



LOTUS
DEVELOPERS™

SRI LOTUS DEVELOPERS AND REALTY LIMITED

Our Company was incorporated as "AKP Holdings Private Limited", a private limited company under the Companies Act, 2013, pursuant to the certificate of incorporation issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC") on February 17, 2015. Subsequently, the name of our Company was changed to "AKP Holdings Limited", upon conversion into a public company, pursuant to a board resolution dated November 22, 2024, and a special resolution passed by shareholders dated November 26, 2024, and a fresh certificate of incorporation was issued on December 05, 2024, by the Registrar of Companies, Central Processing Centre. Thereafter, the name of our Company was changed to 'Sri Lotus Developers and Realty Limited', pursuant to a board resolution dated December 11, 2024, and a shareholder resolution dated December 12, 2024, and a fresh certificate of change of name was issued on December 16, 2024, by the Registrar of Companies, Central Processing Centre.

Registered and Corporate Office: 5th & 6th Floor, Lotus Tower, 1 Jai Hind Society, N S Road No. 12/A, JVPD Scheme, Juhu, Mumbai-400049, Maharashtra, India. **Contact Person:** Ankit Kumar Tater, Company Secretary and Compliance Officer; **Tel:** +91 7506283400; **E-mail:** investors@lotusdevelopers.com; **Website:** www.lotusdevelopers.com
Corporate Identity Number: U68200MH2015PLC262020

OUR PROMOTERS: ANAND KAMALNAYAN PANDIT, ROOPA ANAND PANDIT AND ASHKA ANAND PANDIT

Our Company has filed the Prospectus dated August 01, 2025 with the RoC, and the Equity Shares are proposed to be listed on the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") and trading is expected to commence on Wednesday, August 06, 2025.

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF 52,813,724 EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 150 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 149 PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹ 7,920.00 MILLION (THE "ISSUE"). THE ISSUE CONSTITUTED 10.81% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

THE ISSUE INCLUDES A RESERVATION OF 147,058 EQUITY SHARES AGGREGATING UP TO ₹ 20.00 MILLION (CONSTITUTING 0.03% OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY) FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS ("BRLMS"), OFFERED A DISCOUNT OF 9.33% OF THE ISSUE PRICE TO ELIGIBLE EMPLOYEES BIDDING IN THE EMPLOYEE RESERVATION PORTION ("EMPLOYEE DISCOUNT"). THE ISSUE LESS THE EMPLOYEE RESERVATION PORTION IS HERINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE SHALL CONSTITUTED 10.81 % AND 10.78%, RESPECTIVELY, OF THE POST-ISSUE PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

ANCHOR INVESTOR ISSUE PRICE: ₹ 150 PER EQUITY SHARE OF FACE VALUE OF ₹ 1 EACH
ISSUE PRICE: ₹ 150 PER EQUITY SHARE OF FACE VALUE OF ₹ 1 EACH
THE ISSUE PRICE IS 150 TIMES OF THE FACE VALUE

Risk to Investors

For details, refer to section titled "Risk Factors" on page 35 of the Prospectus.

1. Dependence upon conditions affecting, the real estate micro markets with high geographical concentration in the Western Suburbs of Mumbai

Our business, results of operations and financial condition have been and will continue to be heavily dependent on the performance of, and the prevailing conditions affecting, the real estate markets in the Western Suburbs of Mumbai. The real estate markets in this region may be affected by various factors outside our control, including prevailing local and economic conditions, changes in the supply and demand for properties comparable to those we develop, changes in the applicable governmental regulations, demographic trends, employment and income levels and interest rates, among other factors. These factors can also negatively affect the demand for and valuation of our Ongoing Projects and Upcoming Projects in Western Suburbs of Mumbai. The table below sets forth details of Completed Projects, Ongoing Projects and Upcoming Projects in Mumbai as on June 30, 2025:

Particulars	Completed Projects		Ongoing Projects		Upcoming Projects	
	Completed Saleable area (in sq. ft.)	Percentage of total completed saleable area (%)	Estimated Saleable area (in sq. ft.)	Percentage of total Estimated Saleable area (%)	Estimated Saleable area (in sq. ft.)	Percentage of total Estimated Saleable area (%)
Western Suburbs of Mumbai	378,396	100.00	295,586	100.00	1,356,835	82.68
Eastern Suburbs of Mumbai	-	-	-	-	129,199	7.87
South Central	-	-	-	-	155,001	9.45
Total	378,396	100.00	295,586	100.00	1,641,035	100.00

