including factory shed building and all structure thereon.
3	Ratnakar Bank	Foreign currency term loan	250.00	-	-	19.55	76.66	4.50%	60 equal installments from the first date of disbursement	
4	Ratnakar Bank	Term Loan	168.90	-	-	50.04	87.58	8.90%	60 equal installments	
5	Ratnakar Bank	Term Loan	100.00	-	-	60.00	86.67	8.75%	48 equal installments	
6	Ratnakar Bank	Term Loan	237.42	-	-	159.66	222.32	8.75%	36 equal installments	

7	Ratnakar Bank	WCTL	143.00	-	-	115.19	143.00	9.25%	48 months (including a moratorium of 12 months) from the date of first disbursement.	100% Guaranteed by National Credit Guarantee Trustee Company Ltd (NCGTC). Second charge on the below offered securities for existing limits. Second charge over all immovable properties of the borrower, both present and future, situated at P. No Z/59, Z/60, Z/63 and Z/64, Dahej Sez, Tai Vagara, Dist Bharuch admeasuring 20012.17 sq meters including factory shed building and all structure thereon. Second charge on all immovable properties owned by Mr. Vasant Patel and Mr. Ghanshyam Patel, both present and future, situated at office no. 314, Shangrilla Arcade, Nr. Shyamal Cross road, Satellite, Ahmedabad. Second Charge on all immovable properties owned by Mr. Nitin Patel, Mr. Vasant Patel, Mr. Ghanshyam Patel and Mr. Vi nod Patel, situated at office no. 314/ A, Shangrilla Arcade, Near Shyamal Cross road, Satellite, Ahmedabad Second charge on current assets of the borrower both present and future Second charge all movables including plant and machinery, prefabricated factory shed, machinery spares, tools and accessories, office equipment, computers, furniture and fixtures, both present and future funded by RBL Bank situated at Dahej Plant.
8	Reliance commercial Finance Ltd		-	-	-	-	-0.01	0.00%		

9	Kotak Mahindra Bank	Term Loan GECL	170	110.66	123.60	170.00	-	7.50%	48 months (including the 12 month moratorium period)	First & exclusive Registered mortgage charge on immovable property being: 1. Factory Land & -Building at Survey No. 533P, Paldi Kankaj, Pirana Road, Ta. Oascroi, Dist. Ahmedabad - 382 425 owned by Accent Microcell P. Ltd.-Second charge for new wctl ranking 2. Plot of land admeasuring 4800 sq. mt. at block no 533, Mouje Paldi-Kakaj, Ta - Dascroi, Ahmedabad owned by Jasvantbhai Patel and Jayantibhai Patel-Second charge for new wctl ranking 3. Suvey No. 755, Paldi-kankaj, Taluka Dascroi, Ahmedabad owned by Vinod M Patel and Arvind M Patel. -Second charge for new wctl ranking
10	Kotak Mahindra Bank	Term Loan	44.44	26.67	33.33	-	-	Repo+2.60% p.a.	60 equal installments	For Hypothecation: first & exclusive charge on all exisitng & future receivables/ current assets/ moveable assets/ moveable fixed assets. For WCTL under ECLGS scheme of NCGTC -second charge on CA and moveable FA. For Mortgage: Factory land & building situated at 1. Plot no.533P Paldi Kankaj Dascroi Ahmedabad, 2. Surevy no.755 Paldi Kankaj Dascroi Ahmedabd owned by Vinod Patel Manibhai Patel Leelaben Manibhai Patel & Arvind M Patel, 3. Plot no.Z/59,60,63 & 64 in Dahej SEZ-1, Revenue survery no. 494/P, 495/P,497/498/P& 500P opp OPEL Dahej SEZ-1, Village of Suva Taluka Vagara Dist. Bharuch admeasuring 20060.45 sq.feet owned by borrower.
11	Kotak Mahindra Bank	Term Loan	113.09	59.87	79.83	-	-	Repo+2.60% p.a.	60 equal installments	
12	Kotak Mahindra Bank	Term Loan	25.02	3.13	12.51	-	-	Repo+2.60% p.a.	60 equal installments	
13	Kotak Mahindra Bank	Term Loan	191.33	227.73	201.13	-	-	Repo+2.60% p.a.	60 equal installments	
14	Kotak Mahindra Bank	Term Loan	87.39	56.66	68.11	-	-	Repo+2.60% p.a.	60 equal installments	

	Total			**484.72**	**518.51**	**597.05**	**706.11**			

10) FIXED ASSETS

The changes in the carrying value of fixed assets for the quarter ended 30 June 2023 are as follows:

Particulars	Useful Life	Gross Block				Depreciation				Net Block	
		As on 01.04.2023	ADDITION	Sale / Adjustment	As on 30.6.2023	As on 01.04.2023	For The Period	SALE / ADJUSTMENT	As on 30.6.2023	As on 30.6.2023	As on 31.3.2023
(A) TANGIBLE ASSETS :											
Free Hold Land	NA	2.78	-	-	2.78	-	-	-	-	2.78	2.78
Lease Hold Land	NA	300.99	-	-	300.99	96.75	2.67	-	99.42	201.57	204.24
Building	30 / 60	1,754.75	3.56	-	1,758.31	956.91	19.31	-	976.22	782.09	797.84
Plant & Machinery	15	3,670.99	83.96	1.95	3,753.00	1,769.87	70.36	1.95	1,838.28	1,914.72	1,901.12
Furniture & Fixtures	10	83.29	10.06	-	93.35	60.40	0.94	-	61.34	32.01	22.88
Vehicles	8/10	64.51	37.83	-	102.34	57.02	0.87	-	57.89	44.45	7.49
Electrical Installation	10	178.08	6.45	-	184.52	144.70	2.73	-	147.43	37.10	33.38
Moulds		-	-	-	-	-	-	-	-	-	-
Computer	3 / 6	107.51	0.90	-	108.41	82.70	3.75	-	86.46	21.95	24.81
Other Equipment	15	21.42	1.80	-	23.22	15.01	0.36	-	15.38	7.85	6.41
Office Equipment	5	70.24	6.69	-	76.93	42.11	2.90	-	45.01	31.93	28.13
Subtotal (Tangible Assets)		**6,254.56**	**151.25**	**1.95**	**6,403.86**	**3,225.47**	**103.90**	**1.95**	**3,327.42**	**3,076.44**	**3,029.09**

(B) INTANGIBLE ASSETS :										-	
Software		8.78	-	-	8.78	6.97	0.18	-	7.15	1.63	1.81
Goodwill		22.44	-	-	22.44	22.44	-	-	22.44	-	-
Subtotal (Intangible Assets)		**31.22**	**-**	**-**	**31.22**	**29.41**	**0.18**	**-**	**29.59**	**1.63**	**1.81**
GRAND TOTAL		**6,285.78**	**151.25**	**1.95**	**6,435.08**	**3,254.88**	**104.07**	**1.95**	**3,357.01**	**3,078.07**	**3,030.90**

The changes in the carrying value of fixed assets for the year ended March 31, 2023 are as follows:

(₹ In Lakhs)

PARTICULARS	**Useful Life**	**GROSS BLOCK**				**DEPRECIATION**				**NET BLOCK**	
		AS ON 01.04.2022	**ADDITION**	**SALE / ADJUSTMENT**	**AS ON 31.03.2023**	**AS ON 01.04.2022**	**For the Period**	**SALE / ADJUSTMENT**	**AS ON 31.03.2023**	**AS ON 31.03.2023**	**AS ON 31.03.2022**
(A) Tangible Assets :											
Free Hold Land	NA	2.78	-	-	2.78	-	-	-	-	2.78	2.78
Lease Hold Land	NA	300.99	-	-	300.99	86.00	10.75	-	96.75	204.24	214.99
Building	30 / 60	1,716.55	38.20	-	1,754.75	874.24	82.67	-	956.91	797.84	842.31
Plant & Machinery	15	3,323.58	348.39	0.99	3,670.99	1,507.88	262.98	0.99	1,769.87	1,901.12	1,815.70
Furniture & Fixtures	10	82.50	0.78	-	83.29	55.49	4.91	-	60.40	22.88	27.01
Vehicles	8/10	64.23	-	(0.29)	64.51	54.03	2.99	-	57.02	7.49	10.19

Electrical Installation	10	170.35	7.73	-	178.08	131.42	13.28	-	144.70	33.38	38.93
Moulds	15	-	-	-	-	-	-	-	-	-	-
Computer	3 / 6	89.40	18.11	-	107.51	64.09	18.62	-	82.70	24.81	25.31
Other Equipment	15	19.47	1.96	-	21.42	13.34	1.67	-	15.01	6.41	6.13
Office Equipment	5	52.09	18.15	-	70.24	29.32	12.79	-	42.11	28.13	22.77
Subtotal (Tangible Assets)		**5,821.93**	**433.33**	**0.70**	**6,254.56**	**2,815.81**	**410.65**	**0.99**	**3,225.47**	**3,029.09**	**3,006.12**
(B) INTANGIBLE ASSETS :											
Software		8.78	-	-	8.78	5.80	1.17	-	6.97	1.81	2.98
Goodwill		22.44	-	-	22.44	20.00	2.44	-	22.44	-	2.44
Subtotal (Intangible Assets)		**31.22**	**-**	**-**	**31.22**	**25.80**	**3.61**	**-**	**29.41**	**1.81**	**5.42**
Capital work in Progress		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	-	-
GRAND TOTAL		**5,853.16**	**433.33**	**0.70**	**6,285.78**	**2,841.61**	**414.26**	**0.99**	**3,254.88**	**3,030.90**	**3,011.54**

The changes in the carrying value of fixed assets for the year ended March 31, 2022 are as follows:

(₹ In Lakhs)

PARTICULARS	**Useful Life**	**GROSS BLOCK**				**DEPRECIATION**				**NET BLOCK**	
		AS ON 01.04.2021	**ADDITION**	**SALE / ADJUSTMENT**	**AS ON 31.03.2022**	**AS ON 01.04.2021**	**For the Period**	**SALE / ADJUSTMENT**	**AS ON 31.03.2022**	**AS ON 31.03.2022**	**AS ON 31.03.2021**
(A) Tangible Assets :											
Free Hold Land	NA	2.78	-	-	2.78	-	-	-	-	2.78	2.78

Lease Hold Land	NA	300.99	-	-	300.99	75.25	10.75	-	86.00	214.99	225.74
Building	30 / 60	1,642.17	74.38	-	1,716.55	789.34	84.90	-	874.24	842.31	852.83
Plant & Machinery	15	3,077.26	247.15	0.84	3,323.58	1,249.73	258.98	0.84	1,507.88	1,815.70	1,827.53
Furniture & Fixtures	10	72.78	9.72	-	82.50	51.10	4.40	-	55.49	27.01	21.69
Vehicles	8/10	64.23	-	-	64.23	49.49	4.55	-	54.03	10.19	14.74
Electrical Installation	10	155.92	14.43	-	170.35	117.61	13.81	-	131.42	38.93	38.31
Computer	3 / 6	67.48	21.92	-	89.40	47.43	16.65	-	64.09	25.31	20.05
Other Equipment	15	17.67	1.79	-	19.47	11.75	1.59	-	13.34	6.13	5.92
Office Equipment	5	34.76	17.33	-	52.09	20.99	8.33	-	29.32	22.77	13.77
Subtotal (Tangible Assets)		**5,436.05**	**386.72**	**0.84**	**5,821.93**	**2,412.69**	**403.96**	**0.84**	**2,815.81**	**3,006.12**	**3,023.36**
(B) INTANGIBLE ASSETS :											
Software		7.96	0.83	-	8.78	4.22	1.58	-	5.80	2.98	3.74
Goodwill		22.44	-	-	22.44	10.00	10.00	-	20.00	2.44	12.44
Subtotal (Intangible Assets)		**30.40**	**0.83**	**-**	**31.22**	**14.22**	**11.58**	**-**	**25.80**	**5.42**	**16.18**
		-	-	-	-	-	-	-	-	-	-
Capital work in Progress		-	-	-	-	-	-	-	-	-	-

GRAND TOTAL		**5,466.44**	**387.55**	**0.84**	**5,853.16**	**2,426.91**	**415.54**	**0.84**	**2,841.61**	**3,011.54**	**3,039.54**

The changes in the carrying value of fixed assets for the year ended March 31, 2021 are as follows:

(₹ In Lakhs)

PARTICULARS	**Useful Life**	**GROSS BLOCK**				**DEPRECIATION**				**NET BLOCK**	
		AS ON 01.04.2020	**ADDITION**	**SALE / ADJUSTMENT**	**AS ON 31.03.2021**	**AS ON 01.04.2020**	**For the Period**	**SALE / ADJUSTMENT**	**AS ON 31.03.2021**	**AS ON 31.03.2021**	**AS ON 31.03.2022**
(A) Tangible Assets :											
Free Hold Land	NA	2.78	-	-	2.78	-	-	-	-	2.78	2.78
Lease Hold Land	NA	300.99	-	-	300.99	64.50	10.75	-	75.25	225.74	236.49
Building	30 / 60	1,609.10	33.08	-	1,642.17	701.32	88.02	-	789.34	852.83	907.78
Plant & Machinery	15	2,464.88	642.82	30.45	3,077.26	1,044.40	205.33	-	1,249.73	1,827.53	1,420.48
Furniture & Fixtures	10	71.81	0.97	-	72.78	46.92	4.17	-	51.10	21.69	24.89
Vehicles	8/10	54.77	9.93	0.47	64.23	44.96	4.53	-	49.49	14.74	9.81
Electrical Installation	10	137.65	18.27	-	155.92	106.33	11.28	-	117.61	38.31	31.31
Computer	3 / 6	48.61	18.87	-	67.48	37.04	10.40	-	47.43	20.05	11.58
Other Equipment	15	15.88	1.80	-	17.67	10.47	1.28	-	11.75	5.92	5.40
Office Equipment	5	27.55	7.21	-	34.76	13.69	7.30	-	20.99	13.77	13.86
Subtotal (Tangible Assets)		**4,734.02**	**732.95**	**30.92**	**5,436.05**	**2,069.64**	**343.05**	**-**	**2,412.69**	**3,023.36**	**2,664.38**
(B) INTANGIBLE ASSETS :											

Software		7.96	-	-	7.96	1.80	2.42	-	4.22	3.74	6.16
Goodwill		22.44	-	-	22.44	-	10.00	-	10.00	12.44	22.44
Subtotal (Intangible Assets)		**30.40**	**-**	**-**	**30.40**	**1.80**	**12.42**	**-**	**14.22**	**16.18**	**28.60**
Capital work in Progress		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	-	-
GRAND TOTAL		**4,764.41**	**732.95**	**30.92**	**5,466.44**	**2,071.44**	**355.47**	**-**	**2,426.91**	**3,039.54**	**2,692.98**

(₹ in Lakh)

	As at June 30, 2023		As at March 31,2023		As at March 31,2022		As at March 31,2021	
11) LOANS AND ADVANCES								
(Unsecured, considered good)	**Non Current**	**Current**	**Non Current**	**Current**	**Non Current**	**Current**	**Non Current**	**Current**
Capital Advances	63.52	-	72.62	-	-	-	-	-
Advance to vendors								
- Considered Good	-	43.62	-	44.51	-	42.69	-	40.97
- Considered Doubtful	-	-	-	-	-	-	-	-
- Less: Provision for Doubtful Advances	-	-	-	-	-	-	-	-
Prepaid Expenses	-	75.10	-	80.05	-	206.15	-	100.30
Balance with Government authorities	-	1.44	-	21.59	-	5.57	-	71.59
Loan to Employee	-	1.33	-	2.05	-	0.53	-	0.53
Loans and advances to Related Party	-	25.00	-	-	-	-	-	2.97
Export Incentive Receivable	-	108.75	-	108.75	-	191.54	-	202.69
Total	**63.52**	**255.23**	**72.62**	**256.95**	**-**	**446.48**	**-**	**419.04**

(₹ in Lakh)

12) OTHER NON CURRENT ASSETS								
Security deposits	72.93	-	72.63	-	57.28	-	55.86	-

Total	**72.93**	**-**	**72.63**	**-**	**57.28**	**-**	**55.86**	**-**

(₹ in Lakh)

13) INVENTORIES	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
Raw Materials	1,621.23	1,368.80	1,132.12	1,045.75
Raw Material in Transit	-	205.08	-	-
Packing Materials	107.37	110.56	118.52	95.28
Finished Goods	2,659.49	2,463.21	1,499.91	1,113.58
Semi Finished Goods	23.61	46.41	38.53	19.50
Finished Goods in transit	1,189.16	1,171.07	1,169.51	881.08
Total	**5,600.86**	**5,365.13**	**3,958.59**	**3,155.19**

(₹ in Lakh)

14) TRADE RECEIVABLES	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
Unsecured Considered Good	2,921.72	2,391.91	1,704.48	1,261.05
Unsecured Considered Doubtful	114.95	-	-	-
Less: Provision for Doubtful Debts	(114.95)	-	-	-
Total	**2,921.72**	**2,391.91**	**1,704.48**	**1,261.05**

14.1 Ageing of Trade Receivables

(₹ in Lakh)

Particulars	Outstanding as on 30th June 2023 for following periods from the transaction date					
	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivable-Considered good	2,825.16	0.09	0.92	1.23	94.32	2,921.72
Undisputed trade receivable-Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-	-
Disputed trade receivable-Considered doubtful	-	-	-	-	-	-
Total	**2,825.16**	**0.09**	**0.92**	**1.23**	**94.32**	**2,921.72**

(₹ in Lakh)

Particulars	Outstanding as on 31st March 2023 for following periods from the transaction date					
	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivable-Considered good	2,181.35	2.34	6.72	12.72	188.78	2,391.91
Undisputed trade receivable-Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-	-
Disputed trade receivable-Considered doubtful	-	-	-	-	-	-
Total	**2,181.35**	**2.34**	**6.72**	**12.72**	**188.78**	**2,391.91**

(₹ in Lakh)

Particulars	Outstanding as on 31st March 2022 for following periods from the transaction date					
	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivable-Considered good	1,494.61	8.37	2.68	13.07	185.75	1,704.48
Undisputed trade receivable-Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-	-
Disputed trade receivable-Considered doubtful	-	-	-	-	-	-
Total	**1,494.61**	**8.37**	**2.68**	**13.07**	**185.75**	**1,704.48**

(₹ in Lakh)

Particulars	Outstanding as on 31st March 2021 for following periods from the transaction date					
	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	Total
Undisputed Trade Receivable-Considered good	1,035.30	21.06	17.83	3.94	182.92	1,261.05
Undisputed trade receivable-Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-	-
Disputed trade receivable-Considered doubtful	-	-	-	-	-	-
Total	**1,035.30**	**21.06**	**17.83**	**3.94**	**182.92**	**1,261.05**

(₹ in Lakh)

15) CASH AND BANK BALANCES	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
Cash and cash equivalents				
Cash on hand	27.18	26.82	29.78	16.25
Balances with Banks:				
In Current Accounts	0.42	0.57	79.22	3.35
In Fixed Deposits	1.09	1.09	1.03	-
	28.69	**28.47**	**110.03**	**19.60**
Other Bank Balances				
Deposits with original maturity for more than 3 months but less than 12 months				
In Fixed Deposits	177.73	175.53	172.63	120.17
Total	**206.42**	**204.00**	**282.66**	**139.76**

(₹ in Lakhs)

16) OTHER CURRENT ASSETS	As at June 30,	As at March 31,	As at March 31,	As at March 31,

	2023	2023	2022	2021
Other Receivables	15.54	15.54	-	-
Interest accrued on Loans & Advances	0.59	-	-	-
Total	**16.13**	**15.54**	**-**	**-**

(₹ in Lakh)

17) REVENUE FROM OPERATIONS	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Sale of Goods	5,880.56	20,418.76	16,571.13	13,256.80
Total	**5,880.56**	**20,418.76**	**16,571.13**	**13,256.80**

(₹ in Lakh)

18) OTHER INCOME	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Interest income on bank deposits	2.35	6.46	6.25	8.13
Interest income on Loans & Advances	0.59	-	-	-
Foreign Exchage Fluctuation Gain/Loss	25.43	261.15	166.77	129.80
Sundry Balances written back	83.80	0.62	3.66	-
Export Incentive	-	0.96	2.10	86.60
Sewage and Waste Collection Treatment Of HCL	0.03	0.41	-	-
Other Miscellaneous Income	0.19	8.40	4.07	0.26
Total	**112.39**	**277.98**	**182.84**	**224.79**

(₹ in Lakh)

19) COST OF MATERIALS CONSUMED	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Inventory at the beginning of the year	1,684.44	1,250.64	1,141.03	1,169.69
Add: Purchases	4,198.93	15,822.81	12,137.99	9,876.13
	5,883.36	17,073.45	13,279.02	11,045.81
Less: Sale of Raw Materials	-	-	-	-
Less: Inventory at the end of the year	1,728.61	1,684.44	1,250.64	1,141.03
Cost of materials consumed	**4,154.76**	**15,389.01**	**12,028.38**	**9,904.79**

19.1 Details of Raw Material Consumed

(₹ in Lakh)

Name of Items	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Wood Pulp	1,886.26	7,615.11	6,191.39	4,173.13
Coal	317.32	1,895.51	1,680.95	839.19
Semiprocess Cellulose	158.55	425.23	337.29	479.70
CMC	146.20	434.00	218.10	171.90
MS (Wet Material)	20.80	142.12	170.25	106.88
Fuel Oil	21.21	397.31	495.85	706.36
Others	1,604.41	4,479.74	2,934.57	3,427.62
Total	**4,154.76**	**15,389.01**	**12,028.38**	**9,904.79**

(₹ in Lakh)

20) Changes In Inventories Of Finished Goods And Work-In-Progress

	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Inventories at the beginning of the year				
Work in Progress	46.41	38.53	19.50	19.50
Finished Goods	3,634.28	2,669.43	1,994.66	1,100.97
Total	**3,680.69**	**2,707.95**	**2,014.16**	**1,120.47**
Inventories at the end of the year				
Work in Progress	23.61	46.41	38.53	19.50
Finished Goods	3,848.65	3,634.28	2,669.43	1,994.66
Total closing balance	**3,872.26**	**3,680.69**	**2,707.95**	**2,014.16**
Total Changes In Inventories Of Finished Goods And Work-In-Progress	**(191.56)**	**(972.74)**	**(693.79)**	**(893.69)**

(₹ in Lakh)

21) EMPLOYEE BENEFITS EXPENSES	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Salaries and Other Benefits	216.12	763.73	666.84	583.22
Contribution to Provident Fund and Other Funds	18.69	41.68	36.11	51.44
Staff Welfare Expenses	15.56	60.72	59.02	58.02
Total	**250.37**	**866.13**	**761.97**	**692.67**

21.1 Details of Employee Benefits:

I. Defined Benefit Plan

The Company offers the following employee benefit schemes to its employees:

i. Gratuity (funded)
ii. Leave Encashment (Unfunded)

The Company does have defined benefit plan as per accounting standard 15. The cost of providing benefits under this plan is determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Actuarial gains or losses are recognized in full in the period in which they occur in the statement of profit and loss. However the provision for gratuity liability has been provided for all the employees as follows:

A. Reconciliation of Opening & Closing Balance of Defined Benefit Obligation

(₹ in Lakh)

Particulars	**Gratuity (Funded)**			
	For the Quarter ended 30th June 2023	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Present Value of Obligation at the beginning of the year	60.22	43.44	31.00	-
Interest Cost	1.11	2.91	1.94	-
Current Service Cost	2.70	9.27	7.85	31.00
Liability Transferred In / Acquisitions	-	-	-	-
(Liability Transferred out / Divestments)	-	-	-	-
Benefits Paid(Paid from the Fund)	-	(0.55)	(1.79)	-
Actuarial (Gain) \ Loss on Obligations (Due to change in Demographic assumptions)	-	-	-	-
Actuarial (Gain) \ Loss on Obligations (Due to change in financial assumptions)	0.46	(15.63)	(1.21)	-
Actuarial (Gain) \ Loss on Obligations (Due to experience)	7.89	20.79	5.65	-
Present Value of Obligation at the end of the year	**72.38**	**60.22**	**43.44**	31.00

B. Reconciliation of Opening & Closing Balance of Fair Value of Plan Assets / (Liability)

(₹ in Lakh)

Particulars	**Gratuity (Funded)**			
	For the Quarter ended 30th June 2023	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Fair Value of Plan Assets at the beginning of the year	11.51	11.33	12.84	-
Expected Return on Planned Assets	0.21	0.76	0.80	-
Employer Contribution	6.00	-	-	12.84
Benefits Paid	-	(0.55)	(1.79)	-
Actuarial Gain/ (Loss) on plan assets	(0.31)	(0.03)	(0.53)	-
Fair Value of Plan Assets at the end of the Year	**17.41**	**11.51**	**11.33**	12.84
Actuarial Return on Plan Assets	0.21	0.76	0.80	-

C. Reconciliation of Fair Value of Assets and Obligations

(₹ In Lakhs)

Particulars	Gratuity (Funded)			
	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Present Value of Plan Assets	17.41	11.51	11.33	12.84
Present Value of Obligation	72.38	60.22	43.44	31.00
Amount Recognized in Balance Sheet	**54.97**	**48.71**	**32.11**	**18.16**

D. Amount Recognized in Statement of Profit & Loss

(₹ In Lakhs)

Particulars	Gratuity (Funded)			
	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Current Service Cost	2.70	9.27	7.85	31.00
Interest Cost	1.11	2.91	1.94	-
Expected Return on Plan Assets	(0.21)	(0.76)	(0.80)	-
Liability Transferred In / Acquisitions	-	-	-	-
(Liability Transferred out / Divestments)	-	-	-	-
Expected Return on Plan Assets	-	-	-	-
Actuarial (Gain) \ Loss	8.66	5.19	4.97	-
Net Cost	12.25	16.61	13.95	31.00

(₹ In Lakhs)

E. Actuarial Assumptions

Particulars	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Mortality Rate	IALM (2012-14) Urban	IALM (2012-14) Urban	IALM (2012-14) Urban	IALM (2012-14) Urban
Discount Rate (Per Annum)	7.27%	7.35%	6.70%	6.70%
Rate of Increase in Compensation	7.00%	7.00%	7.00%	7%
Attrition Rate	13.00%	13.00%	13.00%	13%
Expexted Return on Plan Assets	7.27%	7.35%	13.00%	13%

Notes

i. The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market. The above information is certified by Actuary.

ii. The expected rate or return on plan assets is determined considering several applicable factors, mainly composition of Plan assets held, assessed risks, historical return on plan assets and the Company's policy for plan assets management.

iii. Amounts for the current and previous four periods as per Para 120(n)(i) of Accounting Standard 15 "Employee Benefits" (Revised, 2005) are as follows:

(₹ in Lakh)

Particulars	**Gratuity (Funded)**			
	For the Quarter ended 30th June 2023	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Defined benefit obligation	72.38	60.22	43.44	31.00
Fair Value of Plan Assets	17.41	11.51	11.33	12.84
Surplus / (deficit) in the Plan	(54.97)	(48.71)	(32.11)	(18.16)
Experience adjustments (Gain)/ Loss on Plan Liabilities	7.89	20.79	5.65	-
Experience adjustments Gain / (Loss) on Plan Assets	(0.31)	(0.03)	(0.53)	-

II. Defined Contribution Plans

i. Provident Fund is a defined contribution scheme established under a State Plan. Total employer's contribution to provident fund during the current period is ₹ 1.95 Lakhs (FY 22-23 ₹ 6.98 Lakhs, FY 21-22 ₹ 6.33 Lakhs & FY 20-21 ₹ 4.89 Lakhs) & Pension Scheme is ₹ 4.28 Lakhs (FY 22-23 ₹ 15.71 Lakhs, FY 21-22 ₹ 14.36 Lakhs & FY 20-21 ₹ 12.54 Lakhs).

(₹ in Lakh)

22) FINANCE COSTS	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Interest Expense on :				
Borrowing	46.50	213.01	269.86	289.49
Others				
- Interest on Delay payment of TDS/Income Tax	0.02	0.90	0.43	1.39
- Interest on Delay payment of Sales Tax/GST	-	0.01	-	0.02
- Interest on Delay payment of TCS	-	-	7.16	0.00
Other Borrowing Cost				
Bank Charges & Commission	6.92	39.42	29.08	46.91
Total	**53.44**	**253.34**	**306.54**	**337.80**

(₹ in Lakh)

23) DEPRECIATION AND AMORTIOSATION EXPENSES	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Depreciation of Tangible Assets	101.95	409.66	403.12	343.05

Amortisation of Intangible Assets	0.18	3.61	11.58	12.42
Total	**102.13**	**413.27**	**414.70**	**355.47**

(₹ in Lakh)

24) OTHER EXPENSES	**For the Quarter ended 30th June 2023**	**For the year ended 31st March 2023**	**For the year ended 31st March 2022**	**For the year ended 31st March 2021**
Labour Charges	136.54	525.71	500.68	435.04
Factory Expenses	32.40	121.35	158.83	199.55
Stores, Spares and Packing Material Consumed	17.82	88.32	86.99	136.90
Power and Fuel	120.21	419.60	334.49	315.88
Repairs & Maintenance				
- Building	2.02	11.75	21.00	24.94
- Machinery	52.75	124.80	152.76	118.04
- Others	17.34	90.99	73.88	70.65
Rent, Rates & Taxes	10.27	31.63	23.15	17.65
Loss on Sale \ Discard of Fixed Assets	-	-	0.02	27.93
Freight & Forwarding Expense	137.03	1,130.85	1,377.50	706.94
Commission	78.39	263.93	173.74	200.45
Business Promotion Expenses	7.52	101.92	3.67	3.40
Insurance Expenses	2.37	20.31	13.55	16.65
Travelling & Conveyance	22.21	99.27	66.50	50.44
Legal and Professional Fees	6.74	78.31	73.61	50.43
Telephone Expenses	1.04	4.09	3.00	3.04
Security Expense	5.04	14.76	14.26	14.38
CSR Expense (Refer Note 28)	5.30	15.50	12.13	9.50
Prior Period Exps	7.58	6.19	0.28	0.73
Foreign Exchange Loss	-	-	30.69	48.23
Bad debts Written Off	2.96	-	-	5.36
Payment to Auditors (Refer Note 24.1)	2.13	2.60	2.00	1.80
Provision for Doubtful Debts	114.95	-	-	-
Sundry Balance Written off	-	-	-	2.54
Other Expenses	13.33	46.75	54.53	23.78
Total	**795.93**	**3,198.62**	**3,177.26**	**2,484.25**
24.1) Auditors Remuneration Includes				
Audit fee	1.88	2.25	1.75	1.50
Taxation Matter	0.25	0.35	0.25	0.30
	2.13	**2.60**	**2.00**	**1.80**

(₹ in Lakh)

25) EARNING PER SHARE (EPS)	For the Quarter ended 30th June 2023	For the year ended 31st March 2023	For the year ended 31st March 2022	For the year ended 31st March 2021
Net Profit Attributable to Equity Shareholders	705.53	1,301.02	589.31	480.29
Weighted Average number of Equity Shares outstanding for Basic EPS (Including Bonus Shares issued in FY 21-22)	1,29,43,000	1,29,27,329	1,29,03,000	1,29,03,000
Nominal Value per Share (₹)	**10.00**	**10.00**	**10.00**	**10.00**
Basic Earnings per Share (₹) [(a) ÷ (b)]	**5.45**	**10.06**	**4.57**	**3.72**
Diluted Earnings per Share (₹) [(a) ÷ (b)]	**5.45**	**10.06**	**4.57**	**3.72**

Note

i) **For Adjusted Average number of equity shares:** Since the Bonus issue is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2021, the earliest period reported.

ii) **Annualization of EPS:** EPS has not been annualised for the quarter ended June'2023

26) Related Party Transactions

In accordance with the requirements of Accounting Standard – 18 on Related Party Disclosures, the names of the related parties where control exists and with whom transactions have taken place during the year and description of relationships as identified and certified by the management are given below :

i) Key Management Personnel & their relatives:

Ghanshyam A Patel (Managing Director & Chief Financial Officer)
Nitin J Patel (Director)
Vasant V Patel (Director)
Vinod M Patel (Director)
Braham Pal Chhabra (Company Secretary)
Jahanvi G Patel (Relative of Director)
Jitendra Patel (Relative of Director)
Jyotiben G Patel (Relative of Director)
Nilam N Patel (Relative of Director)
Sangeeta V Patel (Relative of Director)
Arvindkumar M Patel (Relative of Director)
Vasanti V Patel (Relative of Director)
Het G Patel (Relative of Director)
Pooja Shrey Patel (Relative of Director)

ii) Enterprises over which parties listed in (i) have significant influence and transactions are carried out during the year:

Agistin Biotech Pvt Ltd
Aneta Pharmaceuticals Pvt Ltd
Claroid Pharmaceuticals Pvt Ltd
Globe Star Valves Pvt ltd
Indo SMC Pvt Ltd
Accent Biosciences Pvt Ltd
M/S Ashutosh Corporate LLP
Indocon Infrastructure Private Limited
Jasoda Developers
Maccent Bio care Industries
Jainishk Industries
Prerna Rice Mill

26 (b) The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in Lakh)

Sr. No	RELATIONSHIP	Key Management Personnel & their relatives:				Enterprises over which parties listed in (i) have significant influence and transactions are carried out during the year:				GRAND TOTAL			
	NATURE OF TRANSACTIONS	**Apr'23 to Jun'23**	**2022-23**	**2021-22**	**2020-21**	**Apr'23 to Jun'23**	**2022-23**	**2021-22**	**2020-21**	**Apr'23 to Jun'23**	**2022-23**	**2021-22**	**2020-21**
(A)	**INCOME**												
	1) Sales of Goods												
	Jainishk Industries	-	-	-	-	600.29	910.24	-	1,155.95	600.29	910.24	-	1,155.95
	Maccent Bio care Industries	-	-	-	-	-	101.75	-	27.91	-	101.75	-	27.91
	Claroid Pharmaceuticals Pvt Ltd	-	-	-	-	10.15	19.15	33.83	1.23	10.15	19.15	33.83	1.23
	Agistin Biotech Pvt Ltd	-	-	-	-	3.03	18.19	13.09	11.86	3.03	18.19	13.09	11.86
(B)	**EXPENSES**												
	1) Purchase of goods												
	Maccent Biocare Industries	-	-	-	-	838.29	2,180.23	1,571.47	1,607.66	838.29	2,180.23	1,571.47	1,607.66
	Jainishk Industries	-	-	-	-	228.32	1,102.15	1,261.39	419.71	228.32	1,102.15	1,261.39	419.71
	Agistin Biotech Pvt Ltd	-	-	-	-	2.18	19.28	15.58	5.81	2.18	19.28	15.58	5.81
	Indocon Infrastructure Private Limited	-	-	-	-	-	-	-	0.37	-	-	-	0.37
	Indo SMC Pvt Ltd	-	-	-	-	-	-	0.67	-	-	-	0.67	-
	Aneta Pharmaceuticals Pvt Ltd	-	-	-	-	-	261.93	-	-	-	261.93	-	-
	Globe Star Valves Pvt ltd	-	-	-	-	-	0.69	-	-	-	0.69	-	-
	2) Purchase of Fixed Assets												
	Ashutosh Corporate LLP	-	-	-	-	-	3.58	6.00	-	-	3.58	6.00	-

Jasoda Developers	-	-	-	-	-	60.30	-	-	-	60.30	-	-
3) Remuneration & Bonus												
Ghanshyam A Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
Nitin J Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
Vasant V Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
Vinod M Patel	9.40	32.71	28.44	22.27	-	-	-	-	9.40	32.71	28.44	22.27
Jyotiben G Patel	2.39	8.30	7.23	6.00	-	-	-	-	2.39	8.30	7.23	6.00
Jahanvi G Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
Jitendra Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
Nilam N Patel	3.58	12.44	10.83	9.00	-	-	-	-	3.58	12.44	10.83	9.00
Sangeeta V Patel	2.39	8.30	7.23	6.00	-	-	-	-	2.39	8.30	7.23	6.00
Arvindkumar M Patel	2.39	8.30	7.22	6.02	-	-	-	-	2.39	8.30	7.22	6.02
Vasanti V Patel	3.68	8.30	7.23	6.00	-	-	-	-	3.68	8.30	7.23	6.00
Het G Patel	1.29	-	-	-	-	-	-	-	1.29	-	-	-
Pooja Shrey Patel	1.29	-	-	-	-	-	-	-	1.29	-	-	-
Braham Pal Chhabra	0.64	-	-	-	-	-	-	-	0.64	-	-	-
4) Interest on Unsecured Loan Received												
Ghanshyam A Patel	-	12.20	19.41	30.00	-	-	-	-	-	12.20	19.41	30.00
Nitin J Patel	-	9.67	39.72	57.01	-	-	-	-	-	9.67	39.72	57.01
Vasant V Patel	-	7.19	20.44	27.56	-	-	-	-	-	7.19	20.44	27.56
Vinod M Patel	-	7.58	30.22	39.83	-	-	-	-	-	7.58	30.22	39.83
Kantilal P Vadi	-	-	0.06	-	-	-	-	-	-	-	0.06	-
5) Commission Expense												
Ashutosh Corporate LLP	-	-	-	-	-	5.00	-	-	-	5.00	-	-
6) Rent Expense												
Ghanshyam A Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50

	Nitin J Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
	Vasant V Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
	Vinod M Patel	-	1.50	1.50	1.50	-	-	-	-	-	1.50	1.50	1.50
(C)	**DISTRIBUTION OF PROFIT**												
	1) Dividend Payment												
	Ghanshyam A Patel	-	20.64	8.60	-	-	-	-	-	-	20.64	8.60	-
	Nitin J Patel	-	25.81	10.75	-	-	-	-	-	-	25.81	10.75	-
	Vasant V Patel	-	15.48	6.45	-	-	-	-	-	-	15.48	6.45	-
	Vinod M Patel	-	25.81	10.75	-	-	-	-	-	-	25.81	10.75	-
	Kantilal P Vadi	-	15.48	6.45	-	-	-	-	-	-	15.48	6.45	-
(D)	**FINANCE**												
	1) Loans/Advances Given												
	Jainishk Industries	-	-	-	-	-	-	-	3.41	-	-	-	3.41
	Agistin Biotech Pvt Ltd	-	-	-	-	110.00	95.00	-	-	110.00	95.00	-	-
	Indo Aluminium Pvt Ltd	-	-	-	-	-	141.50	127.00	-	-	141.50	127.00	-
	Indo SMC Pvt Ltd	-	-	-	-	-	20.00	-	-	-	20.00	-	-
	Accent Biosciences Pvt Ltd	-	-	-	-	-	60.00	-	0.40	-	60.00	-	0.40
	2) Loans/Advances taken									-	-	-	-
	Ghanshyam A Patel	2.12	234.02	227.97	105.10	-	-	-	-	2.12	234.02	227.97	105.10
	Vasant V Patel	25.00	64.25	67.72	117.16	-	-	-	-	25.00	64.25	67.72	117.16
	Nitin J Patel	-	296.23	572.56	288.71	-	-	-	-	-	296.23	572.56	288.71
	Vinod M Patel	8.52	81.93	117.21	147.28	-	-	-	-	8.52	81.93	117.21	147.28
	Maccent Bio care Industries	-	-	-	-	-	-	-	100.41	-	-	-	100.41