2. Inability to complete our ongoing and upcoming projects

As of June 30, 2025, our 5 Ongoing Projects have an aggregate total estimated saleable area of 0.30 million square feet, and our 11 Upcoming Projects have an aggregate total estimated saleable area of 1.64 million square feet. We have not faced any instances in preceding three fiscals, where there has been delay in completion and handover projects and we have completed all our projects before the completion date. As on date of the RHP, no penalty has been paid by us as per RERA and no fine has been levied by RERA. The following table sets forth expected completion date of our Ongoing Projects as of June 30, 2025:

Ongoing Projects	Expected completion date according to RERA registration
Amalfi	December 31, 2027
The Arcadian	December 31, 2027
Varun	December 31, 2028
Lotus Athena	To be applied
Lotus Amara	To be applied

3. Inability to sell our project inventories in a timely manner

As of June 30, 2025, we had 4 Completed Projects and 5 Ongoing Projects with a Saleable Area of 0.38 million square feet and estimated saleable area of 0.30 million square feet, respectively. The table below sets out details of unsold units for our Completed Projects and Ongoing Projects as on June 30, 2025:

Sr. No.	Project Name	Segment	Unit details			Saleable area/ estimated saleable area details		
			Total units for sale/ estimated details	Unsold units	% of units unsold	Total saleable area/estimated saleable area (in sq. ft.)	Saleable area yet to be sold (in sq. ft.)	% of saleable area yet to be sold
	Completed Projects							
1.	Signature	Commercial	88	4	4.55	183,433	7,620	4.15
2.	Ananya	Residential	46	3	6.52	56,076	2,926	5.22
3.	Ayana	Residential	33	16	48.48	50,445	23,687	46.96
4.	Arc One	Commercial	167	62	37.13	88,442	38,867	43.95
	Ongoing Projects*							
5.	The Arcadian	Residential	93	93	100	139,686	139,686	100
6.	Amalfi	Residential	31	31	100	49,063	49,063	100
7.	Varun	Residential	21	21	100	33,745	33,745	100
8.	Lotus Amara	Residential	12	12	100	49,707	49,707	100
9.	Lotus Athena	Residential	10	10	100	23,384	23,384	100
	Total		501	252		673,981	368,685	

*These projects have received CC approval till plinth stage, upon completion of the plinth stage we will apply for the further commencement certificate for the additional construction including the habitable floors.

4. Difficult to compare our performance between periods, as revenues from operations and expenses fluctuate significantly from period to period

Our income across time periods may fluctuate significantly due to a variety of factors, including the size and number of our development and redevelopment projects, execution of agreements and/or contracts with buyers and general market conditions. As a result of one or more of these factors, we may record significant revenue from operations or profits during one accounting period and significantly lower revenue from operations or profits during prior or subsequent accounting periods.

5. Dependence upon third party contractors for the construction and development of our Projects

We do not provide any construction services on our own and are entirely dependent on third party contractors for the construction services of our Projects. We are also dependent on specialist agencies like architects for designing, layout and elevation plan of our Projects. If a contractor fails to perform its obligations satisfactorily or within the prescribed time periods with regard to a project or terminates its arrangements with us, we may be unable to develop the project within the intended timeframe, at the intended cost, or at all. The table below sets forth our cost of construction services received from largest and top 10 contractors for the periods indicated:

Particulars	Fiscal 2025		Fiscal 2024		Fiscal 2023	
	₹ million	% of cost of total expenses*	₹ million	% of cost of total expenses*	₹ million	% of cost of total expenses*
Largest Contractor (Shree Gajanand Associates)	311.35	21.71%	630.99	29.89%	295.85	28.10%
Top 10 Contractors and specialist agencies	770.72	53.74%	1,165.76	55.21%	869.48	82.57%

*consists of construction cost + other construction cost

6. Risks associated with negative cash flows

We have experienced negative net cash flows from operating activities in Fiscal 2025 after adjusting income taxes paid. During this fiscal year 2025, three ongoing projects of our Company were under construction which are yet to start generating revenue due to which significant amount was invested in the working capital towards, construction costs (inventories), advance to suppliers etc. Further, partial receivables from some of our sales in last quarter of the fiscal 2025 remained uncollected at the end of the fiscal which has also contributed to the negative net cash flow from operating activities.