	3) Repayment of Loans/Advances Given												
	Agistin Biotech Pvt Ltd	-	-	-	-	85.00	95.00	-	-	85.00	95.00	-	-
	Indo SMC Pvt Ltd	-	-	-	-	-	20.00	-	-	-	20.00	-	-
	Ashutosh Corporate LLP	-	-	-	-	-	-	-	-	-	-	-	-
	Accent Biosciences Pvt Ltd	-	-	-	-	-	60.00	-	0.40	-	60.00	-	0.40
	Ghanshyam A Patel	-	-	-	-	-	-	-	-	-	-	-	-
	Indo Aluminium Pvt Ltd	-	-	-	-	-	141.50	129.50	-	-	141.50	129.50	-
	4) Repayment of Loans/Advances taken												
	Ghanshyam A Patel	18.26	194.85	373.63	269.28	-	-	-	-	18.26	194.85	373.63	269.28
	Vasant V Patel	35.66	127.92	242.23	126.19	-	-	-	-	35.66	127.92	242.23	126.19
	Nitin J Patel	34.88	344.91	1,020.71	309.87	-	-	-	-	34.88	344.91	1,020.71	309.87
	Vinod M Patel	21.89	105.33	432.02	137.67	-	-	-	-	21.89	105.33	432.02	137.67
	Maccent Bio care Industries	-	-	-	-	-	-	-	111.41	-	-	-	111.41
(E)	**ISSUE OF EQUITY SHARES**												
	Ghanshyam A Patel	-	-	171.96	-	-	-	-	-	-	-	171.96	-
	Nitin J Patel	-	-	215.20	-	-	-	-	-	-	-	215.20	-
	Vasant V Patel	-	-	128.94	-	-	-	-	-	-	-	128.94	-
	Vinod M Patel	-	-	215.20	-	-	-	-	-	-	-	215.20	-
	Kantilal P Vadi	-	-	128.90	-	-	-	-	-	-	-	128.90	-
	Jitendra V Patel	-	-	1.32	-	-	-	-	-	-	-	1.32	-
	Arvind Kumar M Patel	-	-	2.20	-	-	-	-	-	-	-	2.20	-
(F)	**OUTSTANDING AT YEAR END**												
	1) Trade Receivable												
	Jainishk Industries	-	-	-	-	707.75	386.56	-	-	707.75	386.56	-	-
	Claroid Pharmaceuticals Pvt Ltd	-	-	-	-	11.98	7.97	13.53	1.45	11.98	7.97	13.53	1.45
	Agistin Biotech Pvt Ltd	-	-	-	-	4.75	-	1.30	-	4.75	-	1.30	-

Maccent Biocare Industries	-	-	-	-	-	-	-	76.39	-	-	-	76.39
2) Trade Payable												
Agistin Biotech Pvt Ltd	-	-	-	-	7.89	-	5.56	1.29	7.89	-	5.56	1.29
Maccent Biocare Industries	-	-	-	-	1,140.55	182.98	277.84	59.63	1,140.55	182.98	277.84	59.63
Jainishk Industries	-	-	-	-	251.51	164.37	323.83	214.58	251.51	164.37	323.83	214.58
Globe Star Valves Private Limited	-	-	-	-	0.77	-	-	-	0.77	-	-	-
3) Unsecured Loan taken												
Ghanshyam A Patel	97.45	113.59	65.08	179.52	-	-	-	-	97.45	113.59	65.08	179.52
Nitin J Patel	40.96	75.85	86.97	495.79	-	-	-	-	40.96	75.85	86.97	495.79
Vinod M Patel	43.97	57.33	74.08	362.27	-	-	-	-	43.97	57.33	74.08	362.27
Vasant V Patel	21.23	31.89	89.64	246.38	-	-	-	-	21.23	31.89	89.64	246.38
4) Interest Payable on Unsecured Loan												
Ghanshyam A Patel	-	10.98	2.29	18.88	-	-	-	-	-	10.98	2.29	18.88
Nitin J Patel	-	8.70	8.14	13.92	-	-	-	-	-	8.70	8.14	13.92
Vinod M Patel	-	6.83	2.88	6.49	-	-	-	-	-	6.83	2.88	6.49
Vasant V Patel	-	6.47	3.04	9.45	-	-	-	-	-	6.47	3.04	9.45
5) Loans \ Advances given												
Agistin Biotech Pvt Ltd	-	-	-	-	25.00	-	-	-	25.00	-	-	-
Indo Aluminium Pvt Ltd	-	-	-	-	-	-	-	2.70	-	-	-	2.70
Jainishk Industries	-	-	-	-	-	-	-	0.27	-	-	-	0.27
6) Salary \ Remuneration Payable												
Ghanshyam A Patel	1.77	2.27	2.02	1.98	-	-	-	-	1.77	2.27	2.02	1.98
Jahanvi G Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
Jitendra Vadilal Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
Jyotiben G Patel	0.74	0.62	0.56	0.47	-	-	-	-	0.74	0.62	0.56	0.47

	Nilam N Patel	1.07	0.88	0.79	0.67	-	-	-	-	1.07	0.88	0.79	0.67
	Nitin J Patel	1.62	2.27	2.02	1.63	-	-	-	-	1.62	2.27	2.02	1.63
	Sangeeta V Patel	0.74	0.62	0.55	0.47	-	-	-	-	0.74	0.62	0.55	0.47
	Vasant V Patel	2.03	2.27	2.02	1.63	-	-	-	-	2.03	2.27	2.02	1.63
	Vinod M Patel	1.62	2.27	2.02	1.63	-	-	-	-	1.62	2.27	2.02	1.63
	Arvindkumar M Patel	0.75	0.63	0.56	0.47	-	-	-	-	0.75	0.63	0.56	0.47
	Vasanti V Patel	1.09	0.62	0.55	0.47	-	-	-	-	1.09	0.62	0.55	0.47

*** Excluding Taxes**
**** Balance is less than Rs. 1000**

27) Key Ratios

As on 30th June 2023

				As on 30th June'23		**As on 31st March'23**			
Sr. No	**Ratio**	**Formula**	**UOM**	**₹ In Lakhs**	**Ratio**	**₹ In Lakhs**	**Ratio**	**% Deviation**	**Reasons for Variance**
1	**Current Ratio**								
	Current Assets	*Current Assets / Current Liability*	*Times*	9,000.36	**1.39**	8,233.54	**1.31**	**5.95%**	
	Current Liabilities			6,463.57		6,264.63			
2	**Debt-to-equity Ratio**								
	Total Debt	*Total Debt / Share Holder's Equity*	*Times*	2,107.04	**0.41**	2,279.17	**0.52**	**-20.28%**	
	Shareholder's Equity			5,125.44		4,419.91			
3	**Debt Service Coverage Ratio**								
	*Earnings available for debt service**	*Earnings available for debt service / Interest + Principal Service*	*Times*	979.01	**10.61**	1,967.64	**3.54**	**199.66%**	Increase in Margins and repayments is for quarter only
	Debt Service			92.26		555.63			
4	**Return on Equity Ratio**								
	Net Profit after Tax	*Net Profits after taxes - Preference Dividend (if any) / Average Shareholder's Equity*	*Percentage*	705.53	**14.78%**	1,301.02	**34.11%**	**-56.66%**	Increase in Margins
	Average Shareholder's Equity			4,772.68		3,814.62			
5	**Inventory Turnover Ratio**								

	Cost of Goods Sold	*Cost of Goods Sold / Average Inventory*	*Times*	3,963.19	**0.72**	14,416.27	**3.09**	**-76.63%**	COGS is for the quarter only
	Average Inventory			5,483.00		4,661.86			
6	**Receivables Turnover Ratio**								
	Net Credit Sales	*Net Credit Sales / Average Accounts Receivable*	*Times*	5,880.56	**2.21**	20,418.76	**9.97**	**-77.80%**	Sales is for the quarter only
	Average Receivables			2,656.82		2,048.19			
7	**Payables Turnover Ratio**								
	Purchases	*Net Credit Purchases / Average Accounts Payable*	*Times*	4,994.85	**1.40**	19,021.43	**5.88**	**-76.17%**	Purchase is for the quarter only
	Average Payables			3,564.93		3,234.84			
8	**Net capital turnover Ratio**								
	Net Sales	*Net Sales/ Working Capital (CA-CL)*	*Times*	5,880.56	**2.61**	20,418.76	**13.75**	**-81.02%**	Sales is for the quarter only
	Average Working Capital			2,252.85		1,484.53			
9	**Net profit ratio**								
	Profit After Tax	*Net Profit / Net Sales*	*Percentage*	705.53	**12.00%**	1,301.02	**6.37%**	**88.30%**	Increase in Margins and sales is for the quarter only
	Net Sales			5,880.56		20,418.76			
10	**Return on Capital employed Ratio**								
	EBIT	*Earning before interest and taxes / Capital Employed*	*Percentage*	881.33	**12.03%**	1,802.45	**26.46%**	**-54.52%**	Increase in Margins
	Capital Employed			7,323.53		6,812.42			
11	**Return on investment Ratio**								
	Profit After Tax	*Profit After Tax / Average Shareholders Equity*	*Percentage*	705.53	**14.78%**	1,301.02	**34.11%**	**-56.66%**	Increase in Margins
	Average Shareholder's Equity			4,772.68		3,814.62			

As on 31st March 2023

				As on 31st March'23		**As on 31st March'22**			
Sr. No	**Ratio**	**Formula**	**UOM**	**₹ In Lakhs**	**Ratio**	**₹ In Lakhs**	**Ratio**	**% Deviation**	**Reasons for Variance**
1	**Current Ratio**								

	Current Assets	*Current Assets / Current Liability*	*Times*	8,233.54	**1.31**	6,392.22	**1.19**	**10.87%**	
	Current Liabilities			6,264.63		5,392.07			
2	**Debt-to-equity Ratio**								
	Total Debt	*Total Debt / Share Holder's Equity*	*Times*	2,279.17	**0.52**	2,410.45	**0.75**	**-31.34%**	Increase in Margins leading to increase in Shareholders Equity
	Shareholder's Equity			4,419.91		3,209.32			
3	**Debt Service Coverage Ratio**								
	*Earnings available for debt service**	*Earnings available for debt service / Interest + Principal Service*	*Times*	1,967.64	**3.54**	1,310.58	**0.71**	**402.26%**	Increase in Margins vis-à-vis reduction in debt re-payment
	Debt Service			555.63		1,858.78			
4	**Return on Equity Ratio**								
	Net Profit after Tax	*Net Profits after taxes - Preference Dividend (if any) / Average Shareholder's Equity*	*Percentage*	1,301.02	**34.11%**	589.31	**20.07%**	**69.93%**	Increase in Topline as well as Margins
	Average Shareholder's Equity			3,814.62		2,936.17			
5	**Inventory Turnover Ratio**								
	Cost of Goods Sold	*Cost of Goods Sold / Average Inventory*	*Times*	14,416.27	**3.09**	11,334.59	**3.19**	**-2.96%**	
	Average Inventory			4,661.86		3,556.89			
6	**Receivables Turnover Ratio**								
	Net Credit Sales	*Net Credit Sales / Average Accounts Receivable*	*Times*	20,418.76	**9.97**	16,571.13	**11.18**	**-10.80%**	
	Average Receivables			2,048.19		1,482.77			
7	**Payables Turnover Ratio**								
	Purchases	*Net Credit Purchases / Average Accounts Payable*	*Times*	19,021.43	**5.88**	15,315.25	**6.32**	**-6.99%**	
	Average Payables			3,234.84		2,422.54			
8	**Net capital turnover Ratio**								
	Net Sales	*Net Sales/ Working Capital (CA-CL)*	*Times*	20,418.76	**13.75**	16,571.13	**13.27**	**3.64%**	
	Average Working Capital			1,484.53		1,248.70			
9	**Net profit ratio**								
	Profit After Tax	*Net Profit / Net Sales*	*Percentage*	1,301.02	**6.37%**	589.31	**3.56%**	**79.17%**	Increase in Topline as well as Margins
	Net Sales			20,418.76		16,571.13			
10	**Return on Capital employed Ratio**								
	EBIT		*Percentage*	1,802.45	**26.46%**	1,065.45	**18.55%**	**42.64%**	

	Capital Employed	*Earning before interest and taxes / Capital Employed*		6,812.42		5,743.94			Increase in Topline as well as Margins
11	**Return on investment Ratio**								
	Profit After Tax	*Profit After Tax / Average Shareholders Equity*	*Percentage*	1,301.02	**34.11%**	589.31	**20.07%**	**69.93%**	Increase in Topline as well as Margins
	Average Shareholder's Equity			3,814.62		2,936.17			

*Excluding Taxes
** Balance is less than Rs. 1,000

As on 31st March 2022

				As on 31st March'22		**As on 31st March'21**			
Sr. No	**Ratio**	**Formula**	**UOM**	**₹ In Lakhs**	**Ratio**	**₹ In Lakhs**	**Ratio**	**% Deviation**	**Reasons for Variance**
1	**Current Ratio**								
	Current Assets	*Current Assets / Current Liability*	*Times*	6,392.22	**1.19**	4,975.05	**1.43**	**-17.13%**	
	Current Liabilities			5,392.07		3,477.81			
2	**Debt-to-equity Ratio**								
	Total Debt	*Total Debt / Share Holder's Equity*	*Times*	2,410.45	**0.75**	3,064.27	**1.15**	**-34.73%**	Repayment of Debt and Issue of Equity Shares in FY 21-22
	Shareholder's Equity			3,209.32		2,663.02			
3	**Debt Service Coverage Ratio**								
	*Earnings available for debt service**	*Earnings available for debt service / Interest + Principal Service*	*Times*	1,310.58	**0.71**	1,237.32	**1.64**	**-56.97%**	Increase in Debt Re-payment
	Debt Service			1,858.78		755.21			
4	**Return on Equity Ratio**								
	Net Profit after Tax	*Net Profits after taxes - Preference Dividend (if any) / Average Shareholder's Equity*	*Percentage*	589.31	**20.07%**	480.29	**18.57%**	**8.09%**	
	Average Shareholder's Equity			2,936.17		2,586.53			
5	**Inventory Turnover Ratio**								
	Cost of Goods Sold	*Cost of Goods Sold / Average Inventory*	*Times*	11,334.59	**3.19**	9,011.10	**3.62**	**-12.05%**	
	Average Inventory			3,556.89		2,487.04			

6	**Receivables Turnover Ratio**								
	Net Credit Sales	*Net Credit Sales / Average Accounts Receivable*	*Times*	16,571.13	**11.18**	13,256.80	**7.76**	**44.03%**	Increase in revenue as well as realization from customers
	Average Receivables			1,482.77		1,708.50			
7	**Payables Turnover Ratio**								
	Purchases	*Net Credit Purchases / Average Accounts Payable*	*Times*	15,315.25	**6.32**	12,360.37	**6.67**	**-5.25%**	
	Average Payables			2,422.54		1,852.54			
8	**Net capital turnover Ratio**								
	Net Sales	*Net Sales/ Working Capital (CA-CL)*	*Times*	16,571.13	**13.27**	13,256.80	**9.04**	**46.78%**	Increase in revenue as well as realization from customers
	Average Working Capital			1,248.70		1,466.27			
9	**Net profit ratio**								
	Profit After Tax	*Net Profit / Net Sales*	*Percentage*	589.31	**3.56%**	480.29	**3.62%**	**-1.84%**	
	Net Sales			16,571.13		13,256.80			
10	**Return on Capital employed Ratio**								
	EBIT	*Earning before interest and taxes / Capital Employed*	*Percentage*	1,065.45	**18.55%**	938.11	**16.04%**	**15.63%**	
	Capital Employed			5,743.94		5,847.95			
11	**Return on investment Ratio**								
	Profit After Tax	*Profit After Tax / Average Shareholders Equity*	*Percentage*	589.31	**20.07%**	480.29	**18.57%**	**8.09%**	
	Average Shareholder's Equity			2,936.17		2,586.53			

28) Corporate social Responsibility

(₹ In Lakhs)

Particulars	Apr'23 to June'23	2022-23	2021-22	2020-21
Amount required to be spent during the year	21.18	15.36	11.93	9.20
Amount actually spent	-	15.50	12.13	9.50
Shortfall at the end of year	-	-	-	-
Total of previous year shortfall	-	-	-	-
Reason for such shortfall	NA	NA	NA	NA
Nature of CSR activities	As per Note 1	As per Note 2	As per Note 3	
Details of related party transactions	Nil	Nil	Nil	Nil

Note 1: Company is required to spent liability for FY 23-24 upto 31st March 2024.
Note 2: Women Empowerment, Medical & Health Care, Rural Development
Note 3: Improving Life Standard of Women and helping poor Children's developing as well as providing grains and pulses to poor peoples for their daily food requirements.

29) Other Notes

29.1 Contingent Liabilities and commitments (to the extend not provided for)

(₹ in Lakh)

Particulars	Apr'23 to June'23	2022-23	2021-22	2020-21
Liability Disputed - Appeal file with respect to:				
- Gujarat Pollution Control Board	411.60	-	-	-

In respect of the above matters, the expected outflow will be determined at the time of final resolution of the dispute.

Capital Commitments as at June 30, 2023 is ₹ 81.01 Lakhs. (As on March 31, 2023 ₹ Nil, March 31, 2022 are ₹ Nil March 31, 2021 ₹ Nil)

29.2 Segment reporting in accordance with AS -17 issued by ICAI

Sr	Particualrs	As at June 30, 2023	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021
1	**Revenue**				
	a) Dahej (SEZ Unit)				
	- Export	3,586.34	12,845.68	10,640.11	8,470.31
	- Domestic	54.18	192.08	64.02	41.92
	- Unallocated Income	28.00	295.53	177.48	226.47
	b) Pirana				
	- Export	-	73.79	183.46	-
	- Domestic	2,301.44	8,045.64	6,410.12	5,570.59
	- Unallocated Income	0.59	7.17	6.40	1.68
	Segment Total	5,970.55	21,459.90	17,481.58	14,310.97
2	**Segment Results (PBIT)**				
	a) Dahej (SEZ Unit)	995.71	1,604.71	731.53	843.37

	b) Pirana	(114.38)	197.74	333.92	94.74
	Segment Total	881.33	1,802.45	1,065.45	938.11
	Less: Finance Cost				
	a) Dahej (SEZ Unit)	42.67	180.26	170.38	159.42
	b) Pirana	10.77	73.09	136.16	178.39
	Total	53.44	253.34	306.54	337.80
	Less: Taxes	-	-	-	-
	Total Profit After Tax	53.44	253.34	306.54	337.80
3	**Segment Assets**				
	a) Dahej (SEZ Unit)	8,796.69	7,133.36	6,392.01	5,279.11
	b) Pirana	3,418.19	4,276.33	3,069.03	2,791.34
	Segment Total	12,214.89	11,409.69	9,461.04	8,070.45
4	**Segment Liabilities**				
	a) Dahej (SEZ Unit)	3,519.13	2,375.36	2,719.15	2,393.26
	b) Pirana	3,570.31	4,614.41	3,532.57	3,014.17
	Segment Total	7,089.44	6,989.77	6,251.73	5,407.43
5	**Capital Employed (As at Period / Year End)**				
	a) Dahej (SEZ Unit)	5,277.57	4,757.99	3,672.86	2,885.85
	b) Pirana	(152.12)	(338.08)	(463.54)	(222.83)
	Segment Total	5,125.44	4,419.91	3,209.32	2,663.02

29.3 C.I.F. Value of Imports

Particulars	**Apr'23 to June'23**	**2022-23**	**2021-22**	**2020-21**
Import of Raw Material	64.74	741.35	675.23	1,441.69

29.4 Expenditure in foreign currency (Excluding value of imports) :

Particulars	**Apr'23 to June'23**	**2022-23**	**2021-22**	**2020-21**
Business Promotion	2.50	72.80	2.05	2.02
Interest Exps on Term Loan	-	0.11	2.08	8.41
Commission	29.11	120.08	42.04	63.77

Earning in foreign currency:

Particulars	**Apr'23 to June'23**	**2022-23**	**2021-22**	**2020-21**
Export Sales	3,586.34	12,919.15	10,801.38	8,470.31

29.5 Other Statutory Information

a) **Details of benami property held:** No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

b) **Registration of charges or satisfaction with Registrar of Companies (ROC):** The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

c) **Details of crypto currency or virtual currency:** The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

d) **Utilisation of borrowed funds and share premium:** 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 or entity, 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). The Company has not received any fund from any party(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.

e) **Undisclosed income:** There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the IncomeTax Act, 1961, that has not been recorded previously in the books of account.

f) **Wilful defaulter:** The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

g) **Compliance with number of layers of companies:** The Company has complied with the number of layers prescribed under the Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of layers) Rules, 2017.

h) **Valuation of Property Plant & Equipment, intangible asset:** The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

i) The Company has borrowings from Banks on the basis of security of current assets. Quarterly returns \ statements of current assets filed by the company with banks are in agreement with the books of accounts subject to minor deviations which are not material.

j) **Relationship with struck off companies:** The Company has no transactions with the companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956.

k) **Utilisation of borrowings availed from banks and financial institutions:** The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.

29.6 Balances of Trade Receivables, Trade Payables, Loans & Advances, Unsecured Loans etc. are subject to confirmation and reconciliation, if any.

29.7 In the opinion of Board of Directors; Current Assets, Loans & Advances (Including Capital Advances) have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, Adequate Provisions have been made in the accounts for all the known liabilities.

29.8 The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of October 28, 2023 there were no subsequent events to be recognized or reported that are not already disclosed.

29.9 Previous Year Figures are regrouped / reclassified wherever required in order to make it comparable in line current period.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION

The following discussion is intended to convey management's perspective on our financial condition and results of operations for the period ended on June 30,2023 and financial year ended March 31, 2023, 2022 and 2021. One should read the following discussion and analysis of our financial condition and results of operations in conjunction with our section titled "Financial Statements" and the chapter titled "Financial Information" on page 198 of this Red Herring Prospectus. This discussion contains forward-looking statements and reflects our current views with respect to future events and our financial performance and involves numerous risks and uncertainties, including, but not limited to, those described in the section entitled "Risk Factors" on page 29 of this Red Herring Prospectus. Actual results could differ materially from those contained in any forward-looking statements and for further details regarding forward-looking statements, kindly refer the chapter titled "Forward-Looking Statements" on page 16 of this Red Herring Prospectus. Unless otherwise stated, the financial information of our Company used in this section has been derived from the Restated Financial Information. Our financial year ends on March 31 of each year. Accordingly, unless otherwise stated, all references to a particular financial year are to the 12-month period ended March 31 of that year.

In this section, unless the context otherwise requires, any reference to "we", "us" or "our" refers to Accent Microcell Limited, our Company. Unless otherwise indicated, financial information included herein are based on our Restated Financial Statements for the period ended on June 30,2023 and financial year ended March 31, 2023, 2022 and 2021 included in this Red Hearing Prospectus beginning on page 198 of this Red Herring Prospectus.

BUSINESS OVERVIEW

Our company was incorporated on April 10, 2012, with the primary focus on manufacturing of the high-quality cellulose-based excipients which predominantly find application in the Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. Our company manufacture cellulose-based excipients as follows:

- Microcrystalline Cellulose (MCC) - Spray Dryer / Spin Flash Dried
- Microcrystalline Cellulose Spheres (MCC Spheres)
- Silicified Microcrystalline Cellulose (SMCC)
- Powdered Cellulose (PC)
- Croscarmellose Sodium (CCS)
- Magnesium Stearate (Mg. St.)
- Microcrystalline Cellulose with Carboxy Methyl Cellulose (Co-Processed)

Presently, we majorly manufacture Microcrystalline Cellulose ("MCC"). MCC is an odourless, fine white powder & a purified form of cellulose, which is derived from refinement of highly purified wood pulp. It is widely used as texturizer, anticaking agent, binder, lubricant, a bulking agent, diluent which finds a wide range of applications in Pharmaceutical, Nutraceutical, Food, Cosmetic and other industries. We manufacture 22 grades of MCC, with particle sizes ranging from 20 microns to 180 microns. The major grades of MCC manufactured and marketed by our Company are branded under the name "accel". Besides "accel" we also sell our products under the name "acrocell", "maccel" and "Vincel".

During the production process, the various grades of MCC are distinguished using different drying techniques used by our Company. We manufacture products by two drying techniques which are branded under different brand names. In our company MCC, MCC Spheres, SMCC, MCC with CMC are manufactured with spray dried product which are branded as "accel" and They are known for its premium quality due to its physical properties such as direct compression, particle size, density, flow, tableting properties etc. On the other hand MCC, SMCC are manufactured with spin flash dried which are branded as "Vincel".

Accent have established a robust manufacturing infrastructure, supported by an efficient supply chain that caters to the needs of our Indian and global clientele. With two state-of-art manufacturing facilities located in Pirana (Unit -I) and Dahej SEZ (Unit -II). Unit I i.e. Pirana manufacture product mainly caters to the domestic market which manufacture MCC, SMCC, PC, MCC with CMC. Unit II i.e Dahej SEZ is set up as export-oriented unit ("EOU") which is purely engaged in the manufacture of MCC, MCC sphere, SMCC, MCC with CMC which is exported to overseas customers and distributors.

With over 10 years of continuous growth, two state of the art manufacturing facilities and consistent focus on delivering premium quality product, Our Company is one of the Global leading manufacturers of Microcrystalline Cellulose (MCC) (*Source: Research Report on Global Microcrystalline Cellulose (MCC) Industry, refer link

https://www.expertmarketresearch.com/articles/top-5-companies-in-the-global-microcrystalline-cellulose-mcc-market).

For detailed information on the business of our Company please refer to "Our Business" beginning on page numbers 111 of this Red Herring Prospectus.

SIGNIFICANT DEVELOPMENTS SUBSEQUENT TO THE LAST FINANCIAL YEAR AND STUB PERIOD

As per mutual discussion between the Board of the Company and LM, in the opinion of the Board of the Company there have not arisen any circumstances since the date of the last financial statements as disclosed in thisRed Herring Prospectus and which materially and adversely affect or is likely to affect within the next twelve months except as follows:

- The authorized capital of the Company has been increased from ₹ 12,95,00,000 to ₹22,00,00,000 by creation of 90,50,000 new Equity Shares of ₹10 each vide ordinary resolution passed at the Extra-Ordinary General Meeting held on July 07 ,2023.
- Change in status of the Company from private limited to public limited vide special resolution passed at the Annual General Meeting held on December 05, 2022.
- The Shareholders of our Company regularized the appointment of Mr. RajatKumar DineshBhai Patel, Mr. Chintan Umeshbhai Bhatt and Ms. Shreya MilanKumar Shah as a Non-Executive Independent Directors in the Annual General Meeting held on August 28, 2023.
- The Shareholders of our Company approved appointment of Mr. Ghanshyam ArjanBhai patel as Managing Director in the Extra-Ordinary General Meeting held on July 07, 2023.
- The Shareholders of our Company regularized the appointment of Mr. Nitin Jasvantbhai Patel and Mr. Vinodbhai Manibhai Patel as Whole Time Director in the Extraordinary General Meeting held on July 07, 2023.
- The Shareholders of our Company regularized the appointment of Mr. Vasant Vadilal Patel as Executive chairman in the Extraordinary General Meeting held on July 07, 2023.
- The Board of Directors of our Company have approved raising of funds by way of Initial Public Offering vide its resolution dated August 18, 2023.
- The Board of Directors of our Company have been authorised to raise the funds by way of Initial Public Offering vide special resolution passed at the Annual General Meeting held on August 28, 2023.

FACTORS AFFECTING OUR RESULTS OF OPERATIONS

Our business is subjected to various risks and uncertainties, including those discussed in the section titled "*Risk Factor*" beginning on page 29 of this Red Herring Prospectus. Our results of operations and financial conditions are affected by numerous factors including the following:

- Changes, if any, in the regulations / regulatory framework / economic policies in India and / or in foreign countries, which affect national & international finance.
- ability to retain our skilled personnel;
- Supply Chain Management;
- Performance of Company's competitors;
- Significant developments in India's economic and fiscal policies;
- Volatility in the Indian and global capital market.

DISCUSSION ON RESULT OF OPERATION

Our Significant Accounting Policies

For Significant accounting policies please refer Significant Accounting Policies, under Chapter titled "Financial Statements"

beginning on page 198 of the Red Herring Prospectus.

Overview of Revenue & Expenditure

Our revenue and expenses are reported in the following manner:

Revenues

- **Revenue of operations**
  Our principal component of revenue from operations is generated from the sale of goods.

- **Other Income**
  Our other income mainly comprises of interest income on bank deposits, foreign exchange fluctuation gain/loss and other miscellaneous income.

(Amount in lakhs)

Particulars	For the period ended June 30, 2023*	For the period ended March 31,		
		2023	2022	2021
Income				
Revenue from operations	5,880.56	20,418.76	16,571.13	13,256.80
As a % of total Income	98.12%	98.66%	98.91%	98.33%
Other Income	112.39	277.98	182.84	224.79
As a % of Total Income	1.88%	1.34%	1.09%	1.67%
Total Income	5,992.95	20,696.75	16,753.97	13,481.59

Expenditure

Our total expenditure primarily consists of Cost of material consumed, employee benefit expenses, finance cost, change in inventory of finished goods, Depreciation & Amortization expenses and other expenses.

- **Cost of material consumed**
  Cost of material consumed are primarily in relation to purchases raw material for manufacturing.

- **Changes in Inventory of finished goods & work- in progress**
  Changes in Inventory of finished goods & work- in progress primarily consist of work in progress and finished goods.

- **Employment Benefit Expenses**
  Our employee benefit expenses mainly include salaries and other benefits, contribution to Provident Fund and other funds and staff welfare expenses.

- **Finance Costs**
  Our finance costs mainly include interest expense on borrowings and bank charges & Commission.

- **Depreciation**
  Depreciation includes depreciation of tangible assets and amortization of intangible assets.

- **Other Expenses**
  It includes Freight & Forwarding expenses, labour charges, power & fuel, legal & professional fees, Payment to auditors, Business Promotion expenses, CSR expenses, Travelling & conveyance, insurance expenses, Repair & maintenance and other expenses.

RESULTS OF OUR OPERATION **(Rs. in Lakhs)**

Particulars	For the period ended June 30, 2023	For the period ended March 31,		
		2023	2022	2021
INCOME:				
Revenue from Operations	**5,880.56**	**20,418.76**	**16,571.13**	**13,256.80**
As a % of Total Income	98.12%	98.66%	98.91%	98.33%
%Increase (Decrease)	-	23.22%	25.00%	-
Other Income	**112.39**	**277.98**	**182.84**	**224.79**
As a % of Total Income	1.88%	1.34%	1.09%	1.67%
%Increase (Decrease)	-	52.04%	(18.66%)	-
Total Income	**5,992.95**	**20,696.75**	**16,753.97**	**13,481.59**
Variance	-	23.53%	24.27%	-
EXPENSES:				
Cost of Material Consumed	**4,154.76**	**15,389.01**	**12,028.38**	**9,904.79**
% Of Total Revenue	69.33%	74.35%	71.79%	73.47%
% Increase (Decrease)	-	27.94%	21.44%	-
Changes in Inventory of Finished Goods, Work- in Progress and Stock- In- Trade	**(191.56)**	**(972.74)**	**(693.79)**	**(893.69)**
% Of Total Revenue	(3.20%)	(4.70%)	(4.14%)	(6.63%)
% Increase (Decrease)	-	40.21%	(22.37%)	-
Employee Benefit Expense	**250.37**	**866.13**	**761.97**	**692.67**
% Of Total Revenue	4.18%	4.18%	4.55%	5.14%
% Increase (Decrease)	-	13.67%	10.00%	-
Finance Costs	**53.44**	**253.34**	**306.54**	**337.80**
% Of Total Revenue	0.89%	1.22%	1.83%	2.51%
% Increase (Decrease)	-	(17.35%)	(9.26%)	-
Depreciation and Amortization Expense	**102.13**	**413.27**	**414.70**	**355.47**
% Of Total Revenue	1.70%	2.00%	2.48%	2.64%
% Increase (Decrease)	-	(0.34%)	16.66%	-
Other Expenses	**795.93**	**3,198.62**	**3,177.26**	**2,484.25**
% Of Total Revenue	13.28%	15.45%	18.96%	18.43%
% Increase (Decrease)	-	0.67%	27.90%	-
Total Expenses	**5,165.06**	**19,147.64**	**15,995.05**	**12,881.29**
% Of Total Revenue	86.19%	92.52%	95.47%	95.55%
% Increase (Decrease)	-	19.71%	24.17%	-
Earnings Before Interest, Depreciation and Tax (EBITDA)	**983.46**	**2,215.72**	**1,480.15**	**1,293.58**
% Of Total Revenue	16.41%	10.71%	8.83%	9.60%
Variance	-	49.70%	14.42%	-
Earnings Before Interest and Tax (EBIT)	**881.33**	**1,802.45**	**1,065.45**	**938.**
% Of Total Revenue	14.71%	8.71%	6.36%	6.96%
% Increase (Decrease)	-	69.17%	13.57%	-
Profit before exceptional items and Tax	**827.89**	**1,549.10**	**758.92**	**600.30**
% Of Total Revenue	13.81%	7.48%	4.53%	4.45%
% Increase (Decrease)	-	104.12%	26.42%	-
Exceptional Items	-	-	-	-
Profit before Tax	**827.89**	**1,549.10**	**758.92**	**600.30**
% Of Total Revenue	13.81%	7.48%	4.53%	4.45%
% Increase (Decrease)	-	104.12%	26.42%	-
Tax Expenses:	**122.36**	**248.08**	**169.60**	**120.02**
% Of Total Revenue	2.04%	1.20%	1.01%	0.89%
Variance	-	46.27%	41.32%	-
Profit (Loss) for the period	**705.53**	**1,301.02**	**589.31**	**480.29**
% Of Total Revenue	11.77%	6.29%	3.52%	3.56%
% Increase (Decrease)		120.77%	22.70%	

REVIEW OF OPERATIONS FOR THE PERIOD ENDED JUNE 30, 2023

Income from Operations

Our revenue from operations for the period ended June 30, 2023 was Rs. 5880.56 Lakhs which is almost 98.12% of the total revenue and which includes sale of goods.

Other Income

Our other income for the period ended June 30, 2023 was Rs. 112.39 Lakhs which was about 1.88% of total revenue.

Expenditure

Cost of Material Consumed

Cost of material consumed for the period ended June 30, 2023 was Rs. 4154.76 Lakhs which was about 69.33 % of the total revenue and which includes purchase of inventory.

Changes in inventory of finished goods, work-in -progress, stock-in trade

The Changes in inventory of finished goods costs for the period ended June 30, 2023 were Rs. (191.56) Lakhs which was about (3.20) % of the total revenue and it primarily consist of changes in Finished goods.

Employee Benefits expenses

The employee benefits expenses for the period ended June 30, 2023 were Rs. 250.37 Lakhs which was about 4.18 % of the total revenue and which include salaries and other benefits, contribution to Provident fund and other funds and staff welfare expenses.

Financial Costs

Financial costs for the period ended June 30, 2023 were Rs. 53.44 Lakhs which was about 0.89% of the total revenue and which consists of include interest expense on borrowings and Bank Charges & Commission.

Depreciation and Amortization Expense

Depreciation for the period ended June 30, 2023 were Rs. 102. 13 Lakhs which was about 1.70 % of the total revenue and which consists of depreciation of tangible assets and amortization of intangible assets.

Other Expenses

The other expenses for the period ended June 30, 2023 were Rs. 795.93 Lakhs which was about 13.28% of the total revenue and which includes Freight & Forwarding expenses, labour charges, power & fuel, legal & professional fees, Payment to auditors and other expenses.

EBIDTA

Our EBITDA for the period ended June 30, 2023 were Rs. 983.46 Lakhs.

Profit before Interest and Tax

Our PBIT for the period ended June 30, 2023 were Rs. 881.33 Lakhs.

Profit /(Loss) after Tax

PAT for the period ended June 30, 2023 was Rs. 705.53 Lakhs.

Rationale for Increase in PAT Margins of the Issuer company in stub period i.e June 30,2023 from F.Y 2023 are as follows: -

1. Substantial reduction in price of Wood Pulp which is one of the major raw materials used in the production process.
2. Substantial reduction in price of Coal which is used in burning process to generate the heat.
3. Substantial reduction in price of Ocean Freight, where cost reduction is not passed on to the customer.
4. Out of the total revenue from operations exports contribution is 65% which yield benefit of appreciation in price of USD. (Purchase orders received by company is in USD for export shipments and not in INR).

For a comparison of the cost per kg of wood pulp, coal, ocean freights between the FY 22-23 & Q1 of FY 23-24 are as follows: -

Sr. No.	Particulars	Benefits while carrying out commercial transactions	FY 2022-23	June 30,2023	Savings in cost per Kg (In Q1 of FY 2023-24)
			Rate per Kg	Rate per Kg	
1.	Wood pulp	Purchase	73.68	67.20	6.49
2.	Coal	Purchase	9.59	8.23	1.37
3.	Ocean Freight	Sales	14.73	5.93	8.81
	Total		**98.01**	**81.35**	**16.66**

Notes:

1. Out of above savings in cost only negligible amount of decrease in cost is passed to the customers resulting into direct positive impact on bottom-line.

FISCAL YEAR ENDED MARCH 31, 2023 COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2022

Income

Total revenue has increased by ₹ 3,942.78 lakhs and 23.53% from ₹ 16,753.97 Lakhs in the fiscal year ended March 31, 2022 to ₹ 20,696.75 Lakhs in the fiscal year ended March 31, 2023. The increase in income is due to increase in revenue, foreign exchange fluctuation gain, other miscellaneous income.

Expenditure

Total Expenditure increased by ₹ 3,152.59 Lakhs and 19.71% from ₹ 15,995.05 Lakhs in the fiscal year ended March 31, 2022 to ₹ 19,147.64 Lakhs in the fiscal year ended March 31, 2023. Overall expenditure was increased mainly due to increase in Cost of material consumed and employee benefit expenses.

Cost of Material Consumed

Cost of Material Consumed increased by ₹ 3,360.63 Lakhs and 27.94% from ₹ 12,028.38 Lakhs in the fiscal year ended March 31, 2022 to ₹ 15,389.01 Lakhs in the fiscal year ended March 31, 2023. Cost of material consumed increases due to purchase of inventory.

Changes in inventory of finished goods, work-in -progress, stock-in trade

Changes in inventory of finished goods increased by ₹ 278.95 Lakhs and 40.21% from ₹ (693.79) Lakh in the fiscal year ended

March 31, 2022 to ₹ (972.74) Lakhs in the fiscal year ended March 31, 2023. Changes in inventory of finished goods, work-in -progress, stock-in trade was increased mainly due to increase in finished goods.

Employee Benefit Expense

Employee Benefit Expenses increased by ₹ 104.16 Lakhs and 13.67% from ₹ 761.97 Lakhs in the fiscal year ended March 31, 2022 to ₹ 866.13 lakhs in the fiscal year ended March 31, 2023. Overall employee cost was increased due to increase in salaries & other benefits of employee.

Finance Costs

Our finance costs decreased by ₹ 53.19 Lakhs and (17.35) % from ₹ 306.54 lakhs in the fiscal year ended March 31, 2022 to ₹ 253.34 Lakhs in the fiscal year ended March 31, 2023. The Decrease was mainly on account of decrease in interest expense on borrowings.

Depreciation and Amortization Expense

Depreciation in terms of value decreased by ₹ 1.43 Lakhs and (0.34) % from ₹ 414.70 lakhs in the fiscal year ended March 31, 2022 to ₹ 413.27 Lakhs in the fiscal year ended March 31, 2023. Decrease in depreciation is due to decrease in amortization expenses of intangible Assets.

Other Expenses

Other Expense was increased by ₹ 21.36 Lakhs and 0.67% from ₹ 3,177.26 Lakhs in the fiscal year ended March 31, 2022 to ₹ 3,198.62 Lakhs in the fiscal year ended March 31, 2023. Other Expense was increased due to increase in Labour charges, power & fuel charges, business promotion expense, travelling & conveyance, legal and professional fees, CSR expenses and other expenses.

Profit before Interest, Depreciation and Tax

Profit / Loss before Interest, Depreciation and Tax has increased by ₹ 735.57 Lakhs and 49.70% from ₹ 1,480.15 Lakhs in the fiscal year ended March 31, 2022 to Profit before Interest, Depreciation and Tax of ₹ 2,215.72 lakhs in the fiscal year ended March 31, 2023. Profit before exceptional & extraordinary items and Tax was increased due to increase in revenue from operations and increase in profit margins.

Net Profit after Tax and Extraordinary items

Net Profit has increased by ₹ 711.71 lakhs and 120.77% from₹ 589.31 Lakhs in the fiscal year ended March 31, 2022 to profit of ₹ 1,301.02 lakhs in the fiscal year ended March 31, 2023.

Rational for increase in PAT Margins of the Issuer company in F.Y.2023 from F.Y 2022 to are as follows:

Sr. No.	Particulars	Benefits while carrying out commercial transactions	FY 2021-22	FY 2022-23	Increase in Sales Price/Cost savings Per Kg.	Savings in %/ Increase in Sales price in %
			Rate per Kg	Rate per Kg		
1.	Avg. Selling rate of our products (read with note number 1)	Sales (in the nature of income)	168.15	190.53	22.39	13.31
2.	Ocean freight (read with Note.:-2	In the nature of expenditure related to sales	21.81	14.73	7.08	32.46
3.	Coal	Purchase	8.17	9.59	-1.42	-17.34

Notes: -

1. In percentage terms total sales quantity has been increased by 8% (FY 2021-22 vis-à-vis FY 2022-23).
2. FYI: - Abnormal ocean freight charges during COVID period continued till first half of FY 2022-23.
3. Apart from above there was foreign exchange gain of INR 1.35 Cr in FY 2021-22 (while receipt of export proceeds) whereas in FY 2022-23 it was INR 2.62 Cr. i.e., Net positive impact of INR 1.27 Cr. on bottom-line.

FISCAL YEAR ENDED MARCH 31, 2022 COMPARED WITH THE FISCAL YEAR ENDED MARCH 31, 2021

Income

Total revenue has increased by ₹ 3,272.37 Lakhs and 24.2% from ₹ 13,481.59 Lakhs in the fiscal year ended March 31, 2021 to ₹ 16,753.97 Lakhs in the fiscal year ended March 31, 2022. The increase in income is due to increase in revenue, foreign exchange fluctuation gain, other miscellaneous income.

Expenditure

Total Expenditure increased by ₹ 3,113.76 Lakhs and 24.17% from ₹ 12,881.29 Lakhs in the fiscal year ended March 31, 2021 to ₹ 15,995.05 Lakhs in the fiscal year ended March 31, 2022. Overall expenditure was increased mainly due to increase in Cost of material consumed and employee benefit expenses.

Cost of Material consumed

Cost of material consumed increased by ₹ 2,123.59 Lakhs and 21.44% from ₹ 9,904.79 Lakhs in the fiscal year ended March 31, 2021 to ₹ 12,028.38 Lakhs in the fiscal year ended March 31, 2022. Cost of material consumed increases due to purchase of inventory.

Changes in inventory of finished goods, work-in -progress, stock-in trade

Changes in inventory of finished goods decreased by ₹ (199.90) Lakhs and (22.37) % from ₹ (893.69) Lakhs in the fiscal year ended March 31, 2021 to ₹ (693.79) Lakhs in the fiscal year ended March 31, 2022. Changes in inventory of finished goods, work-in -progress, stock-in trade was decreased mainly due to increase in finished goods.

Employee Benefit Expense

Employee Benefit Expenses increased by ₹ 69.29 lakhs and 10.00% from ₹ 692.67 Lakhs in the fiscal year ended March 31, 2021 to ₹ 761.97 Lakhs in the fiscal year ended March 31, 2022. Overall employee cost was increased due to increase in salaries & other benefits of employee.

Finance Costs

Our finance costs decreased by ₹ 31.27 lakhs and (9.26) % from ₹ 337.80 Lakhs in the fiscal year ended March 31, 2021 to ₹ 306.54 lakhs in the fiscal year ended March 31, 2022. The Decrease was mainly on account of decrease in interest expense on borrowings.

Depreciation and Amortization Expense

Depreciation in terms of value increased by ₹ 59.23 lakhs and 16.66% from ₹ 355.47 Lakhs in the fiscal year ended March 31, 2021 to ₹ 414.70 lakhs in the fiscal year ended March 31, 2022. increase in depreciation is due to increase in depreciation expenses of tangible Assets.

Other Expenses

Other Expense was increased by ₹ 693.01 Lakhs and 27.90% from ₹ 2,484.25 Lakhs in the fiscal year ended March 31, 2021 to ₹ 3,177.26 Lakhs in the fiscal year ended March 31, 2022. Other Expense was increased due to increase in Labour charges, power & fuel charges, business promotion expense, travelling & conveyance, legal and professional fees, CSR expenses and other expenses.

Profit before Interest, Depreciation and Tax

Profit / Loss before Interest, Depreciation and Tax has increased by ₹ 186.58 lakhs and 14.42% from ₹ 1293.58 Lakhs in the fiscal year ended March 31, 2021 to Profit of ₹ 1480.15 Lakhs in the fiscal year ended March 31, 2022. Profit before exceptional & extraordinary items and Tax was increased due to increase in revenue from operations and increase in profit margins.

Net Profit after Tax and Extraordinary items

Net Profit has increased by ₹ 109.02 Lakhs and 22.70% from ₹ 480.29 Lakhs in the fiscal year ended March 31, 2021 to profit of ₹ 589.31 Lakhs in the fiscal year ended March 31, 2022. Net profit was increased due to increase in revenue from operations and the and increase in profit margin.

INFORMATION REQUIRED AS PER ITEM (II) (C) (I) OF PART A OF SCHEDULE VI TO THE SEBI REGULATIONS:

1. **Unusual or infrequent events or transactions**

   Except as described in this Red Herring Prospectus, during the periods under review there have been no transactions or events, which in our best judgment, would be considered unusual or infrequent.

2. **Significant economic changes that materially affected or are likely to affect income from continuing operations**

   Other than as described in the section titled "Risk Factors" beginning on page 29 of this Red Herring Prospectus, to our knowledge there are no known significant economic changes that have or had or are expected to have a material adverse impact on revenues or income of our Company from continuing operations.

3. **Income and Sales on account of major product/main activities.**

   Income and sales of our Company on account of sale of MCC, CCS and MS.

4. **Whether the company has followed any unorthodox procedure for recording sales and revenues**

   Our Company has not followed any unorthodox procedure for recording sales and revenues.

5. **Future changes in relationship between costs and revenues.**

   Our Company's future costs and revenues will be determined by demand/supply situation.

6. **Future relationship between Costs and Income**

   Our Company's future costs and revenues will be determined by competition, demand/supply situation, Indian Government Policies, foreign exchange rates and interest rates quoted by banks & others.

7. **Extent to which material increases in net sales or revenue are due to increased sales volume, introduction of new products or services or increased sales prices.**

   Increases in our revenues are by and large linked to increases in the volume of business.

8. **Total turnover of each major industry segment in which the issuer company operates**

   The company is operating in manufacturing of MCC and its various grades, Co-processed excipients i.e., accell SMCC and RC. Relevant industry data, as available, has been included in the chapter titled "Our Industry" beginning on page 97 of this Red Herring Prospectus.

9. **Status of any publicly announced new products or business segments**

   Our Company has not announced any new services and product and segment / scheme, other than disclosure in this Red Herring Prospectus.

10. **The extent to which the business is seasonal**

Our Company's business is not seasonal. However, the business of the Company does depend on country's economy situation and inflation.

11. Any significant dependence on a single or few suppliers or customers

Our Company was significantly dependent on top 5 customers. For further details refer the chapter titled "*Risk factor*" and "Our *Business*" on page 29 and 111 of Red Herring Prospectus.

12. Competitive Conditions

We do face competition from existing and potential competitors which is common for any business. We have, over a period of time, developed certain competitive strengths which have been discussed in section titled "Our Business" on page 111 of this Red Herring Prospectus.

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FINANCIAL INDEBTEDNESS

In terms of the Articles of Association of the Company, the Board is authorized to accept deposits from members either in advance of calls or otherwise, and generally accept deposits, raise loans or borrow or secure the payment of any sum of moneys to be borrowed together with the moneys already borrowed including acceptance of deposits apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, exceeding the aggregate of the paid-up capital of the Company and its free reserves (not being reserves set apart for any specific purpose) or upto such amount subject to members approval from time to time.

Our Company has obtained the necessary consents required under the relevant loan documentation with banks and financial institutions for undertaking activities, such as change in its capital structure, change in its shareholding pattern and change in promoter's shareholding which has a possible change in the management control of our Company.

As on June 30, 2023 our Company has outstanding amount of secured and unsecured borrowings from banks and financial institutions, bodies corporates and others, for further details refer chapter titled "Restated Financial Information" beginning on page no. 198 of this Red Herring Prospectus.

Brief summary of financial indebtedness of our company as at June 30, 2023:

(Rs. in Lakhs)

Nature of Borrowing Amount	Amount as on June 30, 2023
Secured Borrowings	1,881.69
Unsecured Borrowings	224.04

Details of Secured Borrowings*

(Rs. in Lakhs)

Name of Lender	Nature of the Facility	Amount Sanctioned	Amount Outstanding as June 30, 2023	Conditions
Kotak Mahindra Bank	(GECL Loan)	170.00	110.66	**Term:** 48 months (including the 12 months moratorium period) **Payable in:** 36 Monthly Installments **Rate of Interest:** K_EBLR + 7.5% **Interest Type:** Compound **Security:** As per Note 1
Kotak Mahindra Bank	Term Loan	461.28	374.06	**Term:** 60 Months **Payable in:** 60 Monthly Installments **Rate of Interest:** Repo Rate + 2.60% P.A. **Interest Type:** Compound **Security:** As per Note 1
Kotak Mahindra Bank	Cash Credit	2,050.00	1,397.54	**Term:** 1 Year **Payable in:** NA **Rate of Interest:** Repo Rate + 2.70% P.A. **Interest Type:** Compound

				Security: As per Note 1

***** The company has overdraft facility from Bank of Baroda which has the debit balance as on 30th June 2023 therefore the same has not been included in the above borrowings list.

Note 1

1) Exclusive charge on all existing and future current assets of the Company
2) First and exclusive hypothecation charge on all existing and future moveable assets of the company.
3) First & exclusive Registered mortgage charge on immovable property being:
   a) Factory Land & -Building at Survey No. 533P, Paldi Kankaj, Pirana Road, Ta. Dascroi, Dist Ahmedabad - 382 425 owned by Accent Microcell Pvt Ltd.
   b) Survey No. 755, Paldi-kankaj, Taluka Dascroi, Ahmedabad owned by Vinod M Patel and Arvind M Patel.
   c) Plot No. Z/59, 60, 63 & 64 in Dahej SEZ-1. Revenue survey no. 494/P, 495/P, 497/P 498/P, 499/P & 500/P opp. OPEL Dahej SEZ-1, Village of Suva, Ta. Vagra, Dist. Bharuch admeasuring 20060.45 Sq ft. owned by Accent Microcell Pvt Ltd.

Details of Unsecured Borrowings

(Rs. in Lakhs)

Name of Lender	Nature of the Facility	Amount Sanctioned	Amount Outstanding as on June 30, 2023	Conditions
Ghanshyam A Patel	Unsecured Loan	400	97.45	**Term**: 5 years **Payable in:** Not defined **Rate of Interest:** 7.5% P.A. **Interest Type:** Not defined **Security:** NA
Nitin J Patel	Unsecured Loan	450	40.96	
Vasant V Patel	Unsecured Loan	350	21.23	
Vinod M Patel	Unsecured Loan	450	43.97	
Vasant P Patel	Unsecured Loan	6.50	6.50	
Kantilal P Vadi	Unsecured Loan	13.93	13.93	

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SECTION X - LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATIONS AND MATERIAL DEVELOPMENTS

Except, as stated in this section and mentioned elsewhere in this Red Herring Prospectus there are no litigations including, but not limited to suits, criminal proceedings, civil proceedings, actions taken by regulatory or statutory authorities or legal proceedings, including those for economic offences, tax liabilities, show cause notice or legal notices pending against our Company, Directors, Promoters, Group Companies or against anyother company or person/s whose outcomes could have a material adverse effect on the business, operationsor financial position of the Company and there are no proceedings initiated for economic, civil or any other offences (including past cases where penalties may or may not have been awarded and irrespective of whetherthey are specified under paragraph (a) of Part I of Schedule V of the Companies Act, 2013) other than unclaimed liabilities of our Company, and no disciplinary action has been taken by SEBI or any stock exchange against the Company, Directors, Promoters or Group Companies.

Except as disclosed below there are no:

a) litigation or legal actions, pending or taken, by any Ministry or department of the Government or a statutory authority against our Promoters during the last five years;
b) direction issued by such Ministry or Department or statutory authority upon conclusion of such litigationor legal action;
c) pending proceedings initiated against our Company for economic offences;
d) default and non-payment of statutory dues by our Company;
e) inquiries, inspections or investigations initiated or conducted under the Companies Act, 2013 or any previous companies' law in the last five years against our Company, including fines imposed or compounding of offences done in those five years;
f) material frauds committed against our Company in the last five years.
g) Pending litigation against the promoter/director in their personal capacities and also involving violation of statutory regulation or criminal offences.
h) Pending proceeding initiated for economic offences against the director, Promoter, companies and firms promoted by the promoters.
i) Outstanding litigation, defaults etc. pertaining to matters likely to affect the operations and finances of the company including disputed tax liability or prosecution under any enactment.

Pursuant to SEBI ICDR Regulations, all other pending litigations except criminal proceedings, statutory or regulatory actions and taxation matters involving our Company, Promoters, Directors and Group Companies/entities, would be considered material for the purposes of disclosure if:

a) the monetary amount of the claim made by or against the Company and directors in any such pending litigation is equal to or in excess of 10% of the consolidated revenue of the Company or 25%of the profits before tax of the Company (whichever is lower) as per the last audited financial statements of the Company for a complete financial year, as included in the Offer Documents; or

b) where the decision in one case is likely to affect the decision in similar cases, even though the amount involved in an individual litigation does not exceed the amount determined as per clause (a) above, and the amount involved in all of such cases taken together exceeds the amount determined as per clause (a) above; and

c) any such litigation which does not meet the criteria set out in (a) above and an adverse outcome in which would materially and adversely affect the operations or financial position of the Company.

Accordingly, we have disclosed all outstanding litigations involving our Company, Promoters, Directors and Group Companies which are considered to be material. In case of pending civil litigation proceedings where inthe monetary amount involved is not quantifiable, such litigation has been considered material only in the eventthat the outcome of such litigation has an adverse effect on the operations or performance of our Company. Unless otherwise stated to contrary, the information provided is as of date of this Red Herring Prospectus.

1. **Litigations Involving Our Company**

A. Against Our Company:

Civil Cases: 1

Case No.	Court	Case type	Amount Involved	Petitioner	Respondent	Facts of the case	Status of the Litigation
CMA DC/0000049/2017	Bharuch	Civil Miscellaneous Application	Not Quantifiable Till Date	Kamlesh Bhurabhai Ravat Through Mahamantri Satyavan N Adishwar	Manager Shree Accent Microcell Private Limited	In this matter, the case was registered on 01/03/2017 and was first listed on 29/03/2017 where an application for condonation of delay is filed by the representatives on behalf of Petitioner as per written authority given to the General Minister Worker's Defence Union. The complaint stated in the petition was that after performing job duties diligently, faithfully and conscientiously, the applicants for this job have been dismissed from their employment by a sudden oral order dated 31/03/2013 demanding their rights as per labor laws. They were completely unemployed and helpless after being dismissed. Hence the application was filed by them with the Hon'ble Labor Court Bharuch along with condonation application which is pending for hearing in court number 3 before 3rd additional district judge	On the last date i.e. 19th October,2023 the case was called out for hearing which was adjourned for the next date 07th December, 2023 for the purpose of summon notice.

**Our company has settled the matter out of the court vide dated 19.04.2023 by payment of INR 1,25,000 through Cheque (Cheque no. 007231*

Criminal Cases: NIL

Other Pending Litigation: 1

Case No.	Court	Case type	Amount Involved	Petitioner	Respondent	Facts of the case	Status of the Litigation
OA No. 60/2021 (Western Zone)	Gujarat	National Green	4,11,60,000	Aryavart Foundation	Hemani Industries Ltd. &	In the case of Aryavart Foundation v/s Hemani Industries Ltd.& Ors OA no. 60/2021 West Zone, Pune Bench. The case was registered	The matter was last heard on 19th

Case No.	Court	Case type	Amount Involved	Petitioner	Respondent	Facts of the case	Status of the Litigation
		Tribunal			Ors.	on 7th August 2022 and was first listed on 6th July 2022. The case is in relation with wastewater management by the industries and Gujarat Infrastructure Development Corporation (GIDC) in the Dahej industrial area. Though the industry is discharging wastewater meeting the GPCB discharge standards, however the industry has provided ETP of treatment capacity (reportedly 250 KLD) lesser than the wastewater generation and discharge permission as per CCA (790 KLD). Therefore, the industry is considered as non-complying with the CCA condition. Moreover, the industry has been issued closure directions under Section 33A of the Water (Prevention & Control of Pollution) Act, 1974 by GPCB on following dates in last 5 years: 12.04.2016, 28.11.2017, 06.12.2019 and 27.05.2020. The industry needs to re-examine the quantity of wastewater generation to augment the ETP with adequate capacity. Hazardous waste was found stored on uncovered area for drying without leachate collection and treatment facility. The industry also needs to improve facility for intermediate storage and handling of hazardous waste by providing covered shed with leachate collection. The Hon'ble National Green Tribunal order dated 2nd Feb 2022, as a result of Company failure to comply with the environmental law's statutory requirements, the NGT declared the Company responsible for their actions. The estimated compensation was INR 4.116 Cr, and the number of days in violation was 2058. The matter was last heard on 19th September 2022 and still pending. In the Original Matters there are six Interim Application filled by various Respondents including us. The matter is sub-judice and registered with NGT Pune Bench and waiting for it's hearing.	September 2022 and the case status is pending.

Tax Proceeding: 1

Assessment Year	Processing of ITR	Outstanding demand as per Income Tax Portal
2022-23	The issuer company filed ITR thereafter we received notice u/s 143(3) and 142(1) received for scrutiny assessment. During the Processing of Return 143(1) intimation is received for disallowance of exemption u/s 10AA, further the amount of deduction available under this existing section is as follows:-	INR 1,27,37,810/-

	a) 100% of the profit coming from export is entitled to tax deduction for first 5 consecutive years. b) 50% of the export profit is entitled to deduction for the next five years. c) Not more than 50% of the profit is entitled to tax deduction for the next consecutive 5 years Therefore, the issuer company had filed rectification application u/s 154.	

Statutory/Regulatory Proceeding: NIL

B. By Our Company:

Civil Cases: NIL
Criminal Cases: NIL
Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

2. Litigations Involving Our Promoters/Directors

A. Against our Promoters/Director

Civil Cases: NIL
Criminal Cases: NIL

Tax Proceedings: 2

Assessment Year	Name of the Assesse	Date of Demand Raised	Demand Reference No. and Section Code	Accrued Interest	Outstanding demand as per Income Tax Portal	Reasons for Demand Notice Issued
2020	Ghanshyam Patel	22nd September, 2022	2022202037115020374T Section Code: 143(3)	₹88738/-	₹6,82,620/-	Taxes paid are found to be less than the amount owe.
2013	Vinodbhai Manibhai Patel	09th September, 2021	20212013370023995 92T Section Code: 147	₹74976/-	₹23,74,280/-	Taxes paid are found to be less than the amount owe.

Statutory/Regulatory Proceeding: NIL
Disciplinary action by SEBI or Stock Exchange against our Promoter: NIL

B. By our Promoters/Director

Civil Cases: NIL

Criminal Case: 1

Case No.	Court	Case type	Cause of Action	Outstanding Amount	Petitioner	Respondent	Facts of the case	Status of Litigation
CC/3003272/2010	Ahmedabad	Criminal Case	Under Section 138 of Negotiable Instruments Act, 1881	Not Quantifiable Till Date	Vasant Vadilal Patel	Bargon Pharmaceuticals Pvt. Ltd.	The Petitioner has filed a Criminal Case vide Case No. 3003272/2010 before the Court of Hon'ble Criminal Judge, Senior Division, Ahmedabad against Bargon Pharmaceuticals Pvt. Ltd. The matter is under consideration with the Hon'ble Court & the same is pending at the stage of process to accused and the next date of hearing in this matter is 8th November, 2023.	The next date of hearing in this matter is 8th November, 2023.

Tax Proceeding: NIL

Statutory/Regulatory Proceeding: NIL

3. <u>Litigations Involving Our Group entities</u>

A. Against Our Group Entities

Civil Case: 1

Case No.	Court	Case type	Causeof Action	Outstanding Amount	Petitioner	Respondent	Facts of the case	Status of Litigation

CC 9371/2023	Metropolitan Magistrate Court, Ahmedabad	Criminal Case	Statutory Legal Notice U/s 138 of Negotiable Instruments Act, 1881.	2,70,180/-and 15,000 towards cost of Legal Notice	Isotex Corporation Private Limited - Swetang Patel	Claroid Pharmaceuticals Private Limited	The Complainant (Isotex Corporation Private Limited Swetang Patel) has filed a Case against the Promoter Group company (Claroid Pharmaceutica ls Private Limited) of Accent Microcell Limited (accused) under Section 138 of Negotiable Instruments Act, 1881 for not making payment of the dishonored cheque in the prescribed time by the accused herein. The Complainant asked to award the double cost than the amount of dishonored cheque from the accused and further relief as may be deemed fit. In the last date of hearing 27th October, 2023 the matter was processed to accused.	The matter is still pending before the Metropolitan Magistrate Court, Ahmedabad

Criminal Case: 1

Case No.	Court	Case type	Causeof Action	Outstanding Amount	Petitioner	Respondent	Facts of the case	Status of Litigation
COMM TMCS – Commercial 32/2022	Ahmedabad District	Trademark Civil Suit	Infringement of registered Trademark "KAKA" and passing off of goods under Section 134, of Trademarks Act, 1999.	Not Quantifiable Till Date	Mr. Rajesh D. Patel Trading as M/S.Shreeji Plast Mart	Ashutosh Corporate LLP	The Petitioner (Mr. Rajesh D. Patel Trading as M/S. Shreeji Plast Mart) has filed a Case against the Promoter Group company (Ashutosh Corporate LLP) of Accent Microcell Limited (accused) for infringement of registered Trademark "KAKA" and passing off of goods committed by Ashutosh Corporate LLP by way of using the said mark. At present the case proceedings is pending for: 1. M/s Shreeji Plast's	The next date of hearing fixed in this matter on 08th December, 2023

							Rejoinder. 2. 2. Reply to M/s. SHREEJI PLAST's proposal from the end of Ashutosh Corporate LLP	

Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

B. By our Group Entities:

Civil Cases: NIL
Criminal Cases: NIL
Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

4. <u>Litigations relating to our Promoter Group</u>

A. Against Directors of our Promoter Group

Civil Cases: 1*
Note:- One Case involved which is same as mention under the head of Group entity against Claroid Pharmaceuticals Private limited which is our Promoter Group and Group entity as well.

Criminal Cases: 1*

Note:- One Case involved which is same as mention under the head of Group entity against Claroid Pharmaceuticals Private limited which is our Promoter Group and Group entity as well.

Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

B. BY Directors of our Subsidiary Company

Civil Cases: NIL
Criminal Cases: NIL
Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

5. Litigations relating to the Subsidiary Company

B. Against Directors of our Subsidiary Company

Civil Cases: NIL
Criminal Cases: NIL
Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

C. BY Directors of our Subsidiary Company

Civil Cases: NIL
Criminal Cases: NIL
Tax Proceeding: NIL
Statutory/Regulatory Proceeding: NIL

6. Other litigations involving any other entities which may have a material adverse effect on the Company

NIL

7. Details of the past penalties imposed on our Company / Directors

As of the date of the report, there are no cases in the last five years in which penalties have been imposed on the Company or the Directors of the company - NIL as per information provided by management.

8. Outstanding dues to Creditors

As per the materiality policy of the Company for disclosing outstanding amounts to creditors. Based on the same, as on March 31st, 2023, our Company had outstanding dues to creditors as follows:

(Amount in Lakhs)

Particulars	June 30, 2023	March 31,2023	March 31,2022	March 31,2021
Trade Payables	NIL	NIL	NIL	NIL
Micro, Small and Medium Enterprises*	NIL	NIL	NIL	NIL
Others*	3669.81	3,460.06	3,009.63	1,835.46
Total	**3669.81**	**3,460.06**	**3,009.63**	**1835.46**

* The details pertaining to outstanding dues to the material creditors, along with names and amounts involved for each such material creditors are available on the website of our Company at https://accentmicrocell.com/

9. Material developments occurring after last balance sheet date, that is June 30, 2023.

Except as disclosed in the section titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" of our Company beginning on page number 254 there have been no material developments that have occurred after the last Balance sheet date.

We certify that except as stated herein above:

1. The Company, its Promoter, and other Companies with which Promoter are associated have neither been suspended by SEBI nor has any disciplinary action been taken by SEBI.

2. There is no material regulatory or disciplinary action by a stock exchange or regulatory authority in the past years in respect of the Promoter of the Company, group company's entities, entities promoted by the Promoter of the Company.

3. Further, none of the Directors of the Company has been charge sheeted with serious crimes like murder, rape, forgery, economic offenses, etc.

4. There are no defaults in respect of payment of interest and/or principal to the debenture/bond/fixed deposit holders, banks, Financial Institutions by the Company, Promoter, group entities, companies promoted by the Promoter during the past three years.

5. There is no pending litigation against the Promoter/ Directors in their capacities and also involving the violation of statutory regulations or criminal offenses.

6. There are no pending proceedings initiated for economic offenses against the Directors Promoter, Companies, and firms promoted by the Promoter.

7. There is no outstanding litigation, defaults, etc. pertaining to matters likely to affect the operations and finances of the Company including disputed tax liability or prosecution under any enactment.

8. There are no litigations against the Promoter / Directors in their capacity.

9. There are no criminal cases filed or any investigation being undertaken concerning the alleged commission of any offense by any of the Directors. Further. none of the Directors has been charge-sheeted with serious crimes like murder, rape, forgery, economic offenses, etc.

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GOVERNMENT AND OTHER APPROVALS

In view of the licenses / permissions / approvals / no-objections / certifications / registrations, (collectively "Authorisations") listed below, our Company can undertake this Issue and our current business activities and to the best of our knowledge, no further approvals from any governmental or regulatory authority or any other entity are required to undertake this Issue or continue our business activities. Unless otherwise stated, these approvals are all valid as of the date of this Red Herring Prospectus. It must be distinctly understood that, in granting these approvals, the GoI, the RBI or any other authority does not take any responsibility for our financial soundness or for the correctness of any of the statements made or opinions expressed in this behalf. For furtherdetails in connection with the regulatory and legal framework within which we operate, please refer to the chapter titled "Key Industry Regulation and Policies" beginning on page 140 of the Red Herring Prospectus.

CORPORATE APPROVALS FOR THIS ISSUE

1. The Board of Directors have, pursuant to resolutions passed at its meeting held on August 18, 2023 has approved the Issue, subject to the approval by the shareholders of the Company under Section 62(1)(c) of the Companies Act 2013.

2. The Issue of Equity share has been authorized by a special resolution adopted pursuant to section 62(1)(c) of the Companies Act 2013, at an Annual General Meeting held on August 28, 2023.

3. Board of Directors has, pursuant to a resolution dated October 31,2023 and December 01, 2023authorized our Company to take necessary action for filing the Draft Red Herring Prospectus and Red Herring Prospectus respectively with NSE Emerge.

IN- PRINCIPLE APPROVAL

The Company has obtained approval from NSE vide its letter dated December 01, 2023 to use the name of NSE in this Offerdocument for listing of equity shares on Emerge Platform of NSE. NSE is the Designated Stock Exchange.

AGREEMENTS WITH NSDL AND CDSL

1. The Company has entered into an agreement dated June 09, 2023 with the Central Depository Services (India) Limited (CDSL), and the Registrar and Share Transfer Agent, who, in this case, is Maashitla Securities Private Limited*, for the dematerialization of its shares.

2. The Company has also entered into an agreement dated July 10, 2023 with the National Securities Depository Limited (NSDL), and the Registrar and Share Transfer Agent, who, in this case, is Maashitla Securities Private Limited*, for the dematerialization of its shares.

3. The Company's International Securities Identification Number (ISIN) is INE0Q5D01013.

Previously, the company had appointed "Maashitla Securities Private Limited" as the Registrar and Share Transfer Agent when entering into the Tripartite Agreement. However, the company has subsequently obtained a No Objection Certificate (NOC) dated October 13, 2023 from Maashitla Securities Private Limited for the change of Registrar and Share Transfer Agent. Following the receipt of the NOC, the company has appointed a new Registrar and Share Transfer Agent named as KFin Technologies Limited.

INCORPORATION DETAILS OF OUR COMPANY

S.N.	*Authorisation granted*	*Issuing Authority*	*CIN/Registration No.*	*Date of Issue*	*Valid upto*

1.	Certificate of Incorporation in the name of — "Accent Microcell Private Limited"	ROC, Dadra and Nagar Havelli	U24230GJ2012PTC069799	April 10, 2012	Perpetual
2.	Fresh Certificate of Incorporation for conversion from Private to Public company in the name of "Accent Microcell Limited"	ROC, Ahmedabad	U24230GJ2012PLC069799	December 23, 2022	Perpetual

TAX RELATED AUTHORISATIONS

S.No.	Authorization granted	Issuing Authority	Registration No./Reference No./License No.	Date of Issue	Validity
1.	Permanent Account Number (PAN)	Income Tax Department, GoI	AAKCA4497Q	10/04/2012	Perpetual
2.	Tax Deduction Account Number (TAN)	Income Tax Department, GoI	AHMA11608C	13/01/2023	Perpetual
GST Certificates					
Head office					
3.	GST Registration Certificate (Gujarat)	Central Board of Indirect Taxes	24AAKCA4497Q1ZW	27/02/2023	Perpetual
Unit-II (Dahej)					
4.	GST Registration Certificate (Gujarat)	Central Board of Indirect Taxes	24AAKCA4497Q2ZV	23/02/2023	Perpetual
Professional Tax Certificates					
Head office					
5.	Professional Tax Certificate under Gujarat State Business, Trade, Business & Employment Tax Act, 1976	Profession Tax Department, Amdavad Municipal Corporation, Gujarat	PRC010726000175	29/08/2023	Perpetual
Unit-II (Dahej)					
6.	Professional Tax Certificate under Gujarat State Business, Trade, Business & Employment Tax Act, 1976	Profession Tax Department, Amdavad Municipal Corporation, Gujarat	242100364297	15/06/2023	Perpetual

GENERAL APPROVALS

Sr. No.	Authorization Granted	Issuing Authority	Registration No./ Reference No. / License No.	Date of Issue	Valid Upto

1.	Registration under Employees State Insurance Act, 1948	Sub-Regional Office Employees State Insurance Corporation, Gujarat	37001328880000305	02/08/2022	Perpetual
2.	Importer-Exporter Code (IEC code)	Directorate General of Foreign Trade, Ministry of Commerce and Industry	0802012817	24/03/2003	Perpetual
3.	Micro, Small and Medium Enterprises	Ministry of Micro, Small and Medium Enterprises	UDYAM-GJ-01-0033285	21/12/2020	Perpetual
4.	Gujarat Shops and Establishment (Regulation of Employment and Conditions of Services) Act,2019	Amdavad Municipal Corporation	PII/SHYM/10000/0272728	05/01/2022	Perpetual
5.	Legal Entity Identifier	LEI Register India Private Limited	9845000E4F2B0FC94107	11/05/2022	11/05/2025
Unit-I (Pirana)					
5.	Registration under Employees Provident Fund and Miscellaneous Act, 1952	Employees Provident Fund Organization	GJVAT0053322000	26/02/2015	Perpetual
6.	Entrepreneurs Memorandum for setting up Micro, Small or Medium Enterprise	District Industries Center, Ahmedabad, Government of Gujarat	24-007-12-44508	17/08/2012	Perpetual
Unit-II (Dahej)					
7.	Registration under Employees Provident Fund and Miscellaneous Act, 1952	Employees Provident Fund Organization	GJ/BRH/85766	01/10/2013	Perpetual
8.	Entrepreneurs Memorandum for setting up Micro, Small or Medium Enterprise	District Industrial Centre, Bharuch, Government of Gujarat	EM2 24 021 13 004045	05/04/2014	Perpetual

BUSINESS RELATED CERTIFICATIONS

Our Company has received the following significant government and other approvals pertaining to ourbusiness:

Sr. No.	Authorization granted	Issuing Authority	Registration No. / Reference No. /License No.	Date of Issue	Valid Upto

Head Office					
1.	Drug Master File certificate	Food & Drug Administration, Department of Health and Human Services,	DMF 29617	09/05/2015	Perpetual
2.	ISO 9001:2015 (For Head office and Unit-1 Pirana)	QRO Certification LLP, Delhi	305023071304Q	13/07/2023	12/07/2026
UNIT-I (Pirana)					
3.	License to work as Factory	Deputy Director, Industrial Safety and Health, Ahmedabad	32034	12/11/2022	31/12/2027
4.	Consent order & Authorization • Sec 25 of Water (Prevention and control of Pollution) Act, 1974 • section 21 of Air (Prevention and control of Pollution) Act, 1981, and • Hazardous Waste (Management Handling & Trans-boundary Movement) Rule, 2016	Environmental Engineer, Gujarat Pollution Control Board	AWH-106140	10/01/2020	30/09/2023 (expired)
5.	Registration certificate under Contract Labor (Regulation & Abolition) Act, 1970	Deputy Labor Commissioner Office, Ahmedabad	ADH/2018/CLRA/65	19/03/2018	Perpetual
6.	Certificate for Integrated Common Hazardous Waste Management facility	Safe Enviro Private Limited	100963	19/11/2021	19/11/2026
7.	License under Food & Drugs control Administration	Commissioner, Food & Drugs Control Administration, Gandhinagar, Gujarat	G/25/1615	24/12/2022	23/12/2027
8.	Good Manufacturing	Commissioner, Food & Drugs	S-GMP &GLP/22103615	11/10/2022	10/10/2024

	Practices (GMP) certificate	Control Administration, Gandhinagar, Gujarat			
9.	Good Laboratory Practices (GLP) Certificate	Joint Commissioner, Food & Drugs Control Administration, Gandhinagar, Gujarat	S-GMP &GLP/22103615	11/10/2022	10/10/2024
10.	Kosher Certificate issued to certify that that the product "Micro Crystalline Cellulose" being exported abroad by the Company is a genuine Kosher product	Managing Trustee, Keneseth Eliyahoo Synagogue Trust	-	23/01/2023	24/01/2024
11.	Kosher Certificate issued to certify that that the product "CROS CARMELLOSE SODIUM" being exported abroad by the Company is a genuine Kosher product	Managing Trustee, Keneseth Eliyahoo Synagogue Trust	-	23/01/2023	24/01/2024
12.	Kosher Certificate issued to certify that that the product "MAGNESIUM STEARATE" being exported abroad by the Company is a genuine Kosher product	Managing Trustee, Keneseth Eliyahoo Synagogue Trust	-	23/01/2023	24/01/2024
			Unit-II (Dahej)		
13.	License to work as Factory	Deputy Director, Industrial Safety and Health, Bharuch	21416	27/06/2023	31/12/2027
14.	Consent to establish order & Authorization under: • Sec 25 of Water (Prevention and control of	Deputy Environmental Engineer, Gujarat Pollution Control Board	AWH-106212	16/01/2020	11/01/2025

	Pollution) Act, 1974 • section 21 of Air (Prevention and control of Pollution) Act, 1981, and • Hazardous Waste (Management Handling & Trans-boundary Movement) Rule, 2016				
15.	Consent to establish order for Proposed expansion: • Sec 25 of Water (Prevention and control of Pollution) Act, 1974 • section 21 of Air (Prevention and control of Pollution) Act, 1981	Environmental Engineer, Gujarat Pollution Control Board	GPCB/BRCH-B/CCA-141(4)/ID-40062	13/06/2023	02/01/2030
16.	Membership Certificate for common solid waste Disposal Facility	Bharuch Enviro Infrastructure Limited	Oth/466	18/09/2014	----
17.	Registration certificate under Contract Labor (Regulation & Abolition) Act, 1970	Assistant Labor Commissioner, Bharuch	BCH/2015/CLRA/45	28/12/2015	----
18.	EXCiPACT Good Manufacturing Practices for Pharmaceutical Excipient	Certification Manager, SGS EXCIPACT EN	EXCiPACT/18/500172	21/11/2021	21/11/2024
19.	License under Food Safety and Standard Act, 2006 for manufacturing 99.1 food additives-Microcrystalline Cellulose	Central Licensing Authority, FSSAI	10017021002580	13/09/2023	22/05/2024

20.	Registration certificate under the US Food and Drug Administration Facility	Food & Drug Administration Authority, United States of America	14191493510	19/11/2019	31/12/2024
21.	Certificate issued for maintenance of management systems as per Food Safety Systems Certification 22000 (ISO 22000:2018, ISO/TS 22002-1:2009 and additional FSSC 22000) for Cutting Reaction, Spray Drying, blending of Wood Pulp and Packing of Microcrystalline Cellulose in Low Density Polyethylene Liner as Primary Packing and Secondary in Fibre Drums/Corrugated Box/Paper Bag used as Additive in Food Industry.	Certification body at Intertek Certification Limited, UKAS Management Systems, UK	09161911001	23/03/2023	22/03/2026
22.	Certificate of Registration issued for recognition of quality management system which complied with ISO 9001: 2015 for Manufacture and Supply of Excipients (Allied of Cellulose Products Like Microcrystalline Cellulose Powder, Magnesium Stearate, Croscarmellose Sodium) for Application in Pharma, Food,	Certification body at Intertek Certification Limited, UKAS Management Systems, UK	0041443	12/04/2023	28/01/2025

	Cosmetics, Neutraceuticals as well as Industrial Grade.				
23.	Good Manufacturing Practices (GMP) certificate	Commissioner, Food & Drugs Control Administration, Gandhinagar, Gujarat	S-GMP &GLP/23023920	22/02/2023	21/02/2025
24.	Good Laboratory Practices (GLP) Certificate	Deputy Commissioner, Food & Drugs Control Administration, Gandhinagar, Gujarat	S-GMP &GLP/23023920	22/02/2023	21/02/2025
25.	Certificate of registration issued for registering "Microcrystalline Cellulose, Magnesium Stearate & Croscarmellose Sodium" with Jamiat Ulama Halal Foundation	Director, Jamiat Ulama Halal Foundation	JUHF-1093-0896	21/04/2023	20/04/2024
26.	Kosher Certificate issued to certify that that the product "Micro Crystalline Cellulose" being exported abroad by the Company is a genuine Kosher product	Managing Trustee, Keneseth Eliyahoo Synagogue Trust	-	23/01/2023	24/01/2024
27.	Kosher Certificate issued to certify that that the product "CROS CARMELLOSE SODIUM" being exported abroad by the Company is a genuine Kosher product	Managing Trustee, Keneseth Eliyahoo Synagogue Trust	-	23/01/2023	24/01/2024
28.	Kosher Certificate issued to certify that	Managing Trustee, Keneseth Eliyahoo	-	23/01/2023	24/01/2024

	that the product "MAGNESIUM STEARATE" being exported abroad by the Company is a genuine Kosher product	Synagogue Trust			

Material licenses/approvals for which our Company is yet to apply / Statutory Approvals/Licenses required for the proposed expansion are as follows

Applied For Renewal/New

Sr. No.	Authorization granted	Issuing Authority	Application No. / Reference No.	Status and Date of Application
1.	Consent order & Authorization • Sec 25 of Water (Prevention and control of Pollution) Act, 1974 • section 21 of Air (Prevention and control of Pollution) Act, 1981, and Hazardous Waste (Management Handling & Trans- boundary Movement) Rule, 2016	Environmental Engineer, Gujarat Pollution Control Board	INW ID- 288675	Applied for renewal on September 25, 2023
2.	Fire NOC (Both units viz Pirana and Dahej)	State Fire & Prevention Services	-*	-*

*****Our company has initiated the process of obtaining the fire NOC, from the concerned authorities Investor Facilitation Portal (Government of Gujarat) , the process is at its early stage. As of now the company has a created the Login credentials at IFP Portal and submitted the request to initiate the process.