7. Risk related to obtaining statutory and regulatory approvals, licenses or permits at various stages in the development of our projects.

We (and in certain cases, the third parties developing the relevant project pursuant to arrangements with us) are required to obtain statutory and regulatory approvals, licenses or permits at various stages in the development of our projects, including, requisite change of land use approvals, environmental approvals, fire safety clearances, no objection certificates for height clearance, and commencement, completion and occupation certificates from relevant Governmental authorities. We may encounter problems in obtaining the requisite approvals or licences, may experience delays in fulfilling the conditions precedent to any required approvals and we may take time to adapt ourselves to new laws, regulations or policies that may come into effect from time to time with respect to the real estate and development sector. There can be no assurance that we will receive such approvals or renewals in the time frames anticipated by us, or at all. There may also be unanticipated delays by the relevant regulatory bodies in reviewing our applications and granting approvals.

8. We have closed our division of film production and distribution, namely Anand Pandit Motion Pictures ("APMP") which had recorded operating losses for the Financial Year ended March 31, 2023.

We have closed our division of film production and distribution, namely Anand Pandit Motion Pictures ("APMP") which recorded losses in our discontinued operations in the past financial years ended March 31, 2023, wherein our Profit/(loss) for the year was ₹ (5.15) million.

9. Risk related to Objects

The funding requirements mentioned as a part of the objects of the Issue are based on internal management estimates, and have not been appraised by any bank or financial institution. This is based on current conditions and is subject to change in light of changes in external circumstances, costs, business initiatives, other financial conditions or business strategies. Various risks and uncertainties, including those set forth in this section, may limit or delay our efforts to use the Net Proceeds to achieve profitable growth in our business.

10. Risks related to litigations

There are certain outstanding litigations filed against our subsidiaries, wherein the aggregate amount involved is ₹45.75 million. These legal proceedings are pending at different stages before various courts, tribunals and forums. The outcome of these legal proceedings is uncertain and could lead to adverse orders against our Company.

11. Other risks

- a. The 2 BRLMs associated with the Issue have handled 20 public issues in the past three financial years, out of which 04 issues have closed below the issue price on the listing date:

Name of the BRLM	Total Public Issues	Issues closed below the issue price on listing date
Monarch Network Capital Limited	2	Nil
Motilal Oswal Investment Advisors Limited	18	4
Common Issues handled by BRLMs	Nil	Nil

- b. Weighted average cost of acquisition of all shares transacted in the three years, 18 months and one year preceding the date of the Prospectus:

Period	Weighted average cost of acquisition per Equity Share (in ₹) ^{^A}	Cap Price is 'x' times the weighted average cost of acquisition ^{^A}	Range of acquisition price per Equity Share: lowest price – highest price (in ₹)
Last three years preceding the date of the Red Herring Prospectus	18.97	7.91	Nil ^{^A} -300
Last 18 months preceding the date of the Red Herring Prospectus	18.97	7.91	Nil ^{^A} -300
Last one year preceding the date of the Red Herring Prospectus	18.97	7.91	Nil ^{^A} -300

^{^A} As certified by T. P. Ostwal & Associates LLP, Statutory Auditor, by way of their certificate dated August 01, 2025.

^{^B} The Board of Directors pursuant to a resolution dated November 13, 2024, and ordinary resolution dated November 18, 2024, passed by our Shareholders, have approved the issuance of 204,646,900 bonus Equity Shares in the ratio of one equity shares for every one equity share held which were issued and allotted on November 29, 2024. The highest price is not adjusted for Bonus Issue.

^{^C} Represents costs of equity shares issued pursuant to bonus issue which were issued at Nil consideration.

^{^D} Computed based on the Equity Shares acquired/allotted/purchased (including acquisition pursuant to transfer by way of gift and bonus issue).

Note: Please note that the details in the table above have been calculated for all the Equity Shares acquired by the Promoters and Promoter Group. Our Company does not have any Shareholders entitled with right to nominate directors or any other right.



(Please scan this QR Code to view the Prospectus)