License/ Approvals which are required for proposed New Unit:

The Company has recently executed an Agreement to sale with Jasoda Developers for the proposed Unit i.e., Unit-3 in the Navegam Kheda. Our company is yet to apply for material licenses and approvals as and when required, following the scheduled of implementation of our expansion plan. For further details of the Proposed expansion of our manufacturing facility and scheduled of Implementation please refer to the chapter titled "object of the issue" beginning on page no. 77 of this Red Herring Prospectus. For the Proposed Unit i.e., Unit 3 in the Navegam Kheda, the company may have to obtain the following licences: -

1. License to work as Factory
2. Registration certificate under Contract Labor (Regulation & Abolition) Act, 1970
3. Consent order & Authorization
   a. Sec 25 of Water (Prevention and control of Pollution) Act, 1974
   b. section 21 of Air (Prevention and control of Pollution) Act, 1981, and
   c. Hazardous Waste (Management Handling & Trans- boundary Movement) Rule, 2016

4. License under Food & Drugs control Administration
5. Good Manufacturing Practices (GMP) certificate
6. Good Laboratory Practices (GLP) Certificate and other relevant certificates.
7. and other Licenses and approvals as and when required for the establishment of proposed Unit.

For details with respect to risk related to the same, please refer to chapter titled "Risk Factors" beginning on page no. 29 of this Red Herring Prospectus.

INTELLECTUAL PROPERTY

Our Company has the following registered trademarks:

S.NO	Original Trademark Name	Registration No.	Application No.	Class	Current Status
1.		3131147	-	29	Registered
2.		-	5920894	5	Accepted & advertised
3.		-	5920895	35	Objected
4.	Micro Crystalline Cellulose – ACCEL	3131149	-	29	Registered
5.	Micro Crystalline Cellulose – ACCEL	3131148	-	5	Registered
6.	VINCEL	-	5888407	3	Accepted & advertised
7.	VINCEL	-	5888408	5	Accepted & advertised
8.	VINCEL	-	5888409	29	Accepted & advertised
9.	VINCEL	-	5888410	30	Accepted & advertised
10.	VINCEL	-	5888411	35	Accepted & advertised
11.	MACCEL	-	6167391	5	Applied (Marked for Exam)
12.	MACCEL	-	6167392	29	Applied (Marked for Exam)
13.	MACCEL	-	6167393	30	Applied (Marked for Exam)
14.	MACCEL	-	6167394	35	Applied (Marked for Exam)
15.	ACROCELL	-	6167397	5	Objected

16.	ACROCELL	-	6167388	29	Applied (Marked for Exam)
17.	ACROCELL	-	6167389	30	Applied (Marked for Exam)
18.	ACROCELL	-	6167390	35	Applied (Marked for Exam)

The Details of Domain Names Registered in the Name of the Company:

Sr. No.	Domain Name	Registrant Name and Registrant Organization	Registration Expiry Date
1.	accentmicrocell.com	Accent Microcell Limited and Om Net Solution	31/05/2026

IT MUST, HOWEVER BE, DISTINCTLY UNDERSTOOD THAT IN GRANTING THE ABOVE-MENTIONED APPROVALS, THE CENTRAL GOVERNMENT, STATE GOVERNMENT, RBI AND OTHER AUTHORITIES DO NOT TAKE ANY RESPONSIBILITY FOR THE FINANCIAL SOUNDNESS OF THE COMPANY OR FOR THE CORRECTNESS OF ANY OF THE STATEMENTS.

SECTION XI – OTHER REGULATORY AND STATUTORY DISCLOSURES

Authority for the Issue

- This Issue has been authorised by a resolution passed by our Board of Directors at its meeting held on August 18, 2023.
- The Shareholders of our Company have authorised this Issue by their Special Resolution passed pursuant to Section 62(1(c) of the Companies Act, 2013, at its AGM held on August 28, 2023 and authorised the Board to take decisions in relation to this Issue.
- The Company has obtained approval from NSE vide its letter dated **December 01, 2023**to use the name of NSE in this Offer document for listing of equity shares on Emerge Platform of NSE. NSE is the Designated Stock Exchange.
- Our Board has approved this Draft Red Herring Prospectus through its resolution dated October 16, 2023.

We have also obtained all necessary contractual approvals required for this Issue. For further details, refer to the chapter titled "Government and Other Approvals" beginning on page no 276 of this Red Herring Prospectus.

Prohibition by SEBI, RBI or other Governmental Authorities

- Our Company, our Promoter, our Directors and our Promoter Group, have not been prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or Governmental Authority.
- The Companies with which our Promoter, our directors or persons in control of our Company are/ were associated as promoter, directors or persons in control have not been prohibited from accessing or operating in capital markets under any order or direction passed by SEBI or any other regulatory or Governmental Authority.
- None of our Directors are in any manner associated with the securities market. Also, there has been no action taken by SEBI against any of our directors or any entity our directors are associated with as directors in the past five years.
- Neither of our Promoter nor any of our directors is declared as Fugitive Economic Offender.
- Neither our Company, nor our Promoter, or the relatives (as defined under the Companies Act) of our Promoter or Group Entities have been identified as wilful defaulters by the RBI or any other governmental authority.
- There are no violations of securities laws committed by them in the past or no proceedings thereof are pending against them.

Compliance with the Companies (Significant Beneficial Ownership) Rules, 2018

Our Company, Promoter, promoter group are in compliance with the Companies (Significant Beneficial Ownership) Rules, 2018 (SBO Rules), and the General Circular No. 07/2018 dated September 06, 2018 and General Circular No. 08/2018 dated September 10, 2018 issued by the Ministry of Corporate Affairs, to the extent they are applicable on our Company, as on the date of filing of this Red Herring Prospectus.

Eligibility for this Issue

Our Company is not ineligible in terms of Regulations 228 of SEBI ICDR Regulations for this Issue as:

- Neither our company, nor any of its promoters, promoter group or directors are debarred from accessing the capital market by the Board.
- Neither our promoters, nor any directors of our company are a promoter or director of any other company which is debarred from accessing the capital market by the Board
- Neither our Company, nor our Promoters or our directors, is a Willful Defaulter or a fraudulent borrower.
- Neither our Promoters nor any of our directors is declared as Fugitive Economic Offender.

Our Company is eligible for the Issue in accordance with Regulation 229(2) and other provisions of Chapter IX of the SEBI (ICDR) Regulations 2018, as we are an Issuer whose post issue face value paid-up capital will be more than ₹ 1,000 Lakh, and can issue Equity Shares to the public and propose to list the same on the Emerge Platform of NSE Limited.

We confirm that:

- In accordance with Regulation 260 of the SEBI (ICDR) Regulations, this Issue will be hundred percent underwritten and that the Book Running Lead Manager to the Offer will underwrite at least 15% of the Total Issue Size. For further details pertaining to said underwriting please refer to "General Information" on page 53 of this Red Herring Prospectus.

- In accordance with Regulation 268 of the SEBI (ICDR) Regulations, we shall ensure that the total number of proposed Allottee's in the issue shall be greater than or equal to fifty (50), otherwise, the entire application money will be refunded within 4 (Four) days of such intimation. If such money is not repaid within 4 (Four) days from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of 4 (Four) days, be liable to repay such application money, with interest at the rate 15% per annum. Further, in accordance with Section 40 of the Companies Act, 2013, the Company and each officer in default may be punishable with fine and/or imprisonment in such a case.

- In accordance with Regulation 246 of the SEBI (ICDR) Regulations, the Book Running Lead Manager shall ensure that the Issuer shall file a copy of the Red Herring Prospectus/Prospectus with SEBI along with a due diligence certificate including additional confirmations as required to SEBI at the time of filing the Red Herring Prospectus/Prospectus with the Registrar of Companies.

  However, as per Regulation 246 (2) of the SEBI (ICDR) Regulations, 2018, the SEBI shall not issue any observation on the offer document.

  Further, in terms of Regulation 246 (4) of the SEBI (ICDR) Regulations, 2018 the prospectus will be displayed from the date of filling in terms of sub-regulation (1) on the website of the SEBI, the Book Running Lead Manager and the NSE.

- In accordance with Regulation 261 of the SEBI (ICDR) Regulations, the Lead Manager will ensure compulsory Market Making for a minimum period of three (3) years from the date of listing of equity shares offered in this Issue. For further details of market making arrangement, please refer to the section titled "General Information" on page 53 of this Red Herring Prospectus.

- In accordance with Regulation 230 (1) (a) of the SEBI (ICDR) Regulations, Application is being made to NSE Limited and NSE Limited is the Designated Stock Exchange.

- In accordance with Regulation 230 (1) (b) of the SEBI (ICDR) Regulations, the Company has entered into agreement with depositories for dematerialisation of specified securities already issued and proposed to be issued. For more details please refer page 287 of this Red Herring Prospectus.

- In accordance with Regulation 230 (1) (c) of the SEBI (ICDR) Regulations, all the present Equity share Capital fully Paid Up.

- In accordance with Regulation 230 (1) (d) of the SEBI (ICDR) Regulations, all the specified securities held by the promoters are already in dematerialised form.

NSE ELIGIBILITY NORMS

1. **The Company has been incorporated under the Companies Act, 1956/ 2013 in India**

Our Company was incorporated on April 10, 2012 under the Companies Act, 1956.

2. **The post issue paid up capital of the Company (face value) will not be more than ₹ 2,500.00 Lakh.**

Particulars	Present Issued Capital	Proposed IPO (Fresh Equity Shares)	Post IPO Issued Capital (*assumed*)

No. of Equity Shares	1,54,43,000	56,00,000	2,10,43,000
Face Value (In Rs.)	₹ 10/- each	₹ 10/- each	₹ 10/- each
Paid-up Value (In Rs.)	₹ 15,44,30,000	₹ 5,60,00,000	₹ 21,04,30,000

Hence, our Post Issue Paid up Share Capital will be ₹ 21.04 crores which is less than 25 crores.

3. Positive Net worth

Net worth of the Company as on June 30, 2023 is ₹ 5,125.44 Lakhs.

4. Track record

A. The company should have a (combined) track record of at least 3 years.

Our Company got incorporated on April 10, 2012 therefore our company satisfies the track record criteria of 3 years.

B. The Company should have operating profit (earnings before depreciation and tax) from operations for at least 2 out of 3 financial years preceding the application and its net worth is positive.

(Rs. In Lakh)

Particulars	As on June 30,2023	As on March 31, 2023	As on March 31, 2022	As on March 31, 2021
Operating profit (earnings before interest, depreciation* and tax)	983.46	2,215.72	1480.15	1293.58

*Including amortization

Particulars	As on June, 2023	As on March 31, 2023	As on March 31, 2022	As on March 31, 2021
Share Capital	1,294.30	1,294.30	1,290.30	430.10
Add: Reserves and Surplus	3,831.14	3125.61	1919.02	2232.92
Net Worth	5,125.44	4419.91	3209.32	2663.02

Net worth includes Share Capital and Reserves (excluding revaluation reserves), Miscellaneous Expenditure not written-off, if any & Debit Balances of Profit and Loss Account not written-off, if any).

5. Other Requirements

- It is mandatory for the company to have a website
  The Company has a website – https://accentmicrocell.com/

- It is mandatory for the company to facilitate trading in demat securities and enter into an agreement with both the depositories.

To facilitate trading in demat securities; the Company had signed the following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

Tripartite agreement dated July 10, 2023 with NSDL, our Company and Registrar and Share Transfer Agent; Tripartite agreement dated June 09, 2023 with CDSL, our Company and Registrar and Share Transfer Agent.

The Company's shares bear an **ISIN: INE0Q5D01013**

- There should not be any change in the Promoters of the company in preceding one year from date of filing the application to NSE for listing under SME segment.

- None of our Promoters or Directors has been declared as fugitive economic offender under Economic Offenders

Act, 2018.

- Further, except as mentioned in this Section titled "Outstanding Litigation and Material Developments" on page 266 there has been no violation of any Securities Law committed by any of them in the past and no such proceedings are currently pending against any of them.

6. Disclosure

1. The Company has not been referred to Board for Industrial and Financial Reconstruction and No proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies

2. No petition for winding up is admitted by the NCLT or court.

3. No material regulatory or disciplinary action has been taken by any stock exchange or regulatory authority in the past three years against the company.

We further confirm that we shall be complying with all the other requirements as laid down for such an issue under Chapter IX of SEBI (ICDR) Regulations and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

None of our Company, Promoters or Directors have been declared as a fraudulent borrower by any bank, financial institution or lending consortium, in accordance with the 'Master Directions on Fraud- Classification and Reporting by commercial banks and select FIs' dated July 1, 2016, as updated, issued bythe RBI.

We further confirm that we shall be complying with all the other requirements as laid down for such an issue under Chapter IX of SEBI (ICDR) Regulations 2018, as amended from time to time and subsequent circulars and guidelines issued by SEBI and the Stock Exchange.

DISCLAIMER CLAUSE OF SEBI

IT IS TO BE DISTINCTLY UNDERSTOOD THAT SUBMISSION OF THE OFFER DOCUMENT TO THE SECURITIES AND EXCHANGE BOARD OF INDIA (SEBI) SHOULD NOT IN ANY WAY BE DEEMED OR CONSTRUED THAT THE SAME HAS BEEN CLEARED OR APPROVED BY SEBI. SEBI DOES NOT TAKE ANY RESPONSIBILITY EITHER FOR THE FINANCIAL SOUNDNESS OF ANY SCHEME OR THE PROJECT FOR WHICH THIS OFFER IS PROPOSED TO BE MADE OR FOR THE CORRECTNESS OF THE STATEMENTS MADE OR OPINIONS EXPRESSED IN THE PROSPECTUS. THE BOOK RUNNING LEAD MANAGER, CORPORATE CAPITALVENTURES PRIVATE LIMITED, HAS CERTIFIED THAT THE DISCLOSURES MADE IN THE PROSPECTUS ARE GENERALLY ADEQUATE AND ARE IN CONFORMITY WITH THE REGULATIONS. 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 THE OFFER DOCUMENT, THE BOOK RUNNING LEAD MANAGER, CORPORATE CAPITALVENTURES PRIVATE LIMITED, IS EXPECTED TO EXERCISE DUE DILIGENCE TO ENSURE THAT THE COMPANY DISCHARGES ITS RESPONSIBILITY ADEQUATELY IN THIS BEHALF AND TOWARDS THIS PURPOSE, THE BOOK RUNNING LEAD MANAGER, CORPORATE CAPITALVENTURES PRIVATE LIMITED, SHALL FURNISH TO SEBI A DUE DILIGENCE CERTIFICATE DATED DECEMBER 01, 2023 IN THE FORMAT PRESCRIBED UNDER SCHEDULE V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF SECURITIES AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

THE FILING OF THIS OFFER DOCUMENT DOES NOT, HOWEVER, ABSOLVE OUR 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 THE OFFER DOCUMENT.

THE DUE DILIGENCE CERTIFICATE TO BE SUBMITTED AS PER FORM A OF SCHEDULE V INCLUDING ADDITIONAL CONFIRMATION AS PROVIDED IN FORM G OF SCHEDULE V IS PRODUCED AS UNDER:

WE, THE LEAD MERCHANT BANKER TO THE ABOVE-MENTIONED FORTHCOMING ISSUE, STATE AND CONFIRM AS FOLLOWS:

1. WE HAVE EXAMINED VARIOUS DOCUMENTS INCLUDING THOSE RELATING TO LITIGATION, INCLUDING COMMERCIAL DISPUTES, PATENT DISPUTES, DISPUTES WITH COLLABORATORS, ETC. AND OTHER MATERIAL WHILE FINALISATION OF THE RED HERRING PROSPECTUS PERTAINING TO THE SAID ISSUE;

2. ON THE BASIS OF SUCH EXAMINATION AND THE DISCUSSIONS WITH THE ISSUER, ITS DIRECTORS AND OTHER OFFICERS, OTHER AGENCIES, AND INDEPENDENT VERIFICATION OF THE STATEMENTS CONCERNING THE OBJECTS OF THE ISSUE, PRICE JUSTIFICATION AND THE CONTENTS OF THE DOCUMENTS AND OTHER PAPERS FURNISHED BY THE ISSUER, WE CONFIRM THAT:

   A. THE RED HERRING PROSPECTUS FILED WITH THE EXCHANGE/BOARD IS IN CONFORMITY WITH THE DOCUMENTS, MATERIALS AND PAPERS WHICH ARE MATERIAL TO THE ISSUE;

   B. ALL MATERIAL LEGAL REQUIREMENTS RELATING TO THE ISSUE AS SPECIFIED BY THE BOARD, THE CENTRAL GOVERNMENT AND ANY OTHER COMPETENT AUTHORITY IN THIS BEHALF HAVE BEEN DULY COMPLIED WITH; AND

   C. THE MATERIAL DISCLOSURES MADE IN THE RED HERRING PROSPECTUS ARE TRUE, FAIR AND ADEQUATE TO ENABLE THE INVESTORS TO MAKE A WELL-INFORMED DECISION AS TO THE INVESTMENT IN THE PROPOSED ISSUE AND SUCH DISCLOSURES ARE IN ACCORDANCE WITH THE REQUIREMENTS OF THE COMPANIES ACT, 2013, THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 AND OTHER APPLICABLE LEGAL REQUIREMENTS.

3. WE CONFIRM THAT BESIDES OURSELVES, ALL THE INTERMEDIARIES NAMED IN THE RED HERRING PROSPECTUS ARE REGISTERED WITH THE BOARD AND THAT TILL DATE SUCH REGISTRATION IS VALID.

4. WE HAVE SATISFIED OURSELVES ABOUT THE CAPABILITY OF THE UNDERWRITERS TO FULFILL THEIR UNDERWRITING COMMITMENTS.

5. WE CERTIFY THAT WRITTEN CONSENT FROM PROMOTERS HAS BEEN OBTAINED FOR INCLUSION OF THEIR SPECIFIED SECURITIES AS PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN AND THE SPECIFIED SECURITIES PROPOSED TO FORM PART OF PROMOTERS' CONTRIBUTION SUBJECT TO LOCK-IN SHALL NOT BE DISPOSED / SOLD / TRANSFERRED BY THE PROMOTER DURING THE PERIOD STARTING FROM THE DATE OF FILING THE DRAFT RED HERRING PROSPECTUS WITH THE BOARD/EXCHANGE TILL THE DATE OF COMMENCEMENT OF LOCK-IN PERIOD AS STATED IN THE RED HERRING PROSPECTUS.

6. WE CERTIFY THAT ALL APPLICABLE PROVISION OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, WHICH RELATES TO SPECIFIED SECURITIES INELIGIBLE FOR COMPUTATION OF PROMOTERS CONTRIBUTION, HAS BEEN AND SHALL BE DULY COMPLIED WITH AND APPROPRIATE DISCLOSURES AS TO COMPLIANCE WITH THE SAID REGULATION HAVE BEEN MADE IN THE RED HERRING PROSPECTUS.

7. WE UNDERTAKE THAT ALL APPLICABLE PROVISION OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 WHICH RELATE TO RECEIPT OF PROMOTERS CONTRIBUTION PRIOR TO OPENING OF THE ISSUE SHALL BE COMPLIED WITH. WE CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE RECEIVED AT LEAST ONE DAY BEFORE THE OPENING OF THE ISSUE AND THAT AUDITORS' CERTIFICATE TO THIS EFFECT SHALL BE DULY SUBMITTED TO THE BOARD/EXCHANGE. WE FURTHER CONFIRM THAT ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT PROMOTERS' CONTRIBUTION SHALL BE KEPT IN AN ESCROW ACCOUNT WITH A SCHEDULED COMMERCIAL BANK AND SHALL BE RELEASED TO THE ISSUER ALONG WITH THE PROCEEDS OF THE PUBLIC ISSUE. – ***NOT APPLICABLE***

8. WE CONFIRM THAT NECESSARY ARRANGEMENTS HAVE BEEN MADE TO ENSURE THAT THE MONEYS RECEIVED PURSUANT TO THE ISSUE ARE KEPT IN A SEPARATE BANK ACCOUNT AS PER THE PROVISIONS OF SUB-SECTION (3) OF SECTION 40 OF THE COMPANIES ACT, 2013 AND THAT SUCH MONEYS SHALL BE RELEASED BY THE SAID BANK ONLY AFTER PERMISSION IS OBTAINED FROM ALL THE STOCK EXCHANGE MENTIONED IN THE RED HERRING PROSPECTUS. WE FURTHER CONFIRM THAT THE AGREEMENT ENTERED INTO BETWEEN THE BANKERS TO THE ISSUE AND THE ISSUER SPECIFICALLY CONTAINS THIS CONDITION – ***NOTED FOR COMPLIANCE***

9. WE CERTIFY THAT THE PROPOSED ACTIVITIES OF THE ISSUER FOR WHICH THE FUNDS ARE BEING RAISED IN THE PRESENT ISSUE FALL WITHIN THE 'MAIN OBJECTS' LISTED IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OR OTHER CHARTER OF THE ISSUER AND THAT THE ACTIVITIES WHICH HAVE BEEN CARRIED OUT UNTIL NOW ARE VALID IN TERMS OF THE OBJECT CLAUSE OF ITS MEMORANDUM OF ASSOCIATION.

10. WE CERTIFY THAT ALL THE SHARES SHALL BE ISSUED IN DEMATERIALIZED FORM IN COMPLIANCE WITH THE PROVISIONS OF SECTION 29 OF THE COMPANIES ACT, 2013 AND THE DEPOSITORIES ACT, 1996, AND THE REGULATIONS MADE THEREUNDER.

11. WE CERTIFY THAT ALL THE APPLICABLE DISCLOSURES MANDATED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 HAVE BEEN MADE IN ADDITION TO DISCLOSURES WHICH, IN OUR VIEW, ARE FAIR AND ADEQUATE TO ENABLE THE INVESTOR TO MAKE A WELL-INFORMED DECISION.

12. WE CERTIFY THAT THE FOLLOWING DISCLOSURES HAVE BEEN MADE IN THE RED HERRING PROSPECTUS:

    A. AN UNDERTAKING FROM THE ISSUER THAT AT ANY GIVEN TIME, THERE SHALL BE ONLY ONE DENOMINATION FOR THE EQUITY SHARES OF THE ISSUER AND

    B. AN UNDERTAKING FROM THE ISSUER THAT IT SHALL COMPLY WITH SUCH DISCLOSURE AND ACCOUNTING NORMS SPECIFIED BY THE BOARD FROM TIME TO TIME.

13. WE UNDERTAKE TO COMPLY WITH THE REGULATIONS PERTAINING TO ADVERTISEMENT IN TERMS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018.

14. WE ENCLOSE A NOTE EXPLAINING THE PROCESS OF DUE DILIGENCE THAT HAS BEEN EXERCISED BY US INCLUDING IN RELATION TO THE BUSINESS OF THE ISSUER, THE RISK IN RELATION TO THE BUSINESS, EXPERIENCE OF THE PROMOTERS AND THAT THE RELATED PARTY TRANSACTION ENTERED INTO FOR THE PERIOD DISCLOSED IN THE RED HERRING PROSPECTUS HAVE BEEN ENTERED INTO BY THE ISSUER IN ACCORDANCE WITH APPLICABLE LAWS.

15. WE ENCLOSE A CHECKLIST CONFIRMING REGULATION-WISE COMPLIANCE WITH THE APPLICABLE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, CONTAINING DETAILS SUCH AS THE REGULATION NUMBER, ITS TEXT, THE STATUS OF COMPLIANCE WHERE THE REGULATION HAS BEEN COMPLIED WITH AND OUR COMMENTS, IF ANY.

16. WE ENCLOSE STATEMENT ON 'PRICE INFORMATION OF PAST ISSUES HANDLED BY MERCHANT BANKER BELOW (WHO ARE RESPONSIBLE FOR PRICING THIS ISSUE)', AS PER FORMAT SPECIFIED BY SEBI THROUGH CIRCULAR NO. CIR/CFD/DIL/7/2015 DATED OCTOBER 30, 2015.

ADDITIONAL CONFIRMATIONS/CERTIFICATION TO BE GIVEN BY MERCHANT BANKER IN DUE DILIGENCE CERTIFICATE TO BE GIVEN ALONG WITH ISSUE DOCUMENT REGARDING EMERGE PLATFORM OF NSE.

(1) WE CONFIRM THAT NONE OF THE INTERMEDIARIES NAMED IN THE RED HERRING PROSPECTUS HAVE BEEN DEBARRED FROM FUNCTIONING BY ANY REGULATORY AUTHORITY.

(2) WE CONFIRM THAT ALL THE MATERIAL DISCLOSURES IN RESPECT OF THE ISSUER HAVE BEEN MADE IN RED HERRING PROSPECTUS AND CERTIFY THAT ANY MATERIAL DEVELOPMENT IN THE ISSUER OR RELATING TO THE ISSUE UP TO THE COMMENCEMENT OF LISTING AND TRADING OF THE SPECIFIED SECURITIES ISSUED THROUGH THIS ISSUE SHALL BE INFORMED THROUGH PUBLIC NOTICES/ADVERTISEMENTS IN ALL THOSE NEWSPAPERS IN WHICH PRE-ISSUE ADVERTISEMENT AND ADVERTISEMENT FOR OPENING OR CLOSURE OF THE ISSUE HAVE BEEN GIVEN.

(3) WE CONFIRM THAT THE ABRIDGED DRAFT RED HERRING PROSPECTUS CONTAINS ALL THE DISCLOSURES AS SPECIFIED IN THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 - ***NOTED FOR COMPLIANCE***.

(4) WE CONFIRM THAT AGREEMENTS HAVE BEEN ENTERED INTO WITH THE DEPOSITORIES FOR DEMATERIALISATION OF THE SPECIFIED SECURITIES OF THE ISSUER.

(5) THE ISSUER HAS REDRESSED AT LEAST NINETY-FIVE PER CENT OF THE COMPLAINTS RECEIVED FROM THE INVESTORS TILL THE END OF THE QUARTER IMMEDIATELY PRECEDING THE MONTH OF FILING OF THE OFFER DOCUMENT WITH THE REGISTRAR OF COMPANIES. - ***NOT APPLICABLE***.

(6) WE CONFIRM THAT UNDERWRITING AND MARKET MAKING ARRANGEMENTS AS PER REQUIREMENTS OF REGULATION 261 AND 262 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 HAVE BEEN MADE- ***NOTED FOR COMPLIANCE***.

DISCLAIMER STATEMENT FROM OUR COMPANY AND THE BOOK RUNNING LEAD MANAGER

Our Company, its Directors and the Book Running Lead Manager accept no responsibility for statements made otherwise than in this Red Herring Prospectus or in the advertisements or any other material issued by or at instance of our Company and anyone placing reliance on any other source of information, including our website https://accentmicrocell.com/ would be doing so at his or her own risk.

Caution

The Book Running Lead Manager accepts no responsibility, save to the limited extent as provided in the Agreement for Issue management, the Underwriting Agreement and the Market Making Agreement. Our Company, our Directors and the Book Running Lead Manager shall make all information available to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner whatsoever including at road show presentations, in research or sales reports or at collection centers, etc. The Book Running Lead Manager and its associates and affiliates may engage in transactions with and perform services for, our Company and their respective associates in the ordinary course of business & have engaged, and may in future engage in the provision of financial services for which they have received, and may in future receive, compensation.

Investors who apply in this Issue will be required to confirm and will be deemed to have represented to our Company and the Underwriter and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares and will not offer, sell, pledge or transfer the Equity Shares to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company and the Book Running Lead Manager and their respective directors, officers, agents, affiliates and representatives accept no responsibility or liability for advising any investor on whether such investor is eligible to acquire Equity Shares.

Price Information and the track record of the past Issues handled by the Book Running Lead Manager

For details regarding the price information and the track record of the past Issues handled by the Book Running Lead Manager to the Issue as specified in Circular reference no. CIR/CFD/DIL/7/2015 dated October 30, 2015, issued by the SEBI, please refer to Disclosure of price information of latest ten issues handled by Corporate CapitalVentures Private Limited at page no 284 of this Red Herring Prospectus and the website of the Book Running Lead Manager at https://www.ccvindia.com/

DISCLAIMER IN RESPECT OF JURISDICTION

This Issue is being made in India to persons resident in India including Indian nationals resident in India who are not minors, HUFs, companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in shares, Mutual Funds, Indian financial institutions, commercial banks, regional rural banks, co-operative banks (subject to RBI permission), or trusts under applicable trust law and who are authorized under their constitution to hold and invest in shares, public financial institutions as specified in Section 2(72) of the Companies Act, VCFs, state industrial development corporations, insurance companies registered with Insurance Regulatory and Development Authority, provident funds (subject to applicable law) with minimum corpus of ₹ 2,500 Lakh, pension funds with minimum corpus of ₹ 2,500 Lakh and the National Investment Fund, and permitted non-residents including FPIs, Eligible NRIs, multilateral and bilateral development financial institutions, FVCIs and eligible foreign investors, provided that they are eligible under all applicable laws and regulations to hold Equity Shares of the Company. The Prospectus does not, however, constitute an invitation to purchase shares offered hereby in any jurisdiction other than India to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. Any person into whose possession this Red Herring Prospectus comes is required to inform him or herself about, and to observe, any such restrictions. Any dispute arising out of this Issue will be subject to the jurisdiction of appropriate court(s)in Delhi 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 the Prospectus had been filed with NSE EMERGE for its observations and NSE EMERGE gave its observations on the same. Accordingly, the Equity Shares represented hereby may not be offered or sold, directly or indirectly, and this Prospectus may not be distributed, in any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction. Neither the delivery of this Prospectus nor any sale hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of our Company since the date hereof or that the information contained herein is correct as of any time subsequent to this date.

The Equity Shares have not been, and will not be, registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. Further, each Applicant where required agrees that such Applicant will not sell or transfer any Equity Shares or create any economic interest therein, including any off-shore derivative instruments, such as participatory notes, issued against the Equity Shares or any similar security, other than pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S Securities Act and in compliance with applicable laws, legislations and Red Herring Prospectus in each jurisdiction, including India.

Disclaimer Clause of the Emerge Platform of NSE

As required, a copy of this Offer Document has been submitted to National Stock Exchange of India Limited (hereinafter referred to as NSE). NSE has given vide its letter Ref.: NSE/LIST/3040 dated December 01, 2023 permission to the Issuer to use the Exchange's name in this Offer Document as one of the Stock Exchanges on which this Issuer's securities are proposed to be listed. The Exchange has scrutinized the draft offer document for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Issuer. It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the offer document has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

FILING

The Draft Red Herring Prospectus is being filed with NSE Limited, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400051.

A copy of the Red Herring Prospectus and Prospectus along with the material contracts and documents referred elsewhere in the Prospectus required to be filed under Section 32 of the Companies Act, 2013 will be delivered to the Registrar of Companies, Ahmedabad, Gujrat at least (3) three working days prior from the date of opening of the Issue.

Pursuant to Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, Draft Red Herring Prospectus shall not be submitted to SEBI, however, soft copy of Red Herring Prospectus and Prospectus with the Due Diligence Certificate shall be submitted to SEBI pursuant to Regulation 246(1), and SEBI Circular Number SEBI/HO/CFD/DIL1/CIR/P/2018/011 dated January 19, 2018, through SEBI Intermediary Portal at https://siportal.sebi.gov.in . SEBI will not issue any observation on the Issue document in term of Regulation 246(2) of the SEBI ICDR Regulations.

IMPERSONATION

Attention of the Applicants is specifically drawn to the provisions of sub-section (1) of Section 38 of the Companies Act, 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 to action under Section 447 of the Companies, Act 2013.

CONSENTS

Consents in writing of:(a) the Directors, Statutory Auditor & Peer Reviewed Auditor, the Company Secretary & Compliance Officer, Chief Financial Officer, Banker to the Company and (b) Book Running Lead Manager, Market Maker, Registrar to the Issue, Public Issue Bank / Banker to the Issue and Refund Banker to the Issue, Legal Advisor to the Issue to act in their respective capacities have been/or will be obtained (before filing final prospectus to ROC) and will be filed along with a copy of the Prospectus with the RoC, as required under Section 26 of the Companies Act and such consents shall not be withdrawn up to the time of delivery of the Prospectus for registration with the RoC. Our Auditors have given their written consent to the inclusion of their report in the form and context in which it appears in this Prospectus and such consent and report is not withdrawn up to the time of delivery of this Red Herring Prospectus with NSE.

EXPERT OPINION

Except the report of the Peer Review Auditor on (a) the restated financial statements; (b) statement of tax benefits, Audit reports by Statutory Auditors for period ended on June 30,2023, March 31, 2023, March 31, 2022, and March 31, 2021 and Legal Advisor report on Outstanding Litigations and Material Developments, included in this Prospectus, our Company has not obtained any other expert opinion. All the intermediaries including Merchant Banker has relied upon the appropriacy and authenticity of the same.

PREVIOUS RIGHTS AND PUBLIC ISSUES SINCE INCORPORATION

We have not made any previous public issues since incorporation and are an —Unlisted Issuer in terms of the SEBI (ICDR) Regulations and this Issue is an Initial Public Offering in terms of the SEBI ICDR Regulations.

PREVIOUS ISSUES OF SHARES OTHERWISE THAN FOR CASH

Other than as detailed under chapter titled - Capital Structure beginning on page 61 of the Red Herring Prospectus, our Company has not issued any Equity Shares for consideration otherwise than for cash.

COMMISSION AND BROKERAGE ON PREVIOUS ISSUES

Since this is the IPO of the Equity Shares by our Company, 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 our Equity Shares in the five years preceding the date of this Red Herring Prospectus.

PREVIOUS CAPITAL ISSUE DURING THE PREVIOUS THREE YEARS BY LISTED SUBSIDIARIES, GROUP COMPANIES AND ASSOCIATES OF OUR COMPANY

None of our Group Companies and Associates are listed. Further it has not undertaken any public or rights issue in the three (3) years preceding the date of this Red Herring Prospectus.

PERFORMANCE VIS-À-VIS OBJECTS – PUBLIC/ RIGHTS ISSUE TO THE PUBLIC OF OUR COMPANY

Our Company has not undertaken any public issues, including any rights issues to the public in the five years preceding the date of this date of this Prospectus.

PERFORMANCE VIS-À-VIS OBJECTS-PUBLIC/ RIGHTS ISSUE OF THE LISTED SUBSIDIARIES OF OUR COMPANY

The Company does not have any subsidiary company.

OUTSTANDING DEBENTURES, BONDS, REDEEMABLE PREFERENCE SHARES AND OTHER INSTRUMENTS ISSUED BY OUR COMPANY

As on the date of the Red Herring Prospectus, our Company has no outstanding debentures, bonds or redeemable preference shares.

OPTION TO SUBSCRIBE

Equity Shares being offered through this Red Herring Prospectus can be applied for in dematerialized form only.

STOCK MARKET DATA FOR OUR EQUITY SHARES

Our Company is an Unlisted Issuer in terms of the SEBI (ICDR) Regulations, and this issue is an Initial Public Issue in terms of the SEBI (ICDR) Regulations. Thus, there is no stock market data available for the Equity Shares of our Company**.**

MECHANISM FOR REDRESSAL OF INVESTOR GRIEVANCES

The Memorandum of Understanding between the Registrar and us will provide for retention of records with the Registrar for a period of at least one year from the last date of dispatch of the letters of allotment, demat credit and refund orders to enable the investors to approach the Registrar to this Issue for redressal of their grievances. All grievances relating to this Offer may be addressed to the Registrar with a copy to the Company Secretary and Compliance Officer, giving full details such as the name, address of the applicant, number of Equity Shares applied for, amount paid on application and the bank branch or collection centre where the application was submitted. All grievances relating to the ASBA process may be addressed to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount paid on application and the Designated Branch or the collection centre of the SCSB where the Bid-cum-Application Form was submitted by the ASBA Bidders.

DISPOSAL OF INVESTOR GRIEVANCES BY OUR COMPANY

Our Company or the Registrar to the Offer or the SCSB in case of ASBA Bidders shall redress routine investor grievances. We estimate that the average time required by us or the Registrar to this Offer for the redressal of routine investor grievances will be 12 Working Days from the date of receipt of the complaint. In case of non- routine complaints and complaints where external agencies are involved, we will seek to redress these complaints as expeditiously as possible.

Our Company has appointed Mr. Rashesh Dilip Gandhi as the Company Secretary and Compliance Officer and may be contacted at the following address:

Accent Microcell Limited
314, Shangrilla Arcade, Shyamal Cross Roads,
Anandnagar Road, Satellite,
Ahmedabad, Gujarat, 380015
Tel: +91 – 7575803351
Email: cs@accentmicrocell.com
Website: https://accentmicrocell.com/

Investors can contact the Company Secretary & Compliance Officer or the Registrar in case of any pre-Offer or post-Offer related problems such as non-receipt of letters of allocation, credit of allotted Equity Shares in the respective beneficiary account or refund orders, etc.

Pursuant to the press release no. PR. No. 85/2011 dated June 8, 2011, SEBI has launched a centralized web-based complaints redress system "SCORES". This would enable investors to lodge and follow up their complaints and track the status of redressal of such complaints from anywhere. For more details, investors are requested to visit the website www.scores.gov.in

STATUS OF INVESTOR COMPLAINTS

We confirm that we have not received any investor compliant during the three years preceding the date of this Red Herring Prospectus and hence there are no pending investor complaints as on the date of this Red Herring Prospectus.

DISPOSAL OF INVESTOR GRIEVANCES BY LISTED COMPANIES UNDER THE SAME MANAGEMENT AS OUR COMPANY:

There is no listed company under the same management as on date.

EXEMPTION FROM COMPLYING WITH ANY PROVISIONS OF SECURITIES LAWS, IF ANY, GRANTED BY SEBI

The Company has not sought for any exemptions from complying with any provisions of securities laws.

PRICE INFORMATION OF LAST 10 (TEN) ISSUED HANDLED BY THE BOOK RUNNING LEAD MANAGER Statement on Price Information of Past Issues handled by Corporate CapitalVentures Private Limited:

Price Information and the track record of the past Issues handled by the Book Running Lead Manager

Sr. No.	Issue Name	Issue Size (Rs. In Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on Listing Date (Rs.)	+/- % 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
SME BOARD ISSUES								
1.	Shish Industries Limited	4.06	30.00	05-09-2017	32.00	-3.33%	-10.00%	-9.00%
						-0.68%	3.33%	7.034%
2.	Ratnabhumi Developers Limited	23.31	63.00	14-12-2017	63.45	-30.83%	-41.67%	-30.00%
						4.04%	1.771%	7.35%
3.	Touchwood Entertainment Limited	4.21	40.00	21-12-2017	43.50	81.13	-10.00	34.38%
						4.35%	-2.73%	2.58%
4.	SMVD Poly Pack Limited	9.02	55.00	26-12-2017	58.00	-22.18%	-44.91%	-58.18%
						5.1%	-3.8%	2.25%
5.	Narmada Agrobase Limited	7.49	32.00	19-04-2018	31.45	-3.13%	-12.03%	-23.44%
						0.29%	2.22%	0.181%
6.	Rudrabhishek Enterprises Limited	18.73	41.00	13-07-2018	41.25	0.00%	0.12%	17.93%
						3.72%	-7.11%	-1.48%
7.	Rajnandini Metal Limited	4.27	26.00	08-10-2018	35.00	-2.31%	-2.31%	0.38%
						2.419%	3.67%	12.73%
8.	Nupur Recyclers Limited	34.2	60.00	23-12-2021	34.2	313.00%	169.58%	219.17%
						3.65%	1.47%	-7.98%
9.	Annapurna Swadisht Limited	30.25	70.00	27-09-2022	120.00	118.07%	80.57%	151.57%
						4.22%	4.63%	-0.36%
10.	Swastik Pipe Limited	62.52	100.00	12-10-2022	69.30	-13.30%	0.95%	-19.30%
						4.22%	4.63%	2.9%
11.	Phantom Digital Effects Limited	29.10	95.00	21-10-2022	315.05	186.53%	138.89%	143.37%
						4.16%	3.35%	0.24%
12.	Droneacharya Aerial Innovations Limited	33.96	54.00	23-12-2022	102.00	231.57%	133.43%	226.20
						1.29%	-3.20%	6.15%
13.	Crayons Advertising Limited* (3)	41.80	65.00	02-06-2023	90.00	143.23%	141.69	N.A.
						3.53%	3.88%	N.A.
14.	Oriana Power Limited*(2)	59.65	118.00	11-08-2023	302.00	188.42%	168.26%	N.A.
						2.01%	-0.17%	N.A.

Sr. No.	Issue Name	Issue Size (Rs. In Cr.)	Issue Price (Rs.)	Listing Date	Opening Price on Listing Date (Rs.)	+/- % 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
15.	RockingDeals Circular Economy Limited	21.00	140.00	31-11-2023	315.00	N.A.	N.A.	N.A.
						N.A.	N.A.	N.A.
MAIN BOARD ISSUES								
15.	Uma Exports Limited	60.00	68.00	07-04-2022	80.00	-8.68%	-24.49%	-29.78%
						-6.96%	-9.35%	-1.96%

Source: Price Information www.bseindia.com and www.nseindia.com , Issue Information from respective Prospectus.

Notes*:

1. Further, the Listing date of Crayons Advertising Limited and Oriana Power Limited is June 02, 2023 and August 11, 2023. Since the Company has not completed its 180 Calendar days. Hence, the information for the same has been kept blank.
2. Further, the Listing date of RockingDeals Circular Economy Limited is November 31,2023. Since the Company has not completed its 30, 90, 180 Calendar days. Hence, the information for the same has been kept blank.

Financial Year	Total No. of IPOs	Total Funds Raised (Rs. in Cr.)	Nos. of IPO trading at discount as on 30th calendar day from listing date			Nos. of IPO trading at premium as on 30th calendar day fromlisting date			Nos. of IPO trading at discount as on 180th calendar day from listing date			Nos. of IPO trading at premium as on 180th calendar day from listing date		
			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	3	122.45	Nil	Nil	Nil	2	-	-	-	-	-	-	-	-
2022-23	5	215.83	Nil	Nil	2	3	Nil	Nil	Nil	1	1	2	Nil	Nil
2021-22	1	34.20	Nil	Nil	Nil	1	Nil	Nil	Nil	Nil	Nil	1	Nil	Nil
2020-21	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2019 -20	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2018-19	3	30.49	Nil	Nil	2	Nil	Nil	1	Nil	Nil	1	Nil	Nil	2
2017-18	4	40.60	Nil	1	2	1	Nil	Nil	1	1	1	Nil	1	Nil
2016-17	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Summary Statement of Disclosure:

Notes*:

1. The BSE Sensex and Nifty are considered as the Benchmark Index
2. In case 30th/180th day is not a trading day, closing price of the next trading day has been considered
3. In case 30th/180th days, scrips are not traded then last trading price has been considered.
4. Designated Stock Exchange as disclosed by the respective Issuer at the time of the issue has been considered for disclosing the price information.
5. Crayons Advertising Limited and Oriana Power Limited has not completed its 180 Calendar days. Hence, the information for the same has been kept blank.
6. Further, the Listing date of RockingDeals Circular Economy Limited is November 31,2023. Since the Company has not completed its 90, 180 Calendar days. Hence, the information for the same has been kept blank.

For details regarding the price information and the track record of the past Issues handled by the Book Running Lead Manager to the Issue as specified in Circular reference no. CIR/CFD/DIL/7/2015 dated October 30, 2015, issued by theSEBI, please refer the website of the Book Running Lead Manager at https://www.ccvindia.com/initial-public-offers

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

As on date of the Red Herring Prospectus, our Company has not availed any exemption from complying with any provisions of securities laws granted by SEBI.

Note:

Investors who apply in the Offer will be required to confirm and will be deemed to have represented to our Company and 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 Equity Shares of our Company and will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines and approvals to acquire Equity Shares of our Company. Our Company, the 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 in the Offer

SECTION XII – ISSUE INFORMATION

TERMS OF THE ISSUE

The Equity Shares being offered are subject to the provisions of the Companies Act, 2013, SCRR, 1957, SEBI (ICDR) Regulations, 2018, our Memorandum and Articles of Association, the terms of the Draft Red Herring Prospectus, Red Herring Prospectus, Prospectus, Application Form, the Revision Form, the Confirmation of Allocation Note (CAN), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other terms and conditions as may be incorporated in the allotment advices and other documents/certificates that may be executed in respect of the Offer. The Equity Shares shall also be subject to laws as applicable, guidelines, notifications and regulations relating to the offer of capital and listing and trading of securities issued from time to time by SEBI, the Government of India, the Stock Exchanges, the RBI, the FIPB, the RoC and/or other authorities, as in force on the date of the Offer and to the extent applicable.

For details in relation to Offer expenses, see "Objects of the Issue" on pages 77.

Ranking of Equity Shares

The Equity Shares being issued and transferred in the Issue shall be subject to the provisions of the Companies Act, 2013 and the Memorandum & Articles of Association and shall rank *pari-passu* with the existing Equity Shares of our Company including rights in respect of dividend. The Allottees upon receipt of Allotment of Equity Shares under this issue will be entitled to dividends and other corporate benefits, if any, declared by our Company after the date of allotment in accordance with Companies Act, 2013 and the Articles of Association of the Company.

Authority for the Issue

This Issue has been authorized by a resolution of the Board passed at their meeting held on August 18, 2023, subject to the approval of shareholders through a special resolution to be passed pursuant to section 62 (1) (c) of the Companies Act, 2013. The shareholders have authorized the Issue by a special resolution in accordance with Section 62 (1) (c) of the Companies Act, 2013 passed at the AGM of the Company held on August 28, 2023.

Mode of Payment of Dividend

The declaration and payment of dividend will be as per the provisions of Companies Act, 2013 and recommended by the Board of Directors at their discretion and approved by the shareholders and will depend on a number of factors, including but not limited to earnings, capital requirements and overall financial condition of our Company. We shall pay dividends in cash and as per provisions of the Companies Act, 2013. For further details, please refer to the chapter titled 'Dividend Policy' beginning on pages 197 of this Red Herring Prospectus.

Offer for Sale

In the case of offer for sale, the dividend for the entire year shall be payable to the transferees and the company has to disclose the name of the entity bearing the cost of making offer for sale along with reasons. However, the present issue does not include offer for sale and hence the said disclosure is not applicable to us.

Face Value and Issue Price

The face value of each Equity Share is ₹ 10/-. The Issue Price of Equity Shares is ₹ [•] per Equity Share. The Issue Price shall be determined by our Company in consultation with the Lead Manager and is justified under the chapter titled Basis of Issue Price beginning on page 88 of this Red Herring Prospectus.

Compliance with the disclosure and accounting norms

Our Company shall comply with all the applicable disclosure and accounting norms as specified by SEBI from time to time.

Rights of the Equity Shareholder

Subject to applicable laws, rules, regulations and guidelines and the Articles of Association, our Shareholders shall have the following rights:

i. Right to receive dividend, if declared;
ii. Right to attend general meetings and exercise voting powers, unless prohibited by law;
iii. Right to vote on a poll either in person or by proxy or e-voting, in accordance with the provisions of the Companies Act;
iv. Right to receive annual reports and notices to members;
v. Right to receive offers for rights shares and be allotted bonus shares, if announced;
vi. Right to receive surplus on liquidation, subject to any statutory and preferential claim being satisfied;
vii. Right of free transferability, subject to applicable laws and regulations; and the Articles of Association of our Company; and
viii. Such other rights, as may be available to a shareholder of a listed public company under the Companies Act and the Memorandum and Articles of Association of the Company.

For further details on the main provision of our Company's Articles of Association dealing with voting rights, dividend, forfeiture and lien, transfer and transmission and/or consolidation/splitting, etc., please refer to Section titled, **"***Main Provision of Article of Association*", beginning on page 344 of this Red Herring Prospectus.

Allotment only in Dematerialized Form

Pursuant to Section 29 of the Companies Act, the Equity Shares shall be allotted only in dematerialised form. As per SEBI ICDR Regulations, the trading of the Equity Shares shall only be in dematerialised form. In this context, two agreements have been signed by our Company with the respective Depositories and the Registrar to the Issue before filing this Red Herring Prospectus:

I. Tripartite agreement dated June 09, 2023 among CDSL, our Company and the Registrar to the Issue; and
II. Tripartite agreement dated July 10, 2023 among NSDL, our Company and the Registrar to the Issue.

As per the provisions of the Depositories Act, 1996 & regulations made there under and Section 29 (1) of the Companies Act, 2013, the equity shares of a body corporate can be in dematerialized form i.e., not in the form of physical certificates, but be fungible and be represented by the statement issued through electronic mode.

Minimum Application Value, Market Lot and Trading Lot

The trading of the Equity Shares will happen in the minimum contract size of [•] Equity Shares and the same may be modified by the NSE Limited from time to time by giving prior notice to investors at large.

Allocation and allotment of Equity Shares through this Issue will be done in multiples of [•] Equity Shares subject to a minimum allotment of [•] Equity Shares to the successful Applicants in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012.

Minimum Number of Allottees

Further in accordance with the Regulation 268(1) of SEBI (ICDR) Regulations, the minimum number of allottees in this Issue shall be 50 shareholders. In case the minimum number of prospective allottees is less than 50, no allotment will be made pursuant to this Issue and all the monies blocked by SCSBs shall be unblocked within two (2) working days of closure of Issue.

Joint Holders

Where 2 (two) or more persons are registered as the holders of any Equity Shares, they will be deemed to hold such Equity Shares as joint-holders with benefits of survivorship.

Jurisdiction

Exclusive Jurisdiction for the purpose of this Issue is with the competent courts/authorities in India.

Further, the Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be issued or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Nomination Facility to the Investor

In accordance with Section 72 of the Companies Act, 2013, read with Companies (Share Capital and Debentures) Rules, 2014, the sole Applicant, or the first Applicant along with other joint Applicants, may nominate any one person in whom, in the event of the death of sole Applicant or in case of joint Applicants, death of all the Applicants, as the case may be, the Equity Shares Allotted, if any, shall vest. 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 of Equity Share(s) by the person nominating. A buyer will be titled to make afresh nomination in the manner prescribed. Fresh nomination can be made only on the prescribed form available on request at our Registered Office or Corporate Office or to the registrar and transfer agents of our Company.

Any person who becomes a nominee by virtue of the provisions of Section 72 of the Companies Act shall upon production of such evidence, as may be required by the Board, elect either:

To register himself or herself as the holder of the equity shares; or to make such transfer of the equity shares, as the deceased holder could have made.

Further, the Board may at any time give notice requiring any nominee to choose either to be registered himself or herself or to transfer the equity shares, and if the notice is not complied with within a period of ninety (90) days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the equity shares, until the requirements of the notice have been complied with.

Since the Allotment of Equity Shares in the Issue will be made only in dematerialized form, there is no need to make a separate nomination with our Company. Nominations registered with respective depository participant of the applicant would prevail. If the Applicants require changing of their nomination, they are requested to inform their respective depository participant.

Restrictions, if any on Transfer and Transmission of Equity Shares

Except for the lock-in of the pre-Issue capital of Promoters, Promoter Group, Public as provided in —Capital Structure on page 61 of this Red Herring Prospectus and except as provided in the Articles of Association there are no restrictions on transfer of Equity Shares. Further, there are no restrictions on the transmission of shares/debentures and on their consolidation/splitting, except as provided in the Articles of Association. For details, please refer —Main Provisions of Articles of Association on page 344 of this Red Herring Prospectus.

The above information is given for the benefit of the Applicants. The Applicants are advised to make their own enquiries about the limits applicable to them. Our Company and the Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated herein above. Our Company and the Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws or regulations, which may occur after the date of the Red Herring Prospectus. Applicants are advised to make their independent investigations and ensure that the number of Equity Shares Applied for do not exceed the applicable limits under laws or regulations.

The Equity Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and may not be offered or sold within the United States, except pursuant to an exemption from or in a transaction not subject to, registration requirements of the Securities Act. Accordingly, the Equity Shares are only being offered or sold outside the United States in compliance with Regulation S under the Securities Act and the applicable laws of the jurisdictions where those offers and sales occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and applications may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

Withdrawal of the Issue

Our Company in consultation with the BRLM, reserve the right to not to proceed with the Issue after the Issue Opening Date but before the Allotment. In such an event, our Company would issue a public notice in the newspapers in which the pre-

Issue advertisements were published, within two (2) days of the Issue Closing Date or such other time as may be prescribed by SEBI, providing reasons for not proceeding with the Issue. The Lead Manager through, the Registrar to the Issue, shall notify the SCSBs to unblock the bank accounts of the ASBA Bidders within one (1) Working Day from the date of receipt of such notification. Our Company shall also inform the same to the Stock Exchange(s) on which Equity Shares are proposed to be listed.

Notwithstanding the foregoing, this Issue is also subject to obtaining the final listing and trading approvals of the Stock Exchange, which our Company shall apply for after Allotment. If our Company withdraws the Issue after the Issue Closing Date and thereafter determines that it will proceed with an issue/issue for sale of the Equity Shares, our Company shall file a fresh Prospectus with Stock Exchange.

Offer Program

Events	**Indicative Dates**
Bid/Offer Opening Date	Friday, December 08, 2023
Bid/Offer Closing Date	Tuesday, December 12, 2023
Finalization of Basis of Allotment with the Designated Stock Exchange	On or about Wednesday, December 13, 2023
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account orUPI ID linked bank account	On or about Thursday, December 14, 2023
Credit of Equity Shares to Demat accounts of Allottees	On or about Thursday, December 14, 2023
Commencement of trading of the Equity Shares on the Stock Exchange	On or about Friday, December 15, 2023

Note - Our Company in consultation with the Book Running Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date in accordance with the SEBI ICDR Regulations.

The above timetable is indicative and does not constitute any obligation on our Company or the Book Running Lead Manager. Whilst our Company shall ensure that all steps for the completion of the necessary formalities for the listing and the commencement of trading of the Equity Shares on the Stock Exchange are taken within 3 Working Days of the Bid/Offer Closing Date, the timetable may change due to various factors, such as extension of the Bid/Offer Period by Company, revision of the Price Band or any delays in receiving the final listing and trading approval from the Stock Exchange. The Commencement of trading of the Equity Shares will be entirely at the discretion of the Stock Exchange and in accordance with the applicable laws.

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

Due to the limitation of time available for uploading the Bid-Cum- Application Forms on the Bid/ Offer Closing Date, Bidders are advised to submit their applications one (1) day prior to the Bid/ Offer Closing Date and, in any case, not later than 3.00 p.m. (IST) on the Bid/ Offer Closing Date. Any time mentioned in this Red Herring Prospectus is IST. Bidders are cautioned that, in the event a large number of Bid-Cum- Application Forms are received on the Bid/ Offer Closing Date, as is typically experienced in public Offer, some Bid-Cum- Application Forms may not get uploaded due to the lack of sufficient time. Such Bid-Cum-Application Forms that cannot be uploaded will not be considered for allocation under this Offer. Applications will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holidays). Neither our Company nor the BRLM is liable for any failure in uploading the Bid-Cum- Application Forms due to faults in any software/hardware system or otherwise.

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

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

Our Company in consultation with the BRLM, reserves the right to revise the Price Band during the Bid/ Offer Period. The revision in the Price Band shall not exceed 20% on either side, i.e. the Floor Price can move up or down to the extent of 20% of the Floor Price and the Cap Price will be revised accordingly. The Floor Price shall not be less than the face value of the Equity Shares.

In case of revision in the Price Band, the Bid/ Offer Period shall be extended for at least three additional Working Days after such revision, subject to the Bid/ Offer Period not exceeding 10 Working Days. Any revision in Price Band, and the revised Bid/ Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchange, by issuing a press release and also by indicating the change on the website of the BRLM and at the terminals of syndicate members.

Minimum Subscription

This Issue is not restricted to any minimum subscription level and is 100% underwritten. As per Section 39 of the Companies Act, 2013, if the stated minimum amount has not been subscribed and the sum payable on application is not received within a period of 30 days from the date of the Prospectus, the application money has to be returned within such period as may be prescribed. If our Company does not receive the 100% subscription of the issue through the Issue Document including devolvement of Underwriters, if any, within sixty (60) days from the date of closure of the issue, our Company shall forthwith refund the entire subscription amount received. If there is a delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the SEBI ICDR Regulations and applicable law.

In accordance with Regulation 260 of the SEBI (ICDR) Regulations, our Issue shall be hundred percent underwritten. Thus, the underwriting obligations shall be for the entire hundred percent of the issue through the Prospectus and shall not be restricted to the minimum subscription level.

Further, in accordance with Regulation 268(1) of the SEBI (ICDR) Regulations, our Company shall ensure that the number of prospective allottees to whom the Equity Shares will allotted will not be less than 50 (Fifty).

Further, in accordance with Regulation 267(2) of the SEBI (ICDR) Regulations, our Company shall ensure that the minimum application size in terms of number of specified securities shall not be less than ₹ 1,00,000 (Rupees One Lac only) per application.

Migration to Main Board

Our company may migrate to the main board of NSE at a later date subject to the following:

If the Paid up Capital of our Company is likely to increase above ₹ 2500 Lakh by virtue of any further issue of capital by way of rights, preferential issue, bonus issue etc. (which has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal and for which the company has obtained in- principal approval from the main board), our Company shall apply to NSE for listing of its shares on its Main Board subject to the fulfilment of the eligibility criteria for listing of specified securities laid down by the Main Board.

OR

If the paid-up Capital of our company is more than ₹ 1000 Lakh but below ₹ 2500 Lakh, our Company may still apply for migration to the main board if the same has been approved by a special resolution through postal ballot wherein the votes cast by the shareholders other than the Promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Any company voluntarily desiring to migrate to the Main board from the EMERGE Platform, amongst others, has to fulfill following conditions:

i. The paid-up equity capital of the applicant shall not be less than 10 crores and the capitalisation of the applicant's equity shall not be less than 25 crores.

ii. The applicant company should have positive cash accruals (Earnings before Interest, Depreciation and Tax) from operations for each of the 3 financial years preceding the migration application and has positive PAT in the immediate Financial Year of making the migration application to Exchange.
iii. The applicant should have been listed on SME platform of the Exchange for at least 3 years.
iv. The applicant Company has not referred to the Board of Industrial & Financial Reconstruction (BIFR) &/OR No proceedings have been admitted under Insolvency and Bankruptcy Code against the issuer and Promoting companies.
v. The company has not received any winding up petition admitted by a NCLT.
vi. The net worth of the company should be at least 50 crores
vii. Total number of public shareholders on the last day of preceding quarter from date of application should be at least 1000.

Market Making

The shares issued and transferred through this Offer are proposed to be listed on the Emerge Platform of NSE with compulsory market making through the registered Market Maker of the SME Exchange for a minimum period of three years or such other time as may be prescribed by the Stock Exchange, from the date of listing on the Emerge Platform of NSE. For further details of the market making arrangement please refer to chapter titled General Information beginning on page 53 of this Red Herring Prospectus.

Arrangements for disposal of Odd Lots

The trading of the Equity Shares will happen in the minimum contract size of 1,000 shares in terms of the SEBI circular No. CIR/MRD/DSA/06/2012 dated February 21, 2012. However, the Market Maker shall buy the entire shareholding of a shareholder in one lot, where value of such shareholding is less than the minimum contract size allowed for trading on the Emerge Platform of NSE.

Application by Eligible NRIs, FPIs or VCFs registered with SEBI

It is to be understood that there is no reservation for Eligible NRIs, FPIs or VCF registered with SEBI. Such Eligible NRIs, FPIs or VCF registered with SEBI will be treated on the same basis with other categories for the purpose of Allocation.

As per the extent Guidelines of the Government of India, OCBs cannot participate in this Offer.

The current provisions of the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, provides a general permission for the NRIs, FPIs and foreign venture capital investors registered with SEBI to invest in shares of Indian companies by way of subscription in an IPO. However, such investments would be subject to other investment restrictions under the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, RBI and/or SEBI regulations as may be applicable to such investors.

The Allotment of the Equity Shares to Non-Residents shall be subject to the conditions, if any, as may be prescribed by the Government of India/RBI while granting such approvals.

Allotment of Securities in Dematerialized Form

In accordance with the SEBI ICDR Regulations, Allotment of Equity Shares to successful applicants will only be in the dematerialized form. Applicants will not have the option of Allotment of the Equity Shares in physical form. The Equity Shares on Allotment will be traded only on the dematerialized segment of the Stock Exchange.

Pre-Offer Advertisement

Subject to Section 30 of the Companies Act 2013, our Company shall, after registering the Red Herring Prospectus with the ROC, publish a pre-Issue advertisement, in the form prescribed by the SEBI Regulations, in (i) All Editions of English National Newspaper, [●]; (ii) All editions of Hindi National Newspaper, [●] and (iii) the registered office of our company is situated in Ahmedabad (Gujarat), therefore Gujarati being regional language of Gujarat, [●] each with wide circulation. In the pre-Issue advertisement, we shall state the Bid/Offer Opening Date and the Bid/ Offer Closing Date and the floor price or price band along with necessary details subject to regulation 250 of SEBI ICDR Regulations. This advertisement, subject to the provisions of section 30 of the Companies Act, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI Regulations.

The above information is given for the benefit of the Bidders. The Bidders are advised to make their own enquiries about the

limits applicable to them. Our Company and the Book Running Lead Manager do not accept any responsibility for the completeness and accuracy of the information stated hereinabove. Our Company and the Book Running Lead Manager are not liable to inform the investors of any amendments or modifications or changes in applicable laws and regulations, which may occur after the date of this Red Herring Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws and regulations.

New Financial Instruments

There are no new financial instruments such as deep discounted bonds, debenture, warrants, secured premium notes, etc. issued by our Company. Application by eligible NRIs, FPIs Registered with SEBI, VCFs, AIFs registered with SEBI and QFIs. It is to be understood that there is no reservation for Eligible NRIs or FPIs or QFIs or VCFs or AIFs registered with SEBI. Such Eligible NRIs, QFIs, FPIs, VCFs or AIFs registered with SEBI will be treated on the same basis with other categories for the purpose of Allocation.

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ISSUE STRUCTURE

This Offer is being made in terms of Regulation 229 (2) of Chapter IX of SEBI (ICDR) Regulations, 2018, as amended from time to time, whereby, an issuer, whose post issue face value capital is more than ₹ 10 Crores and up to ₹ 25 Crores, shall issue shares to the public and propose to list the same on the Small and Medium Enterprise Exchange ("SME Exchange"), in this case being the Emerge Platform of NSE i.e., NSE EMERGE. For further details regarding the salient features and terms of such an offer please refer chapter titled "Terms of the Issue" and "Issue Procedure" on page 300 and 311 of the DRHP.

This Issue comprise of up to 56,00,000 Equity Shares of Face Value of ₹10/- each fully paid (The "Equity Shares") for cash at a price of ₹ [•] per Equity Shares *(including a premium of* ₹ [•] per *equity share)* aggregating to ₹ [•] Lakhs (*"the Issue / the Offer"*) comprising of Fresh Issue of 56,00,000 Equity Shares aggregating up to ₹ [•] Lakhs by our Company. The Offer and the Net Offer will constitute 26.61% and 25.28% respectively of the post Issue paid up Equity Share Capital of the Company.

The Issue is being made by way of Book Building Process.

Particulars of the Offer [(2)]	**Market Maker Reservation Portion**	**QIBs** [(1)]	**Non-Institutional Applicants**	**Retail Individual Investors**
Number of Equity Shares available for allocation	Not less than 2,00,000 Equity Shares	Not more than 26,60,000 Equity Shares	Not less than 7,98,000 Equity Shares	Not less than 18,62,000 Equity Shares
Percentage of offer Size available for Allocation	5% of the offer Size	Not more than 50% of the Net Offer being available for allocation to QIB Bidders. However, up to 5% of the Net QIB Portion will be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion. The unsubscribed portion in the Mutual Fund Portion will be added to the Net QIB Portion	Not less than 15% of the Net Issue	Not less than 35% of the Net Issue
Basis of Allotment (3)	Firm Allotment	Proportionate as follows (excluding the Anchor Investor Anchor Investor Portion): (a) Up to [•] Equity Shares shall be available for allocation on a proportionate basis to Mutual Funds only; and (b) Up to [•] Equity Shares shall be available for allocation on a proportionate basis to all QIBs, including Mutual Funds receiving allocation as per (a) above. Up to [•] Equity Shares) may be allocated on a discretionary basis to Anchor Investors of which one-third shall be available for	Proportionate	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 311.

Particulars of the Offer [2]	Market Maker Reservation Portion	QIBs [1]	Non-Institutional Applicants	Retail Individual Investors
		allocation to Domestic Mutual funds only, subject to valid Bid received from Mutual Funds at or above the Anchor Investor Allocation Price		
Mode of Bid	Only through the ASBA process.	ASBA Process only (excluding Anchor Investors)	Only through the ASBA process	Through ASBA Process Through Banks or by using UPI ID for payment
Mode of allotment	Compulsorily in dematerialized form			
Minimum Bid Size	2,00,000 Equity Shares in multiple of 1,000 Equity shares	Such number of Equity Shares and in multiples of 1,000 Equity Shares that the Bid Amount exceeds	Such number of Equity shares in multiple of 1,000 Equity shares that Bid size exceeds Rs 2,00,000	1,000 Equity Shares
Maximum Bid Size	2,00,000 Equity Shares	Such number of Equity Shares in multiples of 1,000 Equity Shares not exceeding the size of the Net Offer, subject to applicable limits.	Such number of Equity Shares in multiples of 1,000 Equity Shares not Exceeding the size of the offer (excluding the QIB portion), subject to limits as applicable to the Bidder	Such number of Equity Shares in multiples of 1,000 Equity Shares so that the Bid Amount does not exceed Rs. 2,00,000/-
Trading Lot	1,000 Equity Shares, however the Market Maker may accept odd lots if any in the market as required under the SEBI ICDR Regulations	1,000 Equity Shares and inmultiples thereof		
Terms of Payment	Full Bid Amount shall be blocked by the SCSBs in the bank account of the ASBA Bidder (other than Anchor Investors) or by the Sponsor Bank through the UPI Mechanism, that is specified in the ASBA Form at the time of submission of the ASBA Form. In case of Anchor Investors: Full Bid Amount shall be payable by the Anchor Investors at the time of submission of their Bids [4]			
Mode of Bid	Only through the ASBA process (except for Anchor Investors)			

This Offer is being made in terms of Chapter IX of the SEBI (ICDR) Regulations, 2018, as amended from time to time. For further details, please refer to "Issue Structure" on page 307 of the DRHP.

(1) Our Company 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. One-third ofthe 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.

(2) In terms of Rule 19(2) of the SCRR read with Regulation 252 of the SEBI (ICDR) Regulations, 2018 this is an Offer for at least 25% of the post offer paid-up Equity share capital of the Company. This Offer is being made through Book Building Process, wherein allocation to the public shall be as per Regulation 253 of the SEBI (ICDR) Regulations.

(3) Subject to valid Bids being received at or above the Issue Price, undersubscription, if any, in any category, except in the

QIB Portion, would be allowed to be met with spill-over from any other category or combination of categories of Bidders at the discretion of our Company in consultation with the Book Running Lead Manager and the Designated Stock Exchange, subject to applicable laws.

(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 Offer Price shall be payable by the Anchor Investor Pay-In Date as indicated in the CAN.

Bid/Offer Programme:

Events	Indicative Dates
Bid/Offer Opening Date	Friday, December 08, 2023
Bid/Offer Closing Date	Tuesday, December 12, 2023
Finalization of Basis of Allotment with the SE	On or about Wednesday, December 13, 2023
Initiation of Allotment / Refunds / Unblocking of Funds from ASBA Account orUPI ID linked bank account	On or about Thursday, December 14, 2023
Credit of Equity Shares to Demat accounts of Allottees	On or about Thursday, December 14, 2023
Commencement of trading of the Equity Shares on the Stock Exchange	On or about Friday, December 15, 2023

Note - Our Company in consultation with the Book Running Lead Manager, may consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Offer Period shall be one Working Day prior to the Bid/Offer Opening Date in accordance with the SEBI ICDR Regulations.

Bids and any revisions to the same will be accepted only between 10.00 a.m. to 5.00 p.m. (Indian Standard Time) during the Offer Period at the Bidding Centres mentioned in the Bid cum Application Form.

Standardization of cut-off time for uploading of bids on the Bid/Offer closing date:

A standard cut-off time of 3.00 p.m. for acceptance of bids.

A standard cut-off time of 4.00 p.m. for uploading of bids received from other than retail individual applicants.

A standard cut-off time of 5.00 p.m. for uploading of bids received from only retail individual applicants, which may be extended up to such time as deemed fit by NSE after taking into account the total number of bids received up to the closure of timings and reported by BRLM to **N**SE within half an hour of such closure.

It is clarified that Bids not uploaded in the book, would be rejected. In case of discrepancy in the data entered in the electronic book vis-à-vis the data contained in the physical Bid form, for a particular bidder, the details as per physical bid cum application form of that Bidder may be taken as the final data for the purpose of allotment.

Bids will be accepted only on Working Days, i.e., Monday to Friday (excluding any public holiday).

Withdrawal of the Offer

In accordance with SEBI (ICDR) Regulations, the Company, in consultation with the Book Running Lead Manager, reserves the right not to proceed with the Issue at any time before the Bid/ Offer Opening Date, without assigning any reason thereof.

In case, the Company wishes to withdraw the Issue after Bid/ Issue Opening but before allotment, the Company will give public notice giving reasons for withdrawal of Issue. The public notice will appear in two widely circulated national newspapers (one each in English and Hindi) and one in regional newspaper.

The Book Running Lead Manager, through the Registrar to the Issue, will instruct the SCSBs, to unblock the ASBA Accounts within one Working Day from the day of receipt of such instruction. The notice of withdrawal will be issued in the same newspapers where the pre-Issue advertisements have appeared and the Stock Exchange will also be informed promptly. If our Company withdraws the Issue after the Bid/ Offer Closing Date and subsequently decides to undertake a public offering of Equity Shares, our Company will file a fresh Red Herring Prospectus with the stock exchange where the Equity Shares may be

proposed to be listed.

Notwithstanding the foregoing, the Issue is subject to obtaining (i) the final listing and trading approvals of the Stock Exchange, which our Company will apply for only after Allotment; and (ii) the registration of Red Herring Prospectus/ Prospectus with RoC.

ISSUE PROCEDURE

All Bidders should read the General Information Document for Investing in Public Issues prepared and issued in accordance with the circular no. SEBI/HO/CFD/DIL1/CIR/P/2020/37 dated March 17, 2020 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, 2013 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 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 Offer, including in relation to the process for Bids by UPI Bidders through the UPI Mechanism.

Additionally, all Bidders may refer to the General Information Document for information in relation to (i) Category of investors eligible to participate in the Offer; (ii) maximum and minimum Bid size; (iii) price discovery and allocation; (iv) Payment Instructions for ASBA Bidders; (v) Issuance of CAN and allotment in the Offer; (vi) General instructions (limited to instructions for completing the Bid cum Application Form); (vii) Submission of Bid cum Application Form; (viii) Other Instructions (limited to joint bids in cases of individual, multiple bids and instances when an application would be rejected on technical grounds); (ix) applicable provisions of the Companies Act, 2013 relating to punishment for fictitious applications; (x) mode of making refunds; (xi) Designated Date; (xii) disposal of applications; 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, 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 UPI Bidders applying through Designated Intermediaries was made effective along with the existing process and existing timeline of T+6 days. ("UPI Phase I"). The UPI Phase I was effective till June 30, 2019.

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 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"), with effect from July 1, 2019, by SEBI circular (SEBI/HO/CFD/DIL2/CIR/P/2019/76) dated June 28, 2019, read with circular (SEBI/HO/CFD/DIL2/CIR/P/2019/85) dated July 26, 2019. 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 till further notice. The final reduced timeline of T+3 days will be made effective using the UPI Mechanism for applications by UPI Bidders ("UPI Phase III"), as may be prescribed by the SEBI. The Offer will be undertaken pursuant to the processes and procedures under UPI Phase II, 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 ("UPI Streamlining Circular") read with SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021, SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 has introduced certain additional measures for streamlining the process of initial public offers and redressing investor grievances. This circular shall come into force for initial public offers opening on or after May 1, 2021, except as amended pursuant to SEBI circular SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021, and the provisions of this circular are deemed to form part of this Prospectus. Additionally, SEBI vide its circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021 has reduced the time period for refund of applications money from 15 days to four days. However, SEBI vide its circular no. SEBI/HO/CFD/TPD1/CIR/P/2023/140 dated August 09, 2023 has further reduced the time period for refund of applications money from four days to two days from issue closing date viz. initiation not later than 09.30 am on T+2 day (T is issue Closing Date) and completion before 2.00 pm on T+2 day for fund transfer and completion before 4.00pm on T+2 day for unblocking.

Pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, 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).

Our Bank and the BRLM do not accept any responsibility for the completeness and accuracy of the information stated in this section and are not liable for any amendment, modification or change in the applicable law which may occur after the date of this Prospectus. Bidders are advised to make their independent investigations and ensure that their Bids are submitted in accordance with applicable laws and do not exceed the investment limits or maximum number of the Equity

Shares that can be held by them under applicable law or as specified in this Prospectus.

Further, our Bank and the Members of Syndicate are not liable for any adverse occurrences consequent to the implementation of the UPI Mechanism for application in this Offer.

Book Building Procedure

In terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (the "SCRR") read with Regulation 252 of SEBI ICDR Regulations, 2018, the Offer is being made for at least 25% of the post-Issue paid-up Equity Share capital ofour Company. The Offer is being made under Regulation 229(2) of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 via book building process wherein not more than 50% of the Offer shall be allocated on a proportionate basis to QIBs, provided that our Company and may, in consultation with the BRLM, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations, of which one-third shall bereserved 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 EquityShares shall be added to the QIB Portion. Further, 5% of the QIB Portion (excluding the Anchor Investor Portion) shall be available for allocation on a proportionate basis only to Mutual Funds, and the remainder of the QIB Portion shall be available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer shall be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Offer 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 Offer Price.

Subject to valid Bids being received at or above the Offer Price, undersubscription, if any, in any category, except the QIB Portion, would be allowed to be met with spill-over from any other category or a combination of categories at the discretion of our Company in consultation with the BRLM, and the Designated Stock Exchange. However, under-subscription, if any, in the QIB Portion will not be allowed to be met with spillover from other categories or a combination of categories.

The Equity Shares, on Allotment, shall be traded only in the dematerialised segment of the Stock Exchanges.

Investors should note that the Equity Shares will be Allotted to all successful Bidders only in dematerialized form. The Bid cum Application Forms which do not have the details of the Bidders' depository account, including DP ID, Client ID, PAN and UPI ID, as applicable, shall be treated as incomplete and will be rejected. Bidders will not have the option of being Allotted Equity Shares in physical form. However, they may get the Equity Shares rematerialized subsequent to Allotment of the Equity Shares in the Offer, subject to applicable laws.

Phased implementation of Unified Payments Inter face

SEBI has issued a circular bearing number SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 1, 2018 and circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/50 dated April 3, 2019 circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/76 June 28, 2019, circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019 and circular no. SEBI/HO/CFD/DCR2/CIR/P/2019/133 dated November 08, 2019 (collectively the "UPI Circulars") in relation to streamlining the process of public issue of equity shares and convertibles. Pursuant to the UPI Circulars, UPI will be introduced in a phased manner as a payment mechanism (inaddition to mechanism of blocking funds in the account maintained with SCSBs under the ASBA) for applications by RIBs through intermediaries with the objective to reduce the time duration from public issue closure to listing from six working daysto 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 Mechanism, the UPI Circular proposes to introduce and implement the UPI Mechanism in threephases in the following manner:

Phase I: This phase has become applicable from January 1, 2019 until March 31, 2019 or floating of five main board public issues, whichever is later. Subsequently, the timeline for implementation of Phase I was extended till June 30, 2019. Under thisphase, a Retail Individual Applicant had the option to submit the Application Form with any of the intermediary and use his / her UPI ID for the purpose of blocking of funds. The time duration from public issue closure to listing continued to be six Working Days.

Phase II: This phase has become applicable from July 1, 2019 and was to initially continue for a period of three months or floating of five main board public issues, whichever is later. Subsequently, it was decided to extend the timeline for implementation of Phase II until March 31, 2020. Further, as per SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/50 dated March 30, 2020, the current Phase II of Unified Payments Interface with Application Supported by Blocked Amount is

continued till further notice. Under this phase, submission of the ASBA Form by RIIs through Designated Intermediaries (other than SCSBs) to SCSBs for blocking of funds will be discontinued and will be replaced by the UPI payment mechanism. However, the time duration from public issue closure to listing continues to be six Working Days during this phase. 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 till further notice.

Phase III: The commencement period of Phase III is yet to be notified. In this phase, the time duration from public issue closure to listing would be reduced to three Working Days. Accordingly, upon commencement of Phase III, the reduced time duration shall be applicable for the Offer.

The Offer will be made under UPI Phase II of the UPI Circulars, unless UPI Phase III of the UPI Circular becomes effective and applicable on or prior to the Bid/Offer Opening Date. If the Offer is made under UPI Phase III of the UPI Circular, the same will be advertised in shall be advertised in all editions of [•], a widely circulated English national daily newspaper and all editions of [•], a widely circulated Hindi national daily newspaper, as the registered office of our company is situated in Ahmedabad, therefore Gujrati being regional language of Ahmedabd, each with wide circulation on or prior to the Bid/Offer Opening Date and such advertisement shall also be made available to the Stock Exchanges for the purpose of uploading on their websites.

All SCSBs offering the facility of making applications in public issues shall also provide the facility to make application using UPI. The Sponsor Bank to act as a conduit between the Stock Exchanges and NPCI in order to facilitate collection of requests and/ or payment instructions of the UPI Bidders using the UPI.

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 make an application as prescribed in Annexure I of of SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and provide a written confirmation on compliance with SEBI Circular No: SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 read with SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022 and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022.

Further, pursuant to SEBI Circular No: SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, all Retail Individual Bidders applying in public issues where the application amount is up to ₹ 500,000 shall use UPI and shall also provide their UPI ID in the Bid cum Application Form submitted with any of the entities mentioned herein below:

i. a syndicate member;

ii. a stock broker registered with a recognised stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity);

iii. a depository participant (whose name is mentioned on the website of the stock exchange as eligible for this activity);

iv. a registrar to an issue and share transfer agent (whose name is mentioned on the website of the stock exchange as eligible for this activity).

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 at the offices of the BRLM, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of the NSE, at least one day prior tothe Bid/ Offer Opening Date.

Copies of the Anchor Investor Application Form will be available at the offices of the BRLM.

All Bidders (other than Anchor Investors) shall mandatorily participate in the Offer only through the ASBA process. ASBA Bidders must provide either (i) the bank account details and authorisation to block funds in the ASBA Form, or (ii) the UPI

ID,as applicable, in the relevant space provided in the ASBA Form. The ASBA Forms that do not contain such details are liable tobe rejected. Applications made by the RIIs using third party bank account or using third party linked bank account UPI ID are liable for rejection. Anchor Investors are not permitted to participate in the Offer through the ASBA process. ASBA Bidders shall ensure that the Bids are made on ASBA Forms bearing the stamp of the relevant Designated Intermediary, submitted at therelevant Bidding Centres only (except in case of electronic ASBA Forms) and the ASBA Forms not bearing such specified stampare liable to be rejected. Since the Offer is made under Phase II of the UPI Circulars, ASBA Bidders may submit the ASBA Form in the manner below:

i. RIIs (other than the RIIs using UPI Mechanism) may submit their ASBA Forms with SCSBs (physically or online, as applicable), or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts), providedby certain brokers.

ii. RIIs using the UPI Mechanism, may submit their ASBA Forms with the Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs, or online using the facility of linked online trading, demat and bank account (3 in 1 type accounts),provided by certain brokers.

iii. QIBs and NIBs may submit their ASBA Forms with SCSBs, Syndicate, sub-syndicate members, Registered Brokers, RTAs or CDPs.

Anchor Investors are not permitted to participate in the Offer through the ASBA process.

For Anchor Investors, the Anchor Investor Application Form will be available at the office of the BRLM. ASBA Bidders are also required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Bid Amount which can be blocked by the SCSB.

The prescribed colour of the Bid cum Application Form for various categories is as follows:

Category	Colour*
Anchor Investor**	White
Resident Indians and Eligible NRIs applying on a non-repatriation basis	White
Non-Residents and Eligible NRIs, FIIs, FVCIs, etc. applying on a repatriation basis	Blue

**Excluding Electronic Bid cum Application Form*

*** Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.*

Designated Intermediaries (other than SCSBs) after accepting Bid Cum Application Form submitted by RIIs (without using UPIfor payment), NIIs and QIBs shall capture and upload the relevant details in the electronic bidding system of stock exchange(s)and shall submit/deliver the Bid Cum Application Forms to respective SCSBs where the Bidders has a bank account and shall not submit it to any non-SCSB Bank.

Further, for applications submitted to designated intermediaries (other than SCSBs), with use of UPI for payment, after acceptingthe Bid Cum Application Form, respective intermediary shall capture and upload the relevant application details, including UPIID, in the electronic bidding system of stock exchange(s).

Bidders shall only use the specified Bid Cum Application Form for making an Application in terms of the Red Herring Prospectus.

The Bid Cum Application Form shall contain information about the Bidder and the price and the number of Equity Shares that the Bidders wish to apply for. Bid Cum Application Forms downloaded and printed from the websites of the Stock Exchange shall bear a system generated unique application number. Bidders are required to ensure that the ASBA Account has sufficient credit balance as an amount equivalent to the full Application Amount can be blocked by the SCSB or Sponsor Bank at the timeof submitting the Application.

An Investor, intending to subscribe to this Offer, shall submit a completed Bid Cum Application Form to any of the following intermediaries (Collectively called – "Designated Intermediaries")

Sr. No.	Designated Intermediaries
1.	An SCSB, with whom the bank account to be blocked, is maintained

2.	A syndicate member (or sub-syndicate member)
3.	A stock broker registered with a recognized stock exchange (and whose name is mentioned on the website of the stock exchange as eligible for this activity) ('broker')
4.	A depository participant ('DP') (whose name is mentioned on the website of the stock exchange as eligible for thisactivity)
5.	A registrar to an Offer and share transfer agent ('RTA') (whose name is mentioned on the website of the stock exchangeas eligible for this activity)

Retails investors submitting application with any of the entities at (ii) to (v) above (hereinafter referred as "Intermediaries"), and intending to use UPI, shall also enter their UPI ID in the Bid Cum Application Form.

The aforesaid intermediary shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.

In case of ASBA forms, the relevant Designated Intermediaries shall upload the relevant bid details in the electronic bidding system of the Stock Exchanges and the Stock Exchanges shall accept the ASBA applications in their electronic bidding system only with a mandatory confirmation on the application monies blocked. For UPI Bidders using UPI Mechanism, the Stock Exchanges shall share the Bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request to UPI Bidders for blocking of funds. For ASBA Forms (other than 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 UPI Mechanism, the Stock Exchanges shall share the Bid details (including UPI ID) with the Sponsor Bank on a continuous basis to enable the Sponsor Bank to initiate UPI Mandate Request to UPI Bidders for blocking of funds. The Sponsor Bank 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. In accordance with NSE Circular No: 20220803-40 and NSE Circular No: 25/2022, each dated August 3, 2022, for all pending UPI Mandate Requests, the Sponsor Bank 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/Offer Closing Date ("Cut-Off Time"). Accordingly, UPI Bidders 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. Further, modification of Bids shall be allowed in parallel during the Bid/Offer Period until the Cut-Off Time. 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, 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 and the Bankers to the Offer. The BRLM shall also be required to obtain the audit trail from the Sponsor Bank and the Bankers to the Offer for analysing the same and fixing liability.

Availability of Red Herring Prospectus and Bid Cum Application Forms

Copies of the Bid cum Application Form and the abridged prospectus will be available at the offices of the BRLM, the Designated Intermediaries at Bidding Centres, and Registered Office of our Company. An electronic copy of the Bid cum Application Form will also be available for download on the websites of SCSBs (via Internet Banking) and NSE (www.nseindia.com) at least one day prior to the Bid/ Offer Opening Date.

Bid cum application for Anchor Investor shall be made available at the Office of the BRLM.

Who can Bid?

Each Bidder should check whether it is eligible to apply under applicable law, rules, regulations, guidelines and policies. Furthermore, certain categories of Bidders, such as NRIs, FPIs and FVCIs may not be allowed to apply in the Offer or to hold Equity Shares, in excess of certain limits specified under applicable law. Bidders are requested to refer to the Prospectus for more details.

Subject to the above, an illustrative list of Bidders is as follows:

a) Indian nationals' resident in India who are not incompetent to contract under the Indian Contract Act, 1872, as amended,in single or as a joint application and minors having valid Demat account as per Demographic Details provided by the Depositories. Furthermore, based on the information provided by the Depositories, our Company shall have the right to accept the Applications belonging to an account for the benefit of minor (under guardianship);
b) Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the applicationis being made in the name of the HUF in the Bid Cum Application Form as follows: —Name of Sole or First Bidder: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta‖. Applications by HUFs would be considered at par with those from individuals;
c) Companies, corporate bodies and societies registered under the applicable laws in India and authorized to invest in the Equity Shares under their respective constitutional and charter documents;
d) Mutual Funds registered with SEBI;
e) Eligible NRIs on a repatriation basis or on a non-repatriation basis, subject to applicable laws. NRIs other than EligibleNRIs are not eligible to participate in this Offer;
f) Indian Financial Institutions, scheduled commercial banks, regional rural banks, co-operative banks (subject to RBI permission, and the SEBI Regulations and other laws, as applicable);
g) FPIs other than Category III FPI; VCFs and FVCIs registered with SEBI;
h) Limited Liability Partnerships (LLPs) registered in India and authorized to invest in equity shares;
i) Sub-accounts of FIIs registered with SEBI, which are foreign corporate or foreign individuals only under the Non-Institutional Bidder 's category;
j) Venture Capital Funds and Alternative Investment Fund (I) registered with SEBI; State Industrial Development Corporations;
k) Foreign Venture Capital Investors registered with the SEBI;
l) Trusts/societies registered under the Societies Registration Act, 1860, as amended, or under any other law relating toTrusts and who are authorized under their constitution to hold and invest in equity shares;
m) Scientific and/or Industrial Research Organizations authorized to invest in equity shares;
n) Insurance Companies registered with Insurance Regulatory and Development Authority, India;
o) Provident Funds with minimum corpus of ₹ 25 Crores and who are authorized under their constitution to hold andinvest in equity shares;
p) Pension Funds and Pension Funds with minimum corpus of ₹ 25 Crores and who are authorized under theirconstitution to hold and invest in equity shares;
q) National Investment Fund set up by Resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of Government ofIndia published in the Gazette of India;
r) Multilateral and bilateral development financial institution;
s) Eligible QFIs;
t) Insurance funds set up and managed by army, navy or air force of the Union of India;
u) Insurance funds set up and managed by the Department of Posts, India;
v) Any other person eligible to apply in this Offer, under the laws, rules, regulations, guidelines and policies applicable to them.

Applications not to be made by:

1. Minors (except through their Guardians)
2. Partnership firms or their nominations
3. Foreign Nationals (except NRIs)
4. Overseas Corporate Bodies

As per the existing regulations, OCBs are not eligible to participate in this Offer. The RBI has however clarified in its circular, A.P. (DIR Series) Circular No. 44, dated December 8, 2003 that OCBs which are incorporated and are not under the adverse notice of the RBI are permitted to undertake fresh investments as 138 incorporated non-resident entities in terms of Regulation 5(1) of RBI Notification No.20/2000-RB dated May 3, 2000 under FDI Scheme with the prior approval of Government if the investment is through Government Route and with the prior approval of RBI if the investment is through Automatic Route on case by case basis. OCBs may invest in this Offer provided it obtains a prior approval from the RBI. On submission of such approval along with the Bid Cum Application Form, the OCB shall be eligible to be considered for share allocation.

MAXIMUM AND MINIMUM APPLICATION SIZE

1. For Retail Individual Bidders

The Application must be for 18,62,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter, so as to ensure that the Application Price payable by the Bidder does not exceed ₹ 2,00,000. In case of revision of Applications, the Retail Individual Bidders have to ensure that the Application Price does not exceed ₹ 2,00,000.

2. For Other than Retail Individual Bidders (Non-Institutional Applicants and QIBs):

The Application must be for a minimum of such number of Equity Shares that the Application Amount exceeds ₹ 2,00,000 and in multiples of 1,000 Equity Shares thereafter. An application cannot be submitted for more than the Net Offer Size. However,the maximum Application by a QIB investor should not exceed the investment limits prescribed for them by applicable laws. Under existing SEBI Regulations, a QIB Bidder cannot withdraw its Application after the Offer Closing Date and is required topay 100% QIB Margin upon submission of Application.

In case of revision in Applications, the Non-Institutional Bidders, who are individuals, have to ensure that the Application Amount is greater than ₹ 2,00,000 for being considered for allocation in the Non-Institutional Portion.

Bidders are advised to ensure that any single Application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in this Prospectus.

The above information is given for the benefit of the Bidders. The 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 Prospectus. Bidders are advised to make their independent investigations and ensure that the number of Equity Shares applied for do not exceed the applicable limits under laws or regulations.

METHOD OF BIDDING PROCESS

Our Company in consultation with the BRLM will decide the Price Band and the minimum Bid lot size forthe Offer and the same shall be advertised in all editions of the English national newspaper [•], all editions of Hindi national newspaper [•] and the registered office of our company is situated in Ahmedabad (Gujarat), therefore Gujarati being regional language of Gujarat [•], each with wide circulation at least two Working Days prior to the Bid / Offer Opening Date. The BRLM and the SCSBs shall accept Bidsfrom the Bidders during the Bid / Offer Period.

a) The Bid / Offer Period shall be for a minimum of three Working Days and shall not exceed 10 Working Days. The Bid/ Offer Period maybe extended, if required, by an additional three Working Days, subject to the total Bid/ Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid / Offer Period, if applicable, will be published in all editions of the English national newspaper [•], all editions of Hindi national newspaper [•] and the registered office of our company is situated in Ahmedabad (Gujarat), therefore Gujarati being regional language of Gujarat [•], each with wide circulation and also by indicating the change on the websites of the Book Running Lead Manager.

b) During the Bid/ Offer Period, Retail Individual Bidders, should approach the BRLM or their authorized agents to register their Bids. The BRLM shall accept Bids from Anchor Investors and ASBA Bidders in Specified Cities and it shall have theright to vet the Bids during the Bid/ Offer Period in accordance with the terms of the Red Herring Prospectus. ASBA Bidders should approach the Designated Branches or the BRLM (for the Bids to be submitted in the Specified Cities) to register their Bids.

c) Each Bid cum Application Form will give the Bidder the choice to Bid for up to three optional prices (for details refer to the paragraph titled “Bids at Different Price Levels and Revision of Bids” below) within the Price Band and specify the demand (i.e., the number of Equity Shares Bid for) in each option. The price and demand options submitted by the Bidderin the Bid cum Application Form will be treated as optional demands from the Bidder and will not be cumulated. After determination of the Offer Price, the maximum number of Equity Shares Bid for by a Bidder/Applicant at or above the Offer Price will be considered for allocation/Allotment and the rest of the Bid(s), irrespective of the Bid Amount, will become automatically invalid.

d) The Bidder / Applicant cannot Bid through another Bid cum Application Form after Bids through one Bid cum ApplicationForm have been submitted to a BRLM or the SCSBs. Submission of a second Bid cum Application Form to either the sameor to another BRLM or SCSB will be treated as multiple Bid and is liable to be rejected either before entering the Bid intothe electronic bidding system, or at any point of time prior to the allocation or Allotment of Equity Shares in this Offer. However, the Bidder can revise the Bid through the Revision Form, the procedure for which

is detailed under the paragraph"Buildup of the Book and Revision of Bids".

e) Except in relation to the Bids received from the Anchor Investors, the BRLM/the SCSBs will enter each Bid option into the electronic bidding system as a separate Bid and generate a Transaction Registration Slip, ("TRS"), for each price and demand option and give the same to the Bidder. Therefore, a Bidder can receive up to three TRSs for each Bid cum Application Form

f) The BRLM shall accept the Bids from the Anchor Investors during the Anchor Investor Bid/ Offer Period i.e. one workingday prior to the Bid/ Offer Opening Date. Bids by QIBs under the Anchor Investor Portion and the QIB Portion shall not be considered as multiple Bids.

g) Along with the Bid cum Application Form, Anchor Investors will make payment in the manner described in "Escrow Mechanism - Terms of payment and payment into the Escrow Accounts" in the section "Issue Procedure" beginning on page 311 of this Prospectus

h) Upon receipt of the Bid cum Application Form, submitted whether in physical or electronic mode, the Designated Branchof the SCSB shall verify if sufficient funds equal to the Bid Amount are available in the ASBA Account, as mentioned in the Bid cum Application Form, prior to uploading such Bids with the Stock Exchange.

i) If sufficient funds are not available in the ASBA Account, the Designated Branch of the SCSB shall reject such Bids and shall not upload such Bids with the Stock Exchange.

j) If sufficient funds are available in the ASBA Account, the SCSB shall block an amount equivalent to the Bid Amount mentioned in the Bid cum Application Form and will enter each Bid option into the electronic bidding system as a separateBid and generate a TRS for each price and demand option. The TRS shall be furnished to the ASBA Bidder on request.

k) The Bid Amount shall remain blocked in the aforesaid ASBA Account until finalization of the Basis of Allotment and consequent transfer of the Bid Amount against the Allotted Equity Shares to the Public Offer Account, or until withdrawal/failure of the Offer or until withdrawal/rejection of the Bid cum Application Form, as the case may be. Once the Basis of Allotment is finalized, the Registrar to the Offer shall send an appropriate request to the SCSB for unblockingthe relevant ASBA Accounts and for transferring the amount allocable to the successful Bidders to the Public Offer Account. In case of withdrawal/failure of the Offer, the blocked amount shall be unblocked on receipt of such informationfrom the Registrar to the Offer.

BIDS AT DIFFERENT PRICE LEVELS AND REVISION OF BIDS

a. Our Company in consultation with the BRLM, and without the prior approval of, or intimation, to the Bidders, reserves the right to revise the Price Band during the Bid/ Offer Period, provided that the Cap Price shall be less than or equal to 120% of the Floor Price and the Floor Price shall not be less than the face value of the Equity Shares. The revision in Price Band shall not exceed 20% on the either side i.e. the floor price can move up or down to the extent of 20% of the floor price disclosed. If the revised price band decided, falls within twodifferent price bands than the minimum application lot size shall be decided based on the price band in which the higher price falls into.

b. Our Company in consultation with the BRLM, will finalize the Offer Price within the Price Band, without the prior approval of, or intimation, to the Bidders.

c. The Bidders can Bid at any price within the Price Band. The Bidder has to Bid for the desired number of Equity Sharesat a specific price. Retail Individual Bidders may Bid at the Cut-off Price. However, bidding at the Cut-off Price is prohibited for QIB and Non-Institutional Bidders and such Bids from QIB and Non-Institutional Bidders shall be rejected.

d. Retail Individual Bidders, who Bid at Cut-off Price agree that they shall purchase the Equity Shares at any price within the Price Band. Retail Individual Bidders shall submit the Bid cum Application Form along with a cheque/demand draft for the Bid Amount based on the Cap Price with the Syndicate. In case of ASBA Bidders (excluding Non- Institutional Bidders and QIB Bidders) bidding at Cut-off Price, the ASBA Bidders shall instruct the SCSBs to block an amount based on the Cap Price.

e. The price of the specified securities offered to an anchor investor shall not be lower than the price offered to otherapplicants.

Participation by Associates /Affiliates of BRLM and the Syndicate Members

The BRLM and the Syndicate Members, if any, shall not be allowed to purchase in this Offer in any manner, except towards fulfilling their underwriting obligations. However, the associates and affiliates of the BRLM and the Syndicate Members, if any,may subscribe the Equity Shares in the Offer, either in the QIB Category or in the Non-Institutional Category as may be applicable to such Bidders, where the allocation is on a proportionate basis and such subscription may be on their own account or on behalf of their clients.

Neither the BRLM nor any persons related to the BRLM (other than Mutual Funds sponsored by entities related to the BRLM),Promoters and Promoter Group can apply in the Offer under the Anchor Investor Portion.

Option to Subscribe in the Offer

a. As per Section 29(1) of the Companies Act 2013, allotment of Equity Shares shall be made in dematerialized form only. Investors will not have the option of getting allotment of specified securities in physical form.

b. The Equity Shares, on allotment, shall be traded on the Stock Exchange in demat segment only.

c. A single application from any investor shall not exceed the investment limit/minimum number of Equity Shares thatcan be held by him/her/it under the relevant regulations/statutory guidelines and applicable law.

Information for the Bidders:

1. Our Company and the Book Running Lead Manager shall declare the Offer Opening Date and Offer Closing Date in the Red Herring Prospectus to be registered with the RoC and also publish the same in two national newspapers (one each in English and Hindi) and in a regional newspaper with wide circulation. This advertisement shall be in prescribed format.

2. Our Company will file the Red Herring Prospectus with the RoC at least 3 (three) Working days before the Offer Opening Date.

3. Copies of the Bid Cum Application Form along with Abridge Prospectus and copies of the Red Herring Prospectus will be available with the, the Book Running Lead Manager, the Registrar to the Offer, and at the Registered Office of our Company. Electronic Bid Cum Application Forms will also be available on the websites of the Stock Exchange.

4. Any Bidder who would like to obtain the Red Herring Prospectus and/ or the Bid Cum Application Form can obtain the same from our Registered Office.

5. Bidders who are interested in subscribing for the Equity Shares should approach Designated Intermediaries to registertheir applications.

6. Bid Cum Application Forms submitted directly to the SCSBs should bear the stamp of the SCSBs and/or the Designated Branch, or the respective Designated Intermediaries. Bid Cum Application Form submitted by Applicantswhose beneficiary account is inactive shall be rejected.

7. The Bid Cum Application Form can be submitted either in physical or electronic mode, to the SCSBs with whom theASBA Account is maintained, or other Designated Intermediaries (Other than SCSBs). SCSBs may provide the electronic mode of collecting either through an internet enabled collecting and banking facility or such other secured,electronically enabled mechanism for applying and blocking funds in the ASBA Account. The Retail Individual Applicants has to apply only through UPI Channel, they have to provide the UPI ID and validate the blocking of thefunds and such Bid Cum Application Forms that do not contain such details are liable to be rejected.

8. Bidders applying directly through the SCSBs should ensure that the Bid Cum Application Form is submitted to a

Designated Branch of SCSB, where the ASBA Account is maintained. Applications submitted directly to the SCSB's or other Designated Intermediaries (Other than SCSBs), the relevant SCSB, shall block an amount in the ASBA Account equal to the Application Amount specified in the Bid Cum Application Form, before entering the ASBAapplication into the electronic system.

9. Except for applications by or on behalf of the Central or State Government and the Officials appointed by the courts and by investors residing in the State of Sikkim, the Bidders, or in the case of application in joint names, the first Bidder (the first name under which the beneficiary account is held), should mention his/her PAN allotted under the Income Tax Act. In accordance with the SEBI Regulations, the PAN would be the sole identification number for participating transacting in the securities market, irrespective of the amount of transaction. Any Bid Cum ApplicationForm without PAN is liable to be rejected. The demat accounts of Bidders for whom PAN details have not been verified, excluding person resident in the State of Sikkim or persons who may be exempted from specifying their PANfor transacting in the securities market, shall be "suspended for credit" and no credit of Equity Shares pursuant to theOffer will be made into the accounts of such Bidders.

10. The Bidders may note that in case the PAN, the DP ID and Client ID mentioned in the Bid Cum Application Form and entered into the electronic collecting system of the Stock Exchange Designated Intermediaries do not match withPAN, the DP ID and Client ID available in the Depository database, the Bid Cum Application Form is liable to be rejected.

BIDS BY ANCHOR INVESTORS:

Our Company in consultation with the BRLM, may consider participation by Anchor Investors in the Offer for up to 60% of the QIB Portion in accordance with the SEBI Regulations. Only QIBs as defined in Regulation 2(1)(ss) of the SEBI Regulations and not otherwise excluded pursuant to Schedule XIII of the SEBI Regulations are eligible to invest. The QIB Portion will be reduced in proportion to allocation under the Anchor Investor Portion. In the event of undersubscriptionin the Anchor Investor Portion, the balance Equity Shares will be added to the QIB Portion. In accordance with the SEBI Regulations, the key terms for participation in the Anchor Investor Portion are provided below.

1) Anchor Investor Bid cum Application Forms will be made available for the Anchor Investors at the offices of the BRLM.

2) The Bid must be for a minimum of such number of Equity Shares so that the Bid Amount is at least 200.00 Lakhs. A Bid cannot be submitted for over 60% of the QIB Portion. In case of a Mutual Fund, separate Bids by individual schemes of aMutual Fund will be aggregated to determine the minimum application size of 200.00 Lakhs

3) One-third of the Anchor Investor Portion will be reserved for allocation to domestic Mutual Funds.

4) Bidding for Anchor Investors will open one Working Day before the Bid/ Offer Opening Date and be completed on the same day.

5) Our Company in consultation with the BRLM, will finalize allocation to the Anchor Investors ona discretionary basis, provided that the minimum and maximum number of Allottees in the Anchor Investor Portion will be, as mentioned below:

- where allocation in the Anchor Investor Portion is up to 200.00 Lakhs, maximum of 2 (two) Anchor Investors.
- where the allocation under the Anchor Investor Portion is more than 200.00 Lakhs but upto 2500.00 Lakhs, minimumof 2 (two) and maximum of 15 (fifteen) Anchor Investors, subject to a minimum Allotment of 100.00 Lakhs per Anchor Investor; and
- where the allocation under the Anchor Investor portion is more than 2500.00 Lakhs:(i) minimum of 5 (five) and maximum of 15 (fifteen) Anchor Investors for allocation upto2500.00 Lakhs; and (ii) an additional 10 Anchor Investors for every additional allocation of 2500.00 Lakhs or part thereof in the Anchor Investor Portion; subject to a minimum Allotment of 100.00 Lakhs per Anchor Investor.

6) Allocation to Anchor Investors will be completed on the Anchor Investor Bid/ Offer Period. The number of Equity Sharesallocated to Anchor Investors and the price at which the allocation is made will be made available in the public domain bythe BRLM before the Bid/ Offer Opening Date, through intimation to the Stock Exchange.

7) Anchor Investors cannot withdraw or lower the size of their Bids at any stage after submission of the Bid.

8) If the Offer Price is greater than the Anchor Investor Allocation Price, the additional amount being the difference betweenthe Offer Price and the Anchor Investor Allocation Price will be payable by the Anchor Investors within 1 (one) WorkingDays from the Bid/ Offer Closing Date. If the Offer Price is lower than the Anchor Investor Allocation Price, Allotment to successful Anchor Investors will be at the higher price, i.e., the Anchor Investor Offer Price.

9) At the end of each day of the bidding period, the demand including allocation made to anchor investors, shall be shown graphically on the bidding terminals of syndicate members and website of stock exchange offering electronically linked transparent bidding facility, for information of public.

10) Fifty percent of the Equity Shares Allotted in the Anchor Investor Portion will be locked in for a period of 90 and other fifty will be locked in for 30 days from the date of Allotment.

11) The BRLM, our Promoters, Promoter Group or any person related to them (except for Mutual Funds sponsored by entitiesrelated to the BRLM) will not participate in the Anchor Investor Portion. The parameters for selection of Anchor Investorswill be clearly identified by the BRLM and made available as part of the records of the BRLM for inspection by SEBI.

12) Bids made by QIBs under both the Anchor Investor Portion and the QIB Portion will not be considered multiple Bids.

13) Anchor Investors are not permitted to Bid in the Offer through the ASBA process.

BIDS BY ELIGIBLE NRI'S:

Eligible NRIs may obtain copies of Bid cum Application Form from the offices of the BRLM and the Designated Intermediaries. Eligible NRI Bidders bidding on a repatriation basis by using the Non- Resident Forms should authorize their SCSB to block their Non-Resident External ("NRE") accounts, or Foreign Currency Non-Resident ("FCNR") ASBA Accounts, and eligible NRI Bidders bidding on a non-repatriation basis by using Resident Forms should authorize their SCSB to block their Non-ResidentOrdinary ("NRO") accounts for the full Bid Amount, at the time of the submission of the Bid cum Application Form.

Eligible NRIs bidding on non-repatriation basis are advised to use the Bid cum Application Form for residents (white in colour).

Eligible NRIs bidding on a repatriation basis are advised to use the Bid cum Application Form meant for Non-Residents (blue in colour).

BIDS BY FPI INCLUDING FII'S:

In terms of the SEBI FPI Regulations, any qualified foreign investor or FII who holds a valid certificate of registration from SEBI shall be deemed to be an FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. An FII or a sub-account may participate in this Offer, in accordance with Schedule 2 of the FEMA Regulations, until the expiry of its registration with SEBI as an FII or a sub-account. An FII shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In case of Bids made by FPIs, a certified copy of the certificate of registration issued by the designated depository participant under the FPI Regulations is required to be attached to the Bid cum Application Form, failing which our Company reserves theright to reject any Bid without assigning any reason. An FII or subaccount may, subject to payment of conversion fees under the SEBI FPI Regulations, participate in the Offer, until the expiry of its registration as a FII or sub-account, or until it obtains a certificate of registration as FPI, whichever is earlier. Further, in case of Bids made by SEBI-registered FIIs or sub-accounts, which are not registered as FPIs, a certified copy of the certificate of registration as an FII issued by SEBI is required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid without assigning anyreason.

In terms of the SEBI FPI Regulations, the Offer of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10% of our post- Offer Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of the total paid-up Equity Share capital of our Company and the total holdings of all FPIs put together shall not exceed 24% of the paid-up Equity Share capital of our Company. The aggregate limit of 24% may be increased up to the sectorial cap by way of a resolution passed by the Boardof Directors followed by a special resolution passed by the Shareholders of our Company

and subject to prior intimation to RBI.In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FIIs (being deemed FPIs) shall be included. The existing individual and aggregate investment limit an FII orsub account in our Company is 10% and 24% of the total paid-up Equity Share capital of our Company, respectively.

FPIs are permitted to participate in the Offer subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 ofthe SEBI FPI Regulations, an FPI, other than Category III foreign portfolio and unregulated broad based funds, which are classified as Category II foreign portfolio investor by virtue of their investment manager being appropriately regulated, may issue or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by an FPI against securities held by it that are listed or proposed to be listed on any recognized stock exchange in India, as its underlying) directly or indirectly, only in the event (i) such offshore derivative instruments are issued only to persons who are regulated by an appropriate regulatory authority; and (ii) such offshore derivativeinstruments are issued after compliance with know your client norms. An FPI is also required to ensure that no further issue or transfer of any offshore derivative instrument is made by or on behalf of it to any persons that are not regulated by an appropriateforeign regulatory authority.

FPIs who wish to participate in the Offer are advised to use the Bid cum Application Form for Non- Residents (blue in colour).

BIDS BY SEBI REGISTERED VCF'S, AIF'S AND FVCI'S:

The SEBI FVCI Regulations and the SEBI AIF Regulations inter-alia prescribe the investment restrictions on the VCFs, FVCIs and AIFs registered with SEBI. Further, the SEBI AIF Regulations prescribe, among others, the investment restrictions on AIF's.

The holding by any individual VCF registered with SEBI in one venture capital undertaking should not exceed 25% of the corpus of the VCF. Further, VCFs and FVCIs can invest only up to 33.33% of the investible funds by way of subscription to an initial public offering.

The category I and II AIFs cannot invest more than 25% of the corpus in one Investee Company. A category III AIF cannot invest more than 10% of the corpus in one Investee Company. A venture capital fund registered as a category I AIF, as defined in the SEBI AIF Regulations, cannot invest more than 1/3rd of its corpus by way of subscription to an initial public offering of a venture capital undertaking. Additionally, the VCFs which have not re-registered as an AIF under the SEBI AIF Regulations shall continue to be regulated by the VCF Regulation until the existing fund or scheme managed by the fund is wound up and such funds shall not launch any new scheme after the notification of the SEBI AIF Regulations.

All FIIs and FVCIs should note that refunds, dividends and other distributions, if any, will be payable in Indian Rupees only andnet of Bank charges and commission.
Our Company or the BRLM will not be responsible for loss, if any, incurred by the Bidder on account of conversion of foreign currency.

There is no reservation for Eligible NRIs, FPIs and FVCIs and all Bidders will be treated on the same basis with other categories for the purpose of allocation.

BIDS BY HUF

Hindu Undivided Families or HUFs, in the individual name of the Karta. The Bidder should specify that the Application is beingmade in the name of the HUF in the Bid cum Application Form as follows: "Name of sole or first Applicant: XYZ Hindu Undivided Family applying through XYZ, where XYZ is the name of the Karta". Bid cum Applications by HUFs may be considered at par with Bid cum Applications from individuals.

BIDS BY MUTUAL FUNDS

No Mutual Fund scheme shall invest more than 10% of its net asset value in equity shares or equity related instruments of any single company provided that the limit of 10% shall not be applicable for investments in index funds or sector or industry specificfunds. No Mutual Fund under all its schemes should own more than 10% of any company's paid-up share capital

carrying votingrights.

With respect to Bids by Mutual Funds, a certified copy of their SEBI registration certificate must be lodged with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid cum Application in whole or in part,in either case, without assigning any reason thereof.

In case of a mutual fund, a separate Bid cum Application can be made in respect of each scheme of the mutual fund registered with SEBI and such Applications in respect of more than one scheme of the mutual fund will not be treated as multiple applications provided that the Bids clearly indicate the scheme concerned for which the Bids has been made.

The Bids made by the asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Applications are made.

BIDS BY SYSTEMATICALLY IMPORTANT NON-BANKING FINANCIAL COMPANIES

In case of Applications made by Systemically Important Non-Banking Financial Companies, a certified copy of the certificate of registration issued by the RBI, a certified copy of its last audited financial statements on a standalone basis and a net worth certificate from its statutory auditor(s), must be attached to the Bid cum Application Form. Failing this, our Company reserve the right to reject any Application, without assigning any reason thereof. Systemically Important Non-Banking Financial Companies participating in the Offer shall comply with all applicable legislations, regulations, directions, guidelines and circularsissued by RBI from time to time.

BIDS BY LIMITED LIABILITY PARTNERSHIPS

In case of Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, a certified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any bid without assigning any reason thereof.
Limited liability, partnerships can participate in the Offer only through the ASBA process.

BIDS BY INSURANCE COMPANIES

In case of Bids made by insurance companies registered with the IRDA, a certified copy of certificate of registration issued by IRDA must be attached to the Bid cum Application Form. Failing this, our Company reserves the right to reject any Bid by Insurance Companies without assigning any reason thereof. The exposure norms for insurers, prescribed under the Insurance Regulatory and Development Authority (Investment) Regulations, 2000, as amended, are broadly set forth below:

1) equity shares of a company: the least of 10% of the investee company's subscribed capital (face value) or 10% of the respective fund in case of life insurer or 10% of investment assets in case of general insurer or reinsurer;
2) the entire group of the investee company: not more than 15% of the respective fund in case of a life insurer or 15% of investment assets in case of a general insurer or reinsurer or 15% of the investment assets in all companies belonging tothe group, whichever is lower; and
3) the industry sector in which the investee company belong to: not more than 15% of the fund of a life insurer or a generalinsurer or a reinsurer or 15% of the investment asset, whichever is lower.

The maximum exposure limit, in the case of an investment in equity shares, cannot exceed the lower of an amount of 10% of theinvestment assets of a life insurer or general insurer and the amount calculated under (1), (2) and (3) above, as the case may be.Insurance companies participating in this Offer shall comply with all applicable regulations, guidelines and circulars issued by IRDAI from time to time.

BIDS UNDER POWER OF ATTORNEY:

In case of Bids made pursuant to a power of attorney or by limited companies, corporate bodies, registered societies, FIIs, MutualFunds, insurance companies and provident funds with a minimum corpus of ₹ 2500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹2500 Lakhs, a certified copy of the power of attorney or the relevant resolution or authority, as the case may be, along with a certified copy of the memorandum of association and articles of association and/or bye laws must be lodged along with the Bid cum Application Form. Failing this, our Company reserves the right to accept or reject any Bid in whole or in part, in either case, without assigning any reasons thereof. In addition to

the above, certain additional documents are required to be submitted by the following entities:

a) With respect to Bids by FIIs and Mutual Funds, a certified copy of their SEBI registration certificate must be lodged alongwith the Bid cum Application Form.
b) With respect to Bids by insurance companies registered with the Insurance Regulatory and Development Authority, in addition to the above, a certified copy of the certificate of registration issued by the Insurance Regulatory and DevelopmentAuthority must be lodged along with the Bid cum Application Form.
c) With respect to Bids made by provident funds with a minimum corpus of ₹ 2500 Lakhs (subject to applicable law) and pension funds with a minimum corpus of ₹ 2500 Lakhs, a certified copy of a certificate from a chartered accountant certifying the corpus of the provident fund/pension fund must be lodged along with the Bid cum Application Form.
d) With respect to Bids made by limited liability partnerships registered under the Limited Liability Partnership Act, 2008, acertified copy of certificate of registration issued under the Limited Liability Partnership Act, 2008, must be attached to the Bid cum Application Form
e) Our Company in consultation with the BRLM in their absolute discretion, reserves the right to relax the above condition of simultaneous lodging of the power of attorney along with the Bid cum Application form, subject to such terms and conditions that our Company and the BRLM may deem fit.

The above information is given for the benefit of the Bidders. Our Company, the BRLM and the Syndicate Members are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of the Red Herring Prospectus. Bidders are advised to make their independent investigations and Bidders are advised to ensure that any single Bid from them does not exceed the applicable investment limits or maximum number of Equity Shares that can be held by them under applicable law or regulation or as specified in the Red Herring Prospectus.

BIDS BY PROVIDENT FUNDS / PENSION FUNDS:

In case of Bids made by provident funds with minimum corpus of ₹ 25 Crore (subject to applicable law) and pension funds withminimum corpus of ₹ 25 Crore, a certified copy of certificate from a chartered accountant certifying the corpus of the providentfund/ pension fund must be lodged along with the Bid cum Application Form. Failing this, the Company reserves the right to accept or reject any bid in whole or in part, in either case, without assigning any reason thereof.

BIDS BY BANKING COMPANY:

In case of Bids made by banking companies registered with RBI, certified copies of: (i) the certificate of registration issued by RBI, and (ii) the approval of such banking company's investment committee are required to be attached to the Bid cum Application Form, failing which our Company reserves the right to reject any Bid by a banking company without assigning anyreason.

The investment limit for banking companies in non-financial services companies as per the Banking Regulation Act, 1949, as amended (the "Banking Regulation Act"), and the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016, is 10% of the paid-up share capital of the investee company not being its subsidiary engaged in non-financial services or 10% of the banks' own paid-up share capital and reserves, whichever is lower. However, a banking company would be permittedto invest in excess of 10% but not exceeding 30% of the paid up share capital of such investee company if (i) the investee company is engaged in non-financial activities permitted for banks in terms of Section 6(1) of the Banking Regulation Act, or (ii) the additional acquisition is through restructuring of debt / corporate debt restructuring / strategic debt restructuring, or to protect the banks' interest on loans / investments made to a company. The bank is required to submit a time bound action plan for disposal of such shares within a specified period to RBI. A banking company would require a prior approval of RBI to make (i) investment in a subsidiary and a financial services company that is not a subsidiary (with certain exception prescribed), and (ii) investment in a nonfinancial services company in excess of 10% of such investee company's paid-up share capital as stated in 5(a)(v)(c)(i) of the Reserve Bank of India (Financial Services provided by Banks) Directions, 2016.

BIDS BY SCSB'S:

SCSBs participating in the Offer are required to comply with the terms of the SEBI circulars dated September 13, 2012 and January 2, 2013. Such SCSBs are required to ensure that for making Bid cum Applications on their own account using ASBA, they should have a separate account in their own name with any other SEBI registered SCSBs. Further, such account shall be used solely for the purpose of making Bid cum application in public issues and clear demarcated funds should be available in such account for such Bid cum applications.

ISSUANCE OF A CONFIRMATION NOTE ("CAN") AND ALLOTMENT IN THE OFFER:

1. Upon approval of the basis of allotment by the Designated Stock Exchange, the BRLM or Registrar to the Offer shall sendto the SCSBs a list of their Bidders who have been allocated Equity Shares in the Offer.
2. The Registrar will then dispatch a CAN to their Bidders who have been allocated Equity Shares in the Offer. The dispatchof a CAN shall be deemed a valid, binding and irrevocable contract for the Bidder.

Offer Procedure for Application Supported by Blocked Account (ASBA) Bidders

In accordance with the SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 all the Bidders have to compulsorily apply through the ASBA Process. Our Company and the Book Running Lead Manager are not liable for any amendments, modifications, or changes in applicable laws or regulations, which may occur after the date of this Prospectus. ASBA Bidders are advised to make their independent investigations and to ensure that the ASBA Bid CumApplication Form is correctly filled up, as described in this section.

The lists of banks that have been notified by SEBI to act as SCSB (Self Certified Syndicate Banks) for the ASBA Process are provided on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes. For details on designated branches of SCSB collecting the Bid Cum Application Form, please refer the above-mentioned SEBI link.

Terms of payment

The entire Offer price of ₹ [•] per share is payable on application. In case of allotment of lesser number of Equity Shares thanthe number applied, the Registrar shall instruct the SCSBs to unblock the excess amount paid on Application to the Bidders.

SCSBs will transfer the amount as per the instruction of the Registrar to the Public Offer Account, the balance amount after transfer will be unblocked by the SCSBs.

The Bidders should note that the arrangement with Bankers to the Offer or the Registrar is not prescribed by SEBI and has beenestablished as an arrangement between our Company, Banker to the Offer and the Registrar to the Offer to facilitate collectionsfrom the Bidders.

Payment mechanism

The Bidders shall specify the bank account number in their Bid Cum Application Form and the SCSBs shall block an amount equivalent to the Application Amount in the bank account specified in the Bid Cum Application Form. The SCSB shall keep theApplication Amount in the relevant bank account blocked until withdrawal/ rejection of the Application or receipt of instructionsfrom the Registrar to unblock the Application Amount. However, Non-Retail Bidders shall neither withdraw nor lower the sizeof their applications at any stage. In the event of withdrawal or rejection of the Bid Cum Application Form or for unsuccessful Bid Cum Application Forms, the Registrar to the Offer shall give instructions to the SCSBs to unblock the application money inthe relevant bank account within one day of receipt of such instruction. The Application Amount shall remain blocked in the ASBA Account until finalization of the Basis of Allotment in the Offer and consequent transfer of the Application Amount to the Public Offer Account, or until withdrawal/ failure of the Offer or until rejection of the Application by the ASBA Bidder, as the case may be.

Please note that, in terms of SEBI Circular No. CIR/CFD/POLICYCELL/11/2015 dated November 10, 2015 and the SEBI (Issueof Capital and Disclosure Requirements) Regulations, 2018, all the investors applying in a public Issue shall use only Application Supported by Blocked Amount (ASBA) process for application providing details of the bank account which will be blocked by the Self-Certified Syndicate Banks (SCSBs) for the same. Further, pursuant to SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2018/138 dated November 01, 2018, Retail Individual Investors applying in public Issue have to use UPI as a payment mechanism with Application Supported by Blocked Amount for making application.

Payment into Escrow Account for Anchor Investors

All the investors other than Anchor Investors are required to bid through ASBA Mode. Anchor Investors are requested to note the following:

Our Company in consultation with the Book Running Lead Manager, in its absolute discretion, will decide the list of Anchor Investors to whom the CAN will be sent, pursuant to which the details of the Equity Shares allocated to them in their respective names will be notified to such Anchor Investors. For Anchor Investors, the payment instruments for payment into the Escrow Account should be drawn in favour of:

a. In case of resident Anchor Investors: ― "**ACCENT MICROCELL LIMITED IPO – ANCHOR ACCOUNT- R** "

b. In case of Non-Resident Anchor Investors: ― "**ACCENT MICROCELL LIMITED IPO – ANCHOR ACCOUNT-NR** "

Bidders should note that the escrow mechanism is not prescribed by SEBI and has been established as an arrangement between our Company, the Syndicate, the Escrow Collection Bank and the Registrar to the Offer to facilitate collections from the Anchor Investors.

Electronic Registration of Applications

1. The Designated Intermediaries will register the applications using the on-line facilities of the Stock Exchange.

2. The Designated Intermediaries will undertake modification of selected fields in the application details already uploaded before 1:00 pm of next Working Day from the Offer Closing Date.

3. The Designated Intermediaries shall be responsible for any acts, mistakes or errors or omissions and commissions in relationto,
    a) the applications accepted by them,
    b) the applications uploaded by them
    c) the applications accepted but not uploaded by them or
    d) With respect to applications by Bidders, applications accepted and uploaded by any Designated Intermediary other than SCSBs, the Bid Cum Application Form along with relevant schedules shall be sent to the SCSBs or the Designated Branch of the relevant SCSBs for blocking of funds and they will be responsible for blocking thenecessary amounts in the ASBA Accounts. In case of Application accepted and Uploaded by SCSBs, the SCSBsor the Designated Branch of the relevant SCSBs will be responsible for blocking the necessary amounts in the ASBA Accounts.

4. Neither the Book Running Lead Manager nor our Company nor the Registrar to the Offer, shall be responsible for any acts,mistakes or errors or omission and commissions in relation to,
    (i) The applications accepted by any Designated Intermediaries
    (ii) The applications uploaded by any Designated Intermediaries or
    (iii) The applications accepted but not uploaded by any Designated Intermediaries

5. The Stock Exchange will offer an electronic facility for registering applications for the Offer. This facility will available at the terminals of Designated Intermediaries and their authorized agents during the Offer Period. The Designated Branches or agents of Designated Intermediaries can also set up facilities for off-line electronic registration of applications subject to thecondition that they will subsequently upload the off-line data file into the online facilities on a regular basis. On the Offer Closing Date, the Designated Intermediaries shall upload the applications till such time as may be permitted by the Stock Exchange. This information will be available with the Book Running Lead Manager on a regular basis.

6. With respect to applications by Bidders, at the time of registering such applications, the Syndicate Bakers, DPs and RTAs shall forward a Schedule as per format given below along with the Bid Cum Application Forms to Designated Branches of the SCSBs for blocking of funds:

S.No	Details
1.	Symbol
2.	Intermediary Code
3.	Location Code
4.	Application No.
5.	Category
6.	PAN

7.	DPID
8.	Client ID
9.	Quantity
10.	Amount

**Stock Exchanges shall uniformly prescribe character length for each of the above-mentioned fields*

7. With respect to applications by Bidders, at the time of registering such applications, the Designated Intermediaries shall enterthe following information pertaining to the Bidders into in the on-line system:
   - Name of the Bidder;
   - IPO Name:
   - Bid Cum Application Form Number;
   - Investor Category;
   - PAN (of First Bidder, if more than one Bidder);
   - DP ID of the demat account of the Bidder;
   - Client Identification Number of the demat account of the Bidder;
   - Number of Equity Shares Applied for;
   - Bank Account details;
   - Locations of the Banker to the Offer or Designated Branch, as applicable, and bank code of the SCSB branch wherethe ASBA Account is maintained; and
   - Bank account number.

8. In case of submission of the Application by a Bidder through the Electronic Mode, the Bidder shall complete the above-mentioned details and mention the bank account number, except the Electronic ASBA Bid Cum Application Form number which shall be system generated.

9. The aforesaid Designated Intermediaries shall, at the time of receipt of application, give an acknowledgment to the investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form in physical as well as electronic mode. The registration of the Application by the Designated Intermediaries does not guarantee that the Equity Shares shall be allocated / allotted either by our Company.

10. Such acknowledgment will be non-negotiable and by itself will not create any obligation of any kind.

11. In case of Non-Retail Bidders and Retail Individual Bidders, applications would not be rejected except on the technical grounds as mentioned in the Red Herring Prospectus. The Designated Intermediaries shall have no right to reject applications, except on technical grounds.

12. The permission given by the Stock Exchanges to use their network and software of the Online IPO system should not in anyway be deemed or construed to mean that the compliance with various statutory and other requirements by our Company and/or the Book Running Lead Manager are cleared or approved by the Stock Exchanges; nor does it in any manner warrant,certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of our company; our Promoter, our management or any scheme or project of our Company; nor does it in any manner warrant, certify or endorse the correctness or completeness ofany of the contents of this Prospectus, nor does it warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges.

13. The Designated Intermediaries shall, on daily basis and to be completed before 9.30am of next working day of closure of Offer Period i.e. on T+1 day (T is issue Closing Day) , verify the DP ID and Client ID uploaded in the online IPO system during the Offer Period, after which the Registrar to the Offer will receive this data from the Stock Exchange and will validate the electronic application details with Depository's records. In case no corresponding record is available with Depositories, which matches the three parameters, namely DP ID,Client ID and PAN, then such applications are liable to be rejected.

14. The SCSBs shall initiate not later than 9.30 am and shall complete before 2.00 pm on next working day from issue closer date i.e. T+2 day to send confirmation of Funds blocked (Final certificate)to the Registrar to the Offer.

15. The details uploaded in the online IPO system shall be considered as final and Allotment will be based on such details

for applications.

Build of the Book

a) Bids received from various Bidders through the Designated Intermediaries may be electronically uploaded on the Bidding Platform of the Stock Exchange on a regular basis. The book gets built up at various price levels. This information may be available with the BRLM at the end of the Bid/ Offer Period.

b) Based on the aggregate demand and price for Bids registered on the Stock Exchange Platform, a graphical representation ofconsolidated demand and price as available on the websites of the Stock Exchange may be made available at the Bidding centers during the Bid/ Offer Period.

Withdrawal of Bids

a) RIIs can withdraw their Bids until Bid/ Offer Closing Date. In case a RII wishes to withdraw the Bid during the Bid/ Offer Period, the same can be done by submitting a request for the same to the concerned Designated Intermediary who shall do the requisite, including unblocking of the funds by the SCSB in the ASBA Account.

b) The Registrar to the Offer shall give instruction to the SCSB for unblocking the ASBA Account on the Designated Date. QIBs and NIIs can neither withdraw nor lower the size of their Bids at any stage.

Price Discovery and Allocation

a) Based on the demand generated at various price levels, our Company in consultation with the BRLM, shall finalize the Offer Price and the Anchor Investor Offer Price.

b) The SEBI ICDR Regulations, 2018 specify the allocation or Allotment that may be made to various categories of Bidders inan Offer depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Offer size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP. For details in relation to allocation, the Bidder may refer to the RHP.

c) Under-subscription in any category (except QIB Category) is allowed to be met with spillover from any other category or combination of categories at the discretion of the Issuer and the in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI ICDR Regulations. Unsubscribed portion in QIB Category is not available for subscription to other categories.

d) In case of under subscription in the Offer, spill-over to the extent of such under-subscription may be permitted from the Reserved Portion to the Offer. For allocation in the event of an undersubscription applicable to the Issuer, Bidders may refer to the RHP.

e) In case if the Retail Individual Investor category is entitled to more than the allocated portion on proportionate basis, the category shall be allotted that higher percentage.

f) Allocation to Anchor Investors shall be at the discretion of our Company and in consultation with the BRLM, subject to compliance with the SEBI Regulations.

Illustration of the Book Building and Price Discovery Process: Bidders should note that this example is solely for illustrative purposes and is not specific to the Issue; it also excludes Bidding by Anchor Investors. Bidders can bid at any price within the Price Band. For instance, assume a Price Band of ₹20 to ₹ 24 per share, Issue size of 3,000 Equity Shares and receipt of five Bids from Bidders, details of which are shown in the table below. The illustrative book given below shows the demand for the Equity Shares of the Issuer at various prices and is collated from Bids received from various investors.

Bid Quantity	Bid Amount (₹)	Cumulative Quantity	Subscription
500	24	500	16.67%
1,000	23	1,500	50.00%
1,500	22	3,000	100.00%
2,000	21	5,000	166.67%
2,500	20	7,500	250.00%

The price discovery is a function of demand at various prices. The highest price at which the Issuer is able to Issue the desired number of Equity Shares is the price at which the book cuts off, i.e., ₹ 22.00 in the above example. The Issuer, in consultation with the BRLM, may finalise the Issue Price at or below such Cut-Off Price, i.e., at or below ₹ 22.00. All Bids at or above this Issue Price and cut-off Bids are valid Bids and are considered for allocation in the respective categories.

Signing of Underwriting Agreement and Registering of Red Herring Prospectus/Prospectus with ROC

A copy of Red Herring Prospectus will be registered with the ROC and copy of Prospectus will be registered with ROC in terms of Section 32 of Companies Act, 2013 and Section 26 of Companies Act, 2013.

Pre- Offer Advertisement

Subject to Section 30 of the Companies Act 2013, our Company shall, after registering the Red Herring Prospectus with the ROC, publish a pre-Offer advertisement, in the form prescribed by the SEBI Regulations, in (i) English National Newspaper; (ii) Hindi National Newspaper and (iii) the registered office of our company is situated in Ahmedabad (Gujrat), therefore Gujrati being regional language of Gujrat, each with wide circulation. In the pre- Offer advertisement, we shall state the Bid Opening Date and the Bid/ Offer Closing Date and the floor price or price band along with necessary details subject to regulation 250 of SEBI ICDR Regulations. This advertisement, subject to the provisions of section 30 of the CompaniesAct, 2013, shall be in the format prescribed in Part A of Schedule X of the SEBI Regulations.

ADVERTISEMENT REGARDING OFFER PRICE AND PROSPECTUS:

Our Company will Offer a statutory advertisement after the filing of the Prospectus with the RoC. This advertisement, in addition to the information that has to be set out in the statutory advertisement, shall indicate the final derived Offer Price. Any materialupdates between the date of the Red Herring Prospectus and the date of Prospectus will be included in such statutory advertisement.

GENERAL INSTRUCTIONS:

Please note that the NIIs are not permitted to withdraw their bids or lower the size of Bids in terms of quantity of Equity Sharesor Bid Amount) at any stage. Retail Individual Investor can revise their Bids during the Bid/ Offer period and withdraw their Bids until Bid/ Offer Closing date.

Anchor investors are not allowed to withdraw their Bids after Anchor Investors bidding date.

Do's:

1. Check if you are eligible to apply as per the terms of this Red Herring Prospectus and under applicable law, rules, regulations, guidelines and approvals. All Bidders (other than Anchor Investors) should submit their Bids through the ASBA process only;
2. Ensure that you have Bid within the Price Band;
3. Read all the instructions carefully and complete the Bid cum Application Form in the prescribed form;
4. Ensure that you (other than the Anchor Investors) have mentioned the correct details of your ASBA Account (i.e. bank account number or UPI ID, as applicable) 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;
5. Ensure that your Bid cum Application Form bearing the stamp of a Designated Intermediary is submitted to the Designated Intermediary at the Bidding Center (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;
6. RIBs 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 Offer and not ASBA Account or bank account linked UPI ID of any third party;
7. Ensure that you have funds equal to the Bid Amount in the ASBA Account maintained with the SCSB before submitting the ASBA Form to any of the Designated Intermediaries;
8. 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;

9. In case of joint Bids, ensure that the First Bidder is the ASBA Account holder (or the UPI-linked bank account holder, as the case may be) and the signature of the First Bidder is included in the Bid cum Application Form;
10. Ensure that the signature of the first Bidder in case of joint Bids, is included in the Bid cum Application Forms. Ensure that you have mentioned the correct bank account number in the Bid cum Application Form;
11. 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;
12. Ensure that you request for and receive a stamped Acknowledgment Slip in the form of a counterfoil or acknowledgment 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;
13. Ensure that you submit the revised Bids to the same Designated Intermediary, through whom the original Bid was placed, and obtain a revised Acknowledgment Slip;
14. UPI Bidders not using the UPI Mechanism, should submit their Bid cum Application Form directly with SCSBs and/or the designated branches of SCSBs;
15. 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 Sponsor Bank, 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 Offer through the UPI Mechanism, ensure that you authorise the UPI Mandate Request raised by the Sponsor Bank for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment;
16. 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;
17. 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;
18. 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;
19. 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;
20. Ensure that Bids submitted by any person outside India is in compliance with applicable foreign and Indian laws;
21. 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 ASBA 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;
22. 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);
23. 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 Offer, which is UPI 2.0 certified by NPCI;
24. The ASBA bidders shall ensure that bids above ₹ 5,00,000, are uploaded only by the SCSBs;
25. 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. In case of UPI Bidders, once the Sponsor

Bank issues the UPI Mandate Request, the UPI Bidders would be required to proceed to authorize the blocking of funds by confirming or accepting the UPI Mandate Request to authorize the blocking of funds equivalent to application amount and subsequent debit of funds in case of Allotment, in a timely manner;

26. 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;
27. Ensure that when applying in the Offer 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;
28. 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 to authorize blocking of funds equivalent to the revised Bid Amount in the UPI Bidder's ASBA Account;
29. Anchor Investors should submit the Anchor Investor Application Forms to the BRLM;
30. FPIs making MIM Bids using 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;
31. 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;
32. UPI Bidders Bidding through the 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 authorize the UPI Mandate Request using his/her/its UPI PIN. Upon the authorization 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 authorized the Sponsor Bank to block the Bid Amount mentioned in the Bid Cum Application Form;
33. Ensure that you have accepted the UPI Mandate Request received from the Sponsor Bank prior to 5:00 p.m. of the Bid/ Offer Closing Date;
34. 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 ₹ 200,000 would be considered under the Retail Category for the purposes of allocation and Bids for a Bid Amount exceeding ₹ 200,000 would be considered under the Non-Institutional Category for allocation in the Offer;
35. Ensure that you have correctly signed the authorization/undertaking box in the Bid cum Application Form, or have otherwise provided an authorization to the SCSB or the Sponsor Bank, 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 Offer through the UPI Mechanism, ensure that you authorize the UPI Mandate Request raised by the Sponsor Bank for blocking of funds equivalent to Bid Amount and subsequent debit of funds in case of Allotment; and
36. Ensure that the Demographic Details are updated, true and correct in all respects

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.

Don'ts:

1. Do not Bid for lower than the minimum Bid size;
2. Do not submit a Bid using UPI ID, if you are not an UPI Bidder;
3. Do not Bid/revise the Bid Amount to less than the Floor Price or higher than the Cap Price;
4. Do not Bid for a Bid Amount exceeding ₹ 200,000 (for Bids by Retail Individual Bidders);
5. Do not Bid at Cut-off Price (for Bids by QIBs and Non-Institutional Bidders);
6. Do not pay the Bid Amount in cheques, demand drafts, cash, money order, postal order or by stock invest;
7. Do not send Bid cum Application Forms by post; instead submit the same to the Designated Intermediary only;
8. Do not submit the Bid cum Application Forms to any non-SCSB bank or our Bank;
9. Do not instruct your respective banks to release the funds blocked in the ASBA Account under the ASBA process;
10. Do not submit the Bid for an amount more than funds available in your ASBA account;
11. 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 can revise or

withdraw their Bids on or before the Bid/Offer Closing Date;

12. Do not submit your Bid after 5.00 p.m. on the Bid/Offer Closing Date;
13. 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;
14. If you are a QIB, do not submit your Bid after 4 p.m. on the QIB Bid / Offer Closing Date;
15. Do not Bid for Equity Shares in excess of what is specified for each category;
16. In case of ASBA Bidders (other than 3-in-1 Bids), Syndicate Members shall ensure that they do not upload any bids above ₹ 5,00,000;
17. 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;
18. Do not make the Bid cum Application Form using third party bank account or using third party linked bank account UPI ID;
19. 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;
20. 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;
21. 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);
22. Do not fill up the Bid cum Application Form such that the number of Equity Shares Bid for exceeds the Offer 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 this Prospectus;
23. Do not submit the General Index Register (GIR) number instead of the PAN;
24. 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 Offer;
25. Do not submit the ASBA Forms to any Designated Intermediary that is not authorized to collect the relevant ASBA Forms or to our Bank;
26. Do not submit Bids to a Designated Intermediary at a location other than at the relevant Bidding Centres. If you are UPI Bidder and are using UPI mechanism, do not submit the ASBA Form directly with SCSBs;
27. Do not submit the Bid without ensuring that funds equivalent to the entire Bid Amount are available for blocking in the relevant ASBA account;
28. Anchor Investors should not bid through the ASBA process;
29. Anchor Investors should submit Anchor Investor Application Form only to the BRLM;
30. Do not Bid on a Bid cum Application Form that does not have the stamp of a Designated Intermediary;
31. 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;
32. 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;
33. 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;
34. Do not submit more than one Bid cum Application Form for each UPI ID in case of UPI Bidders Bidding using the UPI Mechanism;
35. 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.

Other instructions for the Bidders Joint Bids

In the case of Joint Bids, the Bids should be made in the name of the Bidders whose name appears first in the Depository account.The name so entered should be the same as it appears in the Depository records. The signature of only such first Bidders wouldbe required in the Bid cum Application Form/Application Form and such first Bidder would be deemed to have signed on behalfof the joint holders. All payments may be made out in favour of the Bidder whose name appears in the Bid cum Application Form or the Revision Form and all communications may be addressed to such Bidder and may be dispatched to his or her addressas per the Demographic Details received from the Depositories.

Multiple Bids

Bidder should submit only one Bid cum Application Form. Bidder shall have the option to make a maximum of Bids at three different price levels in the Bid cum Application Form and such options are not considered as multiple Bids. Submission of a second Bid cum Application Form to either the same or to another member of the Syndicate, SCSB or Registered Broker

and duplicate copies of Bid cum Application Forms bearing the same application number shall be treated as multiple Bids and are liable to be rejected.

Investor Grievance

In case of any pre- Offer or post Offer related problems regarding demat credit / refund orders/ unblocking etc. the Investors cancontact the Compliance Officer of our Company.

Nomination Facility to Bidders

Nomination facility is available in accordance with the provisions of Section 72 of the Companies Act, 2013. In case of allotment of the Equity Shares in dematerialized form, there is no need to make a separate nomination as the nomination registered with the Depository may prevail. For changing nominations, the Bidders should inform their respective DP.

Submission of Bids

(a) During the Bid/ Offer Period, Bidders may approach any of the Designated Intermediaries to register their Bids.

(b) In case of Bidders (excluding NIIs and QIBs) Bidding at cut-off price, the Bidders may instruct the SCSBs to block Bid Amount based on the Cap Price less Discount (if applicable).

(c) For details of the timing on acceptance and upload of Bids in the Stock Exchange platform Bidders are requested to referto the RHP.

GROUNDS OF TECHNICAL REJECTIONS

Bidders are advised to note that Bids are liable to be rejected inter alia on the following technical grounds:

- Amount blocked does not tally with the amount payable for the Equity Shares applied for;
- In case of partnership firms, Equity Shares may be registered in the names of the individual partners and no firm assuch shall be entitled to apply;
- Bid by persons not competent to contract under the Indian Contract Act, 1872 including minors, insane persons;
- PAN not mentioned in the Bid cum Application Form;
- Bids at a price less than the Floor Price and Bids at a price more than the Cap Price;
- GIR number furnished instead of PAN;
- Bid for lower number of Equity Shares than specified for that category of investors;
- Bids at Cut-off Price by NIIs and QIBs;
- Bids for number of Equity Shares which are not in multiples Equity Shares which are not in multiples as specified inthe RHP;
- The amounts mentioned in the Bid cum Application Form/Application Form does not tally with the amount payable for the value of the Equity Shares Bid/Applied for;
- Bids for lower number of Equity Shares than the minimum specified for that category of investors;
- Category not ticked;
- Multiple Bids as defined in the RHP;

- In case of Bids under power of attorney or by limited companies, corporate, trust etc., where relevant documents arenot submitted;

- Bid accompanied by Stock invest/ money order/ postal order/ cash/ cheque/ demand draft/ pay order;

- Signature of sole Bidder is missing;

- Bid cum Application Forms not delivered by the Bidder within the time prescribed as per the Bid cum Application Forms, Bid/ Offer Opening Date advertisement and the RHP and as per the instructions in the RHP and the Bid cum Application Forms;

- In case no corresponding record is available with the Depositories that matches three parameters namely, names of the Bidders (including the order of names of joint holders), the Depository Participant 's identity (DP ID) and the beneficiary's account number;

- Bids for amounts greater than the maximum permissible amounts prescribed by the regulations;

- Bid by OCBs;

- Bids by US persons other than in reliance on Regulation S or "qualified institutional buyers" as defined in Rule 144Aunder the Securities Act;

- Inadequate funds in the bank account to block the Bid Amount specified in the Bid cum Application Form/ApplicationForm at the time of blocking such Bid Amount in the bank account;

- Bids not uploaded on the terminals of the Stock Exchanges;

- Where no confirmation is received from SCSB for blocking of funds;

- Bids by SCSBs wherein a separate account in its own name held with any other SCSB is not mentioned as the ASBA Account in the Bid cum Application Form/Application Form. Bids not duly signed by the sole/First Bidder;

- Bids by any persons outside India if not in compliance with applicable foreign and Indian laws;

- Bids that do not comply with the securities laws of their respective jurisdictions are liable to be rejected;

- Bids by persons prohibited from buying, selling or dealing in the shares directly or indirectly by SEBI or any other regulatory authority;

- Bids by persons who are not eligible to acquire Equity Shares of the Company in terms of all applicable laws, rules, regulations, guidelines, and approvals; and

- Details of ASBA Account not provided in the Bid cum Application form.

For details of instructions in relation to the Bid cum Application Form, Bidders may refer to the relevant section the GID.

BIDDERS SHOULD NOTE THAT IN CASE THE PAN, THE DP ID AND CLIENT ID MENTIONED IN THE BID CUM APPLICATION FORM AND ENTERED INTO THE ELECTRONIC APPLICATION SYSTEM OF THESTOCK EXCHANGES BY THE BIDS COLLECTING INTERMEDIARIES DO NOT MATCH WITH PAN, THE DP ID AND CLIENT ID AVAILABLE IN THE DEPOSITORY DATABASE, THE BID CUM APPLICATION FORM IS LIABLE TO BE REJECTED.

BASIS OF ALLOCATION

a) The SEBI (ICDR) Regulations specify the allocation or Allotment that may be made to various categories of Bidders in an Offer depending on compliance with the eligibility conditions. Certain details pertaining to the percentage of Offer size available for allocation to each category is disclosed overleaf of the Bid cum Application Form and in the RHP. For details in relation to allocation, the Bidder may refer to the RHP.

b) Under-subscription in any category (except QIB Category) is allowed to be met with spill over from any other categoryor combination of categories at the discretion of the Issuer and in consultation with the BRLM and the Designated Stock Exchange and in accordance with the SEBI (ICDR) Regulations, Unsubscribed portion in QIB Category is notavailable for subscription to other categories.

c) In case of under subscription in the Offer, spill-over to the extent of such under- subscription may be permitted fromthe Reserved Portion to the Offer. For allocation in the event of an under-subscription applicable to the Issuer, Biddersmay refer to the RHP.

ALLOTMENT PROCEDURE AND BASIS OF ALLOTMENT

The Allotment of Equity Shares to Bidders other than Retail Individual Investors and Anchor Investors may be on proportionate basis. For Basis of Allotment to Anchor Investors, Bidders may refer to RHP. No Retail Individual Investor will be Allotted less than the minimum Bid Lot subject to availability of shares in Retail Individual Investor Category and the remaining available shares, if any will be Allotted on a proportionate basis. The Issuer is required to receive a minimum subscription of 90% of theOffer. However, in case the Offer is in the nature of Offer for Sale only, then minimum subscription may not be applicable.

BASIS OF ALLOTMENT

a. For Retail Individual Bidders

Bids received from the Retail Individual Bidders at or above the Offer Price shall be grouped together to determine the total demand under this category. The Allotment to all the successful Retail Individual Bidders will be made at the Offer Price.

The Offer size less Allotment to Non-Institutional and QIB Bidders shall be available for Allotment to Retail Individual Bidders who have Bid in the Offer at a price that is equal to or greater than the Offer Price. If the aggregate demand in this category is less than or equal to [•] Equity Shares at or above the Offer Price, full Allotment shall be made to the Retail Individual Bidders to the extent of their valid Bids.

If the aggregate demand in this category is greater than [•] Equity Shares at or above the Offer Price, the Allotment shall be made on a proportionate basis up to a minimum of 1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter. For the method of proportionate Basis of Allotment, refer below.

b. For Non-Institutional Bidders

Bids received from Non-Institutional Bidders at or above the Offer Price shall be grouped together to determine the total demand under this category. The Allotment to all successful Non- Institutional Bidders will be made at the Offer Price.

The Offer size less Allotment to QIBs and Retail shall be available for Allotment to Non- Institutional Bidders who have Bid in the Offer at a price that is equal to or greater than the Offer Price. If the aggregate demand in this category is less than or equal to [•] Equity Shares at or above the Offer Price, full Allotment shall be made to Non-Institutional Bidders to the extent of their demand.

In case the aggregate demand in this category is greater than [•] Equity Shares at or above the Offer Price, Allotment shall be made on a proportionate basis up to a minimum of 1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter. For the method of proportionate Basis of Allotment refer below.

c. For QIBs

For the Basis of Allotment to Anchor Investors, Bidders/Applicants may refer to the SEBI ICDR Regulations or RHP / Prospectus. Bids received from QIBs Bidding in the QIB Category (net of Anchor Portion) at or above the Offer Price may be grouped together to determine the total demand under this category. The QIB Category may be availablefor Allotment to QIBs who have Bid at a price that is equal to or greater than the Offer Price. Allotment may be undertaken in the following manner: Allotment shall be undertaken in the following manner:

a) In the first instance allocation to Mutual Funds for 5% of the QIB Portion shall be determined as follows:

- In the event that Bids by Mutual Fund exceeds 5% of the QIB Portion, allocation to Mutual Funds shall be done on a proportionate basis for 5% of the QIB Portion.
- In the event that the aggregate demand from Mutual Funds is less than 5% of the QIB Portion then all Mutual Funds shall get full Allotment to the extent of valid Bids received above the Offer Price.
- Equity Shares remaining unsubscribed, if any, not allocated to Mutual Funds shall be available forAllotment to all QIB Bidders as set out in (b) below;

b) In the second instance Allotment to all QIBs shall be determined as follows:

- In the event that the oversubscription in the QIB Portion, all QIB Bidders who have submitted Bids above the Offer Price shall be allotted Equity Shares on a proportionate basis, up to a minimum of 1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter for 95% of the QIB Portion.
- Mutual Funds, who have received allocation as per (a) above, for less than the number of Equity Shares Bid for by them, are eligible to receive Equity Shares on a proportionate basis, upto a minimum of 1,000 Equity Shares and in multiples of 1,000 Equity Shares thereafter, along with other QIB Bidders.
- Under-subscription below 5% of the QIB Portion, if any, from Mutual Funds, would be included for allocation to the remaining QIB Bidders on a proportionate basis. The aggregate Allotment to QIB Bidders shall not be more than [•].
- Equity Shares.

d. ALLOTMENT TO ANCHOR INVESTOR (IF APPLICABLE)

a) Allocation of Equity Shares to Anchor Investors at the Anchor Investor Allocation Price will be at the discretion of the Issuer, in consultation with the BRLM, subject to compliance with the following requirements:

a) not more than 60% of the QIB Portion will be allocated to Anchor Investors;

b) one-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subjectto valid Bids being received from domestic Mutual Funds at or above the price at which allocation is being done to other Anchor Investors; and

c) allocation to Anchor Investors shall be on a discretionary basis and subject to:

- a maximum number of two Anchor Investors for allocation up to ₹ 2 crores;

  a minimum number of two Anchor Investors and maximum number of 15 Anchor Investors for allocation of more than ₹ 2 crores and up to ₹ 25 crores subject to minimum allotment of ₹ 1 croresper such Anchor Investor; and

- in case of allocation above twenty-five crore rupees; a minimum of 5 such investors and a maximumof 15 such investors for allocation up to twenty-five crore rupees and an additional 10 such investorsfor every additional twenty-five crore rupees or part thereof, shall be permitted, subject to a minimum allotment of one crore rupees per such investor.

b) A physical book is prepared by the Registrar on the basis of the Anchor Investor Application Forms received from Anchor Investors. Based on the physical book and at the discretion of the Issuer, in consultation with the BRLM, selected Anchor Investors will be sent a CAN and if required, a revised CAN.

c) **In the event that the Offer Price is higher than the Anchor Investor Allocation Price:**

Anchor Investors will be sent a revised CAN within one day of the Pricing Date indicating the number of Equity Shares allocated to such Anchor Investor and the pay-in date for payment of the balance amount. Anchor Investors are then required to pay any additional amounts, being the difference between the Offer Price and the Anchor Investor Allocation Price, as indicated in the revised CAN within the pay-in date referred to in the revised CAN. Thereafter, the Allotment Advice will be issued to such Anchor Investors

d) In the event the Offer Price is lower than the Anchor Investor Allocation Price:

Anchor Investors who have been Allotted Equity Shares will directly receive Allotment Advice.

e) Basis of Allotment for QIBs (other than Anchor Investors) and NIIs in case of Over Subscribed Offer:

In the event of the Offer being Over-Subscribed, the Issuer may finalize the Basis of Allotment in consultation with the NSE EMERGE (The Designated Stock Exchange). The allocation may be made in marketable lots on proportionate basis as set forth hereunder:

a) The total number of Shares to be allocated to each category as a whole shall be arrived at on a proportionate basis i.e., the total number of Shares applied for in that category multiplied by the inverse of the oversubscription ratio (number of Bidders in the category multiplied by number of Shares applied for).

b) The number of Shares to be allocated to the successful Bidders will be arrived at on a proportionatebasis in marketable lots (i.e., Total number of Shares applied for into the inverse of the over subscription ratio).

c) For Bids where the proportionate allotment works out to less than 1,000 equity shares the allotment will be made as follows:

- Each successful Bidder shall be allotted 1,000 equity shares; and
- The successful Bidder out of the total bidders for that category shall be determined by drawof lots in such a manner that the total number of Shares allotted in that category is equal tothe number of Shares worked out as per (b) above.

d) If the proportionate allotment to a Bidder works out to a number that is not a multiple of 1,000 equityshares, the Bidder would be allotted Shares by rounding off to the nearest multiple of 1,000 equity shares subject to a minimum allotment of 1,000 equity shares.

e) If the Shares allotted on a proportionate basis to any category is more than the Shares allotted to theBidders in that category, the balance available Shares or allocation shall be first adjusted against any category, where the allotted Shares are not sufficient for proportionate allotment to the successful Bidder in that category, the balance Shares, if any, remaining after such adjustment willbe added to the category comprising Bidder applying for the minimum number of Shares. If as a result of the process of rounding off to the nearest multiple of 1,000 Equity Shares, results in the actual allotment being higher than the shares offered, the final allotment may be higher at the sole discretion of the Board of Directors, up to 110% of the size of the Offer specified under the CapitalStructure mentioned in this Prospectus.

Retail Individual Investor' means an investor who applies for shares of value of not more than ₹2,00,000/-.Investors may note that in case of over subscription allotment shall be on proportionate basis and will be finalized in consultation with NSE.

The Executive Director / Managing Director of NSE - the Designated Stock Exchange in addition to Book Running Lead Manager and Registrar to the Public Offer shall be responsible to ensure that the basis of allotment is finalized in a fair and

proper manner in accordance with the SEBI (ICDR) Regulations.

Issuance of Allotment Advice

1) Upon approval of the Basis of Allotment by the Designated Stock Exchange.

2) On the basis of approved Basis of Allotment, the Issuer shall pass necessary corporate action to facilitate the allotmentand credit of equity shares. Bidders are advised to instruct their Depository Participants to accept the Equity Shares thatmay be allotted to them pursuant to the Offer.

The Book Running Lead Manager or the Registrar to the Offer will dispatch an Allotment Advice to their Bidders who have been allocated Equity Shares in the Offer. The dispatch of Allotment Advice shall be deemed a valid, binding and irrevocablecontract for the Allotment to such Bidder.

3) Issuer will make the allotment of the Equity Shares and initiate corporate action for credit of shares to the successful Bidders Depository Account within 4 working days of the Offer Closing date. The Issuer also ensures the credit of sharesto the successful Bidders Depository Account is completed within one working Day from the date of allotment, after the funds are transferred from ASBA Public Offer Account to Public Offer account of the issuer.

Designated Date:

On the Designated date, the SCSBs shall transfers the funds represented by allocations of the Equity Shares into Public OfferAccount with the Bankers to the Offer.

The Company will Offer and dispatch letters of allotment/ or letters of regret along with refund order or credit the allotted securities to the respective beneficiary accounts, if any within a period of 4 working days of the Bid/ Offer Closing Date. The
Company will intimate the details of allotment of securities to Depository immediately on allotment of securities under relevantprovisions of the Companies Act, 2013 or other applicable provisions, if any

Instructions for Completing the Bid Cum Application Form

The Applications should be submitted on the prescribed Bid Cum Application Form and in BLOCK LETTERS in ENGLISH only in accordance with the instructions contained herein and in the Bid Cum Application Form. Applications not so made are liable to be rejected. Applications made using a third-party bank account or using third party UPI ID linked bank account are liable to be rejected. Bid Cum Application Forms should bear the stamp of the Designated Intermediaries. ASBA Bid Cum Application Forms, which do not bear the stamp of the Designated Intermediaries, will be rejected.

SEBI, vide Circular No. CIR/CFD/14/2012 dated October 04, 2012 has introduced an additional mechanism for investors to submit Bid Cum Application Forms in public issues using the stock broker (broker) network of Stock Exchanges, who may notbe syndicate members in an Offer with effect from January 01, 2013. The list of Broker Centre is available on the websites of NSE i.e., **Error! Hyperlink reference not valid.** With a view to broad base the reach of Investors by substantial, enhancing the points for submission of applications, SEBI vide Circular No. CIR/CFD/POLICY CELL/11/2015 dated November10, 2015 has permitted Registrar to the Offer and Share Transfer Agent and Depository Participants registered with SEBI to accept the Bid Cum Application Forms in Public Offer with effect front January 01, 2016. The List of ETA and DPs centers forcollecting the application shall be disclosed is available on the websites of NSE i.e., www.nseindia.com

Bidder's Depository Account and Bank Details

Please note that, providing bank account details, PAN No's, Client ID and DP ID in the space provided in the Bid Cum Application Form is mandatory and applications that do not contain such details are liable to be rejected.

Bidders should note that on the basis of name of the Bidders, Depository Participant's name, Depository Participant Identification number and Beneficiary Account Number provided by them in the Bid Cum Application Form as entered into the Stock Exchange online system, the Registrar to the Offer will obtain front the Depository the demographic details including address, Bidders bank account details, MICR code and occupation (hereinafter referred to as 'Demographic Details'). These Demographic Detailswould be used for all correspondence with the Bidders including mailing of the Allotment Advice. The Demographic Details given by Bidders in the Bid Cum Application Form would not be used for any other purpose by the Registrar to the Offer.

By signing the Bid Cum Application Form, the Bidder would be deemed to have authorized the depositories to provide, upon request, to the Registrar to the Offer, the required Demographic Details as available on its records.

Submission of Bid Cum Application Form

All Bid Cum Application Forms duly completed shall be submitted to the Designated Intermediaries. The aforesaid intermediaries shall, at the time of receipt of application, give an acknowledgement to investor, by giving the counter foil or specifying the application number to the investor, as a proof of having accepted the Bid Cum Application Form, in physical or electronic mode, respectively.

Communications

All future communications in connection with Applications made in this Offer should be addressed to the Registrar to the Offerquoting the full name of the sole or First Bidder, Bid Cum Application Form number, Bidders Depository Account Details, number of Equity Shares applied for, date of Bid Cum Application Form, name and address of the Designated Intermediary where the Application was submitted thereof and a copy of the acknowledgement slip.

Investors can contact the Compliance Officer or the Registrar to the Offer in case of any pre- Offer or post Offer related problemssuch as non-receipt of letters of allotment, credit of allotted shares in the respective beneficiary accounts, etc.

Disposal of Application and Application Moneys and Interest in Case of Delay

The Company shall ensure the dispatch of Allotment advice, and give benefit to the beneficiary account with Depository Participants and submit the documents pertaining to the Allotment to the Stock Exchange within 2 (two) working days of date of Allotment of Equity Shares.

The Company shall use best efforts to ensure that all steps for completion of the necessary formalities for listing and commencement of trading at NSE EMERGE where the Equity Shares are proposed to be listed are taken within 3 (Three) working days from Offer Closing Date.

In accordance with the Companies Act, the requirements of the Stock Exchange and the SEBI Regulations, the Company furtherundertakes that:

1. Allotment and Listing of Equity Shares shall be made within 3 (Three) days of the Offer Closing Date;

2. Giving of Instructions for refund by unblocking of amount via ASBA not later than 2(Two) working days of the Offer Closing Date, would be ensured; and

3. If such money is not repaid within prescribed time from the date our Company becomes liable to repay it, then our Company and every officer in default shall, on and from expiry of prescribed time, be liable to repay such application money, with interest as prescribed under SEBI (ICDR) Regulations, the Companies Act, 2013 and applicable law. Further,in accordance with Section 40 of the Companies Act, 2013, the Company and each officer in default may be punishable with fine and/or imprisonment in such a case

Right to Reject Applications

In case of QIB Bidders, the Company in consultation with the BRLM may reject Applications provided that the reasons for rejecting the same shall be provided to such Bidder in writing. In case of Non-Institutional Bidders, Retail Individual Bidders who applied, the Company has a right to reject Applications based on technical grounds.

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, itssecurities; or
(b) Makes or abets making of multiple applications to a company in different names or in different combinations of hisname 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 anyother person in a fictitious name, shall be liable for action under Section 447."

Undertakings by Our Company

We undertake as follows:

1) That the complaints received in respect of the Offer shall be attended expeditiously and satisfactorily;

2) That all steps will be taken for the completion of the necessary formalities for listing and commencement of trading on Stock Exchange where the Equity Shares are proposed to be listed within six working days from Offer Closure date.

3) That the funds required for making refunds as per the modes disclosed or dispatch of allotment advice by registered post or speed post shall be made available to the Registrar and Share Transfer Agent to the Offer by our Company;

4) Where refunds (to the extent applicable) are made through electronic transfer of funds, a suitable communication shall besent to the applicant within six Working Days from the Offer Closing Date, giving details of the bank where refunds shallbe credited along with amount and expected date of electronic credit of refund;

5) That our Promoter's contribution in full has already been brought in;

6) That no further Offer of Equity Shares shall be made till the Equity Shares Issued through the Prospectus are listed or untilthe Application monies are refunded on account of non-listing, undersubscription etc.;

7) That adequate arrangement shall be made to collect all Applications Supported by Blocked Amount while finalizing the Basis of Allotment;

8) If our Company does not proceed with the Offer after the Bid/ Offer Opening Date but before allotment, then the reason thereof shall be given as a public notice to be issued by our Company within two days of the Bid/ Offer Closing Date. Thepublic notice shall be issued in the same newspapers where the Pre- Offer advertisements were published. The stock exchange on which the Equity Shares are proposed to be listed shall also be informed promptly;

9) If our Company withdraws the Offer after the Bid/ Offer Closing Date, our Company shall be required to file a fresh Red Herring Prospectus with the Stock exchange/RoC/SEBI, in the event our Company subsequently decides to proceed with the Offer;

10) If allotment is not made within the prescribed time period under applicable law, the entire subscription amount received will be refunded/ unblocked within the time prescribed under applicable law. If there is delay beyond the prescribed time, our Company shall pay interest prescribed under the Companies Act, 2013, the SEBI Regulations and applicable law for the delayed period.

Utilization of Offer Proceeds

The Board of Directors of our Company certifies that:

1) All monies received out of the Offer shall be credited/ transferred to a separate bank account other than the bank accountreferred to in sub section (3) of Section 40 of the Companies Act 2013;
2) Details of all monies utilized out of the Offer referred above shall be disclosed and continue to be disclosed till the time any part of the Offer proceeds remains unutilized, under an appropriate head in our balance sheet of our company indicating the purpose for which such monies have been utilized;
3) Details of all unutilized monies out of the Offer, if any shall be disclosed under the appropriate separate head in the balance sheet of our company indicating the form in which such unutilized monies have been invested and
4) Our Company shall comply with the requirements of SEBI Listing Regulations, 2015 in relation to the disclosure and

monitoring of the utilization of the proceeds of the Offer.

5) Our Company shall not have recourse to the Offer Proceeds until the approval for listing and trading of the Equity Sharesfrom the Stock Exchange where listing is sought has been received.
6) The Book Running Lead Manager will that the complaints or comments received in respect of the Offer will be attended expeditiously and satisfactorily.

Equity Shares in Dematerialized Form with NSDL or CDSL

To enable all shareholders of our Company to have their shareholding in electronic form, the Company has signed the following tripartite agreements with the Depositories and the Registrar and Share Transfer Agent:

a) Tripartite Agreement dated July 10, 2023 between NSDL, the Company and the Registrar to the Offer;
b) Tripartite Agreement dated June 09, 2023 between CDSL, the Company and the Registrar to the Offer;

The Company's equity shares bear an **ISIN No. INE0Q5D01013**

RESTRICTIONS ON FOREIGN OWNERSHIP OF INDIAN SECURITIES

Foreign investment in Indian securities is regulated through the Industrial Policy, 1991 of the Government of India and Foreign Exchange Management Act, 1999 ("FEMA"). While the Industrial Policy, 1991 prescribes the limits and the conditions subject to which foreign investment can be made in different sectors of the Indian economy, FEMA regulates the precise manner in which such investment may be made. Under the Industrial Policy, unless specifically restricted, foreign investment is freely permitted in all sectors of Indian economy up to any extent and without any prior approvals, but the foreign investor is required to follow certain prescribed procedures for making such investment. The government bodies responsible for granting foreign investment approvals are the Reserve Bank of India ("RBI") and Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India ("DPIIT").

The Government of India, from time to time, has made policy pronouncements on Foreign Direct Investment ("FDI") through press notes and press releases. The DPIIT, has issued consolidated FDI Policy Circular of 2020 ("FDI Policy 2020"), effective from October15, 2020, which consolidates and supersedes all previous press notes, press releases and clarifications on FDI Policyissued by the DIPP that were in force. The Government proposes to update the consolidated circular on FDI policy once every year and therefore, FDI Policy 2020 will be valid until the DIPP issues an updated circular.

The RBI also issues Master Circular on Foreign Investment in India every year. Presently, FDI in India is being governed by Master Circular on Foreign Investment dated July 01, 2015 as updated from time to time by RBI and Master Direction – ForeignInvestment in India (updated upto March 08, 2019). In terms of the Master Circular, an Indian company may issue fresh shares to people resident outside India (who is eligible to make investments in India, for which eligibility criteria are as prescribed). Such fresh issue of shares shall be subject to inter-alia, the pricing guidelines prescribed under the Master Circular and Master Direction. The Indian company making such fresh issue of shares would be subject to the reporting requirements, inter-alia withrespect to consideration for issue of shares and also subject to making certain filings including filing of Form FC-GPR.

In case of investment in sectors through Government Route, approval from competent authority as mentioned in Chapter 4 of the FDI Policy 2020 has to be obtained.

The transfer of shares between an Indian resident to a non-resident does not require the prior approval of the RBI, subject to fulfilment of certain conditions as specified by DIPP / RBI, from time to time.

As per the existing policy of the Government of India, OCBs cannot participate in this Issue and in accordance with the extant FDI guidelines on sectoral caps, pricing guidelines etc. as amended by Reserve bank of India, from time to time. Investors are advised to confirm their eligibility under the relevant laws before investing and / or subsequent purchase or sale transaction in the Equity Shares of our Company. Investors will not offer, sell, pledge or transfer the Equity Shares of our Company to any person who is not eligible under applicable laws, rules, regulations, guidelines. Our Company, the Underwriters and their respective directors, officers, agents, affiliates and representatives, as applicable, accept no responsibility or liability for advisingany investor on whether such investor is eligible to acquire Equity Shares of our Company.

Investment conditions/restrictions for overseas entities

Under the current FDI Policy 2020 and amendments from time to time thereupon, the maximum amount of Investment (sectoral cap) by foreign investor in an issuing entity is composite unless it is explicitly provided otherwise including all types of foreigninvestments, direct and indirect, regardless of whether it has been made for FDI, FPI, NRI/OCI, LLPs, FVCI, Investment Vehicles and DRs under Schedule 1, 2, 3, 6, 7, 8, 9, 10 and 11 of FEMA (Transfer or Issue of Security by Persons Resident outside India) Regulations, 2017 as amended from time to time. Any equity holding by a person resident outside India resultingfrom conversion of any debt instrument under any arrangement shall be reckoned as foreign investment under the composite cap.

Portfolio Investment upto aggregate foreign investment level of 49% or sectoral /statutory cap, whichever is lower, will not be subject to either Government approval or compliance of sectoral conditions, if such investment does not result in transfer of ownership and/or control of Indian entities from resident Indian citizens to non-resident entities. Other foreign investments willbe subject to conditions of Government approval and compliance of sectoral conditions as per FDI Policy. The total foreign investment, direct and indirect, in the issuing entity will not exceed the sectoral /statutory cap.

Investment by FPIs under Portfolio Investment Scheme (PIS)

With regards to purchase/sale of capital instruments of an Indian company by an FPI under PIS the total holding by each FPI oran investor group as referred in SEBI (FPI) Regulations, 2014 shall not exceed 10% of the total paid-up equity capital on a fullydiluted basis or less than 10% of the paid-up value of each series of debentures or preference shares or share warrants issued byan Indian company and the total holdings of all FPIs put together shall not exceed 24% of paid-up equity capital on fully dilutedbasis or paid-up value of each series of debentures or preference shares or share warrants. The said limit of 10% and 24% will be called the individual and aggregate limit, respectively. However, this limit of 24 % may be increased up to sectoral cap/statutory ceiling, as applicable, by the Indian company concerned by passing a resolution by its Board of Directors followed by passing of a special resolution to that effect by its general body.

Investment by NRI or OCI on repatriation basis:

The purchase/sale of equity shares, debentures, preference shares and share warrants issued by an Indian company (hereinafter referred to as "Capital Instruments") of a listed Indian company on a recognized stock exchange in India by Non- Resident Indian (NRI) or Overseas Citizen of India (OCI) on repatriation basis is allowed subject to certain conditions under Schedule 3 of the FEMA (Transfer or Issue of security by a person resident outside India) Regulations, 2017 as amended from time to time. The total holding by any individual NRI or OCI shall not exceed 5% of the total paid-up equity capital on a fully diluted basis or should not exceed 5% of the paid-up value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together shall not exceed 10% of the total paid-up equity capital on a fully diluted basis or shall not exceed 10% of the paid-up value of each series of debentures or preference shares or share warrants; provided that the aggregate ceiling of 10% may be raised to 24% if a special resolution to that effect is passed by the general body of the Indian company.

Investment by NRI or OCI on non-repatriation basis

As per current FDI Policy 2020, schedule 4 of FEMA (Transfer or Issue of Security by Persons Resident outside India) Regulations – Purchase/ sale of Capital Instruments or convertible notes or units or contribution to the capital of an LLP by a NRI or OCI on non- repatriation basis – will be deemed to be domestic investment at par with the investment made by residents. This is further subject to remittance channel restrictions.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("US Securities Act") or any other state securities laws in the United States of America and may not be sold or offered within the United States of America, or to, or for the account or benefit of "US Persons" as defined in Regulation S of the U.S. Securities Act, except pursuant to exemption from, or in a transaction not subject to, the registration requirements of US Securities Act and applicable state securities laws.

Accordingly, the equity shares are being offered and sold only outside the United States of America in an offshore transaction in reliance upon Regulation S under the US Securities Act and the applicable laws of the jurisdiction where those offers and sale occur.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Application may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction.

The above information is given for the benefit of the Applicants. Our Company and the Lead Manager are not liable for any amendments or modification or changes in applicable laws or regulations, which may occur after the date of this Prospectus. Applicants are advised to make their independent investigations and ensure that the Applications are not in violation of laws or regulations applicable to them and do not exceed the applicable limits under the laws and regulations.

SECTION XIII – MAIN PROVISION OF ARTICLES OF ASSOCIATION

THE COMPANIES ACT, 2013
COMPANY LIMITED BY SHARES
ARTICLES OF ASSOCIATION
OF
ACCENT MICROCELL LIMITED
(Earlier known as Accent Microcell Private Limited)

Interpretation

I. 1) In these regulations

(a) "the Act" means the Companies Act, 2013,

(b) "the seal" means the common seal of the company.

(c) "the Company" or "this Company" means "Accent Microcell Limited", a Public Company within the meaning of section 2(71) of the Companies Act, 2013.

2) Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.

3) The regulations contained in Table F of schedule I of the Companies Act, 2013 shall be applicable to the Company to the extent not modified or excluded by these Articles.

Share capital and variation of rights

II.

1. Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.

2.

(i) Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided—
   a) one certificate for all his shares without payment of any charges; or
   b) several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.

(ii) Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon.

(iii) In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders.

3.

(i) If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued

in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.

(ii) The provisions of Articles (2) and (3) shall mutatis mutandis apply to debentures of the company.

4. 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 regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

5.

(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 rule 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.

6.

(i) If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class.

(ii) To every such separate meeting, the provisions of these regulations relating 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.

7. 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 share ranking pari passu therewith.

8. 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.

Lien

9.

(i) The company shall have a first and paramount lien—

(a) on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and

(b) on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company:

Provided that the Board of directors may at any time declare any share to 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 dividend bonuses declared from time to time in respect of such shares.

10. The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien:

Provided that no sale shall be made—

(a) unless a sum in respect of which the lien exists is presently payable; or

(b) until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.

11.

(i) To give effect to any such sale, the Board may 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.

12.

(i) The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable.

(ii) The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.

Calls on shares

13.

(i) The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times:
Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.

(ii) Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.

(iii) A call may be revoked or postponed at the discretion of the Board.

14. 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.

15. The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.

16.

(i) If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine.

(ii) The Board shall be at liberty to waive payment of any such interest wholly or in part.

17.

(i) Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.

(ii) In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.

18. The Board—

(a) may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him; and

(b) upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent. per annum, as may be agreed upon between the Board and the member paying the sum in advance.

Transfer of shares

19.

(i) The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.

(ii) The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.

20. The Board may, subject to the right of appeal conferred by section 58 decline to register—

(a) the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or

(b) any transfer of shares on which the company has a lien.

21. The Board may decline to recognise any instrument of transfer unless—

(a) the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56;

(b) the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and

(c) the instrument of transfer is in respect of only one class of shares.

22. On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine:

Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.

Transmission of shares

23.

(i) On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a shareholder, shall be the only persons recognized by the company as having any title to his interest in the shares.

(ii) Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.

24.

(i) Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either—

(a) to be registered himself as holder of the share; or

(b) to make such transfer of the share as the deceased or insolvent member could have made.

(ii) The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.

25.

(i) If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects.

(ii) If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share.

(iii) All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.

26. A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:

Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have complied with.

27. 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 recognized 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;

(iv) 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.

Forfeiture of shares

28. If a member fails to pay any call, or installment 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 installment remains unpaid, serve a notice on him requiring payment of so much of the call or installment as is unpaid, together with any interest which may have accrued.

29. 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.

30. 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.

31.

(i) A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit.

(ii) At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.

32.

(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.

33.

(i) A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share;

(ii) The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of;

(iii) The transferee shall thereupon be registered as the holder of the share; and

(iv) The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.

34. The provisions of these regulations as to forfeiture shall apply in the case of nonpayment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.

Alteration of capital

35. 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.

36. 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.

37. 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 transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose.

(b) the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage.

(c) such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words "share" and "shareholder" in those regulations shall include "stock" and "stock-holder" respectively.

38. 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.

***Further Issue of Shares:**

The Board or the Company, as the case may be, may, in accordance with the Act issue further Shares to:

i.

(a) Persons who, at the date of offer, are holders of equity shares of the Company; Unless otherwise decided by the Board, such offer shall be deemed to include a right exercisable by the person concerned or renounce the shares offered to him or any of them in favour of any other person; or

(b) Employees under any scheme of employees' stock option; or

(c) Any persons, whether or not those persons include the persons referred to in clause (a) or clause (b) above.

ii. 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 read with Rules made thereunder and SEBI guidelines.

iii. Issue of Sweat shares: The Company may issue shares at discounted price by way of sweat equity shares or in any other manner in accordance with the provisions of the Act or any other applicable law.

iv. Share Warrants: Subject to the provisions of the Act, the Company may issue with respect to any fully paid shares, a warrant stating that the bearer of the warrants is entitled to the shares specified therein and may provide coupons or otherwise, for payment of future dividends on the shares specified in the warrants and may provide conditions for registering membership.

Subject to the provisions of the Act, the Company may from time to time issue warrants naked or otherwise or issue coupons or other instruments and any combination of equity shares, debentures, preference shares or any other instruments to such class of persons as the Board of Directors may deem fit with a right attached to the holder of such warrants or coupons or other instruments to subscribe to the equity shares or other instruments within such time and at such price as the Board of Directors may decide as per the rules applicable from time to time.

Capitalisation of profits

39.

(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 (iii), either in or towards—

(A) paying up any amounts for the time being unpaid on any shares held by such members respectively;

(B) paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid;

(C) partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B);

(D) A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares;

(E) The Board shall give effect to the resolution passed by the company in pursuance of this regulation.

40.

(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.

Buy-back of shares

41. Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.

General meetings

42. All general meetings other than annual general meeting shall be called extraordinary general meeting.

43.

(i) The Board may, whenever it thinks fit, call an extraordinary general meeting.

(ii) If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.

Proceedings at general meetings

44.

(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.

45. The chairperson, if any, of the Board shall preside as Chairperson at every general meetingof the company.

46. 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 directorspresent shall elect one of their members to be Chairperson of the meeting.

47. 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.

48. In case of a One Person Company—

a. the resolution required to be passed at the general meetings of the company shall be deemed to have been passed if the resolution is agreed upon by the sole member and communicated to the company and entered in the minutes book maintained under section 118;
b. such minutes book shall be signed and dated by the member;

c. the resolution shall become effective from the date of signing such minutes by the sole member.

Adjournment of meeting

49.

(i) The Chairperson may, with the consent of any meeting at which a quorum is present, andshall, if so directed by the meeting, adjourn the meeting from time to time and from place to place.

(ii) No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(iii) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shallbe given as in the case of an original meeting.

(iv) Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary togive any notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting rights

50. 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-upequity share capital of the company.

51. A member may exercise his vote at a meeting by electronic means in accordance with section108 and shall vote only once.

52.

(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 inthe register of members.

53. 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 committeeor other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

54. Any business other than that upon which a poll has been demanded may be proceeded with,pending the taking of the poll.

55. 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.

56.

(i) No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.

(ii) Any such objection made in due time shall be referred to the Chairperson of the meeting,whose decision shall be final and conclusive.

Proxy

57. The instrument appointing a proxy and the power-of-attorney or other authority, if any, underwhich 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 oradjourned meeting at which the person named in the instrument proposes to vote, or, in the caseof a poll, not less than 24 hours before the time appointed for the taking of the poll; and in defaultthe instrument of proxy shall not be treated as valid.

58. An instrument appointing a proxy shall be in the form as prescribed in the rules made undersection 105.

59. 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 ofthe authority under which the proxy was executed, or the transfer of the shares in respect of whichthe proxy is given:

Provided that no intimation in writing of such death, insanity, revocation or transfer shall havebeen received by the company at its office before the commencement of the meeting or adjournedmeeting at which the proxy is used.

Board of Directors

60. The number of the directors and the names of the first directors shall be determined in writingby the subscribers of the memorandum or a majority of them.

1) GHANSHYAMBHAI ARJANBHAI PATEL
2) MANIBHAI KANJIBHAI PATEL
3) NITIN VASANTBHAI PATEL
4) SUBHADRABEN AMRUTLAL PATEL
5) VASANT VADILAL PATEL

*****Until otherwise determined by the Company in general meeting, the number of Directors shall not be less than 3 (three) and more than 15 (fifteen). The appointment of the Directors exceeding 15 (fifteen) will be subject to the provisions of Section 149 of the Act. The Board shall have the power of appoint the Chairman. The Company shall also comply with the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014 and the provisions of the Listing Regulations.

*** Appointment of Independent Directors**

Subject to the provisions of Section 149 (6) of the Act, Board of Directors shall have power at any time to appoint any person as an Independent Director to the Board. The Company shall have such number of Independent Directors on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable. Further, such appointment of such Independent Directors shall be in terms of the aforesaid provisions of Law and subject to the requirements prescribed under Clause 49 of the listing agreement.

*** Appointment of Whole-time Director**

Subject to the provisions of Section 152 of the Act, Board of Directors shall have power at any time to appoint any person as an Whole-Time Director to the Board.

*** Appointment of Alternate Director**

The Board may appoint an alternate Director not being a person holding any alternate directorship for any other directors in the Company or holding directorship in the Company, to act for a Director (hereinafter called “the Original Director”) during his absence for a period of not less than three months from India. An alternative Director so appointed shall not hold office as such for a period longer than that permissible to the Original Director in whose place he had been appointed and shall vacate if and when the Original Director returns to India.

*** Appointment of Additional Director**

Subject to the provisions of Section 161 of the Act, Board of Directors shall have power at any time to appoint any person as an additional Director to the Board, but so that the total number of Directors shall not exceed the maximum number fixed by the Articles. Any Director so appointed shall hold the office only up to the next annual general meeting of the Company or the last date on which the annual general meeting should have been held, whichever is earlier and shall then be eligible for reappointment.

*** Appointment of Women Director**

The Company shall have such number of Woman Director on the Board of the Company, as may be required in terms of the provisions of Section 149 of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 or any other Law, as may be applicable.

*** Appointment of Director to fill the Casual Vacancy.**

Subject to the provisions 161 of the Act, the office of any Director appointed by the Company in general meeting is vacated before his term of office expires in the nominal course, the resulting casual vacancy may in default of and subject to any regulation in the Articles of the Company be filled by the Board of Directors at the meeting of the Board and the Director so appointed shall hold office only up to the date up to which the Director in whose place he is appointed would have held office if it had not been vacated as aforesaid but he shall then be eligible for re-election.

*** Appointment of Managing Director**

a. Pursuant to Section 203 of the Act, the Managing Director of the Company shall be appointed by means of a resolution of the Board containing the terms and conditions of the appointment including the remuneration.

b. Any Managing Director or/s or whole time Director/s so appointed shall not be required to hold any qualification shares.

c. Subject to the provisions of Sections 196, 197, and 203 of the Act and also subject to the limitations, conditions and provisions of Schedule V to the Act, the appointment and payment of remuneration to the above Director/s shall be subject to approval of the members in general meeting and of the Central Government, if required.

d. Subject to the superintendence, control and direction of the Board, the day to day management of the Company shall be vested with the Managing Director/s or Whole-time Director/s Manager, if any, with Power to the Board to distribute such day to day management functions in any manner as deemed fit by the Board subject to the provisions of the Act and these Articles.

61.

(i) The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.

(ii) In addition to the remuneration payable to them in pursuance of the Act, the directors maybe 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 thereofor general meetings of the company; or

b. in connection with the business of the company.

62. The Board may pay all expenses incurred in getting up and registering the company.

63. The company may exercise the powers conferred on it by section 88 with regard to the keepingof a foreign register; and the Board may (subject to the provisions of that (section) make and varysuch regulations as it may thinks fit respecting the keeping of any such register.

64. 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.

65. 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.

66.

(i) Subject to the provisions of section 149, the Board shall have power at any time, and fromtime 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 theBoard by the articles.

(ii) Such person shall hold office only up to the date of the next annual general meeting of thecompany but shall be eligible for appointment by the company as a director at that meeting subjectto the provisions of the Act.

Proceedings of the Board

67.

(i) The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit.

(ii) A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.

68.

(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 secondor casting vote.

69. 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 directorsto that fixed for the quorum, or of summoning a general meeting of the company, but for no otherpurpose.

70.

(i) The Board may elect a Chair person of its meetings and determine the period for which heis to hold office.

(ii) If no such Chairperson is elected, or if at any meeting the Chairperson is not present withinfive minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.

71.

(i) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

(ii) Any committee so formed shall, in the exercise of the powers so delegated, conform to anyregulations that may be imposed on it by the Board.

72.

(i) A committee may elect a Chair person 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.

73.

(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 votesof the members present, and in case of an equality of votes, the Chairperson shall have a secondor casting vote.

74. 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.

75. 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 ameeting 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.

76. Resolution by circulation:

Save as otherwise expressly provided in the Act, a resolution in writing circulated in draft together with necessary papers, if any, to all the members of the Committee then in India (not being less in number than the quorum fixed for the meeting of the Board or the Committee as the case may) and to all other Directors or members at their usual address in India or by a majority of such of them as are entitled to vote on the resolution shall be valid and effectual as if it had been a resolution duly passed at a meeting of the Board or Committee duly convened and held.

Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer

Key Managerial Personnel

77. Subject to the provisions of the Act—

*(i) A Chief executive officer, Manager, Managing Director, Whole-time Director, 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, Managing Director, Whole-time Director, 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, Managing Director, Whole-time Director, Company Secretary or Chief Financial Officer.

78. A provision of the Act or these regulations requiring or authorising a thing to be done by or toa director, chief executive officer, manager, company secretary or chief financial officer shallnot 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.

*** Managing Director**

Subject to the provisions of Section 196, 197, 2(94), 203 of the Act, the following provisions shall apply:

(i) The Board of Directors may appoint or re-appoint one or more of their body, not exceeding two, to be the Managing Director or Managing Directors of the Company for such period not exceeding 5 years as it may deem fit, subject to such approval of the Central Government as may be necessary in that behalf.

(ii) The remuneration payable to a Managing Director shall be determined by the Board of Directors subject to the sanction of the Company in General Meeting and of the Central Government, if required.

(iii) If at any time there are more than one Managing Director, each of the said Managing Directors may exercise individually all the powers and perform all the duties that a single Managing Director may be empowered to exercise or required to perform under the Companies Act or by these presents or by any Resolution of the Board of Directors and subject also to such restrictions or conditions as the Board may from time to time impose.

(iv) The Board of Directors may at any time and from time to time designate any Managing Director as Deputy Managing Director or Joint Managing Director or by such other designation as it deems fit.

(v) Subject to the supervision, control and directions of the Board of Directors, the Managing Director/Managing Directors shall have the management of the whole of the business of the Company and of all its affairs and shall exercise all powers and perform all duties and in relation to the management of the affairs, except such powers and such duties as are required by Law or by these presents to be exercised or done by the Company in General Meeting or by the Board and also subject to such conditions and restrictions imposed by the Act or by these presents or by the Board of Directors. Without prejudice to the generality of the foregoing, the Managing Director/Managing Directors shall exercise all powers set out in Article 137 above except those which are by law or by these presents or by any resolution of the Board required to be exercised by the Board or by the Company in General Meeting.

***Whole-time Director**

(i) Subject to the provisions of the Act and subject to the approval of the Central Government, if any, required in that behalf, the Board may appoint one or more of its body, as Whole- time Director or Whole time Directors on such designation and on such terms and conditions as it may deem fit. The Whole-time Directors shall perform such duties and exercise such powers as the Board may from time to time determine which shall exercise all such powers and perform all such duties subject to the control, supervision and directions of the Board and subject thereto the supervision and directions of the Managing Director. The remuneration payable to the Whole-time Directors shall be determined by the Company in General Meeting, subject to the approval of the Central Government, if any, required in that behalf.

(ii) A Whole-time Director shall (subject to the provisions of any contract between him and the Company) be subject to the same provisions as to resignation and removal as the other Directors, and he shall, ipso facto and immediately, cease to be Whole-time Director, if he ceases to hold the Office of Director from any cause except where he retires by rotation in accordance with the Articles at an Annual General Meeting and is re-elected as a Director at that Meeting.

The Seal

79.

(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 ofa resolution of the Board or of a committee of the Board authorised by it in that behalf, and exceptin 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 aforesaidshall sign every instrument to which the seal of the company is so affixed in their presence.

Dividends and Reserve

80. The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.

81. Subject to the provisions of section 123, the Board may from time to time pay to the memberssuch interim dividends as appear to it to be justified by the profits of the company.

82.

(i) The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied,including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time totime, thinks fit.

(ii) The Board may also carry forward any profits which it may consider necessary not to divide,without setting them aside as a reserve.

83.

(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 theshares 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 theshares.

(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 creditedas paid on the shares during any portion or portions of the period in respect of which the dividendis 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.

84. 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.

85.

(i) Any dividend, interest or other monies payable in cash in respect of shares maybe paid by cheque or warrant sent through the post directed to the registered address of the holder or, inthe 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.

(ii) Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.

86. 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.

87. Notice of any dividend that may have been declared shall be given to the persons entitled toshare therein in the manner mentioned in the Act.

88. No dividend shall bear interest against the company.

Accounts

89.

(i) The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, orany of them, shall be open to the inspection of members not being directors.

(ii) No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.

Winding up

90. 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 asbetween 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 anyliability.

Indemnity

91. 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.

SECTION XIV- OTHER INFORMATION

MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

The following contracts (not being contracts entered into in the ordinary course of business carried on by our Company or contracts entered into more than two (2) years before the date of filing of this Red Herring Prospectus) which are or may be deemed material have been entered or are to be entered into by our Company. These contracts, copies of which will be attached to the copy of the Red Herring Prospectus to be delivered to the RoC for filing and also the documents for inspection referred to hereunder, may be inspected at the Registered office: Unit 314, Shangrilla Arcade, Shyamal Cross Roads, Anandnagar Road, Satellite, Ahmedabad, Gujarat, 380015 from the date of filing this Red Herring Prospectus with RoC to Issue Closing Date on working days from 11.00 a.m. to 5.00 p.m.

MATERIAL CONTRACTS

1. Issue Agreement dated October 17, 2023 between our company and the Lead Manager.
2. Registrar Agreement dated October 17, 2023 between our company and the Registrar to the Issue.
3. Cash Escrow and Sponsor Bank Agreement dated November 30, 2023 among our Company, the Lead Manager, The Banker to the Issue/Public Issue Bank/Sponsor Bank and the Registrar to the Issue.
4. Underwriting Agreement dated November 24, 2023 between our company and the Underwriters.
5. Market making Agreement dated November 24, 2023 between our company, the Lead Manager and the Market Maker.
6. Agreement among NSDL, our company and the registrar to the issue dated July 10, 2023.
7. Agreement among CDSL, our company and the registrar to the issue dated June 09, 2023.

MATERIAL DOCUMENTS FOR THE ISSUE

1. Certified true copy of Certificate of Incorporation (s), the Memorandum of Association and Articles of Association of our Company, as amended.
2. Resolutions of the Board of Directors dated August 18, 2023 in relation to the Issue and other related matters.
3. Shareholders' resolution dated August 28, 2023 in relation to the Issue and other related matters.
4. Consents of Directors, Company Secretary and Compliance Officer, Chief Financial Officer, Statutory Auditors, the Book Running Lead Manager, Registrar to the Issue, Peer review Auditor and Legal Advisor to act in their respective capacities.
5. Peer Review Auditors Report dated October 28, 2023 on Restated Financial Statements of our Company for the period ended June 30, 2023 and for the year ended March 31, 2023, 2022 and 2021.
6. The Report dated October 10, 2023 from the Peer Reviewed Auditors of our Company, confirming the Statement of Possible Tax Benefits available to our Company and its Shareholders as disclosed in this Red Herring Prospectus.
7. Certificate of Key Performance Indicators (KPIs) dated October 28, 2023 issued by our Statutory Auditor, M/s T R Chadha & Co LLP, Chartered Accountants.
8. The Report dated October 30, 2023 by Legal Advisor to the Company confirming status of Outstanding Litigation and Material Development.
9. Copy of approval from NSE Emerge vide letter dated December 01, 2023 to use the name of NSE in this offer document for listing of Equity Shares on Emerge Platform of NSE.
10. Due diligence certificate dated December 01, 2023 from Lead Manager to the Issue.
11. Board Resolution dated October 31, 2023 for approval of Draft Red Herring Prospectus, December 01, 2023 for approval of Red Herring Prospectus and Board Resolution dated [●] for approval of the Prospectus.

Any of the contracts or documents mentioned in this Red Herring Prospectus may be amended or modified at any time if so, required in the interest of our Company or if required by other parties, without reference to the shareholders subject to compliance of the provisions contained in the Companies Act and other relevant statutes.

DECLARATION

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

Signed by the Directors of our Company				
Sr.No.	**Name**	**Category**	**Designation**	**Signature**
1.	Ghanshyam ArjanBhai Patel	Executive	Managing Director	Sd /-
2.	Vasant Vadilal Patel	Executive	Chairperson	Sd /-
3.	Nitin JasvantBhai Patel	Executive	Whole time Director	Sd /-
4.	VinodBhai ManiBhai Patel	Executive	Whole time Director	Sd /-
5.	RajatKumar DineshBhai Patel	Non- Executive	Independent Director	Sd /-
6.	Chintan UmeshBhai Bhatt	Non- Executive	Independent Director	Sd/-
7.	Shreyaben MilanKumar Shah	Non- Executive	Women Independent Director	Sd/-
Signed by the Chief Financial Officer and Company Secretary of our Company				
8.	Ghanshyam ArjanBhai Patel	Whole – Time	Chief Financial Officer	Sd /-
9.	Braham Pal Chhabra	Whole – Time	Company Secretary	Sd /-

Place: Ahmedabad
Date: December 01, 2023